

EXHIBIT A
DRAFT CONDITIONS OF APPROVAL

Case PUD-81-30-55M/PUD-85-8-27M, City of Pleasanton
August 28, 2013

1. Condition of Approval No. 2.D. of City Council Ordinance No. 1596 is modified to read as follows (new text is in **bold underline** and deleted text is in ~~strikeout~~):

“2.D. Total Gross Floor Area within the Project shall not exceed nine million, eight hundred eighty-nine thousand (9,889,000) square feet, excluding residential areas **development existing as of August 2013, residential development on the seven sites shown on the attached Exhibit B**, child day-care facilities, transit/public service center facilities, and BART stations and related facilities.”

[No changes to the remainder of the Condition.]

2. Except as modified above, all existing conditions and requirements of Cases PUD-81-30 through PUD-81-30-54M and Cases PUD-85-8 through PUD-85-8-26M shall remain in full force and effect.

{end}

EXHIBIT B

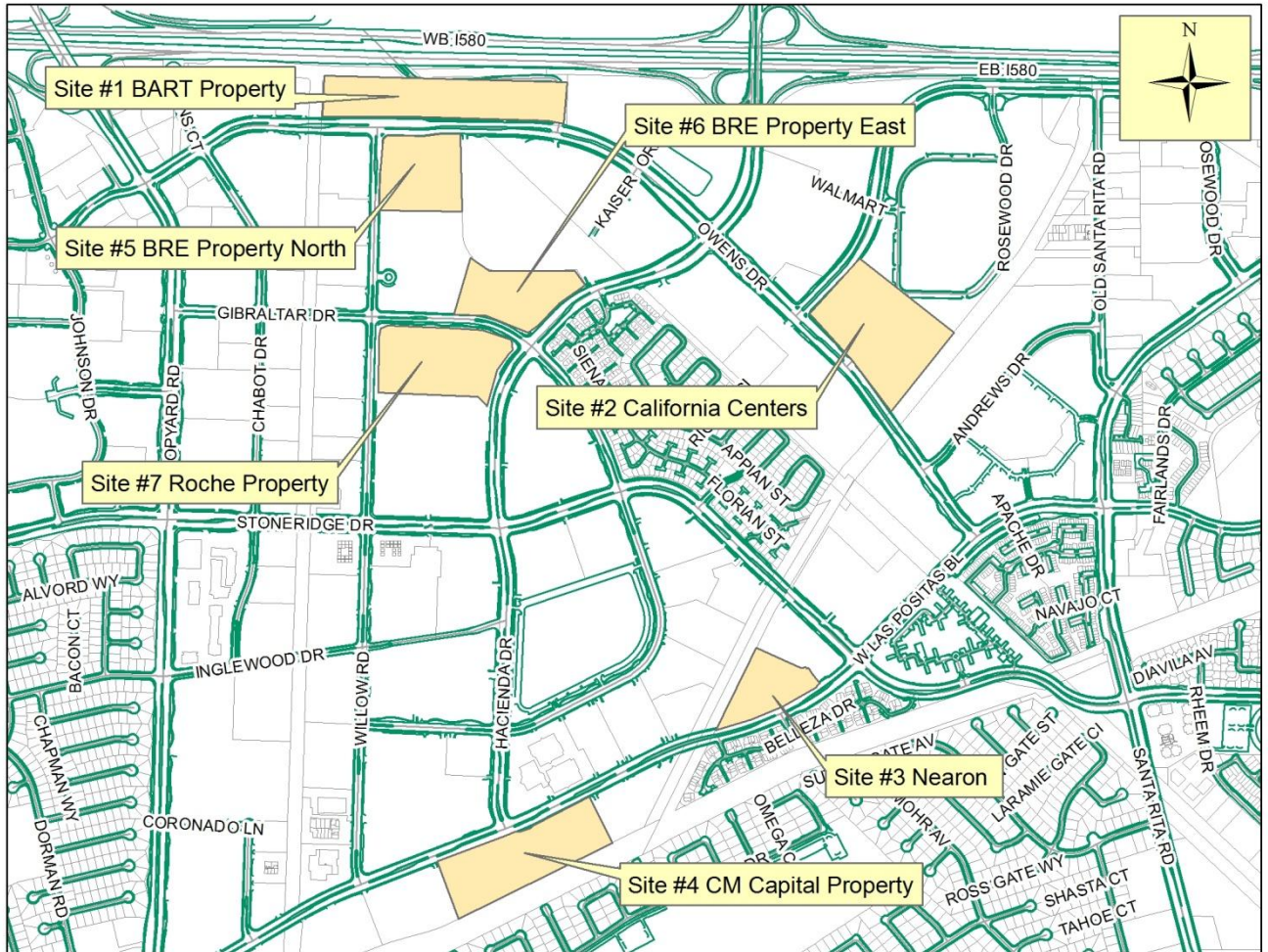


EXHIBIT C

Ordinance 1596, adopted in 1993, separated Hacienda into two property types and outlined separate methods for calculating development. As a result of this change, the tracking of the 9,889,000 developable square feet in Hacienda has been done for two separate groups of properties: (pre-1993 properties - based on square footage and post-1993 properties - based on trip generation). The breakdown of the square footage allocated to each group is shown in the table below:

| | Total Square Feet Allowed |
|------------------|----------------------------------|
| <i>Pre-1993</i> | <i>5,257,941</i> |
| <i>Post-1993</i> | <i>4,631,059</i> |
| <i>Total</i> | <i>9,889,000</i> |

All of the Pre-1993 properties are listed at the end of this Exhibit in the Table titled Pre-1993 Properties. The table shows the Development Name, Address, Land Use and the amount of existing and approved development. Similarly all of the Post-1993 properties are listed in the Table titled Post - 1993 Properties. This table includes the trip generation for each land use and in addition to listing the existing and approved square footage, the table also shows the number of trips produced.

Remaining Square Feet Prior to 2011 and 2012 PUD modifications

| | Total Square Feet Allowed | Total Constructed Square Feet | Total Remaining Square Feet |
|------------------|----------------------------------|--------------------------------------|------------------------------------|
| <i>Pre-1993</i> | <i>5,257,941</i> | <i>4,796,914</i> | <i>461,027</i> |
| <i>Post-1993</i> | <i>4,631,059</i> | <i>3,387,892¹</i> | <i>1,243,167^{1,2}</i> |
| <i>Total</i> | <i>9,889,000</i> | <i>8,184,806</i> | <i>1,704,194</i> |

¹For post-1993 properties, commercial uses are converted into office-equivalent square footage based on the PM peak hour traffic trips generated.

²Includes development approved but not built.

Out of the total remaining square footage the majority has been allocated to specific sites (as shown in the Pre-1993 Properties and Post - 1993 Properties tables.

| Total Remaining Square Feet | Total approved in Hacienda PUD | Total remaining unassigned Square Feet |
|------------------------------------|---------------------------------------|---|
| <i>461,027</i> | <i>61,930</i> | <i>399,097</i> |
| <i>1,243,167</i> | <i>1,117,659</i> | <i>125,508</i> |
| <i>1,704,194</i> | <i>1,179,589</i> | <i>524,605</i> |

Staff recommends exempting the residential development from the seven sites that were rezoned in 2011 and 2012.

In the locations where residential will replace existing office, the removed office returns to the available remaining square footage. Those sites include:

- Nearon 4,650 existing office (Pre-1993)
- CM Capital 188,120 existing office (Pre-1993)
192,770 square feet

In the locations where residential will replace future office, the office square footage will remain as future construction but the square footage will be unassigned to a specific property. Those sites include:

- Nearon 51,260 future office (Pre-1993)
- BRE North 183,100 future office (Post-1993)
- BRE East 177,700 future office (Post-1993)
- Roche 325,000 future office (Post-1993)
737,060 square feet of unassigned future office

The square footage will be retained as unassigned square footage in Hacienda Business Park. This change allows 929,830 square feet of office to be distributed to other sites within Hacienda. The total developable square footage in Hacienda remains at the 9,889,000 square feet.

