EXHIBIT A

EAST PLEASANTON SPECIFIC PLAN

WORKING DRAFT ALTERNATIVES

MAY 2013

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The East Pleasanton Specific Plan (EPSP) Task Force was appointed by the City Council in July 2012 to oversee the preparation of a specific plan for the East Pleasanton area. The nineteen member Task Force consists of two Planning Commissioners, and representatives from the Housing Commission, Parks and Recreation Commission, and Zone 7 Water Agency. It also includes representatives from the two major Plan Area property owners, surrounding neighborhoods, and at-large community members.

The Task Force is assisted by City staff and technical consultants. Monthly meetings are conducted to receive public input and evolve plans. Community workshops are also conducted at milestone points in the planning process to further encourage public participation in the process.

During the past nine months, the Task Force has gathered substantial site background information, prepared a vision statement for the Specific Plan, and developed four working draft alternatives for the Specific Plan Area. Prior to further refinement of the alternatives, the Task Force is seeking input from various City commissions and committees. It will then refine the alternatives accordingly and forward them to the City Council for direction to proceed with an in-depth alternatives analysis and evolution of the "preferred plan" alternative. The remaining alternatives will be utilized by staff and consultants as "project alternatives" for inclusion in the environmental impact report. An outline of the EPSP planning process is presented below.

- Background information gathering
- Opportunities and constraints analysis
- Vision and goals
- Preparation of land use/circulation plan alternatives
- Analysis of plan alternatives
- Selection of preferred plan alternative
- Preparation of draft Specific Plan and EIR documents
- Formal public review process and City Council action

BACKGROUND

The approximately 1,110-acre EPSP Area (Figure 1) is part of a considerably larger area of land commonly known as the Livermore-Amador Valley Quarry Lands (Figure 2). The Quarry Lands contain the largest single concentration of sand and gravel deposits in the Bay Area. This area has long been of special importance because of the value of its mineral deposits to the region's economy, the environmental impacts created by extracting and transporting sand and gravel, and the manner in which excavated land is reclaimed for future use. Most of the Quarry Lands have either been or are in the process of being mined. Mining operations are expected to continue through approximately the years 2030 to 2040.

With the recent completion of mining in the EPSP portion of the Quarry Lands, this area has become the subject of planning interest by the property owners and the City of Pleasanton for future reuse and conservation. Since much of the EPSP area is located within the unincorporated jurisdiction of Alameda County at this time, it will eventually need to be annexed to the City prior to development.

