

**CITY OF OAKLAND**  
**AGENDA REPORT**

TO: Office of the City Administrator  
ATTN: Deborah Edgerly  
FROM: Community and Economic Development  
DATE: May 3, 2005

**RE: WOOD STREET DEVELOPMENT PROJECT**

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**A joint City and Agency Report on the proposed Wood Street Development Project, West Oakland: (1) Appeal of the March 16, 2005 Planning Commission actions on the Wood Street Development Project, filed by Arthur D. Levy; (2) Appeal of the March 16, 2005 Planning Commission actions on the Wood Street Development Project, filed by Margaretta Lin; (3) Review and consideration of the April 12, 2005 Community and Economic Development Committee's recommendations concerning the Wood Street Development Project; and (4) review and consideration of the following actions: (a) certify the final Environmental Impact Report, adopt the CEQA Findings regarding certification of the EIR, and adopt the Mitigation Monitoring Reporting Program; (b) approve a Resolution amending the General Plan land use map from "Business Mix" to "Urban Residential," (c) approve a Resolution and Ordinance amending the Oakland Army Base Redevelopment Plan to revise land use designations for the Army Base and 16<sup>th</sup> and Wood Street subareas, and to make various text changes; and (d) adopt an Ordinance approving the proposed "Wood Street Zoning District" and adopt an Ordinance designating the new zoning district on the zoning maps. The Wood Street Development Project would result in the construction of up to 1,557 residential units, including live/work units in converted warehouses; 13,000 square feet of neighborhood-serving commercial uses; and up to 24,000 square feet of public/community uses associated with the historic 16<sup>th</sup> Street Train Station. The 29.2 acre site is located in West Oakland between 10<sup>th</sup> Street to the south, West Grand Avenue to the north, Wood Street to the east, and the I-880 frontage road to the west.**

**SUMMARY**

This report pertains to the Wood Street Development Project, consisting of a mix of residential, commercial, and community uses approved by the Planning Commission on March 16, 2005. The project sponsors are proposing to construct up to 1,557 residential units, including 186 live/work units; on a 29.2 acre site. Commercial space would include 13,000 square feet of neighborhood-serving commercial uses, including possibly some office space, and up to 24,000 square feet of space for civic or community uses associated with the historic Southern Pacific 16<sup>th</sup> Street Train Station. The historic 16<sup>th</sup> Street Train Station, a City of Oakland landmark, and the Signal Tower are proposed to be restored to Secretary of Interior Standards. The 0.75 acre area in front of the 16<sup>th</sup> Street Station will be improved as a large plaza available for use as a

public gathering space. Five distinct, separately owned development areas have been proposed as part of this overall scheme.

The proposed project requires the approval of a General Plan Amendment from "Business Mix" to "Urban Residential," adoption of the Wood Street Zoning District, an amendment to the zoning map, approval of amendments to the Oakland Army Base Redevelopment Plan, and approval of five vesting parcel maps. Additionally, approval is required from the Bay Conservation Development Commission and the Regional Water Quality Control Board.

The Planning Commission took the following actions: (1) certified the Environmental Impact Report, adopted the CEQA Findings regarding certification of the EIR, and adopted the Mitigation Monitoring Reporting Program; (2) approved the five Vesting Tentative Parcel Maps and conditions of approval, with amendments, (discussed further in this staff report), contingent upon General Plan Amendment and Rezoning approvals, and subject to any changes that the City Council may make when it considers the proposed General Plan Amendment and Rezoning; (3) recommended to the City Council approval of (a) General Plan Amendment and (b) Wood Street Zoning District; and (4) adopted a report to the Redevelopment Agency and the City Council recommending the adoption of the amendment of the Oakland Army Base Redevelopment Plan.

Two appeals of the Planning Commission's decision were filed within the 10-day appeal period. One was filed on March 25, 2005 by Arthur D. Levy, who is representing himself. The other was filed on March 28, 2005 by Margareta Lin, East Bay Community Law Center, representing Just Cause Oakland and the Coalition for West Oakland Revitalization. Both appeals challenge the adequacy of the Environmental Impact Report (EIR) and the Planning Commission's certification of the EIR.

On April 12, 2005 the Community and Economic Development Committee considered the proposed project. Thirty-two people commented on the proposed project. Committee members discussed the proposed project and asked several questions. Staff was directed to respond to these questions raised by the Committee which relate primarily to the nature of the appeal; the costs associated with renovating the train station; purchasing the baggage wing, and long-term ownership and management of the train station; affordable housing; air quality studies; and the provision of union labor agreements and local hiring policies for the project.

This staff report:

- Supplements the information, including all attachments, presented in the March 16, 2005 Planning Commission staff report (Attachment A) and to the Community and Economic Development Committee on April 12, 2005 (Attachment B).
- Summarizes the review and consideration process for the Wood Street Development Project, responds to the issues raised in the appeal, summarizes the overall benefits and impacts of the project, outlines the major conditions and requirements imposed, and responds to the issues and questions raised by the public and City Councilmembers at the Community and Economic Development Committee on 4/12/05.

- Provides revisions and refinements to the Planning Commission's actions as well as options and recommendations to address the comments and concerns that were raised by the appellants, the CED Committee members, and others.

Based on the analysis and information contained in the administrative record for the project, staff recommends that the City Council deny the two appeals and uphold the Planning Commission's action. However, prior to taking final action, staff needs specific direction on three important, unresolved issues, as follows:

- 1) The approach desired in order to fulfill the Redevelopment Agency's affordable housing requirements that would result from approval of this project. Specific options have been set forth in the Key Issues Section of this report, and background material is contained in Attachments G and H.
- 2) The overall approach to preserving the Train Station Complex (Main Hall, Baggage Wing, Signal Tower, Elevated Tracks), including financing, management, elements to be preserved and restored, elements that may be demolished, and timing of these actions.
- 3) The degree to which union labor, local hiring requirements, and other employment programs will be used in the project and by what mechanism the Council wishes to incorporate these requirements, if any.

Given the nature of these three issues, the complexity of the approval structure for this project, and the required consistency among the findings, staff recommends the following course of action for this meeting:

- 1) Open the public hearing and take testimony concerning the two appeals that have been filed and the project, including the proposed General Plan Amendment, Redevelopment Plan Amendments, Wood Street Zoning District, Planning Commission recommendations and staff recommendations contained in this staff report;
- 2) Close the public hearing and give staff direction as to what approaches and options should be used for the three issues listed above, along with any other comments and concerns regarding the project;
- 3) Provide direction to staff on any revisions to the Conditions of Approval, findings and other documents consistent with Council direction. Drafts of these documents have been included as attachments to this staff report.

Staff will then return to the City Council on May 17, 2005 or June 7, 2005 for final action on the following items:

- a) Certify the Environmental Impact Report for the Project;

- b) Adopt the Resolution approving the General Plan Amendment;
- c) Adopt the Resolution amending the Oakland Army Base Redevelopment Plan land use map;
- d) Adopt the Ordinance amending the Oakland Army Base Redevelopment Plan;
- e) Adopt the Ordinance approving the "Wood Street Zoning District";
- f) Adopt the Ordinance amending the zoning map and applying the Wood Street Zoning District;
- g) Adopt the Resolution denying the appeals and approving Vesting Tentative Parcel Maps;

## **FISCAL IMPACT**

The proposed changes to the General Plan, zoning regulations, zoning map, and redevelopment plan will not result in any direct fiscal impacts for the City of Oakland. Staff costs related to the rezoning and General Plan Amendment, as well as future planning entitlements for the project area, are cost covered. These entitlements are subject to the applicable fees established in the Master Fee Schedule.

There are indirect costs that may impact the General Fund and the City from this project. Housing developments typically do not generate enough tax revenue (from direct and indirect sources, including property taxes, sales and use taxes, motor vehicle in lieu fees, utility consumption taxes, real estate transfer taxes, fines and penalties) to offset the costs of City services over time. The "Proposed Wood Street Project: Fiscal Impact Analysis" report estimated that the costs for City services are approximately \$1.3 million per year higher than the revenue from this project (\$2.6 million versus \$1.3 million). But these costs are only prorated costs and the marginal costs to the City for the development can be significantly lower. If there is no need for an additional fire station in this area, based on this and other projects, then the estimated costs would be \$775,000 less. The same goes for the other services, including General Government, Police, Cultural Arts and Marketing, Library, etc.

The project will generate direct property tax revenue for the City (\$36.2 million in AB1290 "pass throughs"), Low and Moderate Income Housing Fund (\$79.2 million) and the Oakland Army Base Redevelopment Area (\$111.3 million) during the life of the redevelopment plan through the year 2045. The project may also have costs to the Low and Moderate Income Housing Fund and the Oakland Army Base Redevelopment Area to fund affordable housing and the renovation of the historic 16<sup>th</sup> Street Train Station if the Agency decides to implement these portions of the project. The Agency's revenue will be significantly higher than the costs, but the expenditures will likely be incurred prior to receipt of the funds. Thus, the Agency may need to issue a bond and/or use Low and Moderate Income Housing Funds from outside the Oakland Army Base Redevelopment Area to fund these projects.

## BACKGROUND

### *Brief Overview Of The Project, The Necessary Actions To Approve The Project, And The Public Review Process To Date*

A mixed-use residential, commercial, civic use project has been proposed on a 29.2 acre site in West Oakland located approximately two miles from downtown Oakland. The site is surrounded by the I-880 freeway to the west; the elevated portion of Grand Avenue to the north; a mixture of single family homes, warehouses, and Raimondi Park across Wood Street to the east; and the California Waste Solutions directly to the south. The existing neighborhood between the project site and downtown Oakland can be described as a mixture of historic Victorian homes, small cottages, multifamily housing, warehouses, heavy industrial/commercial uses, light industry, parks, schools, religious facilities, community centers, and the West Oakland BART Station.

The project sponsors are proposing to construct 1,557 residential units, including 186 live/work units, some in converted warehouses. Commercial space would include 13,000 s.f. of neighborhood-serving commercial uses, including possibly some office space, plus approximately 24,000 s.f. of space for civic or community uses associated with the historic Southern Pacific 16<sup>th</sup> Street Train Station. The historic 16<sup>th</sup> Street Train Station, a City of Oakland landmark, and most of the elevated tracks are proposed to be restored to Secretary of Interior Standards. The signal tower to the north of the train station will also be restored and preserved. The 0.75 acre area in front of the 16<sup>th</sup> Street Station will be improved as a large plaza available for use as public gathering space.

Three separate developers are proposing to divide the 29.2 acre site into nine different development areas (as described in the Wood Street Zoning District), including five individual vesting tentative parcel maps containing a total of fifteen parcels or lots. The Development Areas and parcel maps are described in previous staff reports for this project (Planning Commission staff report dated 3/16/05 – Attachment A and the Community and Economic Development Committee staff report dated 4/12/05 – Attachment B).

## ENVIRONMENTAL REVIEW UNDER CEQA

As the principal public agency responsible for approving the Wood Street Project, the City of Oakland is the Lead Agency in the preparation of the Environmental Impact Report (EIR). Given the size, scale and potential impacts resulting from the Wood Street Project, the City determined that an EIR should be prepared for the Project. The City distributed an initial Notice of Preparation on December 2, 2003 and a revised version on January 21, 2004, announcing its intent to prepare and distribute an EIR on the Project. The City conducted a public scoping meeting before the Planning Commission on December 17, 2003. The purpose of this meeting was to provide the community with an opportunity to ask questions about the Project and to voice concerns or identify issues that should be discussed in the EIR.

On September 21, 2004, the DEIR for the Wood Street Project was published, and circulated for public review and comment. The public review and comment period ended on November 15, 2004 for a total period of 54 days. Responses to the written and oral comments that were received during the public review and comment period were compiled, and are contained in the FEIR, along with changes and clarifications to the DEIR. The FEIR was published on February 7, 2005 and was delivered to the Planning Commission and City Council separately.

The EIR identifies several impacts and mitigation measures that can be incorporated to lessen or eliminate the potential environmental impacts of the Wood Street Project. Seven impacts are significant unavoidable impacts, and eight potentially significant impacts would be mitigated to a less than significant level through the imposition of conditions and requirements on the project. All feasible mitigation measures have been incorporated into the proposed Conditions of Approval for the project.

Refer to Attachment A, Planning Commission staff report dated March 16, 2005 and to Attachment B, the Community and Economic Development Committee Report dated April 12, 2005 for a complete discussion about the environmental review process, comments on the draft EIR, responses to comments, significant environmental impacts and mitigation measures, and the findings that need to be made to certify the environmental impact report.

Both the Appeals filed in opposition to the Planning Commission's actions take issue with the adequacy of the Wood Street Project EIR. The basis of these appeals, along with staff's responses, is contained in Attachment F, entitled "Response to Appeals of the Planning Commission Certification of the Final Environmental Impact Report for the Wood Street Project." Attachments D and E contain the appeal letters.

#### GENERAL PLAN ANALYSIS AND THE PROPOSED GENERAL PLAN AMENDMENT

The Project Sponsors have requested to amend the General Plan land use map from "Business Mix" to "Urban Residential" to accommodate residential development on the site. The current General Plan designation of "Business Mix" does not allow residential uses. Because the proposed project includes approximately 1,557 residential units and neighborhood-serving commercial uses, the General Plan land use map for this site will need to be amended to "Urban Residential," a designation that allows both higher density residential and some commercial uses. Please refer to the DEIR, Section 3.2 – Land Use, Plans and Policies, the FEIR Table CR- 3-1 – Wood Street Zoning District – Comparison with Existing Zoning Standards, FEIR Appendix A – Analysis of Land Use Plans and Policies, as well as the March 16, 2005 Planning Commission Staff Report for further review and discussion of these proposed changes.

## OAKLAND ARMY BASE AREA REDEVELOPMENT PLAN AMENDMENT

The project site is within the Oakland Army Base (OARB) Redevelopment Project Area. To facilitate the Wood Street Development Project, as well as to clarify provisions of the Redevelopment Plan as they relate to this and subsequent development projects, staff is recommending the following changes to the Redevelopment Plan as part of the City Council's action on this project:

- 1) Amend the Redevelopment Plan Land Use Map (Attachment No.3C) from "Business Mix" to "Urban Residential" in the 16<sup>th</sup> and Wood Street sub-district, and
- 2) Make minor text changes to clarify that, in addition to the Oakland Army Base Reuse Plan, the City's General Plan governs development, particularly in portions of the Redevelopment Area not covered by the Reuse Plan (i.e., the 16<sup>th</sup> and Wood Street area).

These amendments are discussed in more detail in the March 16, 2005 Planning Commission staff report and the April 12, 2005 Community and Economic Development Committee staff report (Attachments A and B).

Other provisions of the OARB Redevelopment Plan that could apply to the proposed project include Property Acquisition (eminent domain), Affordable Housing, and the OARB EIR Mitigation Measures and Fair Share Requirements for traffic improvements. These are discussed in detail in the previous staff reports referenced above.

At the April 12, 2005 Community and Economic Development Committee, however, staff was directed to discuss the inclusionary housing requirements in more detail and to analyze the advantages and disadvantages of various ways to meet this requirement. This discussion and an outline of the options available to the City Council are contained in the Key Issues section of this staff report, along with supporting material contained in Attachments G and H.

## ADOPTION OF THE WOOD STREET ZONING DISTRICT

The Project Sponsors have prepared a unique zoning district for this 29.2 acre site. The intent is that all future projects in the area be consistent with the Wood Street Zoning District regulations and standards to ensure that the larger site is developed in a coordinated and cohesive manner.

The proposed zoning district is based on regulations from the existing zoning code with variations or modifications to the existing regulations to accommodate a large, coordinated, mixed-use group of developments. Most of the land use classifications are defined the same as in the existing zoning code.

Residential standards in the Wood Street Zoning District are based on existing multifamily zoning district standards (R-50, R-60, R-70, R-80). Because of the variety of housing types proposed within the development, the standards vary from one development area to another. Commercial land uses identified in the Wood Street Zoning District are based on a combination of land uses from different commercial zones in the existing zoning code. The land uses proposed are a mixture of neighborhood-serving commercial uses, including retail, office, food sales, restaurants, and various civic activity types.

Development standards are specified for each Development Area as specified in Table 5-10.1 in the proposed Wood Street Zoning District. These include a maximum and minimum density; floor area ratios; height limits; setbacks; parking; and standards for designing street-level structures and street front openings.

These standards are further enhanced with design guidelines that will be applied to future development throughout the project area. While no specific architectural style is recommended, there are guidelines for how certain architectural features should be designed. Special attention is given to new structures along Wood Street, the 16<sup>th</sup> Street Train Station Plaza and the frontage road. Overlay zones have been created which specify increased setbacks and reduced heights to minimize the impact of the higher density residential structures along the street frontages. By concentrating the bulk and height of the structures toward the center of the site, the contrast between the proposed residential structures and the existing residential and commercial neighborhood surrounding the site is less pronounced. Parking structures are screened, or tucked behind buildings, to encourage pedestrian activities along the street frontages. The guidelines emphasize physical design features that promote interaction with the surrounding neighborhoods by addressing building massing and articulation, street front openings and entries, building frontages, setback and height requirements, particularly along Wood Street. These design features are intended to promote a lively pedestrian street environment.

Development applications for proposals within the Wood Street Zoning District will be processed similarly to the City's current PUD, Planned Unit Development permit requirements using the Wood Street Zoning District as the underlying zone. Preliminary Development Plans and Final Development Plans will be submitted for each development proposal and will be processed according to the requirements specified in the Wood Street Zoning District.

A few minor editorial changes have been made to the draft Wood Street Zoning District text since the Planning Commission meeting on March 16, 2005. These changes do not change the substance of the requirements; they are merely clarifications of existing regulations. The changes are underlined or ~~crossed out~~ and can be found on pages 16, 20, 30, 32, 42, 44, 60, 70, 78, and 79 of the draft zoning district attached to the Ordinance adopting the Wood Street Zoning District.

Once City Council direction is clarified with regard to the preservation of the Train Station Complex, there may be more revisions required to the text of the Wood Street Zoning District. In particular, Section 5.80, "16<sup>th</sup> Street Station and 16<sup>th</sup> Street Signal Tower" presently defines



the 16<sup>th</sup> Street Station as the Main Hall (including symmetrical flanking wings to the north and south). This definition may change depending on the final decision about the baggage wing.

### VESTING TENTATIVE PARCEL MAPS

The project sponsors are proposing to re-subdivide the 29.2 acre site into five vesting tentative parcel maps, which would, in turn, allow development of 15 separate parcels. Re-subdivision in this manner will account for all public improvements and infrastructure in an organized and proportional way. Each of the five parcels will be able to stand on its own and become part of the overall master planned development as set forth in the Wood Street Zoning District. Generally, "vesting tentative maps" expressly confers a vested right to proceed with a development in substantial compliance with the ordinances, policies, and standards in effect at the time the application for approval of the vesting tentative map is deemed complete.<sup>1</sup> Thus, approval of these five maps will lock in all development standards and requirements contained in the Wood Street Zoning District for the life of the map approval (approximately 8 to 10 years depending on when final maps are filed, the number of extensions requested, etc.). This vesting does not include locking in required fees such as for building permits.

The property within each parcel map is owned by a separate project sponsor. The five parcel maps include the nine development areas identified in the Wood Street Zoning District. All development within the nine development areas, and on the fifteen individual development parcels, is required to comply with the Wood Street Zoning District.

The Planning Commission approved Vesting Tentative Parcel Maps 8551, 8552, 8553, and 8555. The Commission approved Vesting Tentative Parcel Map 8554 with the amendment to redraw the parcel line between Parcels 2 and 3 so that the entire Train Station, including the baggage wing, elevated tracks and platform behind the train station, is included in Parcel 2.

The Planning Commission made the Tentative Map Findings (Section 16.08.030 O.M.C. & California Government Code Section 66474) when approving the Vesting Tentative Parcel Maps. Please refer to the March 16, 2005 and April 12, 2005 staff reports for a more detailed discussion regarding the vesting tentative parcel maps.

### THIRD PARTY ACTIONS

In addition to obtaining project approval from the City and the Redevelopment Agency, the project sponsors will also need approval from other agencies as summarized as follows:

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<sup>1</sup> Curtin's *California Land Use and Planning Law*, p. 100

San Francisco Bay Conservation and Development Commission Bay Plan and Seaport Plan

A portion of the Project Area affecting Development Areas 6, 7 and 8 is included in the "Port Priority Use" designation on the BCDC Bay Plan and Seaport Plan. This designation does not allow residential land uses. The removal of this designation by the BCDC Board would need to be approved for this part of the site to be used as requested by the project sponsors.

Regional Water Quality Control Board

The RWQCB is the approving agency for clean up of soil contamination. A Remedial Action Plan for soil remediation will need to be approved prior to any work being done on the site.

PROJECT PHASING

Each individual development area will be processed much like a Planned Unit Development (PUD) and will require approval of a Planned Development Permit and Final Development Permit as defined in the Wood Street Zoning District. Consistent public improvements will be installed along with each phase of development as specified on the vesting tentative parcel maps and the conditions of approval for the vesting tentative parcel maps.

Construction is likely to occur over a ten year period (2005 to 2015) in four phases, although actual phasing may vary, depending upon the timing of development by each project sponsor. See pages 8 and 9 of the 3/16/2005 Planning Commission for a more detailed description of the phasing.

PREVIOUS MEETINGS OR PUBLIC HEARINGS ON THE PROPOSED PROJECT

The following is a summary of the meetings and public hearings that have been held for the proposed project.

Various dates	Community Meetings convened by project sponsors and West Oakland Project Area Committee
December 17, 2003	Planning Commission EIR Scoping Session
October 18, 2004	Landmarks Preservation Advisory Board Draft EIR and historic resources
October 20, 2004	Planning Commission Draft EIR discussion
January 26, 2005	Planning Commission Discussion of major policy issues

- February 28, 2005      Landmarks Preservation Advisory Board  
Final EIR and recommendations to the Planning Commission regarding historic and cultural resources
- March 16, 2005      Planning Commission Public Hearing  
See description of action taken discussed above in "Summary" section of this report as well as the attached record of the March 16, 2005 Planning Commission Staff Report.
- April 12, 2005      Community and Economic Development Committee
- May 3, 2005      City Council Public Hearing

*Key Recommendations by the Planning Commission*

As part of the March 16, 2005, Planning Commission actions and recommendations, the following key issues were addressed as follows:

- 1) **Approved the five Vesting Tentative Parcel Maps** as submitted with changes as outlined in their actions. As proposed, Map 8554 shows the creation of four new parcels. Parcel 1 is the Plaza Area in front of the 16<sup>th</sup> Street Train Station; Parcel 2 is the Main Hall of the Train Station; Parcel 3 contains the baggage wing of the train station, the elevated tracks, the signal tower, and a warehouse proposed for demolition; and Parcel 4 contains a portion of the elevated tracks that sit above the proposed 16<sup>th</sup> Street extension. The parcel line between Parcels 2 and 3 was proposed through the train station separating the baggage wing and elevated tracks from the Main Hall of the station. The Planning Commission approved VTPM 8554 without the parcel line drawn through the train station.
- 2) **Recommended that the baggage wing and as much of the elevated track and platform behind the baggage wing as practical be retained**, and directed that Map 8554 be amended so that the entire 16<sup>th</sup> Street Train Station, including the baggage wing and the elevated tracks behind the station, be included within Parcel 2. By redrawing the parcel lines, the entire Train Station will remain together in one larger parcel, and the size and development potential of Parcel 3 will be reduced (housing units were proposed in the location of the baggage wing).
- 3) **Recommended that the Redevelopment Agency or another non-profit purchase the land where the baggage wing sits and reimburse the project sponsors for the cost of acquiring that portion of the building**, due to the lost development potential on the surrounding parcel as the result of the recommended retention of the baggage wing.
- 4) **Recommended that funding the restoration of the baggage wing be considered along with the overall restoration plan for the Train Station and the project sponsor's request to**

**use tax increment funds generated by the Wood Street Project pay for the restoration.** The use of these funds is discretionary, and cannot be assumed at this time because they require independent action of the Redevelopment Agency. The budget developed for the restoration work should include other specific means of funding, such as private foundation grants, philanthropic contributions, use of historic preservation tax credits, or other funding sources, in order to assure that this restoration work is successfully completed. In addition, the Planning Commission amended the conditions of approval to include a performance measure that this restoration work be substantially completed within 7 years to assure that efforts to restore the Train Station run concurrently with the residential construction. In short, the Planning Commission required that the project sponsors be responsible for assuring that, subject to available financing, the Train Station restoration will be implemented.

5) **Incorporated the project sponsor's voluntary series of commitments to provide affordable housing at the site** (please refer to the March 16, 2005 letter from BUILD to the Planning Commission – contained in the attachments to the April 12, 2005 CED Committee Report.)

As a part of its action, the Planning Commission approved the Conditions of Approval presented as Exhibit C in the March 16, 2005 staff report, the amended Conditions of Approval submitted as an Errata Sheet for the March 16, 2005 public hearing, an amended Condition of Approval #59 (regarding the rehabilitation and reuse of the Main Hall, Platform and Signal Tower) submitted by the project sponsor, and accepted the Affordable Housing Plan proposed by BUILD to be included with Condition of Approval #100 pertaining to Affordable Housing.

*Community and Economic Development Committee Review and Recommendations*

Members of the Community and Economic Development Committee listened to public testimony, briefly discussed their views on the project, and directed staff to return either on April 26, 2005 or May 3, 2005 with responses to the 39 questions raised at the meeting. (It was later decided at the Rules Committee that the April 26, 2005 CED Committee meeting would not be necessary.) No recommendations were made at the meeting. Please refer to Attachment C for responses to the questions raised by Committee Members on April 12, 2005.

**BASIS OF THE PLANNING COMMISSION APPEALS AND STAFF RESPONSES**

The appeals filed by Arthur D. Levy and Margaretta Lin set forth grounds opposing or otherwise disagreeing with the Planning Commission certification of the EIR and approval of the vesting tentative parcel maps. (The appeal letters are contained as Attachments D and E; the background materials submitted with the appeals was delivered separately.) A summary of the issues raised in the appeals is listed below. Attachment D, entitled "Response to Appeals of the Planning Commission Certification of the Final Environmental Impact Report for the Wood Street Project," presents detailed responses to each of the issues raised in the appeal letters.

*Appeal of Arthur D. Levy*

1. The demolition of integral parts of the historically and architecturally significant 16<sup>th</sup> Street Station, namely the baggage wing and portions of the elevated tracks, is not legally supported under CEQA by the evidence on the record before the Planning Commission and the City Council.
2. The CEQA Findings and Statement of Overriding Considerations adopted by the Planning Commission are not legally supported under CEQA by the evidence on the record before the Planning Commission and the City Council as to “overriding considerations” purportedly warranting demolishing the baggage wing of the 16<sup>th</sup> Street Station and most of the elevated tracks, which are integral parts of the train station.
3. The CEQA Findings and Statement of Overriding Considerations adopted by the Planning Commission are not legally supported under CEQA by the evidence on the record before the Planning Commission and the City Council as to the “infeasibility” of proceeding with the project without demolishing the baggage wing of the 16<sup>th</sup> Street Station and most of the elevated tracks, which are integral parts of the train station.
4. The CEQA Findings and Statement of Overriding Considerations adopted by the Planning Commission are not legally supported under CEQA by the evidence on the record before the Planning Commission and the City Council as to “mitigation measures” relating to demolishing the baggage wing of the 16<sup>th</sup> Street Station and most of the elevated tracks, which are integral parts of the train station.
5. The CEQA Findings and Statement of Overriding Considerations adopted by the Planning Commission are otherwise not legally supported under CEQA by the evidence on the record before the Planning Commission and the City Council.
6. The tentative parcel maps approved by the Planning Commission are a discretionary element of the Project and therefore subject to CEQA; the tentative parcel maps are not legally supported under CEQA by the evidence on the record before the Planning Commission because they draw lot lines in such a manner as to justify and facilitate the unjustified demolition of portions of the train station. See items 1 through 5, above.
7. The City’s appeal procedures are preempted and therefore illegal under CEQA to the extent the City may interpret or apply them to (a) limit the scope of the City Council’s CEQA compliance in any fashion; and/or (b) limit appellant’s right to a full, de novo determination of the City’s CEQA compliance by the City Council; and/or (c) otherwise violate CEQA, including but not limited to the statutory right of appeal to the elected body under Public Resources Code section 21151(c).

*Appeal of Margaretta Lin on behalf of Just Cause Oakland and the Coalition for West Oakland Revitalization*

1. The Maximum Commercial Scenario as Presented in the EIR is not Credible, Rendering Analysis of Impacts Inaccurate
2. The Planning Commission Committed a Prejudicial Abuse of Discretion by Issuing a Statement of Overriding Consideration to Demolish Parts of the Historic 16<sup>th</sup> Street Train Station
3. The EIR Fails to Mitigate Infrastructure Impacts
4. The EIR does not Adequately Address or Mitigate Hazardous Materials and Contamination
5. The EIR Fails to Adequately Address Transportation, Circulation, and Parking Issues
6. The EIR Fails to Provide Proper Mitigation Measures Relating to Air Quality Issues
7. The FEIR Failed to Adequately Study the Indirect Displacement of West Oakland Residents
8. The City Failed to Honor Its Commitment to Conduct a Socio-Economic Impact Study

On the basis of the entire administrative record for this project, staff believes that the issues raised in both these appeals have been completely addressed. Specifically, there is extensive analysis and information in the record that adequately addressed the potentially significant impacts associated with this project and that sets forth practical measures that can be incorporated into the project to reduce these impacts in most cases. The City followed both local and State requirements to circulate all the environmental documents and to address all comments received, as contained in the FEIR. Contrary to some of the assertions made in the appeals, the City went beyond minimum analysis in order to review and consider the key environmental and policy issues related to this project, including historic resources, socio-economic impacts, potential gentrification, air quality and affordable housing options. For these reasons, staff recommends that the City Council deny the two appeals and uphold the Planning Commission's March 16, 2005 actions and recommendations, subject to the clarification and revisions that may be made to address the three remaining key issues discussed in the next section of this report.

Some of the historic preservation issues raised by Mr. Levy may be further addressed through refinement and revision to the recommended Conditions of Approval (No. 55-61) contained in draft as Exhibit C to this staff report, and as discussed in further detail in the next section of this report.

## KEY ISSUES AND IMPACTS

Since the March 16, 2005 Planning Commission meeting, staff and the Project Sponsors have been working to address the three remaining issues with this project: the affordable housing component, the approach to, funding for and requirements for preserving the Train Station Complex and construction employment requirements.

### AFFORDABLE HOUSING

*Obligations and Options.* California Community Redevelopment Law requires redevelopment agencies to incorporate affordable housing as part of any new housing that is located within a redevelopment project area. Redevelopment agencies have 5 options, or a combination thereof, to fulfill this requirement. Attachment G to this staff report describes the affordable housing obligations under state law, the requirements that would accrue as the result of the Wood Street Project, and how the Agency may choose to meet these obligations. In addition, as requested by the CED Committee, this information also presents the pros and cons of each option.

*Proposal to Meet Agency Obligations.* The Project Sponsors and staff have drafted an Affordable Housing Plan to meet the Agency's obligation. This proposal is based on the March 16, 2005 proposal presented to the Planning Commission, as modified with actual requirements and performance measures. The actual proposed language is presented in Condition of Approval 100 a. and is summarized below:

- Set aside a 1.5 acre parcel for development of an approximately 90 unit very low income housing project. This parcel would be made available by the developer for up to one year for purchase by a non-profit housing corporation chosen by BUILD, under the requirements and stipulations. The purchase price of this parcel would be based on either fair market value or the acquisition, holding and entitlement costs, whichever is lower.
- Each of the Wood Street developers must set aside at least ten percent of the units within each for sale project for at least six months prior to the completion date of each unit, for possible purchase by persons or families of low or moderate income (average affordability rate at 100 percent of median income. This ten percent reservation is contingent upon Agency mortgage assistance as set forth in Condition of Approval 100 a.
- BUILD or its designees will commit at least \$ 2.5 million of mortgage assistance.
- Project Sponsors will establish a Home Ownership Center in West Oakland and will provide \$ 60,000 operating funds for at least two years.
- Project Developers will voluntarily incorporate and abide by Oakland's Just Cause Eviction Ordinance in tenant leases which would require cause before the tenant could be evicted from rental units within the Wood Street Zoning District.

With this proposal, all very low and low income unit requirements are satisfied. However, due to the for sale nature of the moderate income units, and thus the increased subsidy required for

each unit, the Agency would be 40 units short of meeting its moderate income unit requirement as the result of this project (135 moderate required on site; 95 units proposed to be offered for sale to moderate income buyers.) Staff believes that this 40 unit obligation can be reasonably able met elsewhere during the life of the Redevelopment Plan and that the tax increment generated by the project would be more than sufficient to meet it based on the current average per unit subsidy.

The remaining issue between the project sponsors and City staff pertains to the valuation of the 1.5 acre parcel. The City maintains that the value should only include carrying costs; the project sponsors wish to include a 10 percent return in computing the value. The draft of Condition of Approval 100 a. presently does not include this rate of return in calculating the purchase price.

Staff believes that this proposal meets a good balance of needs. In order to evaluate this specific proposal, a list of pros and cons is presented below:

PROS:

- 1) The project itself is intended to provide a large amount of entry level market rate ownership housing. This facet of the market is in most demand.
- 2) The project will create tax increment that will not only meet the funding requirements set forth in Condition of Approval 100 a. but will greatly increase the funding available for low and moderate income projects throughout the City.
- 3) Both affordable rental and ownership housing is provided, thus resulting in a broad range of housing types, as set forth in the City's General Plan Housing Element.
- 4) The proposal set forth in Condition of Approval 100 a. includes substantial financial contributions including the \$ 2.5 million in private mortgage assistance and the forgone profit from the development of market rate housing on the 1.5 acre parcel.
- 5) With the 1.5 acre parcel devoted to very low income units, the project sponsors have the incentive of creating a project that is high quality, well designed and integrated into the overall Wood Street Project because they are developing the surrounding market rate housing.