Post PUD Amendments remaining square footage

| | Total Square Feet Allowed | Total Constructed Square Feet | Total Remaining Square Feet |
|------------------|----------------------------------|--------------------------------------|------------------------------------|
| <i>Pre-1993</i> | 5,257,941 | 4,604,144 | 653,797 |
| <i>Post-1993</i> | 4,631,059 | 3,387,892 ¹ | 1,243,167 ¹ |
| <i>Total</i> | 9,889,000 | 7,992,036 | 1,896,964 |

| Total approved in Hacienda PUD | Total remaining unassigned Square Feet |
|---------------------------------------|---|
| 18,190 | 635,607 |
| 432,196 ¹ | 810,972 ¹ |
| 450,386 | 1,446,579 |

¹For post-1993 properties, commercial uses are converted into office-equivalent square footage based on the PM peak hour traffic trips generated.

EXHIBIT D

REZONED RESIDENTIAL SITES

The sites that were the subject of the rezonings under the two actions noted earlier each underwent their own separate review by staff in consideration of the recommendation. The following is a summary of the findings by staff related to each site with respect to its relationship with the Hacienda PUDs.

Site 1 - BART Property

This site is located on the north side of Owens Drive at Willow Road. This property has been developed as a parking lot to serve BART patrons. This site originally did not include any development beyond the BART Station and related facilities. The City Council rezoned 8.3 acres to PUD-Mixed Use in January of 2012 with a minimum of 249 units (30 units/acre).

Ordinance 1596, which was passed in June of 1993 stated that if BART did not develop a station, then the property would be identified for a future development of 180,000 square feet. Although the BART station was constructed, it appears from Ordinance 1596 that it was envisioned that future development on this site would increase the development cap.

Staff Analysis and Recommendation:

BART station development was included as part of the environmental analysis and some contemplation for future BART site development exists within the Hacienda PUDs. Staff recommends exempting the potential future residential from the calculation of the development cap.

Site 2 - California Center Property

This site is located on the northeast side of the intersection of Owens Drive and Rosewood Drive. This property is zoned PUD-ICO with a Hacienda land use designation of OMPD (Midrise Office Planning District) and is approximately 60.9 acres. It has been developed in accordance with the Hacienda PUD's with a total square footage of 1,017,970 square feet of office. This places the development at a FAR just below 0.4.

8.4 acres of the site was rezoned to High Density Residential in 2012 (Ordinance 2034) at the west end of the existing site. A PUD development Plan was approved by the City Council for construction of 305 residential units and 7,520 square feet of retail in a mixed use development.

Staff Analysis and Recommendation:

Similar High Density Residential has been exempted from the cap calculation in the past and future potential development, was included in the environmental analysis, which included the 305 residential units as well as an additional 450,000 square feet of office located. Staff recommends including the 7,520 square feet of retail as future

development to be counted toward the development cap and exempting the residential development from the calculation of the development cap.

Site 3 - Nearon Property

This property is located on the northwest corner of Stoneridge Drive and West Las Positas Boulevard. This property is zoned PUD-ICO with a Hacienda land use designation of IPD (Research and Development / Light Manufacturing Planning District). This property is 5.6 acres and has a small exterior building that is 4,650 square feet and a previously planned future office of an additional 51,260 square feet.

The City Council rezoned 5.6 acres to High Density Residential in January of 2012 and approved a multifamily project of 168 units in June of 2013. This rezoning was located on the 5.6 acres that contains the 4,650 square foot building and the planned future office location.

Staff Analysis and Recommendation:

The environmental analysis examined the effects of both the existing developed building and approved office in addition to a new residential project. Staff recommends exempting the new 168 units from the calculation of the cap and retaining the development capacity from the existing structure that will be removed and future approved office (55,910 square feet in total that would be retained as a part of the 9,889,000 square foot development cap).

Site 4 - CM Capital Properties

Site 4 is the CM Capital Properties which are located on the south side of West Las Positas Boulevard at Hacienda Drive. This site has been fully developed with 188,120 square feet of office.

The City Council rezoned the 12.6 acre site to allow Mixed Use (including High Density Residential) in January of 2012. The Ordinance that established the rezoning allows 378 residential units.

Staff Analysis and Recommendation:

The environmental analysis examined the effects of both the existing developed buildings in addition to a new residential project. Staff recommends exempting the new 378 units from the calculation of the cap and retaining the development capacity from the existing structure that will be removed (188,120 square feet in total that would be retained as a part of the 9,889,000 square foot development cap).

Site 5 - BRE Property North

Site 5 is the former WP Carey site, now referred to as the BRE North Property which is located on the southeast corner of Owens Drive and Willow Road. The site was originally zoned PUD-ICO with an approved office development of 183,100 square feet. In 2011 this site was rezoned to Mixed Use which allows high density residential and in 2012 a PUD development plan for 251 residential units, 4 live/work units and 5,700 square feet retail space was approved.

The Housing Element EIR analysis incorporated a combination of housing and office on this site in the traffic model. The analysis included the 255 units in the EIR analysis, but reduced the office square footage by 82,800 square feet to account for the TOD development trips (total office square footage analyzed in the EIR document for this site was 100,300 square feet).

Staff Analysis and Recommendation:

The Housing Element traffic model included an additional 350,000 square feet of office located on the BART site which adequately modeled the 82,800 square feet of office that was removed from this site. Staff recommends including the 5,700 square feet of retail as future development to be counted toward the development cap, exempting the residential development from the calculation of the development cap and retaining the full 183,100 square feet of office as future office development capacity as a part of the 9,889,000 square foot development cap.

Site 6 - BRE Property East

Site 6 is the BRE Property East which is located on the north corner of Hacienda Drive and Gibraltar Drive (N). This site was originally zoned PUD-ICO with an approved future office development of 177,700 square feet. In 2011 this site was rezoned to allow high density residential and in 2012 a project plan with 247 residential units and 4 live/work units was approved.

The Housing Element EIR analysis incorporated a combination of housing and office on this site in the traffic model. The analysis included the 251 units in the EIR analysis, but reduced the office square footage by 97,900 square feet to account for the TOD development trips (total office square footage analyzed in the EIR document for this site was 79,800 square feet).

Staff Analysis and Recommendation:

The Housing Element traffic model included an additional 350,000 square feet of office located on the BART site which adequately modeled the 97,900 square feet of office that was removed from this site. Staff recommends exempting the new 251 units from the calculation of the cap and retaining the full 177,700 square feet of office as future office development capacity as a part of the 9,889,000 square foot development cap.

Site 7 - Roche Property

Site 7 is the Roche Property which is located on the south side of Gibraltar Drive (N) between Willow Road and Hacienda Drive. The site was originally zoned PUD-ICO with an approved office development of 325,000 square feet. In 2011 this site was rezoned to allow high density residential with an anticipated 372 apartment units and 10,000 square feet of retail.

The Housing Element EIR analysis incorporated a combination of housing and office on this site in the traffic model. The analysis included the 372 units in the EIR analysis, but reduced the office square footage by 148,100 square feet to account for the TOD

development trips (total office square footage analyzed in the EIR document for this site was 176,900 square feet).

Staff Analysis and Recommendation:

The Housing Element traffic model included an additional 350,000 square feet of office located on the BART site which adequately modeled the 148,100 square feet of office that was removed from this site. Staff recommends including the 10,000 square feet of retail as future development to be counted toward the development cap, exempting the residential development from the calculation of the development cap and retaining the full 325,000 square feet of office as future office development capacity as a part of the 9,889,000 square foot development cap.