Figure 1 - EPSP Area

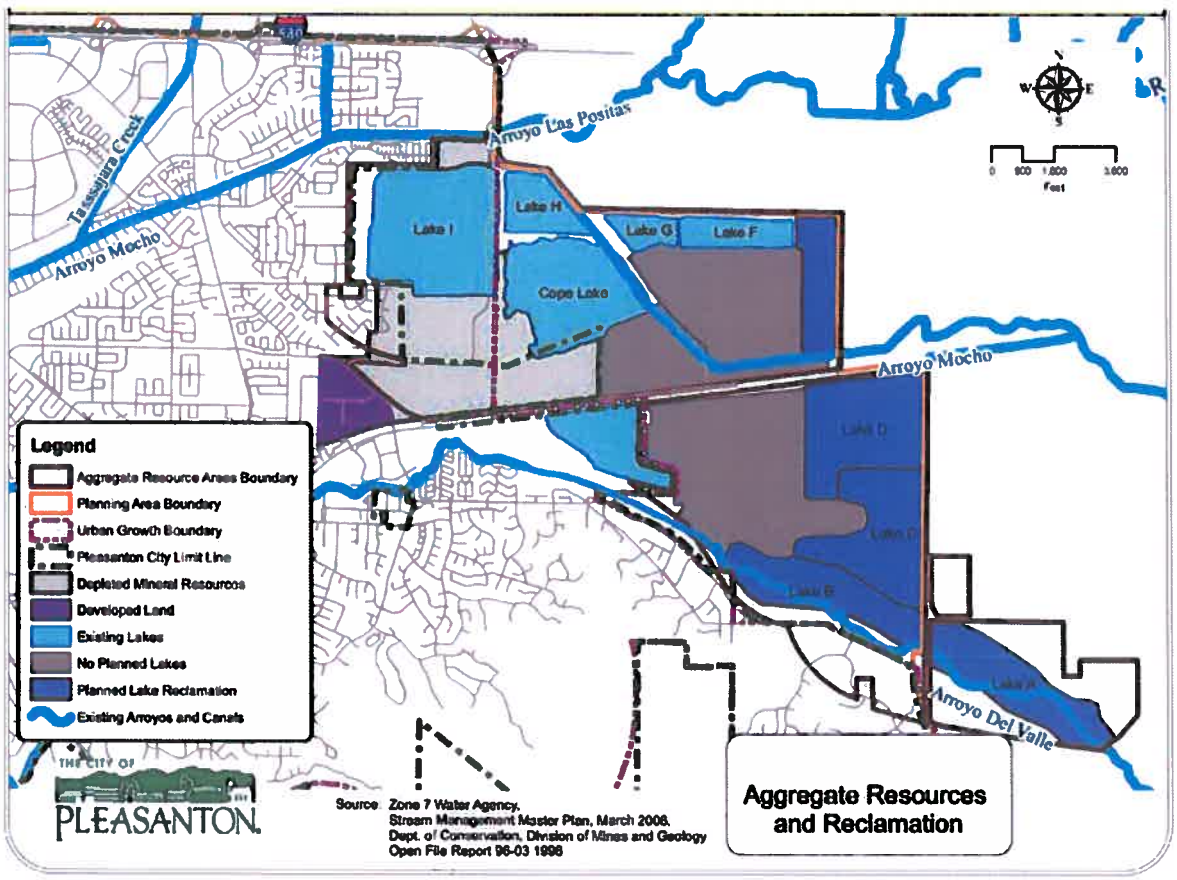


Figure 2 - Livermore-Amador Valley Quarry Lands

PLANNING AREA DESCRIPTION

The EPSP Area includes three lakes (sand and gravel pits) and surrounding lands totaling approximately 704 acres. Two of the lakes (Cope Lake and Lake I) are owned by the Zone 7 Water Agency, and the third lake (Lake H) is currently owned by the Pleasanton Gravel Company but is scheduled to be dedicated to Zone 7 in 2014. The remaining 406-acre area is comprised of some wetlands (not officially designated as of yet), but mostly flat, reclaimed land owned by the Lionstone Group (314 acres), Legacy Partners (17 acres), the Kiewit Infrastructure Company (50 acres), Pleasanton Garbage Service (7.5 acres, plus 3 acres leased from the Kiewit Infrastructure Company), and the City of Pleasanton's Operation's Service Center (17 acres).

Two of the EPSP lakes (Lakes H and I) are part of a series of the Chain of Lakes. They provide a number of valuable water-related functions, including storm water management, seasonal water storage, groundwater recharge, and wildlife habitat. Cope Lake is not considered to be part of the Chain of Lakes.

Since nearly all of the Plan Area has been mined, the original topographic and habitat characteristics have been completely altered. In general, the area now consists of the three lakes with steep banks, wetlands around Cope Lake, and mostly reclaimed flat land covered with brush and non-native grasses and a limited amount of development. Some scattered mature trees remain, mostly in the southern portion of the Plan Area.

A conceptual site opportunities and constraints map (Figure 3) is presented below to further identify important site conditions.

