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OFFICE OF THE CITY CLERK
OAKLAND

2018 JUL -3 AM 10:00

AGENDA REPORT

TO: Sabrina B. Landreth
City Administrator

FROM: Elizabeth Lake
Deputy City Administrator

SUBJECT: Air Quality Plan for Operations
Of PODS Facility at former Oakland
Army Base

DATE: June 22, 2018

City Administrator Approval

Elizabeth Lake Date: 7/2/18

RECOMMENDATION

Staff Recommends That The City Council Receive An Informational Report On The Air Quality Plan Approved By The City Administrator For Operations Of The PODS Facility In The CE-1 Warehouse At The Oakland Army Base Redevelopment Project.

EXECUTIVE SUMMARY

Prologis, one of the developers of the Oakland Army Base Redevelopment Project, in association with PODS Portable Storage on Demand (PODS) prepared an Air Quality Plan (Plan) to reduce air quality impacts during operation of the PODS storage facility/warehouse at 55-75 Admiral Robert Toney Way in the East Gateway parcel, referred to as CE-1, of the former Oakland Army Base (OAB). Mitigation measure PO-1 for the Oakland Army Base Project requires City Administrator approval of this Plan. The City Administrator approved this Plan on May 15, 2018. Mitigation measure PO-1 also requires that an informational report be submitted to the City Council following the City Administrator's approval.

The City Administrator's approval is attached to this report (**Attachment A**) and contains the draft Air Quality Plan (**Attachment B**), public comment letters (**Attachment C**), the final / approved Air Quality Plan (**Attachment D**) and City response to public comment letters (**Attachment E**).

BACKGROUND / LEGISLATIVE HISTORY

The Standard Conditions of Approval / Mitigation Monitoring and Reporting Program ("SCA/MMRP") approved on July 16, 2013, by the City Council for the Oakland Army Base Redevelopment Project contains requirements for reducing the potential environmental impacts of the project, including requirements to reduce impacts related to air quality and trucking.

Mitigation Measure PO-1 (Stakeholder Review of Air Quality and Trucking Plans) requires (1) the City to conduct a public process in the development and review of the air quality and trucking components of these plans to comply with the requirements of the SCA/MMRP and (2) City Administrator approval of these plans.

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The City Administrator previously approved plans (in 2013, 2016 and 2017) to comply with air quality mitigation measures for construction of new roads, rail lines, utilities and other infrastructure at the OAB, and for construction of new buildings/facilities on three of the parcels at the OAB which are/will be developed by Prologis. This Plan relates to operations of a business, not construction, and is the first such air quality plan for operations of a business at the OAB that the City Administrator has approved. The City is concurrently reviewing two other operational air quality plans, but they will be presented in separate reports to the City Administrator, and then to the City Council.

ANALYSIS AND POLICY ALTERNATIVES

The process to develop and approve this Plan followed the requirements specified by the City Council in Mitigation Measure PO-1 of the SCA/MMRP, which requires a public outreach / review and comment period, as further described below under the "Public Outreach / Interest" section of this report. The comments received from the public related to the PODS operation focused on requiring all off-road equipment to be electric or alternative fuel; reducing idling time of trucks and equipment; ensuring compliance with all the components of the Plan; and requiring trucks serving this warehouse to have stricter engine requirements than the statewide trucking regulations which were established by the California Air Resources Board (CARB). These items are further discussed below. Also, refer to the response to public comment letters prepared by City staff (***Attachment E***) which contain a detailed response to specific comments.

- **Off-Road Equipment**: To reduce emissions from off-road equipment such as forklifts, the Plan requires the use of zero and near-zero emission equipment, which includes Tier 4 or Tier 4 interim diesel engines, electric equipment, unleaded gasoline and alternative-fuel equipment. Equipment lists to demonstrate compliance with this requirement must be submitted and compliance with all applicable CARB regulations and monitoring of such equipment is required.
- **Idling Reduced for Trucks and Off-Road Equipment**: Trucks delivering to/from this facility are prohibited from idling for more than two minutes. The statewide regulation is a five-minute maximum idle time, so this Plan requires an idling time which is 60% more restrictive than the statewide regulation. Additionally, if any off-road equipment uses a diesel engine, then the two-minute idling time also applies.
- **Compliance**: Section 1.1 of the Plan states that the Plan will become a component of lease documents between Prologis and PODS, which ties the requirements of the Plan to the tenant's lease. Section 4.1 states that compliance with all applicable state and regional air quality regulations is required, and Section 5 states that PODS shall submit documentation of compliance with each element of the Plan to the City.
- **Additional Diesel Emission Reduction**: An additional recommendation in the comment letters is to restrict the age of the trucks serving this facility to trucks with engines 2010 or newer. Trucks are regulated at a statewide level by CARB under the official "Truck and Bus Rule." This Rule requires that trucks must meet 2010 diesel emissions standards starting in January 2020 with a phase-in until 2023. In lieu of regulating the

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engine year of the trucks differently from statewide regulations, the Plan requires the tenant to quantify the diesel emissions from the trucks which will serve this warehouse use. If the emissions exceed the thresholds of significance stated in the 2012 Initial Study/Addendum when added together with other permanent/long term operations at the OAB, then tenants generating truck diesel emissions at the City's portion of the OAB will be subject to an apportionment and offset program, or other mechanism, if necessary, to be determined in conjunction with the City. The City will work in good faith to determine the apportionment calculation and offset program, if relevant, by the end of 2018. PODS will be served by approximately 60 truck trips per day (which is a round-trip truck movement) of which half the truck trips will be from trucks with 2014 or newer engines, and all other truck trips will comply with the statewide Truck and Bus Rule. Based on the quantification of diesel emissions prepared by Mitchell Air Quality Consulting, the diesel emissions for operations of the PODS facility are well below the thresholds of significance.

FISCAL IMPACT

There is no fiscal impact of the City Council's action to receive this informational report; the City Administrator has already approved the Air Quality Plan. Furthermore, there are no fiscal impacts of implementing the Air Quality Plan since the Plan will be implemented and funded by Prologis and their tenant PODS.

PUBLIC OUTREACH / INTEREST

Regarding public outreach about this informational report, an email notification was sent to the stakeholders who have requested to be informed about air quality plans for the City's portion of the OAB.

Regarding public outreach during the review of the draft Air Quality Plan, the process outlined in Mitigation Measure PO-1 of the SCA/MMRP was adhered to, and is summarized as follows:

On February 5, 2018, Prologis submitted a draft Plan to reduce diesel emissions during operations of all three warehouses they intend to build at the OAB, including the PODS warehouse. On February 7, 2018, a 45-day Notice of Preparation of the draft Air Quality Plan was emailed to the official stakeholder list per Mitigation Measure PO-1. The intent of this Notice of Preparation is to inform the stakeholders that such a Plan is under development and to provide advance notice before the Plan is released for an official 17-day public review period.

On March 15, 2018, a quarterly meeting attended by air quality stakeholders, including community-based organizations, community residents, and interested government air quality agencies was held. Presentations were made about the components of the Plan (using a March 7, 2018 draft) and how it had been developed using as many components as possible found to be feasible from a list of emission reduction actions developed by the staff of the Bay Area Air Quality Management District (BAAQMD). Specific components of the draft Plan were discussed to receive input prior to release of the Plan for the official 17-day review period.

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Prologis revised the draft Plan following input from the stakeholder meeting and submitted a revised Plan on March 26, 2018 (**Attachment B**).

On March 27, 2018, the revised draft Plan shown in **Attachment B** was released to stakeholders for the official 17-day public review period as required by Mitigation Measure PO-1. The City received comments from the Alameda County Public Health Department, BAAQMD, and CARB (**Attachment C**). The comments are summarized and discussed in the Analysis section of this Report. Following the end of the public review period, City staff met with Prologis and recommended improvements to the Plan to address the comments from the air quality agencies.

In response to comments from the air quality agencies, the City recommended and Prologis agreed to make the Air Quality Plan specific to PODS as the tenant. Staff will continue to work with Prologis to address the comments applicable to the other Prologis warehouses and tenants. Those plans will be submitted for City Administrator action at a later date.

The final Air Quality Plan for operations of the PODS facility, dated May 9, 2018, and approved by City Administrator on May 15, 2018, is attached (**Attachment D**) along with City staff responses to the public comments received (**Attachment E**).

COORDINATION

The preparation of this report and the approved Air Quality Plan involved coordination between the Planning and Building Department and Army Base project staff through the City Administrator's office.

SUSTAINABLE OPPORTUNITIES

Economic: The Air Quality Plan will facilitate implementation of the Army Base project. In addition to the construction and operation jobs typically associated with new development, the Army Base project includes a Community Benefits Program with beneficial contracting and job requirements including funding for local jobs programs and labor requirements.

Environmental: The Air Quality Plan will facilitate implementation of the Army Base project, which the City Council determined to have beneficial environmental effects including the remediation of site contamination and increased access to open space. The Air Quality Plan itself will reduce potential air-quality impacts related to the PODS facility at the CE-1 site. The potential adverse environmental impacts of the project have also been analyzed under the California Environmental Quality Act (CEQA) as discussed below.

Social Equity: The Air Quality Plan will facilitate implementation of the Army Base project, which includes the Community Benefits Program and environmental benefits discussed above, and the Air Quality Plan itself will reduce potential air quality impacts during operation of this building/facility on residents of West Oakland.

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CEQA

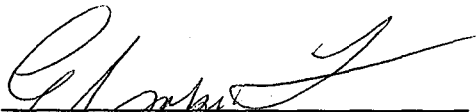
An Environmental Impact Report was certified in 2002 when the Oakland Army Base Area Redevelopment Plan was adopted. An Initial Study/Addendum was prepared in 2012 when the City Council approved the master plan for the project and the Lease Disposition and Development Agreement with Prologis CCIG Oakland Global, LLC, the master developer of the former Army Base. The action of the City Administrator to approve the Air Quality Plan implements the environmental requirements imposed by the SCAMMRP.

ACTION REQUESTED OF THE CITY COUNCIL

Staff Recommends That The City Council Receive An Informational Report On The Air Quality Plan Approved By The City Administrator For Operations Of The PODS Facility In The CE-1 Warehouse At The Oakland Army Base Redevelopment Project.

For questions regarding this report, please contact Patricia McGowan, Planner IV, at (510) 238-3588.

Respectfully submitted,



ELIZABETH LAKE

Deputy City Administrator for Real Estate
and Major Projects

Prepared by:
Patricia McGowan, Planner IV
Bureau of Planning

Attachments (5):

- A. City Administrator's May 15, 2018 Approval of Air Quality Plan for Operations of PODS Facility at CE-1 warehouse at the former Oakland Army Base.
- B. Draft Operational Air Quality Plan for sites CE-1, CE-2 and CC-1 (dated March 26, 2018).
- C. Public Comment Letters Received in Response to Draft Operational Air Quality Plan for sites CE-1, CE-2 and CC-1 (commenting on the version dated March 26, 2018).
- D. Final / Approved Air Quality Plan for Air Quality Plan for Operations of the PODS Facility at CE-1 Warehouse (final / approved version is dated May 9, 2018).
- E. City response to public comment letters.

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Attachment A

**2018 Approval of Air Quality Plan for Operations of
PODS Facility at CE-1 warehouse at the former Oakland Army Base**



INTER OFFICE MEMORANDUM

TO: Sabrina B. Landreth
City Administrator

FROM: William Gilchrist
Director, Planning & Building

SUBJECT: Air Quality Plan for Operations
of PODS Facility in CE-1 at the
former Oakland Army Base

DATE: May 10, 2018

City Administrator
Approval

Date

5/15/18

RECOMMENDATION

Approve the Air Quality Plan for Operations of the PODS facility at CE-1 Warehouse (version dated May 9, 2018) to be located at 55-75 Admiral Robert Toney Way at the former Oakland Army Base (OAB).

EXECUTIVE SUMMARY

Prologis, one of the developers of the Oakland Army Base (OAB) Project, in association with PODS Portable Storage on Demand (PODS) has prepared an Air Quality Plan (Plan) to reduce air quality impacts during PODS operation of the storage facility/warehouse at 55-75 Admiral Robert Toney Way in the East Gateway parcel, referred to as CE-1, of the former Oakland Army Base. The mitigation measure PO-1 for the Oakland Army Base Project requires City Administrator approval of this Plan.

BACKGROUND

The Standard Conditions of Approval/Mitigation Monitoring and Reporting Program ("SCA/MMRP") for the Oakland Army Base Project contains requirements for reducing the potential environmental impacts of the Project, including requirements for the following plans and strategies to reduce impacts related to air quality and trucking:

- Construction Management Plan (SCA AIR-1)
- Construction-Related Air Pollution Controls (SCA AIR-2)
- Truck Management Plan (Mitigation 4.3-7)
- Maritime and Rail-Related Emissions Reduction Plan (Mitigation 4.4-3b)
- Truck Diesel Emission Reduction Plan (Mitigation 4.4-4)
- Transportation Control Measures (Mitigation 4.4-5)

- Energy-Conserving Fixtures and Designs (Mitigation 4.4-6)
- Demonstration Projects (Mitigation 5.4-1)
- Parking and Transportation Demand Management (SCA TRANS-1)
- Construction Traffic and Parking (SCA TRANS-2)
- Traffic Control Plan – Hazardous Materials (Mitigation 4.3-13)

Mitigation Measure PO-1 (Stakeholder Review of Air Quality and Trucking Plans) requires the City to conduct a public process in the development and review of the air quality and trucking components of these plans and requires City Administrator approval of these plans.

The City Administrator has previously approved plans (in 2013, 2016 and 2017) to comply with air quality mitigation measures for construction of new roads, rail lines, utilities and other infrastructure at the OAB, and for construction of new buildings/facilities on three of the parcels at the OAB that are/will be developed by Prologis. This Plan relates to operations of a business - not construction - and is the first such air quality plan for operations of a business at the OAB that the City has reviewed. The City is concurrently reviewing two other operational air quality plans, but they will be presented in separate reports to the City Administrator.

CONTENT OF THIS AIR QUALITY PLAN AND SUMMARY OF THE PUBLIC INPUT PROCESS

PODS has a 10-year lease with Prologis to occupy the entirety of the CE-1 warehouse, totaling 256,136 square feet. PODS is a nation-wide company, which moves goods in portable storage units (pods). Such units are delivered by truck to homes and businesses where they are filled with personal or business belongings, then picked up again by truck for storage in the PODS warehouse before the storage unit is moved to the location requested by the client. The storage units are warehoused for a short to long duration and per the client's needs are removed from the warehouse for delivery to a local or national destination. PODS will use the entire warehouse and portions of the parking area for storage of the portable storage units. Approximately 25 trucks will serve the facility daily, and approximately 12-15 people will work at this location (excluding the drivers of the trucks who will work for a third-party delivery company). Inside the PODS warehouse the portable storage units will be moved via electric or propane fork lifts that are zero-emission equipment. Outside, the pods will be removed from the trucks by equipment specifically designed to move the pods that is operated either by an electric motor or by an engine using unleaded gasoline. This mechanism may also be used indoors. This building is not a refrigerated nor cold storage facility.

A location map/site plan is included in the Plan.

On February 5, 2018, Prologis submitted a draft Plan to reduce diesel emissions during operations of all three warehouses they intend to build at the OAB, including the PODS warehouse. On February 7, 2018, a 45-day Notice of Preparation of the draft Air Quality Plan was e-mailed to official stakeholder list per Mitigation Measure PO-1. The intent of this Notice of Preparation is to inform the stakeholders that such a Plan is under development and to provide advance notice before the Plan is released for an official 17-day public review period.

On March 15, 2018, a quarterly meeting attended by air quality stakeholders, including community-based organizations, community residents, and interested government air quality agencies was held. Presentations were made about the components of the Plan (using a March 7, 2018 draft) and how it had been developed using as many components as possible found to be feasible from a list of emission reduction actions developed by the staff of the Bay Area Air Quality Management District (BAAQMD). Specific components of the draft Plan were discussed to receive input prior to release of the Plan for the official 17-day review period.

Prologis revised the draft Plan following input from the Stakeholder meeting and submitted a revised Plan on March 26, 2018. (see *Attachment A*).

On March 27, 2018, the revised draft Plan shown in Attachment A was released to stakeholders for the official 17-day public review period as required by Mitigation Measure PO-1. The City received comments from the Alameda County Public Health Department, the Bay Area Air Quality Management District, and the California Air Resources Board (see *Attachment B*). The comments are summarized and discussed in the "Key Issues" section below. Following the end of the public review period, City staff met with Prologis and recommended improvements to the Plan to address the comments from the air quality agencies.

In response to comments from the air quality agencies, the City recommended and Prologis agreed to separate the PODS Air Quality Plan from the plan for Prologis' other warehouses. Staff believes that the air quality plan for the other warehouses needs more review and refinement since that plan is intended to apply to multiple and unknown users over the lifetime of those warehouses. The PODS use has been defined more concretely; therefore, onto the plans have now been separated onto this Plan, which will apply to the PODS operations, and another plan for operation of the Prologis warehouses, which will be applicable irrespective of the actual tenant/use of each building (including to this warehouse if in the future PODS is no longer the tenant). Staff will continue to work with Prologis to address the comments on the plan that will apply to the Prologis warehouses, as well as a plan that is also under review for operations of a ConGlobal facility for storage of shipping containers. Those plans will be submitted for City Administrator action at a later date.

The Plan for operations of the PODS facility, dated May 9, 2018, is attached (see *Attachment C*) along with City staff responses to the public comments received. (see *Attachment D*).

KEY ISSUES

This Plan will reduce diesel emissions during operations of the PODS facility. Emissions during operations may be generated from the trucks delivering and removing the portable storage units from this facility and from equipment used to move the pods if the equipment is diesel-powered.

The public comment letters gave input on the version of the draft Plan, which intended to cover operational uses at all three Prologis warehouses, including PODS, and as well as a separate air quality plan for a facility to be operated by ConGlobal where empty shipping containers will be

stored. As described previously in this report, the Plan for the warehouses has been separated and PODS is the only use which is the subject of this Plan and of this report.

The comments received from the public related to the PODS operation focused on requiring all off-road equipment to be electric or alternative fuel; reducing idling time of trucks and equipment; ensuring compliance with all the components of the Plan; and requiring trucks serving this warehouse to have stricter engine requirements than the statewide trucking regulations that were established by the California Air Resources Board (CARB). These items are further discussed below. Also, refer to the response to public comment letters prepared by City staff (see *Attachment D*) which contain detailed response to specific comments.

- Off-Road Equipment: To reduce emissions from off-road equipment such as forklifts, the Plan requires the use of zero and near-zero emission equipment that includes Tier 4 or Tier 4 interim diesel engines, electric equipment, unleaded gasoline and alternative-fuel equipment. Equipment lists to demonstrate compliance with this requirement must be submitted and compliance with all applicable CARB regulations and monitoring of such equipment is required.
- Idling Reduced for Trucks and Off-Road Equipment: Trucks delivering to/from this facility are prohibited from idling for more than two minutes. The statewide regulation is a five-minute maximum idle time, so this Plan requires an idling time that is 60% more restrictive than the statewide regulation. Additionally, if any off-road equipment uses a diesel engine, then the two-minute idling time also applies.
- Compliance: Section 1.1 of the Plan states that the Plan will become a component of lease documents between Prologis and PODS, which ties the requirements of the Plan to the tenant's lease. Section 4.1 states that compliance with all applicable state and regional air quality regulations is required, and Section 5 states that PODS shall submit documentation of compliance with each element of the Plan to the City.
- Additional Diesel Emission Reduction: An additional recommendation in the comment letters is to restrict the age of the trucks serving this facility to trucks with engines 2010 or newer. Trucks are regulated at a statewide level by CARB under the official "Truck and Bus Rule." This Rule requires that trucks meet 2010 diesel emissions standards starting in January 2020 with a phase-in until 2023. In lieu of regulating the engine year of the trucks differently from statewide regulations, the Plan requires the tenant to quantify the diesel emissions from the trucks which will serve this warehouse use. If the emissions exceed the thresholds of significance stated in the 2012 Initial Study/Addendum when added together with other permanent/long term operations at the OAB, then tenants generating truck diesel emissions at the City's portion of the OAB will be subject to an apportionment and offset program, or other mechanism, if necessary, to be determined in conjunction with the City. The City will work in good faith to determine the apportionment calculation and offset program, if relevant, by the end of 2018. PODS will be served by approximately 60 truck trips per day (which is a round-trip truck movement) of which half the truck trips will be from trucks with 2014 or newer engines,


and all other truck trips will comply with the statewide Truck and Bus Rule. Based on the quantification of diesel emissions prepared by Mitchell Air Quality Consulting, the diesel emissions for operations of the PODS facility are well below the thresholds of significance. Refer to Exhibit A of the Plan.

CONCLUSION

The stakeholder review requirements for the proposed Plan have been satisfied, and the Plan has been revised in response to comments received. Staff believes that the Plan is adequate and recommends that the City Administrator approve the Plan.

Pursuant to Mitigation Measure PO-1 (Stakeholder Review of Air Quality and Trucking Plans), following the City Administrator's approval of the Plan staff will prepare an informational report to the City Council about this Plan.

Please contact Patricia McGowan, Environmental Coordinator for the OAB at (510) 238-3588 if you have any questions.