CITY COUNCIL OF THE CITY OF PLEASANTON

ALAMEDA COUNTY, CALIFORNIA

ORDINANCE NO. 1596

AN ORDINANCE APPROVING THE APPLICATION OF PRUDENTIAL INSURANCE COMPANY FOR A MAJOR MODIFICATION TO AN APPROVED PUD DEVELOPMENT PLAN TO MODIFY CONDITIONS OF APPROVAL OF ORDINANCE NO. 1325 AS FILED UNDER CASE PUD-81-30-27M/PUD-85-8-9M

WHEREAS, Prudential Insurance Company has applied for a major modification to an approved Planned Unit Development to modify the conditions of approval of Ordinance No. 1325 to:

1) reduce by 500,000 square feet (from 10.389 million to 9.889 million square feet) the total gross floor area allowed;

2) redesignate 149.909 acres to a "Mixed Office/Industrial" classification allowing lot-by-lot flexibility in future building height, floor area, and landscape ratio (keeping the existing PUD maximum development standards);

3) redesignate 130.582 acres to a "Mixed Commercial/Office/Industrial" classification allowing lot-by-lot flexibility in use as well as building height, floor area, and landscape ratio (keeping the existing PUD maximum development standards except allowing 30% FAR for commercial buildings instead of the existing 25%); all commercial uses, including supermarkets, on Lot 14A would be subject to the City discretionary approval;

4) modify the "Design Guidelines" condition to specify commercial site development standards to be equivalent to other retail commercial projects in Pleasanton;

5) modify the "Traffic" condition to eliminate project-by-project traffic studies and non-site-specific mitigations for future development on 30 specified lots containing approximately 280.5 acres;

6) change the "Site Development Criteria" to allow a minimum parking standard of one space/300 square feet instead of one space/250 square feet for office uses and to correct an error to allow freestanding restaurants to provide a minimum of one space/150 square feet instead of one space/50 square feet; and

7) make other clarifying and updating changes to the Design Guidelines; and

WHEREAS, zoning for the property is PUD-I/C-O (Planned Unit Development) - Industrial/Commercial and Office District, and

WHEREAS, based on the Initial Environmental Study, a negative declaration was adopted by Council on June 1, 1993; and

WHEREAS, Council received the Planning Commission's recommendations for approval of the proposed major modification to the approved planned unit development; and

WHEREAS, a duly noticed public hearing was held on June 1, 1993; and

WHEREAS, the City Council finds that the proposed PUD modification is consistent with the General Plan policies of the City of Pleasanton.

THE CITY COUNCIL OF THE CITY OF PLEASANTON DOES HEREBY ORDAIN AS FOLLOWS:

Section 1: Approves Case PUD-81-30-27M/PUD-85-8-9M, the application of Prudential Insurance Company for a major modification to an approved Planned Unit Development to modify the conditions of approval of Ordinance No. 1325, subject to the conditions on "Exhibit B" attached hereto and incorporated herein by this reference.

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

Section 3: A summary of this ordinance shall be published once within fifteen (15) days after its adoption in "The Tri-Valley Herald," a newspaper of general circulation published in the City of Pleasanton, and the complete ordinance shall be posted for fifteen (15) days in the City Clerk's office within fifteen (15) days after its adoption.

Section 4: This ordinance shall be effective thirty (30) days after the date of its final passage and adoption.

Section 5: This ordinance shall terminate and be of no further force and effect as of March 31, 1994, unless by that date the City has either refunded the non-limited obligation bonds on the lands covered by this amendment or, in the opinion of the City Council, the risk to the City's surplus funds, if any, presented by the non-limited feature of said bonds, has been reduced or eliminated. Such event of refunding or opinion shall be evidenced by the execution on behalf of the City of a recordable certificate stating this condition has been satisfied. In the event this ordinance terminates as provided in this section, the PUD ordinance in effect as of the date of this ordinance shall be in full force and effect according to its terms and conditions.

INTRODUCED at a regular meeting of the City Council of the City of Pleasanton on June 1, 1993.

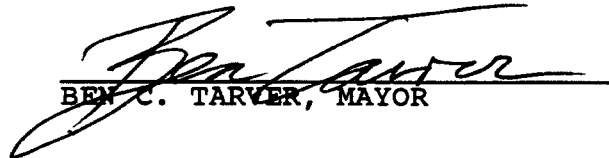
ADOPTED at a regular meeting of the City Council of the City of Pleasanton on June 15, 1993 by the following vote:

AYES: Councilmembers - Dennis, Mohr, Pico, Scribner, and Mayor Tarver
NOES: None
ABSENT: None
ABSTAIN: None

ATTEST:

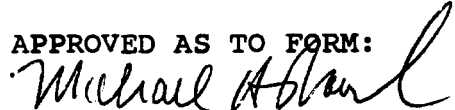


Peggy L. Ezidro, City Clerk



BEN C. TARVER, MAYOR

APPROVED AS TO FORM:



Michael H. Roush, City Attorney

EXHIBIT "B"

CONDITIONS OF APPROVAL

PUD-81-30-27M/PUD-85-8-9M

1. Except as specified herein, all existing conditions and requirements of PUD-81-30 through PUD-81-30-24M and PUD-85-8 through PUD-85-8-6M shall remain in effect and in full force.
2. Condition No. 1 shall be modified to read as follows:
 1. **Development Plan.** Development of Hacienda Business Park ("Project") shall be substantially as shown in the Development Plan on file with the City of Pleasanton ("City") Planning Division, and as it may be amended.
3. Condition No. 2 shall be modified to read as follows:
 2. **Design Guidelines.** On-site development shall be guided by the Design Guidelines and Declaration of Covenants, Conditions and Restrictions ("CC&R's") on file with the City Planning Division. Except as site regulations are specifically adopted herein, in reviewing site specific development plans, the City may impose the City's policies and codes in effect for the most similar zoning district if the policies and codes are more restrictive than the regulations included in the Design Guidelines. The following site regulations are specifically adopted for the project:
 - A. Summary of Site Development Criteria (Table B-1) contained in the Design Guidelines/Development Plan, dated June, 1987, on file in the City Planning Division, and as it may be amended.
 - B. Summary of Property Line Setbacks (Table B-2).
 - C. Landscaping Required Adjacent to Buildings (Table B-3).
 - D. Total Gross Floor Area within the Project shall not exceed nine million, eight hundred eighty-nine thousand (9,889,000) square feet, excluding residential areas, child day-care facilities, transit/public service center facilities, and BART stations and related facilities.

- i. Notwithstanding the above total gross square footage, total Gross Floor Area within lots designated "Mixed O/IPD" and "Mixed C/O/IPD" (as shown on Exhibit A), combined, shall be allowed up to, but no more than, four million, six hundred twenty-three thousand (4,623,000) square feet, excluding BART stations and related facilities. Should any lot designated "Mixed C/O/I PD" develop with a commercial use, the Total Gross Floor Area allowed in this subsection shall be reduced by 1.7 square foot for each one square foot of commercial use.
- ii. If BART does not develop a station and related facilities on Lot 54, the Total Gross Floor Area listed in Subsections D and E shall be increased by one hundred eighty thousand (180,000) square feet, or, if a portion of Lot 54 is not used, then by the ratio of one additional square foot of total gross floor area for each 1.67 square feet of lot area not so used.

Notwithstanding any regulations in the Design Guidelines and CC&R's to the contrary, for those lots designated "Mixed C/O/I PD" which develop with commercial uses, the site development criteria, property line setbacks, P.S.E.'s, and landscaping requirements shall be determined on an ad hoc basis, with development standards (including landscaping) reasonably equivalent to other retail commercial projects in Pleasanton, such that retail/commercial use visibility, signage, and other reasonable retail/commercial development needs can be met while retaining the spirit of the Design Guidelines Development Plan.

4. Condition No. 11 shall be modified by adding new subsections 11. D., E., and F. as follows:
 11. D. Mixed O/I PD Districts - All permitted and conditionally permitted uses as specified in Subsections A and C herein in the O (Office) District, as set forth in Sections 18.40.030 and 18.40.040 of the Pleasanton Municipal Code, and as they may be hereinafter amended, and all permitted uses as set forth in Section 18.48.140 of the Pleasanton Municipal Code, and as it may be hereinafter amended.

E. Mixed C/O/I PD Districts - All permitted and conditionally permitted uses as specified in subsection B if developed for commercial uses or mixed office-commercial uses; all permitted and conditionally permitted uses in subsections A and C herein if developed for office, mixed office-commercial, or industrial uses.

(1) Lots 54 and 56a shall also allow Bay Area Rapid Transit (BART) station or other mass transit station, parking, and transit and related facilities, services, and uses.

(2) The use of Lot 14A for a supermarket-anchored neighborhood shopping center and/or supermarket use shall be a conditionally allowed use, and the City shall retain full discretionary authority to disallow said use if the City is not reasonably satisfied with the viability and/or future uses of the Val Vista Shopping Center.