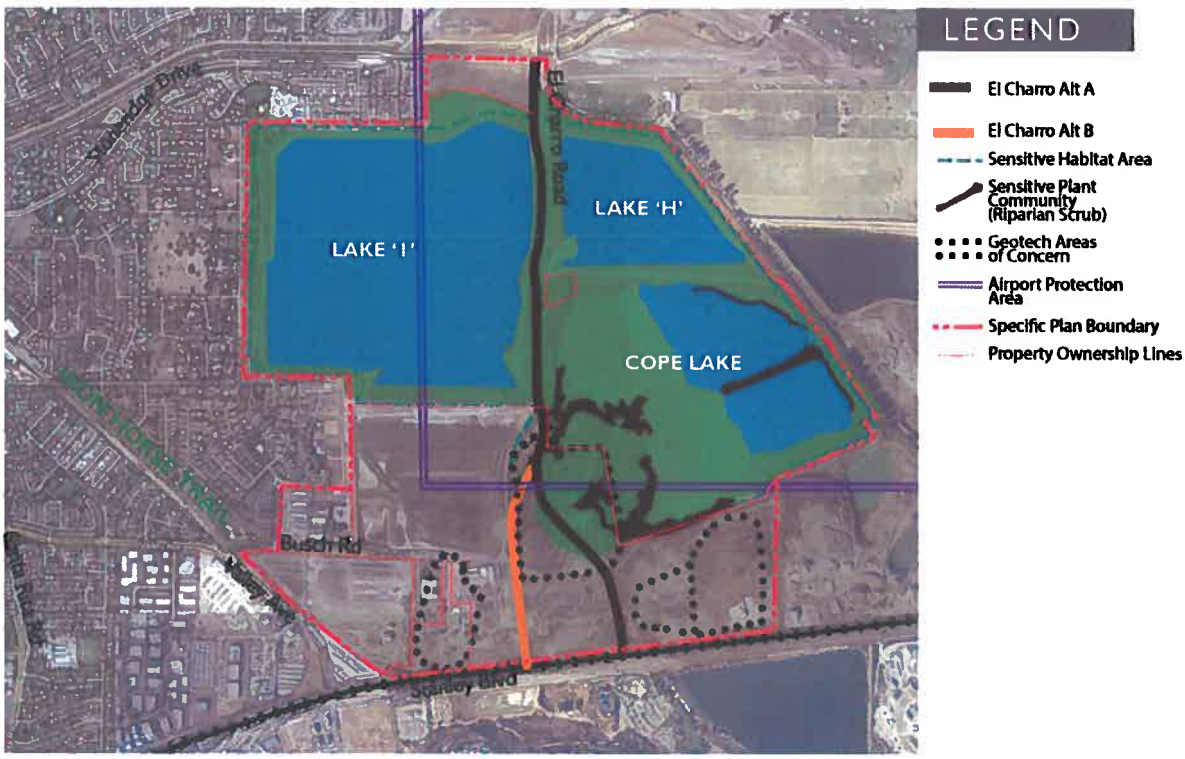


Figure 3 - Opportunities and Constraints

PLEASANTON PLANNING GUIDANCE

The Pleasanton General Plan establishes the framework for the preparation and implementation of "specific plans." Specific plans are intended to provide a bridge between the broad goals and policies of the General Plan and future development proposals by establishing site specific land use development standards and design criteria.

The General Plan further specifies that the City will prepare a specific plan for the East Pleasanton area. The Specific Plan should include a mix of land uses, circulation system (including the extensions of El Charro Road and Busch Road), utilities, and the creation of a funding mechanism for the infrastructure required to support development. This should be a coordinated effort between property owners, major stakeholders, and the Pleasanton community, including residents of East Pleasanton.

The General Plan Land Use Map identifies a series of seven land uses that may be considered for the EPSP area. These include: Public and Institutional; High Density Residential; Business Park; Retail/Highway/Service Commercial, Business and Professional Offices; Parks and Recreation; General and Limited Industrial; and Water Management, Habitat and Recreation. With the exception of the Water Management, Habitat and Recreation area (existing lake areas) the General Plan Map does not detail the actual location of the potential future land uses, but instead leaves this for the Specific Plan process to determine.

VISION STATEMENT

The Task Force prepared a vision statement for the Specific Plan during the Fall of 2012. This statement is considered to be evolutionary in nature and subject to potential further refinement as the planning process unfolds. The statement reads as follows:

> "East Pleasanton should be a unique and distinct part of the City while blending in seamlessly with the characteristics of the surrounding areas. This area is differentiated by its lakes, wildlife habitat, and open land suitable for development. Future uses should entice residents of Pleasanton to want to visit and stay to enjoy its beauty and uniqueness. The vision for this area is as follows:

CHARACTER

- Character should evolve from the existing open space setting (lakes, natural habitat, and outlying rural lands and hillsides).
- Scenic views should be protected and lake areas should serve as a visual separator between Pleasanton and Livermore. Development should orient toward and take advantage of the lake environment

LAND USE

- Land uses should benefit the entire community, integrate with surrounding neighborhoods, balance development with infrastructure costs, and be flexible in order to allow for the changing community needs.
- Plan area development should generally be a low intensity mix of uses (such as open space, park, recreation, trails, a variety of housing types and densities, public and/or private schools, limited local serving and specialty retail, office and light industrial), arranged around a central community focus area.
- Development should be part of a balanced, city-wide approach to meeting General Plan policy guidance and housing goals.
- Land use should take into account school needs, airport noise and flood hazard potential.
- The relocation of the PGS transfer station and/or the City's Operation Services Center should be considered, if cost effective.