WILLIAM GILCHRIST
Director, Planning and Building Department

Reviewed by:
Elizabeth Lake, Deputy City Administrator for
Real Estate and Major Projects

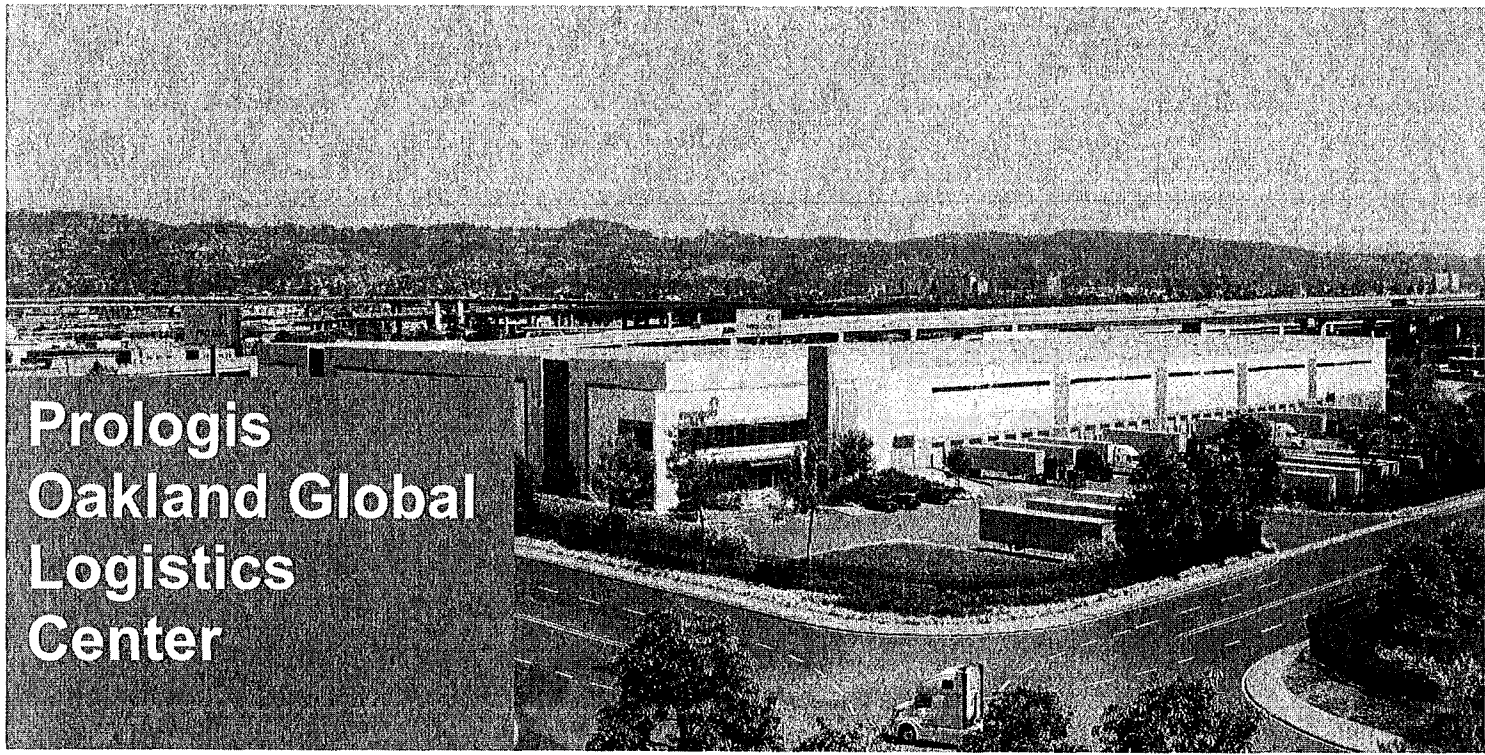
Prepared by:
Patricia McGowan
Environmental Coordinator for the OAB
Planning and Building Department

Attachments:

- A. *Draft Operational Air Quality Plan for sites CE-1, CE-2 and CC-1, dated March 26, 2018.*
- B. *Public Comment Letters Received in Response to Draft Operational Air Quality Plan for sites CE-1, CE-2 and CC-1 (commenting on the version dated March 26, 2018)*
- C. *Air Quality Plan for Operations of the PODS Facility at CE-1 Warehouse, final version dated May 9, 2018)*
- D. *City response to public comment letters.*

Attachment B

**Draft Operational Air Quality Plan for sites CE-1, CE-2 and CC-1
(dated March 26, 2018)**



Prologis Oakland Global Logistics Center

Building 1, 2, 3

Operational Air Quality Plan

**(CE-1 Northeast Gateway)
(CE-2 Southeast Gateway)
(CC-1 New Central Gateway)**

Prepared For:

**City of Oakland
Planning & Building Dept.**
250 Frank Ogawa Plaza
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Prepared By:

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Submitted on:

v.0 - Mar. 24, 2017
v.1 - Mar. 28, 2017
v.2 - Feb. 5, 2018
v.3 - Mar. 7, 2018
v.4 - Mar. 26, 2018



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1. INTRODUCTION

Prologis is the leading global owner, operator, and developer of logistics real estate. We serve manufacturers, retailers, e-commerce businesses, transportation companies, and logistics providers with the facilities that support local, regional and global trade. Our buildings are located close to transportation infrastructure such as railways, seaports, highways, and airports. We provide our customers with best-in-class facilities and have a long history of industry-leading corporate governance and transparency.

As the ground lessee of 58 acres of the City's former Oakland Army Base site (OAB) property for the next 66 years, we intend to be good stewards of the land, and recognize the concerns of the West Oakland community we and our tenants will operate in. Prologis is also committed to the success of our business and the success of our customer's businesses who occupy our buildings. Working towards the goals for improved air quality will require coordination and collaboration from all stakeholders, to plan and implement initiatives that are impactful, practical, and feasible.

1.1 Purpose of the Operational Air Quality Plan

The purpose of the Operational Air Quality (AQ) Plan is multifaceted:

- To provide clarity and determine applicability of Project Standard Conditions of Approval and Mitigation Measures (SCA/MMs) related to air quality.
- To provide clear direction for our Project tenant(s); and establish operation requirements that tenants must use for Tenant Improvements (TI) and on-going operations.
- To provide a documented path of compliance for the SCA/MMs relating to air quality and MM PO-1, which involves public outreach to various stakeholders.

The Oakland Army Base Redevelopment (OARB) project was approved in 2002, and then refined with an IS/Addendum in 2012. In both of these documents, the goals and mitigations were very broad, attempting to cast a wide net over a master plan level development that was still in the conceptual stage. One of the objectives of the Operational Air Quality Plan (Plan) is to clarify and distill which requirements apply to this particular Project, to clarify any vagueness in the applicable SCA/MMs and comply with the mitigation measures. The City of Oakland, as the lead agency under the California Environmental Quality Act (CEQA), will be the governing body determining compliance with the Mitigation Measures.

- This document applies to all tenants occupying any portion of the three Prologis warehouse buildings at the former Oakland Army Base. Such buildings are located at the Northeast Gateway, the East Gateway and the New Central Gateway sites.

- This document provides programmatic-level requirements, design, and operating parameters for tenants regarding air quality impacts and energy conservation.
- Tenants are required to comply with all applicable state and regional air quality regulations and are required to implement the components of this document.
- Tenants will be required to demonstrate how compliance is achieved on the specific user level.
- This Plan will become a component of Tenant Lease documents.

Compliance with the Operational AQ Plan will be deemed compliant with the Project SCA/MMRPs. The City of Oakland, as lead agency, will be the approving body determining compliance.

2. PROJECT DESCRIPTION

Prologis' Oakland Global Logistics Center consists of three sites within the City's portion of the Oakland Army Base Redevelopment project. The subject Project of this Operational Air Quality Plan consists of three (3) buildings located on each of these three sites.

- Building 1 is a 256,136 square foot cross dock facility situated on the Northeast Gateway, a 16.12 acre parcel bounded to the North by W. Grand Ave. and the I-80/880 flyover, to the West by Maritime St., and to the South/East by New Burma Road (to be renamed Admiral Robert Toney Way). The shell of the building was completed in October, 2017, and construction of the interior elements of the building have not yet begun. At this time, (first quarter 2018) no tenant(s) have been identified for this warehouse. The address of this building is 55 Admiral Robert E Toney Way.
- Building 2 is a planned 232,785 square foot front load building with rail along the entire back portion of the building situated on the Southeast Gateway, a 14.1 acre parcel bounded to the North by Admiral Robert E Toney Way and to the West by Maritime St. Plans have been submitted and are currently under review by the City of Oakland for all necessary permits to construct with an anticipated construction start of Summer 2018. The address for this building is anticipated to be 2000 Maritime St.
- Building 3 is a planned 188,000 s.f. front load building on a portion of the Central Gateway Site not developed with the ConGlobal use. This site is an 11.5 acre site bounded by Maritime to the East and Burma Road to the North. The address is anticipated to be 2001 Maritime St.

See Fig. 1 for Site Plan.

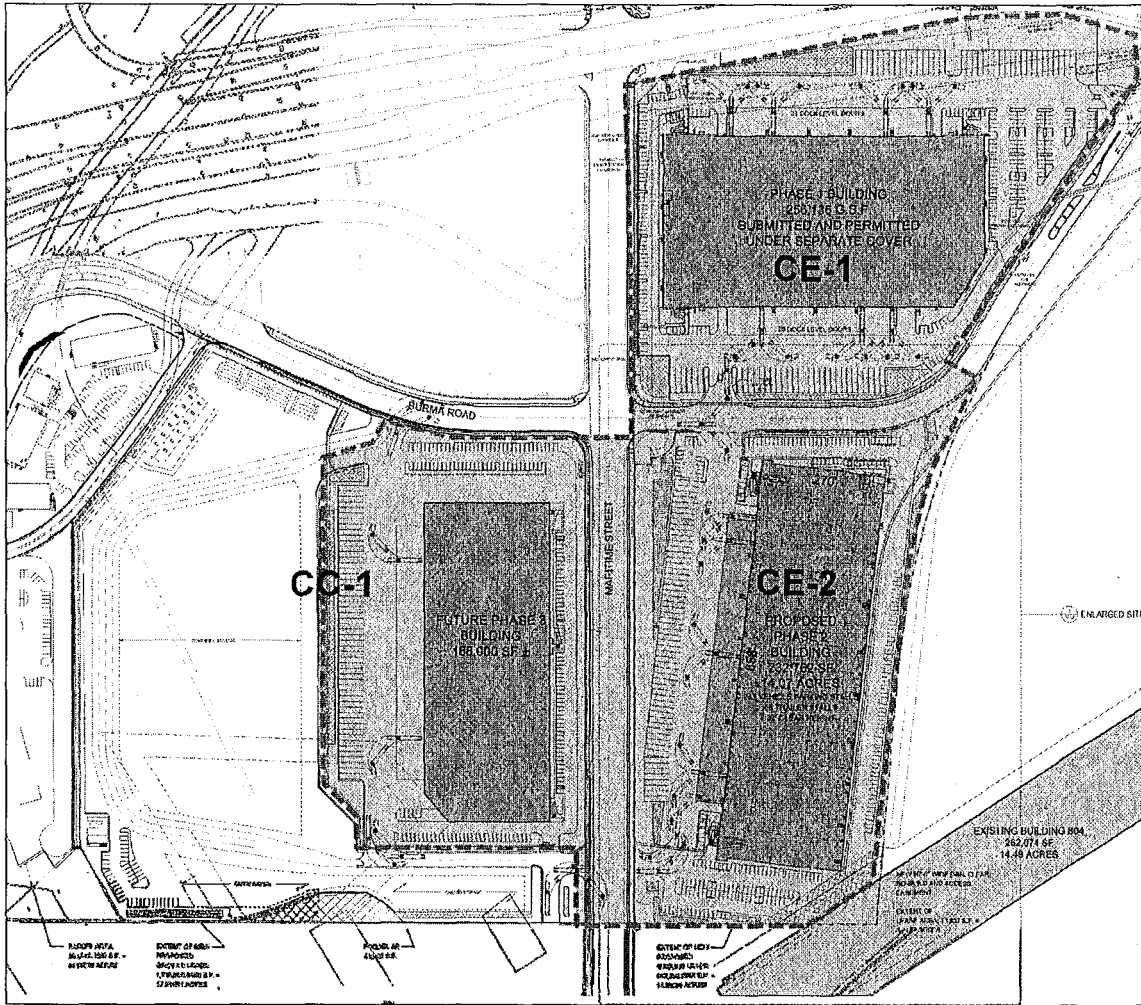


Figure 1: Site Plan – Overall Site

3. SCA/MMRP REQUIREMENTS

The California Environmental Quality Act (CEQA) review process for the OARB project at master plan level resulted in the Standard Conditions of Approval and Mitigation Monitoring and Reporting Program (SCA/MMRP), which was based on the Initial Study/Addendum (IS/A) prepared for the 2012 OARB Project. The revised and final version of the SCA/MMRP was approved by the City Council on July 16, 2013 and supersedes the previous version (dated October 15, 2012).

This Operational AQ Plan will focus on the air quality impacts and those certain conditions of approval and mitigation measures identified to be part of the stakeholder engagement process detailed in

mitigation measure public outreach one (MM PO-1). See Appendix A for full text from the applicable pages in the 2013 SCA/MMRP.

Table 1 below lists the air quality related SCA/MMs from MM PO-1. Under direction from the City, Prologis bifurcated these SCA/MMs into construction vs. operational requirements. Prior to receiving the building shell and sitework permits for the Project, Prologis prepared (and the City approved) the Construction Management Plan, which addresses the construction related air quality SCA/MMs. This document focuses on the items below with the response method labeled with "Ops Plan." In addition, this Operational AQ Plan covers SCA AIR-3 and GCC-1, which are not subject to public outreach but are part of the air quality related SCA/MMRPs.

Table 1: Summary of Response to MM PO-1 Stakeholder Items

SCA/MM #	Description	Response Method
AIR-1	Construction Management Plan	Construction Mgmt Plan
AIR-2	Construction Related Air Pollution Controls	Construction Mgmt Plan
TRANS-2	Construction Traffic & Parking	Construction Mgmt Plan
MM 4.3-13	Traffic Control Plan – Hazmat	Construction Mgmt Plan
MM 4.4-6	Energy Conserving Fixtures/Design	Ops Plan
MM 4.3-7	Truck Management Plan	Fair Share Plan
MM 4.4-4	Truck Diesel Emissions Reduction Plan	Ops Plan/Fair Share Plan
MM 4.4-5	Transportation Control Measures	Ops Plan/Fair Share Plan
TRANS-1	Parking and Transportation Demand Mgmt	CMP/Ops Plan/Fair Share Plan
MM 5.4-1	Demonstration Projects	Ops Plan
MM 4.4-3b	Maritime/Rail Related Emissions	NOT APPLICABLE*

*MM4.4-3b applies only to West Gateway and Railroad ROW; Prologis is not a party to these areas.

4. OPERATIONAL AIR QUALITY PLAN ELEMENTS

There are five components of the Operational Air Quality Plan with an indication of which SCA/MM each element addresses:

- 4.1) Truck and Equipment Diesel Emission Reduction Program (MM 4.4-4)
- 4.2) Sustainable Design and Construction (SCA TRANS-1, MM 4.4-6, SCA AIR-3)

4.3) Transportation Control Measures and Parking/Transportation Demand Management (SCA TRANS-1, , MM 4.4-5)

4.4) Encourage, Lobby, and Participate in Emission Reduction Demonstration Projects (MM 5.4-1)

4.5) Technology Review Program

4.1 Truck and Equipment Diesel Emission Reduction Program

The requirements listed below will reduce the diesel emissions including diesel particulate matter and nitrogen oxides produced during the operation of these warehouses.

4.1.1) Drayage Trucks¹ – If a truck entering the site of each warehouse is transporting cargo to or from the maritime terminals, an intermodal rail yard, or property of the Port of Oakland, the trucks doing so must comply with the Drayage Truck Regulation (DTR) of the California Air Resources Board (CARB) which is in effect at the time of operation of the truck(s). See California Air Resource Board’s Drayage Truck Regulation for more details, including truck engine year requirements and truck registry requirements.

4.1.2) On-Road Trucks – All diesel trucks with a gross vehicle weight rating over 14,000 pounds entering the site of each warehouse which are not transporting cargo directly to or from the Port of Oakland or an intermodal rail yard must comply with the Truck and Bus Regulation of CARB which is in effect at the time of operation of the truck(s).

4.1.3) Trucks with transport refrigeration units (TRUs) – If a truck has a trailer or van mounted TRU that is capable of plugging into dock power, then the tenant(s) shall require the operator of the truck to plug into the available dock power when loading, unloading and parked at the truck dock.

4.1.4) Cargo Handling Equipment (CHE) -

a. All CHE (eg. Yard hostlers/exterior forklifts) must be low emissions equipment. In 2018, this includes Tier 4i or Tier 4 diesel equipment, electric, propane and alternative fueled equipment.

b. All CHE must comply with CARB Off-Road Diesel Vehicle Regulations.

c. Any new CHE with 25 horsepower or greater purchased or leased by Tenant(s) following their initial occupancy shall meet or exceed standard in place at that time of this plan approval, or shall be electric or alternative fueled equipment.

d. Tenant shall consider alternative fuel or electric CHE as part of a pilot program, or once such equipment is commercially available, economically feasible and practical for application for Tenant’s intended use.

e. All off-road equipment shall be properly serviced such that the Tier 4 or Tier 4i emission standards are maintained throughout the life of the equipment.

¹ Drayage trucks are defined by CARB as diesel-fueled Class 7 or Class 8 Trucks with gross vehicle weight rating 26,001 lbs. or more that transport cargo, containers, or chassis to or from a port or intermodal rail yard in CA.

4.1.5) Material Handling Equipment -

- a. All MHE (eg. Interior forklifts/reach trucks) shall be electric, propane or alternative fuels. Electric equipment shall have the capability to charge from building power.
- b. If MHE powered by alternative fuels such as biodiesel, CNG or LNG become commercially available, economically feasible and practical for Tenant's intended use, it may also be used.

4.1.6) Idling Rules - All trucks and diesel CHE shall be prohibited from idling more than 2 minutes when loading and unloading, staging, or when not in active use for extended periods of time. Exemptions from the two-minute would be allowed when required for safety and when equipment is in use.

4.1.7) Management of Loading Docks - If truck idling times become longer than two minutes then an appointment system or dock management system shall be implemented so that queuing and truck idling times are reduced to two minutes.

4.1.8) CARB Compliance –

- a. Comply with applicable air quality regulations for heavy duty-diesel trucks including, but not limited to, the Air Resources Board's (ARB) Tractor-Trailer Greenhouse Gas Reduction Regulation, Periodic Smoke Inspection Program, Drayage Regulation or Statewide Truck and Bus Regulation.
- b. All truck fleets owned by tenants in this building shall provide proof of compliance through CARB certificates of compliance and copies of annual smoke test results.
- c. If tenant(s) are transporting refrigerated cargo, then the CARB Transport Refrigeration Regulation applies².
- d. Compliance with all applicable CARB regulations for off-road diesel equipment used on this site is required.

4.2 Sustainable Design and Construction

Sustainable design of tenant improvements has a beneficial impact on long-term emissions reduction, improved air quality and reduced energy consumption. Tenants are required to comply with all applicable state and regional air quality regulations and are required to implement the following:

4.2.1) LEED Gold – The core and shell of the building is achieving a "Gold" level certification per the United States Green Building Council's (USGBC's) Leadership in Environmental and Environmental Design (LEED) rating system as required by Oakland's Green Building Ordinance. As part of the Gold level Core and Shell certification, it is expected that the tenant improvements (TI) will be performed under a separate scope and includes a provision to include certain sustainable design measures in the TI not a part of the shell build-out. Tenant must follow the design guidelines set forth under LEED Gold Core and Shell system. This LEED addenda shall be included as an exhibit to the lease. Draft version is attached as Appendix B, and includes requirements such as:

- Bike storage, changing rooms and showers

² TRU Regulation Order available at: https://www.arb.ca.gov/diesel/tru/documents/fro_10-16-12.pdf

- Low flow plumbing fixtures
- Energy efficient lighting (LED)
- Additional ventilation
- Recycling mandate

Tenant is also encouraged, but not required, to obtain LEED-CI (Commercial Interiors) certification, preferably also at a Gold level.

4.2.2) Title 24 Compliance – New tenant construction shall meet Title 24 (Building Energy Efficiency Program) of the International Building Code (IBC)/California Code of Regulations (CCR) to satisfy Mitigation Measure 4-4.6. This will be required in order to obtain a building or TI permit from the City of Oakland.

4.2.3) Renewable Energy –

- Tenants are highly encouraged to provide a renewable energy system or combination of systems (solar/wind/mechanical/tidal/hydrogen) designed to offset 20% of building’s annual electrical consumption.
- Rooftop solar photovoltaic (PV) power is preferred.
- The shell building roof structure has been designed to support an additional 3 pounds per square foot (PSF) of solar panel load.
- The electrical rooms have been sized for additional future solar PV infrastructure.
- Conduit for additional electrical capacity has been installed on the site, coming into the parking lot for future charging of electrical cargo handling equipment and electric trucks.
- PG&E’s Net Energy Metering 2.0 released in December 2016 allows commercial PV systems greater than 1MW. A guidance document for PG&E net metering is attached as Appendix C.

4.2.4) Electrical Power and Outlets at Loading Docks – It is not yet known who the tenant(s) of these buildings will be, nor is it known if users of these buildings will have refrigerated product. If any portion of the tenant’s space is used for refrigerated product, the loading docks serving the refrigerated areas of the building shall be equipped with industrial refrigerator container (reefer) outlets for the purpose of providing truck operators the ability to shut off main engines while maintaining power to the Transport Refrigeration Unit (TRU) and other internal systems. This requirement applies to facilities that will receive or send refrigerated containers.

4.3 Transportation Control Measures & Parking/Transportation Demand Management

BAAQMD has identified Transportation Control Measures (TCMs) in MM4.4-5 that could be initiated and implemented by the City and the Port for the OARB project as part of a fair share program with the Port and other developers.

Transportation Control Measures

Separate from a fair share program, each tenant is required to implement BAAQMD TCMs 9, 11, and 13 per MM 4.4-5:

9 – Preferential parking for carpool and vanpool vehicles are provided per LEED standards.

11 – Secure, weather protected bicycle parking is provided via bike lockers.

13 – Showers and lockers will be part of the TI per the LEED Addendum detailed in Appendix B.

- Electrical vehicle charging stations for cars as well as conduit in place for potential of future truck charging stations.

4.3.1) Fair Share Participation – In addition, tenant may be required to contribute to fair share funded TCM programs, as described in MM 4.4-5. City shall take lead on establishing Fair Share Plan, and implementing a fair and equitable allocation amongst projects.

4.3.2) Parking and Transportation Demand Management – Tenant shall prepare and implement a Parking and Transportation Demand Management Plan per SCA TRANS-1, consistent with the number of onsite employees, with the goal of reducing drive-alone commute trips during the peak traffic periods.

4.4 Participation in Emissions Reduction Demonstration Projects

In order to prioritize the potential for further emissions reductions resulting from operations, tenant shall demonstrate active involvement in evaluating newer technologies and participation in demonstration projects.

4.4.1) Demonstration Projects – Tenant shall consider, evaluate, and potentially participate in emission reduction demonstration projects that promote technological advances in improving air quality. Examples of some demonstration projects include: hybrid electric yard hostlers, biodiesel powered yard equipment, CNG/LNG technology implementation, energy generation via mechanical systems using truck weight to generate electricity.

Tenant is encouraged to suggest innovative and cleaner technology from operations in other locations where tenant may work in.

4.5. Technology Review Program

All tenants shall use cleaner technology over time as it becomes available, practical and economically feasible. To accomplish this, each tenant shall review new technology every three years and with equipment turnover (prior to acquisition of, or lease of, additional or replacement off-road equipment to see if zero or near-zero equipment is economically feasible and practical. Tenant shall investigate and make part of such analysis, any grant, voucher or other type of program that would help offset cost and / or otherwise make such equipment available, practical and economically feasible.

If the technology review demonstrates that new technology/equipment will be effective in substantially reducing the emissions, is available, practical and economically feasible, then the tenant shall implement such technology within 12 months.

5. PLAN IMPLEMENTATION

Each tenant in the Project shall submit, as part of the Tenant Improvement Plans, documentation and a summary of how tenant intends to comply with each element of the Operational AQ Plan. City staff will be responsible for reviewing and approving the method of compliance noted by the Tenant. The Compliance Summary can be included on the plans or as a separate document. An example of a Compliance Summary Table is below:

Table 2 – Operational AQ Plan Compliance Summary Table Example

ID	Description of Plan Element	Compliance Method/Description	Expected Date of Implement
4.1	T/E Diesel Emission Reduction		
	4.1.1 – Drayage Trucks	[provide truck fleet info]	
	4.1.2 – On Road Trucks	[provide truck fleet info]	
	4.1.3 – Trucks with TRUs	[provide signage or policy]	
	4.1.4 – Cargo Handling Equipment	[provide CHE fleet info; participate in CARB DOORS program]	
	4.1.5 – Material Handling Equipment	[provide MHE info]	
	4.1.6 – Idling Rules	[reference plan sheets showing idling policy signage or provide other means of communicating idling policy]	
	4.1.7 – Dock Management	[provide a plan to monitor truck deliveries and potential queuing]	
	4.1.8 – CARB Compliance	[provide fleet info]	
4.2	Sustainable TI Design		
	4.2.1 – LEED Gold Compliance	[reference plan sheets or submittals where LEED Addenda items are shown]	
	4.2.2 – Title 24 Compliance	[provide statement on sheet indicating T24 compliance]	
	4.2.3 – Renewable Energy	[if proposed, describe solar PV or other onsite renewable energy system – how many kW, expected generation]	
4.3	Transportation Control Measures		

	4.3.1 – Fund Fair Share Programs	[City to assess fair share once program is implemented]
	4.3.2 – Parking/TDM Program	[provide a plan to reduce employee single-driver traffic]
4.4	Demonstration Projects	
	4.4.1 – Demo Projects Participation	[provide any demonstration projects]
4.5	Technology Review	
	4.5.1 – Technology Review Program	[provide periodic updates over time]

Timing to implement most of these plan elements will happen as the tenant improvements are constructed or as operations begin. However, Prologis nor the tenant controls the implementation timing of the fair share program elements. The fair share elements are City led programs.