F. All lots shown in Exhibit A may be used for public or private park or other recreational facilities as permitted uses.

5. Condition No. 13 shall be modified by adding a new Subsection "13.D." to read as follows:

13. D. Notwithstanding Subsection 13.A. - 13.C., for the duration of the Development Agreements dated December 6, 1983 and April 22, 1986, as amended, development of lots shown in Exhibit A may proceed without site-specific traffic studies or off-site traffic mitigation measures except as may be specified in that Development Agreement.

6. Condition No. 20 shall be modified as follows:

20. Sewer Capacity. Except as may be provided by reservation agreement, presale purchase agreement, or Development Agreement, Developer acknowledges that the City, by its approval of the Project, does not guarantee the availability of sufficient sewer capacity to serve the Project, and Developer agrees and acknowledges that building permits may be withheld if sewer capacity is found by the City not to be available.

7. A new Condition No. 30 shall be added to read as follows:
30. Prior Approved Site-Specific Plans. The prior approved site plans for Lots 7E (PUD-81-30-48-D), 30B (PUD-81-30- -D), and 34C (PUD-81-30- -D) shall remain in effect following approval of PUD-85-8-9M; however, should a new application be made for a different plan for one or more of these lots, the site development criteria contained in the revised Table B-1 shall be applicable, and these sites may develop under the revised standards.
8. Section A-1 of the Land Use Plan shall be modified as follows:

A.1. LAND USE PLAN

The Land Use Plan illustrates the variety and locations of land uses intended to occupy Hacienda Business Park including Retail/Commercial Centers, Garden Office, Midrise Office, General Office, Research and Development, Light Manufacturing, Public and Institutional, High Density Residential, Mixed Office/Industrial, and Mixed Commercial/Office/Industrial.

SUMMARY OF LAND USE

| <u>Gross Area Summary</u> | <u>Acreage</u> |
|--|----------------|
| Gross Area | 860.549 |
| Less: | |
| State Highway and Street Area Dedication | 126.979 |
| Channel Dedication | 14.252 |
| Parcels H, I, K Removed from Boundary | <u>3.868</u> |
| TOTAL NET ACREAGE | 715.45 |

Net Usable Land Summary by Land Use

| | |
|------------------------------------|---------------|
| CPD | 57.83 |
| OGPD | 23.37 |
| OMPD | 70.69 |
| OPD | 20.16 |
| IPD | 156.36 |
| High Density Residential | 106.55 |
| P & I/Child Care | -0- |
| Mixed Office/Industrial | 149.909 |
| Mixed Commercial/Office/Industrial | 130.582 |
| TOTAL NET USEABLE ACREAGE | 715.45 |

NOTE: Acreage subject to minor modification.

9. Exhibit A.1. shall be modified as shown in the attached, revised Exhibit A.1.
10. Table B-1, "Summary of Site Development Criteria," shall be modified as shown in the attached, Revised Table B-1.
11. Table B-4, "Permitted Uses within Each Planning District," shall be modified as shown in the attached, Revised Table B-4.

prudent.mod



PROPOSED LAND USE PLAN HACIENDA BUSINESS PARK



LEGEND

- OGPD Garden Office Planned District
 - OMPDP Midrise Office Planned District
 - OPD General Office Planned District
 - IPD Research & Development/ Light Manufacturing Planned District
 - CPD Retail/ Commercial/ Financial Planned District
 - HDR High Density Residential
 - MOIPD Mixed Office/ Industrial Planned District
 - MCOIPD Mixed Commercial/ Office/ Industrial Planned District
- HDR-Landuse 27B -Site Number

REVISED SITE DEVELOPMENT CRITERIA

TABLE B-1

SUMMARY OF SITE DEVELOPMENT CRITERIA

| <u>LOT PARCELS</u> | <u>USE (A)</u> | <u>MAXIMUM FLOOR AREA RATIO (1)</u> | <u>MAXIMUM HEIGHT (2)</u> | <u>MINIMUM LANDSCAPE RATIO (3)</u> | <u>MINIMUM PARKING RATIO (4)</u> |
|----------------------------------|--------------------------|-------------------------------------|---------------------------|------------------------------------|----------------------------------|
| 1 1A | CPD (3 STORY) | SEE NOTE 5 | 55' | 25% | SEE NOTE 5 |
| 1B,1E,1F | CPD (3 STORY) | SEE NOTE 5 | 55' | 25% | SEE NOTE 5 |
| 1C | CPD (3 STORY) | SEE NOTE 5 | 55' | 25% | SEE NOTE 5 |
| 1D | CPD (2 STORY) | 25% | 45' | 25% | SEE NOTE 5 |
| 2 | OGPD (2 STORY) | 40% | 55' | 25% | 1 PER 250 SQ. FT. |
| | OGPD (3 STORY) | 45% | 55' | 25% | 1 PER 250 SQ. FT. |
| 3 | OGPD (2 STORY) | 40% | 55' | 25% | 1 PER 250 SQ. FT. |
| | OGPD (3 STORY) | 45% | 55' | 25% | 1 PER 250 SQ. FT. |
| 4 | IPD (1 STORY) | 35% | 45' | 20% | 1 PER 250 SQ. FT. |
| | (2 STORY) | 40% | | | |
| 5 5A,5C | CPD (3 STORY) | SEE NOTE 5 | 55' | 25% | SEE NOTE 5 |
| 5B | MOIPD SEE NOTE 7 | SEE NOTE 7 | 55' | SEE NOTE 7 | SEE NOTE 7 |
| 6 | MOIPD SEE NOTE 7 | SEE NOTE 7 | 85.5' | SEE NOTE 7 | SEE NOTE 7 |
| 7 7A,7B | MOIPD SEE NOTE 7 | SEE NOTE 7 | 85.5' | SEE NOTE 7 | SEE NOTE 7 |
| 7C,7D,7E | MOIPD SEE NOTE 7 | SEE NOTE 7 | 85.5' | SEE NOTE 7 | SEE NOTE 7 |
| 8 8A,8B | High Density Residential | SEE NOTE 6 | N/A | N/A | N/A |
| 9 | OMPD (5 STORY) | 50% | 72' | 25% | 1 PER 250 SQ. FT. |
| 10 10A,10B | MOIPD SEE NOTE 7 | SEE NOTE 7 | 55' | SEE NOTE 7 | SEE NOTE 7 |
| 11 11A,11C, 11D,11E, & 11F | IPD (1 STORY) | 35% | 45' | 20% | 1 PER 250 SQ. FT. |
| 11B | (2 STORY) | 40% | 45' | 20% | 1 PER 250 SQ. FT. |
| 12 12A | IPD (1 STORY) | 35% | 45' | 20% | 1 PER 250 SQ. FT. |
| 12B | IPD (2 STORY) | 40% | 45' | 20% | 1 PER 250 SQ. FT. |