OPEN SPACE/SUSTAINABILITY

- Open space should serve two primary functions: it should be protected for its habitat and scenic values; and it should help to meet the recreational needs of the community, including active and passive recreation and inter-connected trails within a safe environment.
- The use of open space should also be coordinated with East Bay Regional Park District to optimize park functions.
- A major focus of development should be on sustainability in terms of environmental resources, energy, and economic and fiscal balance.

CIRCULATION

- The circulation system should minimize or reduce traffic congestion and noise on the outlying City streets and neighborhoods.
- Sub-neighborhoods should be interconnected with tree-lined streets, bike paths and pedestrian trails, with trail linkages to the out-lying lakes, parks, neighborhoods, schools and the regional trail system.
- The El Charro Road design should allow for the uninterrupted planning of land uses and neighborhoods within the Plan area.

IMAGES

City staff and consultants evolved a series of land development images (photos) for use at recent Task Force meetings. These illustrate some of the potential land uses, intensities and densities that may be appropriate for the EPSP. They are presented on the following pages to give a sense as to how the ultimate character of the EPSP Area could appear.

SINGLE FAMILY
5 DU/AC

SINGLE FAMILY
8-12 DU/AC

MULTI-FAMILY
20-30 DU/AC

COMMERCIAL

OFFICE / CAMPUS

DISTRIBUTION

ACTIVE PARKS

PASSIVE PARKS

TOWN GREENS

CIRCULATION

ALTERNATIVE DESCRIPTIONS

Each of the four alternative land use plans (Figures 4-7) now under consideration by the Task force are presented below. At this point in the planning process, they are considered to be just a few of a variety of potential alternatives that could be developed consistent with the Task Force Vision Statement. They are intended to represent a range of development and conservation scenarios from less intensive (low density) to more intensive (high density). The ultimate "preferred plan" and EIR alternatives may be significantly different from the current draft alternatives.

As a side note, the Task Force has discussed the potential for Pleasanton's Operations Service Center (OSC) and the Pleasanton Garbage Service's Transfer Station to relocate to the southeastern portion of the EPSP area. One possible way of achieving this might be through a land swap/relocation funding plan between the property owners.