From time to time, tenant may be required to provide reporting on the progress or maintenance of various plan elements (for example, updating truck fleet as new vehicles are purchased). Any update requests shall be initiated by the City and tenant shall endeavor to provide the requested information.

6. CONCLUSION

This Operational Air Quality Plan accomplishes goals consistent with the BAAQMD guidance of:

- Meeting the spirit and letter of the mitigation program
- Providing measurable, quantifiable, results
- Protecting health of nearby workers and residents

Prologis and its tenants look forward to working with the City and other stakeholders to meet the Project compliance and mitigation goals.

Appendix A - Air Quality Related SCA/MMRP's

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/ Monitoring:	
		Schedule	Responsibility
	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. It is not the intent of this measure to completely eliminate shade in these areas, but to reduce shade to the maximum extent feasible.		
Air Quality			
1. Would the project conflict with or obstruct implementation of the applicable air quality plan?	<p>SCA AIR-2: Construction-Related Air Pollution Controls (Dust and Equipment Emissions): During construction, the project applicant shall require the construction contractor to implement all of the following applicable measures recommended by the Bay Area Air Quality Management District (BAAQMD):</p> <ul style="list-style-type: none"> a) Water all exposed surfaces of active construction areas at least twice daily (using reclaimed water if possible). Watering should be sufficient to prevent airborne dust from leaving the site. Increased watering frequency may be necessary whenever wind speeds exceed 15 miles per hour. Reclaimed water should be used whenever possible. b) Cover all trucks hauling soil, sand, and other loose materials or require all trucks to maintain at least two feet of freeboard (i.e., the minimum required space between the top of the load and the top of the trailer). c) All visible mud or dirt track-out onto adjacent public roads shall be removed using wet power vacuum street sweepers at least once per day. The use of dry power sweeping is prohibited. d) Pave all roadways, driveways, sidewalks, etc. as soon as feasible. In addition, building pads should be laid as soon as possible after grading unless seeding or soil binders are used. e) Enclose, cover, water twice daily or apply (non-toxic) soil stabilizers to exposed stockpiles (dirt, sand, etc.). f) Limit vehicle speeds on unpaved roads to 15 miles per hour. g) Idling times on all diesel-fueled commercial vehicles over 10,000 lbs. shall be minimized either by shutting equipment off when not is use or reducing the maximum idling time to five minutes (as required by Title 13, Section 2485, of the California Code of Regulations. Clear signage to this effect shall be provided for construction workers at all access points. h) Idling times on all diesel-fueled off-road vehicles over 25 horsepower shall be shall be minimized either by shutting equipment off when not is use or reducing the maximum idling time to five minutes and fleet operators must develop a written idling policy (as required by Title 13, Section 2449 of the California Code of Regulations.) i) All construction equipment shall be maintained and properly tuned in accordance with the manufacturer's specifications. All equipment shall be checked by a certified mechanic and determined to be running in proper condition prior to operation. j) Post a publicly visible sign that includes the contractor's name and telephone number to contact regarding dust complaints. When contacted, the contractor shall respond and take corrective action within 48 hours. The telephone numbers of contacts at the City and the BAAQMD shall also be visible. This information may be posted on other required on-site signage. 	Ongoing throughout demolition, grading, and/or construction	City/Port

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/ Monitoring:	
		Schedule	Responsibility
	<p>k) All exposed surfaces shall be watered at a frequency adequate to maintain minimum soil moisture of 12 percent. Moisture content can be verified by lab samples or moisture probe.</p> <p>l) All excavation, grading, and demolition activities shall be suspended when average wind speeds exceed 20 mph.</p> <p>m) Install sandbags or other erosion control measures to prevent silt runoff to public roadways.</p> <p>n) Hydroseed or apply (non-toxic) soil stabilizers to inactive construction areas (previously graded areas inactive for one month or more).</p> <p>o) Designate a person or persons to monitor the dust control program and to order increased watering, as necessary, to prevent transport of dust offsite. Their duties shall include holidays and weekend periods when work may not be in progress.</p> <p>p) Install appropriate wind breaks (e.g., trees, fences) on the windward side(s) of actively disturbed areas of the construction site to minimize wind blown dust. Wind breaks must have a maximum 50 percent air porosity.</p> <p>q) Vegetative ground cover (e.g., fast-germinating native grass seed) shall be planted in disturbed areas as soon as possible and watered appropriately until vegetation is established.</p> <p>r) The simultaneous occurrence of excavation, grading, and ground-disturbing construction activities on the same area at any one time shall be limited. Activities shall be phased to reduce the amount of disturbed surfaces at any one time.</p> <p>s) All trucks and equipment, including tires, shall be washed off prior to leaving the site.</p> <p>t) Site accesses to a distance of 100 feet from the paved road shall be treated with a 6 to 12 inch compacted layer of wood chips, mulch, or gravel.</p> <p>u) All equipment to be used on the construction site and subject to the requirements of Title 13, Section 2449 of the California Code of Regulations ("California Air Resources Board Off-Road Diesel Regulations") must meet Emissions and Performance Requirements one year in advance of any fleet deadlines. The project applicant shall provide written documentation that the fleet requirements have been met.</p> <p>v) Use low VOC (i.e., ROG) coatings beyond the local requirements (i.e., BAAQMD Regulation 8, Rule 3: Architectural Coatings).</p>		
	<p>Mitigation 4.4-3a: The Port shall develop and implement a criteria pollutant reduction program aimed at reducing or off-setting Port-related emissions in West Oakland from its maritime and rail operations to less than significant levels, consistent with applicable federal, state and local air quality standards. The program shall be sufficiently funded to strive to reduce emissions from redevelopment related contributors to local West Oakland air quality, and shall continually reexamine potential reductions toward achieving less than significant impacts as new technologies emerge. The adopted program shall define measurable reductions within specific time periods.</p> <p>This program shall be periodically reviewed and updated every one to three years, corresponding to regular updates of the CAP. The review and update shall include, and not be limited to, an assessment of any potential new strategies, a reassessment of funding requirements, technical</p>	Prior to starting operations	Port

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/ Monitoring:	
		Schedule	Responsibility
	<p>feasibility, and cost benefit assumptions. Periodic updates shall be submitted to the City/Port Liaison Committee or its equivalent.</p> <p>The pollutant reduction program shall give priority to emission reduction strategies that address PM₁₀ emissions, but shall also provide for reductions in NO_x and ROG emissions. The emission reduction program shall include a list of potential emission reduction strategies. Strategies that shall be included in the program and implemented over the buildout period include:</p> <ul style="list-style-type: none"> • The Port shall expand its existing cargo handling equipment re-powering and retrofiting program (part of the Berths 55-58 Project air quality mitigation program) to include marine and rail terminal yard equipment added or relocated as part of redevelopment build-out. • The Port shall extend its grant program (part of the Berths 55-58 Project air quality mitigation program) to provide financial incentives to tugboat operators at New Berth 21 and other Port facilities to implement emission reduction control measures or to replace tugboat engines to low NO_x technology. • The Port shall require rail terminal operators to use switch engines at the New Intermodal Facility that comply with federal air emission regulations for diesel operated locomotives as set forth in federal air regulations. In addition, the rail terminal operator and the Port are to exchange information with the goal of investigating options to accelerate compliance with Tier 0, 1 and 2 requirements of the federal regulations. • The Port shall not preclude in its design of the New Intermodal Facility the installation of an alternative fueling station and shall to the extent feasible accommodate such a fueling station. • The Port shall encourage ships to implement source control technologies when in the port area (such as reduced hoteling). <p>Other strategies to be included in the Port criteria pollutant reduction program when technically and economically feasible, include:</p> <ul style="list-style-type: none"> • Inclusion of an alternative fueling facility at the New Intermodal Facility. 		
	<p>Mitigation 4.4-3b (West Gateway Rail and Maritime Emissions Reduction Program): The ground lessee of the West Gateway and the Railroad Right of Way ("WG Ground Lessee") shall develop, for City review and approval, a criteria pollutant reduction program aimed at reducing or off-setting emissions from its rail-related and maritime-related operations, to the extent feasible, to less than significant levels, consistent with applicable federal, state and local air quality standards. The WG Ground Lessee shall implement the approved program and shall periodically review and update the program every one to three years, concurrently with the update of the Bay Area Clean Air Plan.</p> <p>The review and update shall include, and not be limited to, assessment of: potential new reduction strategies based on then-available technologies; funding requirements; technical feasibility; economic feasibility and cost benefit analysis. The updates shall be submitted to the City for its</p>	Prior to starting operations	City

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/Monitoring:	
		Schedule	Responsibility
	<p>review and approval. The WG Ground Lessee shall implement the City-approved, updated program.</p> <p>The program shall give priority to emission reduction strategies that address PM₁₀ emissions, but shall also provide for reductions in NO_x and ROG emissions. The emission reduction program shall include a list of potential emission reduction strategies and shall define measurable reduction goals within specific time periods. Strategies that shall be included in the program may include without limitation:</p> <ul style="list-style-type: none"> • Requiring rail terminal operators to use switch engines that comply with federal air emission regulations for diesel operated locomotives as set forth in federal air regulations. In addition, the rail terminal operator and the WG Ground Lessee to exchange information with the goal of investigating options to accelerate compliance with Tier 0, 1 and 2 requirements of the federal regulations. • Encourage ships to implement source control technologies when in the West Gateway area (such as reduced hoteling). • Working with tugboat operators to implement emission reduction control measures or to replace tugboat engines to low NO_x technology. 		
	<p>Mitigation 4.4-4: The City and the Port shall jointly create, maintain and fund on a fair share basis, a truck diesel emission reduction program. The program shall be sufficiently funded to strive to reduce redevelopment related contributions to local West Oakland diesel emissions to less than significant levels, consistent with applicable federal, state and local air quality standards, and shall continually reexamine potential reductions toward achieving less than significant impacts as new technologies emerge. The adopted program shall define measurable reduction within specific time periods.</p> <p>This program shall be periodically reviewed and updated every one to three years, corresponding to regular updates of the CAP. The review and update shall include, and not be limited to, an assessment of any potential new strategies, a reassessment of funding requirements, technical feasibility, and cost benefit assumptions. Periodic updates shall be submitted to the City/Port Liaison Committee or its equivalent.</p> <p>The diesel emissions reduction program shall include a list of potential emission reduction strategies that shall include on-site Port improvements and/or practices; loan, grant or incentive-based programs; and on-going studies.</p> <p>Strategies that shall be included in the diesel emissions reduction program and implemented over the build-out period include the following:</p> <ol style="list-style-type: none"> 1. On-site Port improvements. <ul style="list-style-type: none"> • Configure truck parking in the Port to minimize traffic interference and reduce idling times. 	Prior to operations	City/Port

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/ Monitoring:	
		Schedule	Responsibility
	<ul style="list-style-type: none"> • Allow easy access to a truck parking facility at the Port 24-hours a day. • Synchronize traffic lights in the Port area to reduce congestion (requires coordination with the City). <p>2. City/Port loan or grant/incentive programs for local businesses or entities.</p> <ul style="list-style-type: none"> • Provide incentives for re-powering, retrofitting, electrifying, or switching to alternative fuels to local businesses, franchises or truck fleets operating in West Oakland. Such businesses may include, for example, locally owned and operated trucking operations, refuse and recycling collection vehicles, school buses, Port and/or City fleet vehicles, and US Mail trucks. <p>Other strategies to be included in the diesel emissions reduction program to be examined and incorporate when technically and economically feasible, include the following:</p> <p>1. On-site Port improvements.</p> <ul style="list-style-type: none"> • Allow trucks using alternative fuels to the head of queues or have separate gate entrances. <p>2. On-going studies.</p> <ul style="list-style-type: none"> • Explore methods to minimize truck idling times at the Port. • Explore and encourage the use of alternative fuels for Port marine, rail and truck operations. • Propose and fund a random roadside heavy duty diesel vehicle (HDDV) emissions testing program and an HDDV repair subsidy program. <p>3. City/Port loan or grant/incentive programs for local businesses or entities.</p> <ul style="list-style-type: none"> • Provide subsidies, training programs and/or voucher programs for local West Oakland businesses to conduct timing retard, compressions changes and other adjustments to diesel engines to reduce emissions. • Install oxidative catalyst and particulate traps on diesel engines with low NOx, alternatively fueled or electrified engines. 		
	<p>Mitigation Measure 4.4-5: Major developers¹ shall fund on a fair share basis BAAQMD – recommended feasible Transportation Control Measures (TCMs) for reducing vehicle emissions from commercial, institutional, and industrial operations, as well as all CAP TCMs the BAAQMD has identified as appropriate for local implementation.</p> <p>Each major developer of a subsequent redevelopment activity shall fund its fair share toward some or all of the following TCMs:</p>	Prior to operations	City/Port

¹ Defined as City, Port, and private developers whose subsequent redevelopment activity would generate more than 20,000 square feet of employment-generating land uses, or that would generate 100 or greater local jobs.

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/ Monitoring:																																	
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15	Provide neighborhood-serving shops and services within or adjacent to the 16th and Wood sub-district. <i>(Note: Not applicable to the 2012 OARB Project)</i>																																		
	Source: BAAQMD 1996, as amended through 1999. Based on Table 15: "Mitigation Measures for Reducing Motor Vehicle Emissions from Commercial, Institutional, and Industrial Projects."																																		

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/ Monitoring:															
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		Schedule	Responsibility
	<p>20. Promote Traffic Calming Measures</p> <p>Redevelopment will include traffic calming measures to the extent appropriate, consistent with the General Plan and sound traffic management of the project area.</p> <hr/> <p>Source: BAAQMD CEQA Guidelines, revised 1999 Table 5.</p> <hr/> <p>These TCMs shall be coordinated with transportation demand management (TDM) measures implemented under SCA TRANS-1.</p>		
	SCA TRANS-1: Parking and Transportation Demand Management, see Traffic and Transportation section below.		
2. Would the project violate any air quality standard or contribute substantially to an existing or projected air quality violation?	See above for SCA AIR-2 and 2002 EIR Mitigation Measures 4.4-3a, 4.4-3b, 4.4-4, 4.4-5		
	<p>SCA AIR-1: Construction Management Plan: The project applicant shall submit to the Planning and Zoning Division and the Building Services Division for review and approval a construction management plan that identifies the conditions of approval and mitigation measures to construction impacts of the project and explains how the project applicant will comply with these construction-related conditions of approval and mitigation measures.</p>	Prior to issuance of a demolition, grading, or building permit	City/Port
	<p>Mitigation 4.4-6: Title 24 of the International Building Code (IBC) requires that new construction include energy-conserving fixtures and designs. Additionally, the City and Port shall implement sustainable development policies and strategies related to new development design and construction. Implementation of IBC requirements would reduce the need for space and water heating that would emit pollutants.</p> <p>City and Port policies and strategies shall be conditioned for all new development within the redevelopment project area. Specific examples may include, and are not limited to the following:</p> <ul style="list-style-type: none"> • Wood fire heating shall be prohibited in new live/work development. • Where siting allows and where feasible, buildings shall be oriented to take advantage of passive and active climate control designs. • To the maximum extent feasible, central water heating systems shall be installed. 	Prior to issuance of a demolition, grading, or building permit	City/Port
3. Would the project result in a cumulatively considerable net increase of any criteria air pollutant for which the project region is non-attainment under an applicable federal or state ambient air quality	See above for SCA AIR-2 and 2002 EIR Mitigation Measures 4.4-3a, 4.4-3b, 4.4-4, 4.4-5 and 4.4-6		
	<p>Mitigation Measure 5.4-1: The City and the Port shall encourage, lobby, and potentially participate in emission reduction demonstration projects that promote technological advances in improving air quality.</p>	Pre-operations; Operations	City/Port

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/Monitoring:	
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standard (including releasing emissions which exceed quantitative thresholds for ozone precursors)?	<p>Such encouragement, lobbying, and participation may include the following:</p> <ul style="list-style-type: none"> • Retrofitting locomotive engines to meet current federal standards. • Using reduced sulfur fuels in ships while the ships are in the San Francisco Bay. • Treating NO_x with selective catalytic reductions. • Implementing random roadside emissions tests and develop a system of fines for trucks not in compliance with emission regulations. • Establishing emissions-based berthing fees. • Buying relatively old, highly polluting cars to take them off the road. <p>Although these programs may assist in advancing emission reduction technologies or implementing emission reduction methods, the incremental contribution of the redevelopment program would remain cumulatively considerable, and the cumulative impact on air quality remains significant and unavoidable</p>		
4. Would the project result in a cumulatively considerable net increase of any criteria air pollutant for which the project region is non-attainment under an applicable federal or state ambient air quality standard (including releasing emissions which exceed quantitative thresholds for ozone precursors)?	<p>See above SCA AIR-1, SCA AIR-2 and 2002 EIR Mitigation Measures 4.4-3a, 4.4-3b, 4.4-4, 4.4-5 and 4.4-6</p> <p><u>SCA AIR-3: Exposure to Air Pollution (Toxic Air Contaminants: Particulate Matter):</u></p> <p>A. Indoor Air Quality: In accordance with the recommendations of the California Air Resources Board (ARB) and the Bay Area Air Quality Management District, appropriate measures shall be incorporated into the project design in order to reduce the potential health risk due to exposure to diesel particulate matter to achieve an acceptable interior air quality level for sensitive receptors. The appropriate measures shall include one of the following methods:</p> <ol style="list-style-type: none"> 1) The project applicant shall retain a qualified air quality consultant to prepare a health risk assessment (HRA) in accordance with the ARB and the Office of Environmental Health and Hazard Assessment requirements to determine the exposure of project residents/occupants/users to air pollutants prior to issuance of a demolition, grading, or building permit. The HRA shall be submitted to the Planning and Zoning Division for review and approval. The applicant shall implement the approved HRA recommendations, if any. If the HRA concludes that the air quality risks from nearby sources are at or below acceptable levels, then additional measures are not required. 2) The applicant shall implement all of the following features that have been found to reduce the air quality risk to sensitive receptors and shall be included in the project construction plans. These features shall be submitted to the Planning and Zoning Division and the Building Services Division for review and approval prior to the issuance of a demolition, grading, or building permit and shall be maintained on an ongoing basis during operation of the project. <ol style="list-style-type: none"> a) Redesign the site layout to locate sensitive receptors as far as possible from any freeways, major roadways, or other sources of air pollution (e.g., loading docks, 	Prior to issuance of a demolition, grading, or building permit	City/Port

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/ Monitoring:	
		Schedule	Responsibility
	<p>parking lots).</p> <p>b) Do not locate sensitive receptors near distribution center's entry and exit points.</p> <p>c) Incorporate tiered plantings of trees (redwood, deodar cedar, live oak, and/or oleander) to the maximum extent feasible between the sources of pollution and the sensitive receptors.</p> <p>d) Install, operate and maintain in good working order a central heating and ventilation (HV) system or other air take system in the building, or in each individual residential unit, that meets or exceeds an efficiency standard of MERV 13. The HV system shall include the following features: Installation of a high efficiency filter and/or carbon filter to filter particulates and other chemical matter from entering the building. Either HEPA filters or ASHRAE 85% supply filters shall be used.</p> <p>e) Retain a qualified HV consultant or HERS rater during the design phase of the project to locate the HV system based on exposure modeling from the pollutant sources.</p> <p>f) Install indoor air quality monitoring units in buildings.</p> <p>g) Project applicant shall maintain, repair and/or replace HV system on an ongoing and as needed basis or shall prepare an operation and maintenance manual for the HV system and the filter. The manual shall include the operating instructions and the maintenance and replacement schedule. This manual shall be included in the CC&Rs for residential projects and distributed to the building maintenance staff. In addition, the applicant shall prepare a separate homeowners manual. The manual shall contain the operating instructions and the maintenance and replacement schedule for the HV system and the filters.</p> <p>B. Outdoor Air Quality: To the maximum extent practicable, individual and common exterior open space, including playgrounds, patios, and decks, shall either be shielded from the source of air pollution by buildings or otherwise buffered to further reduce air pollution for project occupants.</p>		

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/ Monitoring:	
		Schedule	Responsibility
community noise in conflict with the land use compatibility guidelines of the Oakland General Plan after incorporation of all applicable Standard Conditions of Approval?			
6. Would the project expose persons to or generate noise levels in excess of applicable standards established by a regulatory agency (e.g., occupational noise standards of OSHA)?	See above for SCA NOI-5		
7. Would the project, during either project construction or project operation, expose persons to or generate groundborne vibration that exceeds the criteria established by the Federal Transit Administration (FTA)?	See above for SCA NOI-1, SCA NOI-2, SCA NOI-3, and SCA NOI-6		
Public Outreach			
	<p>Mitigation PO-1 (Stakeholder Review of Air Quality and Trucking Plans): The City of Oakland (“City”) and Prologis CCIG Oakland Global, LLC (“Developer”) shall engage the public in the development of the following plans required by the SCA/MMRP related to potential air quality and trucking impacts on the surrounding area during construction and operation of the project (the “Subject Plans”):</p> <ul style="list-style-type: none"> • SCA AIR-1 (Construction Management Plan) • SCA AIR-2 (Construction-Related Air Pollution Controls) • Mitigation 4.3-7 (Truck Management Plan) • Mitigation 4.4-3b (Maritime and Rail-Related Emissions Reduction Plan) • Mitigation 4.4-4 (Truck Diesel Emission Reduction Plan) • Mitigation 4.4-5 (Transportation Control Measures) • Mitigation 4.4-6 (Energy-Conserving Fixtures and Designs) • Mitigation 5.4-1 (Demonstration Projects) • SCA TRANS-1 (Parking and Transportation Demand Management) • SCA TRANS-2 (Construction Traffic and Parking) • Mitigation 4.3-13 (Traffic Control Plan – Hazardous Materials) <p>a. <u>Stakeholder List</u>. The City shall maintain a list of the names and electronic mail addresses of the stakeholders that have expressed an interest in receiving information on the Subject Plans (the “Stakeholder List”). The Stakeholder List shall include the recipients of the July 3, 2013, letter related to the Construction Management Plan for the Public Improvements (which included SCA</p>	Ongoing; as stated	City