TABLE B-1, continued

SUMMARY OF SITE DEVELOPMENT CRITERIA

| <u>LOT PARCELS</u> | <u>USE (A)</u> | <u>MAXIMUM FLOOR AREA RATIO (1)</u> | <u>MAXIMUM HEIGHT (2)</u> | <u>MINIMUM LANDSCAPE RATIO (3)</u> | <u>MINIMUM PARKING RATIO (4)</u> |
|--------------------|-------------------|-------------------------------------|---------------------------|------------------------------------|----------------------------------|
| 13 13A | CPD (2 STORY) | SEE NOTE 5 | 45' | 25% | SEE NOTE 5 |
| 13B, 13C & 13E | OGPD (2 STORY) | 40% | 45' | 25% | 1 PER 250 SQ. FT. |
| 13D, 13F | MOIPD SEE NOTE 7 | SEE NOTE 7 | 55' | SEE NOTE 7 | SEE NOTE 7 |
| 14 14A | MCOIPD SEE NOTE 8 | SEE NOTE 8 | 45' | SEE NOTE 8 | SEE NOTE 8 |
| 14B | OPD (2 STORY) | 40% | 55' | 25% | 1 PER 250 SQ. FT. |
| | OPD (3 STORY) | 40% | 55' | 25% | 1 PER 250 SQ. FT. |
| 15 | IPD (1 STORY) | 35% | 45' | 20% | 1 PER 250 SQ. FT. |
| | IPD (2 STORY) | 40% | 45' | 20% | 1 PER 250 SQ. FT. |
| 16 16A | MOIPD SEE NOTE 7 | SEE NOTE 7 | 55' | SEE NOTE 7 | SEE NOTE 7 |
| 16B | IPD (1 STORY) | 35% | 45' | 20% | 1 PER 250 SQ. FT. |
| | IPD (2 STORY) | 40% | 45' | 20% | 1 PER 250 SQ. FT. |
| 17 | IPD (1 STORY) | 35% | 45' | 20% | 1 PER 250 SQ. FT. |
| | IPD (2 STORY) | 40% | 45' | 20% | 1 PER 250 SQ. FT. |
| 18 18A | IPD (1 STORY) | 35% | 45' | 20% | 1 PER 250 SQ. FT. |
| 18B | IPD (2 STORY) | 40% | 45' | 20% | 1 PER 250 SQ. FT. |
| 19 | IPD (1 STORY) | 35% | 45' | 20% | 1 PER 250 SQ. FT. |
| | IPD (2 STORY) | 40% | 45' | 20% | 1 PER 250 SQ. FT. |
| 20 | OGPD (2 STORY) | 40% | 45' | 25% | 1 PER 250 SQ. FT. |
| 21 21B | OGPD (2 STORY) | 40% | 55' | 25% | 1 PER 250 SQ. FT. |
| | OGPD (3 STORY) | 45% | 55' | 25% | 1 PER 250 SQ. FT. |
| 21C | MOIPD SEE NOTE 7 | SEE NOTE 7 | 45' | SEE NOTE 7 | SEE NOTE 7 |
| 21D | OGPD (2 STORY) | 40% | 45' | 25% | 1 PER 250 SQ. FT. |
| 22 | OPD (2 STORY) | 40% | 55' | 25% | 1 PER 250 SQ. FT. |
| | OPD (3 STORY) | 45% | 55' | 25% | 1 PER 250 SQ. FT. |
| 23 | IPD (1 STORY) | 35% | 45' | 20% | 1 PER 250 SQ. FT. |
| | IPD (2 STORY) | 40% | 45' | 2% | 1 PER 250 SQ. FT. |

TABLE B-1, continued

SUMMARY OF SITE DEVELOPMENT CRITERIA

| <u>LOT PARCELS</u> | <u>USE (A)</u> | <u>MAXIMUM FLOOR AREA RATIO (1)</u> | <u>MAXIMUM HEIGHT (2)</u> | <u>MINIMUM LANDSCAPE RATIO (3)</u> | <u>MINIMUM PARKING RATIO (4)</u> |
|---------------------------------|--------------------------------|-------------------------------------|---------------------------|------------------------------------|----------------------------------|
| 24 | High Density Residential | SEE NOTE 6 | N/A | N/A | N/A |
| 25 25A | MOIPD SEE NOTE 7 | SEE NOTE 7 | 45' | SEE NOTE 7 | SEE NOTE 7 |
| 25B | IPD (1 STORY) | 35% | 45' | 20% | 1 PER 250 SQ. FT. |
| | IPD (2 STORY) | 40% | 45' | 20% | 1 PER 250 SQ. FT. |
| PARCEL F | MOIPD SEE NOTE 7 | SEE NOTE 7 | 45' | SEE NOTE 7 | SEE NOTE 7 |
| 26 26A | High Density Residential | SEE NOTE 6 | N/A | N/A | N/A |
| 27 27B | High Density Residential | SEE NOTE 6 | N/A | N/A | N/A |
| 28 | OGPD (1 STORY) (CHILD CARE) | N/A | N/A | N/A | 1 PER 250 SQ. FT. |
| 29 | IPD (1 STORY) | 35% | 45' | 20% | 1 PER 250 SQ. FT. |
| | IPD (2 STORY) | 40% | 45' | 20% | 1 PER 250 SQ. FT. |
| 30 30A | IPD (1 STORY) | 35% | 45' | 20% | 1 PER 250 SQ. FT. |
| 30B | MOIPD SEE NOTE 7 | SEE NOTE 7 | 55' | SEE NOTE 7 | SEE NOTE 7 |
| 31 31A | IPD (1 STORY) | 35% | 45' | 20% | 1 PER 250 SQ. FT. |
| 31B, 31C, & 31D | IPD (2 STORY) | 40% | 45' | 20% | 1 PER 250 SQ. FT. |
| 32 32A | IPD (1 STORY) | 35% | 45' | 20% | 1 PER 250 SQ. FT. |
| 32B | IPD (2 STORY) | 40% | 45' | 20% | 1 PER 250 SQ. FT. |
| 33 33A | IPD (1 STORY) | 35% | 45' | 20% | 1 PER 250 SQ. FT. |
| 33B | IPD (2 STORY) | 40% | 45' | 20% | 1 PER 250 SQ. FT. |
| 34 34A | IPD (1 STORY) | 35% | 45' | 20% | 1 PER 250 SQ. FT. |
| 34B | IPD (2 STORY) | 40% | 45' | 20% | 1 PER 250 SQ. FT. |
| 34C | MOIPD SEE NOTE 7 | SEE NOTE 7 | 55' | SEE NOTE 7 | SEE NOTE 7 |
| 34D, 34E, 34F, 34G, & 34H | IPD (2 STORY) | 40% | 45' | 20% | 1 PER 250 SQ. FT. |

TABLE B-1, continued
SUMMARY OF SITE DEVELOPMENT CRITERIA

| <u>LOT PARCELS</u> | <u>USE (A)</u> | <u>MAXIMUM FLOOR AREA RATIO (1)</u> | <u>MAXIMUM HEIGHT (2)</u> | <u>MINIMUM LANDSCAPE RATIO (3)</u> | <u>MINIMUM PARKING RATIO (4)</u> |
|---|---------------------------------------|-------------------------------------|---------------------------|------------------------------------|--|
| 35 | MOIPD SEE NOTE 7 | SEE NOTE 7 | 55' | SEE NOTE 7 | SEE NOTE 7 |
| 36 | IPD (1 STORY) IPD (2 STORY) | 35% 40% | 45' 45' | 20% 20% | 1 PER 250 SQ. FT. 1 PER 250 SQ. FT. |
| 37 | CPD (3 STORY) | SEE NOTE 5 | 55' | 25% | SEE NOTE 5 |
| 51 51A, 51B, 51C, & 51D | CPD (3 STORY) | SEE NOTE 5 | 55' | 25% | SEE NOTE 5 |
| 52 | MCOIPD SEE NOTE 8 | SEE NOTE 8 | 85.5' | SEE NOTE 8 | SEE NOTE 8 |
| 53 53A 53B | MCOIPD SEE NOTE 8 IPD (4 STORY) | SEE NOTE 8 50% | 85.5' 72' | SEE NOTE 8 30% | SEE NOTE 8 1 PER 250 SQ. FT. |
| 54 | MCOIPD SEE NOTE 8 | SEE NOTE 8 | 85.5' | SEE NOTE 8 | SEE NOTE 8 |
| 55 55A & 55B 55C, 55D, 55E, & 55F | MCOIPD SEE NOTE 8 MOIPD SEE NOTE 7 | SEE NOTE 8 SEE NOTE 7 | 85.5 85.5' | SEE NOTE 8 SEE NOTE 7 | SEE NOTE 8 SEE NOTE 7 |
| 56 56B & 56C | MCOIPD SEE NOTE 8 | SEE NOTE 8 | 85.5' | SEE NOTE 8 | SEE NOTE 8 |
| 57 57A, 57B, & 57C | MCOIPD SEE NOTE 8 | SEE NOTE 8 | 85.5' | SEE NOTE 8 | SEE NOTE 8 |
| 58 58A | MCOIPD SEE NOTE 8 | SEE NOTE 8 | 85.5' | SEE NOTE 8 | SEE NOTE 8 |
| 59 | OMPD (6 STORY) | 40% | 85.5' | 30% | 1 PER 250 SQ. FT. |
| 60 | High Density Residential | SEE NOTE 6 | N/A | N/A | N/A |

TABLE B-1, continued

SUMMARY OF SITE DEVELOPMENT CRITERIA

NOTES:

A. CPD = Retail/Commercial/Financial; OGPD = Garden Office; IPD = Research & Development/Light Manufacturing; OMPD = Mid R&D Office; OPD = General Office; MOIPD = Mixed Office, Research & Development/Light Manufacturing; MCOIPD = Mixed Retail/Commercial/Financial, Office, and Research & Development/Light Manufacturing. The number of stories listed is the maximum number of usable floors, above ground, which any building, or portion of a building, may include.