CONS:

- 1) All very low income units are located within the same parcel and within the same project.
- 2) The proposal falls 40 units short of the moderate income unit obligation.



An alternative to this proposal would be to aggregate the affordable housing obligations resulting from this project with the West Oakland Redevelopment Area. As presented in Attachment H, such an approach would be less beneficial to the Agency. Specifically, there would be fewer low and very low income units produced and only five more moderate income units produced as compared with the current proposal.

*Phasing of Tax Increment in Relation to Project Funding Requirements for Affordable Housing.* Acquisition cost for the affordable housing is estimated at approximately \$2.4 million. The Housing Division of CEDA has sufficient HOME funds for the purchase of this site. Funding for the construction of the units would first proceed through the annual NOFA process. If the project is not rated sufficiently to attain funding, then the Agency could approve funding outside of the NOFA process based on the added affordable housing funding generated by the Wood Street Project. For example, the total funding needed for the 90 unit low income project would be between \$4 million and \$11 million, and the Wood Street Project will generate approximately \$27 million in affordable housing funds over the Army Base redevelopment plan life span.

## HISTORIC PRESERVATION ISSUES

There are four issues pertaining to historic preservation: the degree to which historic resources will be allowed to be demolished as part of the redevelopment of the site; a related issue about the preservation and acquisition of the baggage wing; the funding and phasing of the historic preservation work and the long term management and operation of the Train Station Complex.

*Demolition of Historic Resources.* Following the Planning Commission's recommendations, a portion of the Elevated Tracks will be demolished in order to establish the new 16<sup>th</sup> Street extension into the project. As set forth in the appeal responses, this demolition is warranted and necessary in order to establish adequate access, emergency access and respect the historic urban street grid in this neighborhood. Staff believes that overriding consideration findings can be made for these reasons. Similarly, a portion of the tracks immediately behind the Main Hall are also proposed to be removed to provide access. The Planning Commission included a requirement to further study the extent of demolition during the design review process for Parcel 3 of VTM 8554. In this way, the project sponsor will more closely account for designs that could incorporate a larger portion of the Elevated Tracks in the actual development scheme.

*Preservation of the Baggage Wing.* The Planning Commission recommended to the City Council that the Redevelopment Agency purchase the baggage wing and include the cost of purchasing the baggage wing with the restoration costs of preserving the entire 16<sup>th</sup> Street Train Station. Project Sponsors and Staff have agreed on the terms and requirements of how this would occur. These are set forth in draft Condition of Approval No. 56 a. and briefly summarized below:

- Project Sponsor would set aside the land area of the Baggage Wing for an 8 month period in order to negotiate a funding agreement for the property.
- Project Sponsor is willing to be paid in installments, as tax increment or other funding becomes available.
- The purchase price is based upon the lesser of fair market value and the acquisition, holding and carrying costs of the property.

Another issue pertaining to the Baggage Wing is how this area will be distinguished in the Vesting Tentative Map. The Planning Commission recommended that the Baggage Wing be included as part of Parcel 2, thereby preserving this area along with the Main Hall as a separate parcel. This approach, along with other options, is still under discussion with the Project Sponsors. It is an important component of how the Baggage Wing will be preserved and held.

*Funding and Phasing of Preservation Work.* Acquisition cost for the baggage wing is estimated at approximately \$565,000. Renovation cost for the main station is estimated at \$10 million plus an additional \$2 million for the Baggage Wing. The entire project cost totals approximately \$12,565,000. The Wood Street Project will generate over \$46 million in tax increment over the Army Base Redevelopment Plan life span. Sufficient funding will be generated by this residential project to pay for acquisition and renovation of the station and baggage wing. A seven year time frame has been incorporated into the Conditions of Approval for acquisition and completion of the preservation work. The Project Sponsors would be responsible for the financing plan, schematic drawings and community or other work necessary to determine what entity will manage the preservation work and the future operation of the facility. The City Council has been given authority to approve the transfer of the Train Station Complex from the Project Sponsors to the new entity.

*Operation and Management of the Facility.* Conditions of Approval No. 55-61, as drafted in Exhibit C, currently provide for a non-profit or other entity to take over responsibility for the management and operation of the Train Station Complex. As previously noted, the Project Sponsor will have the responsibility during the first part of this work, and the Council will have the ability to approve the transfer of the Complex to the new entity to assure proper qualifications, capacity and funding ability.

## CONSTRUCTION EMPLOYMENT REQUIREMENTS

A number of suggestions and proposals have been discussed to provide opportunities for local hiring for project, as well as a commitment to provide for a certain level of construction union labor. The Project Sponsors have indicated their commitment to providing a minimum of 57 percent of union labor for the entire project. In addition, there have been discussions with various local job training and other community service groups about local hiring and job training commitments. None of these proposals or suggestions has been put into a formal letter or Condition of Approval. Staff requests further direction from the City Council on this issue.

## RECOMMENDATION(S) AND RATIONALE

The Planning Commission and staff recommend that the Wood Street Development project be approved for the reasons discussed throughout this report. New residential development would be an extension of existing residential neighborhood, would reduce the amount of truck traffic associated with existing business, would improve the underutilized and blighted area, and would generate tax increment to be used in the Oakland Army Base Redevelopment Area to foster further improvements. Further, there is also an opportunity to restore and preserve the historic 16<sup>th</sup> Street Train station and signal tower and provide an open plaza for the entire community to enjoy.

## MAJOR BENEFITS AND IMPACTS OF THE PROJECT

The proposed project involves the redevelopment of an underutilized industrial site to residential, commercial and civic uses with an historic resource as the centerpiece of the development.

### *Major Project Benefits:*

1. Redevelopment of a blighted and underutilized industrial area.
2. Elimination of industries that rely on warehousing and truck transport – reduction of truck uses throughout this portion of West Oakland
3. Soil remediation
4. Good example of smart growth. An attractive location for Infill housing and mixed use development in area given the existing stable neighborhood context, available infrastructure, and the close proximity to services and transit.
5. Potential to improve air quality in the area with the reduction of truck uses
6. Revenues accruing to the City (property taxes, sales taxes, utility user taxes)
7. Revenues accruing to the Redevelopment Agency (tax increment funds) – can be used to improve infrastructure, clean up blighted and contaminated properties
8. Preservation of an historic resource and City landmark
9. Potential to attract future investment of private funds in West Oakland

### *Major Project Impacts:*

1. Property maintenance and demands for public services
2. Potential for “gentrification” and increasing land values, rents, costs of housing, and indirect location of existing residents who can no longer afford to live in the area
3. Identified in EIR – loss of cultural resources (e.g., some of the elevated track)
4. Increased traffic in the area
5. Loss of land area where light industrial businesses could operate

6. Temporary construction impacts

**ALTERNATIVE RECOMMENDATION(S)**

Deny the Project

The City Council may chose to deny the project sponsors' request to develop a mixed-use residential/commercial/civic use project in this location. The land uses that are currently on the site would remain and additional land uses permitted under the "Business Mix" General Plan category could be established. Some of the land uses permitted within this General Plan category, and the remaining existing land uses, however, are not necessarily those that are desired by the community.

Allow the Demolition of the Baggage Wing as requested by the Project Sponsors

Preserve the historic 16<sup>th</sup> Street Station including the Main Hall, Baggage Wing, and the Elevated Tracks and as much of the Platform as possible behind the Main Hall

Apply the proposed Wood Street Zoning District to all parcels except those where the Train Station is situated (VTPM 8554, parcel 2 and a portion of parcel 3). Leave the current zoning in place.

**SUSTAINABLE OPPORTUNITIES**

The approval of the Wood Street Develop Project includes many economic, environmental and social equity benefits for the West Oakland neighborhood and the City of Oakland.

Economic: There are many economic benefits of the proposed project to the local economy. The housing proposed in the project will be available to a range of income levels including very low, low, moderate, and above-moderate income families. The neighborhood commercial businesses and the project development maintenance and landscaping that are part of the development may include jobs for local residents.

Environmental: The project area has been used for industrial purposes for many years. The soils reports indicate that portions of the site have contaminated soil to a depth of 3 feet in the worst locations. The project sponsors are remediating the soil with the approval of the Regional Water Quality Control Board.

Social Equity: The proposed project will improve an area that is considered blighted under the Oakland Army Base Redevelopment Plan. The residential development will extend an existing residential neighborhood, will introduce more people to the area with an assumed mix of incomes, and will provide some neighborhood commercial services where none exist today.

## **DISABILITY AND SENIOR CITIZEN ACCESS**

The proposed Wood Street Development includes a number of public pocket parks and a circulation system that focuses on pedestrian and bicycle amenities. The proposed public amenities will be constructed to standards that can accommodate people with disabilities and senior citizens.

## **ACTIONS REQUESTED OF THE CITY COUNCIL**

1. Take public testimony concerning the appeals of the March 16, 2005 Planning Commission action to certify the Environmental Impact Report; consider the comments from the April 12, 2005 Community and Economic Development Committee; and, consider the recommendations to approve the proposed project;

2. Close the public hearing;

Review and consider the following actions and give staff specific direction pertaining to whether the City Council is inclined to act affirmatively to:

3. Certify the Environmental Impact Report, adopt the CEQA Findings regarding certification of the EIR, and adopt the Mitigation Monitoring Reporting Program;

4. Adopt the Resolution approving the General Plan Amendment;

5. Adopt the Resolution amending the Oakland Army Base Redevelopment Plan land use map;

6. Adopt the Ordinance amending the Oakland Army Base Redevelopment Plan;

7. Adopt the Ordinance approving the "Wood Street Zoning District";

8. Adopt the Ordinance amending the zoning map and applying the Wood Street Zoning District

9. Adopt the Resolution denying the appeals and approving Vesting Tentative Parcel Maps;

Respectfully submitted,



**CLAUDIA CAPPIO**  
Community and Economic Development  
Director of Development, Building Services,  
and the Oakland Army Base Reuse Authority

Prepared by:  
Margaret Stanzione  
Planner IV, Major Projects  
Planning & Zoning

APPROVED AND FORWARDED TO THE  
OAKLAND CITY COUNCIL:



**OFFICE OF THE CITY ADMINISTRATOR**

#### ATTACHMENTS

- A. Planning Commission Report 3/16/05 (without attachments)
- B. Community and Economic Development Committee Report 4/12/05 (without attachments)
- C. Responses to Questions Raised at the 4/12/05 Community and Economic Development Committee Meeting
- D. Appeal filed by Arthur D. Levy (appeal only; background documents delivered separately. Background documents are also available for review at the City Clerk's Office, City Hall, One Frank Ogawa Plaza and at the Community and Economic Development Department, Planning and Zoning Division, 250 Frank Ogawa Plaza, Suite 3315)

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- E. Appeal filed by Margaretta Lin (appeal only; background documents delivered separately. Background documents are also available for review at the City Clerk's Office, City Hall, One Frank Ogawa Plaza and at the Community and Economic Development Department, Planning and Zoning Division, 250 Frank Ogawa Plaza, Suite 3315)
- F. Response to Appeals of the Planning Commission Certification of the Final Environmental Impact Report for the Wood Street Project
- G. Inclusionary Housing Requirements and Options for the Wood Street Development Project
- H. Affordable Housing Requirements with Merger of Army Base and West Oakland Redevelopment Areas and Construction of Wood Street Project
- I. Financial and Appraisal Information Associated with Developer Costs for Wood Street Zoning District Development Area 6 – Submitted by BUILD, April 19, 2005
- J. Comment Letters Received After the CEQA Public Review Period for the Wood Street Project
- K. Correspondence

Five Vesting Tentative Parcel Maps 8551, 8552, 8553, 8554, and 8555 (attached to Planning Commission staff report dated 3/16/05 and Community and Economic Development Committee staff report dated 4/12/05.

Final Environmental Impact Report, published February 7, 2005 (delivered separately – copies are also available at the Community and Economic Development Agency, 250 Frank Ogawa Plaza, Suite 3315, Oakland )

**CORRECTED ATTACHMENT H**

<b>Table Affordable Housing Requirements With Aggregation Of Army Base And West Oakland And Construction Of Wood Street Project</b>				
	Very Low Income Units	Low-Moderate Income Units	Market Rate Units	Total
Current West Oakland Production since Plan Adoption	95	71	122	288
Current West Oakland Requirement for affordable housing	6% of 288 = 17	9 % of 299 = 26	--	--
Current West Oakland affordable housing deficit or surplus	78 surplus	45 surplus	--	--
Units available to satisfy Wood Street Requirement	78	45		
Wood Street generated requirements (based on 1500 unit development)	90	135	1275	1500
Wood Street Proposal to meet requirements on site	90	95	--	--
Deficit under current proposal	none	40	--	--
Effect of Aggregation on housing requirements	With aggregation, only 12 additional very low income units would be required after counting the 78 surplus units in West Oakland	Aggregation would allow 40 of the 45 surplus low-moderate income units in West Oakland to be used to satisfy the Wood Street requirement.	--	--



# DRAFT

## THIS EXHIBIT IS PROVIDED BY THE PROJECT SPONSORS IN SUPPORT OF THEIR CURRENT DEVELOPMENT PROPOSAL

### EXHIBIT A

#### CEQA FINDINGS AND STATEMENT OF OVERRIDING CONSIDERATIONS RELATED TO APPROVAL OF THE WOOD STREET PROJECT

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#### I. INTRODUCTION

1. These CEQA findings are adopted by the City Council of the City of Oakland as lead agency for the Wood Street Project, and by the Oakland Redevelopment Agency as a responsible agency. For ease of reference, the agency adopting these findings is referred to as the “City.” These findings pertain to the Environmental Impact Report prepared for that project, SCH #2004012110 (“EIR”).

2. These CEQA findings are attached as Exhibit A and incorporated by reference into each ordinance or resolution approving the Wood Street Project. That ordinance or resolution also includes an Exhibit B, which contains the Mitigation Monitoring and Reporting Program (MMRP), and which references impacts, mitigation measures, levels of significance before mitigation, and resulting levels of significance after mitigation. Also attached is an Exhibit C, which contains the conditions of approval, and an Exhibit D that contains findings regarding other matters, including compliance with the Municipal Code and General Plan consistency. In addition, the Zoning Ordinance has an Exhibit E, which sets forth the Wood Street Zoning District Regulations. All Exhibits are incorporated by reference into each other, and into the ordinance or resolution to which each is attached. Capitalized terms any

of these documents that are not defined in these documents have the same meaning as they have in the EIR.

3. Exhibit C to the VTPM Resolutions contains definitions relating to train station facilities that are used in all findings as well. Specifically, references to the 16<sup>th</sup> Street Train Station and its various components are as follows. “16<sup>th</sup> Street Train Station” refers to all facilities associated with the station, which are as follows:

- the “Main Hall” (including its north and south wings, and the canopy at the Wood Street entrance to the Main Hall);
- the “Elevated Platform” (which housed the Elevated Tracks before they were removed in the 1940s);
  - the “Baggage Wing” and
  - the “Signal Tower.”

Each of these capitalized, quoted terms refers to facilities that comprise the 16<sup>th</sup> Street Train Station, as depicted in Figure 1 attached to the VTPM Conditions of Approval (Exhibit C to the VTPM Resolutions). In addition, Condition 57A defines “Adjacent Elevated Platform Area,” also depicted on Figure 1. Conditions 56A and 57A set forth procedures for determining what portions, if any, of the Adjacent Elevated Platform Area and the Baggage Wing are to be demolished. References to portions of the 16<sup>th</sup> Street Train Station to be preserved or rehabilitated, and references to portions of the 16<sup>th</sup> Street Train Station to be demolished, refer to the portions to be preserved, rehabilitated and demolished after implementation of Conditions 56A and 57A.

4. These findings are based upon the entire record, described below, and some findings are based on specific references, as noted below. References to specific reports and specific pages of documents are not intended to identify those sources as the exclusive basis for the findings.

## II. THE PROJECT

5. The Wood Street Project is a collection of nine separate development proposals being pursued by various developers in West Oakland. All nine development proposals combined occupy approximately 29.2 acres. The site is approximately two miles from downtown Oakland, and is surrounded by the I-880 freeway to the west; the elevated portion of Grand Avenue to the north; a mixture of single family homes, warehouses and Raimondi Park across Wood Street to the east; and the California Waste Solutions directly to the south. While the development proposals are being pursued by different applicants and along different timelines, the applicants have jointly proposed a General Plan amendment for the Project Area and a new zoning district to accommodate the proposed uses. The zoning district is entitled the “Wood Street Zoning District.” It allows a range of mixed uses, with flexibility in the combinations of uses allowed. The range of development allowed under the Wood Street Zoning District, as it is enacted by the Council, is the “Project” referenced in these findings. The Project, the General Plan Amendment, the Redevelopment Plan Amendment, the Rezoning and the Vesting Tentative Parcel Maps are within the range of uses studied in the EIR.

### III. ENVIRONMENTAL REVIEW OF THE PROJECT

6. Pursuant to CEQA, the CEQA Guidelines, and the Oakland Environmental Review Guidelines, Oakland Municipal Code Chapter 17.158 (collectively, “CEQA”), the City determined that an EIR would be prepared. The City issued a Notice of Preparation, which was circulated to responsible agencies and interested groups and individuals for review and comment. A copy of the Notice of Preparation and comments thereon are included in Appendix A of the Draft EIR.

7. A Draft EIR was prepared for the Wood Street Project to analyze its environmental effects. The DEIR included the water supply assessment referenced in Water Code sections 10910 and following, and especially section 10911(b). The DEIR was circulated for public review and comment from September 21, 2004 to November 15, 2004. The Landmarks Preservation Advisory Board and the Planning Commission held public hearings on the DEIR and received oral comments on October 18, 2004 and October 20, 2004, respectively.

8. The City received numerous written and oral comments on the DEIR. The City prepared responses that describe the disposition of significant environmental issues raised by the comments, and made changes to the DEIR. The comments, responses to comments, changes to the DEIR and additional information were published in a Final EIR on February 7, 2005. In addition, EIP, the City’s environmental consultants, prepared and presented additional materials responding to environmental issues raised in communications that were received by the City after publication of the FEIR, which were presented to the Council for its May 3, 2005 hearing. The City deems this information to be part of the FEIR. The DEIR, the FEIR, and all the appendices comprise the “EIR” referenced in these findings.

9. The Planning Commission held two additional hearings on the Project and on the EIR on January 26, 2005 and March 16, 2005. The Landmarks Preservation Advisory Board held public hearings on February 28, 2005 and April 11, 2005. The Community and Economic Development Council Committee held a public hearing on April 12, 2005. The Council and Oakland Redevelopment Agency held a joint hearing on May 3, 2005. At all public hearings, the City staff and its engineering and environmental consultants provided information about the Project. At each hearing, members of the public had the opportunity to ask questions and express their concerns and interest about the Project.

10. The City prepared an EIR on the range of development that would be permitted under the Wood Street Zoning District. The EIR evaluates the basic framework proposed for future development of the Project Area. The Project, by its nature, is flexible enough to allow the Project Sponsors to respond to market conditions as development occurs, in an area of the City that faces substantial market challenges. The uses permitted as of right and with a use permit cover a broad spectrum, including such uses as residential units, live/work units, childcare, health care, food sales, personal and financial services, laundromats, retail business supply, fast-food restaurants, community assembly, construction sales and services, and custom manufacturing activities. The EIR thus faced an unusual challenge in evaluating the impacts of such a broad and flexible range of uses. It met this challenge by describing three development scenarios – one emphasizing residential uses, one emphasizing commercial uses, and one emphasizing trip-generating uses – to provide a comprehensive study of the range of

development possibilities. The Maximum Residential Scenario involves approximately 1,557 residential units, 27,847 square feet of commercial space, and 122,925 square feet of proposed open space. As explained in note d on page 2-12 of the DEIR, this Maximum Residential Scenario studies more residential units than are actually permitted in Development Area 8, resulting in a study of more development impacts than are reasonably projected to occur. The Maximum Commercial Scenario involves approximately 1,084 residential units, 539,626 square feet of commercial uses and 88,350 square feet of open space. The Maximum Trip Scenario involves approximately 1,273 residential units, 318,847 square feet of commercial space, and 107,250 square feet of open space. The City finds that the EIR used a reasonable range and variety of development scenarios and provided comprehensive information regarding reasonably foreseeable development possibilities in the Project Area. The EIR thus discloses the environmental impacts the Project would cause if it were approved and developed. The EIR provides a project-level analysis of such environmental impacts of the Project, and supports all levels of approval necessary to implement the Project.

11. On March 16, 2005, the Planning Commission certified the EIR and approved five Vesting Tentative Parcel Maps (VTPMs) for the Project, subject to numerous conditions. Margaretta Lin, on behalf of Just Cause Oakland and the Coalition for West Oakland Revitalization, appealed the Commission's certification of the EIR. Arthur D. Levy appealed the Commission's approval of the VTPMs, certification of the EIR, and CEQA findings. These are collectively referenced as the Appeals. The City's environmental consultant, EIP, prepared a report responding to the issues raised in the Appeals, and another report addressing issues raised in correspondence received after publication of the FEIR. Both reports were presented to the City for the Council's May 3, 2005 meeting. These reports and their attachments are deemed part of the EIR.

#### **IV. THE RECORD**

12. The record upon which all findings and determinations related to the Project are based includes the following:

- a. The EIR, and all documents referenced in or relied upon by the EIR.
- b. All information (including written evidence and testimony) provided by City or Redevelopment Agency staff to the Landmarks Preservation Advisory Board, the Planning Commission, the Community and Economic Development Committee, the City Council, or the Oakland Redevelopment Agency relating to the EIR, the proposed approvals for the Project, the Project or its alternatives.
- c. All information (including written evidence and testimony) presented to the Landmarks Preservation Advisory Board, the Planning Commission, the Community and Economic Development Committee, the City Council, or the Oakland Redevelopment Agency by the environmental consultant and sub consultants who prepared the EIR, and all information incorporated into reports presented to any of those bodies.

- d. All information (including written evidence and testimony) presented to the City or Redevelopment Agency from other public agencies relating to the Project or the EIR.
- e. All applications, letters, testimony and hearing presentations given by any of the project sponsors or their consultants to the City or Redevelopment Agency in connection with the Project.
- f. All information (including written evidence and testimony) presented at any public hearing related to the Project and the EIR.
- g. For documentary and information purposes, all locally-adopted land use plans and ordinances, including, without limitation, general plans, specific plans, redevelopment plans and ordinances, together with environmental review documents, findings, mitigation monitoring programs and other documentation relevant to planned growth in the area.
- h. The Mitigation Monitoring and Reporting Program for the Project.
- i. All other documents comprising the record pursuant to Public Resources Code section 21167.6(e).

13. The City concludes that all the evidence supporting these findings was presented in a timely fashion, and early enough to allow adequate consideration by the City. The custodian of the documents and other materials that constitute the record of proceedings on which the City's decision is based is Claudia Cappio, Development Director, Community and Economic Development Agency, or designee. Such documents and other materials are located at 250 Frank H. Ogawa Plaza, Suite 3315, Oakland, California 94612.

14. These findings are based upon substantial evidence in the entire record before the City. The reference to certain pages or sections of the EIR set forth in these findings are for ease of reference and are not intended to provide an exhaustive list of the evidence relied upon for these findings.

#### **IV. CERTIFICATION OF THE EIR**

15. In accordance with CEQA, the City denies the Appeals and certifies that the EIR has been completed in compliance with CEQA, that the EIR was presented to the decision making body and that the decision making body reviewed and considered the information contained in the EIR prior to approving any aspect of the Project. Preparation of the EIR has been overseen by the Environmental Review Officer or his/her representative, and the conclusions and recommendations in the document represent the independent conclusions and recommendations of the City. The EIR and these findings represent the independent judgment and analysis of the City. By these findings, the City confirms, ratifies and adopts the findings and conclusions of the EIR, as supplemented and modified by these findings.

16. The City recognizes that the EIR contains clerical errors. The City has reviewed the entirety of the EIR and bases its determinations on the substance of the information it contains.

17. The City certifies that the EIR is adequate to support the approval of the Project, each alternative in the EIR, and variations within the range of alternatives in the EIR. The EIR is adequate for each entitlement or approval required for construction or operation of the Project.

18. The City recognizes that additional modifications have been made to the text of the Wood Street Zoning District regulations and to the Project since the EIR was published; all resulting in the Project in the form it is approved by the City. The zoning regulations have been modified from the draft version contained in the EIR to incorporate minor refinements, including clarifications of the relation of the zoning district to the Oakland Municipal Code, revised regulations for live/work units to conform to current and proposed Oakland Municipal Code regulations, minor adjustment to maximum area of limited uses to achieve consistency with parking regulations, more precise standards for the 16<sup>th</sup> Street Plaza, more precise phasing requirements and shorter period of PDP approval, limitations on signage, additional flexibility in planted areas in group-usable open space, making alcoholic beverage sales and convenience market uses conditional uses rather than permitted uses, , and additional parking requirements. The new standards for the Plaza are consistent with the original intent and concept of the Plaza as described in the DEIR, and merely provide additional detail to ensure that the Plaza is developed as a publicly accessible outdoor space that provides an appropriate foreground setting for the Main Hall. Parking requirements have been increased slightly for all residential activities, providing a small amount of additional parking for Project residents. However, there has been no change in the standards related to screening or buffering of parking from the surrounding streets and open space areas. The City has adopted the measures to promote affordable housing, and measures to buffer Wood Street Zoning District uses from the nearby California Waste Systems facility, as reflected in Conditions 68A and 100, and in response to suggestions made by commentors. The economic measures regarding the affordability of homes do not affect the physical environment, and the buffer conditions ensure an even higher level of neighborhood compatibility. In addition, various documents in the record reflect various applications of 40 foot, 50 foot, and 65 foot height limitations for Development Area 3, and some of those references embody clerical errors. The EIR studied the 40-foot, 50-foot and 65-foot height limitations depicted in Figure 5.23-1 of the 8-4-04 version of zoning district included in Appendix H of the DEIR, and those are the height limitations imposed by the zoning district enacted by the City.

19. The above-described refinements to the Wood Street Zoning District regulations have little to no effect on physical impacts of the Project and do not raise additional environmental concerns. Other changes were made to incorporate mitigation measures, or to make the Project more environmentally beneficial. Other changes were made to address planning, practical, financial or logistical concerns and these changes have little to no effect on physical impacts of the Project.

20. The City is apprised of all these modifications, and determines that the EIR is adequate to support approval of the Project. The impacts of the Project as it is approved are within the range of impacts studied in the EIR. The City certifies that the EIR is also adequate to support approval of each component of the Project, any project within the range of alternatives described and evaluated in the EIR, each component of any of these alternatives, and any minor modifications to the Project or the alternatives. The City also certified that the EIR is adequate to support any future discretionary approvals needed to implement the Project.

## V. ABSENCE OF SIGNIFICANT NEW INFORMATION

21. The City recognizes that the EIR incorporates information obtained and produced after the DEIR was completed, and that it contains additions, clarification, and modifications. The City further recognizes that the additional modifications have been made as noted above. The City has reviewed and considered the FEIR and all of this information. Neither the FEIR, nor any of these modifications, adds significant new information to the DEIR that would require recirculation of the EIR under CEQA. The new information does not involve a new significant environmental impact, a substantial increase in the severity of an environmental impact, or a feasible project alternative or mitigation measure considerably different from others previously analyzed that the project sponsor declines to adopt and that would clearly lessen the significant environmental impacts of the Project. The EIR adequately addresses the Project as it is approved by the City. No information indicates that the DEIR was inadequate or conclusionary.

22. The City also recognizes that additional information has been produced since the EIR was completed. For example, EIP responded to issues raised in the Appeals and in correspondence received since the Final EIR was prepared, which confirmed the accuracy of the conclusions of the prior environmental analyses. This information merely clarifies the analysis already contained in the EIR, and does not affect either the environmental conclusions or the type of evidence and study upon which those conclusions are based.

23. Accordingly, no information has revealed the existence of (1) a significant new environmental impact that would result from the Project or an adopted mitigation measure; (2) a substantial increase in the severity of an environmental impact; (3) a feasible project alternative or mitigation measure not adopted that is considerably different from others analyzed in the DEIR that would clearly lessen the significant environmental impacts of the Project; or (4) information that indicates that the public was deprived of a meaningful opportunity to review and comment on the DEIR. The City finds that the changes and modifications made to the Project and to the EIR after the DEIR was circulated for public review and comment do not collectively or individually constitute significant new information within the meaning of Public Resources code section 21092.1, CEQA Guidelines section 15088.5, or the Municipal Code.

## VI. MITIGATION MEASURES, CONDITIONS OF APPROVAL AND MMRP

24. Public Resources Code section 21081.6, CEQA Guidelines section 15097 and provisions with Chapter 17.158 of the Oakland Municipal Code, require the City to adopt a monitoring or reporting program to ensure that the mitigation measures and revisions to the Project identified in the EIR are implemented. The Mitigation and Monitoring Program

(“MMRP”) is included in Exhibit B, and is adopted by the City. The MMRP satisfies the requirements of CEQA and of the Oakland Municipal Code.

25. The mitigation measures recommended by the EIR as reflected in the conditions of approval are specific and enforceable. As appropriate, some mitigation measures define performance standards to ensure no significant environmental impacts. The MMRP adequately describes conditions, implementation, verification, a compliance schedule and reporting requirements to ensure the Project complies with the adopted mitigation measures. The MMRP ensures that the mitigation measures are in place, as appropriate, throughout the life of the Project.

26. The mitigation measures set forth in Exhibit B and corresponding conditions of approval are derived from the mitigation measures set forth in the DEIR. The City has modified the language of some of the mitigation measures in the FEIR and the corresponding conditions for purposes of clarification and consistency, to enhance enforceability, to defer more to the expertise of other agencies with jurisdiction over the affected resources, to summarize or strengthen their provisions, and/or to make the mitigation measure more precise and effective, and to reflect the use of defined terms used throughout the conditions and findings, all without making any substantive changes to the mitigation measures.

27. The City adopts and imposes the mitigation measures recommended in the EIR, as modified, as enforceable conditions of the Project. The recommended General Plan Amendment, Zoning Ordinance, Rezoning Ordinance and Redevelopment Plan Amendment, include an enforceable condition requiring that these mitigation measures be made enforceable conditions of approval of any Vesting Tentative Parcel Map or Preliminary Development Plan for any aspect of the Project, with the measures to be accomplished within the deadlines set forth in the MMRP and as geographically appropriate to the Map or Development Plan at issue. It is the City’s intent to incorporate all mitigation measures referenced in the EIR into the Project or into the Conditions of Approval, as reflected in the MMRP attached as Exhibit B. It is also the City’s intent to incorporate all applicable conditions of the Oakland Army Base Redevelopment Plan, which were part of the project studied in the EIR, as separate conditions of approval of each Vesting Parcel Map or Preliminary Development Plan, as appropriate in light of the time for compliance indicated in Exhibit B (the MMRP).

28. The mitigation measures comprise the measures necessary to reduce significant impacts to a level less than significant wherever it is feasible to do so. The City has substantially lessened or eliminated all significant environmental effects where feasible. The mitigation measures incorporated into and imposed upon the Project will not have new significant environmental impacts that were not analyzed in the DEIR. In the event a mitigation measure recommended in the EIR has been inadvertently omitted from the conditions of approval or the MMRP, that mitigation measure is adopted and incorporated from the EIR into the MMRP by reference and adopted as a condition of approval.

## **VII. FINDINGS REGARDING ENVIRONMENTAL CONCLUSIONS**

29. In accordance with Public Resources Code section 21081, CEQA Guidelines sections 15091 and 15092, and Oakland Municipal Code Chapter 17.158, the City



adopts the findings and conclusions regarding impacts and mitigation measures that are set forth in the EIR, and summarized in Exhibit B (the MMRP), both before and after mitigation. These findings do not repeat the full discussions of environmental impacts contained in the EIR. The City ratifies, adopts and incorporates the analysis, explanation, findings, responses to comments, and conclusions of the EIR. The City adopts the reasoning of the EIR, of the staff reports presented to the Landmarks Preservation Advisory Board, the Planning Commission, the Community and Economic Development Committee, the City Council, or the Oakland Redevelopment Agency, and of materials presented by City staff or any of the project sponsors.

30. The City recognizes that the environmental analysis of the Project raises several controversial environmental issues, and that a range of technical and scientific opinion exists with respect to those issues. The City acknowledges that there are differing and conflicting expert and other opinions regarding the Project. Some of the differences of opinion and expert opinion pertain to the methodologies the EIR employed, the historical significance of buildings and other facilities within the Project area, the feasibility of mitigating impacts to historic resources, the best means of encouraging use of public transit, trip generation rates, trip distribution modeling, vulnerability of the West Oakland neighborhood to gentrification, the causes of any projected or existing gentrification, whether housing prices or hiring practices would affect physical impacts, population projections, and the ability to make reliable forecasts regarding physical impacts that might result from socio-economic impacts. The City has, by its review of the evidence and analysis presented in the EIR and in the record, acquired a better understanding of the breadth of this technical and scientific opinion and of the full scope of the environmental issues presented by the Project. In turn, this understanding has enabled the City to make fully informed, thoroughly considered decisions after taking account of the various viewpoints on these important issues. These findings are based on full appraisal of all viewpoints expressed in the EIR and in the record as well as other relevant information in the record of proceedings for the Project. The City adopts the analysis, methodology and opinions that support these findings for the reasons stated in the EIR, in staff reports presented to the Landmarks Preservation Advisory Board, the Planning Commission, the Community and Economic Development Committee, the City Council, or the Oakland Redevelopment Agency, and in presentations made by the applicants.

31. Under Public Resources Code section 21081(a)(2), CEQA Guidelines section 15091(a)(2) and 15092(b)(2)(A), and Chapter 17.158 of the Municipal Code, the City recognizes that some mitigation measures require action by, or cooperation from, other agencies. Similarly, mitigation measures requiring a project sponsor to contribute towards improvements planned by other agencies will require the relevant agencies to receive the funds and spend them appropriately. The City also recognizes that some cumulative impacts will be feasibly mitigated when other agencies build the relevant improvements, which also requires action by these other agencies. For each mitigation measure that requires the cooperation or action of another agency, identified as such in the MMRP, the City finds that adoption and/or implementation of each of those mitigation measures is within the responsibility and jurisdiction of another public agency, and that the measures can and should be adopted and/or implemented by that other agency. If such other agency did not implement these mitigation measures, the level of significance would remain as stated in the MMRP before mitigation.