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/ Monitoring:	
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	<p>AIR-1, SCA AIR-2, SCA TRANS-2, MM 4.3-13 and SCA 4.4-6) and such additional stakeholders that submit a written request to the City to be added to the Stakeholder List.</p> <p>b. <u>Quarterly Meetings</u>. Beginning in September of 2013 and continuing until such time as the City Administrator has approved all of the Subject Plans, the City and the Developer shall jointly host quarterly meetings to discuss the status of the Subject Plans. The City and the Developer shall make a good faith effort to schedule the meetings at a day/time to maximize Stakeholder attendance. The meetings shall be noticed via electronic mail to all parties included in the Stakeholder List providing at least ten (10) calendar days' prior notice of the time and place of the meeting.</p> <p>c. <u>Notice of Plan Review</u>. The party responsible for the preparation and implementation of the applicable Subject Plan shall provide at least forty five (45) calendar days' prior notice of the date that a draft of the applicable Subject Plan shall be available for review pursuant to Item (d) below. Such notice shall be delivered via electronic mail to the parties included in the Stakeholder List. The notice shall include an express reference to the specific SCA/MMRP requiring the applicable Subject Plan. The requirement set forth in this item (c) shall not apply to the Construction Management Plan for the Public Improvements (which included SCA AIR-1, SCA AIR-2, SCA TRANS-2, MM 4.3-13 and SCA 4.4-6) because said plans were released on July 3, 2013. However, the subsequent development of plans pursuant to SCA AIR-1, SCA AIR-2, SCA TRANS-2, MM 4.3-13 and SCA 4.4-6 with respect to vertical improvements will be subject to this item (c).</p> <p>d. <u>Public Review and Comment Period</u>. Prior to approving any draft Subject Plan, the City shall provide the parties included in the Stakeholder List with seventeen (17) calendar days within which to review and provide written comments to any draft Subject Plan, and such written comments must be received by the City no later than 5:00 p.m. on the seventeenth day; provided, however, if the seventeen (17) day period expires on any day other a business day, the expiration date shall be extended to 5:00 p.m. on the next business day. The seventeen (17) day period shall be initiated by the City's electronic mail to the parties included in the Stakeholder List. During the 17-day public review and comment period the City shall make the draft Subject Plan available for public review such as posting the document on the City's website.</p> <p>e. <u>Informational Council Presentation</u>. City staff shall provide the City Council with an informational presentation of each approved Subject Plan within ninety (90) calendar days after the City Administrator's approval of such Subject Plan. Such presentation shall include a summary of the public outreach implemented pursuant to this mitigation measure and the requirements and goals of the applicable approved Subject Plan.</p>		
Public Services			
1. Would the project result in increased demand for fire protection services and first responder medical emergency services?	<p>SCA PSU-1: Underground Utilities: The project applicant shall submit plans for review and approval by the Building Services Division and the Public Works Agency, and other relevant agencies as appropriate that show all fire alarm conduits and similar facilities placed underground. The new facilities shall be placed underground along the project applicant's street frontage and from the project applicant's structures to the point of service. The plans shall show all fire water service and fire alarm facilities installed in accordance with standard specifications of the serving utilities.</p>	Prior to issuance of a building permit.	City/Port

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/Monitoring:	
		Schedule	Responsibility
	<p>for the PM peak hour.</p> <ul style="list-style-type: none"> Coordinate the signal timing changes at this intersection with the adjacent intersections that are in the same signal coordination group. 		
<p>2. At two intersections, the project would cause (a) the total intersection average vehicle delay to increase by two (2) or more seconds, or (b) an increase in average delay for any of the critical movements of four (4) seconds or more; or (c) the volume-to-capacity ("V/C") ratio exceeds 0.03 or more <u>(but only if the delay values are greater than 120 seconds of average intersection delay as delay values over 120 seconds tend to increase exponentially and are then generally considered unreliable).</u></p>	<p>Mitigation Measure 3.16-3: 7th Street & Harrison Street (#18). To implement this measure, the project sponsor shall submit plans specifications and estimates (PS&E) as detailed in Mitigation Measure 3.16-1 that are consistent with the City's standards to City of Oakland's Transportation Engineering Division for review and approval.</p> <ul style="list-style-type: none"> Optimize signal timing (i.e., adjust the allocation of green time for each intersection approach) for the PM peak hour. Coordinate the signal timing changes at this intersection with the adjacent intersections that are in the same signal coordination group. <p>The project sponsor shall fund, prepare, and install the approved plans and improvements.</p>	At issuance of first Certificate of Occupancy (CO)	City/Port
	<p>Mitigation Measure 3.16-4: 12th Street & Castro Street (#29). To implement this measure, the project sponsor shall submit plans specifications and estimates (PS&E) as detailed in Mitigation Measure 3.16-1 that are consistent with the City's standards to City of Oakland's Transportation Engineering Division for review and approval.</p> <ul style="list-style-type: none"> Optimize signal timing (i.e., adjust the allocation of green time for each intersection approach) for the PM peak hour. Coordinate the signal timing changes at this intersection with the adjacent intersections that are in the same signal coordination group. <p>The project sponsor shall fund, prepare, and install the approved plans and improvements.</p>	At issuance of first Certificate of Occupancy (CO)	City/Port
<p>3. Redevelopment would cause some roadway segments on the Congestion Management Program (CMP) to a) degrade to LOS F; or b) increase the V/C ratio by more than three percent for a roadway segment that would operate at LOS F without the project.</p>	<p>SCA TRANS-1: Parking and Transportation Demand Management: The project sponsor shall pay for and submit for review and approval by the City a Transportation Demand Management (TDM) plan containing strategies to:</p> <ol style="list-style-type: none"> Reduce the amount of traffic generated by new development and the expansion of existing development, pursuant to the City's police power and necessary in order to protect the public health, safety and welfare. Ensure that expected increases in traffic resulting from growth in employment and housing opportunities in the City of Oakland will be adequately mitigated. Reduce drive-alone commute trips during peak traffic periods by using a combination of services, incentives, and facilities. Promote more efficient use of existing transportation facilities and ensure that new developments are designed in ways to maximize the potential for alternative transportation usage. 	<p><u>For construction:</u> Prior to issuance of first permit related to construction (e.g., demolition, grading, etc.)</p> <p><u>For operation:</u> Prior to issuance of a final building permit and on-going related to submission of Parking and TDM Plan annual compliance report</p>	City/Port

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/ Monitoring:	
		Schedule	Responsibility
	<p>5. Establish an ongoing monitoring and enforcement program to ensure that the desired alternative mode use percentages are achieved.</p> <p>The project sponsor shall implement the approved TDM plan. The TDM plan shall include strategies to increase pedestrian, bicycle, transit, and carpool/vanpool use. All four modes of travel shall be considered, and parking management and parking reduction strategies should be included.</p> <p>Actions to consider include the following:</p> <ul style="list-style-type: none"> a) Inclusion of additional long term and short term bicycle parking that meets the design standards set forth in chapter five of the Bicycle Master Plan, and Bicycle Parking Ordinance, and shower and locker facilities in commercial developments that exceed the requirement. b) Construction of and/or access to bikeways per the Bicycle Master Plan; construction of priority bikeways, onsite signage and bike lane striping. c) Installation of safety elements per the Pedestrian Master Plan (such as cross walk striping, curb ramps, count down signals, bulb outs, etc.) to encourage convenient and safe crossing at arterials. d) Installation of amenities such as lighting, street trees, trash receptacles per the Pedestrian Master Plan and any applicable streetscape plan. e) Construction and development of transit stops/shelters, pedestrian access, way finding signage, and lighting around transit stops per transit agency plans or negotiated improvements. f) Direct onsite sales of transit passes purchased and sold at a bulk group rate (through programs such as AC Transit Easy Pass or a similar program through another transit agency). g) Employees or residents can be provided with a subsidy, determined by the project sponsor and subject to review by the City, if the employees or residents use transit or commute by other alternative modes. h) Provision of ongoing contribution to AC Transit service to the area between the development and nearest mass transit station. If that is not available, an ongoing contribution to an existing area shuttle service between the development and nearest mass transit station. The last option is establishment of a new shuttle service between the development and nearest mass transit station may be developed. The contribution required for the service (any option) will be based on the cost of the last option. i) Guaranteed ride home program for employees, either through 511.org or through separate program. j) Pre-tax commuter benefits (commuter checks) for employees. k) Free designated parking spaces for on-site car-sharing program (such as City Car Share, Zip Car, etc.) and/or car-share membership for employees or tenants. l) On-site carpooling and/or vanpool program that includes preferential (discounted or free) parking for carpools and vanpools. m) Distribution of information concerning alternative transportation options. 		

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/ Monitoring:	
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	<p>n) Parking spaces sold/leased separately for residential units. Charge employees for parking, or provide a cash incentive or transit pass alternative to a free parking space in commercial properties.</p> <p>o) Parking management strategies; including attendant/valet parking and shared parking spaces.</p> <p>p) Requiring tenants to provide opportunities and the ability to work off-site.</p> <p>q) Allow employees or residents to adjust their work schedule in order to complete the basic work requirement of five eight-hour workdays by adjusting their schedule to reduce vehicle trips to the worksite.</p> <p>r) Provide or require tenants to provide employees with staggered work hours involving a shift in the set work hours of all employees at the workplace or flexible work hours involving individually determined work hours.</p> <p>The project sponsor shall submit an annual compliance report for review and approval by the City. This report will be reviewed either by City staff (or a peer review consultant, chosen by the City and paid for by the project sponsor). If timely reports are not submitted, the reports indicate a failure to achieve the stated policy goals, or the required alternative mode split is still not achieved, staff will work with the project sponsor to find ways to meet their commitments and achieve trip reduction goals. If the issues cannot be resolved, the matter may be referred to the Planning Commission for resolution. Project sponsors shall be required, as a condition of approval, to reimburse the City for costs incurred in maintaining and enforcing the trip reduction program for the approved project.</p>		
4. The project would directly or indirectly cause or expose roadway users to a permanent and substantial transportation hazard due to a new or existing physical design feature or incompatible uses?	<p>Mitigation 4.3-5: Redevelopment elements shall be designed in accordance with standard design practice and shall be subject to review and approval of the City or Port design engineer.</p> <p>Through design review, the City and/or Port, as applicable, shall ensure the design of roadways, bicycle and pedestrian facilities, parking lots, and other transportation features comply with design standards and disallow design proposals that likely to result in traffic hazards. Any mitigation or redevelopment features that may directly affect Caltrans facilities shall be submitted for review by that agency.</p>	Prior to approval of PUD.	City/Port
	<p>Mitigation 4.3-7: The City and the Port shall continue and shall work together to create a truck management plan designed to reduce the effects of transport trucks on local streets. The City and Port shall fund on a fair share basis, implementation of this plan.</p> <p>The truck management plan may include, and is not limited to, the following elements:</p> <ul style="list-style-type: none"> • Analyze truck traffic in West Oakland; • Traffic calming strategies on streets not designated as truck routes designed to discourage truck through travel; • Truck driver education programs; • Expanded signage, including truck prohibitions on streets not designated as truck routes; • Traffic signal timing improvements; • Explore the feasibility of truck access to Frontage Road; 	Prior to issuance of a final building permit	City/Port

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/ Monitoring:	
		Schedule	Responsibility
<p>9. Would the project result in a substantial, though temporary, adverse effect on the circulation system during construction of the project.</p>	<p>SCA TRANS-2: Construction Traffic and Parking: The project sponsor and construction contractor shall meet with appropriate City of Oakland agencies to determine traffic management strategies to reduce, to the maximum extent feasible, traffic congestion and the effects of parking demand by construction workers during construction of this project (see also SCA TRANS-1, especially "h") and other nearby projects that could be simultaneously under construction. The project sponsor shall develop a construction management plan. The plan shall be submitted to EBMUD, the Port, and Caltrans for their review and comment ten (10) business days before submittal to the City. The project sponsor shall consider in good faith such comments and revise the plan as appropriate. The revised plan shall be submitted for review and approval by the City's Planning and Zoning Division, the Building Services Division, and the Transportation Services Division. The plan shall include at least the following items and requirements:</p> <ul style="list-style-type: none"> a) 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) Notification procedures for adjacent project sponsors and public safety personnel regarding when major deliveries, detours, and lane closures will occur. c) Location of construction staging areas for materials, equipment, and vehicles at an approved location. d) A process for responding to, and tracking, complaints pertaining to construction activity, including identification of an onsite complaint manager. The manager shall determine the cause of the complaints and shall take prompt action to correct the problem. Planning and Zoning shall be informed who the Manager is prior to the issuance of the first permit issued by Building Services. e) Provision for accommodation of pedestrian flow. f) Provision for parking management and spaces for all construction workers to ensure that construction workers do not park in on-street spaces (see also SCA TRANS-1, especially "h"). g) Any damage to the street caused by heavy equipment, or as a result of this construction, shall be repaired, at the applicant's expense, within one week of the occurrence of the damage (or excessive wear), unless further damage/excessive wear may continue; in such case, repair shall occur prior to issuance of a final inspection of the building permit. All damage that is a threat to public health or safety shall be repaired immediately. The street shall be restored to its condition prior to the new construction as established by the City Building Inspector and/or photo documentation, at the applicant's expense, before the issuance of a Certificate of Occupancy. h) Any heavy equipment brought to the construction site shall be transported by truck, where feasible. i) No materials or equipment shall be stored on the traveled roadway at any time. j) Prior to construction, a portable toilet facility and a debris box shall be installed on the site, and properly maintained through project completion. 	<p>Prior to the issuance of a demolition, grading or building permit</p>	<p>City/Port</p>

Appendix B - LEED Lease Addendum

Tenant Lease Agreement Language

for inclusion in standard Prologis lease

February 23, 2017

Oakland Global Logistics Center Building 1
Oakland, California

In order to fulfill this project's LEED Volume Program requirements, tenants will be responsible for meeting certain criteria for the LEED credits as described in this section. The criteria listed below are required of all tenants during the initial build-out of spaces within the core and shell building.

Alternative Transportation: Bicycle Storage & Changing Rooms (SS Credit 4.2)

Shower and Changing Room Facilities. In order to accommodate employees and other occupants who choose to ride their bicycles to the site, tenant will provide at least 0.002 shower and changing facilities per 1,000 SF of total building area within the building. For multi-tenant buildings, the initial build-out of the building must, as a whole, include at least 0.002 shower and changing facilities per 1,000 SF of total building area within the building.

Water Use Reduction: 20% Reduction (WE Prerequisite 1)

Water Use Reduction: 30% Reduction (WE Credit 3)

To maximize water efficiency and reduce potable water use by a minimum of 30% within the building, plumbing fixtures installed by tenants in the initial fit-out of the building will be required to utilize flush and flow rates no greater than:

- Water Closets: Maximum of 1.28 gallons per flush
- Urinals: Maximum of 0.125 gallons per flush
- Lavatory faucet: Maximum 0.5 gallons per minute flow rate
- Showerhead: Maximum 1.5 gallons per minute flow rate
- Kitchen sink faucets: Maximum of 1.5 gallons per minute flow rate

Minimum Energy Performance (EA Prerequisite 2)

Optimize Energy Performance (Energy & Atmosphere Credit 1)

The initial fit out of tenant spaces must comply with 2013 California Energy Code, including the provision that warehouse spaces shall utilize no more than 0.6 W/SF of connected lighting power.

Minimum Indoor Air Quality (IAQ) Performance (IEQ Prerequisite 1)

Increased Ventilation (IEQ Credit 2)

In the initial fit out, the tenant will install mechanical ventilation systems to meet or exceed the minimum outdoor air ventilation rates as described in the 2013 California Mechanical Code, Ventilation for Acceptable Indoor Air Quality, using the Ventilation Rate Procedure of 10 CFM/person or 0.06 CFM/SF.

Low Mercury Lighting (ID Credit)

The following standard lighting principles shall be applied in an effort to reduce the mercury in lighting for all initial tenant fit outs:

- T5 or LED lighting is required for interior warehouse lighting fixtures
- HID lighting is prohibited for any interior lighting fixtures

Storage and Collection of Recyclables (MR prerequisite 1)

The following requirements must be integrated into any project utilizing the Prologis LEED Volume Program:

1. A recycling storage and collection area must be indicated on a project drawing to demonstrate that adequate space has been made available for future tenant use in a proper location within the building
 2. The recycling storage and collection area’s size must follow the guidelines listed below
 3. The architect must review, edit (as necessary) and acknowledge the narrative provided below
- These three requirements are expanded in the following document for review and action by the architect on each volume project.

Guidance on Item #1

On the Site Plan, provide an easily-accessible dedicated area for the collection and storage materials for recycling for the entire building. Clearly indicate this area on the Site Plan and provide to the Prototype Team for review and comment.

Guidance on Item #2

Size the dedicated area for the collection and storage materials for recycling for the entire building on the Site Plan per the following minimum sizing guidelines:

Total Building Area	Minimum Size of Recycling Storage & Collection Area
Less than or equal to 200,000 SF	275 SF
Greater than 200,000 SF	500 SF

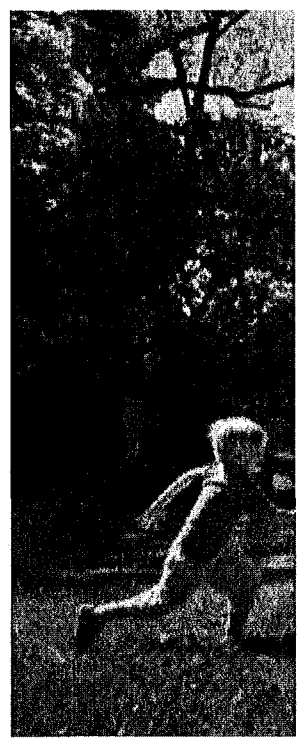
Appendix C – PG&E NEM 2.0 Guidelines

Net Energy Metering

The Net Energy Metering (NEM) program allows you to use the electricity you generate to offset the electricity provided by PG&E at your home or business. Here's how the program works:

When you generate your own electricity, your onsite electricity needs will be served first and any electricity you don't consume will be exported to the grid. You'll receive full credit for electricity exported to the grid based on your rate schedule. You can use these credits to offset PG&E charges for electricity usage throughout a 12-month period.

Please review the information in this brochure to learn more about the NEM program, including electricity pricing and rate schedules; the billing process; and available payment options. We look forward to continuing to serve you.



Electric Pricing

In your interconnection agreement, you selected a rate schedule. This pricing plan determines the rate at which you'll be charged for your net electricity usage and the rate at which you'll be credited for your net electricity generation. Under the NEM Program, you'll be credited for any energy your PG&E meter shows you exported to PG&E's electric grid in the billing period.

For more information about pricing plans, visit www.pge.com/tariffs.

Electric Rate Schedules

Residential and Small Commercial Customers

Standard Pricing Plan

The basic residential and small commercial rate plans consist of pricing per kilowatt-hour (kWh) of electricity that does not vary with the time of day it is used, but may vary by season.

- Residential (E-1)
- Small Commercial (A-1)

Time-of-Use (TOU) Pricing Plan

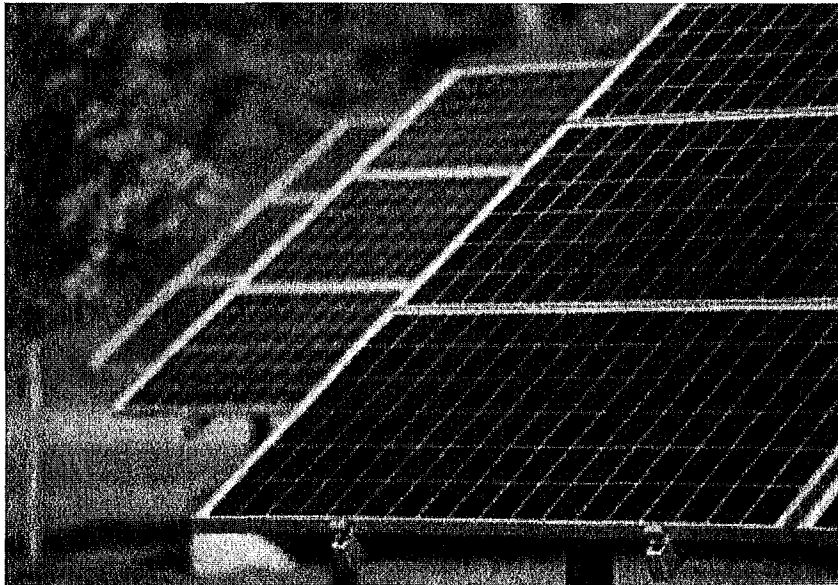
Customers have the option of a time-of-use (TOU) plan, which provides reduced pricing per kWh according to the season and time of day the energy is used. The TOU plan is best for those who can control the time of day when they consume energy and shift usage to off-peak hours rather than peak hours.

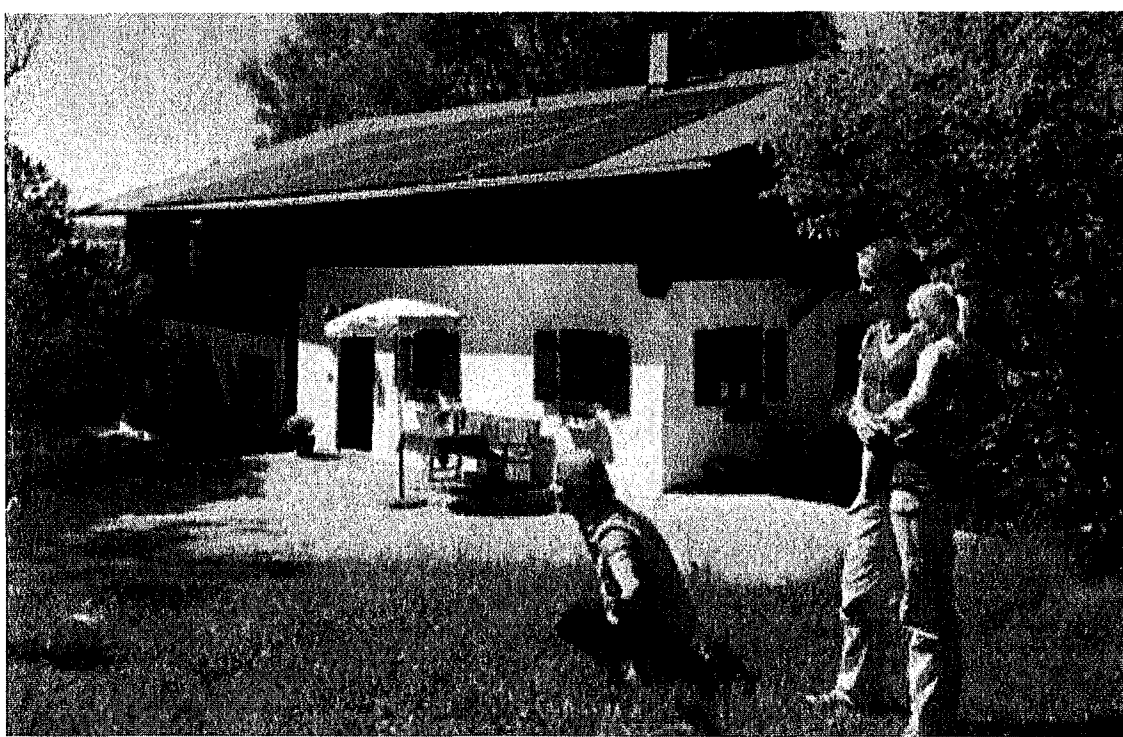
- Residential TOU (E-6)
- Small Commercial TOU (A-6)

Agricultural and Commercial/Industrial Customers

Agricultural or Medium and Large Commercial Pricing Plan

A variety of rate schedule options are available to meet the needs of agricultural, commercial and industrial customers. Plans provide pricing per kWh that varies by usage; the size of the demand (the maximum amount of kWh drawn in a given time period); and the season. A net energy meter on a TOU pricing plan collects usage, export and demand data for each TOU period.