- 1a. "Maximum Floor Area Ratio" is the maximum permitted ratio of the Gross Square Footage of a building or buildings on a Parcel to the total Parcel area. The Gross Square Footage of a building or buildings shall be the sum of the area of each floor, excluding mechanical penthouses and subgrade basements, measured horizontally to the outside faces of the exterior walls.
- b. Any Parcel containing a single structure that combines differing story height elements shall have a Maximum Floor Area Ratio equal to that ratio indicated for the highest number of stories.
- c. Any Parcel upon which separate structures of differing story height elements are constructed shall have a Maximum Floor Area Ratio equal to a weighted average of Minimum Floor Area Ratio for each type of structure; such average shall be computed using as weights the actual number of square feet contained in each structure as specified in the formula below:

Let X = square footage of one-story structure
Let Y = square footage of two-story structure
Let Z = square footage of three-story structure
Let W = square footage of four-story structure
Let 35%, 40%, 45%, and 50% be the Maximum Floor Area Ratio for one-story, two-story, three-story, and four-story structures, respectively -

$$\text{Then } \frac{X}{.35} + \frac{Y}{.40} + \frac{Z}{.45} + \frac{W}{.50} \quad \text{Must be less than or equal to the total square footage of the Parcel}$$

2. "Maximum Height" is the vertical distance by which any part of an Improvement rises above the top of the highest street curb on or immediately adjacent to the Parcel, or the vertical distance from the top of the building pad to the top of the highest point of any improvement, whichever is greater.
3. "Minimum Landscape Ratio" is the minimum permitted ratio of the square footage of the total landscape area to the total Parcel area. See also the Landscape Requirements, Table B-3. Landscape Area shall include all planting, walks, and plaza areas located on the grounds but not those on structures.
4. "Minimum Parking Ratio" is the minimum permitted ratio of the number of parking spaces on a Parcel to the Gross Square Footage of a building or buildings on a Parcel. Notwithstanding the Minimum Parking Ratio set forth in this table, the use of any Parcel or portion of a Parcel for any type of medical/dental clinics or related facilities shall require a Minimum Parking Ratio of 1 per 150 square feet of that specific use.

TABLE B-1, continued

SUMMARY OF SITE DEVELOPMENT CRITERIA

5. The Maximum Floor Area Ratio and Minimum Parking Ratio for all buildings within the CPD District shall be limited as follows:

| <u>Use</u> | <u>Maximum Area Area Ratio</u> | <u>Minimum Parking Parking Ratio</u> |
|--------------------------|--------------------------------|---|
| Free-Standing Restaurant | 12.5% | 1 per 150 sq. ft. |
| Hotel/Motel | 40.0% except 60.0% on Site 56A | 1 per room plus 1 per employee at maximum shift |
| Garden Office | 40.0% | 1 per 250 sq. ft. |
| Commercial/Retail | 25.0% | 1 per 200 sq. ft. |

Hotel/Motel uses combined with restaurant uses on a single Parcel shall provide parking equal to the requirements for hotel/motel use plus the restaurant use, treating each individually. Specialized commercial land uses such as auto sales shall be reviewed on a case by case basis with regard to variances to the above criteria.

6. Residential land uses shall be subject to individual site plan approval; site plan shall respect the spirit of the Design Guidelines and shall be subject to approval by the City.
7. Development standards for MOIPD uses shall be determined by the use proposed for the site. These standards shall be based on the number of floors proposed in the tallest proposed building on the site and shall be as follows:

| <u>No. of Stories</u> | <u>Maximum Floor Area Ratio</u> | <u>Minimum Landscape Ratio</u> | <u>Minimum Parking Ratio</u> |
|-----------------------|---------------------------------|--------------------------------|------------------------------|
| One | 35% | 20% | 1 per 300 sq. ft. |
| Two | 40% | 25% | 1 per 300 sq. ft. |
| Three | 45% | 25% | 1 per 300 sq. ft. |
| Four | 50% | 25% | 1 per 300 sq. ft. |
| Five | 60% | 30% | 1 per 300 sq. ft. |
| Six | 60% | 30% | 1 per 300 sq. ft. |

Parking ratios shall be designed to provide adequate off-street parking for a building's intended uses. Ratios less than 1 per 300 sq. ft. shall only be approved if both the applicant and the City agree to such a standard. Ratios between 1 per 300 sq. ft. and 1 per 250 sq. ft. shall be approved by the City if requested by the applicant. Ratios higher than 1 per 250 sq. ft. require mutual approval by the applicant and the City.

TABLE B-1, continued

SUMMARY OF SITE DEVELOPMENT CRITERIA

8. Development standards for MCOIPD uses shall be determined by the use proposed for the site. These standards shall be based on the use and the number of floors proposed. If an office or industrial use is proposed, the development standards shall be based on the number of floors proposed and shall follow those standards described in Note 7 above. If a commercial use is proposed, the development standards shall be as follows:

| <u>Uses</u> | <u>Maximum Floor Area Ratio</u> | <u>Minimum Landscape Ratio</u> | <u>Minimum Parking Ratio</u> |
|--------------------------|---------------------------------|--------------------------------|---|
| Free-Standing Restaurant | 12.5% | 25% | 1 per 150 sq. ft. |
| Hotel/Motel | 60% | 30% | 1 per room plus 1 per employee at maximum shift |
| Commercial/Retail | 30% | 25% | 1 per 200 sq. ft. |

Other specialized commercial land uses shall be reviewed on a case by case basis, and modifications to the above standards may be approved. Combined retail/office uses on a Parcel shall follow the development standards for office use, except that parking shall be provided for each use, treating each individually.

mll:tabbl.5a

PERMITTED USES WITHIN EACH PLANNING DISTRICT

RESTRICTIONS ON OPERATION AND USE

1.0 Permitted Uses. The use of every Parcel shall be in compliance with the provisions of this Section and with the lawful use of said Parcel. Where either the lawful use or the use otherwise permitted by this Section is more restrictive than the other, the more restrictive shall apply. One or more of the uses set forth below is subject to the City's conditional use permit or permitted use procedures under C-F, C-C, or C-N zoning. The permitted uses are set forth by planning district for the referenced Lots, and such permitted uses shall govern every portion of such Lot, even if the Lot is subdivided into smaller Parcels. The permitted uses for each planning district are as follows:

1.1 Retail/Commercial and Financial Planning District. The permitted uses for the Retail/Commercial and Financial Planning District ("CPD") are:

- (a) Appliance stores;
- (b) Art galleries and artist and engineering supply stores;
- (c) Arts and Crafts schools;
- (d) Automobile supply stores;
- (e) Bakeries, including baking for sale on premises only;
- (f) Barbershops and beauty shops;
- (g) Bars, including entertainment and dancing;
- (h) Bicycle shops;
- (i) Blueprint and photostat shops;
- (j) Bookstores and rental libraries;
- (k) Candy stores;
- (l) Carpet, drapery and floor covering stores;
- (m) Catering establishments;
- (n) Charitable institutions;
- (o) Clothing and costume rental establishments;
- (p) Clothing, shoe, and accessory store;
- (q) Delicatessen stores;
- (r) Department stores;
- (s) Drug stores and prescription pharmacies;
- (t) Dry good stores;
- (u) Electrical appliance repair and sales;
- (v) Employment agencies;
- (w) Financial institutions, including banks, savings and loan offices, finance companies, credit unions, and related services;
- (x) Florists;
- (y) Food stores and supermarkets;
- (z) Fun shops;
- (aa) Furniture stores;
- (bb) Gift shops;
- (cc) Glass replacement and repair shops;