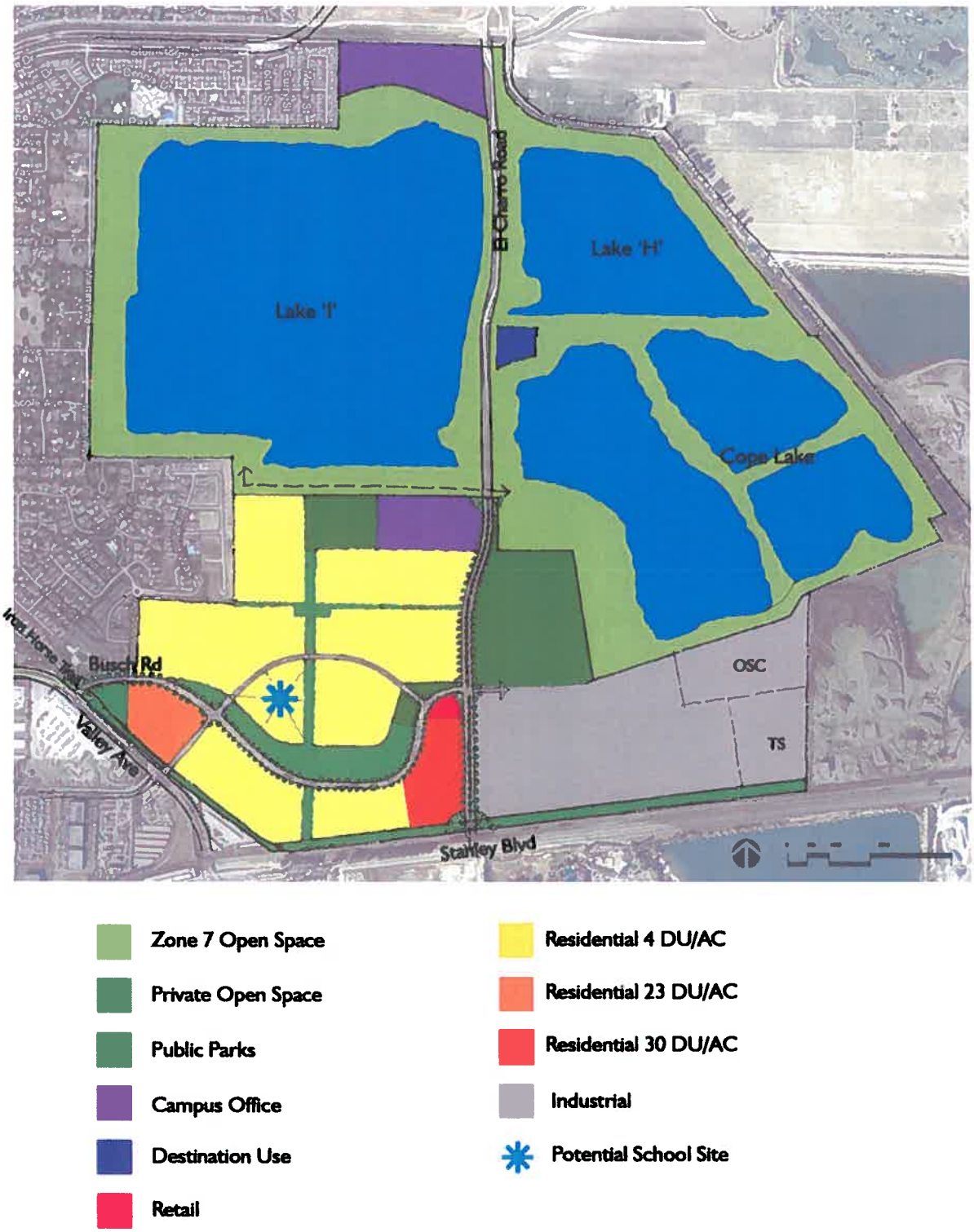


Figure 4 - Alternative 1

ALTERNATIVE 1

Alternative 1 provides a total of 1,000 housing units (35 percent RHNA), including fifty percent single-family units. Multi-family housing is split into two areas, one situated at the Busch Road entry and the other just south of the El Charro Road/Stanley Boulevard intersection. The central focus of the community is in the vicinity of the eastern end of Busch Road. This includes neighborhood retail shopping, village green, greenbelt, and the community park. A wide private greenbelt extends through the Plan Area along the north side of Busch Road.

Two limited areas of "campus office" use are proposed in the northernmost portion of the Plan Area above Lake I, and immediately south of Lake I within the Airport Protection Area. The northernmost office site is also proposed to include a retail overlay component to allow restaurants and other related retail lake front uses. A "destination use" (retreat, conference facility, restaurant, etc.) is planned for the three-acre site located at the convergence of the three lakes.

Industrial use is planned east of El Charro Road to potentially include business parks, R&D, industrial/flex and distribution uses, as well as the possible future relocation of the OSC and/or Transfer Station. This is the only alternative that does not propose any industrial land west of El Charro Road.

Public parkland includes a 34-acre passive recreation community park east of El Charro Road, a 9-acre active recreation park along the south side of Lake I, and a 2-acre village green on Busch Road. In addition, it is hoped that some of the Zone 7 land east of the community park can be used for further passive recreation use (i.e., trails and vistas) in all of the alternatives.

El Charro Road generally extends southerly in a straight-line to Stanley Boulevard. This is a different alignment than is used in the other alternatives in that it connects to Stanley Boulevard farther west. Busch Road is designed as a two-lane street connecting to El Charro Road. Boulder Street is designed to relieve traffic on Busch Road. Small local non-through streets are planned to minimize neighborhood through traffic.

ALTERNATIVE 1 LAND USE INVENTORY

SF-R 4d/a	SF-R 11d/a	MF-R 23d/a	MF-R 30d/a	Total Housing	Retail sq. ft.	Office sq. ft.	Indust. sq. ft.	Dest. Use ac.	Public Park ac.	Private O.S ac.
500	0	195	305	1,000	91,000	442,000	1,422,000	3	45	34