Billing for NEM Customers

Customers in the NEM program are on a 12-month billing cycle called the "true-up period." As a NEM customer, you'll receive two bills each month:

- Your regular monthly PG&E bill, which will cover your minimum electric charges; any applicable gas charges; and non-energy charges including demand charges for medium and large non-residential customers.
- Your Net Energy Metering (NEM) Electric Statement, which provides details about your net charges and credits (based on your electric rate schedule) under the NEM program as well as your meter reads

At the end of your 12-month billing cycle, you'll receive a "true-up statement"—a reconciliation of all electric usage, charges and credits. If you have any remaining credits, that amount will be reset to zero. If you have any remaining charges, that amount will become payable on your regular PG&E bill that month.

In addition, if you generate more electricity than you use over your true-up period, you'll be eligible to receive payment for the excess electricity, called Net Surplus Compensation (NSC). The NSC rate will vary and is based on current energy market prices. As a NEM customer, you don't need to take any action to receive compensation; eligibility will be determined automatically at the end of each true-up period.

It is important to note that this compensation is different than the energy credits you may receive monthly under the NEM program. Only customers who generated more electricity than they used in total at the end of the true-up period are eligible to receive payment. You can keep track of your total net energy generation or consumption throughout the true-up period on your NEM Electric Statement by referring to the Energy True-Up History table ("Total Energy" column).

Payment Options

If you're a residential or small commercial customer, you have the option of making monthly payments for your electric charges as reflected on your NEM Electric Statement, or waiting until the end of your annual true-up period to pay any balance on your account. If you decide to make monthly payments, these payments will not be reflected in your monthly NEM Electric Statement, but will appear as a credit on your regular PG&E bill and will be applied toward your account balance. If you expect to use more energy than you generate at the end of your true-up period, you may want to pay some portion of the balance shown on your NEM Electric Statement each month to avoid getting one large bill at the end of the 12-month period.

If you're an agricultural, medium or large commercial customer, your energy payments will be due every month. This includes all non-energy charges such as demand charges, meter charges and customer charges.

How to contact us

Solar Customer Service Center:
Monday–Friday 8 a.m.–5 p.m.
1-877-743-4112

For more information
www.pge.com/solar
www.pge.com/nembilling

Frequently Asked Questions

Billing

Who should I contact for questions about my electric account or NEM bills?

Contact PG&E's Solar Customer Service Center for any account questions. The Solar Customer Service Center, available Monday–Friday from 8 a.m.–5 p.m., can be reached at **1-877-743-4112** or visit www.pge.com/nembilling.

Why am I receiving two bills?

When you become a NEM customer, you're put on a 12-month billing cycle, and you'll receive a PG&E bill and a NEM Electric Statement each month. Your regular monthly PG&E bill will include any applicable gas charges, non-energy charges and a minimum electric service charge. Your NEM Electric Statement will provide details about your NEM program charges and credits.

What are "minimum electric charges" and "non-energy charges"?

Minimum electric charges apply only in months when there is little or no electricity consumption. The purpose of the minimum electric charge is to pay for activities related to presenting the bill and associated information to the customer. These activities include reading the meter and processing the data.

Non-energy charges include monthly meter charges associated with your rate schedule and any applicable taxes and fees that are not part of the "energy" component of your rate schedule. You can view your non-energy charges by looking up your applicable rate schedule at www.pge.com/tariffs.

I've been making monthly payments. Why aren't my payments reflected in my NEM Electric Statement?

Your payments are not reflected on your NEM Electric Statement; they are reflected on your regular monthly PG&E bill. Any excess monthly payments will appear as a credit and will be applied toward your balance on your account each month until your annual true-up bill is generated.

California Solar Incentive

How do I collect my California Solar Initiative (CSI) incentive?

You should contact your contractor for the final set of documents needed to process and request your CSI incentive. If you installed the system yourself or if you need more information, email solar@pge.com to request your current status and next steps.

Excess Credits and Excess Generation

How will I receive credit for energy I send to the grid? Will I receive a payment for any remaining excess credits?

Your NEM energy meter measures the difference between the energy you export to the electric grid and the energy you take from the grid. PG&E reads the meter monthly and reports the net amount of energy exported or used on your monthly NEM Electric Statement. Each month, PG&E calculates a credit or charge based on your retail electric rate schedule. Your credits and charges are carried forward month to month within the 12-month true-up period. In the 12th billing period, your net usage charges and generation credits for the entire 12-month true-up period will be totaled. If the monetary value of the energy exported by your system equals or exceeds the monetary value of the energy you consumed, then you will have no energy charges for the true-up period. Instead, you will have only non-energy-related electric service charges. If you have any remaining monetary credit, that amount will be reset to zero.

At the end of the 12-month true-up period, will I receive a payment for any remaining excess generation?

If you generate more energy than you consume during your 12-month true-up period, you'll be eligible to receive payment for the excess electricity. This payment is called Net Surplus Compensation. It's calculated differently than the NEM credit on your NEM Electric Statement. Your household's overall net energy usage will be evaluated to determine your eligibility for Net Surplus Compensation. The rate of compensation varies and will be based on current market prices. As a NEM customer, you'll be automatically enrolled in this program.

Generators

Why do I have to notify PG&E if I add to or change the components of my generating system?

Your Interconnection Agreement requires you to notify PG&E of changes to your generating system because our engineers will need to review any changes to ensure the continued safety and reliability of the electric grid. If you have any questions, please call our Solar Customer Service Center at **1-877-743-4112**.

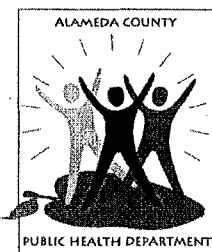
Will having my own generator ensure that I have power during a blackout?

Blackout coverage depends on how your system is configured. The contractor who installed your system should be able to provide guidance on this.

Attachment C

Public Comment Letters

Received in Response to Draft Operational Air Quality Plan for sites CE-1, CE-2 and CC-1
(commenting on the version dated March 26, 2018)



**Alameda County Health Care Services Agency
Public Health Department**

Colleen Chawla, Director
Dr. Muntu Davis, Director & Health Officer

Health Equity Policy and Planning Unit

**1000 Broadway Suite 500
Oakland, CA 94607**

**Sandi Galvez
Director
510-268-4021**

April 12, 2018

Patricia McGowan
Environmental Coordinator
City of Oakland
Bureau of Planning
250 Frank H. Ogawa, Suite 3315
Oakland, CA 94612
Via Email: PMcGowan@oaklandnet.com

Re: Comments on Prologis and ConGlobal Air Quality Operations Plans

Thank you for the opportunity to comment. The Alameda County Public Health Department is invested in addressing the health impacts from current and future Port operations to reduce longtime disparities in the West Oakland community. The City of Oakland has an opportunity to show bold leadership on sustainable development at the Oakland Army Base, while promoting health and safety. The terms of the leases with the tenants are potentially decades long, so it's important to take the opportunity now to set up strong measures in writing for our future. After reviewing the Air Quality Operations Plans for Prologis and ConGlobal, the City can do more to provide much needed relief to the West Oakland community that has been disproportionately burdened by poor air quality for decades. By using best practices and electric trucks and equipment to reduce air pollution in West Oakland, this cleans the air for all Oaklanders, particularly West Oakland residents.

Prologis Air Quality Operations Plan

Over the course of various meetings, Prologis has taken steps forward to respond to the recommendations from the Air Quality and Health Agencies, but more can be done. First, to help ensure successful implementation of the Operations Plan, the City should consider requiring Prologis to include all of these requirements into tenant lease agreements.

Regarding indoor air quality and sustainability, the building will be certified LEED Gold, which includes many health-supportive features, including a cool roof, LED lighting, encouraging reduced emissions from commutes, low VOC paints, waste reduction, reused materials, natural lighting, high efficiency air filtration, larger electric boxes and preparing for potential solar energy at the site. The Plan should include a stronger written commitment to finding tenants who will comply with the solar energy program in their operations.

Air filtration at MERV-13 rating is sufficient to filter out diesel particulates, which supports cleaner air quality for building tenants and workers, but the effectiveness is in the maintenance of the filters. The Plan should include language that requires a specific time frame and responsible party for frequent and regular replacement of the filters so that they do not become clogged and ineffective.

The Plan includes stronger diesel emissions reduction requirements for smaller equipment than diesel trucks. The Plan would be strengthened with a commitment to identifying tenants that will participate in ongoing, proactive discussions with CARB and BAAQMD to promote demonstration projects and opportunities for incentive funding for electric trucks. The following are additional points of clarification and recommendations for strengthening the requirements for diesel trucks and equipment:

- Compliance - Specify how the developer and tenants will ensure compliance with the diesel trucks and equipment requirements.
- Fuels - Encourage the use of bio-fuels by developer and tenants, when feasible.
- Transport Refrigeration Units - Include a requirement that TRUs are required to plug into dock power when the capability exists and encourage the use of TRUs that have plug-in capability.
- Regarding truck routes and idling, Prologis reduced their maximum idling limit down to 2 minutes, which is more health-protective than 3 minutes. Although the City is still developing the Truck Management Plan, the Plan should state that the developer and tenants shall comply with the Truck Management Plan and commit to complying with and supporting traffic and enforcement requirements and programs developed by the City.

ConGlobal Air Quality Operations Plan

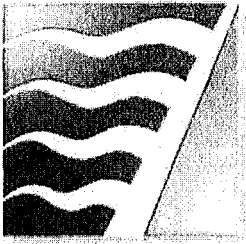
ConGlobal was successful at securing all Tier 4 cargo handling equipment, forklifts that will be propane or Tier 4 diesel powered and a yard truck that is Tier 4 and is in the process of buying an electric cargo handling equipment with grant funding from BAAQMD, which is strong mitigation for air quality. However, as the lease is at least 15 years long, the Plan would be stronger if it included a commitment to participate in ongoing, proactive discussions with CARB and BAAQMD to further promote demonstration projects and opportunities for incentive funding for electrification. Furthermore, the Plan should include a commitment to comply with and support traffic and enforcement requirements and programs developed by the City.

Regarding the administrative office building on-site, the Plan would be strengthened if it included opportunities for the building to get LEED certified or incorporate more green building standards like solar capability, like the Prologis site.

Please feel free to let me know if you have any questions.

Sincerely,

Anna Lee
Place Matters, HEPP
anna.lee@acgov.org



**BAY AREA
AIR QUALITY
MANAGEMENT
DISTRICT**

ALAMEDA COUNTY
Pauline Russo Cutter
Scott Haggerty
Rebecca Kaplan
Nate Miley

CONTRA COSTA COUNTY
John Gioia
David Hudson
(Chair)
Karen Mitchoff
Mark Ross

MARIN COUNTY
Katie Rice
(Vice Chair)

NAPA COUNTY
Brad Wagenknecht

SAN FRANCISCO COUNTY
Hillary Ronen
Tyrone Jue
(SF Mayor's Appointee)

SAN MATEO COUNTY
David Canepa
Carole Groom
Doug Kim

SANTA CLARA COUNTY
Margaret Abe-Koga
Cindy Chavez
Liz Kniss
Rod G. Sinks
(Secretary)

SOLANO COUNTY
Pete Sanchez
James Spering

SONOMA COUNTY
Teresa Barrett
Shirlee Zane

Jack P. Broadbent
EXECUTIVE OFFICER/APCO

Connect with the
Bay Area Air District:



April 12, 2018

Patricia McGowan
City of Oakland Environmental Coordinator
City of Oakland Planning and Building Department
250 Frank H. Ogawa Plaza, Suite 3315
Oakland, CA 94612

Subject: City/Prologis Operational Air Quality Plans for the Oakland Army Base

Dear Ms. McGowan:

Bay Area Air Quality Management District (Air District) staff has reviewed the two Operational Air Quality Plans (Plans) prepared for the Prologis portion of the Oakland Army Base (OAB). The Plans are intended to demonstrate compliance with the Standard Conditions of Approval (SCAs) and Mitigation Measures (MM) adopted by the Oakland City Council (City) and Port of Oakland (Port) to lessen the significant air quality impacts anticipated with buildout of the OAB. The West Oakland community is one of the most disproportionality impacted communities for Toxic Air Contaminants (TACs) and Particulate Matter (PM) in the Bay Area, and the focus of substantial efforts by the Air District and others to reduce public exposure to these emissions.

Unfortunately, the Plans submitted by the City and Prologis will only require future tenants to comply with existing regulations, and will fall short of mitigating or reducing the substantial TAC, PM and ozone precursor emissions identified in the DEIR for the OAB. The West Oakland community would therefore be subjected to a substantial increase in air pollution from activity at the OAB that will reverse years of work and millions of dollars invested in the Port and West Oakland community to reduce the public's exposure to TACs and PM.

Air District staff have participated in the public stakeholder process that was created by the City in 2013 to ensure the implementation of the SCAs and MMs to minimize air pollution from the OAB. The Air District has provided the City, Port and Prologis a detailed list of strategies that could be implemented to meet the emission reductions anticipated in the SCAs and MMs. Air District staff have also identified millions of dollars of incentive funding that could assist the City, Port and Prologis in minimizing air emissions in the West Oakland community from the OAB development. Virtually none of the strategies were made requirements in the Plans for future development.

Mitigation Measure 4.4-4 states that "The City and Port shall jointly create, maintain and fund on a fair share basis, a truck diesel emission reduction program." To address this mitigation measure, the Plans includes a number of

measures in Section 4.1, and states that “the requirements below will reduce the diesel emissions including diesel particulate matter and nitrogen oxides produced during the operation of these warehouses.” In reality, the “requirements” listed in section 4.1 will do practically nothing to “reduce” emissions below what would have already occurred due to existing regulations. Tenants will be allowed to bring in trucks and equipment that are not the cleanest available and that only meet current regulations. To “mitigate” and achieve the emission reductions expected through MM 4.4-4, the Plan could have required all trucks entering the OAB property to meet 2010 diesel emission standards; all trucks with transport refrigeration units to be capable of plugging into power at loading docks and required to plug in when at the loading dock; all cargo handling and material handling equipment to be the lowest emission equipment available at the time of occupancy, not when the tenant decides to purchase new equipment; a dock management system to have been required at time of occupancy and not when idling limits are exceeded. These and other feasible measures consistent with the requirements in the Lease Disposition and Development Agreement (LDDA) can and should be included in the Plan that would have actually “reduced” TAC and PM emissions from future development on the West Oakland community.

Since the OAB was approved in 2012, more stringent health based ambient air quality standards have been promulgated by the U.S. EPA and therefore the air quality impacts resulting from development at the OAB will be more severe on public health than the impacts identified in the OAB DEIR. In addition, AB 617 was approved by the State Legislature in 2017 which established the Community Air Protection Program. The focus of AB 617 is to reduce TAC and PM emissions and exposure in communities most impacted by air pollution. Because of the disproportionate impacts occurring within the West Oakland community, they have been selected by the Air District for the first AB 617 Community Health Protection Action Plan in the Bay Area. It is more critical now than ever for the City to ensure that development at the OAB does not unnecessarily further degrade the air quality in the West Oakland community. Approving Plans that essentially only require compliance with existing regulations does nothing to lessen the adverse impacts that will occur from future development at the OAB.

On page 11 of the Operational Air Quality Plan, the City states that the Plan accomplishes goals consistent with the BAAQMD guidance of “Meeting the spirit and letter of the mitigation program; Providing measurable, quantifiable, results; Protecting health of nearby workers and residents.” As mentioned by Air District staff at the stakeholder meeting on March 15, 2018, these Plans will not achieve these goals. These Plans are not consistent with the letter or spirit of the “Bold Vision” adopted in 2010 for development at the OAB, or the SCAs and MMs adopted by the City Council. Please remove this statement from the Plan.

Air District staff continues to be willing and ready to work with the City, Port and developers to develop a Plan that will protect the health of the West Oakland community. If you have any questions or would like to discuss Air District recommendations further, please contact Dave Vintze, Air Quality Planning Manager, at 415-749-5179, or at dvintze@baaqmd.gov.

Sincerely,



Gregory Nudd
Deputy Air Pollution Control Officer

cc: BAAQMD Director Pauline Russo Cutter
BAAQMD Director Scott Haggerty
BAAQMD Director John J. Bauters
BAAQMD Director Nate Miley
Libby Schaff, Mayor, City of Oakland
Muntu Davis, ACPHD, Director and County Health Officer
Cynthia Marvin, California Air Resources Board
Richard Grow, U.S. EPA
Ryan Fitzpatrick, U.S. DOT
Ericka Farrell, U.S. EPA
Darin Ranelletti, Deputy Director of Planning & Building, City of Oakland
Chris Lytle, Executive Director, Port of Oakland
William Gilchrest, Director of Planning & Building, City of Oakland
Elizabeth Lake, Assistant City Administrator
Ms. Margaret Gordon, West Oakland Indicators Project
Brian Beveridge, West Oakland Indicators Project

April 18, 2018

Ms. Patricia McGowan
Environmental Coordinator
Planning and Building Department
City of Oakland
250 Frank H. Ogawa Plaza, Suite 3315
Oakland, California 94612

Dear Ms. McGowan:

The California Air Resources Board (CARB) staff has reviewed the Diesel Emission Reduction and Air Quality Plan for Operations of the ConGlobal Container Depot and Repair Site and the Prologis Operational Air Quality Plan for three warehouse buildings, CE-1, CE-2, and CC-1 (collectively referred to as Plans), prepared by the City of Oakland (City). The proposed ConGlobal and Prologis facilities are located within the footprint of the former Oakland Army Base (OAB). The Plans are required as part of the 2013 approved Standards and Conditions of Approval/Mitigation and the Monitoring Report Program (SCA/MMRP) prepared for the 2012 OAB Redevelopment Initial Study Addendum (IS/Addendum). The SCA/MMRP was adopted by the City to mitigate the significant health and air quality impacts expected to occur in the West Oakland community, and the impacts to regional air quality resulting from the redevelopment of the former OAB.

As discussed at the March 21, 2018 stakeholder meeting, CARB staff finds that these Plans fail to include critical mitigation that will reduce harmful diesel particulate matter, and do not quantify the expected operational emissions and the reductions expected from implementing the proposed mitigation measures. Furthermore, the Plans do not include sufficient mitigations beyond what is already required by current regulations. CARB staff believes the City can and must do more to ensure the West Oakland community, already disproportionately impacted by freight operations, are not further exposed to harmful diesel particulate emissions. To achieve this, CARB staff strongly recommends that the City include all feasible mitigation measures necessary to reduce operational air quality and health impacts. This includes requiring that future tenants incorporate zero and near-zero emission technologies that are available now at the start of operations. This helps ensure that operations at the Prologis and ConGlobal facilities lessen the significant and unavoidable impact to air quality, as identified in the

2002 OAB Final Environmental Impact Report and 2012 IS/Addendum, by requiring all feasible¹ mitigation measures be incorporated (see Cal. Pub. Resources Code § 21081; 14 CCR § 15126.2(b)).

The State of California has recently placed additional emphasis on protecting local communities from the harmful effects of air pollution through the passage of Assembly Bill 617 (AB 617) (Garcia, Chapter 136, Statutes of 2017). AB 617 is a significant piece of air quality legislation that highlights the need for further emission reductions in communities with high exposure burdens, like those near the proposed Project. The West Oakland community is located in a designated disadvantaged community, as defined by the California Environmental Protection Agency. To that end, we urge you to ensure that the community is not adversely impacted by the operations of the Prologis and ConGlobal facilities. The latest health science tells us that we must be even more vigilant to protect children, who experience higher doses and are more sensitive to air pollution than previously understood.

Project Description

Prologis is the ground lessee of 58 acres of the City-owned, former OAB property for the next 66 years. Prologis is constructing three warehouse buildings, totaling 676,921 square feet, to lease as logistics and distribution operations. The remaining 16 acres will be leased to ConGlobal for operations of a container storage and repair facility. ConGlobal is moving its existing operations currently occupying a Port of Oakland site and relocating it to the Prologis site. The ConGlobal repair facility operations will consist of minor container repairs and paint touch-ups, a 2,500 square foot administration building, and a container wash area. The wash area will use a recycled water (gray water) system that will store and filter the water for re-use. There will also be an area for refrigerated container repair, maintenance, and temperature setting with associated container electrical plugs.

Recommended Revisions

CARB staff recommends the following revisions (applicable to both Plans) to further strengthen the proposed mitigation measures.

- 1) The City should incorporate the zero-emission technologies and implement other reduction strategies to reduce emissions and exposure, as detailed in our attached comments on the proposed Duke Warehouse Project in Perris,

¹For the purposes of CEQA, "feasible" means capable of being accomplished in a successful manner within a reasonable period of time, taking into account economic, environmental, legal, social, and technological factors. (California Code of Regulations, title 14, section 15364.)

California (Elizabeth Yura to Nathan Perez, February 24, 2017, see sections titled "Project Design Features and Mitigation Measures" and "Other Recommendations").

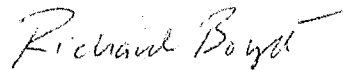
- 2) The City should quantify the expected diesel particulate emissions expected for each source (diesel trucks, equipment, etc.) and the expected reductions from each mitigation measure as compared to the 2012 IS/Addendum baseline assumptions.
- 3) The City should require that any Class 8 trucks or yard trucks operating within the City-owned properties that operate solely between the Port and Prologis sites be zero emission.
- 4) The City should require that all cargo handling equipment (CHE) used on City-owned property be zero emission given that they are currently commercially available. Furthermore, the City should remove reference to CHE as part of CARB's DOORs program, as this is a regulatory requirement for off-road equipment only, not CHE.
- 5) To ensure future operational activities do not change at either facility, the City should issue a conditional use permit that restricts operational activities to only these proposed operations as outlined in each Plan. This will help ensure that no new air quality impacts will occur. Should new operational activities occur, the City should require additional environmental review as part of a conditional use permit.
- 6) Both Plans include a Technology Review Program. ConGlobal's Plan indicates that they will conduct a technology review every three years, and, if feasible, the technology will be implemented. The Prologis Plan requires each tenant to conduct a technology review every three years. The technology review will then be implemented within 12 months, if found to be available, practical, and economically feasible. Given the advancement in technology, the City should require that these technology reviews occur every two years and be submitted to the City for evaluation and approval, in consultation with the Bay Area Air Quality Management District.

CARB staff believes our recommended changes to the Plans, will further reduce harmful diesel emissions from the long-term operations of these facilities and reduce impacts to the nearby communities. We are available to provide assistance to you in identifying zero and near-zero technologies.

Ms. Patricia McGowan
April 18, 2018
Page 4

If you have questions, please contact Robbie Morris, Air Pollution Specialist, Exposure Reduction Section at (916) 327-0006 or via email at robbie.morris@arb.ca.gov. You may also contact me at (916) 322-8285 or via email at richard.boyd@arb.ca.gov.

Sincerely,

A handwritten signature in cursive script that reads "Richard Boyd".

Richard Boyd, Chief
Risk Reduction Branch
Transportation and Toxics Division

Attachment

cc: See next page.