RESTRICTIONS ON OPERATION AND USE, continued

- (dd) Gymnasiums and health clubs;
- (ee) Hardware stores;
- (ff) Hobby shops;
- (gg) Hospital equipment sales and rental establishments;
- (hh) Hotels and motels, but only on Parcel 1C, Parcel 5A and Lot 56A;
- (ii) Household appliances;
- (jj) Ice cream sales stores;
- (kk) Interior decorating shops;
- (ll) Janitorial services and supplies establishments;
- (mm) Jewelry stores;
- (nn) Laboratories;
- (oo) Laundries and dry cleaners where service is provided;
- (pp) Leather goods and luggage stores;
- (qq) Liquor stores;
- (rr) Locksmiths;
- (ss) Medical and dental clinics;
- (tt) Medical and orthopedic appliance stores;
- (uu) Men's furnishing stores;
- (vv) Millinery shops;
- (ww) Music stores, including record sales;
- (xx) Newsstands;
- (yy) Nursery and garden supply stores;
- (zz) Office supply, furniture, and business machine stores;
- (aaa) Offices, including but not limited to business, professional, and administrative offices;
- (bbb) Optical and optometrical shops;
- (ccc) Paint, glass, and wallpaper shops;
- (ddd) Pet and bird stores;
- (eee) Photographic supply stores;
- (fff) Picture framing shops;
- (ggg) Plant shops;
- (hhh) Plumbing, heating, and ventilating equipment showrooms with storage of floor samples only;
- (iii) Political, Philanthropic campaign headquarters
- (ijj) Post offices;
- (kkk) Printing establishments, including lithographing and engraving and other reproduction services;
- (lll) Radio and television broadcasting studios;
- (mmm) Realtors and real estate offices;
- (nnn) Restaurants and soda fountains, including drive-in food establishments;
- (ooo) Scientific instrument shops;
- (ppp) Shoe repair shops;
- (qqq) Shoe stores;
- (rrr) Sign painting shops;
- (sss) Sporting good stores;
- (ttt) Stamp and coin shops;

RESTRICTIONS ON OPERATION AND USE, continued

- (uuu) Stationery stores;
- (vvv) Swimming pool sales and service;
- (www) Tailor or dressmaking shops;
- (xxx) Television and radio sales and repair shops
- (yyy) Theaters and auditoriums;
- (zzz) Ticket agencies;
- (aaaa) Tobacco stores;
- (bbbb) Toy shops;
- (cccc) Travel agencies and bureaus;
- (dddd) Variety stores;
- (eeee) Watch and clock repair shops;
- (ffff) Women's apparel and accessory stores;
- (gggg) Automobile dealerships but only on Lot 51; and
- (hhhh) Any other use determined by the Association and the City of Pleasanton to be substantially similar to any of the above permitted uses.

1.2 General Office Planning District. The permitted use for the General Office Planning District ("OPD") are:

- (a) Administration, executive, and business offices;
- (b) Business service offices, including employment agencies, accountants, notaries, stenographic, addressing, computing, and related services;
- (c) Business consultant offices;
- (d) Design professions offices (engineering, architectural, drafting, etc.);
- (e) Research development, analytical, and scientific offices;
- (f) Manufacturers' representatives and sales offices;
- (g) Headquarters or region-wide finance, insurance, and real estate offices;
- (h) Travel agencies; and
- (i) Any other use determined by the Association and the City of Pleasanton to be substantially similar to any of the above permitted uses.

1.3 Garden Office Planning District. The permitted uses for the Garden Office Planning District ("OGPD") are:

- (a) Administrative, executive, and business offices;
- (b) Business service offices, including employment agencies, accountants, notaries, stenographic, computing, and related services;
- (c) Business consultant offices;
- (d) Design professions offices (engineering, architectural, drafting, etc.)
- (e) Research, development, analytical, and scientific offices;
- (f) Manufacturers' representatives and sales office;
- (g) Headquarters or region-wide finance, insurance, and real estate offices;
- (h) Medical/dental clinics and related health maintenance organizations, not including manufacture, fabrication, or sale of any article or commodity other than those incidental to the services provided;

RESTRICTIONS ON OPERATION AND USE, continued

- (i) Licensed child care facilities, with the consent of the Design Review Committee;
- (j) Travel agencies;
- (k) Heliport and parking facility, conditionally permitted on Lot 52 only;
- (l) Prescription pharmacies, provided that at least eighty percent (80%) of the interior display area shall be used for the preparation and sale of prescription or trade drugs; and
- (m) Any other use determined by the Association and the City of Pleasanton to be substantially similar to any of the above permitted uses.

1.4 Mid-Rise Planning District. The permitted uses for the Mid-Rise Planning District ("OMPD") are:

- (a) Administrative, executive, and business offices;
- (b) Barbershops;
- (c) Business service offices, including employment agencies, accountants, notaries, stenographic, addressing, computing, and related services;
- (d) Business consultant offices;
- (e) Design professions offices (engineering, architectural, drafting, etc.);
- (f) Research development, analytical, and scientific offices;
- (g) Manufacturers' representatives and sales offices;
- (h) Headquarters or region-wide finance, insurance, and real estate offices;
- (i) Medical/dental clinics and related health maintenance organizations, not including manufacture, fabrication, or sale of any article or commodity other than those incidental to the services provided;
- (j) Travel agencies;
- (k) Prescription pharmacies, provided that at least eighty percent (80%) of the interior display area shall be used for the preparation and sale of prescription or trade drugs;
- (l) Restaurants, including on-sale liquor; and
- (m) Any other use determined by the Association and the City of Pleasanton to be substantially similar to any of the above permitted uses.

1.5 Research and Development/Light Manufacturing Planning District. The permitted uses for the Research and Development/Light Manufacturing Planning District ("IPD") are:

- (a) Manufacture and assembly of business machines, including electronic data processing equipment, accounting machines, calculators, typewriters and related equipment, and communications and testing equipment;
- (b) Manufacture and assembly of electrical supplies, such as coils, condensers, crystal holders, insulation, lamps, switches, and wire cable assembly, provided no noxious or offensive fumes or odors are produced;
- (c) Manufacture of scientific, medical, dental and drafting instruments, orthopedic and medical appliances, optical goods, watches and clocks, electronics equipment, precision instruments, musical instruments, and camera and photographic equipment except film;
- (d) Assembly of small electrical appliances such as lighting fixtures, irons, fans, toasters, and electric toys, but not including refrigerators, washing machines, dryers, dishwashers, and similar home appliances;

RESTRICTIONS ON OPERATION AND USE, continued

- (e) Assembly of electrical equipment such as radio and television receivers, phonographs and home motion picture equipment, but not including electrical machinery;
- (f) Laboratories, including commercial, testing, research, experimental, or other laboratories, including pilot plants;
- (g) General office uses (including computer centers) where no office user shall have less than two thousand (2,000) square feet of usable space;
- (h) Photographic processing;
- (i) Printing, lithographing and engraving;
- (j) Publishing;
- (k) Industrial support and service facilities to include activities limited to the servicing of businesses on the Parcel or servicing of products produced on the Parcel, such as: repair and maintenance of appliances or component parts, tooling, printers, testing shops, small machine shops, copying, photo engraving, etc.;
- (l) Accessory uses and structures when related to and incidental to a permitted use;
- (m) Manufacturing or combining processes of pharmaceutical products, provided no noxious or offensive fumes or odors are produced;
- (n) Manufacturing or combining processes of biological products, provided no noxious or offensive fumes or odors are produced;
- (o) Sales at wholesale, manufacturers' representatives and sales office, or sales to the ultimate consumer of products made to the customers' orders;
- (p) Engineering drafting and design facilities;
- (q) Research and development facilities;
- (r) Manufacture of prototype;
- (s) Any research and development use listed above may be operated in conjunction with any allowed light industrial use or office use;
- (t) All typical uses associated with research and development and light manufacturing for the electronics and semiconductor industries;
- (u) Painting, enameling, and lacquering shops;
- (v) Public utility equipment buildings and public service pumping stations;
- (w) Sheet metal shops;
- (x) Storage of raw materials, work in process, and finished goods inventories;
- (z) Any other use determined by the Association and the City of Pleasanton to be substantially similar to any of the above permitted uses.