32. Under Public Resources Code section 21081(a)(3) and (b), CEQA Guidelines sections 156091(a)(3), 15092(b)(2)(B) and 15093, and Chapter 17.158 of the Municipal Code, the City determines that the remaining significant effects on the environment, as reflected in the EIR and in Exhibit B, are unavoidable and are acceptable due to the overriding considerations described below.

## VIII. FINDINGS REGARDING SOCIAL AND ECONOMIC FACTORS

33. The City acknowledges that there is substantial controversy, differences of expert opinion, and conflicting evidence regarding whether the Project will cause socioeconomic impacts that will lead to physical impacts. The City has reviewed extensive information presented by commentors, some of whom are experts, and some of whom, in turn, cite other expert reports and studies, regarding these issues. The City adopts the conclusions of the several experts whose opinions support the conclusions stated in the EIR, for the reasons stated in the EIR, in staff reports presented to the Landmarks Preservation Advisory Board, the Planning Commission, the Community and Economic Development Committee, the City Council, or the Oakland Redevelopment Agency, and in presentations made by any project sponsor.

34. Other experts support the City's conclusions regarding whether social, cultural and economic issues (including but not limited to gentrification, housing, jobs and displacement) will in turn cause any significant effects on the environment. The experts whose opinions support the City's conclusions regarding these subjects include Hausrath Economics Group, Bay Area Economics, Conley Consulting Group, Mundie and Associates, Rodney Jeung of EIP Associates, and members of the City Staff with expertise. To the extent the social, cultural and economic issues were claimed to affect circulation impacts, the experts also include Dowling Associates. The City acknowledges the voluminous evidence and numerous citations to studies and reports presented in support of conclusions opposite to those reached by the City. However, that evidence and the studies cited were reviewed by other experts, who explained how the evidence and analysis submitted by the commentors did not establish a reasonable probability that the Project's social, cultural or economic impacts would cause physical impacts. (See, for example, Appendix B of the Final EIR, and the discussion of Gentrification in Chapter 4 of Appendix C of the Final EIR.) The City finds these explanations reasonable.

35. In particular, while there will be no Project-caused displacement within the OARB Redevelopment Plan Area under Health and Safety Code sections 33410 and following, the City agrees with commentors that it is reasonable to project that the Project may likely contribute toward some rise in property values in the surrounding West Oakland area, that gentrification can in some circumstances be quantified, and that the West Oakland neighborhood's vulnerability to gentrification can be assessed. However, it is not reasonable to quantify or project what contribution the Project would make toward gentrification in the West Oakland area, or assess the Project's possible contribution to it in any meaningful way. It is especially difficult to ascertain what contribution the Project may make to rising property values in light of other planned redevelopment in the area, which is itself intended to raise property values. Other redevelopment is planned for the entirety of the OARB Redevelopment Area (which includes the Project Area), and the West Oakland Redevelopment Plan Area (which does not include the Project Area).

36. The West Oakland Redevelopment Plan Area contains many of the residences where commentors suggest gentrification may occur, and property values in the area are planned and intended to be raised by the redevelopment proposed in the West Oakland Redevelopment Plan. It cannot be reasonably projected what residents would remain unaided by efforts undertaken by the Redevelopment Agency to address direct displacement within the West Oakland Redevelopment Plan Area under Health and Safety Code section 33411, and therefore left vulnerable to economic pressures from the Wood Street Project. It is not reasonably possible to ascertain the amount of any Project contribution to gentrification also in light of expert opinion that gentrification appears to have begun before the Project was proposed, that the process is likely to continue with implementation of the West Oakland Redevelopment Plan (which does not include the Project), and that these factors, independent of the Project, virtually assure that housing prices in the area will continue to rise. The City also finds it speculative to conclude that any Project-caused displacement would cause the physical impacts the commentors claim.

37. The City also adopts the reasoning and conclusions of the reports prepared by EIP in response to the Appeals and in response to correspondence received after publication of the EIR, and in the reports and materials presented by the Project Sponsors, all of which was presented to the City for the Council's May 3, 2005 meeting.

## **IX. FINDINGS REGARDING HISTORIC RESOURCE ISSUES**

38. The City acknowledges that there is substantial controversy, differences of expert opinion, and conflicting evidence regarding the impacts of the Project to historic resources. With respect to historic resources, the experts whose analyses and opinions support the City's conclusions include Alan Dreyfus, Neil Brower, Rodney Jeung, other personnel at EIP, and employees of the City with substantial experience in Oakland's extensive history of evaluating historic resources. In addition, the City has considered the determinations and conclusions it adopted previously regarding the importance of resources claimed to be significant historic resources, which were made in consultation with community members and experts participating in the Oakland Cultural Heritage Survey. The City has also considered the conclusions of the Historic Preservation Element of the City's General Plan, likewise already adopted by the City prior to consideration of this Project. The EIR results from an extensive and comprehensive examination of anecdotal and documented evidence regarding the times and circumstances surrounding the Project Area, including those involving the 16th Street Train Station, Bea's Hotel, the four buildings comprising the Pacific Coast Canning Company (and the Cannery Building in particular), and the historic districts in and near the Project Area. This evidence and these analyses are reflected in the EIR, especially in section 3.7 of the Draft EIR and Master Response 4 of the Final EIR. The City has also considered the evidence regarding the 16<sup>th</sup> Street Train Station referenced below. The City bases its determination regarding impacts of the Project to historic resources on the totality of evidence, including these expert analyses and opinions.

### **A. Project Emphasizing Preservation of Main Hall.**

39. The Project includes retention of the Main Hall, a portion of the Adjacent Elevated Platform Area, and the Signal Tower. Restoration of the Main Hall and retained

portions of the Adjacent Elevated Platform Area is proposed using tax increment financing, if approved by the Redevelopment Agency. Restoration of the Signal Tower is required using private funding. In addition, conditions are imposed requiring further exploration of retention of the rest of the Adjacent Elevated Platform Area, and the Baggage Wing. Specifically, the Project Sponsor must provide an opportunity to the Redevelopment Agency to fund retention of the Baggage Wing (Condition 56A), and to seek Redevelopment Agency or other funding for restoration and reuse of the Baggage Wing if the Agency decides to fund retention of the Baggage Wing (Conditions 56A, 58 and 59), with demolition permitted if the Agency does not decide to fund retention. Also, the Project Sponsor must explore additional means of retaining more width of the Adjacent Elevated Platform Area, and may demolish only the portion of the Adjacent Elevated Platform Area that is approved for demolition pursuant to additional evidence of infeasibility presented with the Preliminary and Final Development Plans for the site. (Condition 57A).

40. The City concludes that it is feasible to rehabilitate and reuse the Main Hall, even if lot lines are, as a result of implementation of Condition 56A, drawn immediately around the Main Hall as initially proposed by the Project Sponsor, since a variety of reuse proposals could feasibly be implemented within the space of the Main Hall itself.

41. The City further finds that it is feasible for the Redevelopment Agency to fund retention and rehabilitation of the portions of the 16<sup>th</sup> Street Train Station to be retained and rehabilitated, using tax increment funding to be generated within the Project Area. The evidence supporting these conclusions is contained within the EIR, in materials attached to the staff report for the Planning Commission meeting of March 16, 2005, and in materials subsequently presented by the Project Sponsor and by Mundie & Associates. As noted in paragraph 31 above, the City finds that these actions are within the jurisdiction of the Redevelopment Agency, and that the Redevelopment Agency can and should implement these measures. The City further finds that if the Redevelopment Agency does not provide funding, the impacts will be more significant than they would be without action by the Redevelopment Agency. The impacts are overridden as noted below.

42. The Main Hall is considered more important to preserve and reuse than the Baggage Wing or Elevated Platform because the resulting combination of preserved structures and new plaza would emphasize the most prominent and significant aspects of the historic buildings and improve their access and visibility from Wood Street. The 62-foot tall Main Hall structure proposed for preservation figured most prominently in the experience of passengers and railroad workers alike, while the Baggage Wing was built as a private, utilitarian space to support the publicly accessible Main Hall. As noted in Ordinance 10435, the elevated tracks themselves were removed from the Elevated Platform in the 1940s, severing a strong link between the Elevated Platform and the use of the 16<sup>th</sup> Street Train Station for regional trains. The City considers the Main Hall better suited for retention and possible restoration also for the reasons stated in Master Response 4 of the FEIR, and in materials presented by staff and Project Sponsors for the May 3, 2005 Council hearing.

**B. Other Proposals For The 16<sup>th</sup> Street Train Station Are Not Feasible.**

43. Several other proposals for retention, rehabilitation, and/or reuse of various portions or all of the 16<sup>th</sup> Street Train Station were explored in the EIR, suggested by staff, suggested by members of the Landmarks Preservation Advisory Board, suggested by commentators, suggested in the Appeals, and considered by the City. The proposals include the following: the Preservation Alternative, the Reduced Project Alternative; proposals to retain a greater portion of, or all of, the 16<sup>th</sup> Street Train Station; proposals to restore a greater portion of, or all of, the 16<sup>th</sup> Street Train Station; proposals to provide greater opportunities for restoring a greater portion of, or all of, the 16<sup>th</sup> Street Train Station; proposals to require a greater degree of funding by the Project Sponsor of Development Area 6 in implementing the mitigation measures adopted; proposals to require a larger lot for the Main Hall to allow for more varied uses; proposals to limit the height of new construction adjacent to the 16<sup>th</sup> Street Train Station to 25 feet instead of 65 feet; and proposals to provide greater or different restrictions on the reuse of the retained portions of the 16<sup>th</sup> Street Train Station. The City concludes that each of these other proposals is not feasible or will not feasibly reduce significant impacts to a greater degree than the measures imposed, regardless whether these proposals are considered mitigation measures or alternatives.

44. The evidence supporting these conclusions is contained within the EIR. In particular, the City adopts the conclusions of feasibility contained in Master Response 4 of the Final EIR. In addition, evidence of infeasibility is contained in materials attached to the staff report for the March 16, 2005 Planning Commission meeting, materials presented by staff and by the Project Sponsor for the April 12, 2005 CEDA meeting, and materials presented to the Council for its May 3, 2005 meeting. This evidence includes: a report dated March 2005 submitted by BUILD, entitled “Information and Analysis Pertaining to the Reuse of the 16<sup>th</sup> and Wood Train Station,” a letter dated February 28, 2005 from BUILD conveying evidence regarding the estimated cost of renovating the Main Hall, along with the estimated bonding capacity from tax increment revenues generated by the Wood Street Project; another letter dated February 28 from BUILD regarding Economic Infeasibility of Retaining Baggage Wing and Entirety of Elevated Tracks; a letter dated February 7, 2005 submitting a preliminary construction improvement budget; an appraisal contained in a letter dated February 17, 2005 prepared by Carmeghi-Blum & Partners, Inc.; a report prepared by Conley Consulting Group dated February 2005, entitled “Tax Increment and Bonding Capacity Support by Wood Street Projects”; a report prepared by Mundie & Associates dated March 2005, entitled “The Proposed Wood Street Project: Fiscal Impact Analysis”; the response of EIP to issues raised in the appeals, including attached materials, and materials presented with the staff report and by the Project Sponsors for the May 3, 2005 Council meeting.

45. The City finds these proposals infeasible on two independent and alternative grounds. First, the City finds that the Project, as mitigated and conditioned, presents the best combination of attributes for the City of Oakland, weighing and balancing probable success of the mitigation measures or alternatives, within a reasonable time, which in turn requires a weighing and balancing economic, environmental, legal, social and technological factors, and evaluating the likelihood of achieving project objectives. Second, the City finds the proposals economically infeasible.

46. The City concludes that all the evidence supporting its findings of infeasibility was presented in a timely fashion, and early enough to allow adequate consideration by the City. The City is satisfied, in light of the fact that the first finding of feasibility concerns the weighing and balance of evidence, which is peculiarly within the City's ultimate prerogative, and in light of the fact that law does not require public input on the issue of economic feasibility, that it received adequate public input and review of this evidence before adopting these findings.

**1. The Other Proposals For The 16<sup>th</sup> Street Train Station Are Not Feasible Based On Project Objectives and City Goals.**

47. Regarding the first finding of infeasibility, the City notes that the determination whether a proposal is feasible involves consideration of whether it is capable of being accomplished in a successful manner within a reasonable period of time, taking into account economic, environmental, legal, social and technological factors. These factors involve a weighing and balancing of social, economic, technical, General Plan and project goals and objectives, which in turn involves a balancing of policy-related issues. The City finds that the combination of benefits and impacts presented by the Project, as conditioned and mitigated, comprises a feasible, economic and rational method of achieving goals promoting private investment and revitalization in redevelopment areas, while offering benefits to the public that would not otherwise occur. The combination presented provides a realistic opportunity to preserve the Main Hall and restore it to Secretary of Interior Standards, in a manner that can realistically be accomplished using tax increment funding to be generated by this very Project. The Project proposes a reuse that provides greater historic benefit to the citizens of Oakland than would a typical restoration into modern, private uses. The proposed reuse honors the history the Station represents, also unlike a more typical restoration into modern, private uses. The Project enables the creation of a Public Plaza, which will greatly enhance the visibility and accessibility of the Main Hall, while providing additional benefits to the citizens of Oakland by comprising a publicly-accessible plaza where community and city-wide events can occur. The retention of the Main Hall, and the opportunities for preserving the baggage wing and entire width of the portion of the elevated platform immediately adjacent to the Main Hall, will not reduce significant impacts to a level less than significant, but will preserve and enhance the association of the site with the historic uses of the 16<sup>th</sup> Street Train Station. Private reuse of the baggage wing to achieve project objectives is not feasible in its present configuration because of the modifications that would be required for ingress and egress to render the building acceptable for residential use. The other proposals would elevate one concern above all the other issues addressed by the Project, and there would present a combination of attributes that lessen implementation of the goals achieved by the Project. The City therefore finds it not reasonable to conclude that these other proposals would successfully be implemented within a reasonable time.

48. For example, implementation of some of the proposals would likely result in the need to achieve greater development densities in other areas of Development Area 6, which would require high rise buildings employing more difficult construction techniques. This, in turn, would result in greater visual impacts, and longer construction times, delaying receipt of revenues that would otherwise accrue earlier. Other proposals could be feasibly implemented only if a Project Sponsor developed in the areas presently proposed for the plaza, which would remove a major amenity from the Project, and lessen implementation of goals to enhance the 16<sup>th</sup>

Street Train Station setting, provide better view corridors from Wood Street, and provide publicly accessible open space. Proposals to require all or portions of the 16<sup>th</sup> Street Train Station to be rehabilitated and reused using private funding, even if economically feasible, would likely result in a private reuse of portion of the 16<sup>th</sup> Street Train Station, and lessen achievement of goals of allowing public access, reusing the Station in a manner that honors the Station's history, and inviting community input on the determination of the type of reuse. Not developing the Project would lessen implementation of the goals described in the findings below regarding the No Project/No Action alternative.

**49.** The other proposals would also lessen achievement of goals of the Historic Preservation Element to a greater extent than would the combination of attributes presented by the Project. The other proposals would be more likely to result in private reuse, achieving the following goals to a substantially lesser extent than would the Project: goal 1(1) to stress positive community attributes expressed by well-maintained older properties, goal 1(6) encouraging education and enhancement of the spiritual, social and cultural dimensions of the Main Hall, and goal 1(6) encouraging continued educational, social and cultural exposure to tangible reminders of the past. Proposals that might result in elimination or restriction of the plaza would achieve the following goals to a substantially lesser extent than would the Project: goal 1(2) to enhance the historic character, distinct charm and special sense of place provided by the Main Hall and goal 1(4) to promote tourist trade. The other proposals would be more likely to lessen achievement of goal 1(4) to stabilize neighborhoods, enhance property values, and increase public and private economic and financial benefits.

**50.** The Project also proposes a development project that can feasibly be developed within the time frame set forth in the EIR, allowing and promoting generation of tax increment funding and sales tax revenues, and generation of jobs, all of which ultimately benefit the residents of the City of Oakland, within a reasonable time. The other proposals, in contrast, would infeasibly delay generation of these revenues and jobs because of the need for revised plans, additional processing and additional information regarding rehabilitation of the structures, reconfiguration of the development proposed, and in some instances, lack of a ready market for the use or development proposed.

**51.** The Project thus achieves the fundamental project objectives of developing market-rate residential units at urban densities, expanding West Oakland's market-rate housing stock, developing urban infill housing, and redeveloping and revitalizing underused and vacant land within the OARB redevelopment area, while also achieving project and city objectives of protecting and enhancing the 16<sup>th</sup> Street Train Station in an economically viable manner, creating publicly accessible open space directly in front of the Main Hall, and providing additional open space throughout the Project Area. The combination of attributes offered by the Project, when considered in light of the social, technical, goal and policy factors referenced above, achieves these project objectives to a much greater extent than would the other proposals.

**52.** The combination of attributes presented by the Project thus comprises a rational accommodation of the social, economic and environmental interests with which this City must concern itself. The City therefore finds that other proposals are not feasible because they provide less assurance that project objectives will be achieved, and because they are not capable

of being accomplished in a successful manner within a reasonable period of time, taking into account economic, environmental, social and technological factors.

**2. The Other Proposals For The 16<sup>th</sup> Street Train Station Are Not Economically Feasible.**

53. Regarding the second finding of infeasibility – that the proposals referenced above are not economically feasible – the City finds that economic infeasibility would thwart goal 1(4) of the Historic Preservation Element, to enhance property values and increase public and private economic and financial benefits. As explained in the appraisal presented by the Project Sponsor of Area 6, in the cover letter submitted by BUILD, in the staff report for the March 16, 2005 meeting, and in the additional materials presented by BUILD for the May 3, 2005 Council meeting, development of the land occupied by the portions of the 16<sup>th</sup> Street Train Station proposed for demolition, at the density proposed, is necessary to enable a reasonable rate of return on the investment represented by reasonable acquisition costs. The City considered shifting the development proposed for that portion of the property over to the other portions of Area 6, which would result in dramatic increases in density on those other portions. The increased density would not result in increased value, since construction costs would increase, and the market desirability of each unit would decrease, decreasing market values. Requiring development of fewer, larger units in that other portion would likewise not appreciably increase values. The development would remain high-density and located in an area where housing prices are not high. The end result would be lower revenues, which in turn would drive entitled land values down further.

54. The City also considered restoration of the entire 16<sup>th</sup> Street Train Station, and its commercial use. However, commercial activities would not generate sufficient revenue to support rehabilitation, and tax increment financing would not be sufficient to fund rehabilitation of the entire station. The City does not think it likely that additional funds or opportunities are available for preserving or rehabilitating the entire 16<sup>th</sup> Street Train Station, or any portion of it, that would provide greater mitigation than arises from Mitigation Measures CR-2.1 through CR-2.8, and Conditions 57A, 58 and 59. The City concludes that it is unlikely another party could purchase the site and preserve and restore the entire 16<sup>th</sup> Street Train Station complex in reasonable time.

55. In addition, the City adopts the conclusions of feasibility contained in Master Response 4 of the Final EIR. The economic conclusions reached by BUILD, as referenced in that master response, have been explained, substantiated and confirmed as indicated in the preceding paragraphs. The City further adopts the conclusions of the materials presented at the May 3, 2005 Council hearing regarding feasibility of reusing the 16<sup>th</sup> Street Train Station presented by EIP and by the Project Sponsors.

**C. Finding Regarding Infeasibility of Specific Proposals Relating To the 16<sup>th</sup> Street Train Station.**

56. Additional evidence and reasoning regarding both the first and second findings of feasibility are presented in the following paragraphs, with respect to particular



proposals for the 16<sup>th</sup> Street Train Station. In addition, additional findings of infeasibility are included in the discussion of alternatives below.

57. This paragraph pertains to the feasibility of retaining the entire width of the Adjacent Elevated Platform Area. The evidence presented to date indicates that retention of entire width of this section is likely not to be feasible. The evidence of economic feasibility referenced above indicates that, when considered in light of the whole parcel, it does not appear likely to be economically feasible to retain the entire width. In addition, the letter from Dowling and Associates that is included with the materials EIP presented in response to issues raised in the Appeals indicates that the access road behind the Main Hall needs to be a substantial distance away from the frontage road, which indicates that the access road, which is necessary for adequate circulation, will likely render retention of the entire width of this portion of the platform infeasible. Also, retention of at least the 20-foot section of the Adjacent Elevated Platform Area, as proposed by the Project Sponsor, highlights the most useable portion of the structure – the waiting platform and decorative canopy immediately adjacent to the Main Hall that served passengers – while removing the unusable sunken beds that used to hold the elevated tracks that were removed in the 1940s, and the inaccessible far platform. Removal of portions of the width of the Adjacent Elevated Platform Area would also help open up the back and sides of the Main Hall to view. The evidence therefore indicates that retention of the entire width is not feasible. However, the width of this portion of the platform is a matter of fine detail, and therefore can be finally judged only when the precise details of the development plan for the area immediately west of the Main Hall are known. Therefore, the City is not presently finding that retaining the entire width of the Adjacent Elevated Platform Area is infeasible, and is creating the process reflected in Condition 57A to require the Project Sponsor to present additional evidence of infeasibility with the precise contours of development are presented in an application for a preliminary development plan.

58. The City finds that avoiding demolition of portions of the elevated platform (other than the Adjacent Elevated Platform Area) is infeasible. This demolition will open up the Main Hall to views that would not otherwise exist. Demolition is also necessary to: a) allow continuation of 16th Street in keeping with the existing neighborhood street pattern, b) provide emergency access to the Project Area from Wood Street and the frontage road, c) facilitate public access to the future rear entrance of the Main Hall, and d) provide access directly to the frontage road from future projects in Development Areas 6, 7 and 8 in order to minimize traffic impacts on the surrounding neighborhood. As established in the letter from Dowling Associates to EIP that is contained in the materials EIP presented in response to issues raised in the Appeals, the extension of 16<sup>th</sup> Street could not be rerouted around the elevated platform without causing circulation problems, which Dowling recommends be addressed by relocating the access road so that it cuts through the area planned for the Plaza. The City does not find it feasible to have a road cut through the Plaza. Doing so would eliminate or drastically reduce the area of the Plaza, and/or require it to be reconfigured in a manner where it is bisected into two or more pieces. Doing so would inhibit public access to the Main Hall, reduce the amount and availability of publicly-accessible open space within the Project, would interfere with the mitigation of enhancing the 16<sup>th</sup> Street Train Station setting and providing a visual focus and view corridor to the Main Hall, render the Plaza less useable, and interfere with plans to make the Plaza suitable for gatherings and outdoor events.

59. With respect to the baggage wing, the City finds retention and reuse of the Baggage Wing infeasible absent funding from the Redevelopment Agency, for the reasons set forth in section B above. However, the City is imposing a condition to requiring the Project Sponsor to allow the Redevelopment Agency to fund retention of the Baggage Wing to the extent necessary to make development feasible. That process is embodied in Condition 56A. The process provides additional opportunities for mitigation. As noted in paragraph 31 above, the City finds that funding is within the jurisdiction of the Redevelopment Agency, and that the Redevelopment Agency can and should implement these measures. The City further finds that if the Redevelopment Agency does not provide this funding, the Baggage Wing will be demolished, and the impacts will be more significant than they would be without action by the Redevelopment Agency. The impacts are overridden as noted below. The City finds that payment by the Redevelopment Agency of only the Project Sponsor's purchase price plus interest plus taxes would not make up the economic shortfall caused by lack of developability of the baggage wing site, and therefore would not be feasible for the reasons stated in Section A above.

60. Some of the proposals also would not offer a greater degree of mitigation than does the Project. The City acknowledges that there is controversy regarding the mitigation measures imposed to reduce the impacts arising from loss of a portion of the historic 16<sup>th</sup> Street Train Station. In particular, the City acknowledges controversy regarding the best use to be made of the Main Hall upon its potential rehabilitation. Suggestions have been made regarding uses the commentators consider the most beneficial to the West Oakland neighborhood, or the most reflective of the Station's history. The suggestions are in many instances mutually exclusive or contradictory. The City finds that the restrictions and processes imposed by Mitigation Measures CR-2.1 through CR-2.8 represent a reasonable means of ensuring that the proposed restored Main Hall will be used in a manner that emphasizes its historical significance in a way that will reduce the Project's impact to the fullest extent feasible. Other processes or uses of the proposed restored Main Hall would not achieve a greater degree of mitigation. Disagreements about the best reuse are disagreements about the merits of any given reuse proposal.

61. The City adopts the EIR's discussion and conclusions regarding the applicability of mitigation measures suggested in the Historic Preservation Element. These are addressed in Master Response 4 of the FEIR. The City finds that the Project incorporates and adopts these mitigation measures to the extent feasible.

62. Add findings arising from Mundie report on Baggage Wing feasibility issues. E.g., transferring density to other Build parcels.

**D. Bea's Hotel And The Pacific Coast Canning Company.**

63. Bea's Hotel is located on Development Area 4. The existing design of Bea's Hotel lacks sufficient individual architectural distinction and historical association to be considered an historic structure. The building has been significantly altered with the addition of false stone at the pilasters, aluminum siding replacing or covering the original wood siding, and metal sash replacing the original wood sash. This has left its current design undistinguished, and it does not warrant retention. The Building has not been designated an Historic Property, and the

district in which the building lies has not been designated a Preservation District by the City. The Building has also not been designated as a Heritage Property. The conclusions of the Oakland survey regarding the lack of historical significance of Bea's Hotel were recently confirmed by Alan Dreyfuss, in a letter included with the materials presented by EIP in response to the Appeals. Because the building is not historically significant, there are no significant impacts to historic resources associated with its demolition.

**64.** The Pacific Coast Canning Company buildings consist of four separate buildings, one of which is referred to as the Cannery Building. These buildings are located at 1111 through 1119 Pine Street, between 11<sup>th</sup> and 13<sup>th</sup> Streets, in Development Area 2. One building (the Cannery Building) is proposed for reuse. The two smaller buildings are currently proposed for demolition. The fourth building (referred to as the Icehouse) will continue to be used for warehouse storage and is zoned to accommodate future residential development. These buildings are described in Master Response 4 of the FEIR. The City adopts the EIR's analysis of the historic significance of these buildings, and finds that the buildings do not constitute significant historic resources under CEQA. Lew Hing's granddaughter expressed support for the development proposal for Development Area 2.

## **X. FINDINGS REGARDING ALTERNATIVES**

**65.** The City finds that specific economic, social, environmental, technological, legal or other considerations make infeasible the alternatives to the Project as discussed in the EIR, and justify approval of the Project despite remaining impacts, as more fully discussed in the Statement of Overriding Considerations.

**66.** The City adopts the EIR's analysis and conclusions regarding alternatives eliminated from further consideration, both during the scoping process and in response to comments.

**67.** The EIR evaluated a reasonable range of alternatives to the Project, which are described below. This range included the range identified in the EIR. In addition, the City has considered numerous proposals made by commentors, each of which might be called an alternative. The City has adopted the affordable housing and buffer measures reflected in Conditions 68A and 100 in response to suggestions made by commentors, and these may be considered alternatives. In addition, the City has considered the proposals referenced in the Findings Regarding 16<sup>th</sup> Street Train Station section above, each of which might be considered an alternative. Some of these proposals have been incorporated into the Project, in the expanded mitigation measures for impacts to the 16<sup>th</sup> Street Train Station that are stated in the FEIR, and in conditions 56A and 57A. The City has rejected the other proposals/alternatives for the reasons stated in that section of these findings. The City certifies that it has independently reviewed and considered the information on alternatives provided in the EIR and in the record. The EIR reflects the City's independent judgment as to alternatives. The City finds that the Project provides the best balance between satisfaction of the project objectives, mitigation of environmental impacts, implementation of General Plan goals, policies and programs, and feasibility. The alternatives are rejected as infeasible, for the reasons stated in the EIR and for the following reasons.

68. *No Project/No Action Alternative.* Under this alternative, all existing structures would remain on site in the current use and location. None of the Project components would be constructed. This is the environmentally superior alternative. It is rejected as infeasible for the following reasons. This alternative would not attain most of the Project objectives. In addition, this alternative would facilitate further deterioration of the historic 16<sup>th</sup> Street Train Station. This alternative would hinder implementation of General Plan policies to use historic preservation to foster the economic vitality and quality of life in Oakland (Historic Preservation Element, Goal 1), and especially to do so by stabilizing neighborhoods, enhancing property values, and increasing public and private economic and financial benefits (Historic Preservation Element, Goal 1(4)). It would hinder implementation of the directive in the Historic Preservation Element that “any physical environmental feature related to human activity that enhance Oakland’s quality of life through historical, aesthetic, or education value should at least be considered for preservation. (Historic Preservation Element, page 2-2). It would fail to realize the benefits identified in the Historic Preservation Element, which include enhanced quality of life and urban revitalization (Historic Preservation Element, page 2-3), employment opportunities (Historic Preservation Element, page 2-6), economic development opportunities, community identity, public relations and “image” (Historic Preservation Element, page 2-6), and educational, cultural and artistic values. (Historic Preservation Element, page 2-6). The entirety of the 16<sup>th</sup> Street Train Station would remain private property, off limits to the public, without facilitation of opportunities to restore and enhance portions of the Station. This alternative would continue the current conflict between nearby residential uses and the trucking and other industrial uses presently operating on the site. It would also fail to implement the Redevelopment Plan, or any of the Redevelopment Plan goals. With no change in the visual setting, the Project Area would remain blighted in appearance, which would not advance the OARB Area Redevelopment Plan goal to eliminate physical blighting influences in the Project Area. It would not advance the City’s General Plan policy of promoting economic investment in economically distressed areas of the City. It would hinder implementation of the Key West Oakland Implementation Strategies found on pages 187 and following in the Land Use and Transportation Element (LUTE) of the City’s General Plan. This section of the LUTE references improvement of Wood and Pine Street infrastructure and landscaping. (LUTE, page 186). It references community desire for economic development assistance, better transportation linkages and overall improvements to the appearance of the community, investment and maintenance of infrastructure. (LUTE, page 187). It references establishment and enforcement of development guidelines and City codes, development of new codes specific to the various types of conditions found on each block, and “a comprehensive overhaul of the City’s Zoning Ordinance, including development of new zoning districts, criteria and standards for development, and a set of clear and concise design guidelines.” (LUTE, pp. 187-188) In addition, this alternative would not implement economic and environmental sustainability provisions on page 27 of the LUTE. The Project, in contrast, would promote these goals, policies and benefits.

69. *No Project/OARB Alternative.* Under this Alternative, the Project Area would be developed as evaluated in the *OARB Area Redevelopment Plan EIR*. The development envisioned would be a mix of commercial, research and development, and retail space along with live/work units and light industrial space. This Alternative would not substantially reduce significant impacts while achieving most of the Project objectives. This Alternative is not environmentally superior to the Project. Compared to the Project, this Alternative would cause

greater impacts relating to freeway segments, air quality, noise and hazardous materials, while causing lesser impacts relating to BART capacity. This alternative could create internal land use conflicts due to the proximity of industrial or container storage uses to live/work units or park uses. In addition, the OARB Alternative could introduce high-intensity industrial or high-traffic container storage uses into areas adjacent to existing residential uses, which could worsen land use compatibility to a greater degree than the Project. Construction and operational noise impacts could be more severe under this alternative than under the Project due to a larger proportion of the Project Area allocated to industrial and commercial uses which typically have larger heating, ventilation and air conditioning demands. The larger number of trucks under this alternative would result in greater vehicular noise than the Project which could impact nearby residences. Impacts to air quality could be more severe than the Project due to increases in truck traffic, and the fact that light industrial facilities have higher emissions than residential and commercial uses. This Alternative also does not meet most of the Project objectives, as noted on page 5-25 of the Draft EIR.

**70. *No Project/General Plan Alternative.*** Under this Alternative, the Project Area would be built out entirely with Business Mix uses, as specified by the *City of Oakland General Plan*. This Alternative would not substantially reduce significant impacts while achieving most of the Project objectives. This Alternative is not environmentally superior to the Project. Under this alternative, the introduction of industrial development could lead to greater land use conflicts with adjacent residential uses. Noise impacts under this alternative would be more severe than under the Project, due to the addition of heavy industrial uses and the associated noise of mechanical equipment, loading activities and truck traffic. Impacts to air quality could be more significant than under the Project due to truck traffic and the construction of heavy industrial facilities which have high emissions compared to the residential emphasis of the Project. The potential for neighborhood exposure to odors and toxic air contaminants would increase under this alternative and could create a potentially significant impact. The impacts to the 16<sup>th</sup> Street Train Station would remain significant. This Alternative also does not meet most of the Project objectives, as noted on page 5-25 of the Draft EIR.

**71. *Preservation Alternative.*** This alternative would involve a mix of commercial and residential uses. It proposes 1,570 dwelling units and 36,700 square feet of commercial space. Impacts to the 16<sup>th</sup> Street Train Station would be avoided by preserving the Station and its components, its setting, and the relationship among existing elements. This Alternative is considered potentially environmentally superior to the Project. However, while this alternative avoids Project impacts to the Station complex, it assumes a significant capital investment beyond that contemplated by the Project and does not meet the Project objective of constructing financially feasible developments with reasonable returns on investment. See the findings in section IX above. This alternative would also provide less open space than would the Project. The requirement of greater setbacks and lower building heights near the Station would necessitate the placement of residential buildings in areas that would be Private Open Space under the Project in order to maintain the same development potential.

**72. *Reduced Project Alternative.*** Under this Alternative, the Project's development program would be reduced in order to preserve historic resources, mitigate traffic impacts and reduce construction noise impacts by shortening the construction time. Under this

alternative, there would be more commercial development, and less residential development, than proposed by the Project, with preservation of the entire 16<sup>th</sup> Street Train Station. This Alternative is considered potentially environmentally superior to the Project. However, because it requires preservation of the entire 16<sup>th</sup> Street Train Station, it is not feasible. See the findings in section IX above.