Ms. Patricia McGowan
April 18, 2018
Page 5

cc: Morgan Capilla
NEPA Reviewer
Ports, Housing Development, and Transportation
United States Environmental Protection Agency
Enforcement Division, Region 9
75 Hawthorne Street (ENF-4-2)
San Francisco, California 94105

Miss Margaret Gordon and
Brian Beveridge
Co-Directors
West Oakland Environmental Indicators Project
349 Mandela Parkway
Oakland, California 94607

Richard Grow, Lead
Environmental Justice Workgroup
United States Environmental Protection Agency
Region 9
75 Hawthorne Street, ENF-4-2
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Anna Lee
Work Group Coordinator
Alameda County Public Health Department
1000 Broadway, Suite 500
Oakland, California 94607

Dave Vintze
Air Quality Planning Manager
Bay Area Air Quality Management District
375 Beale Street, Suite 600
San Francisco, California 94105

Elizabeth Yura, Director
Community Protection Office
Bay Area Air Quality Management District
375 Beale Street, Suite 600
San Francisco, California 94105

ATTACHMENT



Air Resources Board



Matthew Rodriguez
Secretary for
Environmental Protection

Mary D. Nichols, Chair
1001 I Street • P.O. Box 2815
Sacramento, California 95812 • www.arb.ca.gov

Edmund G. Brown Jr.
Governor

February 24, 2017

Mr. Nathan Perez
Associate Planner
Planning Division
135 North "D" Street
Perris, California 92570

Dear Mr. Perez:

Thank you for providing the Air Resources Board (ARB) the opportunity to comment on the Notice of Preparation (NOP) for the Duke Warehouse at Southwest Corner of Indian Avenue and Markham Street (Project) Draft Environmental Impact Report (DEIR). The proposed Project consists of constructing a 668,681 square foot warehouse building and associated infrastructure on a 31-acre site.

The Project site is currently vacant land, surrounded by primarily, mixed use, commercial and industrial businesses, undeveloped agricultural land and public roads. The NOP indicates that the proposed Project is being constructed as speculative, meaning the developer will find an operator for the warehouse after the Project is entitled. Features of the proposed Project include 271 employee/visitor parking stalls, 162 truck stalls, and 104 truck docks.

Should the results of the DEIR analysis find an increase in health risk in the immediate area, the proposed Project should utilize all existing and emerging zero-emission technology and implement land use decisions that minimize diesel particulate matter (PM) exposure to the neighboring community. The final Project conditions should provide for the use of those technologies now and in the future. This will serve to better protect the health of nearby residents from the harmful effects of fine particle pollution, including diesel PM, and help achieve emission reductions required to attain air quality standards for all pollutants and reduce greenhouse gases.

Additionally, a full health risk assessment should be conducted and the air quality and health risk assessment should use both the existing conditions baseline and a future conditions baseline.

The energy challenge facing California is real. Every Californian needs to take immediate action to reduce energy consumption. For a list of simple ways you can reduce demand and cut your energy costs, see our website: <http://www.arb.ca.gov>.

California Environmental Protection Agency

Furthermore, the DEIR should include an analysis of the significant cumulative impacts of the proposed Project for both operational and construction air quality impacts (California Environmental Quality Act (CEQA) Guidelines, Section 15130). Cumulative impact is referred to as "two or more individual effects which, when considered together, are considerable or which compound or increase other environmental impacts" (CEQA Guidelines Section 15355).

Project Design Features and Mitigation Measures

If the results of the DEIR analysis find an increase in health risk, the majority of the potential localized cancer risk for the proposed Project will likely be attributable to an increase in diesel PM from the construction and long-term operation of the facility. Consequently, ARB staff recommends actions to support the deployment of zero and near-zero emission technology to reduce localized health risk and regional emissions. If the analysis shows significant health or air quality impacts, the following project design features should be included and/or further developed as a mitigation measure:

- 1) Incorporate zero and near-zero emission technologies that are commercially available now and in the future. Support the deployment of zero emission technologies including zero emission (such as battery electric or fuel cell electric) forklifts, battery electric and hybrid electric medium-duty trucks to the fullest extent feasible. These technologies are commercially available today. Additional advancements, especially for on-road trucks, are expected in the next three to five years. ARB's Technology and Fuels Assessments provide information on the current and projected development of mobile source technologies and fuels, including current and anticipated costs at widespread deployment. The assessments can be found at <http://www.arb.ca.gov/msprog/tech/tech.htm>.
- 2) Implement, and plan accordingly for, the necessary infrastructure to support the zero emission and near-zero emission technology vehicles and equipment that will be operating onsite. This includes physical (e.g. needed footprint), energy, and fueling infrastructure for construction equipment, on-site vehicles and equipment, and medium-heavy and heavy-heavy duty trucks.
- 3) Given that the future tenant is unknown, implement and plan accordingly to provide sufficient plug-in capabilities for transport refrigeration units (TRUs) to eliminate the amount of time that a transport refrigeration system powered by a fossil-fueled internal combustion engine can operate at the Project site. Use of zero emission all-electric plug-in transport refrigeration systems, hydrogen fuel cell transport refrigeration, and cryogenic transport refrigeration is encouraged.

ARB's Technology Assessment for Transport Refrigerators provides information on the current and projected development of TRUs, including current and anticipated costs. The assessment is available at https://www.arb.ca.gov/msprog/tech/techreport/tru_07292015.pdf.

- 4) Ensure the cleanest possible construction practices and equipment is utilized. For off-road construction equipment, utilize those that meet Tier 4 emission standards where possible and Tier 3, at a minimum. Other practices include eliminating idling of diesel-powered equipment, requiring the use of zero and near-zero emission equipment and tools, and providing the necessary infrastructure (e.g. electric hookups), to support that equipment. In addition, require that all construction fleets be in compliance with all current air quality regulations. ARB staff is available to provide assistance in implementing this recommendation.
- 5) Require that all medium-heavy and heavy-heavy duty trucks, including any alternative fuel vehicles, meet or exceed the 2010 emission standards. Support the deployment of zero and near-zero technologies including utilizing zero emission (such as battery electric or fuel cell electric) forklifts and battery electric and hybrid electric medium-duty trucks to the fullest extent feasible. ARB's Technology and Fuels Assessments provide information on the current and projected development of mobile source technologies and fuels, including current and anticipated costs at widespread deployment. The assessments can be found at <http://www.arb.ca.gov/msprog/tech/tech.htm>.
- 6) Consider including contractual language in tenant lease agreements that includes tenants be in and monitor compliance with all current air quality regulations for on-road trucks including ARB's Heavy-Duty Greenhouse Gas Regulation, Periodic Smoke Inspection Program, and the Statewide Truck and Bus Regulation. ARB staff is available to provide assistance in implementing this recommendation.
- 7) Consider including contractual language in tenant lease agreements that require future tenants use cleaner technologies over time as they become available and feasible. This can be accomplished by requiring tenants to develop an annual Technology Review Program to identify any new emissions-reduction technologies that may reduce emissions at warehouse distribution centers, including the feasibility of zero and near-zero emissions technologies for heavy-duty trucks, yard equipment, forklift, and pallet jacks. If the technology review demonstrates the new technology will be effective in reducing emissions and the City of Perris (City) determines that installation or use of the technology

is feasible, the tenant shall implement such technology within 12 months of the City's determination.

Air Quality Analysis and Health Risk Assessment

A health risk assessment (HRA), dated January 2017, is currently available for public review. This HRA should be revised to include the following:

- 1) Evaluate proposed Project criteria air pollutant and greenhouse gas emissions using the California Emission Estimator Model (CalEEMod). The most recent version of CalEEMod is available at www.caleemod.com.
- 2) The health risk assessment should utilize the most current Office of Environmental Health Hazard Assessment guidance for that assessment, which is presently the 2015 Air Toxics Hot Spots Program Guidance Manual for Preparation of Health Risk Assessments available at http://oehha.ca.gov/air/hot_spots/hotspots2015.html.
- 3) Include a health risk and air quality analysis utilizing both the existing conditions baseline (current conditions) and a future conditions baseline (full build out year, without the Project). This analysis will be useful to the public in understanding the full impacts of the Project. It is important to ensure that the public has a complete understanding of the environmental impacts of the proposed Project, as compared to both existing conditions and future conditions.
- 4) Table 3 in the HRA used an average daily truck traffic (ADT) rate for the proposed Project of 230 ADTs. ARB concurs with the South Coast Air Quality Management District (SCAQMD) that the ADT should be based on daily vehicle trips of 1.68 and 0.64 daily truck trips per 1,000 square feet of warehouse space. Therefore, revise Table 3 utilizing this formula.

Other Recommendations

- 1) Although the proposed Project includes use of a truck route approved under the 2012 Perris Valley Commerce Center Specific Plan, ARB recommends additional coordination with the existing local community while considering truck traffic impacts and circulation that will result from the proposed Project.
- 2) Develop and consider a project design that incorporates applicable guiding principles, as well as potential criteria in evaluating projects proposed by State or local agencies, as outlined in the California Sustainable Freight Action Plan

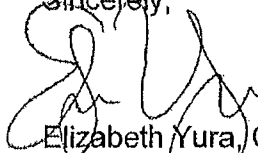
Mr. Nathan Perez
February 24, 2017
Page 5

(Action Plan). The Action Plan can be found at <http://www.dot.ca.gov/casustainablefreight/theplan.html>. ARB staff is available to assist in implementing this recommendation.

ARB staff appreciates the opportunity to comment on the NOP for the proposed Project and is able to provide assistance for successful implementation and deployment of a state-of-the-art facility that serves the region's distribution and air quality needs, while protecting public health.

Please include ARB on your State Clearinghouse list of selected State agencies that will receive the DEIR as part of the comment period. If you have questions, please contact Robbie Morris, Air Pollution Specialist, at (916) 322-0006 or via email at Robbie.Morris@arb.ca.gov.

Sincerely,



Elizabeth Yura, Chief
Emission Assessment Branch
Transportation and Toxics Division

cc: See next page.

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February 24, 2017
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cc: State Clearinghouse
P.O. Box 3044
Sacramento, California 95812-3044

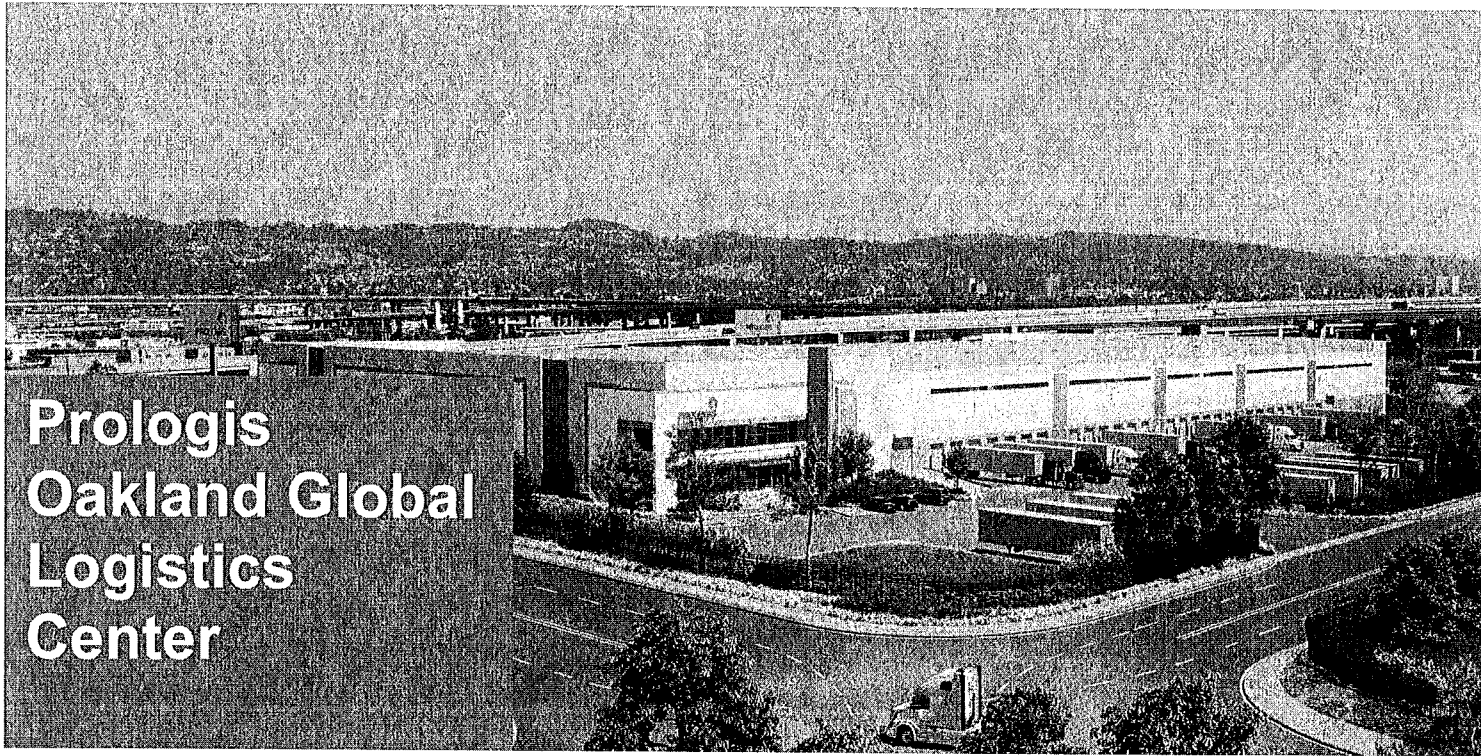
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Attachment D

**Final / Approved Air Quality Plan for Operations
of the PODS Facility at CE-1 Warehouse
(final / approved version is dated May 9, 2018)**



**Prologis
Oakland Global
Logistics
Center**

Building 1

**Air Quality Plan
for Operations of
the PODS Facility
at CE-1
Warehouse**

Prepared For:

**City of Oakland
Planning & Building Dept.**
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Oakland, CA**

Submitted on:
May 9, 2018





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1. INTRODUCTION

Prologis is the leading global owner, operator, and developer of logistics real estate. We serve manufacturers, retailers, e-commerce businesses, transportation companies, and logistics providers with the facilities that support local, regional and global trade. Our buildings are located close to transportation infrastructure such as railways, seaports, highways, and airports. We provide our customers with best-in-class facilities and have a long history of industry-leading corporate governance and transparency.

As the ground lessee of 58 acres of the City's former Oakland Army Base site (OAB) property for the next 66 years, we intend to be good stewards of the land, and recognize the concerns of the West Oakland community we and our tenants will operate in. Prologis is also committed to the success of our business and the success of our customer's businesses who will occupy our warehouse buildings at the OAB.

Working towards the goals for improved air quality will require coordination and collaboration from all tenants of these warehouses to plan and implement emission reduction actions that are impactful, practical, and feasible.

1.1 Purpose of this Air Quality Plan for Operations of the PODS Facility and General Requirements

The purpose of this Air Quality Plan for Operations of the PODS Facility at CE-1 Warehouse (Plan) is to:

- Provide clear direction for the tenant of this warehouse regarding operational air quality and energy conservation requirements for their on-going operations throughout the duration of their lease as well as for their tenant improvements.
- Provide a documented path of compliance for the Standard Conditions of Approval/Mitigation Monitoring and Report Program (SCA/MMRP) relating to air quality and public outreach as outlined in Mitigation Measure PO-1, which involves public outreach to Oakland Army Base stakeholders.

The Oakland Army Base Redevelopment project was approved in 2002; the project was then refined with an Initial Study/Addendum in 2012 (OAB Project). In both documents, the goals and mitigations were very broad, attempting to cast a wide net over a master plan development that was still in the conceptual stage. One of the objectives of this diesel emission reduction and operational air quality plan for the PODS facility is to clarify and distill which requirements apply to operations of this facility, to clarify any vagueness in the applicable elements of the SCA/MMRP, and to comply with applicable mitigation measures.

1.1.1: This document applies to the tenant referred to as PODS Portable Storage on Demand (PODS). PODS is under lease with Prologis to occupy the entirety of the warehouse building referred to as CE-1 address: 55-75 Admiral Robert Toney Way, Oakland, CA. The requirements of this Air Quality Plan apply to PODS operations and are applicable throughout the duration of their lease.

1.1.2: This Plan will become a component of Tenant Lease documents.

1.1.3: The tenant will be required to demonstrate how compliance with the specific elements of this Plan is achieved on the specific user level.

1.1.4: The tenant is required to comply with all applicable state and regional air quality regulations and are required to implement the components of this document.

1.1.5: The City of Oakland (City), as the lead agency under the California Environmental Quality Act (CEQA), will determine compliance with the applicable mitigation measures and will determine compliance with this Plan.

2. TENANT SUBJECT TO THIS PLAN

2.1 This Plan applies to the tenant known as PODS Portable On Demand Storage (PODS). PODS has a lease with Prologis to occupy the entirety of the warehouse (256,136 square feet) located at 55-75 Admiral Robert Toney Way, Oakland, CA, also referred to as to as CE-1. PODS is a nation-wide company which moves goods in portable storage units. Such units are delivered by truck to homes and businesses where they are filled with personal or business belongings, are then picked up again by truck for storage in the PODS warehouse (or outdoor storage around the warehouse) before the storage unit is moved to the location requested by the client. The storage units are warehoused for a short or long duration, and per the client's needs are removed from the warehouse for delivery to a local or national destination. This building is not a refrigerated/cold storage warehouse. PODS will use the entire warehouse and portions of the parking area for storage of the portable storage units.

2.2 Upon termination of the PODS lease, or if there are significant changes in PODS operations from that described in section 2.1, a different air quality plan or an addendum to this Plan may be required as determined by the City.

2.3: If an amendment or exception to this Plan is requested or determined to be necessary, the City will evaluate the scope of the amendment/exception and shall determine the necessary process for undertaking such an amendment/exception. Stakeholder notification will be provided for amendments or exceptions which the City determines to be substantive.

See Fig. 1 for Site Plan.

addressed the construction related air quality MMs. The table below shows how the applicable air quality MMs are addressed. Additionally, it should be noted that SCA Air-3 applies only to buildings which will contain sensitive receptors (e.g., hospitals, schools, etc.) and MM4.4-3b applies only to maritime uses at the West Gateway. PODS is a warehouse, so it is not categorized as containing sensitive receptors and it is located inland, therefore SCA Air-3 and MM 4.4-3b do not apply.

Table 1: Summary of Air Quality Standard Conditions of Approval and Mitigation Measures, and the Response Method which addresses each one

SCA/MM #	Description	Response Method
AIR-1	Construction Management Plan	Construction Mgmt Plan
AIR-2	Construction Related Air Pollution Controls	Construction Mgmt Plan
TRANS-2	Construction Traffic & Parking	Construction Mgmt Plan
MM 4.3-13	Traffic Control Plan – Hazmat	Construction Mgmt Plan
MM 4.4-6	Energy Conserving Fixtures/Design	Air Quality Operational Plan
MM 4.4-4	Truck Diesel Emissions Reduction Plan	Air Quality Operational Plan
MM 4.4-5	Transportation Control Measures	Air Quality Operational Plan
TRANS-1	Parking and Transportation Demand Mgmt	Air Quality Operational Plan
MM 5.4-1	Demonstration Projects	Air Quality Operational Plan

4. Elements of this Air Quality Plan for Operations of the PODS Facility

This Plan contains the following components:

- 4.1) Truck and Equipment Diesel Emission Reduction (MM 4.4-4)
- 4.2) Encourage, Lobby, and Participate in Emission Reduction Demonstration Projects (MM 5.4-1)
- 4.3) Technology Review Program (MM 4.4-4)
- 4.4) Sustainable Design and Construction (SCA TRANS-1, MM 4.4-6)
- 4.5) Transportation Control Measures and Parking/Transportation Demand Management (SCA TRANS-1, MM 4.4-5)
- 4.6) Quantification of Diesel Emissions (MM 4.4-4)

4.1 Truck and Equipment Diesel Emission Reduction

The requirements listed below will reduce the diesel emissions including diesel particulate matter and nitrogen oxides produced during the operation of this warehouse.

Trucks

4.1.1) On-Road Trucks – All diesel trucks with a gross vehicle weight rating over 14,000 pounds entering the site of this warehouse which are not transporting cargo directly to or from the Port of Oakland or an intermodal rail yard must comply with the Truck and Bus Rule of the California Air Resources Board (CARB) which is in effect at the time of operation of the truck(s).

4.1.2) Drayage Trucks¹ – PODS will move storage units in and out of this warehouse to homes, businesses and various locations. The operation of this business is not associated with moving freight by container in and out of the Port of Oakland. While from time-to-time some of the storage units may enter/exit via the Port, PODS is not a business which moves its product by container. However, it is required that if a truck entering the site of this warehouse is transporting a shipping container containing PODS or other cargo destined for this warehouse from the maritime terminals, an intermodal rail yard, or the Port of Oakland, the trucks doing so must comply with the Drayage Truck Rule of CARB which is in effect at the time of operation of the truck(s). See CARB's Drayage Truck Rule for more details, including truck engine year requirements and truck registry requirements.

4.1.3) Trucks with transport refrigeration units (TRUs) – No TRU's are associated with this use.

4.1.4) Idling Rules for diesel trucks - All classes of diesel trucks shall be prohibited from idling more than 2 minutes when loading and unloading, staging, or when not in active use at this site. See CARB regulation for diesel trucks for description of what is considered idling. The idling rules shall be posted in easily-visible locations on-site and shall be enforced by PODS.

4.1.5) Management of Loading Docks or loading/unloading - A dock management or loading/unloading system shall be developed and implemented specific to PODS delivery requirements. Such dock management or loading/unloading system shall ensure that truck idling times do not exceed two minutes when the trucks are on site.

4.1.6) Compliance with Truck Routes and with the West Oakland Truck Management Plan – All trucks serving the PODS warehouse must use designated truck routes to arrive and depart from this building and throughout circulation in the city of Oakland. Additionally, such trucks shall comply with the West Oakland Truck Management Plan, upon its approval, or with other City-approved truck regulations in effect at the time of operation of the truck serving this tenancy.

¹ Drayage trucks are defined by CARB as diesel-fueled Class 7 or Class 8 Trucks with gross vehicle weight rating 26,001 lbs. or more that transport cargo, containers, or chassis to or from a port or intermodal rail yard in CA.

4.1.7) CARB Compliance for Trucks –

- a. Compliance with applicable air quality regulations for medium and heavy duty-diesel trucks is required including, but not limited to, the CARB Tractor-Trailer Greenhouse Gas Reduction Regulation, Periodic Smoke Inspection Program, Truck and Bus Rule or Drayage Rule.
- b. All truck fleets owned by PODS, or under contract with PODS to provide delivery services to/from this warehouse, shall provide proof of compliance through CARB certificates of compliance or copies of annual smoke test results.

Off-Road Equipment used in the PODS operation

4.1.8) Off-Road Equipment

- a. Off-road equipment over 25 horsepower, including but not limited to yard equipment, exterior forklifts and the Podzilla machine used to move the pods, shall be near-zero or zero emission equipment. This includes Tier 4i or Tier 4 diesel equipment (or equivalent if Tier system is not applicable to a particular piece of equipment); such equipment can also be electric, propane, bio-diesel, unleaded gasoline and alternative-fueled equipment.
- b. Indoor off-road equipment including but not limited to interior forklifts, scissor lifts and reach trucks shall be electric, propane, unleaded gasoline or alternative-fueled equipment.
- c. PODS shall submit an equipment list of all off-road equipment to be used both indoors and outdoors to demonstrate that zero and near-zero emission (including Tier 4 or 4i diesel equipment or equivalent) equipment, or electric, propane, bio-diesel, unleaded gasoline or alternative-fueled equipment will be used during operations.
- d. PODS is encouraged to use electric or alternative-fueled off-road equipment and to participate in pilot programs, grant funding and vouchers from the BAAQMD for electric and alternative fuel off-road equipment.
- e. All off-road equipment shall be properly serviced and maintained throughout the life of the equipment.
- f. Compliance with all applicable CARB regulations for off-road diesel equipment used at this site is required, including but not limited to the Diesel Off-Road Online Reporting System (DOORS) and the Equipment Identification Number (EIN).

g. Also see Section 4.3 of this Plan related to the Technology Review Program.