Table 1 - Alternative 1 Land Use Inventory

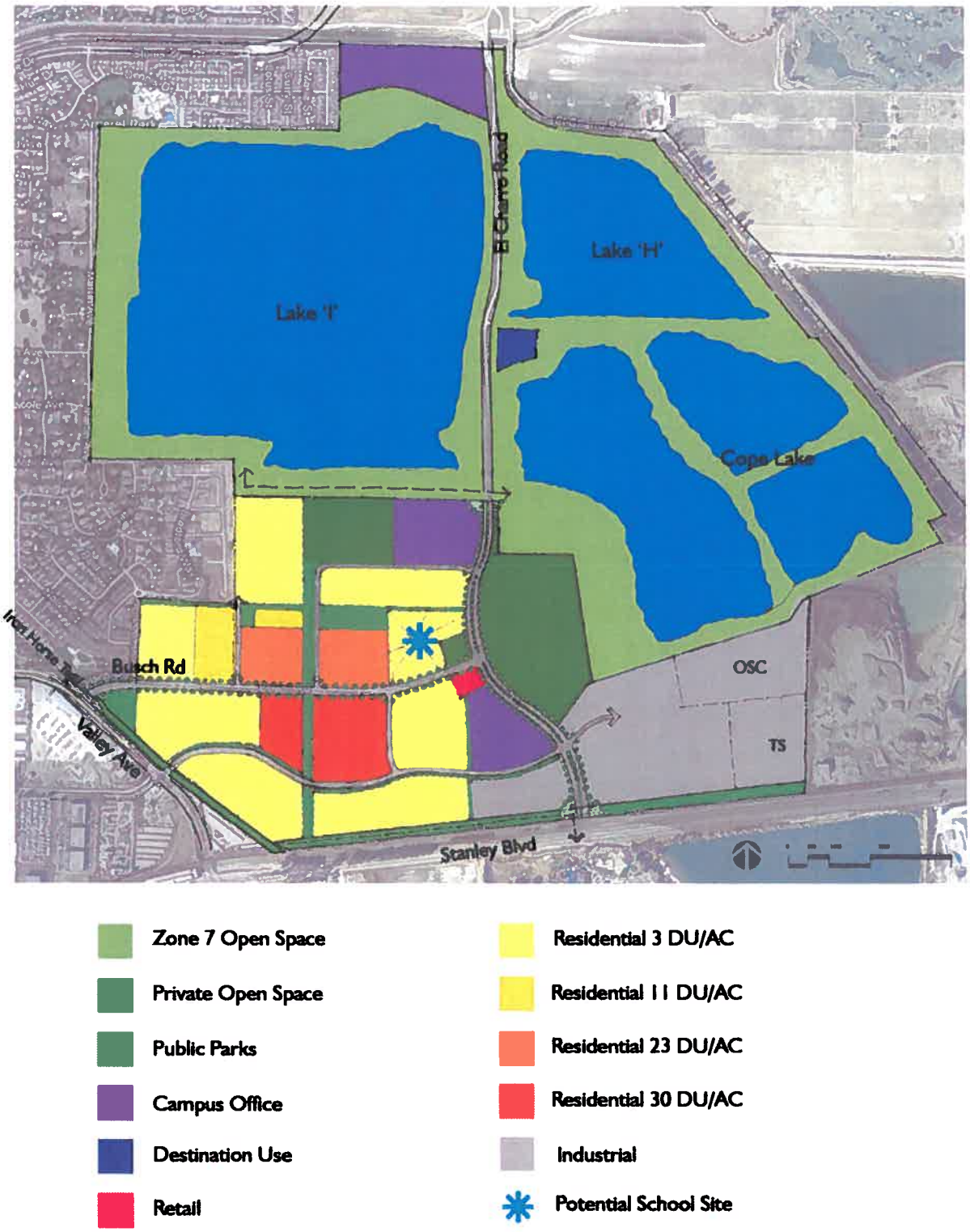


Figure 5 - Alternative 2

ALTERNATIVE 2

This alternative provides a total of 1,426 housing units (50 percent RHNA). Multi-family housing is centrally located along both sides of Busch Road. The central focus of the community is at the north/south open space spine as it intersects Busch Road. In addition, neighborhood retail and a village green are located at the Busch Road/El Charro Road intersection, with a community park located on the opposite side of El Charro Road.

Three areas of "campus office" are proposed within the Plan Area: (1) in the northernmost area above Lake I; (2) immediately south of Lake I within the Airport Protection Area; and (3) just south of the Busch Road/El Charro Road intersection. The northernmost area above Lake I is also proposed to include a retail overlay component. A destination use is planned for the three-acre site located at the convergence of the three lakes.

Industrial use is planned in the southeast portion of the Plan Area to potentially include business parks, R&D, industrial/flex and distribution uses, as well as the possible future relocation of the OSC and/or Transfer Station.