**73. *No Redevelopment of Bea's Hotel Alternative.*** Under this Alternative, the development would be essentially the same as the Project, but without redevelopment of the Bea's Hotel property. This alternative would create greater impacts than the Project in the areas of conflicts with land use plans, policies or regulations; and conformance to General Plan policies concerning design and visual resources. Unlike the Project, it would not create a significant impact regarding cumulative impacts on MTS roadway segments. The alternative would be inconsistent with the OARB Area Redevelopment Plan goals of integrated development and elimination of blight, as Bea's Hotel would be inconsistent in scale and design with adjacent structures, and the retention of the hotel would contribute to the perception of blight in the area. Based on these factors, this alternative creates significant unavoidable land use impacts that are more severe than those under the Project. This alternative also impedes the goal of visual integrated development as Bea's Hotel is situated at the key location of 16<sup>th</sup> and Wood Streets. The inability to integrate this key site would be noticeable and would create a significant and unavoidable visual impact.

## **XI. STATEMENT OF OVERRIDING CONSIDERATIONS**

**74.** The City finds that each of the following specific economic, legal, social, technological, environmental and other considerations and benefits of the Project independently outweighs these remaining significant, adverse impacts and is an overriding consideration independently warranting approval. The City finds the significant impacts of the Project overridden by each of these considerations, standing alone. The remaining significant adverse impacts of the Project are acceptable in light of each of these overriding considerations.

**75.** The Project will bring private investment to an economically distressed area of the City, eliminate blight, and help promote revitalization of the area, in keeping with the goals of the OARB Redevelopment Plan. Promoting viable economic investment is consistent with LUTE Policy I/C1.4.

**76.** The Project is proposed by a known group of Project Sponsors who have indicated an interest, backed up by a substantial investment in processing, in pursuing development of the Project Area within a reasonable time frame. This makes the realization of tax increment funding, which ultimately benefits residents of the City of Oakland, more certain and more likely to occur sooner. In contrast, there are no developers indicating an interest in developing under the baseline, No Project, or any other scenarios.

**77.** The Project will provide much-needed urban infill housing near the center of the Bay Area with convenient access to public transit and an existing major freeway, promoting smart growth principles and helping Oakland to meet its fair share of regional housing. The Project will therefore implement Policies 1.7, 7.3 and 7.4 of the Housing Element

of the General Plan as well as with Policies T2.3 and N3.1 of the Land Use and Transportation Element of the General Plan (LUTE).

**78.** The Project will redevelop and revitalize underutilized and vacant land within the Oakland Army Base Redevelopment Project Area to create pedestrian-friendly, mixed-use, residential and commercial developments including live/work units. The Project would be more consistent with surrounding uses than are the existing uses, thus promoting LUTE Policies N5.3 and N6.1 which support and encourage live/work units and projects which provide a variety of housing types and sizes. The Project is also consistent with City of Oakland Housing Policy 2 which encourages the development of a variety of types of housing opportunities including live/work units. Through revitalization of the area, the Project furthers the goals of Housing Element Policy 4.3. Finally, the Project is consistent with LUTE Pedestrian Master Plan Policy 3.2 which promotes land uses and site designs that make walking convenient and enjoyable.

**79.** The Project will preserve, and provide opportunities to rehabilitate, the historic 16<sup>th</sup> Street Train Station's Main Hall, Signal Tower, Baggage Wing and a portion of the Adjacent Elevated Platform Area to the extent feasible. This action is consistent with LUTE Policy N9.8 and N9.9, and also with Historic Preservation Element Policy 3.1. Without the Project, the historic structures would likely continue to deteriorate. The current uses are restricted because of the dilapidated condition and further because there is no grand setting for the 16<sup>th</sup> Street Train Station as would be provided by the publicly-accessible plaza. The project will benefit the citizens of Oakland by making the Main Hall more accessible, more useable, highlighted in a view corridor to be provided by the plaza, and offer opportunities for reuse that are more respectful of the 16<sup>th</sup> Street Train Station's history than is its current use.

**80.** The Project will create a publicly accessible plaza directly in front of the 16<sup>th</sup> Street Train Station. This action implements the objective of creating new civic open spaces in neighborhood commercial areas and in high-intensity redevelopment areas contained in Policy OS-11.2 of the Open Space, Conservation and Recreation Element of the General Plan (OSCAR).

**81.** The Project will provide economic incentives for persons of low or moderate incomes to purchase homes within the Project Area, furthering the City's goals of meeting the needs of all economic segments of the community.





**EXHIBIT B**  
**CEQA MITIGATION MONITORING AND REPORTING PROGRAM**

ENVIRONMENTAL IMPACT (LEVEL OF SIGNIFICANCE BEFORE MITIGATION)	MITIGATION MEASURES	CONDITION OF APPROVAL NOS.	RESULTING LEVEL OF SIGNIFICANCE <sup>1</sup>	MONITORING RESPONSIBILITY <sup>2</sup>	MONITORING TIMEFRAME
Land Use					
LU-1. The Project would not physically divide an established community. (NI)	None required.		NI		
LU-2. Proposed higher-density land uses associated with the Project could potentially result in land use compatibility impacts on existing low-density units relating to increased noise, light and glare, and traffic, and to visual encroachment/loss of views. However, provisions of the proposed Wood Street Zoning Regulations would reduce these potential land use conflicts to less than significant. (LTS)	None required.		LTS		
LU-3. The Project would not be consistent with the current General Plan land use classification and	<i>LU-3.1 General Plan Amendment.</i> The Project Sponsors shall apply for a General Plan		LTS	Project Sponsors	Concurrent with

<sup>1</sup> This column describes the Level of Significance resulting from the Project, together with imposition of all reasonably feasible mitigation measures. For purposes of this Mitigation Monitoring and Reporting Program, Mitigated to Less Than Significant (“LTS”) means that, under Public Resources Code section 21081(a)(1) and CEQA Guidelines sections 15091(a)(1) and 15092(b)(2)(A), changes or alterations have been required in, or incorporated into, the project which mitigate or avoid the significant effects on the environment. Mitigated to Less Than Significant Other Agency (“LTS Other Agency”) means that, under Public Resources Code section 21081(a)(2) and CEQA Guidelines section 15091(a)(2) and 15092(b)(2)(A), all or part of the mitigation measures are within the responsibility and jurisdiction of another public agency (including situations which require the cooperation of another public agency), and such changes either have been adopted by the other agency or can and should be adopted by such other agency. Significant and Unavoidable (“SU”) means that, under Public Resources Code section 21081(a)(3) and (b), and CEQA Guidelines sections 15091(a)(3), 15092(b)(2)(B) and 15093, no mitigation measures are available, or specific economic, legal, social, technological or other considerations, including provision of employment opportunities for highly trained workers, make infeasible the mitigation measures or project alternatives identified in the EIR or elsewhere; these impacts are acceptable due to the overriding considerations referenced in Exhibit A to the staff report to which this Exhibit B is attached.

<sup>2</sup> Compliance date, and inspection or field survey dates to be noted in this column by the responsible agency.

**Legend:** (S) Significant Adverse Impact (PS) Potentially Significant Impact (LTS) Less-than-significant Impact (NI) No Impact (SU) Significant and Unavoidable Impact

ENVIRONMENTAL IMPACT (LEVEL OF SIGNIFICANCE BEFORE MITIGATION)	MITIGATION MEASURES	CONDITION OF APPROVAL NOS.	RESULTING LEVEL OF SIGNIFICANCE <sup>1</sup>	MONITORING RESPONSIBILITY <sup>2</sup>	MONITORING TIMEFRAME
zoning districts for the Project Area. (PS)	Amendment (GPA) to apply the Urban Residential (UR) land use classification to the Project Area for approval by the City. According to the General Plan, this classification allows multi-unit, mid-rise, or high-rise residential structures and allows ground-floor commercial uses and public facilities of compatible character. The GPA, if approved, would eliminate any inconsistencies with the existing General Plan land use classification.				rezone.
	<i>LU-3.2 Zoning Code Amendment.</i> The Project Sponsors shall apply for a Zoning Code Amendment to add the Wood Street Zoning District and to rezone the Project Area to this new zoning district. The Project would be required to adhere to the Wood Street Zoning Regulations, which set forth land use regulations, development standards, design guidelines, and other requirements, including allowable uses, requirements for circulation, open space, streets and public improvements, building heights, massing, maximum densities, setbacks, landscaping, and parking. The change in zoning from the existing industrial and industrial/residential combining districts to the Wood Street Zoning District, if approved, would eliminate any inconsistencies with the existing zoning.			Project Sponsors	Concurrent with General Plan Amendment
LU-4. The Project would conflict with applicable land use plans, policies, or regulations in certain respects. However, these inconsistencies would not result in a significant physical environmental effect and, therefore, the impact would be less than significant. (LTS)	None required.		LTS		

**Cumulative Land Use Impacts**

**Legend:** (S) Significant Adverse Impact (PS) Potentially Significant Impact (LTS) Less-than-significant Impact (NI) No Impact (SU) Significant and Unavoidable Impact

ENVIRONMENTAL IMPACT (LEVEL OF SIGNIFICANCE BEFORE MITIGATION)	MITIGATION MEASURES	CONDITION OF APPROVAL NOS.	RESULTING LEVEL OF SIGNIFICANCE <sup>1</sup>	MONITORING RESPONSIBILITY <sup>2</sup>	MONITORING TIMEFRAME
LU-5. Implementation of the Project, in combination with other related projects, would not result in a cumulative impact associated with physically dividing an established community. (NI)	None required.		NI		
LU-6. Implementation of the Project, in combination with other related projects, would not result in cumulative land use incompatibility impacts. (LTS)	None required.		LTS		
LU-7. Implementation of the Project, in combination with other related projects, would not result in cumulative inconsistencies with the City's General Plan or zoning districts. (LTS)	None required.		LTS		
LU-8. Implementation of the Project, in combination with other related projects, would not result in conflicts with applicable plans, policies, or regulations in a manner that would result in a significant physical environmental effect. (LTS)	None required.		LTS		

**Visual Quality**

VQ-1. Implementation of the Project would not result in a substantial adverse effect on a scenic vista. (LTS)	None required.		LTS		
VQ-2. Implementation of the Project would not substantially damage scenic resources within a state scenic highway. (LTS)	None required.		LTS		
VQ-3. Implementation of the Project would not substantially degrade the existing visual character or quality of the Project Area and its surroundings. (LTS)	None required.		LTS		
VQ-4. Since construction of the Project would be implemented in phases, parts of the Project Area could be visually fragmented as construction	None required.		LTS		

**Legend:** (S) Significant Adverse Impact (PS) Potentially Significant Impact (LTS) Less-than-significant Impact (NI) No Impact (SU) Significant and Unavoidable Impact

ENVIRONMENTAL IMPACT (LEVEL OF SIGNIFICANCE BEFORE MITIGATION)	MITIGATION MEASURES	CONDITION OF APPROVAL NOS.	RESULTING LEVEL OF SIGNIFICANCE <sup>1</sup>	MONITORING RESPONSIBILITY <sup>2</sup>	MONITORING TIMEFRAME
occurs, and as individual development areas serve as staging or storage areas for construction equipment and materials. However, because portions of the Project Area are currently vacant or used for storage, views of construction activities or zones would not constitute a substantial degradation in visual quality. (LTS)					
VQ-5. Implementation of the Project would alter the existing nighttime light and glare characteristics of the Project Area with the introduction of building, parking, and landscaping elements. However, the proposed Wood Street Zoning Regulations include guidelines that ensure that potential light and glare impacts would not adversely affect nighttime views or visibility in the area and would be less than significant. (LTS)	None required.		LTS		
VQ-6. Implementation of the Project would alter existing daytime glare characteristics of the Project Area with the introduction of building elements. However, design features incorporated as part of the Project would ensure that these impacts would be less than significant. (LTS)	None required.		LTS		
VQ-7. Implementation of the Project would cast shadows that could result in a long-term change in the shade effects in the area. However, shadows cast by proposed development would not impair the beneficial use of the 16th Street Train Station, Raimondi Park, or solar collectors in the area, and would result in a less-than-significant impact. (LTS)	None required.		LTS		
VQ-8. The Project would be consistent with General Plan policies concerning design and visual resources. (LTS)	None required.		LTS		
VQ-9. The Project would not result in adverse	None required.		LTS		

**Legend:** (S) Significant Adverse Impact (PS) Potentially Significant Impact (LTS) Less-than-significant Impact (NI) No Impact (SU) Significant and Unavoidable Impact

ENVIRONMENTAL IMPACT (LEVEL OF SIGNIFICANCE BEFORE MITIGATION)	MITIGATION MEASURES	CONDITION OF APPROVAL NOS.	RESULTING LEVEL OF SIGNIFICANCE <sup>1</sup>	MONITORING RESPONSIBILITY <sup>2</sup>	MONITORING TIMEFRAME
wind effects. (LTS)					
<b>Cumulative Visual Impact</b>					
VQ-10. Implementation of the Project, in combination with related projects, would not result in a substantial adverse cumulative effect on a scenic vista. (LTS)	None required.		LTS		
VQ-11. Implementation of the Project, in combination with related projects, would not result in substantial cumulative scenic resource impacts within a state scenic highway. (LTS)	None required.		LTS		
VQ-12. Implementation of the Project, in combination with related projects, would not substantially contribute to cumulative loss of visual character or quality of the Project Area and its surroundings. (LTS)	None required.		LTS		
VQ-13. Implementation of the Project, in combination with related projects, would not result in cumulative visual impacts during construction. (NI)	None required.		NI		
VQ-14. Implementation of the Project, in combination with related projects, would alter the existing nighttime light and glare characteristics of the area with the introduction of building, parking, and landscaping elements. However, the proposed Wood Street Zoning Regulations include guidelines that ensure that potential cumulative light and glare impacts would be less than significant. (LTS)	None required.		LTS		
VQ-15. Implementation of the Project, in combination with related projects, would alter existing daytime glare characteristics of the Project Area with the introduction of building elements. However, design features would ensure that these	None required.		LTS		
<b>Legend:</b> (S) Significant Adverse Impact (PS) Potentially Significant Impact (LTS) Less-than-significant Impact (NI) No Impact (SU) Significant and Unavoidable Impact					

ENVIRONMENTAL IMPACT (LEVEL OF SIGNIFICANCE BEFORE MITIGATION)	MITIGATION MEASURES	CONDITION OF APPROVAL NOS.	RESULTING LEVEL OF SIGNIFICANCE <sup>1</sup>	MONITORING RESPONSIBILITY <sup>2</sup>	MONITORING TIMEFRAME
cumulative impacts would be less than significant. (LTS)					
VQ-16. Implementation of the Project, in combination with related projects, would cast shadows that could result in a long-term change in the shade effects in the area. However, shadows cast by proposed development would not impair the beneficial use of the 16 <sup>th</sup> Street Train Station, Raimondi Park, or solar collectors in the area, and would result in a less-than-significant cumulative impact. (LTS)	None required.		LTS		
VQ-17. The Project, in combination with related projects, would be consistent with General Plan policies concerning design and visual resources. (LTS)	None required.		LTS		
VQ-18. The Project, in combination with related projects, would not result in cumulative adverse wind effects. (NI)	None required.		NI		

**Transportation, Circulation, and Parking**

TR-1. Construction would generate a maximum of 3,300 trips daily. Construction-related traffic delays, detours, utility improvements, and activities could adversely affect local circulation. As a result, construction-related transportation impacts would be considered potentially significant. (PS)	<p><i>TR-1.1 Construction Traffic Management Plan.</i> The Project Sponsors shall prepare and implement a construction phasing plan and traffic management plan that defines how traffic operations would be managed and maintained during each phase of construction. The plan shall be developed with the direct participation of the City of Oakland; AC Transit shall be given the opportunity to review and comment on the plan. In addition, the property owners of all businesses adjacent to the construction areas shall be consulted. To the maximum practical extent, the plan shall:</p> <p>a. Detail how access will be maintained to individual businesses where</p>		LTS	City of Oakland Traffic Engineering Department, Public Works Agency and Planning and Zoning Department	<p>Items a-b: Prior to issuance of the first building permit for the respective Development Area.</p> <p>Items c-e: During construction phase of Project.</p>
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**Legend:** (S) Significant Adverse Impact (PS) Potentially Significant Impact (LTS) Less-than-significant Impact (NI) No Impact (SU) Significant and Unavoidable Impact

ENVIRONMENTAL IMPACT (LEVEL OF SIGNIFICANCE BEFORE MITIGATION)	MITIGATION MEASURES	CONDITION OF APPROVAL NOS.	RESULTING LEVEL OF SIGNIFICANCE <sup>1</sup>	MONITORING RESPONSIBILITY <sup>2</sup>	MONITORING TIMEFRAME
TR-2. The Project would increase traffic at study area intersections but would not substantially impact access or traffic load and capacity of the	<p>construction activities may interfere with ingress and egress. Any driveway closures shall take place during non-business hours.</p> <p>b. Specify predetermined haul routes from staging areas to construction sites and to disposal areas of agreement with the City prior to construction. The routes shall follow streets and highways that provide the safest route and have the least impact on traffic</p> <p>c. During construction, require the contractor to provide information to the public using signs, press releases, and other media tools of traffic closures, detours or temporary displacement of left-turn lanes.</p> <p>d. Identify a single phone number that property owners and businesses can call for construction scheduling, phasing, and duration information, as well as for complaints.</p> <p>e. Identify construction activities that must take place during off-peak traffic hours or result in temporary road closures due to concerns regarding traffic safety or traffic congestion. Any road closures will be done at night under ordinary circumstances. If unforeseen circumstances require road closing during the day, the City of Oakland shall be consulted.</p>	None required.	LTS		

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street system. (LTS)					
TR-3. The Project would add traffic to some roadway segments on the Metropolitan Transportation System (MTS), but would not cause any freeway segments on the MTS to operate at LOS F, or increase the V/C ratio by more than three percent for segments that would operate at LOS F without Project traffic. (LTS)	None required.		LTS		
TR-4. The Project could substantially increase traffic hazards to motor vehicles, bicycles, or pedestrians due to a design feature. (PS)	TR-4.1 <i>Turn-Arounds at 11<sup>th</sup> Street and the 18<sup>th</sup> and 20<sup>th</sup> Street Extensions.</i> The Project Sponsor for Development Areas Two, Six, Seven, and Eight shall incorporate the design of a cul-de-sac or other appropriate turn-around at the end of 11 <sup>th</sup> Street and at the end of the 18 <sup>th</sup> and 20 <sup>th</sup> Street extensions and construct these extensions in compliance with City of Oakland Design Standards. Appropriate turn-around designs would allow vehicles to return along 11 <sup>th</sup> Street and enter Wood Street in a front-end-first manner.		LTS	City of Oakland Traffic Engineering Department, Public Works Agency and Planning and Zoning Department	Prior to approval of Final Development Plan and specifications for the respective Development Area.
TR-5. Development of the Project could fundamentally conflict with adopted policies, plans, or programs supporting alternative transportation (e.g., bus turnouts, bicycle racks). (PS)	TR-5.1 <i>Bicycle Parking.</i> The Project Sponsors shall incorporate into the final design plans the number of bicycle parking spaces specified by the parking space requirements in Table 3.4-7 and install the bicycle parking in compliance with City standards.		LTS	City of Oakland Planning and Zoning Department	Prior to the issuance of the first building permit for the respective Development Area.
TR-6. The Project would increase the average ridership on AC Transit lines by more than three percent on transit lines serving the Project Area, but the average load factor with the Project would not exceed 125 percent over a peak 30-minute period. (LTS)	None required.		LTS		
TR-7. The Project would increase the passenger	None required.		LTS		

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<p>volume such that passenger volume could exceed the standing capacity of BART trains, but the increase would not raise peak-hour average ridership by three percent. (LTS)</p>	<p><i>TR-8.1 Fare Gate Capacity.</i> The Project Sponsors for all development areas except Development Areas Five and Nine shall participate in efforts to provide adequate fare gate capacity at the West Oakland BART Station to accommodate the Project. The City and the Project Sponsors shall provide detailed information regarding development to BART to enable BART to conduct a comprehensive fare gate capacity assessment at the West Oakland BART Station. Based on the results of that assessment, the Project Sponsors shall fund their fair share for adding one or more new fare gates at the West Oakland BART Station.</p>	SU	BART	<p>Prior to issuance of the first certificate of building occupancy for the respective Development Area.</p>	
<b>Cumulative Transportation Impacts</b>					
<p>TR-9. The Project, in combination with other related projects and background growth, would cause some signalized intersections to operate at unacceptable levels of service. (S)</p>	<p><i>TR-9.1 West Grand Avenue/Frontage Road.</i> The Project Sponsors shall fund, on a fair share basis, the following improvements that would reduce the cumulative operations impact at the intersection of West Grand Avenue/frontage road:<sup>3</sup></p> <ol style="list-style-type: none"> <li>1. Revise the northbound frontage road lanes to provide: <ul style="list-style-type: none"> <li>- one left-turn lane</li> <li>- one combination left-through lane</li> <li>- one through lane</li> </ul> </li> </ol>	SU	<p>City Public Works Agency, Caltrans</p>	<p>Prior to issuance of the first certificate of building occupancy for the respective Development Area.</p>	

<sup>3</sup> The mitigation measure from the *OARB Area Redevelopment Plan EIR* for the intersection of West Grand Avenue/frontage road would not result in less-than-significant impacts under the PM peak-hour conditions.

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	<ul style="list-style-type: none"> <li>- one right-turn lane with overlap signal phasing (green arrow)</li> <li>2. Revise the southbound I-80 East Ramp lanes to provide:               <ul style="list-style-type: none"> <li>- one left-turn lane</li> <li>- one combination left-through lane</li> <li>- one through lane</li> <li>- one right-turn lane with overlap signal phasing (green arrow)</li> </ul> </li> <li>3. Revise the eastbound West Grand Avenue lanes to provide:               <ul style="list-style-type: none"> <li>- one left-turn lane</li> <li>- one through lane</li> <li>- one combination through-right lane</li> </ul> </li> <li>4. Revise the westbound West Grand Avenue lanes to provide:               <ul style="list-style-type: none"> <li>- one left-turn lane</li> <li>- two through lanes</li> <li>- one right-turn lane</li> </ul> </li> </ul>				
	<p>While these improvements would reduce the cumulative operations impacts at the West Grand Avenue/frontage road intersection to an acceptable level of service, improvements would be outside the City of Oakland's jurisdiction and would require Caltrans approvals. As a result, the improvements may not be feasible, and the impact at this intersection would remain significant and unavoidable.</p>				
	<p><i>TR-9.2 West Grand Avenue/Mandela Parkway Intersection.</i> The Project Sponsors shall contribute their fair share of modifications at the West Grand Avenue/Mandela Parkway intersection. The modifications at the intersection shall include providing protected</p>		LTS	City Public Works Agency	Prior to issuance of the first certificate of building occupancy for the respective

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	left-turn signal phasing (left-turn green arrows) for the West Grand Avenue approaches to the intersection.				Development Area.
	<i>TR-9.3 7<sup>th</sup> Street/Mandela Parkway Intersection.</i> The Project Sponsors shall contribute their fair share of modifications at the 7 <sup>th</sup> Street/Mandela Parkway intersection. The modifications at the intersection shall include adding a northbound lane on the 3 <sup>rd</sup> Street extension to provide one left-turn lane, one combination through-right turn lane, and protected left-turn signal phasing (left-turn green arrows) for all four approaches to the intersection.		LTS	City Public Works Agency	Prior to issuance of the first certificate of building occupancy for the respective Development Area.
	<i>TR-9.4 West Grand Avenue/Maritime Street and 3<sup>rd</sup> Street/Market Street Intersections.</i> As part of the cumulative growth of the OARB Area Redevelopment Plan, the Project Sponsors shall contribute their fair share, as defined in the OARB Area Redevelopment Plan EIR, 2002, to future improvements at these locations.		LTS	City Public Works Agency	Prior to issuance of the first certificate of building occupancy for the respective Development Area.
TR-10. The cumulative impact of the Project in combination with other related projects and background growth would cause some roadway segments on the MTS to operate at LOS F and increase the V/C ratio by more than three percent on segments that would already operate at LOS F under the future baseline conditions. Therefore, the cumulative contribution of the Project under the Maximum Trips Scenario would be significant. (S)	<i>TR-10.1 Transportation Demand Management.</i> The Project Sponsors shall distribute materials concerning the availability of public transit to initial Project residents and prior to certificate of occupancy shall pay the fee adopted by the City on residential units to assist the City in implementing traffic demand management programs.		SU	City Public Works Agency	Prior to issuance of the first certificate of building occupancy for the respective Development Area; upon City adoption of traffic demand management programs in West Oakland.

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	<p><i>TR-10.2 Shuttle Service.</i> The Project Sponsors shall provide a shuttle service between the Project Area and the West Oakland BART Station and incorporate shuttle stops into the final design plans. In the event Project Sponsors elect not to use a private shuttle service, Project Sponsors will work with AC Transit and BART to design a shuttle service and shall incorporate public transit stops into the final development plans in consultation with AC Transit. The shuttle or transit stops shall be located within the Project Area and would be dispersed such that Project residents would be no more than one-quarter mile from a shuttle or transit stop.</p> <p>Shuttle or transit stops at the existing AC transit bus stop on Wood Street by Development Area Three, in front of the 16<sup>th</sup> Street Plaza (Development Area Nine), and on Wood Street at 20<sup>th</sup> Street by Development Area Seven should be considered. The shuttle service would operate at 15-minute peak-hour headways during commute hours. The shuttle service shall be designed to meet City of Oakland standards, link with pedestrian access, and be reviewed for approval by the City.</p> <p>The shuttle service shall be implemented within three months following the issuance of a Certificate of Occupancy of the 300<sup>th</sup> residential dwelling within the Project Area. At that time, the Project Sponsors, or their successors in interest, will fund operation and maintenance of the shuttle. Thereafter, and every two years until such time as the Planning Director determines that the shuttle service is no longer necessary, the Project Sponsors or their successors shall report to the Planning Director on the amount of shuttle use by Project residents</p>		SU		<p>Prior to approval of Final Development Plans and specifications for the respective Development Area; within three months following the issuance of a Certificate of Occupancy of the 300<sup>th</sup> residential dwelling within the Project Area; every two years thereafter until the Planning Director determines the shuttle service is no longer necessary.</p>

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TR-11. The cumulative impact of the Project in combination with other related projects and background growth would increase average ridership on AC Transit lines serving the Project Area by more than three percent. However, the average load factor with the Project would not exceed 125 percent over a peak 30-minute period. (LTS)	None required.		LTS		
TR-12. The cumulative impact of the Project, in combination with other related projects and background growth, could increase the overall passenger volume such that the passenger volume could exceed the standing capacity of BART trains and could increase peak-hour average ridership by three percent. (S)	<i>TR-12.1 BART Train Capacity.</i> The Project Sponsors shall participate in efforts to ensure that adequate BART train capacity will be available for riders to and from the Project Area, and fund BART train capacity improvements on a fair share basis.		SU	BART	Prior to issuance of the first certificate of building occupancy in the respective Development

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TR-13. The cumulative impact of the Project in combination with other related projects and background growth, would increase peak-hour average ridership at the West Oakland BART Station by three percent where average waiting time at fare gates could exceed one minute. (S)	See Mitigation Measure TR-8.1.		SU	BART	Area.

**Noise**

NO-1. The Project would result in short-term increases in noise and vibration levels due to construction over the course of multiple years. This would be considered a significant impact. (S)	<p><i>NO-1.1 City Council-Adopted Best Management Practices to Reduce Construction Noise.</i> The Project Sponsors shall incorporate the following practices into the construction documents to be implemented by the Project's contractor, and these practices shall be provided to the Department of Building Inspection for approval prior to the issuance of building permits:</p> <p>a. The Project Sponsors shall require construction contractors to limit standard construction activities as required by the City Building Department. Such activities are generally limited to between 7:00 a.m. and 7:00 p.m. Monday through Friday, with pile driving and/or other extreme noise generating activities greater than 90 dBA limited to between 8:00 a.m. and 4:00 p.m. Monday through Friday, with no extreme noise generating activity permitted between 12:30 and 1:30 p.m. No construction activities shall be allowed on weekends, without prior authorization of the Building Services Division, and no extreme noise-generating activities shall be allowed on weekends and holidays.</p> <p>b. Equipment and trucks used for construction</p>		LTS	City Building Services Department	Prior to issuance of the first building permit for the respective Development Area; inspections during construction phase of Project.
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	<p>shall utilize the best available noise control techniques (improved mufflers, equipment redesign, use of intake silencers, ducts, engine enclosures and acoustically attenuating shields or shrouds) in order to minimize construction noise impacts.</p> <p>c. The physical separation between noise generators and noise receptors shall be maximized as feasible. Such separation includes, but is not limited to, the following measures:</p> <ul style="list-style-type: none"> <li>- Use shields, impervious fences, or other physical sound barriers to inhibit transmission of noise to sensitive receptors;</li> <li>- Locate stationary equipment to minimize noise impacts on the community; and</li> <li>- Minimize backing movements of equipment.</li> </ul> <p>d. Impact equipment (e.g., jack hammers and pavement breakers) used for Project construction shall be hydraulically or electrically powered wherever possible to avoid noise associated with compressed air exhaust from pneumatically powered tools. Compressed air exhaust silencers shall be used on other equipment. Other quieter procedures, such as drilling rather than impact equipment, shall be used whenever feasible.</p> <p>e. Prohibit unnecessary idling of internal combustion engines</p> <p>f. Schedule construction activity that produces higher noise levels during less noise-</p>				

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	sensitive hours (normally 8:00 a.m. to 4:00 p.m. on weekdays). Minimize noise-intrusive impacts during the most noise-sensitive hours by planning noisier operations during times of highest ambient noise levels.				
	g. Select routes for movement of construction-related vehicles and equipment so that noise-sensitive areas, including residences, hotels, and outdoor recreation areas, are avoided as much as possible. Include these routes in materials submitted to the Department of Building Inspection for approval prior to the issuance of building permits.				
	h. Designate a noise disturbance coordinator who will be responsible for responding to complaints about noise during construction. The telephone number of the noise disturbance coordinator shall be conspicuously posted at the construction site and shall be provided to the Department of Building Inspection. Copies of the construction schedule shall also be posted at nearby noise-sensitive areas.				
	<i>NO-1.2 Pile Driving Noise and Vibration Effects on Structures.</i> To mitigate potential pile driving or other extreme noise-generating impacts, a set of site-specific noise attenuation measures shall be completed under the supervision of a qualified acoustical consultant. This plan shall be submitted for review and approval by the Department of Building Inspection to ensure that feasible noise attenuation is achieved to satisfy the City's standards contained in Section 17.120.050 of the		LTS	City Building Services Department	Prior to any pile driving or other extreme noise generating activities on the site.

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	<p>Planning Code. These attenuation measures shall include as many of the following control strategies as feasible and shall be implemented prior to any required pile driving activities:</p> <ul style="list-style-type: none"> <li>a. Implement “quiet” pile driving technology (e.g., vibratory pile driving or pre-drilled pile holes), where feasible, in consideration of geotechnical and structural requirements and conditions;</li> <li>b. Erect temporary plywood noise barriers around the entire construction site;</li> <li>c. Adjust the scheduling and duration of pile driving;</li> <li>d. Utilize noise control blankets on the building structures as the building is erected to reduce noise emissions from the site;</li> <li>e. Evaluate the feasibility of noise control at the receivers by temporarily improving the noise reduction capability of adjacent buildings; and</li> <li>f. Monitor the effectiveness of noise attenuation measures by taking noise measurements during pile driving activities.</li> </ul>				
	<p><i>NO-1.3 Proper Noticing Procedures.</i> Prior to the issuance of each building permit, along with the submission of construction documents, the Project Sponsors shall submit to the City Building Department a list of measures to respond to and track complaints pertaining to construction noise. These measures shall include:</p> <ul style="list-style-type: none"> <li>a. A procedure for notifying the City Building Division staff and Oakland Police Department;</li> </ul>		LTS	City Building Services Department, Police Department	Prior to issuance of the first building permit in the respective Development Area.