4.1.9) Idling Rules for off-road equipment - Diesel off-road equipment shall be prohibited from idling more than 2 minutes when loading and unloading, staging, or when not in active use. See CARB regulation for in-use off-road diesel vehicles for clarification of what is considered idling. The idling rules shall be posted in easily-visible locations on-site.

4.2 Participation in Emissions Reduction Demonstration Projects

4.2.1) PODS shall evaluate and participate, as feasible, in emission reduction demonstration projects that promote technological advances in improving air quality. Examples of some demonstration projects include but are not limited to: hybrid or electric yard hostlers and fork lifts, biodiesel powered yard equipment, CNG/LNG technology implementation, energy generation via mechanical systems using truck weight to generate electricity.

4.2.2): PODS is encouraged to utilize innovative and cleaner technology/equipment from operations in other PODS locations.

4.2.3) PODS will provide contact information to the BAAQMD for receipt of information regarding grants, vouchers and other funding opportunities for demonstration opportunities.

4.2.4) PODS will report on demonstration projects considered per the Technology Review Program (see section 4.3 of this Plan).

4.3. Technology Review Program

4.3.1) PODS shall use cleaner technology over time as it becomes more readily available, practical and economically feasible. To accomplish this, PODS shall review new technology every three years and with equipment turnover (prior to acquisition of, or lease of) additional or replacement off-road equipment to see if zero or near-zero equipment is economically feasible and practical.

4.3.2) PODS shall investigate and make part of such analysis, any grant, voucher or other type of program that would help offset cost and/or otherwise make such equipment available, practical and economically feasible. PODS shall submit such technology review to the City.

4.3.3) If the technology review demonstrates that new technology/equipment will be effective in substantially reducing emissions, is available, practical and economically feasible as determined by PODS, then PODS shall implement such technology within 12 months.

4.4 Sustainable Design and Construction

Sustainable design has a beneficial impact on long-term emissions reduction, improved air quality and reduced energy consumption. Tenants are required to comply with all applicable state and local building/zoning codes related to sustainable design, and are required to implement the following:

4.4.1) LEED Gold – The core and shell of this building achieved a “Gold” level certification per the United States Green Building Council’s (USGBC’s) Leadership in Environmental and Environmental Design (LEED) rating system, which surpassed the requirements of the statewide Title 24 building code requirements and the requirements of the SCA/MMRP. As part of the Gold-level Core and Shell certification, it is expected that the tenant improvements (TI) will be performed under a separate scope and includes a provision to include the following sustainable design measures in the TI, not a part of the shell build-out.

PODS must follow the design guidelines set forth under LEED Gold Core and Shell system. This LEED addenda shall be included by Prologis as an exhibit to the tenant’s lease. In 2018, requirements of LEED Gold include items such as:

- Bike storage, changing rooms and showers
- Low flow plumbing fixtures
- Energy efficient lighting, including light emitting diode fixtures (LED)
- Natural ventilation
- Recycling mandate of construction materials and operational materials

PODS is also encouraged, but not required, to obtain LEED-CI (Commercial Interiors) certification, preferably also at a Gold level.

4.4.2) Title 24 Compliance – Tenant construction and improvements shall meet Title 24 (Building Energy Efficiency Program) of the International Building Code (IBC)/California Code of Regulations (CCR) to satisfy Mitigation Measure 4-4.6. This will be required in order to obtain a building or TI permit from the City of Oakland.

4.4.3) Renewable Energy –

- a. PODS is highly encouraged to provide a renewable energy system or combination of systems (solar/wind/mechanical/tidal/hydrogen) designed to offset 20% of building’s annual electrical consumption.
- b. Rooftop solar photovoltaic (PV) power is preferred.
- c. The shell building roof structure of this warehouse building has been designed to support solar panel load.
- d. The electrical room has been sized for additional future solar PV infrastructure.

4.5 Transportation Control Measures & Parking/Transportation Demand Management

Transportation Control Measures (TCMs) in MM4.4-5 are intended to provide alternative ways for employees to commute to work at this warehouse. Some of these TCM's could be initiated and implemented by the City and the Port for the OAB project as part of a fair share program and others will be implemented directly by the tenant.

4.5.1) Transportation Control Measures - Separate from a fair share program, PODS is required to implement TCMs 9, 11, and 13 per MM 4.4-5:

9 – Provide preferential parking for carpool and vanpool vehicles per City of Oakland and LEED standards.

11 – Secure, weather protected bicycle parking shall be provided on-site, such as through bike lockers.

13 – Showers and lockers will be provided part of the tenant improvements.

Additionally, electrical vehicle charging stations for cars will be installed in the parking lot of this warehouse and as well as necessary infrastructure in place for future truck charging stations.

4.5.2) Fair Share Participation – In addition to 4.5.1, this tenant may be required to contribute to fair share funded TCM programs, as described in MM 4.4-5. City shall take lead on establishing Fair Share Plan, and implementing a fair and equitable allocation amongst projects.

4.5.3) Parking and Transportation Demand Management – PODS shall prepare and implement a Parking and Transportation Demand Management Plan per SCA TRANS-1, consistent with the number of on-site employees, with the goal of reducing drive-alone commute trips during the peak traffic periods.

4.6 Quantification of Diesel Emissions

The 2012 Initial Study/Addendum analyzed whether the OAB Project (as defined in Chapter 2 of the Initial Study/Addendum) would result in total OAB Project emissions which exceed Thresholds of Significance as specified in the 2012 Addendum. Such Thresholds are established for reactive organic gases, nitrogen oxides (NOx), particulate matter (PM) 10. The applicable Threshold for each of these pollutants as clarified on pages 132 and 133 of the Initial Study/Addendum was 15 tons per year; a Threshold for PM2.5 was not established at that time. Table 3.3-8 on page 150 of the Initial Study/Addendum shows that OAB Project emissions of NOx exceed the Threshold of Significance, while also showing that the other pollutants do not exceed the Threshold of Significance.

Operations of the PODS facility shall, as stated in MM 4.4-4, “strive to reduce contributions to West Oakland diesel emissions to less than significant levels”, using the thresholds of significance identified in the 2012 Initial Study / Addendum. Reducing diesel emissions will have two benefits: reducing NOx, and reducing diesel particulate matter which is a toxic air contaminant.

4.6.1) To determine if the diesel emission reduction actions required by this Plan will reduce emissions associated with operations of the PODS facility to a less than significant level, such emissions shall be quantified by Prologis or by the tenant, prior to occupancy. This shall be done by quantifying the emissions from diesel trucks which will serve the PODS facility using the Institute of Transportation Engineers (ITE) Trip Generation 10th edition OR by using actual verifiable data of the PODS daily truck and passenger vehicle trips, and the most recent California Emissions Model (CALEEMod) OR emission data for the specific engine year of the truck fleet, to quantify emissions per ton per year for their operations.

RESULTS: This quantification of emissions was undertaken in May, 2018, using data from PODS on the daily truck and passenger vehicle trips and the CALEEMod 2016. This analysis showed that NOx emissions will be 1.03 tons per year (See Exhibit A for summary of this analysis). This amount is below the Threshold of Significance for NOx which, per the 2012 Initial Study/Addendum, was 15 tons of NOx per year. The analysis also found that PM10 emissions will be 0.07 tons/year, which fall well below the Threshold of Significance for PM10 of 15 tons/year, and PM2.5 emissions will be 0.02 tons/year (there was not a Threshold of Significance for PM2.5 applicable to the 2012 project²). Although there was not an applicable threshold for PM2.5, PM2.5 is considered a toxic air contaminant, and it should be noted that emissions for PM2.5 will not exceed the BAAQMD 2011 PM2.5 Threshold of Significance 10 tons per year. Further, the 2012 Initial Study/Addendum found that the PM2.5 toxic air contaminants associated with the operations of the OAB Project as a whole fall below the PM2.5 threshold of 0.3ug/m³ annual average therefore the impacts from PM2.5 emissions from the operations of this facility also fall below these thresholds.

4.6.2) As other uses and facilities are constructed at the OAB, the required operational air quality plan for each individual project will quantify its individual emissions and provide a calculation for the cumulative emissions of all permanent or long-term projects at the OAB, based on the prior operational air quality plans, against the Thresholds of Significance.

4.6.3) If emissions exceed the Threshold of Significance when added together with other permanent/long term operations under way at the OAB, then tenants of the City's portion of the OAB generating truck diesel emissions will be subject to an apportionment and offset program, or other mechanism, if necessary, to be determined in conjunction with the City. The City will work in good faith to determine the apportionment calculation and offset program, if relevant, by the end of 2018.

² Thresholds of Significance are as specified in the 2012 Initial Study/Addendum, pages 132 and 133.

5. PLAN IMPLEMENTATION

PODS shall submit to the City's Environmental Review Officer documentation of compliance with each element of this Plan per Table 2 below. The City will be responsible for reviewing and approving the compliance.

Such compliance shall be subject to audit at City's discretion, not more than one per year, other than the Technology Review which is to be submitted to the City every three years. The City shall give 30-day notice prior to audit. The results of the compliance audit shall be available upon request and posted to the City's website.

Table 2 – Operational AQ Plan Compliance Summary Table Example

ID	Description of Plan Element	Compliance Method/Description	Required Date of Compliance
4.1	Truck /Equipment Diesel Emission Reduction		
	4.1.1 – On Road Trucks	[provide truck fleet compliance certificate]	Prior to occupancy and upon audit
	4.1.2 – Drayage Trucks	[provide truck or truck fleet compliance certificate]	If operations change such that drayage trucks are used
	4.1.3- Trucks with TRU's	N.A.	N.A.
	4.1.4 – Idling Rules for trucks	[provide idling policy signage]	Prior to occupancy
	4.1.5 – Dock Management	[provide a plan to monitor truck deliveries and potential queuing]	Prior to occupancy
	4.1.6 – Compliance with Truck Routes and Truck Management Plan	Provide information to truck drivers who serve this facility	Continuous
	4.1.7 – CARB Compliance	[provide fleet info]	Continuous
	4.1.8 – Off Road Equipment	[provide off-road equipment fleet info; participate in CARB DOORS program]	Prior to occupancy and upon audit.
	4.1.9 – Idling Rules for off-road equipment	[provide idling policy signage]	Prior to occupancy
4.2	Demonstration Projects		
	4.4.1-4 – Demo Projects Participation	[provide any demonstration projects]	On-going with documentation upon audit
4.3	Technology Review		

4.3.1-3 – Technology Review Program	[provide technology review every three years]	Every three years continuously
4.4 Sustainable Design		
4.4.1 – LEED Gold components	[show on building permit plans]	With building permit for tenant improvements
4.4.2 – Title 24 Compliance	[show on building permit plans]	With building permit for tenant improvements
4.4.3 – Renewable Energy	[if proposed, describe solar PV or other onsite renewable energy system – how many kW, expected generation]	If proposed
4.5 Transportation Control Measures		
4.5.1 – Transp. Control measures	[show on building permit plans]	With building permit plans
4.5.2 – Fund Fair Share Programs	[City to assess fair share once program is finalized]	Prior to issuance of the permanent certificate of occupancy or upon finalization of Fair Share program by the City
4.3.2 – Parking/TDM Program	[provide a plan to reduce employee single-driver traffic]	Prior to issuance of permanent certificate of occupancy
4.6 Quantifications of Diesel Emissions		
4.6.1: Quantification of emissions	[provide estimate of emissions]	Prior to occupancy
4.6.2: Compare cumulative emissions to CEQA Threshold of Significance	[provide update of emissions estimate when requested by City]	When needed based on development of other permanent/long-term facilities at the OAB
4.6.3: Participation in off-set program or other emission reduction measures, if required.		Same as 4.6.2

EXHIBIT A

Quantification of Diesel Emissions for the PODS facility at CE-1

In order to determine if the diesel emission reduction actions required by the *Air Quality Plan for Operations of the PODS Facility at the CE-1 Warehouse* will reduce diesel emissions below the Thresholds of Significance specified in the Initial Study/Addendum for development at the Oakland Army Base Project, the emissions associated with operations of the PODS facility was quantified by Mitchell Air Quality Consulting. This quantification was undertaken in May 2018 using data from PODS on the daily truck and passenger vehicle trips and the CALEEMod 2016.

This analysis showed NOx emissions will be 1.03 tons of NOx per year, which is well below emissions estimated in 2012 for a transloading warehouse of this size, which was 5.85 tons, and well below the Threshold of Significance which is 15 tons per year. The analysis also found that PM10 emissions will be 0.07 tons/year, which fall well below the Threshold of Significance for PM10 of 15 tons/year, and PM2.5 emissions will be 0.02 tons/year (there was not a Threshold of Significance for PM2.5 applicable to the 2012 project). Although there was not an applicable threshold for PM2.5, it should be noted that emissions for PM2.5 will not exceed the BAAQMD 2011 PM2.5 Threshold of Significance, which is 10 tons per year.

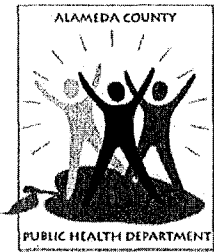
Tenant	Size of lease area (SF)	Number of daily truck trips	Number of daily employee trips	NOx emissions estimated in 2012 for a transloading warehouse of this size (tons/year)	NOx emissions estimated in 2018 based on PODS use ² (tons/year)	PM10 in 2018 based on PODS use ² (tons/year)	PM2.5 in 2018 based on PODS use ² (tons/year)
PODS	256,136	60	40	5.85	1.03	.07	.02
Threshold of Significance ¹				15	15	15	N.A., but note current Threshold is 10

¹ Thresholds of Significance are as specified in the 2012 Initial Study/Addendum, pages 132 and 133.

² Quantification of emissions from diesel trucks serving the PODS facility was done based on information provided by PODS including: estimated number of daily truck and passenger vehicle trips, 2014 or newer engine year for local truck fleet, and fleet average mix for the long-distance interstate trucks, calculated using the 2016 California Emissions Model (CALEEMod) 2016.

Attachment E

City response to public comment letters



**Alameda County Health Care Services Agency
Public Health Department**

Colleen Chawla, Director
Dr. Muntu Davis, Director & Health Officer

Health Equity Policy and Planning Unit

**1000 Broadway Suite 500
Oakland, CA 94607**

**Sandi Galvez
Director
510-268-4021**

City of Oakland Response
to recommendations from Alameda Co. Public Health Dept. on the
Air Quality Plans for Operations of PODS Facility at CE-1 Warehouse
at the Oakland Army Base
May 10, 2018

April 12, 2018

Patricia McGowan
Environmental Coordinator
City of Oakland
Bureau of Planning
250 Frank H. Ogawa, Suite 3315
Oakland, CA 94612
Via Email: PMcGowan@oaklandnet.com

Re: Comments on Prologis and ConGlobal Air Quality Operations Plans

Thank you for the opportunity to comment. The Alameda County Public Health Department is invested in addressing the health impacts from current and future Port operations to reduce longtime disparities in the West Oakland community. The City of Oakland has an opportunity to show bold leadership on sustainable development at the Oakland Army Base, while promoting health and safety. The terms of the leases with the tenants are potentially decades long, so it's important to take the opportunity now to set up strong measures in writing for our future. After reviewing the Air Quality Operations Plans for Prologis and ConGlobal, the City can do more to provide much needed relief to the West Oakland community that has been disproportionately burdened by poor air quality for decades. By using best practices and electric trucks and equipment to reduce air pollution in West Oakland, this cleans the air for all Oaklanders, particularly West Oakland residents.

Prologis Air Quality Operations Plan

Over the course of various meetings, Prologis has taken steps forward to respond to the recommendations from the Air Quality and Health Agencies, but more can be done. First, to help ensure successful implementation of the Operations Plan, the City should consider requiring Prologis to include all of these requirements into tenant lease agreements.

Agreed. See Section 1 of the Plan.

Regarding indoor air quality and sustainability, the building will be certified LEED Gold, which includes many health-supportive features, including a cool roof, LED lighting, encouraging reduced emissions from commutes, low VOC paints, waste reduction, reused materials, natural lighting, high efficiency air filtration, larger electric boxes and preparing for potential solar energy at the site. The Plan should include a stronger written commitment to finding tenants who will comply with the solar energy program in their operations.

The Plan is revised to encourage PODS to use solar and other alternative energies where feasible to

offset at least 20% of the building's annual energy consumption. See Section 4.4 of the Plan.

Air filtration at MERV-13 rating is sufficient to filter out diesel particulates, which supports cleaner air quality for building tenants and workers, but the effectiveness is in the maintenance of the filters. The Plan should include language that requires a specific time frame and responsible party for frequent and regular replacement of the filters so that they do not become clogged and ineffective.

The facility is a warehouse use, without a significant number of employees and no sensitive receptors. Air filtration can be installed by the developer or the tenant but filtration is generally not effective in large open warehouse spaces and is not required unless the use of the building will be for sensitive receptors, including hospitals, schools, and other such uses. These uses are not proposed for this building and in fact are not allowed by the zoning district in which this building is located.

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The Plan includes stronger diesel emissions reduction requirements for smaller equipment than diesel trucks. The Plan would be strengthened with a commitment to identifying tenants that will participate in ongoing, proactive discussions with CARB and BAAQMD to promote demonstration projects and opportunities for incentive funding for electric trucks.

Section 4.2 (Participation in Emission Reduction Demonstration Projects) and Section 4.3 (Technology Review Program) have been revised and are designed to work together to facilitate PODS to participate in discussions with CARB and BAAQMD to promote demonstration projects and to encourage that the lowest emission equipment be used at this site; the technology review requires implementation of new technologies as feasible.

The following are additional points of clarification and recommendations for strengthening the requirements for diesel trucks and equipment:

- Compliance - Specify how the developer and tenants will ensure compliance with the diesel trucks and equipment requirements.
Agreed. See Sections 4.1 and 5 of the Plan.
- Fuels - Encourage the use of bio-fuels by developer and tenants, when feasible.
Agreed. See Section 4.1 of the Plan.
- Transport Refrigeration Units - Include a requirement that TRUs are required to plug into dock power when the capability exists and encourage the use of TRUs that have plug-in capability.
PODS will not store refrigerated goods in this warehouse. If that changes, then an addendum to this Plan will be required, per Section 2 of the Plan.
- Regarding truck routes and idling, Prologis reduced their maximum idling limit down to 2 minutes, which is more health-protective than 3 minutes. Although the City is still developing the Truck Management Plan, the Plan should state that the developer and tenants shall comply with the Truck Management Plan and commit to complying with and supporting traffic and enforcement requirements and programs developed by the City.
Agreed. See Section 4.1 of the Plan.

ConGlobal Air Quality Operations Plan

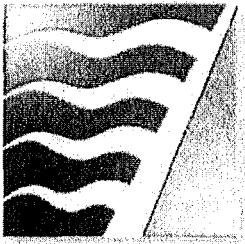
ConGlobal was successful at securing all Tier 4 cargo handling equipment, forklifts that will be propane or Tier 4 diesel powered and a yard truck that is Tier 4 and is in the process of buying an electric cargo handling equipment with grant funding from BAAQMD, which is strong mitigation for air quality. However, as the lease is at least 15 years long, the Plan would be stronger if it included a commitment to participate in ongoing, proactive discussions with CARB and BAAQMD to further promote demonstration projects and opportunities for incentive funding for electrification. Furthermore, the Plan should include a commitment to comply with and support traffic and enforcement requirements and programs developed by the City.

Regarding the administrative office building on-site, the Plan would be strengthened if it included opportunities for the building to get LEED certified or incorporate more green building standards like solar capability, like the Prologis site.

Please feel free to let me know if you have any questions.

Sincerely,

Anna Lee
Place Matters, HEPP
anna.lee@acgov.org



**BAYAREA
AIR QUALITY
MANAGEMENT
DISTRICT**

City of Oakland Response to BAAQMD comments about the Air Quality Plan for
Operations of the PODS Facility at CE-1 Warehouse
May 8, 2018
April 12, 2018

Patricia McGowan
City of Oakland Environmental Coordinator
City of Oakland Planning and Building Department
250 Frank H. Ogawa Plaza, Suite 3315
Oakland, CA 94612

Subject: City/Prologis Operational Air Quality Plans for the Oakland Army Base

Dear Ms. McGowan:

Bay Area Air Quality Management District (Air District) staff has reviewed the two Operational Air Quality Plans (Plans) prepared for the Prologis portion of the Oakland Army Base (OAB). The Plans are intended to demonstrate compliance with the Standard Conditions of Approval (SCAs) and Mitigation Measures (MM) adopted by the Oakland City Council (City) and Port of Oakland (Port) to lessen the significant air quality impacts anticipated with buildout of the OAB. The West Oakland community is one of the most disproportionality impacted communities for Toxic Air Contaminants (TACs) and Particulate Matter (PM) in the Bay Area, and the focus of substantial efforts by the Air District and others to reduce public exposure to these emissions.

Unfortunately, the Plans submitted by the City and Prologis will only require future tenants to comply with existing regulations, and will fall short of mitigating or reducing the substantial TAC, PM and ozone precursor emissions identified in the DEIR for the OAB. The West Oakland community would therefore be subjected to a substantial increase in air pollution from activity at the OAB that will reverse years of work and millions of dollars invested in the Port and West Oakland community to reduce the public's exposure to TACs and PM.

Air District staff have participated in the public stakeholder process that was created by the City in 2013 to ensure the implementation of the SCAs and MMs to minimize air pollution from the OAB. The Air District has provided the City, Port and Prologis a detailed list of strategies that could be implemented to meet the emission reductions anticipated in the SCAs and MMs. Air District staff have also identified millions of dollars of incentive funding that could assist the City, Port and Prologis in minimizing air emissions in the West Oakland community from the OAB development. Virtually none of the strategies were made requirements in the Plans for future development.

Mitigation Measure 4.4-4 states that "The City and Port shall jointly create, maintain and fund on a fair share basis, a truck diesel emission reduction program." To address this mitigation measure, the Plans includes a number of

- ALAMEDA COUNTY**
Pauline Russo Cutter
Scott Haggerty
Rebecca Kaplan
Nate Miley
 - CONTRA COSTA COUNTY**
John Gioia
David Hudson
(Chair)
Karen Mitchoff
Mark Ross
 - MARIN COUNTY**
Katie Rice
(Vice Chair)
 - NAPA COUNTY**
Brad Wagenknecht
 - SAN FRANCISCO COUNTY**
Hillary Ronen
Tyrone Jue
(SF Mayor's Appointee)
 - SAN MATEO COUNTY**
David Canepa
Carole Groom
Doug Kim
 - SANTA CLARA COUNTY**
Margaret Abe-Koga
Cindy Chavez
Liz Kniss
Rod G. Sinks
(Secretary)
 - SOLANO COUNTY**
Pete Sanchez
James Sperring
 - SONOMA COUNTY**
Teresa Barrett
Shirlee Zane
- Jack P. Broadbent
EXECUTIVE OFFICER/APCO

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Bay Area Air District:

measures in Section 4.1, and states that "the requirements below will reduce the diesel emissions including diesel particulate matter and nitrogen oxides produced during the operation of these warehouses." In reality, the "requirements" listed in section 4.1 will do practically nothing to "reduce" emissions below what would have already occurred due to existing regulations. Tenants will be allowed to bring in trucks and equipment that are not the cleanest available and that only meet current regulations.