Public parkland includes a 33-acre passive recreation community park east of El Charro Road, a 14-acre active recreation park along the south side of Lake I, and a two-acre village green located at the Busch Road/El Charro Road intersection.

El Charro Road extends to Stanley Boulevard, connecting at the Shadow Cliffs Regional Park driveway entry. Busch Road is designed as a two-lane street with two connecting routes to El Charro Road. Boulder Street extends from Valley Avenue to El Charro Road.

ALTERNATIVE 2 LAND USE INVENTORY

SF-R 3d/a	SF-R 11d/a	MF-R 23d/a	MF-R 30d/a	Total Housing	Retail sq. ft.	Office sq. ft.	Indust. sq. ft.	Dest. Use ac.	Public Park ac.	Private O.S ac.
355	110	335	626	1,426	91,000	640,000	1,283,000	3	49	35

Table 2 - Alternative 2 Land Use Inventory

Zone 7 Open Space
Private Open Space
Public Parks
Campus Office
Destination Use
Retail
Residential 3 DU/AC
Residential 23 DU/AC
Residential 40 DU/AC
Industrial
Potential School Site

Figure 6 - Alternative 3

ALTERNATIVE 3

Alternative 3 provides a total of 1,710 housing units (60 percent RHNA). All multi-family housing is situated south of Busch Road. The central focus of the community is at the north/south open space spine as it intersects Busch Road. In addition, neighborhood retail is located at the Busch Road/El Charro Road intersection, with a community park located on the opposite side of El Charro Road.

Two limited areas of "campus office" use are proposed: (1) in the northernmost portion of the Plan Area above Lake I; and (2) immediately south of Lake I within the Airport Protection Area. The northernmost site is also proposed to include a retail overlay component. A destination use is planned for the three-acre site located at the convergence of the three lakes.

Industrial use is planned in the southeast portion of the Plan Area to potentially include business parks, R&D, industrial/flex and distribution uses, as well as the possible future relocation of the OSC and/or Transfer Center.

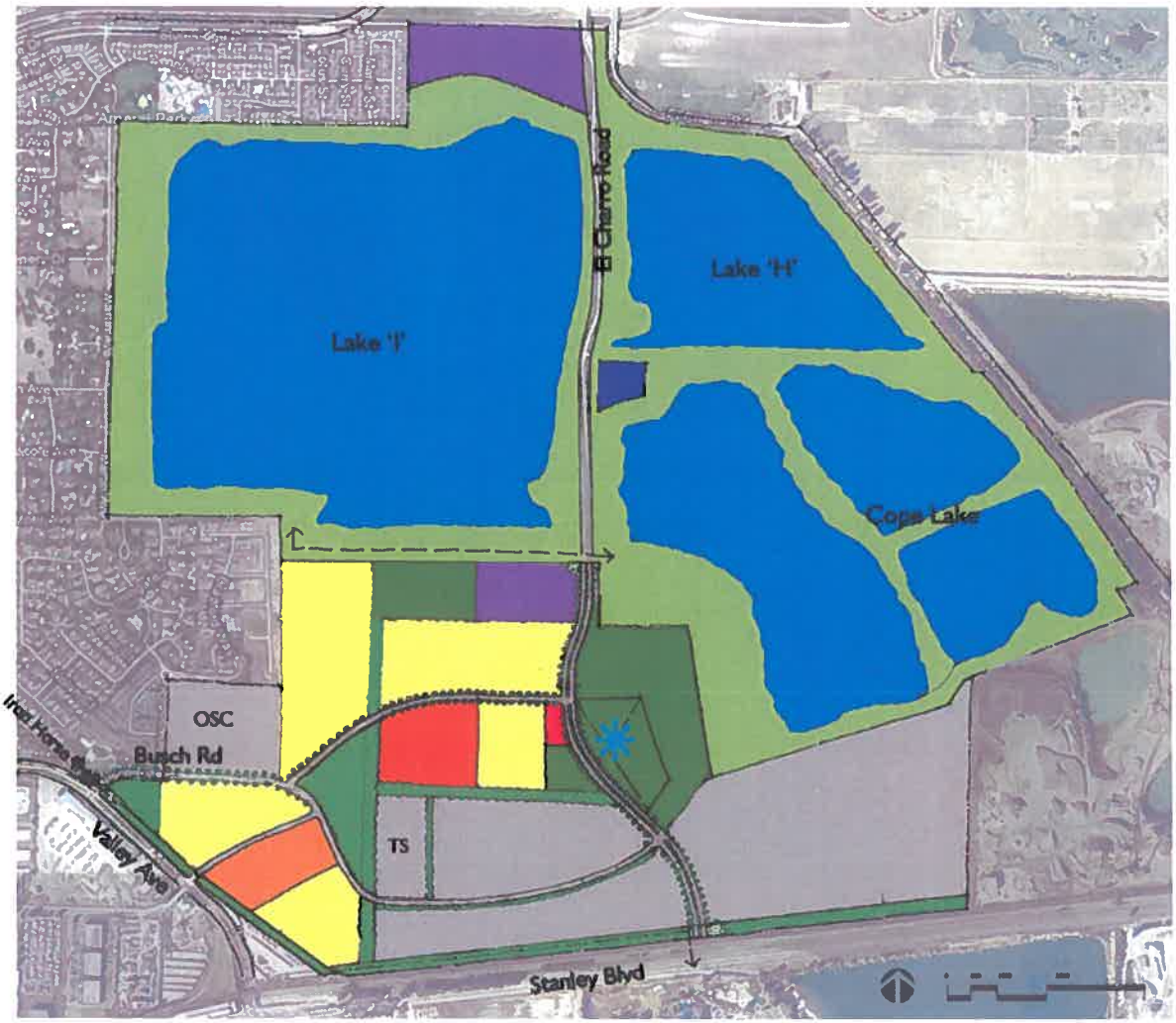
Public parkland includes a 34-acre passive recreation community park east of El Charro Road, an 11-acre active recreation park along the south side of Lake I, and a 5-acre neighborhood park located in the south-central portion of the Plan Area.