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NO-2. The Project would introduce residential land uses in an area where noise levels would be "Conditionally Acceptable" for such uses. Existing regulations would ensure that these new uses would not substantially contribute to existing ambient noise levels. Consequently, changes in the acceptable noise levels for land use compatibilities would be less than significant. (LTS)	<ul style="list-style-type: none"> <li>b. A plan for posting signs on site pertaining to permitted construction days and hours, complaint procedures, and who to notify in the event of a problem;</li> <li>c. A listing of telephone numbers (during regular construction hours and off hours);</li> <li>d. The designation of an on-site construction complaint manager for the Project; and</li> <li>e. Notification of neighbors within 300 feet of the Project construction area at least 30 days in advance of pile-driving activities about the estimated duration of the activity.</li> </ul> <p>A preconstruction meeting to be held with the job inspectors and the general contractor/on-site project manager to confirm that noise mitigation and practices (including construction hours, neighborhood notification, and posted signs) are completed.</p>	None required.	LTS		
NO-3. Under all of the development scenarios for the Project, increased traffic noise levels due to implementation of the Project would not result in an increase in ambient noise levels of an amount greater than 5 dBA. (LTS)	None required.		LTS		
<b>Cumulative Noise Impacts</b>					
NO-4. The Project, in combination with related projects, could result in short-term cumulative	None required.		LTS		
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increases in noise and vibration levels due to construction; however, compliance with the controls imposed under the City's Noise Ordinance would reduce significant cumulative construction noise impacts to less than significant. (LTS)	None required.	LTS			
NO-5. Traffic generated from either the Maximum Residential Scenario or the Maximum Trips Scenario in combination with other related projects and background growth would not significantly contribute to cumulative noise impacts. (LTS)					

**Air Quality**

AQ-1. Construction activities for the Project could result in short-term increases in PM <sub>10</sub> emissions that could violate City and BAAQMD air quality standards. (PS)	<p><i>AQ-1.1 Construction Dust Control Measures.</i> The Project Sponsors shall require that the following practices be implemented by including them in the contractor construction documents:</p> <ol style="list-style-type: none"> <li>a. Water all active construction areas at least twice daily.</li> <li>b. Cover all trucks hauling soil, sand, and other loose materials or require all trucks to maintain at least two feet of freeboard.</li> <li>c. Pave, apply water three times daily, or apply non-toxic soil stabilizers on all unpaved access roads, parking areas, and</li> <li>d. Sweep daily (with water sweepers) all paved access roads, parking areas, and staging areas at the construction sites.</li> <li>e. Sweep public streets adjacent to construction sites daily (with water sweepers) if visible soil material is carried onto the streets.</li> <li>f. Hydroseed or apply non-toxic soil stabilizers to inactive construction areas</li> </ol>	LTS	City Building Services Department	Prior to issuance of the first demolition, grading or building permit in the respective Development Area.
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	(previously graded areas inactive for ten days or more). g. Enclose, cover, water twice daily, or apply non-toxic soil binders to exposed stockpiles (dirt, sand, etc.). h. Limit traffic speeds on unpaved roads to 15 miles per hour. i. Install sandbags or other erosion control measures to prevent silt runoff to public roadways. j. Replant vegetation in disturbed areas as soon as possible. k. Install wheel washers for all exiting trucks or wash off the tires or tracks of all trucks and equipment leaving the construction site. l. Install wind breaks at the windward sides of the construction areas. m. Suspend excavation and grading activities when wind (as instantaneous gusts) exceeds 25 miles per hour.				
AQ-2. The regional air emissions due to the Project would not violate any City or BAAQMD air quality standard or contribute substantially to an existing air quality problem. (LTS)	None required.		LTS		
AQ-3. The Project would not contribute to CO concentrations exceeding the State Ambient Air Quality Standard. (LTS)	None required.		LTS		
AQ-4. The Project would not create objectionable odors affecting a substantial number of people. Accordingly, the Project would have less than significant odor impacts. (LTS)	None required.		LTS		
AQ-5. The Project would not be a significant source of Toxic Air Contaminants. (NI)	None required.		NI		

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<b>Cumulative Air Quality Impacts</b>					
AQ-6. The Project would not conflict with the applicable air quality plan or result in a fundamental conflict with the General Plan, and, therefore, would not have cumulatively considerable air quality impacts. (LTS)	None required.		LTS		
<b>Cultural Resources</b>					
CR-1. Ground-disturbing activities have the potential to directly impact previously unknown archaeological resources, including human burials, or paleontological resources in the Project Area by disturbing both surface and subsurface soils. Such disturbance could result in the loss of integrity of cultural deposits. (PS)	<i>CR-1.1 Archaeological Monitoring.</i> The Project Sponsors shall retain a qualified archaeologist, upon any discovery of prehistoric remains or buried historic features. The archaeologist shall prepare a preliminary evaluation to assess the archaeological sensitivity of the specific site(s) under consideration and shall recommend actions to protect archaeological resources. If the archaeologist's evaluation indicates a more detailed site assessment is warranted, a testing program shall be initiated under the supervision of the qualified archaeologist. If, after testing, the archaeologist determines that the discovery is not significant as defined in CEQA, no further investigations or precautions are necessary to safeguard the find. The archaeologist shall prepare a final report to be sent to the responsible agency, the Oakland Landmarks Advisory Board, and the California Historical Resources Information System Northwest Information Center. If, however, after testing, the archaeologist determines that the discovery is significant as defined in CEQA, ground-disturbing activities in the immediate vicinity of the discovery shall remain suspended until an appropriate mitigation plan can be agreed upon by the archaeologist and the City and		LTS	City of Oakland Planning and Zoning Department and Building Services Department	During all construction activities.
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	<p>implemented by the Project Sponsors as discussed in Mitigation Measure CR-1.2.</p> <p><i>CR-1.2 Cultural Resources Management/Mitigation Plan.</i> If further investigations or precautions are necessary or appropriate, as determined by Mitigation Measure CR 1.1, the City of Oakland and the archaeologist shall jointly determine the additional procedures necessary to protect the resource and/or mitigate any significant impacts. Additional measures to be implemented by the Project Sponsors might include a redesign of the Project, data recovery excavations, or a program to monitor all site excavation, during which the archaeologist shall record observations in a permanent log. The archaeologist shall prepare a final report to be sent to the responsible agency, the Oakland Landmarks Advisory Board, and the California Historical Resources Information System Northwest Information Center.</p> <p><i>CR-1.3 Discovery of Human Remains.</i> Should any human remains be encountered, work in the vicinity shall halt and the County Coroner notified immediately. If the remains are determined to be Native American, the coroner shall contact the California Native American Heritage Commission (NAHC) pursuant to subdivision (c) of Section 7050.5 of the Health and Safety Code. The NAHC in Sacramento would identify a Most Likely Descendant (MLD) pursuant to subdivision (a) of Section 5097.98 of the Public Resources Code. The City of Oakland and the archaeologist shall consult with the MLD. The MLD may, with the permission of the owner of the land, or his or</p>		LTS	City of Oakland Planning and Zoning Department and Building Services Department	During all construction activities.
			LTS	City of Oakland with Alameda County Coroner	During all construction activities; immediately upon determination by qualified archaeologist of human remains discovery in the respective Development Area.

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ENVIRONMENTAL IMPACT (LEVEL OF SIGNIFICANCE BEFORE MITIGATION)	MITIGATION MEASURES	CONDITION OF APPROVAL NOS.	RESULTING LEVEL OF SIGNIFICANCE <sup>1</sup>	MONITORING RESPONSIBILITY <sup>2</sup>	MONITORING TIMEFRAME
CR-2. The Project would involve demolition of portions of the 16 <sup>th</sup> Street Train Station, a City landmark and a designated historic structure, which would be considered a significant impact. (S)	her authorized representative inspect the site of the discovery of the Native American remains and may recommend to the owner or the person responsible for the excavation work means for treating or disposing, with appropriate dignity, the human remains and any associated grave goods. The descendants shall complete their inspection and make their recommendations within 24 hours of their notification by the NAHC. The recommendation may include scientific removal and nondestructive analysis of human remains and items associated with Native American burials. Work may not commence until the coroner's approval has been received.		SU	National Park Service	Within 12 months of the effective date of the Wood Street Zoning District.
	<i>CR-2.1 HABS Recordation of the 16<sup>th</sup> Street Train Station.</i> The Project Sponsor of Development Areas Five, Six, and Nine shall, within 12 months of the effective date of the Wood Street Zoning District, record the 16 <sup>th</sup> Street Train Station and the Signal Tower in accordance with the procedures of the Historical American Building Survey (HABS). In accordance with the HABS recordation process, the Project Sponsor shall consult with the National Park Service (NPS) to determine the appropriate level of documentation, and all documentation shall be subject to review and approval by NPS with approval determined by compliance with HABS procedures				
	<i>CR-2.2 Salvage of Original Building Materials from Structures Proposed for Demolition.</i> The Project Sponsor of Development Areas Five, Six, and Nine shall, within 12 months of the effective date of the Wood Street Zoning District, submit a study to the City of Oakland detailing those portions of the Baggage Wing		SU	City Planning Director	Within 12 months of the effective date of the adoption of the conditions of approval pertaining to the

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	and Elevated Tracks that can be feasibly salvaged. The study shall include an assessment of the feasibility of salvaging terra-cotta cladding, windows, doors and hardware. The City's Planning Director may approve, disapprove, or modify the study to ensure its adequately identifies those parts that can be feasibly salvaged. Following City approval of the study, the Project Sponsor shall salvage parts as indicated in the approved study and shall make the salvaged materials available for reuse in rehabilitating the Main Hall or Signal Tower				parcels within Development Areas Five, Six and Nine.
	CR-2.3 <i>Stabilization of Main Hall and Signal Tower.</i> The Project Sponsor of Development Areas Five, Six, and Nine shall, within three months of the effective date of the Wood Street Zoning District, take measures designed to preclude further deterioration of the Main Hall and the Signal Tower from rain and to exclude trespassers. These measures must be approved by the City's Planning Director, who shall find them acceptable if they preclude deterioration or vandalism that would occur in the absence of these measures. These measures shall remain in place until the decision regarding reuse of the Main Hall is made. The facilities preserved and protected by this measure include the canopy at the Wood Street entrance to the Main Hall.		SU	City Planning Director	Within three months of the effective date of the adoption of the conditions of approval pertaining to the parcels within Development Areas Five, Six and Nine.
	CR-2.4 <i>Restriction on Alteration of the Main Hall and the Signal Tower.</i> The property owner of property containing the Main Hall and the Signal Tower shall not make any alteration to the Main Hall that is not consistent with the preservation, rehabilitation, or reuse recommendations contained in the <i>OARB Area</i>		SU	City Planning and Zoning Department	Prior to demolition or renovation of any structures.

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	<p><i>Redevelopment Plan</i> (as amended); the <i>City of Oakland General Plan</i> (as amended); the Wood Street Zoning District; and Secretary of the Interior's Standards for the Treatment of Historic Buildings. Alterations shall be further restricted in accordance with any additional design standards, guidelines, or recommendations when the development plan, adopted pursuant to Mitigation Measure CR-2.5, becomes effective.</p> <p>CR-2.5 <i>Application for Redevelopment Agency Funding Approval for Train Station Preservation, Rehabilitation, and Stabilization.</i> Consistent with the <i>OARB Area Redevelopment Plan</i> goals as set out in Section 100, the property owner of the property containing the Main Hall shall submit an application to the Agency requesting that the Agency make available tax increment funds provided for in Section 502 of the <i>OARB Area Redevelopment Plan</i> for the preservation, rehabilitation, and stabilization of the Main Hall. In connection with such application, the property owner shall submit the following materials and information to the Agency:</p> <ul style="list-style-type: none"> <li>a. a finance plan demonstrating the prudent use of tax increment funds in restoring, preserving, and reusing the Main Hall, including a commitment by the property owner to maximize the leverage of the tax increment funds by seeking additional public funding, tax credits, private financing, and/or private philanthropic grants;</li> <li>b. a management plan demonstrating</li> </ul>		SU	Redevelopment Agency, City Planning Director	Prior to issuance of the first building permit in the respective Development Area.

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	<p>exemplary and continued stewardship of the Main Hall, with recognition of its cultural and historical importance to the City of Oakland and which is accountable to the goals and policies of the <i>OARB Area Redevelopment Plan</i> and the <i>City of Oakland General Plan</i>;</p> <p>c. a community participation plan providing for input by Oakland community members in decisions concerning the Main Hall's preservation and reuse; and</p> <p>d. a development plan demonstrating that the proposed renovation and reuse of the Main Hall is consistent with the design standards, policies, and goals of the <i>OARB Area Redevelopment Plan</i> (as amended); the <i>City of Oakland General Plan</i> (as amended); and the Wood Street Zoning District; as well as with any other design criteria that the Agency determines is appropriate to meet said goals and policies.</p>				
	<p>CR-2.6 <i>Facilitate Rehabilitation and Reuse of Main Hall, Platform and Signal Tower.</i> Upon determination by the OARB Redevelopment Agency of sufficient funding (through Redevelopment Agency approval of the use of sufficient tax increment funding, realization of that funding, and realization of any additional funding referenced in Mitigation Measure CR-2.5 above, all as determined by the Redevelopment Agency), the Project Sponsor of Development Area Five shall use such funding to rehabilitate the facilities depicted for retention</p>		SU	Redevelopment Agency, City Planning Director	Within six months of the effective date of the adoption of the conditions of approval pertaining to the parcel within Development Area Five.

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	<p>in Figure 2-4 of the Draft EIR, in accordance with the Secretary of the Interior's Standards for the Treatment of Historic Buildings, and in conformance with the General Standards referenced in the Dreyfuss report, page 5.<sup>4</sup> This rehabilitation shall include using salvaged materials to the extent feasible, and seismically strengthening and rehabilitating the exterior of the Main Hall, including the portions of the platform that are to be preserved. No additions to the structures would be permitted except as specified in the Dreyfuss report, page 5.<sup>5</sup> Plaques shall be installed on the exterior façade of the station and the Signal Tower that identify their historic uses and include additional historical information. A display shall be created on the interior of the Station using historic photos and documents to give a more complete history of the Station and the Signal Tower.</p>				
	<p>CR-2.7 <i>Reuse of the Main Hall.</i> The reuse of the Main Hall shall incorporate exhibit space commemorating the site's cultural history and its function as the end of the trans-continental railroad and the gateway arrival point in the West. The exhibit space could also serve as a</p>		SU	Redevelopment Agency, City Planning Director	Prior to issuance of the first certificate of building occupancy in the respective

<sup>4</sup> These are: (1) Any renovation, modification or addition to the 16th Street Station shall conform with the standards set forth in the Planning Code "Special regulations of designated landmarks." (2) Any reuse of the 16th Street Station shall include stabilization and repair of exterior materials to improve the exterior appearance and to ensure a water tight building envelope. (3) For the purpose of the standards, the primary portion of the station is defined as the General Waiting Room and the symmetrical wings to the north and south. A water tight building envelope refers to measures designed to preclude rain from entering the building. The General Waiting Room and symmetrical wings to the north and south comprise the Main Hall as that term is used in this EIR.

<sup>5</sup> The standards for additions are: 1(a). No addition to the existing train station shall exceed a total building footprint greater than 20 percent of the existing structure to be retained. 1(b). No addition to the existing train station shall exceed the height of the north or south wings that flank the General Waiting Room (approximately 25 feet in height). 1(c). No addition shall be made to either the primary façade facing the 16th Street Plaza or the southern façade, facing the 14th Street non-development area. 2. No additions are permitted to the Signal Tower.

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	venue for private and public events, facilitating greater exposure of persons to the historical significance of the Station. Oral histories shall be recorded and made available to the extent feasible. The building would not be subjected to extensive night lighting. Reuse shall proceed according to the finance, management, community participation, and development plans submitted pursuant to Mitigation Measure CR-2.5, as approved by the Redevelopment Agency, as well as any other design criteria that the City Planning Director determines is appropriate to meet the City's goals and policies.				Development Area; upon approval of funding by the Redevelopment Agency as specified in CR-2.5.
	CR-2.8 <i>Enhancement of the Train Station Setting.</i> The Project Sponsor of Development Area Nine shall construct and landscape the plaza area to provide an enhanced visual setting for the Main Hall, to provide a visual focus and view corridor, to increase public accessibility to the 16 <sup>th</sup> Street Train Station, and to create a feature that recalls the historic use of the Station. All these improvements shall be completed with private financing by the Project Sponsor; no public funds would be requested with respect to the Plaza.		SU	Project Sponsor	Prior to issuance of certificate of building occupancy of the restored Main Hall or issuance of a certificate of occupancy for the 600th residential dwelling within the Project Area, whichever occurs first.
CR-3. The Project would adversely affect the historical setting and views of the historic 16 <sup>th</sup> Street Train Station and the 16 <sup>th</sup> Street Signal Tower. (S)	No mitigation is available to reduce the impact on the views of the 16 <sup>th</sup> Street Train Station and Signal Tower, the physical relationship between the two, and the loss of Bea's Hotel. Thus, this impact would remain significant and unavoidable.		SU		
CR-4. The Project would not adversely affect the historical setting and views of other historic	None required.		LTS		

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resources in the vicinity of the Project Area. (LTS)					
<b>Cumulative Cultural Impact</b>					
CR-5. The Project, in combination with other related development and background growth, would not result in a significant cumulative loss of the City's historic fabric. (LTS)	None required.		LTS		

#### Hazardous Materials

HM-1. Project-related demolition or renovation could disturb hazardous materials in existing building components and thereby could cause adverse health or safety effects. (PS)	<i>HM-1.1 Pre-Construction Hazardous Materials Surveys and Management of Hazardous Materials Properly if Identified.</i> Prior to demolition or renovation of any structures, the Project Sponsor of Development Areas Two, Four, Five, and Six shall retain a qualified environmental specialist (e.g., a certified consultant or lead inspector/assessor or similarly qualified individual) to inspect existing buildings subject to demolition or renovation for the presence of as yet unidentified asbestos, PCBs, mercury, lead, or other hazardous materials. If after inspection and analytical testing, hazardous building materials are found at levels that require special handling (e.g., special packaging prior to transport, separation from other non-hazardous solid waste, keeping material damp with water, etc.), the Project Sponsors and their contractors shall manage these materials as required by law and according to federal and state regulations and guidelines, including those of DTSC, RWQCB, BAAQMD, Cal/OSHA, and any other agency with jurisdiction over these hazardous materials. The Project Sponsors shall obtain permits for demolition and show proof that the building materials have been tested and/or removed by a certified environmental professional.		LTS (other agency)	City Building Services Department	Prior to issuance of the first demolition permit in the respective Development Area and on-going during demolition.
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HM-2. Site grading and landscaping, excavation, and construction of proposed building foundations, utility trenches, and roadwork for the Project could expose construction personnel and the public to existing contaminated soil and/or groundwater if approved remediation cleanup levels have not been achieved. (PS)	<p><i>HM-2.1 Site Health and Safety Plan.</i> Because historic uses at the Project Area have led to soil and groundwater contamination, the Project Sponsor and its contractors shall comply with the <i>Occupational Safety and Health Guidance Manual for Hazardous Waste Site Activities</i> regulatory requirements for hazardous materials/waste health and safety plans. The site health and safety plan shall establish policies and procedures to protect workers and the public from potential hazards posed by residual contamination in the development area. The plan shall identify contaminants, potential hazards, material handling procedures, dust suppression measures, personal protection clothing and devices, access controls to the site, health and safety training requirements, monitoring equipment used during construction to verify health and safety of workers and the public, measures to protect public health and safety, and emergency response procedures. If petroleum hydrocarbons or VOCs are present in the soil and/or groundwater proposed for the use of backfill or disposal, the handling and disposal of the contaminated soil and groundwater shall be in accordance with applicable local and federal hazardous materials regulations.</p> <p><i>HM-2.2 Compliance with Soil Remediation Standards.</i> Since the RWQCB has already approved the soil remediation standards, the Project Sponsor and its contractors shall be responsible for ensuring that potentially exposed soils containing concentrations exceeding TTLCs and soils above the proposed remediation standards shall be removed or treated on site prior to development. The soil remediation standards are included in a May 18,</p>	LTS	LTS	City Building Services Department, Public Works Agency	Prior to issuance of the first grading or building permit in the respective Development Area and during all construction activities affecting soil and groundwater if petroleum hydrocarbons or VOCs are present.
			LTS (other agency)	RWQCB, City Planning and Zoning Department	Prior to issuance of the first building permit in the respective Development Area.

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		2004, letter from Geomatrix to the RWQCB. Successful completion of remediation activities cannot be confirmed until closure reports have been submitted to and approved by RWQCB that the development areas have been satisfactorily remediated.			
HM-3. Routine use or accidental release of hazardous materials during operations of the Project could expose people or the environment to these materials. However, management of hazardous materials shall comply with applicable laws so that the impact from accidental releases is considered less than significant. (LTS)	None required.		LTS		
<b>Cumulative Hazardous Materials Impacts</b>					
HM-4. The Project, in combination with other related projects and background growth, would not significantly contribute to cumulative impacts associated with hazardous materials use, generation, disposal, transport, or clean-up. (LTS)	None required.		LTS		
<b>Soils, Geology, and Seismicity</b>					
GE-1. Buildings and infrastructure associated with implementation of the Project could be subject to potentially damaging, seismically induced groundshaking during the life of the Project, but compliance with seismic standards would reduce impacts to a less-than-significant level. (LTS)	None required.		LTS		
GE-2. The Project would be subject to RWQCB requirements that regulate erosion. Conformance with these standards would ensure that erosion would not be a substantial hazard in the Project Area. (LTS)	None required.		LTS		
GE-3. Buildings and infrastructure associated with implementation of the Project would be	None required.		LTS		
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subject to hazards from development on weak and potentially expansive soils and undocumented fill, but compliance with existing building codes would reduce these hazards to less than significant. (LTS)					
<b>Cumulative Soils, Geology and Seismicity Impact</b>					
GE-4. The Project, in combination with other related projects and background growth, would not significantly contribute to cumulative impacts associated with erosion, seismic groundshaking, or unstable soils. (LTS)	None required.		LTS		
<b>Hydrology and Water Quality</b>					
HY-1. The Project would not substantially deplete groundwater supplies or interfere substantially with groundwater recharge such that there would be a net deficit in aquifer volume or a lowering of the groundwater table. (LTS)	None required.		LTS		
HY-2. Implementation of the Project would involve construction activities that could increase amounts of silt and sediment and degrade receiving water quality, resulting in a significant impact. However, compliance with state and federal regulations would reduce potential construction-period water quality impacts to less than significant. (LTS)	None required.		LTS		
HY-3. Implementation of the Project would involve the development of impervious surfaces and urban uses. Stormwater runoff from these uses would contain silt, sediment, and other pollutants that could degrade receiving water quality. However, existing regulations would require the Project Sponsors to prepare a SWPPP for each development area and implement BMPs to control stormwater runoff. Therefore, water quality	None required.		LTS		
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impacts from long-term operations of each individual development area would be less than significant. (LTS)					
HY-4. The Project would increase impervious surface in the Project Area, which could increase surface runoff. However, the Project would comply with the City's flood protection regulations, which require that the Project Sponsors ensure that stormwater collection and drainage systems could accommodate runoff from the developed site. Therefore, the Project would not create or contribute runoff that would exceed the capacity of existing or planned stormwater drainage systems, and the impact of each development area would be considered less than significant. (LTS)	None required.		LTS		
HY-5. Construction of the Project would not place people and structures in an area that is prone to seiche, tsunami, or mudflow. (NI)	None required.		NI		
<b>Cumulative Hydrology and Water Quality Impact</b>					
HY-6. The Project, in combination with other related projects and background growth, would not significantly contribute to cumulative impacts associated with groundwater recharge or groundwater quality; surface water quantity (stormwater), flooding, or other water-related hazards; or surface water quality. (LTS)	None required.		LTS		

**Biological Resources**

BR-1. Removal of protected trees within the Project Area would be in compliance with the City of Oakland Tree Preservation and Protection Ordinance. Therefore, all potential impacts to trees within the Project Area would be considered less

None required.

LTS

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than significant. (LTS)					
BR-2. Demolition of structures and removal of vegetation from within the Project Area could result in destruction of bird nests. (PS)	<i>BR-2.1 Preconstruction Surveys and Protection Measures for Nesting Birds.</i> If vegetation is removed outside the nesting season (typically February 1 to August 31), there would be no effect on nesting birds and the following surveys would not be required. Construction activities shall, therefore, be timed to avoid vegetation removal or demolition during the nesting season. If this cannot be accomplished, then a qualified biologist shall conduct preconstruction nesting surveys no more than one week prior to vegetation or building removal to determine if nesting birds are present. If nesting birds are present, an appropriate buffer zone shall be developed by the biologist and construction activities shall be suspended in this zone until future surveys indicate that the chicks have fully fledged (left the nest). Completion of preconstruction surveys and avoidance of bird nests would result in no impacts to nesting birds. Survey results shall be valid for a period of 21 days from the date of the survey. Should vegetation or building removal fail to be conducted within this time frame, a second survey shall be undertaken.		LTS	City of Oakland Building Services Department and Planning and Zoning Department	Prior to issuance of the first demolition permit in the respective Development Area; survey prior to construction no more than one week prior to vegetation removal; if present, repeat surveys until birds have fledged and repeat every 21 days from the date of the first survey; resurvey if construction schedule changes.
<b>Cumulative Biological Resources Impact</b>					
BR-3. The Project, in combination with other related projects and background growth, would not significantly contribute to cumulative impacts associated with biological resources. (LTS)	None required.		LTS		

**Population, Employment, and Housing**

PH-1. The Project would increase population in the population study area, but the projected growth

None required.

LTS

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would not result in direct or indirect effects such that additional infrastructure is required. (LTS)					
PH-2. The Project and the associated change in land use from commercial/industrial to residential mixed-use would increase the amount of land designated for residential development in Oakland and would not displace any residents or housing units. (NI)	None required.		NI		
<b>Cumulative Population, Employment, and Housing Impact</b>					
PH-3. The Project proposes additional housing that would increase the amount of land designated for residential development in Oakland, but would not displace any residents or housing units or contribute to a cumulatively considerable effect on population and housing in Oakland. (LTS)	None required.		LTS		
<b>Utilities</b>					
UT-1. The Project would not exceed the wastewater treatment requirements of the applicable Regional Water Quality Control Board. (LTS)	None required.		LTS		
UT-2. The Project would require the construction of new stormwater drainage facilities within the Project Area. However, the existing drainage pattern would not be altered, extensions of storm drains would connect to existing drains, and construction-related mitigation measures would be imposed. Therefore, impacts would be considered less than significant. (LTS)	None required.		LTS		
UT-3. EBMUD would have sufficient water supplies available to serve the Project from existing entitlements and resources. (LTS)	None required.		LTS		
UT-4. The Project would increase sewer flows to	None required.		LTS		
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EBMUD facilities, but would not require the construction of new wastewater treatment facilities or expansion of existing facilities. (LTS)					
UT-5. The Project would not result in solid waste disposal needs beyond the permitted capacity of the local landfill and would comply with federal, state, and local statutes and regulations related to solid waste. (LTS)	None required.		LTS		
UT-6. The Project would incrementally increase the demand for energy provided by PG&E. (LTS)	None required.		LTS		
<b>Cumulative Utilities Impact</b>					
UT-7. The Project, in combination with other related projects and background growth, would not significantly contribute to cumulative utilities impacts. (LTS)	None required.		LTS		
<b>Public Services</b>					
PS-1. Increases in employees and residents as well as increased building density in the Project Area would increase demand for fire and first responder emergency medical services; however, this would not trigger the need for new or expanded facilities. (LTS)	None required.		LTS		
PS-2. Increases in residential population as a result of the Project would increase demand for police services. However, implementation of the Project would not require new or altered police facilities in order to maintain acceptable service ratios. As a result, impacts to police services would be considered less than significant. (LTS)	None required.		LTS		
PS-3. Increase in residential population as a result of the Project would increase student enrollment in the Oakland Unified School District.	None required.		LTS		
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(LTS)					
PS-4. Development of the Project would increase the demand for library services; however, because the Project would not require any expansion or construction of new library facilities beyond those already planned, the Project's impacts would be less than significant. (LTS)	None required.		LTS		
PS-5. The Project would generate new residents in the Project Area, thereby increasing the demand for park and recreational facilities and other open space. However, this increase in demand would be considered less than significant under CEQA. (LTS)	None required.		LTS		
<b>Cumulative Public Services Impact</b>					
PS-6. Increases in employees and residents as well as increased building density in the City would increase the cumulative demand for police protection, fire protection, and emergency response services and could result in the need for new or expanded facilities.	None required.		LTS		
PS-7. Increases in the residential population of the City would increase the cumulative student enrollment in the Oakland Unified School District and could result in the need for new or expanded facilities.	None required.		LTS		
PS-8. Increases in employees and residents in the City would increase the cumulative demand for library services; however, the City is preparing a Master Facilities Plan to address long-term community needs. Consequently, cumulative library impacts are considered less than significant.	None required.		LTS		
PS-9. Increases in the residential population of the City would increase the cumulative demand for	None required.		LTS		

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park and recreational facilities or other open space areas and could result in the need for new or expanded facilities.					

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# DRAFT

## STAFF RECOMMENDATIONS CITY COUNCIL PUBLIC HEARING -MAY 3, 2005

*AS AMENDED BY THE PLANNING COMMISSION ON 3/16/05  
PLUS ADDITIONAL CHANGES PROPOSED BY STAFF ON 4/21/05*

### EXHIBIT C

#### CONDITIONS OF APPROVAL

**PROJECT SPONSORS: BUILD WEST OAKLAND, LLC; PCL ASSOCIATES LLC;  
HFH CENTRAL STATION VILLAGE, LLC; CENTRAL STATION LAND, LLC**

**PROJECT: WOOD STREET ZONING DISTRICT**

**VESTING TENTATIVE PARCEL MAP NO. \_\_\_\_\_**

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#### **General Notes and Definitions:**

- Many conditions reference operation and construction details that are not required to be completed before a final map is approved, but are to be completed in accordance with the schedule set forth in the Mitigation Monitoring and Reporting Program for the Wood Street Project.
- These Conditions of Approval are general and not all of them apply to each of the five vesting tentative parcel maps. These conditions will be later separated based on their applicability to each respective vesting tentative parcel map.
- “Project Sponsor” is defined as the owner(s) of the parcels represented on the particular final parcel map for the Wood Street Project.
- Unless noted otherwise, the phrase “prior to the issuance of a [or any] building [or demolition or grading] permit” refers to the first permit issued for work on a particular parcel represented on one of the five vesting parcel maps. The requirement that a condition occur prior to the issuance of any permit means that such condition must be satisfied as with regard to all parcels within the applicable final parcel map, not all parcels that constitute the Wood Street Project.

**NOTE:** This document contains all the conditions applicable to all Vesting Tentative Parcel Maps (“VTPMs”). Staff is directed to break out the conditions applicable to each VTPM, and attach only the conditions relevant to the VTPM at issue as Exhibit C to the document approving that VTPM. Condition numbers should be kept static. This means that some condition numbers will not be used for some VTPMs, and staff should indicate when a condition number is intentionally left blank.

**1. Applicable Zoning District Regulations.**

Development shall comply with each of the provisions of the Wood Street Zoning District Standards, Guidelines and Regulations dated 2005, and adopted by the City Council on May 3, 2005.

**BICYCLE PARKING**

**2. Bicycle Parking.**

*Prior to the issuance of the first building permit.*

The Project Sponsor shall submit final design plans for review and approval of the Planning and Zoning Division that show bicycle storage and parking facilities to accommodate long-term bicycle parking spaces consistent with the City of Oakland Bicycle Master Plan (July 1999). The plans for each parcel shall show the design and location of bicycle racks within secure bicycle storage areas. The Project Sponsor shall pay for the cost and installation of any bicycle racks in the public right of way and shall be in compliance with City standards. [WS MM TR-5.1]

**BIOLOGICAL RESOURCES**

**3. Preconstruction Surveys and Protection Measures for Nesting Birds.**

*Prior to issuance of first demolition permit; survey prior to construction no more than one week prior to vegetation removal; if present, repeat surveys until birds have fledged and repeat every 21 days from the date of the first survey; resurvey if construction schedule changes.*

Construction activities shall be timed to avoid vegetation removal or demolition during the nesting season (typically February 1 to August 31), where possible. If this cannot be accomplished, then a qualified biologist shall conduct preconstruction nesting surveys no more than one week prior to vegetation or building removal to determine if nesting birds are present. If nesting birds are present, an appropriate buffer zone shall be developed by the biologist and construction activities shall be suspended in this zone until future surveys indicate that the chicks have fully fledged (left the nest). Completion of preconstruction surveys and avoidance of bird nests would result in no impacts to nesting birds. Survey results shall be valid for a period of 21 days from the date of the survey. Should vegetation or building removal fail to be conducted within this time frame, a second survey shall be undertaken. [WS MM BR-2.1]



**BUILDING ADDRESS SIGNS****4. Building Address Signs.*****Prior to issuance of first certificate of occupancy.***

The Project Sponsor shall submit for review and approval of the Planning and Zoning Division, plans showing the design and location of the building address signs of each residential or commercial unit. All address signs shall be clearly posted, lighted and permanently maintained.

**BUILDING REQUIREMENTS****5. Sustainable Development Policies.*****Prior to issuance of any building permit and ongoing.***

The Project Sponsor shall include energy-conserving fixtures and designs, as required by Title 24 of the Uniform Building Code (UBC). [OARB MM 4.4-6]

**6. Solar Systems.*****Prior to issuance of any building permit.***

New active or passive solar systems within or adjacent to the Project Area shall be set back from the property line a minimum of 25 feet. Proposed solar systems shall be located in a manner that will not unduly restrict design of future development. Such conflicts, if any, shall be resolved in design review. If the proposed solar system cannot be designed to accommodate adjacent activities on future development, it shall be disallowed.

New building or landscaping shall not shade existing or proposed parks or open spaces in a manner that would make these public spaces substantially less useful or enjoyable to the public. The City may require specific building placement, tiered roofs, or other means of reducing shadow effects on public opens spaces to reduce shade to the maximum extent feasible. [OARB MM 4.11-3]

**7. Construction Adjacent to Parks/Open Space.*****Prior to issuance of any building permit.***

The Project Sponsor shall demonstrate through design review, to the satisfaction of the City, that the Project will not interfere with, or have a detrimental effect on the public using Raimondi Park. [OARB MM 4.11-6]

**CONSTRUCTION HOURS & ACTIVITIES****8. Grading Construction Hours.*****During all grading and construction activities.***

Grading and construction hours shall be limited to between 7:00 AM to 7:00 PM, Monday through Friday. Grading and construction activities shall be allowed on Saturdays or outside the hours of 7:00 a.m. to 7:00 p.m. only upon the written approval of the Planning Director. No grading or construction activity shall take place on Sundays or Federal or State holidays.

**9. Construction Phasing and Traffic Management Plan.**

*Prior to issuance of the first building permit (items a and b), and during construction (items c-p).*

The Project Sponsor and construction contractor shall meet with the Traffic Engineering and Parking Division of the Oakland Public Works Agency (PWA) and other appropriate City of Oakland agencies to determine traffic management strategies to reduce traffic congestion and the effects of parking demand, to the maximum feasible extent, by construction workers during construction of this project and other nearby projects that could be simultaneously under construction.