To "mitigate" and achieve the emission reductions expected through MM 4.4-4, the Plan could have required all trucks entering the OAB property to meet 2010 diesel emission standards;

Trucks serving the PODS warehouse are required to comply with the official statewide regulations established by the California Air Resources Board (CARB) for medium and heavy-duty trucks referred to as the Truck and Bus Rule. The statewide Truck and Bus Rule requires that trucks meet 2010 diesel emissions standards starting in January 2020 with a phase-in until 2023. So, in lieu of regulating the engine year of the trucks differently from the CARB regulation, the Plan has been revised to require the tenant to quantify the diesel emissions from the trucks which will serve this warehouse. If the emissions exceed the thresholds of significance stated in the 2012 Initial Study/Addendum, then an offset fee or other solution outlined in the Plan will be required until such time that the emissions are below the threshold of significance. Refer to Section 4.6 of the Plan.

All trucks with transport refrigeration units to be capable of plugging into power at loading docks and required to plug in when at the loading dock;

PODS will not store refrigerated goods in this warehouse. If that changes, then an addendum to this Plan will be required, per Section 2 of the Plan.

All cargo handling and material handling equipment to be the lowest emission equipment available at the time of occupancy, not when the tenant decides to purchase new equipment;

Section 4.1 of the Plan requires off-road equipment such as forklifts to be zero and near-zero emission equipment which includes electric, alternative-fueled, Tier 4 or Tier 4 interim diesel equipment. Section 4.2 (Participation in Emission Reduction Demonstration Projects) and Section 4.3 (Technology Review Program) all work together to get the lowest emission equipment in use at this site. PODS has indicated that equipment used to move the pods will be powered by unleaded gasoline and will submit an equipment list per Section 4.1 of the Plan.

A dock management system to have been required at time of occupancy and not when idling limits are exceeded.

Agreed. See Section 4.1 of the Plan.

These and other feasible measures consistent with the requirements in the Lease Disposition and Development Agreement (LDDA) can and should be included in the Plan that would have actually "reduced" TAC and PM emissions from future development on the West Oakland community.

Revisions have been incorporated per the responses above.

Since the OAB was approved in 2012, more stringent health based ambient air quality standards have been promulgated by the U.S. EPA and therefore the air quality impacts resulting from development at the OAB will be more severe on public health than the impacts identified in the OAB DEIR. In addition, AB 617 was approved by the State Legislature in 2017 which established the Community Air Protection Program. The focus of AB 617 is to reduce TAC and PM emissions and exposure in communities most impacted by air pollution. Because of the disproportionate impacts occurring within the West Oakland community, they have been selected by the Air District for the first AB 617 Community Health Protection Action Plan in the Bay Area. It is more critical now than ever for the City to ensure that development at the OAB does not unnecessarily further degrade the air quality in the West Oakland community. Approving Plans that essentially only require compliance with existing regulations does nothing to lessen the adverse impacts that will occur from future development at the OAB.

The City is committed to ensuring compliance with the SCA/MMRP, including reducing emissions; see responses above for specific revisions.

On page 11 of the Operational Air Quality Plan, the City states that the Plan accomplishes goals consistent with the BAAQMD guidance of "Meeting the spirit and letter of the mitigation program; Providing measurable, quantifiable, results; Protecting health of nearby workers and residents." As mentioned by Air District staff at the stakeholder meeting on March 15, 2018, these Plans will not achieve these goals. These Plans are not consistent with the letter or spirit of the "Bold Vision" adopted in 2010 for development at the OAB, or the SCAs and MMs adopted by the City Council. Please remove this statement from the Plan.

See response above.

Air District staff continues to be willing and ready to work with the City, Port and developers to develop a Plan that will protect the health of the West Oakland community. If you have any questions or would like to discuss Air District recommendations further, please contact Dave Vintze, Air Quality Planning Manager, at 415-749-5179, or at dvintze@baaqmd.gov.

Sincerely,


Gregory Nudd
Deputy Air Pollution Control Officer

cc: BAAQMD Director Pauline Russo Cutter
BAAQMD Director Scott Haggerty
BAAQMD Director John J. Bauters
BAAQMD Director Nate Miley
Libby Schaff, Mayor, City of Oakland
Muntu Davis, ACPHD, Director and County Health Officer
Cynthia Marvin, California Air Resources Board
Richard Grow, U.S. EPA
Ryan Fitzpatrick, U.S. DOT
Ericka Farrell, U.S. EPA
Darin Ranelletti, Deputy Director of Planning & Building, City of Oakland
Chris Lytle, Executive Director, Port of Oakland
William Gilcrest, Director of Planning & Building, City of Oakland
Elizabeth Lake, Assistant City Administrator
Ms. Margaret Gordon, West Oakland Indicators Project
Brian Beveridge, West Oakland Indicators Project

City of Oakland Response
to recommendations from California Air Resources Board on the
Air Quality Plan for Operations of PODS facility at CE-1 Warehouse
May 8, 2018

April 18, 2018

Ms. Patricia McGowan
Environmental Coordinator
Planning and Building
Department
City of Oakland
250 Frank H. Ogawa Plaza, Suite 3315
Oakland, California 94612

Dear Ms. McGowan:

The California Air Resources Board (CARB) staff has reviewed the Diesel Emission Reduction and Air Quality Plan for Operations of the ConGlobal Container Depot and Repair Site and the Prologis Operational Air Quality Plan for three warehouse buildings, CE-1, CE-2, and CC-1 (collectively referred to as Plans), prepared by the City of Oakland (City). The proposed ConGlobal and Prologis facilities are located within the footprint of the former Oakland Army Base (OAB). The Plans are required as part of the 2013 approved Standards and Conditions of Approval/Mitigation and the Monitoring Report Program (SCNMMRP) prepared for the 2012 OAB Redevelopment Initial Study Addendum (IS/Addendum). The SCA/MMRP was adopted by the City to mitigate the significant health and air quality impacts expected to occur in the West Oakland community, and the impacts to regional air quality resulting from the redevelopment of the former OAB.

As discussed at the March 21, 2018 stakeholder meeting, CARB staff finds that these Plans fail to include critical mitigation that will reduce harmful diesel particulate matter, and do not quantify the expected operational emissions and the reductions expected from implementing the proposed mitigation measures.

Furthermore, the Plans do not include sufficient mitigations beyond what is already required by current regulations. CARB staff believes the City can and must do more to ensure the West Oakland community, already disproportionately impacted by freight operations, are not further exposed to harmful diesel particulate emissions: To achieve this, CARB staff strongly recommends that the City include all feasible mitigation measures necessary to reduce operational air quality and health impacts. This includes requiring that future tenants incorporate zero and near-zero emission technologies that are available now at the start of operations. This helps ensure that operations at the Prologis and ConGlobal facilities lessen the significant and unavoidable impact to air quality, as identified in the

2002 OAB Final Environmental Impact Report and 2012 IS/Addendum, by requiring all feasible¹ mitigation measures be incorporated (see Cal. Pub. Resources Code § 21081; 14 CCR § 15126.2(b)).

The State of California has recently placed additional emphasis on protecting local communities from the harmful effects of air pollution through the passage of Assembly Bill 617 (AB 617) (Garcia, Chapter 136, Statutes of 2017). AB 617 is a significant piece of air quality legislation that highlights the need for further emission reductions in communities with high exposure burdens, like those near the proposed Project. The West Oakland community is located in a designated disadvantaged community, as defined by the California Environmental Protection Agency. To that end, we urge you to ensure that the community is not adversely impacted by the operations of the Prologis and ConGlobal facilities. The latest health science tells us that we must be even more vigilant to protect children, who experience higher doses and are more sensitive to air pollution than previously understood.

Project Description

Prologis is the ground lessee of 58 acres of the City-owned, former OAB property for the next 66 years. Prologis is constructing three warehouse buildings, totaling 676,921 square feet, to lease as logistics and distribution operations. The remaining 16 acres will be leased to ConGlobal for operations of a container storage and repair facility. ConGlobal is moving its existing operations currently occupying a Port of Oakland site and relocating it to the Prologis site. The ConGlobal repair facility operations will consist of minor container repairs and paint touch-ups, a 2,500 square foot administration building, and a container wash area. The wash area will use a recycled water (gray water) system that will store and filter the water for re-use. There will also be an area for refrigerated container repair, maintenance, and temperature setting with associated container electrical plugs.

Recommended Revisions

CARB staff recommends the following revisions (applicable to both Plans) to further strengthen the proposed mitigation measures.

- 1) The City should incorporate the zero-emission technologies and implement other reduction strategies to reduce emissions and exposure, as detailed in our attached comments on the proposed Duke Warehouse Project in Perris,

¹ For the purposes of CEQA, "feasible" means capable of being accomplished in a successful manner within a reasonable period of time, taking into account economic, environmental, legal, social, and technological factors. (California Code of Regulations, title 14, section 15364.)

California (Elizabeth Yura to Nathan Perez, February 24, 2017, see sections titled "Project Design Features and Mitigation Measures" and "Other Recommendations").

Many of the recommendations contained in the CARB letter for the Duke Warehouse Project located in Perris California are included in the Plan. See annotations in the attachment below.

- 2) The City should quantify the expected diesel particulate emissions expected for each source (diesel trucks, equipment, etc.) and the expected reductions from each mitigation measure as compared to the 2012 IS/Addendum baseline assumptions.

Agreed. The Plan has been amended based on this recommendation. Refer to Section 4.6 of the Plan.

- 3) The City should require that any Class 8 trucks or yard trucks operating within the City-owned properties that operate solely between the Port and Prologis sites be zero emission.

This recommendation is not applicable to PODS because their portable storage units are not moved through the Port of Oakland but rather are moved locally and throughout the US via truck. If PODS operations change, an amendment to the Plan will be required per Section 2 of the Plan.

- 4) The City should require that all cargo handling equipment (CHE) used on City-owned property be zero emission given that they are currently commercially available. Furthermore, the City should remove reference to CHE as part of CARB's DOORs program, as this is a regulatory requirement for off-road equipment only, not CHE.

Section 4.1 of the Plan requires off-road equipment such as forklifts to be zero or near-zero emission equipment. This means that if diesel equipment is used it must be Tier 4 or Tier 4 interim equipment. This requirement is more restrictive than the CARB statewide regulations for such equipment. The Plan has been revised to remove reference to cargo handling equipment and instead use the term "off-road equipment" for forklifts and other similar equipment which will move the pods.

- 5) To ensure future operational activities do not change at either facility, the City should issue a conditional use permit that restricts operational activities to only these proposed operations as outlined in each Plan. This will help ensure that no new air quality impacts will occur. Should new operational activities occur, the City should require additional environmental review as part of a conditional use permit.

Zoning regulations for the OAB were adopted by the City Council in 2014 specifying what type of uses require conditional use permits (CUP). A CUP is not required for the PODS use. However, to address this concern, the Plan is revised to add a requirement in Section 2 that if significant changes in operation occur, then a different air quality plan or an addendum to this Plan may be required.

Ms. Patricia McGowan

April 18, 2018

Page 4

- 6) Both Plans include a Technology Review Program. ConGlobal's Plan indicates that they will conduct a technology review every three years, and, if feasible, the technology will be implemented. The Prologis Plan requires each tenant to conduct a technology review every three years. The technology review will then be implemented within 12 months, if found to be available, practical, and economically feasible. Given the advancement in technology, the City should require that these technology reviews occur every two years and be submitted to the City for evaluation and approval, in consultation with the Bay Area Air Quality Management District.

Section 4.5 of the Plan requires the tenant to review new technology every three years and with equipment turnover, meaning prior to acquisition of, or lease of, new equipment. We believe this is appropriate and does not need to be reduced to every two years. The Plan has been revised to add that the technology will be implemented within 12 months, if found to be available, practical, and economically feasible. Additionally, in Section 4.2, we revised the Plan to require that the tenant provide its contact information to the Bay Area Air Quality Management District so that it may directly receive, evaluate and participate in, as feasible, demonstration projects including applying for grants, vouchers and other funding to offset the cost increase of electric and alternative-fuel equipment, in consultation with the Bay Area Air Quality Management District.

CARB staff believes our recommended changes to the Plans, will further reduce harmful diesel emissions from the long-term operations of these facilities and reduce impacts to the nearby communities. We are available to provide assistance to you in identifying zero and near-zero technologies.

Ms. Patricia McGowan
April 18, 2018
Page4

If you have questions, please contact Robbie Morris, Air Pollution Specialist,
Exposure Reduction Section at (916) 327-0006 or via email at
robbie.morris@arb.ca.gov. You may also contact me at (916) 322-8285 or via email at
richard.boyd@arb.ca.gov.

Sincerely,

Richard Boyd

Richard Boyd, Chief
Risk Reduction Branch
Transportation and Toxics Division

Attachment

cc: See next page.

Ms. Patricia McGowan
April 18, 2018
Page 5

cc: Morgan Capilla
NEPA Reviewer
Ports, Housing Development, and Transportation
United States Environmental Protection Agency
Enforcement Division, Region 9
75 Hawthorne Street (ENF-4-2)
San Francisco, California 94105

Miss Margaret Gordon and
Brian Beveridge
Co-Directors
West Oakland Environmental Indicators Project
349 Mandela Parkway
Oakland, California 94607

Richard Grow, Lead
Environmental Justice Workgroup
United States Environmental Protection Agency
Region 9
75 Hawthorne Street, ENF-4-2
San Francisco, California 94105

Anna Lee
Work Group Coordinator
Alameda County Public Health Department
1000 Broadway, Suite 500
Oakland, California 94607

Dave Vintze
Air Quality Planning Manager
Bay Area Air Quality Management District
375 Beale Street, Suite 600
San Francisco, California 94105

Elizabeth Yura, Director
Community Protection Office
Bay Area Air Quality Management District
375 Beale Street, Suite 600
San Francisco, California 94105

ATTACHMENT



Air Resources Board

Matthew Rodriguez
Secretary for
Environmental Protection

Mary D. Nichols, Chair
1001 I Street • P.O. Box 2815
Sacramento, California 95812 • www.arb.ca.gov

Edmund G. Brown Jr.
Governor

CONTINUED

City of Oakland Response
to recommendations from California Air Resources Board on the
Air Quality Plan for Operations of PODS facility at CE-1 Warehouse
May 10, 2018

February 24, 2017

Mr. Nathan Perez
Associate Planner
Planning Division
135 North "D" Street
Perris, California 92570

Dear Mr. Perez:

Thank you for providing the Air Resources Board (ARB) the opportunity to comment on the Notice of Preparation (NOP) for the Duke Warehouse at Southwest Corner of Indian Avenue and Markham Street (Project) Draft Environmental Impact Report (DEIR). The proposed Project consists of constructing a 668,681 square foot warehouse building and associated infrastructure on a 31-acre site.

The Project site is currently vacant land, surrounded by primarily, mixed use, commercial and industrial businesses, undeveloped agricultural land and public roads. The NOP indicates that the proposed Project is being constructed as speculative, meaning the developer will find an operator for the warehouse after the Project is entitled. Features of the proposed Project include 271 employee/visitor parking stalls, 162 truck stalls, and 104 truck docks.

Should the results of the DEIR analysis find an increase in health risk in the immediate area, the proposed Project should utilize all existing and emerging zero-emission technology and implement land use decisions that minimize diesel particulate matter (PM) exposure to the neighboring community. The final Project conditions should provide for the use of those technologies now and in the future. This will serve to better protect the health of nearby residents from the harmful effects of fine particle pollution, including diesel PM, and help achieve emission reductions required to attain air quality standards for all pollutants and reduce greenhouse gases.

Additionally, a full health risk assessment should be conducted and the air quality and health risk assessment should use both the existing conditions baseline and a future conditions baseline.

The energy challenge facing California is real. Every Californian needs to take immediate action to reduce energy consumption. For a list of simple ways you can reduce demand and cut your energy costs, see our website: h1tD://www.arb.ca.gov.

California Environmental Protection Agency

Furthermore, the DEIR should include an analysis of the significant cumulative impacts of the proposed Project for both operational and construction air quality impacts (California Environmental Quality Act (CEQA) Guidelines, Section 15130). Cumulative impact is referred to as "two or more individual effects which, when considered together, are considerable or which compound or increase other environmental impacts" (CEQA Guidelines Section 15355).

Project Design Features and Mitigation Measures

If the results of the DEIR analysis find an increase in health risk, the majority of the potential localized cancer risk for the proposed Project will likely be attributable to an increase in diesel PM from the construction and long-term operation of the facility. Consequently, ARB staff recommends actions to support the deployment of zero and near-zero emission technology to reduce localized health risk and regional emissions. If the analysis shows significant health or air quality impacts, the following project design features should be included and/or further developed as a mitigation measure:

- 1) Incorporate zero and near-zero emission technologies that are commercially available now and in the future. Support the deployment of zero emission technologies including zero emission (such as battery electric or fuel cell electric) forklifts, battery electric and hybrid electric medium-duty trucks to the fullest extent feasible. These technologies are commercially available today. Additional advancements, especially for on-road trucks, are expected in the next three to five years. ARB's Technology and Fuels Assessments provide information on the current and projected development of mobile source technologies and fuels, including current and anticipated costs at widespread deployment. The assessments can be found at <http://www.arb.ca.gov/msprog/tech/tech.htm>. *The Plan is revised to incorporate the requirement to utilize zero and near-zero emission technologies, including a technology review and implementation of feasible technologies (see also response 5 above).*

Implement, and plan accordingly for, the necessary Infrastructure to support the zero emission and near-zero emission technology vehicles and equipment that will be operating onsite. This includes physical (e.g. needed footprint), energy, and fueling infrastructure for construction equipment, on-site vehicles and equipment, and medium-heavy and heavy-heavy duty trucks.

Prologis has stated that they will work with PODS to provide the necessary infrastructure to accommodate electrical vehicles operating on site when needed.

Given that the future tenant is unknown, implement and plan accordingly to provide sufficient plug-in capabilities for transport refrigeration units (TRUs) to eliminate the amount of time that a transport refrigeration system powered by a fossil-fueled internal combustion engine can operate at the Project site. Use of

zero emission all-electric plug-in transport refrigeration systems, hydrogen fuel cell transport refrigeration, and cryogenic transport refrigeration is encouraged. ARB's Technology Assessment for Transport Refrigerators provides information on the current and projected development of TRUs, including current and anticipated costs. The assessment is available at https://www.arb.ca.gov/msprog/tech/techreport/tru_O7292015.pdf.

Although PODS does not utilize TRU's, if that changes, an amendment to the Plan will be required, and plug-ins for TRU's will be required.

- 2) Ensure the cleanest possible construction practices and equipment is utilized. For off-road construction equipment, utilize those that meet Tier 4 emission standards where possible and Tier 3, at a minimum. Other practices include eliminating idling of diesel-powered equipment, requiring the use of zero and near-zero emission equipment and tools, and providing the necessary infrastructure (e.g. electric hookups), to support that equipment. In addition, require that all construction fleets be in compliance with all current air quality regulations. ARB staff is available to provide assistance in implementing this recommendation.
Not applicable; this Plan relates to operations only.
- 3) Require that all medium-heavy and heavy-heavy duty trucks, including any alternative fuel vehicles, meet or exceed the 2010 emission standards. Support the deployment of zero and near-zero technologies including utilizing zero emission (such as battery electric or fuel cell electric) forklifts and battery electric and hybrid electric medium-duty trucks to the fullest extent feasible. ARB's Technology and Fuels Assessments provide Information on the current and projected development of mobile source technologies and fuels, including current and anticipated costs at widespread deployment. The assessments can be found at <http://www.arb.ca.gov/msprog/tech/tech.htm>.
See response 2 in letter above and refer to Section 4.6 of the Plan.
- 4) Consider including contractual language in tenant lease agreements that includes tenants be in and monitor compliance with all current air quality regulations for on-road trucks including ARB's Heavy-Duty Greenhouse Gas Regulation, Periodic Smoke Inspection Program, and the Statewide Truck and Bus Regulation. ARB staff is available to provide assistance in implementing this recommendation.
The Plan incorporates this measure.
- 5) Consider including contractual language in tenant lease agreements that require future tenants use cleaner technologies over time as they become available and feasible. This can be accomplished by requiring tenants to develop an annual Technology Review Program to identify any new emissions-reduction technologies that may reduce emissions at warehouse distribution

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centers, including the feasibility of zero and near-zero emissions technologies for heavy-duty trucks, yard equipment, forklift, and pallet jacks. If the technology review demonstrates the new technology will be effective in reducing emissions and the City of Perris (City) determines that installation or use of the technology

is feasible, the tenant shall implement such technology within 12 months of the City's determination.

The Plan incorporates this measure. Refer to Section 4.3 of the Plan.

Air Quality Analysis and Health Risk Assessment

Already completed – see 2012 CEQA addendum for HRA.

A health risk assessment (HRA), dated January 2017, is currently available for public review. This HRA should be revised to include the following:

- 1) Evaluate proposed Project criteria air pollutant and greenhouse gas emissions using the California Emission Estimator Model (CalEEMod). The most recent version of CalEEMod is available at www.caleemod.com.
- 2) The health risk assessment should utilize the most current Office of Environmental Health Hazard Assessment guidance for that assessment, which is presently the 2015 Air Toxics Hot Spots Program Guidance Manual for Preparation of Health Risk Assessments available at http://oehha.ca.gov/alr/hot_spots/hotspots2015.html.
- 3) Include a health risk and air quality analysis utilizing both the existing conditions baseline (current conditions) and a future conditions baseline (full build out year, without the Project). This analysis will be useful to the public in understanding the full impacts of the Project. It is important to ensure that the public has a complete understanding of the environmental impacts of the proposed Project, as compared to both existing conditions and future conditions.
- 4) Table 3 in the HRA used an average daily truck traffic (ADT) rate for the proposed Project of 230 ADTs. ARB concurs with the South Coast Air Quality Management District (SCAQMD) that the ADT should be based on daily vehicle trips of 1.68 and 0.64 daily truck trips per 1,000 square feet of warehouse space. Therefore, revise Table 3 utilizing this formula.

Other Recommendations

- 1) Although the proposed Project includes use of a truck route approved under the 2012 Perris Valley Commerce Center Specific Plan, ARB recommends additional coordination with the existing local community while considering truck traffic impacts and circulation that will result from the proposed Project.
A separate Truck Management Plan is under development; the Plan requires adherence to the truck routes.
- 2) Develop and consider a project design that incorporates applicable guiding principles, as well as potential criteria in evaluating projects proposed by State or local agencies, as outlined in the California Sustainable Freight Action Plan

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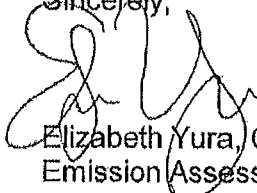
(Action Plan). The Action Plan can be found at <http://www.dot.ca.gov/casustainablefreight/theplan.html>. ARB staff is available to assist in implementing this recommendation.

The Plan incorporates equipment handling measures from this plan; the technology review process also furthers the objectives of this plan.

ARB staff appreciates the opportunity to comment on the NOP for the proposed Project and is able to provide assistance for successful implementation and deployment of a state-of-the-art facility that serves the region's distribution and air quality needs, while protecting public health.

Please include ARB on your State Clearinghouse list of selected State agencies that will receive the DEIR as part of the comment period. If you have questions, please contact Robbie Morris, Air Pollution Specialist, at (916) 322-0006 or via email at Robbie.Morris@arb.ca.gov.

Sincerely,



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cc: See next page.

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