El Charro Road extends to Stanley Boulevard, connecting at the Shadow Cliffs Regional Park driveway entry. Busch Road is designed as a two-lane street. Boulder Street is aligned to relieve traffic on Busch Road through its loop connection to significant development areas on the south side of Busch Road.

ALTERNATIVE 3 LAND USE INVENTORY

SF-R 3d/a	SF-R 11d/a	MF-R 23d/a	MF-R 30d/a	Total Housing	Retail sq. ft.	Office sq. ft.	Indust. sq. ft.	Dest. Use ac.	Public Park ac.	Private O.S ac.
376	110	474	750	1,710	91,000	442,000	1,396,000	3	50	26

Table 3 - Alternative 3 Land Use Inventory



- Zone 7 Open Space
- Private Open Space
- Public Parks
- Campus Office
- Destination Use
- Retail
- Residential 8 DU/AC
- Residential 23 DU/AC
- Residential 30 DU/AC
- Industrial
- Potential School Site

Figure 7 - Alternative 4

ALTERNATIVE 4

This alternative assumes that the OSC and Transfer Station do not relocate. Due to the level of impacts created by the Transfer Station (noise, odor, truck traffic), all land located "downwind" of it to the south and east are designated for industrial use. This alternative provides a total of 1,2,83 housing units (45 percent RHNA), including fifty percent single-family housing. Multi-family housing is split into two different areas.

Two limited areas of "campus office" use are proposed: (1) in the northernmost portion of the Plan Area above Lake I; and (2) immediately south of Lake I within the Airport Protection Area. The northernmost site is also proposed to include a retail overlay component. A destination use is planned for the three-acre site located at the convergence of the three lakes.

Substantial industrial use is planned in the southern portion of the Plan Area to potentially include business parks, R&D, industrial/flex and distribution uses.

Public parkland includes a 34-acre passive recreation community park east of El Charro Road, a 10-acre active recreation park along the south side of Lake I, and a 2-acre village green located just south of the Busch Road/El Charro Road intersection.

El Charro Road extends to Stanley Boulevard, connecting at the Shadow Cliffs Regional Park driveway entry. Busch Road is designed as a two-lane street with two connections to El Charro Road. A Boulder Street connection is provided to relieve traffic on Busch.

ALTERNATIVE 4 LAND USE INVENTORY

SF-R 8d/a	SF-R 11d/a	MF-R 23d/a	MF-R 30d/a	Total Housing	Retail sq. ft.	Office sq. ft.	Indust. sq. ft.	Dest. Use ac.	Public Park ac.	Private O.S ac.
641	0	250	393	1,283	91,000	442,000	2,296,000	3	46	40

Table 4 - Alternative 4 Land Use Inventory