The Project Sponsor shall prepare and implement a construction phasing plan and traffic management plan that defines how traffic operations will be managed and maintained during each phase of construction. The plan shall be developed with the direct participation of the City of Oakland. AC Transit shall be given the opportunity to review and comment on the plan. In addition, the property owners of all businesses adjacent to the construction areas shall be consulted. To the maximum practical extent, the plan shall include at least the following: [WS MM TR-1.1]

- a. Provide a set of comprehensive traffic control measures, including scheduling of major truck trips and deliveries to avoid peak traffic hours, detour signs if required, lane closure procedures, signs, cones for drivers, and designated construction access routes.
- b. Provide detail regarding how access will be maintained to individual businesses where construction activities may interfere with ingress and egress. Any driveway closures shall take place during non-business hours. [WS MM TR-1.1]
- c. Specify predetermined haul routes from staging areas to construction sites and to disposal areas by agreement with the City prior to construction. The routes shall follow streets and highways that provide the safest route and have the least impact on traffic. [WS MM TR-1.1]
- d. Provide for parking management and spaces for all construction workers to ensure that construction workers do not park in on-street spaces.
- e. Provide notification procedures for adjacent property owners and public safety personnel regarding when major deliveries, detours, and lane closures will occur.
- f. Provide for accommodation of pedestrian flow.
- g. Locate construction staging areas.
- h. Provide for monitoring of surface streets used for haul routes so that any damage and debris attributable to haul trucks can be identified and corrected.
- i. Locate a temporary construction fence to contain debris and material and to secure the site.

- j. Provide for removal of trash generated by project construction activity.
- k. Provide dust control measures set forth in [Condition No. 15] [See WS MM AQ-1.1].
- l. Noise control measures as set forth in [Condition No. 17] [See WS MM NO-1.1].
- m. Require the contractor to provide information to the public during construction, using signs, press releases, and other media tools of traffic closures, detours or temporary displacement of left-turn lanes. [WS MM TR-1.1]
- n. Provide a process for responding to, and tracking, complaints pertaining to construction activity, including the identification of an on-site Project Manager.
- o. Provide a single phone number for the Project Manager that property owners and businesses can call for construction scheduling, phasing, and duration information, as well as for complaints. [WS MM TR-1.1]
- p. Identify construction activities that must take place during off-peak traffic hours or result in temporary road closures due to concerns regarding traffic safety or traffic congestion. Any road closures will be done at night under ordinary circumstances. If unforeseen circumstances require road closing during the day, the City of Oakland shall be consulted. [WS MM TR-1.1]

#### **10. Construction Site Project Manager.**

***Prior to issuance of first demolition, grading or building permit and during all construction activity.***

The Project Sponsor shall designate a Project Manager who shall be responsible for responding to any complaints from the neighborhood residents and businesses about excessive noise or construction issues during construction periods. The Project Manager's office and mobile telephone number and identification photograph shall be conspicuously posted at the construction site. The Project Manager shall determine the cause of any complaints and shall take prompt action to correct the problem consistent with these conditions. The Project Sponsor shall provide the Planning and Zoning Division with the name and telephone number of the Project Manager prior to the issuance of a grading permit.

#### **11. Neighbor Noticing of Access Obstructions.**

***During all construction activities.***

To the maximum extent feasible, construction vehicles, materials, and other equipment shall not block roads so that neighbors would be adversely affected from getting to and from their properties. The Project Sponsor shall ensure that immediately adjacent property owners are notified in writing no less than 48 hours before the occurrence of any major delivery or hauling which might cause detours or lane closures related to the project's construction activities.

#### **12. Encroachment Permit.**

***Prior to issuance of any grading or building permit in public right of way.***

The Project Sponsor shall obtain any encroachment permits, waiver of damages or other approvals required by the Building Services Division, prior to grading permit and building

permit issuance, for any privately constructed public improvements, or any permanent or temporary elements located in the public right of way, including fences, stairs, driveways, and/or retaining walls.

### **13. Site Maintenance.**

#### ***During all construction activities.***

The Project Sponsor shall ensure that debris and garbage is collected and removed from the site daily.

### **14. Approved Plans on Site.**

#### ***During all construction activities.***

At least one (1) copy of the above referenced approved construction phasing and traffic management plans and the Conditions of Approval for this project shall be available for review at the job site at all times.

### **15. Dust Control Measures.**

#### ***Prior to issuance of the first demolition, grading or building permit.***

Dust control measures shall be instituted and maintained during construction to minimize air quality impacts. The measures shall be included in the contractor construction documents and include the following:

- a. Water all active construction areas as necessary (at least twice daily) to control dust;
- b. Cover stockpiles of debris, soils or other material if blown by the wind;
- c. Sweep adjacent public rights of way and streets daily (with water sweepers) if visible soil material or debris is carried onto these areas.
- d. Cover all trucks hauling soil, sand, and other loose materials or require all trucks to maintain at least two feet of freeboard;
- e. Hydroseed or apply non-toxic soil stabilizers to inactive construction areas;
- f. Enclose, cover, water twice daily or apply non-toxic soil binders to exposed stockpiles (dirt, sand, etc.);
- g. Install sandbags or other erosion control measures to prevent silt runoff onto public roadways; and
- h. Replant vegetation in disturbed areas as quickly as possible.
- i. Pave, apply water three times daily, or apply non-toxic soil stabilizers on all unpaved access roads, parking areas, and staging areas at the construction sites.
- j. Sweep daily (with water sweepers) all paved access roads, parking areas, and staging areas at the construction sites.

- k. Install wheel washers for all exiting trucks or wash off the tires or tracks of all trucks and equipment leaving the construction site.
- l. Install wind breaks at the windward sides of the construction areas.
- m. Suspend excavation and grading activities when wind (as instantaneous gusts) exceeds 25 miles per hour.
- n. Limit traffic speeds on unpaved roads to 15 miles per hour.

[WS MM AQ-1.1]

#### **16. Construction-Related Water and Fire Service.**

##### ***Prior to issuance of grading or building permit.***

The Project Sponsor shall secure from the East Bay Municipal Utilities District verification of water service and fire hydrant flow prior to delivery or storage of combustible materials (e.g., lumber, plywood, etc.) on site and as required by the Fire Department.

#### **17. Construction-Related Noise Control.**

##### ***Prior to issuance of the first building permit; inspections during construction phase of Project.***

To reduce daytime noise impacts due to construction to the maximum feasible extent, the Project Sponsor shall develop a site-specific noise reduction program, subject to City review and approval. The following practices shall be incorporated into the construction documents to be implemented by the Project Sponsor's contractor, and these practices shall be provided to the Department of Building Inspection for approval prior to the issuance of building permits:

- i) Signs shall be posted at the construction site that include permitted construction days and hours, a day and evening contact number for the job site, and a day and evening contact number for the City and Project Manager in the event of complaints. Pile driving and/or other extreme noise generating activities greater than 90 dBA shall be limited to between 8:00 a.m. and 4:00 p.m. Monday through Friday, with no extreme noise generating activity permitted between 12:30 and 1:30 p.m. or on weekends and holidays.
- ii) Schedule construction activity that produces higher noise levels during less noise-sensitive hours (normally 8:00 a.m. to 4:00 p.m. on weekdays). Minimize noise-intrusive impacts during the most noise-sensitive hours by planning noisier operations during times of highest ambient noise levels (normally 8:00 a.m. to 4:00 p.m. on weekdays).
- iii) The Project Manager or his/her appointed on-site complaint and enforcement manager/noise disturbance coordinator (if different from the Project Manager) shall be designated and posted to respond to and track complaints about noise during construction. The office and mobile telephone number of the noise disturbance coordinator shall be conspicuously posted at the construction site and shall be provided to the Department of Building Inspection. Copies of the construction schedule shall also be posted at nearby noise-sensitive areas.

- iv) A preconstruction meeting shall be held with the job inspectors and the general contractor/on-site project manager to confirm that noise mitigation and-practices are completed prior to the issuance of a building permit (including construction hours, neighborhood notification, posted signs, etc.).
- v) Equipment and trucks used for project construction shall utilize the best available noise control techniques wherever feasible (e.g., improved mufflers, equipment redesign, use of intake silencers, ducts, engine enclosures, and acoustically attenuating shields or shrouds) in order to minimize construction noise impacts.
- vi) Impact tools and equipment (e.g., jack hammers, pavement breakers, and rock drills) used for project construction shall be hydraulically or electrically powered whenever possible to avoid noise associated with compressed-air exhaust from pneumatically powered tools. However, where use of pneumatic tools is unavoidable, an exhaust muffler or compressed air silencers shall be used on the compressed-air exhaust; 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, which could achieve a reduction of 5 dBA. Quieter procedures, such as drilling rather than use of impact equipment, shall be used whenever feasible.
- Compressed air exhaust silencers shall be used on other equipment.
- vii) Stationary noise sources shall be located as far from sensitive receptors as possible, and they shall be muffled and enclosed within temporary sheds, or insulation barriers or other measures shall be incorporated to the extent feasible. Such noise reduction measures include, but are not limited to, the following:
- Use shields, impervious fences, or other physical sound barriers to inhibit transmission of noise to sensitive receptors;
  - Locate stationary equipment to minimize noise impacts on the community; and
  - Minimize backing movements of equipment.
- viii) Prohibit unnecessary idling of internal combustion engines.
- ix) Select routes for movement of construction-related vehicles and equipment so that noise-sensitive areas, including residences, hotels, and outdoor recreation areas, are avoided as much as possible. Include these routes in materials submitted to the Department of Building Inspection for approval prior to the issuance of building permits.

[WS MM NO-1.1]

**18. Pile Driving - Noise Attenuation.*****Prior to any pile driving or other extreme noise generating activities on the site.***

As part of a noise reduction plan, a set of site-specific noise attenuation measures shall be completed under the supervision of a qualified acoustical consultant. This noise reduction plan shall be submitted for review and approval by the City Building Services Department to ensure that maximum feasible noise attenuation is achieved to satisfy the City's standards contained in Section 17.120.050 of the Planning Code. A third-party peer review, paid for by the Project Sponsor, shall be required to assist the City in evaluating the feasibility and effectiveness of the noise reduction plan submitted by the Project Sponsor. A special inspection deposit to pay for the City's reasonable costs of determining compliance with the noise reduction plan shall be paid by the Project Sponsor concurrent with submittal of the noise reduction plan. These attenuation measures shall include as many of the following control strategies as feasible and shall be implemented prior to any required pile-driving activities:

- i) Implement "quiet" pile-driving technology, where feasible, in consideration of geotechnical and structural requirements and conditions;
- ii) Erect temporary plywood noise barriers around the entire construction site;
- iii) Adjust the scheduling and duration of pile driving;
- iv) Utilize noise control blankets on the building structure as it is erected to reduce noise emission from the site;
- v) Evaluate the feasibility of noise control at the receivers by temporarily improving the noise reduction capability of adjacent buildings; and
- vi) Monitor the effectiveness of noise attenuation measures by taking noise measurements during pile driving activities. [WS MM NO-1.2]

**19. Pile Driving - Complaint Response.*****Prior to the issuance of the first building permit.***

Prior to the issuance of each building permit, along with the submission of construction documents, the Project Sponsor shall submit to the City Building Department a list of measures to respond to and track complaints pertaining to pile driving construction noise. These measures shall include:

- i) A procedure for notifying the City Building Division staff and Oakland Police Department;
- ii) A plan for posting signs on site pertaining to permitted construction days and hours, complaint procedures, and who to notify in the event of a problem;
- iii) A listing of telephone numbers (during regular construction hours and off hours);
- iv) Designation of an on-site construction complaint manager for the Project in accordance with Condition No. 10;

- v) Notification of neighbors within 300 feet of the Project construction area at least 30 days in advance of pile-driving activities about the estimated duration of the activity; and
- vi) A preconstruction meeting to be held with the job inspectors and the general contractor/on-site project manager to confirm that noise mitigation and practices (including construction hours, neighborhood notification, and posted signs) are completed. [WS MM NO-1.3]

## **20. Construction-related Waste Recycling.**

### ***During all construction activities.***

Concrete and asphalt removed during demolition/construction shall be crushed on-site or at a near-site location, and reused in redevelopment or recycled to the construction market in order to avoid disposal to landfill of this material. [OARB MM 4.9-8]

## **EMERGENCY PREPAREDNESS**

## **21. Emergency Preparedness and Evacuation Plan.**

### ***Prior to issuance of any building permits.***

The Project Sponsor shall submit for review and approval by the Planning and Zoning Division and any other relevant City departments, an Emergency Preparedness and Evacuation Plan for the proposed project.

## **22. Emergency Response Area Construction Activities.**

### ***During all construction activities.***

The Project Sponsor shall notify the Office of Emergency Services (OES) of its plans in advance of construction or remediation activities so that OES may plan emergency access and egress taking into consideration possible conflicts or interference during the construction phase. The Project Sponsor shall also notify OES once construction is complete. [OARB MM 4.9-3]

## **ENVIRONMENTAL REVIEW**

## **23. CEQA Compliance with Mitigation Monitoring and Reporting Program.**

### ***Ongoing.***

The Project Sponsor shall implement all the mitigation measures contained in the attached Mitigation Monitoring and Reporting Program (MMRP) to the extent such measures are its responsibility as set forth in the MMRP. The MMRP contains mitigation measures from the environmental impact report (EIR) approved pursuant to the California Environmental Quality Act (CEQA) for the project. The MMRP identifies the time frame and specific responsible party for implementation and monitoring for each mitigation measure. Overall monitoring and compliance with the mitigation measures will be the responsibility of the Planning and Zoning Division.



## **24. Recordation of Mitigation Monitoring and Reporting Program and Conditions of Approval.**

### ***Prior to issuance of first demolition, grading or building permit.***

The Project Sponsor shall execute and record with the Alameda County Recorder's Office a copy of the Mitigation Monitoring and Reporting Program and Conditions of Approval for the project, on a form approved by the Planning and Zoning Division. Proof of recordation shall be provided to the Planning and Zoning Division.

## **FAIR SHARE IMPROVEMENTS**

## **25. West Grand Avenue/Frontage Road Intersection.**

### ***Prior to issuance of the first certificate of building occupancy.***

~~Prior to provision by the City of Oakland of a reasonable formula, calculation or analytical approach for the allocation of "fair share" responsibility for contribution to improving the intersection of West Grant Avenue and front road estimated at \$1.596 million, the~~ The Project Sponsor shall fund, on a fair share basis, the following improvements at the intersection of West Grand Avenue/frontage road:

- Revise the northbound frontage road lanes to provide:
  - one left-turn lane
  - one combination left-through lane
  - one through lane
  - one right-turn lane with overlap signal phasing (green arrow)
- Revise the southbound I-80 East Ramp lanes to provide:
  - one left-turn lane
  - one combination left-through lane
  - one through lane
  - one right-turn lane with overlap signal phasing (green arrow)
- Revise the eastbound West Grand Avenue lanes to provide:
  - one left-turn lane
  - one through lane
  - one combination through-right lane
- Revise the westbound West Grand Avenue lanes to provide:
  - one left-turn lane
  - two through lanes
  - one right-turn lane

The estimated amount of the Project Sponsor's contribution is \$1.596 million. Final determination of the Project Sponsor's contribution shall be based on a reasonable formula of the expected growth in trip generation (on a per trip basis) from the OARB Redevelopment Area's Wood Street Sub-area, the City's Gateway Development Area, and the Port of Oakland.

including the proposed major retail center at the former Suburu site. This formula shall be devised at the sole and complete discretion of the City of Oakland, and final cost estimates shall include right-of-way costs and all project support costs including design and engineering, construction oversight, preparation of plans and specifications, and detailed project cost estimates.

~~Final cost estimates shall include right-of-way costs and all project support costs including design and engineering, construction oversight, preparation of plans and specifications and detail project cost estimates. [WS MM TR-9.1]~~

#### **26. West Grand Avenue/Mandela Parkway Intersection**

##### ***Prior to issuance of the first certificate of building occupancy.***

The Project Sponsor shall contribute its fair share of modifications at the West Grand Avenue/Mandela Parkway intersection estimated at \$180,000 (in combination with condition of approval #27, including design and engineering, construction oversight, preparation of plans and specifications and detailed project costs estimates.) The modifications at the intersection shall include providing protected left-turn signal phasing (left-turn green arrows) for the West Grand Avenue approaches to the intersection. [WS MM TR-9.2]

#### **27. 7<sup>th</sup> Street/Mandela Parkway Intersection.**

##### ***Prior to issuance of the first certificate of building occupancy.***

The Project Sponsor shall contribute its fair share of modifications at the 7<sup>th</sup> Street/Mandela Parkway intersection estimated at \$180,000 (in combination with condition of approval #26, including design and engineering, construction oversight, preparation of plans and specifications and detailed project costs estimates). The modifications at the intersection shall include adding a northbound lane on the 3<sup>rd</sup> Street extension to provide one left-turn lane, one combination through-right turn lane, and protected left-turn signal phasing (left-turn green arrows) for all four approaches to the intersection. [WS MM TR-9.3]

#### **28. West Grand Avenue/Maritime Street and 3<sup>rd</sup> Street/Market Street Intersections.**

##### ***Prior to issuance of the first certificate of building occupancy.***

As part of the cumulative growth of the OARB Area Redevelopment Plan, the Project Sponsor shall pay an amount equal to its fair share, estimated at \$180,000, as determined by the OARB Area Redevelopment Plan EIR, 2002, of future improvements at West Grand Avenue/Maritime Street and 3<sup>rd</sup> Street/Market Street intersections. [WS MM TR-9.4]

#### **29. BART Train Capacity.**

##### ***Prior to issuance of the first certificate of building occupancy.***

The Project Sponsor shall participate in efforts to ensure that adequate BART train capacity will be available for riders to and from the Project Area, and fund BART train capacity improvements on a fair share basis. [WS MM TR-12.1]

#### **30. West Oakland BART Station.**

##### ***Prior to issuance of the first certificate of building occupancy.***

The Project Sponsors of Parcel \_\_\_ of Vesting Tentative Parcel Map 855\_ shall participate in efforts to provide adequate fare gate capacity at the West Oakland BART Station to accommodate the Project. The City and the Project Sponsors shall provide detailed information

regarding development to BART to enable BART to conduct a comprehensive fare gate capacity assessment at the West Oakland BART Station. Based on the results of that assessment, the Project Sponsors shall fund their fair share for adding one or more new fare gates at the West Oakland BART Station. *[This condition will be attached to the subdivision maps for Parcels 1, 2, 3, and 4 of VTPM 8551, Parcels 1 and 2 for VTPM 8552, Parcels 1, 2, and 3 for VTPM 8553, Parcel 3 of VTPM 8554, and Parcels 1 and 2 of VTPM 8555 only.]* [WS MM TR-8.1].

### **31. Cul-de-Sac or other Turn-Arounds.**

#### ***Prior to approval of Final Development Plan and specifications.***

The Project Sponsors of Parcel ~~\_\_\_~~ of Vesting Tentative Parcel Map ~~855~~ shall incorporate the design of a cul-de-sac or other appropriate turn-around at the end of 11<sup>th</sup> Street and at the end of the 18<sup>th</sup> and 20<sup>th</sup> Street extensions and construct these extensions in compliance with City of Oakland Design Standards. Appropriate turn-around designs would allow vehicles to return along 11<sup>th</sup> Street and enter Wood Street in a front-end-first manner. *[This condition will be attached to the subdivision maps for Parcels 1 and 2 of VTPM 8552, Parcel 3 of VTPM 8554, and Parcels 1 and 2 of VTPM 8555 only.]* [WS MM TR-4.1]

### **32. Underground Utilities.**

#### ***Prior to issuance of a building permit.***

The Project Sponsor shall submit plans for review and approval of the Planning and Zoning Division, Building Services Division and the Public Works Agency, and other relevant agencies as appropriate. The plans shall show all new electric and telephone facilities; fire alarm conduits; street light wiring; other wiring, conduits, and similar facilities placed underground by the developer from the Project Sponsor's structures to the point of service; and all electric and telephone facilities installed in accordance with standard specifications of the serving utilities.

### **33. Maintenance of Land Dedicated to Public.**

#### ***Prior to recordation of the Final Map.***

The Project Sponsor shall enter into a Maintenance Agreement ~~reced a covenant~~, in a form acceptable ~~satisfactory~~ to the City Attorney, which shall be made binding on all successors and assigns and which obligates the owner(s) of each parcel included in the parcel map to pay, on a fair share basis, for the City's reasonable costs of maintaining the public access areas (also referred to as pocket parks), that are located between the terminus of 14th, 16th, 18th and 20th Streets and frontage road to be offered for dedication to the City. As used herein, "fair share" means dividing the number of residential units owned by the number of residential units built within Parcels 1, 2, 3 and 4 of VTPM 8551, Parcels 1 and 2 of VTPM 8552, Parcels 1, 2 and 3 of VTPM 8553, Parcel 3 of VTPM 8554, and Parcels 1 and 2 of VTPM 8555. Concurrently with the execution of the Maintenance Agreement, the Project Sponsor shall submit security in a form acceptable to the City Attorney (e.g., set-aside letter of credit) securing this obligation for a period of five years. Although the obligation is secured for five years only, the Maintenance Agreement will require an annual payment of the fair share amount for the life of the project. This covenant shall expire as to any streets or parks that are modified to meet City standards, as determined by the Planning Director. *[This condition will be attached to the subdivision maps for Parcels 1, 2, 3 and 4 of VTPM 8551, Parcels 1 and 2 of VTPM 8552, Parcels 1, 2 and 3 of VTPM 8553, Parcel 3 of VTPM 8554, and Parcels 1 and 2 of VTPM 8555.]*

**GRADING, GEOTECHNICAL, EROSION CONTROL, STORMWATER & DRAINAGE****34. Grading, Erosion and Drainage Plan.*****Prior to issuance of grading permit and during all construction activities.***

To the extent any grading is necessary, the Project Sponsor shall submit for review and approval by the Building Services Division a Site Grading and Drainage plan in conformance with City standards and "Best Management Practices" (BMP) for use during construction. The plan shall indicate the methods, means, and design to conduct site run-off, attenuate storm drainage flow, and minimize sedimentation and erosion during and after construction activity (utilizing a combination of permeable surfaces, subsurface-drainage, silt debris barriers, drainage retention systems, and/or filtration swale landscaping). All graded slopes or disturbed areas shall be temporarily protected from erosion by implementing seeding, mulching and/or erosion control blankets/mats until permanent erosion control measures are in place. No grading shall occur without a valid grading permit issued by the Building Services Division or within the period of October 15 through April 15 unless specifically authorized in writing by the Building Services Division. Site design, source control and post construction treatment measures shall comply with requirements of the Alameda Countywide Clean Water Program, C.3 Stormwater Handbook, February 2005.

**35. Stormwater Pollution Prevention Plan.*****Prior to issuance of grading permit and during all construction activities.***

Prior to ground-disturbing activities, the Project Sponsor shall develop and implement a site-specific Stormwater Pollution Prevention Plan (SWPPP) acceptable to the Regional Water Quality Control Board (RWQCB), Region 2, and the City that includes erosion and sediment control measures.

The contractor shall submit the SWPPP to the City for review, and shall keep a copy of the SWPPP at the construction site. While erosion control measures included in the plan will be site-specific, they must be effective at prevention of accelerated erosion by the following: minimizing the length of time soils are exposed; reducing total area of exposed soil during the rainy season; protecting critical areas (the Bay); and monitoring before and after each rain storm to assess control measure effectiveness. SWPPP erosion control measures may include, and are not limited to, the following:

- Schedule grading, and activities related to grading (excavation, construction, preparation and use of equipment and material storage) to occur during dry season (April through September)
- Avoid run-on (divert run-off from up-slope sites so it does not enter construction zone)
- Discharge grading and construction runoff into small drainages at frequent intervals to avoid the buildup of large, potentially erosive flows
- Stabilize disturbed areas as quickly as possible, either by vegetative or mechanical methods

- Trap sediment before it leaves the site with such techniques as check dams, sediment ponds, or siltation fences
- Control landscaping activities carefully with regard to the application of fertilizers, herbicides, pesticides or other hazardous substances. Provide proper instruction to all landscaping personnel on the construction team.
- Preserve existing vegetation
- Seed and mulch, or hydromulch
- Control dust
- Use blankets, geotextiles, and fiber rolls
- Install tire washers at exits.

All construction activities shall be undertaken in accordance with requirements of the National Pollutant Discharge Elimination System (NPDES) General Permit for Stormwater Discharges Associated with Construction Activity (General Permit). The General Permit requires that all dischargers develop and implement a SWPPP that specifies BMPs that would prevent construction pollutants from contacting stormwater with the intent of keeping products of erosion from moving off site into receiving waters.

Additional SWPPP sediment control measures may include, and are not limited to, the following:

- Stabilize the construction entrance;
- Silt fencing;
- Temporary straw bale dike;
- Sand/gravel bag;
- Brush/rock filter;
- Inlet protection;
- Catch basin inlet filter; and
- Sediment basin or trap.

SWPPP pollution control measures generally are “good housekeeping” BMPs, and may include, and are not limited to, establishing practices and protocols for the following:

- Solid and demolition waste management;
- Hazardous materials and waste management;
- Spill prevention and control;

- Vehicle and equipment maintenance;
- Covered materials storage;
- Handling and disposal of concrete/cement;
- Pavement construction management;
- Contaminated soil and water management; and
- Sanitary/septic waste management.

An erosion control professional is required to be on site to supervise the implementation of the designs and maintenance of facilities throughout the site clearing, grading and construction period. [OARB MM 4.13-3, OARB MM 4.15-3, with language from Wood Street DEIR page 3.10-10]

### **36. Outside Agency Permits.**

#### ***Prior to issuance of any building permits.***

The Project Sponsor shall comply with all permit conditions from the RWQCB and -- for Parcel 3 on VTSM No. 8554 and Parcels 1 and 2 on VTSM No. 8555 only -- BCDC. The Project Sponsor shall demonstrate to the satisfaction of the City that Project Sponsor has required and shall enforce compliance through contract specifications on all construction contractors and any other entities whose work is affected by these permit conditions. [OARB MM 4.15-2]

### **37. Shallow Groundwater.**

#### ***Prior to issuance of grading permit and during all construction activities.***

The SWPPP shall include protocols for determining the quality and disposition of construction water which includes shallow groundwater encountered during construction/remediation; depending on the results of the testing, contaminated water shall be disposed of via standards of the applicable regulatory agency (RWQCB, DTSC, or EBMUD), as appropriate, in addition, the Project Sponsor shall comply with the requirements of the National Pollutant Discharge Elimination System (NPDES) Permit Nos. CAG912002 and CAG912003 if appropriate.

The Project Sponsor's SWPPP shall include a RWQCB-acceptable protocol and BMPs for handling construction water. The SWPPP shall include methods for visual inspection, triggers for laboratory testing, and appropriate use/disposal of the water. If NPDES Permit Nos. CAG912002 and CAG912003 are relevant to the site, a notice of intent (NOI) must be filed, and the related Self-Monitoring Plan must be complied with. [OARB MM 4.15-4]

### **38. Grading Activity Status Reports and Map.**

#### ***Prior to issuance of grading permit and during all grading activities.***

The project engineer shall file status reports to be followed by a final grading completion report, along with a geologic mapping of all cut-and-fill pads and slopes within the graded area, as a condition of the project grading permit. Locations of subdrains and clean-outs shall be shown on the approved grading map. The Project Sponsor shall ensure periodic monitoring of project grading activities by a geotechnical engineer.

**39. Storm Drainage Compliance.*****Prior to issuance of a grading permit and during all construction activities.***

The Project Sponsor shall ensure that all proposed improvements comply with all provisions of Alameda County's National Pollutant Discharge Elimination System (NPDES) permit issued on February 19, 2003, and related post-construction BMPs that would apply to the project; all proposed improvements shall also comply with the Clean Water Act (1972) as amended by the Water Quality Act of 1987, and City of Oakland Storm Water Management and Controls Ordinance No. 11590 C.M.S. and Creek Protection Ordinance No. 12024; and shall utilize all BMPs to prevent sediments or pollutants from entering the storm drain system or watercourses. The impact of the proposed improvements on the storm drain system and watercourses shall be mitigated to the extent practicable. Analysis of anticipated runoff volumes and potential effects to receiving water quality from stormwater shall be made for specific redevelopment elements, and site-specific BMPs shall be incorporated into design. BMPs shall be incorporated such that runoff volume from 85 percent of average annual rainfall at a development site is pre-treated prior to its discharge from that site, or a pre-treated volume in compliance with RWQCB policy in effect at the time of design.

Non-structural BMPs may include and are not limited to good housekeeping and other source control measures, such as the following:

- Stencil catch basins and inlets to inform the public they are connected to the Bay;
- Sweep streets on a regular schedule;
- Use and dispose of paints, solvents, pesticides, and other chemicals properly;
- Keep debris bins covered; and
- Clean storm drain catch basins and properly dispose of sediment.

*Structural BMPs may include and are not limited to the following:*

- Minimize impervious areas directly connected to storm sewers;
- Include drainage system elements in design as appropriate such as:
  - infiltration basins
  - detention/retention basins
  - vegetated swales (biofilters)
  - curb/drop inlet protection.

[OARB MM 4.15-5]

**40. Geotechnical Compliance.*****Prior to issuance of building permits.***

Project elements shall be designed in accordance with criteria established by the uniform building code (UBC), soil investigation and construction requirements established in the Oakland General Plan, and the Bay Conservation and Development Commission Safety of Fill Policy.

The UBC requires structures in the San Francisco Bay Area to be designed to withstand a ground acceleration of 0.4 g. A licensed engineer should monitor construction activities to ensure that the design and construction criteria are followed.

The Health and Safety element of the Oakland General Plan requires a soils and geologic report be submitted to the Department of Public Works (DPW) prior to the issuance of any building permit. The Oakland General Plan also requires all structures of three or more stories to be supported on pile foundations that penetrate Bay Mud deposits, and to be anchored in firm, non-compressible materials unless geotechnical findings indicate a more appropriate design. The General Plan also provides for the identification and evaluation of existing structural hazards and abatement of those hazards to acceptable levels of risk. [OARB MM 4.13-1]

**41. Geotechnical Evaluation.*****Prior to issuance of building permits and during all construction activities.***

Project elements shall be designed and constructed in accordance with requirements of a site-specific geotechnical evaluation.

Site-specific geotechnical, soils, and foundation investigation reports shall be prepared by a licensed geotechnical or soil engineer experienced in construction methods on fill materials in an active seismic area. The reports shall provide site-specific construction methods and recommendations regarding grading activities, fill placement, compaction, foundation construction, drainage control (both surface and subsurface), and seismic safety. Designers and contractors shall comply with recommendations in the reports. A licensed geotechnical or soil engineer shall monitor earthwork and construction activities to ensure that recommended site-specific construction methods are followed. [OARB MM 4.13-2]

**42. Review of Building and Environmental Records.*****Prior to issuance of grading permits and during all construction activities.***

The Project Sponsor shall thoroughly review available building and environmental records in order to identify underground utilities and facilities, so that these may be either avoided or incorporated into design as relevant. [OARB MM 4.13-4]

**43. Subsurface Investigation.*****Prior to issuance of grading permits and during all construction activities.***

The Project Sponsor shall perform due diligence, including without limitation, retaining the services of subsurface utility locators and other technical experts prior to any ground-disturbing activities. The Project Sponsor shall utilize Underground Service Alert or other subsurface utility locators to identify and avoid underground utilities and facilities during construction. The Project Sponsor shall keep a record of its contacts regarding underground features, and shall



make these records available to the City upon request. This condition shall be enforced through contract specification. [OARB MM 4.13-5]

## **HAZARDOUS MATERIALS & CONTAMINATION**

### **44. State, Federal, or County Authority Environment Approval.**

#### ***Prior to issuance of any demolition, grading or building permit.***

The Project Sponsor shall provide to the Planning and Zoning Division written verification that the State, Federal or County authorities with jurisdiction over the project have granted all required clearances and confirmed compliance with all applicable conditions imposed by said authorities, for any and all previous contamination at the site.

### **45. Pre-Construction Hazardous Materials Surveys and Management of Hazardous Materials.**

#### ***Prior to issuance of the first demolition permit and ongoing during demolition.***

The Project Sponsors of Parcel \_\_\_ of Vesting Tentative Parcel Map 855\_ shall retain a qualified environmental specialist (e.g., a certified consultant or lead inspector/assessor or similarly qualified individual) to inspect existing buildings subject to demolition or renovation for the presence of asbestos, PCBs, mercury, lead, or other hazardous materials. If after inspection and analytical testing, hazardous building materials are found at levels that require special handling (e.g., special packaging prior to transport, separation from other non-hazardous solid waste, keeping material damp with water, etc.), the Project Sponsor and its contractors shall manage these materials as required by law and according to federal and state regulations and guidelines, including those of DTSC, RWQCB, BAAQMD, Cal/OSHA, and any other agency with jurisdiction over these hazardous materials. The Project Sponsor shall obtain permits for demolition and show proof that the building materials have been tested and/or removed by a certified environmental professional. *[This condition will be attached to the subdivision maps for Parcels 1 and 2 of VTPM 8552, Parcels 1, 2, and 3 of VTPM 8553, and Parcels 2 and 3 of VTPM 8554 only.]* [WS MM HM-1.1]

### **46. Hazardous Materials Assessment and Reporting Program.**

#### ***Prior to issuance of any demolition, grading or building permit.***

The Project Sponsor shall provide evidence from the City's Fire Department, Office of Emergency Services, indicating compliance with the City of Oakland Hazardous Material Assessment and Reporting Program, pursuant to City Ordinance No. 12323, including the removal or abatement of asbestos and lead.

### **47. Site Health and Safety Plan.**

#### ***Prior to issuance of the first grading or building permit and during all construction activities affecting soil and groundwater if petroleum hydrocarbons or VOCs are present.***

The Project Sponsor and its contractors shall comply with the *Occupational Safety and Health Guidance Manual for Hazardous Waste Site Activities* (National Institute for Occupational Safety and Health (NIOSH), Occupational Safety and Health Administration (OSHA), U.S. Coast Guard (USCG), and Environmental Protection Agency (EPA), October, 1985) regulatory requirements for hazardous materials/waste health and safety plans. The site health and safety plan shall establish policies and procedures to protect workers and the public from potential

hazards posed by residual contamination in the development area. The plan shall identify contaminants, potential hazards, material handling procedures, dust suppression measures, personal protection clothing and devices, access controls to the site, health and safety training requirements, monitoring equipment used during construction to verify health and safety of workers and the public, measures to protect public health and safety, and emergency response procedures. If petroleum hydrocarbons or VOCs are present in the soil and/or groundwater proposed for the use of backfill or disposal, the handling and disposal of the contaminated soil and groundwater shall be in accordance with applicable local and federal hazardous materials regulations. [WS MM HM-2.1]

#### **48. Soil Management Plan and Compliance with Soil Remediation Standards.**

##### ***Prior to issuance of the first building permit.***

The Project Sponsor shall submit all applicable documentation and plans required by the Cal-EPA/RWQCB, the Alameda County Public Health Department, and the City's Fire Department, Office of Emergency Services, regarding remediation of the contaminated soil and groundwater identified on the site. These documents and plans shall be submitted to the Planning and Zoning Division, and shall demonstrate to the satisfaction of each agency with jurisdiction that all applicable standards and regulations have been met for the construction and site work to be undertaken pursuant to the permit.

In conformance with the Cal-EPA/RWQCB approved soil remediation standards, the Project Sponsor and its contractors shall be responsible for ensuring that any soils within ten feet of the surface (but not below the groundwater table) containing concentrations exceeding TTLCs and soils above such remediation standards shall be removed or treated on site prior to development. [The soil remediation standards are included in a May 18, 2004, letter from Geomatrix to the RWQCB. Successful completion of remediation activities cannot be confirmed until closure reports have been submitted to and approved by RWQCB and they agree that the development areas have been satisfactorily remediated.] [WS MM HM-2.2]

#### **49. ACM Annual Assessment.**

##### ***Prior to issuance of any demolition, grading or building permit and during all construction activities.***

The condition of identified asbestos containing materials (ACM) shall be assessed annually, and prior to reuse of any building known to contain ACM. [OARB MM 4.7-12]

### **HISTORIC, CULTURAL & ARCHAEOLOGICAL RESOURCES**

#### **50. Archaeological Monitoring.**

##### ***During all construction activities.***

The Project Sponsor shall retain a qualified archaeologist, who is a member of the Register of Professional Archaeologists, upon the discovery of prehistoric remains or buried historic or cultural features. The archaeologist shall prepare a preliminary evaluation to assess the archaeological sensitivity of the specific site(s) under consideration and shall recommend actions to protect archaeological resources. If the archaeologist's evaluation indicates a more detailed site assessment is warranted, a testing program shall be initiated under the supervision of the qualified archaeologist. If, after testing, the archaeologist determines that the discovery is not

significant as defined in CEQA, no further investigations or precautions are necessary to safeguard the find. The archaeologist shall prepare a final report to be sent to the responsible agency, the Oakland Landmarks Advisory Board, and the California Historical Resources Information System Northwest Information Center. If, however, after testing, the archaeologist determines that the discovery is significant as defined in CEQA, ground-disturbing activities in the immediate vicinity of the discovery shall remain suspended until an appropriate mitigation plan can be agreed upon by the archaeologist and the City and implemented by the Project Sponsor. [WS MM CR-1.1]

The contractor shall instruct the construction personnel on the project as to the potential for discovery of prehistoric remains or buried historic or cultural features. The contractor shall ensure that all construction personnel understand the need for proper and timely reporting of such finds, and the consequences of any failure to report them. Any recommendations of the qualified archeologist shall be implemented prior to resumption of work in the affected area.

### **51. Cultural Resources Management/Mitigation Plan.**

#### ***During all construction activities.***

If further investigations or precautions are necessary or appropriate, the City of Oakland and the archaeologist shall jointly determine the additional procedures necessary to protect the resource and/or mitigate any significant impacts. Additional measures to be implemented by the Project Sponsor might include a redesign of the Project, data recovery excavations, or a program to monitor all site excavation, during which the archaeologist shall record observations in a permanent log. The archaeologist shall prepare a final report to be sent to the responsible agency, the Oakland Landmarks Advisory Board, and the California Historical Resources Information System Northwest Information Center. [WS MM CR-1.2]

### **52. Discovery of Human Remains.**

#### ***During all construction activities, immediately upon determination by qualified archaeologist of human remains discovery.***

Should any human remains be encountered, work in the vicinity shall halt and the County Coroner notified immediately. If the remains are determined to be Native American, the coroner shall contact the California Native American Heritage Commission (NAHC) pursuant to subdivision (c) of Section 7050.5 of the Health and Safety Code. The NAHC in Sacramento would identify a Most Likely Descendant (MLD) pursuant to subdivision (a) of Section 5097.98 of the Public Resources Code. The City of Oakland and the archaeologist shall consult with the MLD. The MLD may, with the permission of the owner of the land, or his or her authorized representative, inspect the site of the discovery of the Native American remains and may recommend to the owner or the person responsible for the excavation work means for treating or disposing, with appropriate dignity, the human remains and any associated grave goods. The descendants shall complete their inspection and make their recommendations within 24 hours of their notification by the NAHC. The recommendation may include scientific removal and nondestructive analysis of human remains and items associated with Native American burials. Work may not commence until the coroner's approval has been received. [WS MM CR-1.3]

**53. HABS Recordation of the 16<sup>th</sup> Street Train Station.**

*Within 12 months of effective date of Wood Street Zoning District.*

The Project Sponsor of Parcel \_\_\_ of Vesting Tentative Parcel Map 855\_ shall, within 12 months of the effective date of the Wood Street Zoning District, record the 16<sup>th</sup> Street Train Station and the Signal Tower in accordance with the procedures of the Historical American Building Survey (HABS). In accordance with the HABS recordation process, the Project Sponsor shall consult with the National Park Service (NPS) to determine the appropriate level of documentation, and all documentation shall be subject to review and approval by NPS with approval determined by compliance with HABS procedures. *[This condition will be attached to the subdivision maps for Parcel 2 of VTPM 8553, and Parcels 1, 2, 3 and 4 of VTPM 8554 only.]* [WS MM CR-2.1]

**54. Salvage of Original Building Materials from Structures Proposed for Demolition.**

*Within 12 months of effective date of the adoption of the condition of approval.*

The Project Sponsors of Parcel \_\_\_ of Vesting Tentative Parcel Map 855\_ shall, within twelve months of the effective date of the Wood Street Zoning District, submit a study to the City of Oakland detailing those portions of the 16<sup>th</sup> Street Train Station's Baggage Wing and Elevated Tracks that can be feasibly salvaged. The study shall include an assessment of the feasibility of salvaging terra-cotta cladding, windows, doors and hardware. The study must be approved by the City's Planning Director, who shall find the study acceptable if it demonstrates which parts can be feasibly salvaged. Following City approval of the study, the Project Sponsor shall salvage parts as indicated in the approved study and shall make the salvaged materials available for reuse in rehabilitating the 16<sup>th</sup> Street Train Station's Main Hall or Signal Tower. *[This condition will be attached to the subdivision maps for Parcel 2 of VTPM 8553, and Parcels 1, 2, 3 and 4 of VTPM 8554 only.]* [WS MM CR-2.2]

**55. Stabilization of Main Hall and Signal Tower.**

*Within three months of the effective date of the adoption of the condition of approval.*

The Project Sponsor of Parcels 2 and 3 of Vesting Tentative Parcel Map 8554 shall, within three months of the effective date of the Wood Street Zoning District, take measures designed to preclude further deterioration of the Main Hall and the Signal Tower from rain and to exclude trespassers. Within 45 days of the effective date of the adoption of this condition of approval, the Project Sponsor shall submit to the Planning Director a description of the proposed measures. The Planning Director shall review, and may approve, disapprove, or modify the measures intended to eliminate deterioration or vandalism. These measures shall remain in place until the decision regarding reuse of the Main Hall is made. The facilities preserved and protected by this measure include the canopy at the Wood Street entrance to the Main Hall. *[This condition will be attached to the subdivision maps for Parcels 2 and 3 of VTPM 8554 only.]* [WS MM CR-2.3]

**56. Interim Stabilization of Baggage Wing of 16<sup>th</sup> Street Train Station.**

*Within three months of the effective date of the adoption of the condition of approval.*

The Project Sponsor of Parcel 2 and 3 of Vesting Tentative Parcel Map 8554 shall, within three months of the effective date of the Wood Street Zoning District, take measures designed to preclude further deterioration of the Baggage Wing of the 16<sup>th</sup> Street Train Station from rain and to exclude trespassers, pending demolition of the facility. Within 45 days of the effective date of the adoption of the condition of approval, the Project Sponsor shall submit to the Planning

Director a description of the proposed measures. The Planning Director shall review, and may approve, disapprove, or modify the measures intended to eliminate deterioration or vandalism. These measures shall remain in place until the decision regarding the use or demolition of the baggage wing is made. *[This condition will be attached to the subdivision map for Parcel 3 of VTPM 8554 only.]*

**56A. Possible Agency Funding for Preservation and Restoration of Baggage Wing.  
Prior to demolition or renovation of the Baggage Wing.**

To assist the Redevelopment Agency in its efforts to preserve and restore the Train Station, the Project Sponsor of Parcel 3 of VTPM 8554 ("BUILD") shall set aside the approximate .35 acre of land depicted on the attached Figure 2 upon which the Baggage Wing is located (the "Baggage Wing Parcel") for a period of no less than eight months following the effective date of the Wood Street Zoning District. During this period (1) BUILD and the nonprofit entity described in Condition 59 shall negotiate in good faith to enter into an agreement for the nonprofit to purchase the Baggage Wing Parcel from BUILD within said eight-month period for the Purchase Price (defined below), (the "Baggage Wing Purchase Agreement") and (2) the nonprofit entity and the Redevelopment Agency shall negotiate in good faith to enter into an agreement for the Agency to provide the financial assistance necessary for the nonprofit to acquire the Baggage Wing Parcel and preserve the Baggage Wing (the "Baggage Wing Funding Agreement"). The Baggage Wing Funding Agreement shall (1) provide for Agency funding for the acquisition and preservation of the Baggage Wing and the Baggage Wing Parcel from available tax increment funds as such funds are received, under customary redevelopment agency terms and conditions; and (2) provide that the nonprofit entity shall seek funding from non-Agency and non-City sources (including state and federal programs, historic preservation tax credits, and private lenders) as appropriate for the acquisition, preservation, and restoration of the Baggage Wing and the Baggage Wing Parcel. For purposes of this condition, the term "available tax increment funds" shall mean the net tax increment revenues generated by the property in the Wood Street Project that are actually received by the Agency, excluding any pass-through payments to other entities, payments to the Low and Moderate Income Housing Fund, the Educational Revenue Augmentation Fund, or other setaside funds, or funds otherwise diverted from the Agency.

In the event the Baggage Wing Purchase Agreement and the Baggage Wing Funding Agreement are executed within the eight month period, then:

- (1) BUILD will include the Baggage Wing in the materials, plans and information to be prepared in accordance with Conditions of Approval 58 and 59. BUILD will not make any alteration to the Baggage Wing that is not consistent with the preservation, rehabilitation, or reuse recommendations contained in the OARB Area Redevelopment Plan (as amended); the City of Oakland General Plan (as amended); the Wood Street Zoning District; and Secretary of the Interior's Standards for the Treatment of Historic Buildings, and alterations shall be further restricted in accordance with any additional design standards, guidelines, or recommendations when the development plan, adopted pursuant to Mitigation Measure CR-2.5, becomes effective;

(2) in accordance with Condition 59, BUILD will transfer title to the Baggage Wing Parcel to the nonprofit upon approval by the City Council, which approval shall be based upon the Council's satisfaction of the progress in implementing Conditions 58, 59 and 60;

(3) the City will cooperate to develop and approve preliminary and final development plans for the remaining areas of Parcel 3 of VTPM 8554 such that the Project Sponsor will be able to build the residential units approved for development on such parcel, which cooperation may include, subject to appropriate environmental review, future approval of residential use of certain areas of the future adjacent right of way located in 18<sup>th</sup> street, provided that an equivalent area of public space is provided elsewhere within the Baggage Wing Parcel or the remaining areas of Parcel 3; and

(4) the Project Sponsor will apply for a final map and preliminary and final development plans for the Baggage Wing Parcel that will include the Baggage Wing Parcel in Parcel 2 (rather than Parcel 3) of VTPM 8554, and the City shall approve and record such final map and preliminary and final development plans, and shall make any conforming amendments to the Wood Street Zoning District that are necessary to implement this Condition 56A.

For purposes of the above, the "Purchase Price" for the Baggage Wing Parcel shall be the lesser of (1) Fair Market Value, or (2) the Acquisition/Holding/Entitlement Costs. "Fair Market Value" shall mean the purchase price that an unrelated party negotiating at arm's length would pay to purchase such property, taking into account all then current market factors, including without limitation the quality, design, condition and location of the property including the extent and condition of the construction completed to date, if any, the amount of any and all liens, mortgages, and encumbrances against the property, required environmental remediation, and the value of the existing improvements to such party. "Acquisition/Holding/Entitlement Costs" shall mean (1) the actual price initially paid for the Affordable Housing Parcel by BUILD, calculated on the basis of the overall purchase price paid by BUILD for developable acres within the Wood Street Zoning District and prorated on a square footage to the Affordable Housing Parcel, plus (2) actual costs incurred by BUILD in holding, maintaining and entitling the Affordable Housing Parcel (calculated on a developable square footage basis prorated to the Affordable Housing Parcel), including taxes, insurance, maintenance, , and other out-of-pocket payments by BUILD to third parties for holding, maintaining and entitling the property, but not including BUILD's administrative or staff costs. The acquisition/Holding/Entitlement Costs shall be determined by an independent cost certification obtained by BUILD.

BUILD shall submit its determination of Acquisition/Holding/Entitlement Costs, along with the independent cost certification, and its determination of Fair Market Value to the Redevelopment Agency within three months of the City Council's approval of the District. If the Agency disputes BUILD's determination either of Fair Market Value or Acquisition/Holding/Entitlement Costs, or both, as contained in BUILD's notice, the Agency shall notify BUILD in writing within 30 calendar days of its receipt of BUILD's determination, which notice shall set forth the Agency's determination of the Fair Market Value and/or Acquisition/Holding/Entitlement Costs. The

Agency and BUILD shall thereupon attempt to resolve their differences within 10 days following BUILD's receipt of the Agency's notice. If the Agency and BUILD cannot agree on Fair Market Value during such 10-day period, the Agency and BUILD shall each appoint an appraiser who shall be an M.A.I. and a California licensed appraiser experienced in appraising commercial and residential real estate in Alameda County, and give notice of such appointment to the other within 10 calendar days after the foregoing 10-day period. Such appraisers shall, within 30 calendar days after the appointment of the last of them to be appointed, complete their written determinations of Fair Market Value and furnish the same to the Agency and BUILD. Each party shall pay the fees and costs of the appraiser appointed by it. If the valuations vary by ten percent (10%) or less of the higher value, the Fair Market Value shall be the average of the two valuations. If the valuations vary by more than ten percent (10%) of the higher value, the two appraisers shall, within ten (10) calendar days after submission of the last appraisal report, appoint a third disinterested appraiser who shall be an M.A.I. and a California licensed appraiser with the experience described above. If the two appraisers are unable to agree in a timely manner on the selection of the third appraiser, then either appraiser, on behalf of both, may request appointment of such third disinterested M.A.I. appraiser by the presiding judge of the Superior Court of Alameda County. Such third appraiser shall, within 15 calendar days after appointment, make a determination of Fair Market Value by selecting one of the prior appraisals. The third appraiser shall have no right to select a Fair Market Value other than as determined by one of the prior appraisals. If the Agency and BUILD cannot agree on Acquisition/Holding/Entitlement Costs during such 10-day period, the Agency and BUILD shall submit the issue to binding arbitration.

If, after good faith negotiations, BUILD and the nonprofit entity described in Condition 59 have not entered into the Baggage Wing Purchase Agreement within the eight-month period, or the Agency and the nonprofit have not entered into the Baggage Wing Funding Agreement within the eight-month period, then the Agency or the Agency's designee shall have the option of purchasing the Baggage Wing Parcel for the Purchase Price. The Agency or its designee shall give written notice of its exercise of said option to BUILD (or the then-current owner of the Baggage Wing Parcel) within 60 calendar days of the end of the eight-month period.

Should the Agency exercise the above option, BUILD shall deliver title to the Baggage Wing Parcel to the Agency free and clear of any junior liens, leases, mortgages, or encumbrances, except those liens, mortgages, or encumbrances that have been specifically approved by the Agency in writing. Escrow for the sale of the Baggage Wing Parcel shall close and BUILD shall execute and deliver to the Agency or its designee a grant deed or deeds to the Baggage Wing concurrent with the transfer of the Main Hall, in accordance with Condition 59, at which time the Purchase Price shall be paid by the Agency or its designee to BUILD. The Purchase Price shall be paid in the form of a promissory note executed by the Agency to BUILD in which the Agency pledges to pay the Purchase Price from available tax increment funds as such funds are received, along with interest at a rate equal to the prevailing Local Agency Investment Fund rate. The Agency shall be allowed to prepay the note without penalty. Prior to the close of escrow, BUILD shall take all necessary steps to ensure that a title company will be able to issue to the Agency or its designee, upon close of escrow, a standard CLTA owner's policy of title insurance, in an amount equal to the Purchase Price, showing title to the Baggage Wing Parcel vested in the Agency or its designee, with only the following exceptions:

- (a) Liens for property taxes not yet due and payable;
- (b) Any other lien or encumbrance approved in writing by the Agency in its sole discretion.

Prior to the time for the Agency to provide notice of its election to exercise the option, the Agency or its designee and its agents may, upon reasonable notice to BUILD, enter the Baggage Wing Parcel for purposes of inspection, survey, tests, or other actions reasonably related to acquisition of the property by the Agency or its designee. The Agency or its designee shall indemnify and defend BUILD for any liability, claims or damages arising from such entry.

The Agency may assign the option to purchase the Baggage Wing Parcel to any other entity in its sole discretion.

If BUILD and the nonprofit entity have not entered into the Baggage Wing Purchase Agreement, or if BUILD and the Agency have not entered into the Baggage Wing Funding Agreement, within the eight month period and any of them assert that one or the other of them has not negotiated the agreement in good faith, BUILD, the Agency or the nonprofit shall submit the issue to binding arbitration.

If BUILD and the Agency have not entered into the Baggage Wing Funding Agreement within the eight month period because the Agency has declined to provide the funding from available tax increment funds necessary for the nonprofit to purchase and preserve the Baggage Wing Parcel as set forth above, and if the Agency or its designee has declined to exercise its option to purchase the Baggage Wing Parcel as set forth above, then BUILD shall have no further obligations with respect to preserving or restoring the Baggage Wing.

***[This condition will be attached to the subdivision map for Parcel 2 of VTPM 8554 only.]***

### **57. Restriction on Alteration of the Main Hall and the Signal Tower.**

#### **Prior to demolition or renovation of any structures.**

The ~~Project Sponsors~~ ~~property owner~~ of Parcels 2 and 3 of Vesting Tentative Parcel Map 8554 containing the Main Hall and the Signal Tower shall not make any alteration to the Main Hall that is not consistent with the preservation, rehabilitation, or reuse recommendations contained in the *OARB Area Redevelopment Plan* (as amended); the *City of Oakland General Plan* (as amended); the Wood Street Zoning District; and Secretary of the Interior's Standards for the Treatment of Historic Buildings. Alterations shall be further restricted in accordance with any additional design standards, guidelines, or recommendations when the development plan, adopted pursuant to Mitigation Measure CR-2.5, becomes effective. ***[This condition will be attached to the subdivision maps for Parcels 2 and 3 of VTPM 8554 only.]*** [WS MM CR-2.4]

#### **57A. Restriction on Alteration of the Elevated Track Platform Adjacent to the Main Hall.**

##### **Prior to demolition of the elevated track platform adjacent to the Main Hall.**

The Project Sponsor shall not make any alteration to that portion of the Elevated Track Platform that runs along the rear side of the Main Hall ("Adjacent Platform Area"), until the Project Sponsor has further pursued, with due diligence, the feasibility of retaining and preserving more width of the Adjacent Platform Area than is shown in FEIR Figure CR-4. The Project Sponsor shall include in its preliminary development plan application for Parcel 3 of VTPM 8554



additional evidence of the feasibility or infeasibility of retaining a greater width of the Adjacent Platform Area. The determination of the width to be retained and preserved shall be made by the City in connection with its consideration and approval of such preliminary development plan. The preliminary development plan shall include retention and preservation of as much width of the Adjacent Platform Area as the City determines is feasible. The precise location of the parcel line between Parcel 2 and Parcel 3 on the final map for Parcel 3 shall accommodate such determination. [This condition will be attached to the subdivision map for Parcel 3 of VTPM 8554 only.]

**58. Application for Redevelopment Agency Funding Approval for Train Station Preservation, Rehabilitation, and Stabilization.**

*Within 12 months of the effective date of the adoption of this condition of approval.*

Consistent with the *OARB Area Redevelopment Plan* goals as set out in Section 100 of that Plan, the Project Sponsor of Parcel 2 of Vesting Tentative Parcel Map 8554 shall submit an application to the Oakland Redevelopment Agency of the City of Oakland (the "Agency") requesting that the Agency make available tax increment funds provided for in Section 502 of the *OARB Area Redevelopment Plan* for the preservation, rehabilitation, and stabilization of the Main Hall. In connection with such application, the property owner shall submit the following materials and information to the Agency:

- a. a finance plan demonstrating the prudent use of tax increment funds in restoring, preserving, and reusing the Main Hall, including a commitment by the property owner to maximize the leverage of the tax increment funds by seeking additional public funding, tax credits, private financing, and/or private philanthropic grants;
- b. a management plan demonstrating exemplary and continued stewardship of the Main Hall, with recognition of its cultural and historical importance to the City of Oakland and which is accountable to the goals and policies of the *OARB Area Redevelopment Plan* and the *City of Oakland General Plan*;
- c. a community participation plan providing for input by Oakland community members in decisions concerning the Main Hall's preservation and reuse; and
- d. a development plan demonstrating that the proposed renovation and reuse of the Main Hall is consistent with the design standards, policies, and goals of the *OARB Area Redevelopment Plan* (as amended); the *City of Oakland General Plan* (as amended); and the Wood Street Zoning District; as well as with any other design criteria that the Agency determines is appropriate to meet said goals and policies; and
- e. a business plan that establishes a framework for the funding of rehabilitation efforts and identifies the grant source(s), the funding mechanisms and the budget for the work.

Not in limitation of the Project Sponsor's obligations in Conditions No. 95, 96 and 97, any Agency decision to fund all or any portion of the 16<sup>th</sup> Street Train Station, including either the Main Hall, Baggage Wing and/or Signal Tower shall be conditioned upon Project Sponsor's

indemnification of the Agency and the City for any claims related to the construction, operation or maintenance of any and all projects using Agency funds.

*[This condition will be attached to the subdivision map for Parcel 2 of VTPM 8554 only.]*  
[WS MM CR-2.5]

**59. Facilitate Rehabilitation and Reuse of Main Hall, Platform and Signal Tower.**

***Within six months of the effective date of the adoption of this condition of approval for establishment of a 501(c)(3) nonprofit organization to oversee the rehabilitation and reuse of the historic Train Station; within twelve months of the effective date of the adoption of this condition of approval to prepare a business plan for the retention of historic resources and the reuse of the 16<sup>th</sup> Street Station.***

Within six months of adoption of this condition of approval, the Project Sponsor will establish a 501(c)(3) nonprofit organization to oversee the rehabilitation and reuse of the historic 16<sup>th</sup> Street Train Station. Within twelve months of adoption of this condition of approval, the Project Sponsor and/or the new nonprofit corporation for the historic 16<sup>th</sup> Street Train Station shall prepare a business plan for the retention of historic resources and the reuse of the 16<sup>th</sup> Street Train Station. The business plan will establish a framework for the funding of rehabilitation efforts and identify the grant source(s) and the funding mechanisms for the work. The business plan will also establish the information needed for requesting tax increment financing and the timing and sequencing of such funding in relation to the phasing of the historic restoration efforts. Within two years of approval of the Wood Street Zoning District, the Project Sponsor will complete a schematic set of plans and specifications for the restoration of the 16<sup>th</sup> Street Train Station. The plans shall include an analysis of the feasibility of restoration and reuse of the structure and establish a budget for the project to demonstrate the viability of proposals related to possible use of historic resources and identify important details about how modifications to historic resources will be integrated into the final project. ~~To assure that efforts to restore historic resources run concurrently with residential construction, prior to the issuance of a certificate of occupancy for the 800th home in the Wood Street Zoning District, and in accordance with the plans and specifications for the restoration of the Train Station, the Project Sponsor of Parcel 2 of Vesting Tentative Parcel Map 8554 shall use such funding. Upon receipt of Agency tax increment funds and other public and/or private funds in accordance with Condition of Approval #58, the Project Sponsor of Parcel 2 of Vesting Tentative Parcel Map 8554 will, within one year, diligently commence and pursue the completion, within seven years, in accordance with the plans and specifications for the restoration of the 16<sup>th</sup> Street Train Station, to rehabilitation and rehabilitation of the facilities depicted for retention in Figure 2-4 of the Draft EIR of the proposed project, in accordance with the Secretary of the Interior's Standards for the Treatment of Historic Buildings, and in conformance with the General Standards referenced in the report of Alan Dreyfus, page 5, included as Appendix D to the Draft EIR.~~<sup>1</sup>

<sup>1</sup> These are: (1) Any renovation, modification or addition to the 16th Street Station shall conform with the standards set forth in the Planning Code "Special regulations of designated landmarks." (2) Any reuse of the 16th Street Station shall include stabilization and repair of exterior materials to improve the exterior appearance and to ensure a watertight building envelope. (3) For the purpose of the standards, the primary portion of the station is defined as the General Waiting Room and the symmetrical wings to the north and south. A watertight building

This rehabilitation shall include using salvaged materials to the extent feasible, and seismically strengthening and rehabilitating the exterior of the Main Hall, including the portions of the platform that are to be preserved. No additions to the structures would be permitted except as specified in the Dreyfus report, page 5.<sup>2</sup> Plaques shall be installed on the exterior façade of the station and the Signal Tower that identify their historic uses and include additional historical information. A display shall be created on the interior of the station using historic photos and documents to give a more complete history of the station and the Signal Tower.

Not in limitation of the Project Sponsor's obligations in Conditions No. 95, 96 and 97, any Agency decision to fund all or any portion of the 16<sup>th</sup> Street Train Station, including either the Main Hall, Baggage Wing and/or Signal Tower shall be conditioned upon Project Sponsor's indemnification of the Agency and the City for any claims related to the construction, operation or maintenance of any and all projects using Agency funds.

*[This condition will be attached to the subdivision maps for Parcels 2 and 3 of VTPM 8554 only.]* [WS MM CR-2.6]

#### **60. Reuse of the Main Hall**

***Prior to issuance of the first certificate of occupancy; upon approval of funding by the Redevelopment Agency as specified in WS MM CR-2.5.***

Following the satisfaction of the prior Condition No. 59, the Project Sponsor of Parcel 2 of Vesting Tentative Parcel Map 8554 in the reuse of the Main Hall shall incorporate exhibit space commemorating the site's cultural history and its function as the end of the trans-continental railroad and the gateway arrival point in the West. The exhibit space could also serve as a venue for private and public events, facilitating greater exposure of persons to the historical significance of the station. Oral histories shall be recorded and made available to the extent feasible. The building would not be subjected to extensive night lighting. Reuse shall proceed according to the finance, management, community participation, and development plans submitted pursuant to Condition No. 58, as approved by the Redevelopment Agency, as well as any other design criteria that the City Planning Director determines is appropriate to meet the City's goals and policies. *[This condition will be attached to the subdivision map for Parcel 2 of VTPM 8554 only.]* [WS MM CR-2.7]

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envelope refers to measures designed to preclude rain from entering the building. The General Waiting Room and symmetrical wings to the north and south comprise the Main Hall as that term is used in this EIR.

<sup>2</sup> The standards for additions are: 1(a). No addition to the existing train station shall exceed a total building footprint greater than 20 percent of the existing structure to be retained. 1(b). No addition to the existing train station shall exceed the height of the north or south wings that flank the General Waiting Room (approximately 25 feet in height). 1(c). No addition shall be made to either the primary façade facing the 16th Street Plaza or the southern façade, facing the 14th Street non-development area. 2. No additions are permitted to the Signal Tower.

**61. Enhancement of the Train Station Setting**

*Prior to issuance of certificate of building occupancy of the restored Main Hall or issuance of a certificate of occupancy for the 600<sup>th</sup> residential dwelling with the Project Area, whichever occurs first.*

The Project Sponsor of Parcel 1 of Vesting Tentative Parcel Map 8554 shall construct and landscape the plaza area to provide an enhanced visual setting for the Main Hall, to provide a visual focus and view corridor, to increase public accessibility to the 16<sup>th</sup> Street Train Station, and to create a feature that recalls the historic use of the station. All these improvements shall be completed with private financing by the Project Sponsor; no public funds would be requested with respect to the Plaza. *[This condition will be attached to the subdivision map for Parcel 1 of VTPM 8554 only.]* [WS MM CR-2.8]

**LANDSCAPING & TREE PERMIT****62. Installation of Landscaping and Bonding.**

*Prior to issuance of certificate of occupancy, unless bonded.*

The Project Sponsor shall install all proposed landscaping indicated on the approved landscape plan prior to the issuance of a certificate of occupancy, unless bonded pursuant to the provisions of Section 17.124.50 of the Oakland Planning Code. The amount of such bond or cash deposit shall equal the greater of \$2,500 or the estimated cost of the required landscaping, based on a licensed contractor's bid.

**63. Tree Removal Permit.**

*Prior to the removal of subject trees.*

The Project Sponsor shall obtain a Tree Removal Permit prior to removing trees subject to Chapter 12.36 of the Oakland Municipal Code. [OARB MM 4.12-7]

**64. Securing Future Residents' Acknowledgment of Potential Future Land Uses.**

*Prior to lease or sale of any unit and ongoing.*

The Project Sponsor shall ensure that future residents sign a notice acknowledging that they are aware of and accept the possible noise levels related to Frontage Road located near the project site.

**65. Reduced Water Usage.**

*Prior to issuance of the building permits for the mechanical system.*

The Project Sponsor shall confer with East Bay Municipal Utility District (EBMUD) to examine incorporating water saving techniques such as dual piping for recycled water into the final design of the mixed-use project.

**66. Internal Landscaping.**

*Prior to issuance of the certificate of occupancy.*

The Project Sponsor shall ensure that internal landscaping conforms with City design standards as contained in the City Planning Code.

**NOISE (OPERATIONAL) & OTHER NUISANCES****67. Operational Noise.*****Ongoing.***

Noise levels from the activity, property, or any mechanical equipment on site shall comply with the performance standards of Section 17.120 of the Oakland Planning Code and Section 8.18 of the Oakland Municipal Code. If noise levels exceed these standards, the activity causing the noise shall be abated until appropriate noise reduction measures have been installed and compliance verified by the Planning and Zoning Division and Building Services.

**68. Compliance with Title 24.*****Prior to issuance of certificate of occupancy.***

The Project Sponsor shall implement acoustical techniques in compliance with Title 24 to ensure that noise levels in interior habitable spaces remain at or below 45 CNEL with all doors and windows closed.

**68.A. Buffer Area Adjacent to California Waste Solutions Facility.*****Ongoing.***

The Project Sponsor of Parcel 1 of Vesting Tentative Parcel Map No. 8551 shall not develop residential units within said parcel, and the Project Sponsor of Parcel 1 of Vesting Tentative Parcel Map No. 8552 shall not convert the structure (known as the "Ice House") currently located on that parcel into residential units or otherwise develop residential units so long as California Waste Solutions is actively operating its plant in substantially the same manner as at the time of approval of this condition, including using the same recycling technologies and hours of operation and generating substantially the same truck traffic, odor, and noise, on the parcel identified as APN 006-0029-003-02 (located between 10<sup>th</sup> and 11<sup>th</sup> Streets, north of Pine Street). Notwithstanding the foregoing, residential units may be developed sooner if buffering measures are incorporated into the design of the residential development (such as increasing the distance between the CWS operations and future residential units, adding more landscaping, modifying building orientation or access, and applying Title 24 noise abatement measures), which the Planning Director determines, after notice and a hearing, sufficiently reduce land use conflicts between the current CWS operations and future residential units. *[This condition will only apply to Parcel 1 of VTPM 8551 and Parcel 1 of VTPM 8552.]*

**PARKING AND DRIVEWAYS****69. Closure of Parking Lot After Hours.*****Ongoing.***

The project is approved with more than ten on-site parking spaces, and the project site is located within the area designated; therefore, all openings to the parking lot used for the ingress or egress of motor vehicles shall be secured by an approved barrier chain and locking device within one (1) hour after the close of business and shall remain secured until one (1) hour prior to the opening of business, pursuant to the standards included in City Ordinance No. 12390, with access only granted to tenants and police.

**70. Off-site Parking Agreement.*****Prior to approval of any final development plan for which off-site parking is requested..***

In the event that the project sponsor of any proposed development subject to these conditions shall request to satisfy required parking obligations off-site, and pursuant to Chapter 17.116 of the Oakland Planning Code, the Project Sponsor and the property owner(s) of off-site property located within 300 feet of the project boundary shall prepare, using forms provided by the Planning and Zoning Division, execute to the satisfaction of the City Attorney, and file with the Alameda County Recorder, a "Joint Parking Agreement" specifying that the required number of donor parking spaces shall be provided at the off-site property location to satisfy on-site parking requirements for the required number of parking stalls approved by the applicable permit. Said donor parking spaces shall be designated for said activity for the duration of operation of the activity approved by the permit.

**71. Parking and Circulation Plan.*****Prior to issuance of building permit and prior to final inspection.***

The Project Sponsor shall submit a Parking and Traffic Circulation Plan for review and approval by the Planning and Zoning Division. This plan shall include wheel stops for all parking spaces, and pavement marking and striping that delineate the driveways and traffic paths to be used by the general public and deliveries. All wheel stops, pavement markings and striping, as approved by the Planning and Zoning Division shall be installed prior to final inspection.

**72. Parking Lot Lighting.*****Ongoing.***

The exterior lighting fixtures which serve the parking area shall be equipped with daylight sensors or computerized time clocks that will automatically turn the lights on at dusk and off at sunrise, and that shall be adequately shielded to a point below the bulb and reflector, and that shall prevent unnecessary glare onto adjacent properties.

**73. Parking Spaces*****Ongoing.***

The Project Sponsor shall include parking spaces in the Project Area as required by the Wood Street Zoning District.

**74. Designated Parking.*****Ongoing.***

The Project Sponsor shall designate all on-site parking spaces consistent with the Oakland Municipal Code by marking, either with a small sign at the head of the parking stalls or stenciled lettering painted with the parking stalls, that read "resident-only," or "employee-only" parking as appropriate.

**PARKING & TRANSPORTATION MANAGEMENT****75. Transportation Demand Management.**

*Prior to issuance of the certificate of building occupancy; upon City adoption of a traffic demand management program in West Oakland.*

The Project Sponsor shall distribute materials concerning the availability of public transit to initial Project residents, and prior to certificate of occupancy shall pay the fee adopted by the City on residential units to assist the City in implementing traffic demand management programs. [WS MM TR-10.1]

**76. Shuttle Service.**

*Prior to approval of Final Development Plans and specifications; within three months following the issuance of a certificate of occupancy of the 300<sup>th</sup> residential dwelling with the Project Area; every two years thereafter until the Planning Director determines the shuttle service is no longer necessary.*

The Project Sponsors shall provide or cause to be provided a public or private a-shuttle service between the Project Area and the West Oakland BART Station and incorporate shuttle stops into the final design plans. The Project Sponsors shall provide full funding for the shuttle service whether it is public or private. In the event the Project Sponsors elect to not use a private shuttle service, the Project Sponsors shall work with AC Transit and BART to design a public shuttle service and incorporate public transit stops into the final development plans in consultation with AC Transit. The shuttle or transit stops shall be located within the Project Area and would be dispersed such that Project residents would be no more than one-quarter mile from a shuttle or transit stop. Shuttle or transit stops at the existing AC transit bus stop on Wood Street by Parcel 3 of Vesting Tentative Parcel Map 8553, in front of the 16<sup>th</sup> Street Plaza (Parcel 1 of Vesting Tentative Parcel Map 8554), and on Wood Street at 20<sup>th</sup> Street by Parcel 1 of Vesting Tentative Parcel Map 8555 should be considered. The shuttle service would operate at 15-minute peak-hour headways during commute hours. The shuttle service shall be designed to meet City of Oakland standards, link with pedestrian access, and be reviewed for approval by the City.

The shuttle service shall be implemented within three months following the issuance of a Certificate of Occupancy of the 300<sup>th</sup> residential dwelling within the Project Area. At that time, the Project Sponsors, or their successors in interest, will fund operation and maintenance of the shuttle. Thereafter, and every two years until such time as the Planning Director determines that the shuttle service is no longer necessary, the Project Sponsors or their successors shall report to the Planning Director on the amount of shuttle use by Project residents and occupants, and the availability of other means to reduce the use of private vehicles by Project residents and occupants. The Planning Director shall permit discontinuation of the shuttle service upon finding either that (a) the shuttle is not being used sufficiently to result in a substantial reduction in private vehicle use by Project residents and occupants, or (b) another means of reducing the use of private vehicles by Project residents and occupants would be feasible and cost the same or less than the shuttle, would create a greater reduction in private vehicle use than would the shuttle, and would result in a substantial reduction in private vehicle use by Project residents and occupants. If the Planning Director determines item (b), above, is the basis for discontinuing the

shuttle service, then the Project Sponsors or their successors shall implement other means of reducing private automobile use by Project residents and occupants. [WS MM TR-10.2]

## **PUBLIC IMPROVEMENTS**

### **77. Conformance with Vesting Tentative Parcel Maps.**

#### ***Ongoing.***

All public improvements shall be constructed in substantial conformance with the individual vesting tentative parcel maps submitted by the Project Sponsors and as specified in Condition of Approval Numbers 78 through 82.

### **78. Public Improvements – Vesting Parcel Map 8551.**

#### ***Prior to the issuance of certificate of occupancy for development on each parcel.***

Project Sponsor of Parcel 1 of VTPM No. 8551 shall construct or cause the construction of improvements to the extension of 10<sup>th</sup> Street, including the pocket park. Project Sponsor of Parcel 2 shall construct or cause the construction of improvements to the portion of 14<sup>th</sup> Street accessed from the frontage road. Project Sponsor of Parcel 3 shall construct or cause the construction of improvements to the existing 14<sup>th</sup> Street right of way, as well as the portion accessed from the frontage road, should its development precede parcel 2 of this map or Parcel 1 of Map 8553. Project Sponsor of Parcel 4 shall construct or cause the construction of improvements to 12<sup>th</sup> Street, Wood Street from 12<sup>th</sup> Street to 14<sup>th</sup> Street, and 14<sup>th</sup> Street should development on this parcel precede development of Parcel 2 or 3 of this map and Parcel 1 of Map 8553.

Except as otherwise provided in this condition, the street improvements referred to in this condition include complete street width, curb, gutter, sidewalk, and installation of utilities in accordance with the standards of the City of Oakland to the limits shown on VTPM 8551. Sidewalks on the opposite side of Wood Street Zoning District perimeter streets (i.e. outside the District) will get minor repairs only.

### **79. Public Improvements – Vesting Parcel Map 8552.**

#### ***Prior to the issuance of certificate of occupancy for development on each parcel.***

Project Sponsor of Parcel 1 of VTPM No. 8552 shall construct or cause the construction of improvements to 11<sup>th</sup> Street when the “Ice House” parcel is redeveloped. Project Sponsor of Parcel 2 shall construct or cause the construction of improvements to Pine Street between 11<sup>th</sup> Street and 12<sup>th</sup> Street.

Except as otherwise provided in this condition, the street improvements referred to in this condition include complete street width, curb, gutter, sidewalk, and installation of utilities in accordance with the standards of the City of Oakland to the limits shown on VTPM 8552. Sidewalks on the opposite side of Wood Street Zoning District perimeter streets (i.e. outside the District) will get minor repairs only.



**80. Public Improvements – Vesting Parcel Map 8553.*****Prior to the issuance of certificate of occupancy for development on each parcel.***

The Project Sponsor of the first development project within VTPM 8553 shall construct all public improvements to 14<sup>th</sup> Street, 16<sup>th</sup> Street, and Wood Street between 14<sup>th</sup> Street and 16<sup>th</sup> Street, unless development has occurred on an adjacent parcel and the public improvements are already installed.

Except as otherwise provided in this condition, the street improvements referred to in this condition include complete street width, curb, gutter, sidewalk, and installation of utilities in accordance with the standards of the City of Oakland to the limits shown on VTPM 8553. Sidewalks on the opposite side of Wood Street Zoning District perimeter streets (i.e. outside the District) will get minor repairs only.

**81. Public Improvements – Vesting Parcel Map 8554.*****Prior to the issuance of certificate of occupancy for development on each parcel.***

The Project Sponsor of the first to be developed of Parcel 1, 2 or 3 of VTPM No. 8554 shall construct or cause the construction of improvements to 16<sup>th</sup> Street. The Project Sponsor of Parcel 3 shall construct or cause the construction of improvements to the 16<sup>th</sup> Street Train Station Public Plaza on Parcel 1. The Project Sponsor of Parcel 3 shall construct or cause the construction of improvements to 18<sup>th</sup> Street. Improvements to Wood Street, between 16<sup>th</sup> and 17<sup>th</sup> Streets, will be constructed prior to the completion of Parcel 1 (plaza). Wood Street between 17<sup>th</sup> and 18<sup>th</sup> Streets will be constructed when Parcel 3 is developed.

Except as otherwise provided in this condition, the street improvements referred to in this condition include complete street width, curb, gutter, sidewalk, and installation of utilities in accordance with the standards of the City of Oakland to the limits shown on VTPM 8554. Sidewalks on the opposite side of Wood Street Zoning District perimeter streets (i.e. outside the District) will get minor repairs only.

**82. Public Improvements – Vesting Parcel Map 8555.*****Prior to the issuance of certificate of occupancy for development on each parcel.***

The Project Sponsor of Parcel 1 of VTPM No. 8555 shall construct or cause the construction of improvements to Wood Street, from 18<sup>th</sup> Street to 20<sup>th</sup> Street, (unless preceded by Parcel 2 of VTPM 8555), 18<sup>th</sup> Street (unless preceded by Parcel 3 of Map 8554), and 20<sup>th</sup> Street if needed for access. The Project Sponsor of Parcel 2 of VTPM No. 8555 shall construct or cause to be constructed public improvements to Wood Street, from 20<sup>th</sup> Street to West Grand Avenue (unless it precedes the development of Parcel 1 of VTPM 8555, in which case I shall construct Wood Street from 18<sup>th</sup> Street to West Grand Avenue), and 20<sup>th</sup> Street, if not already installed by Project Sponsor of Parcel 1.

Except as otherwise provided in this condition, the street improvements referred to in this condition include complete street width, curb, gutter, sidewalk, and installation of utilities in accordance with the standards of the City of Oakland to the limits shown on VTPM 8555. Sidewalks on the opposite side of Wood Street Zoning District perimeter streets (i.e. outside the District) will get minor repairs only.

**SHARED MAINTENANCE****83. Use and Maintenance Easement.*****Prior to submittal of Final Map.***

The Project Sponsor shall indicate on the Final Map a Use and Maintenance Easement reserved for all parcels to ensure the continued shared maintenance of the entire plaza (Parcel 1 on VTPM No. 8554) and the planned access road across Parcel 3 of VTPM No. 8554 and Parcels 1 and 2 of VTPM No. 8555.

**84. Recordation of Agreement.*****Prior to submittal of Final Map.***

The Project Sponsor shall ensure that a Joint Maintenance Agreement in a form acceptable to the City Attorney is executed and recorded with the Alameda County Recorder concurrent with the recordation of the Parcel Map. Said agreement shall ensure the shared maintenance of the plaza (Parcel 1 on VTPM No. 8554) and the planned access road across Parcel 3 of VTPM No. 8554 and Parcels 1 and 2 of VTPM No. 8555. A copy of this document shall be submitted for review and approval by the Planning and Zoning Division prior to its execution, ~~and after its execution.~~

**SUBDIVISIONS****85. Recordation of Legal Descriptions.*****Within sixty (60) days of the effective date of this approval.***

The Project Sponsor shall record a written legal description of the new configuration of the parcels at the Alameda County Offices as part of the deed for the site; and shall provide evidence of recordation to the Planning and Zoning Division within 60 days of the effective date of this approval.

**WASTE REDUCTION AND RECYCLING****86. Waste Reduction and Recycling Plan.*****Prior to issuance of the first certificate of building occupancy.***

The Project Sponsor shall submit a "Waste Reduction and Recycling Plan" and a plan that demonstrates a good faith effort to divert at least fifty (50) percent of operations phase solid waste from landfill disposal to the Public Works Agency for review and approval, pursuant to City of Oakland Ordinance No. 12253. This measure shall reflect future increases in the City's waste diversion goals above the current 50 percent.

The Project Sponsor would be responsible for development and implementation of its plan, and for reporting its progress and success rate to the City. Should the source reduction/diversion plan program not meet its stated goal, the Project Sponsor would modify the plan until the desired level of reduction/diversion is achieved. While each plan would be specific, the following general topics should be addressed:

- Goals,
- Key personnel,

- Quantification of waste,
- Identification of waste materials,
- Program elements,
- Monitoring requirements and performance standards, and
- Reporting.

[OARB MM 4.9-9]

### **87. Recycling Space Allocation Requirements.**

#### ***Prior to issuance of a building permit and ongoing.***

The design, location and maintenance of recycling collection and storage areas must substantially comply with the provision of the Oakland City Planning Commission "Guidelines for the Development and Evaluation of Recycling Collection and Storage Areas," Policy 100-28. Pursuant to Section 17.118.020 of the Oakland Planning Code, this condition shall apply to 1) new residential development of five or more units, 2) new commercial and industrial development that requires a building permit and, 3) additions that increase the gross floor area of the aforementioned projects by more than 30 percent. A minimum of two cubic feet of storage and collection area shall be provided for each dwelling unit and for each 1,000 square feet of commercial space.

## **WATER**

### **88. Irrigation - Recycled Water.**

#### ***Prior to issuance of any building permits and ongoing.***

Individual actions with landscaping requirements of one or more acres shall plumb landscape areas for irrigation with recycled water and shall include a reclaimed landscaping irrigation system if required by the City at the time of permit approval. [OARB MM 4.9-4]

### **89. Plumbing - Recycled Water.**

#### ***Prior to issuance of any building permits and ongoing.***

Commercial buildings with gross floor area exceeding 10,000 square feet shall install dual plumbing for both potable and recycled water, unless determined to be infeasible by the City. Reclaimed water may be used for certain industrial uses, and for landscape irrigation, toilet flushing, and other appropriate purposes. [OARB MM 4.9-5]

### **90. Site Design - Recycled Water.**

#### ***Prior to issuance of any building permits and ongoing.***

The site design of the Project Area shall facilitate the use of recycled water, and shall comply with the requirements of CCR Title 22 regarding prohibitions of site run-off to surface waters. The Project Sponsors should coordinate these efforts with the reclaimed water supplier, EBMUD. [OARB MM 4.9-6]

**91. Stormwater.*****Prior to issuance of any building permits.***

The Project Sponsor shall incorporate post-construction controls into the design of new redevelopment elements to reduce pollutant loads. NPDES permitting requires that best management practices (BMPs) to control post-construction stormwater be implemented to the maximum extent practicable.

**92. Runoff Prevention.*****During all construction activities.***

Site-specific design and best management practices (BMPs) shall be implemented to prevent runoff of recycled water to receiving waters. These BMPs may be either structural or non-structural in nature and may include but are not limited to the following:

- Preventing recycled water from escaping designated use areas through the use of:
  - berms
  - detention/retention basins
  - vegetated swales (biofilters)
- Not allowing recycled water to be applied to irrigation areas when soils are saturated.
- Plumbing portions of irrigation systems adjacent to receiving waters with potable water.

[OARB MM 4.15-6]

**93. Flood Protection.*****Prior to issuance of any building permits.***

The Project Sponsor shall conform all construction with the policies of the City of Oakland's Comprehensive Plan Environmental Health Hazards Element regarding flood protection. The Hazards Element includes development controls that place the burden of demonstrating flood safety upon the individual Project Sponsor. In addition, the Hazards Element includes policies regarding support of flood control and management programs of other agencies, maintenance of the natural character of creeks to the maximum extent possible, and City participation in the federal Flood Insurance Program. [OARB MM 4.15-7]

**MISCELLANEOUS****94. Successors and Assigns.*****Ongoing.***

The Project Sponsor and its agents, heirs, successors and assigns (collectively the "Project Sponsor") shall be bound by these Conditions of Approval and by any other terms and conditions of "this Approval." The Project Sponsor's agents, heirs, successors and assigns are fully informed of the terms and conditions of this Approval.

**95. Indemnification Requirements.*****Ongoing.***

To the maximum extent permitted by law, the Project Sponsor shall defend, hold harmless, and indemnify the City and its respective officers, agents and employees, and the Oakland Redevelopment Agency and its respective officers, agents and employees, (the "Indemnified Parties") against any and all liability damages, claims, demands, judgments or other losses (including, without limitation, attorneys' fees, expert witness and consultant fees and other litigation expenses), or an initiative relating to, resulting from or caused by; or alleged to have resulted from or caused by any action or approval associated with the Project.

This indemnity includes, without limitation, any legal or administrative challenge, or initiative filed or prosecuted to overturn, set-aside, stay or otherwise rescind any or all approvals granted in connection with the Project, certification of the Environmental Impact Report ("EIR") for the Project, and granting any permit issued in accordance with the Project. This indemnity includes, without limitation, payment of all direct and indirect costs associated with any action specified herein. Direct and indirect costs as used herein shall include, without limitation any attorneys' fees, expert witness and consultant fee, court costs and other litigation fees, City Attorney time and overhead costs, and other City Staff overhead costs and normal day-to-day business expenses incurred by the City ("Litigation Expenses"). The Indemnified Parties shall have the right to select counsel to represent the Indemnified Parties, at the Project Applicant's expense, in the defense of any action specified in this Condition of Approval No. 95. The Indemnified Parties shall take all reasonable steps to promptly notify the Project Sponsor of any claim, demand, or legal actions that may create a claim for indemnification under these Conditions of Approval.

**96. Additional Indemnification Requirements.*****Ongoing.***

Not in limitation of the foregoing Condition of Approval No. 95, Project Sponsors shall defend, hold harmless and indemnify the Indemnified Parties and their insurers against any and all liability, damage, claims, demands, judgments, losses ("Indemnified Claims") or other forms of legal or equitable relief related to implementation of the Project, including, without limitation, design, construction or maintenance of the Project and any private or public improvements. The foregoing indemnity shall not be released upon completion of the Project. A Project Sponsor may be released from this indemnity obligation, including the Indemnification Agreement referred to in the following Condition of Approval No. 97, only in the event (a) it is assigned to and assumed by and binding upon a subsequent owner of the Property, and (b) such Project Sponsor gives 30 days' written notice of such proposed assignment to the City Administrator, and the City Administrator approves such assignment in writing, which approval may be withhold if the City Council determines, in its discretion, that the proposed assignee's net worth or other financial resources are not sufficient to fulfill the foregoing indemnity obligation. Provided, however, that with respect to public improvements, this indemnity shall apply only to Indemnified Claims that arise prior to the City's acceptance of the public improvement and the expiration of any maintenance obligations of the Project Sponsors, unless the Indemnified Claim (i) arose as a result of a hidden defect in the public improvement; or (ii) arose as a result of direct or indirect action or inaction by Project Sponsors, including, without limitation, construction maintenance or operational activities, prior to the City's acceptance of the public improvement.

In the case of the foregoing (i) or (ii), this indemnification shall apply regardless of whether the public improvement has been accepted by the City. "Public improvements" include all infrastructure improvements and property customarily accepted and maintained by the City that are offered for dedication to the City and actually accepted by the City, such as streets, sanitary sewer lines and the like. This indemnity shall include, without limitation, payment of all *Litigation Expenses* associated with any action herein. The Indemnified Parties shall have the right to select counsel to represent the Indemnified Parties, at the Project Sponsors' expense, in the defense of any action specified in this Condition of Approval No. 96. The Indemnified Parties shall take all reasonable steps to promptly notify the Project Sponsors of any claim, demand, or legal actions that may create a claim for indemnification under these Conditions of Approval.

**97. Indemnification Agreement.**

**Within 90 days following the effective date of the adoption of these Conditions of Approval.**

Within 90 days following the adoption of these Conditions of Approval, the Project Sponsors shall enter into an Indemnification Agreement in a form acceptable to the City Attorney to establish in more specific detail terms and conditions of the Project Sponsors' indemnification obligations set forth in the two preceding Conditions of Approval Nos. 95 and 96. Any failure of any party to timely execute such Indemnification Agreement shall not be construed to limit any right or obligation otherwise specified in the Conditions of Approval, including without limitation, the two preceding Conditions of Approval Nos. 95 and 96, except that it shall not limit Planning Director authority as set forth in immediately following Condition of Approval No. 98.

**98. Planning Director Authority Regarding Compliance with Conditions.**

**Ongoing.**

For the duration of the project, the City Planning Director shall have the authority to determine whether the Project Sponsors and the Project substantially comply with terms and conditions of this approval, including, without limitation, these Conditions of Approval. In determining compliance, the Director shall interpret and apply conditions and terms requiring conformance with engineering standards, conformance with the purpose and intent of the Municipal Code sections upon which conditions are based, conformance with the intent of mitigation measures as discussed in the EIR, or as reasonably necessary to promote architectural integrity and the purpose of compatible development as set forth in the Wood Street Zoning District. Upon a determination of non-compliance, the Director shall have the authority to suspend further Project approvals, including without limitation final subdivision maps, grading permits, building permits or certificates of occupancy for the duration of such noncompliance. The City shall take reasonable steps to promptly notify, in writing, the Project Sponsors of any request (including a request by City staff or by the public) that the City Planning Director make a determination of noncompliance, and shall provide the Project Sponsors with written notice of any non-compliance determination by the City Planning Director. The City shall provide the Project Sponsors a copy of all documents used or relied upon in making such determination.

On or before October 15 of each year, the Project Sponsors shall submit to the City Development director a report demonstrating the Project Sponsors' and the Project's compliance with the terms and conditions of the Approval, including these Conditions of Approval identified by the

Planning Director. This report may be used by the City Planning Director to evaluate the Project Sponsors' and the Project's compliance with the terms and conditions of the approval. Project Sponsors' obligation to submit this annual report shall terminate upon the City's written determination that the Project is complete.

**99. Conflict with Notes on Vesting Tentative Parcel Maps.**

**Ongoing.**

In the event of a conflict between these conditions of approval and one or more notes appearing on the face of one or more vesting tentative parcel maps, these conditions of approval shall prevail.

**100.100. Affordable Housing [as directed by the Planning Commission]**

**Prior to the issuance of the first building permit.**

Consistent with Section 331 of the OARB Area Redevelopment Plan and Section 33413 of the California Health and Safety Code, and as required by the Oakland Redevelopment Agency or by any other inclusionary housing law, Project Sponsor shall comply with any and all requirements imposed by the Agency to provide housing units within or outside of the Project that are affordable to very low, low, and moderate income households.

The Planning Commission also recommended inclusion of Affordable Housing Plan submitted by the Project Sponsors, as follows:

Specifically, each of the Wood Street developers is prepared to implement the following voluntary Affordable Housing Plan:

1. The Wood Street developers will fund a **Homeownership Center** to be located at the Mandela Gateway Retail Center. The Wood Street developers will provide such space for a 2 year period, and will fund a budget of \$60,000 per year for staffing, utilities, and related operating costs, no later than January 2006. The Wood Street developers will use the Center to **provide information on housing opportunities** within each of the Wood Street developments. Home counseling agencies currently serving the Oakland community will be invited to provide outreach services at the Center, and the Center's staff will refer potential homebuyers or renters to these agencies. Financial institutions also will be invited to provide information on their mortgage services and various assistance programs.
2. BRIDGE Housing will commit \$2.5 million of its private Mortgage Assistance Program funding to borrowers with incomes at or below 120% of the median income to assist in purchasing a home at one of the Wood Street developments. Specifically, BRIDGE will commit up to \$25,000 per borrower as a second mortgage with a below-market 4%, interest only, payment for the first 5 years, and the remaining payments amortized for 15 years at 4% interest. This is a program recently established by BRIDGE to assist potential homeowners throughout the state and we are reserving a very significant portion of the funds to homebuyers within the Wood Street development.
3. Each of the Wood Street developers will set aside 10% of the homes within each for-sale project ("Reserved Homes") for 6 months prior to the anticipated completion date of each

Reserved Home in its development and will hold such Reserved Homes for an additional 90 days after completion, to enable buyers to have adequate time to utilize the BRIDGE Housing program as well as the many other programs available to them such as the state CalHFA programs and any mortgage assistance that might be available through the Redevelopment Agency's programs.

4. BUILD will set aside a 1.5 acre parcel within Development Area 3 of the Wood Street District for one year following the City Council's approval of the District. The parcel will be made available to BRIDGE for purchase at fair market value for development of a stand-alone Affordable Housing Development of approximately 90 units (depending on unit sizes and configurations), provided that the Redevelopment Agency provides the financial assistance necessary to make such a development economically viable. The units could be either rental or homeownership, and could be affordable to families with very low incomes, depending upon the level of assistance provided by the Agency. BRIDGE will work with the Agency and the community to determine and then diligently seek the most appropriate funding package-balancing available tax increment funds, other sources of funding, and the City's housing goals.

5. Although the units built within the Wood Street District will be exempt from the provisions of Oakland's Just Cause Eviction Ordinance because they will be new construction, the Wood Street developers will agree to voluntarily incorporate and abide by provisions in tenant leases which would require cause before a tenant could be evicted from rental units within the Wood Street District.

**100A. Affordable Housing [AS RECOMMENDED BY STAFF ON 4/21/05]**

**Prior to the issuance of the first building permit.**

a. In order to assist the Redevelopment Agency to meet the obligations of Health and Safety Code Section 33413 and the Redevelopment Plan to make available units affordable to very low income households, BUILD shall set aside Parcel 3 of VTPM 8551, which Parcel is approximately 1.5 acres (the "Affordable Housing Parcel") for a period of no less than one year from the City Council's approval of the District. During this period, the Affordable Housing Parcel shall be reserved for purchase by a nonprofit housing developer chosen by BUILD for the purpose of developing approximately 90 units (depending on unit size and configuration), either rental or homeownership, affordable to very low income households. During this period (1) BUILD and the nonprofit housing developer shall negotiate in good faith to enter into an agreement for the nonprofit housing developer to purchase the Affordable Housing Parcel for the Purchase Price, as defined below (the "Purchase Agreement"), within said one year period and (2) the nonprofit housing developer and the Redevelopment Agency or the City shall negotiate in good faith to enter into an agreement for the Agency or City to provide the financial assistance necessary to make such an affordable housing project economically feasible (the "Funding Agreement"). BUILD shall apply for such funding through the 2005 Notice of Funding Availability (NOFA) process. The Funding Agreement shall (1) provide for City/Agency funding under terms and conditions consistent with the City/Agency's affordable housing development guidelines and standard practices in the field of affordable housing finance; (2) provide that the nonprofit housing developer shall seek funding from non-Agency and non-City sources



(including state and federal housing subsidy programs, low income housing tax credits, and private lenders) as appropriate; (3) require the nonprofit developer to commence construction of the project within three years from the date it acquires the site; and (4) provide for restrictions on the sale or rental of no fewer than 90 units only to very low income households at an affordable housing cost or affordable rent for at least 45 years, if the project is homeownership, or at least 55 years, if the project is rental, in accordance with Health and Safety Code Section 33413 (contingent on adequate Agency funding necessary to make at least 90 units affordable to very low income households); with the restrictions in the form of recorded covenants running with the land that are enforceable by the Redevelopment Agency or the City.

For purposes of the above, the "Purchase Price" for the Affordable Housing Parcel shall be the lesser of (1) Fair Market Value, or (2) the Acquisition/Holding/Entitlement Costs. "Fair Market Value" shall mean the purchase price that an unrelated party negotiating at arm's length would pay to purchase such property, taking into account all then current market factors, including without limitation the quality, design, condition and location of the property including the extent and condition of the construction completed to date, if any, the amount of any and all liens, mortgages, and encumbrances against the property, environmental remediation costs, and the value of the existing improvements to such party. "Acquisition/Holding/Entitlement Costs" shall mean (1) the actual price initially paid for the Affordable Housing Parcel by BUILD, calculated on the basis of the overall purchase price paid by BUILD for developable acres within the Wood Street Zoning District and prorated on a square footage to the Affordable Housing Parcel, plus (2) actual costs incurred by BUILD in holding, maintaining and entitling the Affordable Housing Parcel (calculated on a developable square footage basis prorated to the Affordable Housing Parcel), including taxes, insurance, maintenance, , and other out-of-pocket payments by BUILD to third parties for holding, maintaining and entitling the property, but not including BUILD's administrative or staff costs. The Acquisition/Holding/Entitlement Costs shall be determined by an independent cost certification obtained by BUILD.

BUILD shall submit its determination of Acquisition/Holding/Entitlement Costs, along with the independent cost certification, and its determination of Fair Market Value to the Redevelopment Agency within three months of the City Council's approval of the District. If the Agency disputes BUILD's determination either of Fair Market Value or Acquisition/Holding/Entitlement Costs, or both, as contained in BUILD's notice, the Agency shall notify BUILD in writing within 30 calendar days of its receipt of BUILD's determination, which notice shall set forth the Agency's determination of the Fair Market Value and/or Acquisition/Holding/Entitlement Costs. The Agency and BUILD shall thereupon attempt to resolve their differences within 10 days following BUILD's receipt of the Agency's notice. If the Agency and BUILD cannot agree on Fair Market Value during such 10-day period, the Agency and BUILD shall each appoint an appraiser who shall be an M.A.I. and a California licensed appraiser experienced in appraising commercial and residential real estate in Alameda County, and give notice of such appointment to the other within 10 calendar days after the foregoing 10-day period. Such appraisers shall, within 30 calendar days after the appointment of the last of them to be appointed, complete their written determinations of Fair Market Value and furnish the same to the Agency and BUILD. Each party shall pay the fees and costs of the appraiser appointed by it. If the valuations vary by ten percent (10%) or less of the higher value, the Fair Market Value shall be the average of the two valuations. If the valuations vary by more than ten percent (10%) of the higher value, the two

appraisers shall, within ten (10) calendar days after submission of the last appraisal report, appoint a third disinterested appraiser who shall be an M.A.I. and a California licensed appraiser with the experience described above. If the two appraisers are unable to agree in a timely manner on the selection of the third appraiser, then either appraiser, on behalf of both, may request appointment of such third disinterested M.A.I. appraiser by the presiding judge of the Superior Court of Alameda County. Such third appraiser shall, within 15 calendar days after appointment, make a determination of Fair Market Value by selecting one of the prior appraisals. The third appraiser shall have no right to select a Fair Market Value other than as determined by one of the prior appraisals. If the Agency and BUILD cannot agree on Acquisition/Holding/Entitlement Costs during such 10-day period, the Agency and BUILD shall submit the issue to binding arbitration.

If, after good faith negotiations, BUILD and the nonprofit housing developer have not entered into a Purchase Agreement for the Affordable Housing Parcel within the one-year period, or the Agency and the nonprofit housing developer have not entered into a Funding Agreement within the one-year period, then the Agency or the Agency's designee shall have the option of purchasing the Affordable Housing Parcel for the Purchase Price. The Agency or its designee shall give written notice of its exercise of said option to BUILD (or the then-current owner of the Affordable Housing Parcel) within 60 calendar days of the end of the one-year period.

Upon exercise of the Agency's option, BUILD shall deliver title to the Affordable Housing Parcel to the Agency or its designee free and clear of any junior liens, leases, mortgages, or encumbrances, except those liens, mortgages, or encumbrances that have been specifically approved by the Agency in writing. Escrow for the sale of the Affordable Housing Parcel shall close and BUILD shall execute and deliver to the Agency or its designee a grant deed or deeds to the Affordable Housing Parcel no later than 120 calendar days after exercise of the option, at which time the Purchase Price shall be paid by the Agency or its designee to BUILD. Prior to the close of escrow, BUILD shall take all necessary steps to ensure that a title company will be able to issue to the Agency or its designee, upon close of escrow, a standard CLTA owner's policy of title insurance, in an amount equal to the Purchase Price, showing title to the Affordable Housing Parcel vested in the Agency or its designee, with only the following exceptions:

- Liens for property taxes not yet due and payable;
- Any other lien or encumbrance approved in writing by the Agency in its sole discretion;
- Conditions restricting use of the property to the development of at least a 90-unit residential housing project affordable to very low income households.

At any time following the Agency's notice of its election to exercise the option, the Agency or its designee and its agents may enter the Affordable Housing Parcel for purposes of inspection, survey, tests, or other actions reasonably related to acquisition of the property by the Agency. The Agency or its designee shall indemnify and defend BUILD for any liability, claims or damages arising from such entry.

The Agency may assign the option to purchase the Affordable Housing Parcel to any other entity in its sole discretion.

If after good faith negotiations either the Purchase Agreement or the Funding Agreement have not been entered into within the one-year period, and if the Agency or its designee has declined to exercise its option to purchase the Affordable Housing Parcel as set forth above, then BUILD shall have no further obligations with respect to affordable housing development on the Affordable Housing Parcel.

b. Each of the Wood Street developers shall set aside at least 10% of the units within each for-sale project (the "Reserved Units") at least six months prior to the anticipated completion date of each Reserved Unit until at least 90 days after unit completion, for possible purchase by persons and families of low or moderate income. BUILD or its designee shall commit at least \$2.5 million of mortgage assistance funding for this purpose. This assistance will be provided in the form of a loan of up to \$25,000 per borrower as a second mortgage with 4% interest-only payments for the first five years, and the remaining payments amortized over 15 years at 4% interest. Such funds will be available consistent with the conditions imposed upon the provider of the assistance by the source of the funds (i.e., per unit maximums, credit criteria, etc.). The Redevelopment Agency or City may at its option provide any additional funding necessary for a person or family of low or moderate income to purchase a Reserved Unit at an affordable housing cost. Should the Agency or City provide the necessary funding, the Wood Street developers shall cooperate with the Agency and the City to record restrictions on the Reserved Units restricting resale only to persons and families of low or moderate income at an affordable housing cost for at least 45 years, in accordance with Health and Safety Code Section 33413. Such restrictions must be in the form of recorded covenants running with the land that are enforceable by the Redevelopment Agency or the City. Should the Agency or City decline to provide the funding necessary for a person or family of low or moderate income to purchase a Reserved Unit at an affordable housing cost during the reservation period, then the developer shall have no obligation with respect to the sale of the Reserved Unit, other than providing the mortgage assistance from BUILD or its designee specified above.

c. The Project Sponsor shall establish a Homeownership Center in West Oakland no later than January, 2006, and shall provide operating funding for the Center for at least two years at no less than \$60,000 per year. The Center shall provide information on housing opportunities within the Project to prospective very low, low and moderate income homebuyers, and shall employ the services of home counseling agencies and financial institutions to assist such households.

d. Although the units built within the Wood Street Zoning District will be exempt from the provisions of Oakland's Just Cause Eviction Ordinance because they will be new construction, the Wood Street developers will agree to voluntarily incorporate and abide by provisions in tenant leases which would require cause before a tenant could be evicted from rental units within the Wood Street Zoning District.

11000 Street Development Project Comments of Applicant  
e. The terms "affordable housing cost," "affordable rent," "very low income households" "low income households" and "persons and families of low or moderate income" shall be as defined under the Community Redevelopment Law.

**101. Consistency with Final Action of the City Council**

BY  
The City Council hereby directs and authorizes the Planning Director to make any and all necessary changes to the Exhibits to this approval to make them consistent with the final action of the City Council.

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