1.6 Public and Institutional Planning Districts. The permitted uses for the Public and Institutional Planning District ("P&ID") shall be as follows:

- (a) Licensed child care facilities.

1.7 Mixed Office, Research and Development/Light Manufacturing Planning District. The permitted uses for the Mixed Office, Research and Development/Light Manufacturing Planning District ("MO/IPD") are:

- (a) Those permitted uses listed in subsections 1.2, 1.3, 1.4, and 1.5

RESTRICTIONS ON OPERATION AND USE, continued

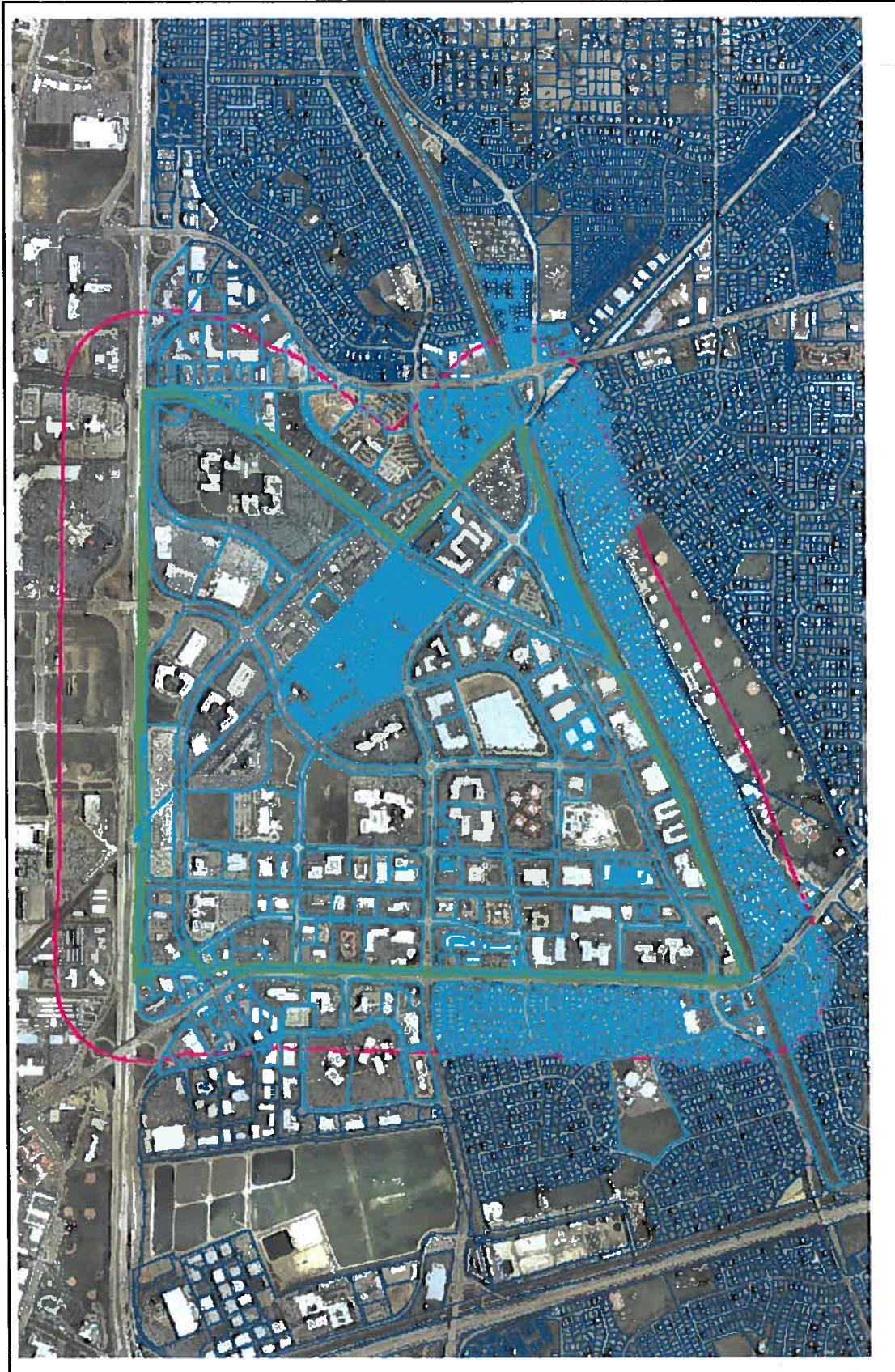
1.8 Mixed Retail/Commercial/Financial, Office, and Research and Development/Light Manufacturing Planning District. The permitted uses for the Mixed Retail/Commercial/Financial, Office, and Research and Development/Light Manufacturing Planning District ("MC/O/IPD") are:

- (a) Those permitted uses listed in subsections 1.1, 1.2, 1.3, 1.4, and 1.5.

2.0 Conduct of Permitted Uses. All uses shall be performed or carried out entirely within a building designated and constructed for that use. Activities which cannot be carried on within a building may be permitted, but only if the Design Review Committee consents in writing to said use to the location for such activity, and if said use is permitted by the then existing zoning or other applicable land use regulations and said use is not specifically prohibited by Section 3.0; provided, however, that such use shall be permitted only if (i) such activity is screened so as not to be Visible from Neighboring Property or Streets, and (ii) all lighting required for such use is shielded from adjacent streets.

3.0 Prohibited Uses. The following operations and uses shall not be permitted on any Parcel:

- (a) Hotel/Motel/Motor Inn, except on 1C, Parcel 5A, and Parcel 56A;
- (b) Residential use of any type, except of Lots 8A, 8B, 24A, 26A, 27B, and 60;
- (c) Trailer courts, mobile home parks, or recreation vehicle camp grounds;
- (d) Junk yards or recycling facilities;
- (e) Drilling for and/or the removal of oil, gas, or other hydrocarbon substances [except that this provision shall not be deemed to prohibit entry to the Property below a depth of five hundred (500) feet for such purposes];
- (f) Commercial excavation except in the course of approved construction;
- (g) Distillation of bones;
- (h) Dumping, disposal, incineration, or reduction of garbage, sewer, offal, dead animals or refuse;
- (i) Fat rendering;
- (j) Stockyard or slaughter of animals;
- (k) Cemeteries;
- (l) Refining of petroleum or its products;
- (m) Smelting of iron, tin, zinc, or other ores;
- (n) Jail or honor farms;
- (o) Labor or migrant worker camps;
- (p) Truck or bus terminals;
- (q) Petroleum storage yards;
- (r) Automobile or truck dealerships (except on Lot 51), wrecking, auto or truck repair, or painting;
- (s) Storage of radioactive materials;
- (t) Construction yards.



PUD-81-30-55M/PUD-85-8-27M, City of Pleasanton

GIS Department

Hacienda Business Park



August 15, 2013

Mr. Mike Tassano
Traffic Engineer
City of Pleasanton
200 Bernal Avenue
Pleasanton, California 94566

Re: PUD Modification
Residential Development

Dear Mike:

This letter is being provided as comment following our recent meeting concerning the work being done to examine the impacts of newly approved residential uses in Hacienda. As you know, we have had a great deal of interest in the analysis that the City of Pleasanton has done over the last several years concerning how residential development proposed for Hacienda can be incorporated with other existing and proposed projects. We believe that the city has performed a thorough examination, particularly of the traffic impacts which are typically of most concern, of a number of alternative scenarios and concur with your findings that the seven residential sites recently rezoned can be accommodated within Hacienda without compromising the project as it is currently approved.

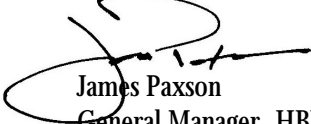
Historically, Hacienda traffic impacts have been carefully measured. As was noted in our meetings, the concern over traffic and the requirement that our project do more than simply maintain city mobility standards has been at the forefront of Hacienda discussions since the development's inception. So much so that, since 1993, allowable development within Hacienda has been calculated on a traffic based formula. The traffic evaluations done as a part of three separate environmental evaluations including the recent General Plan update, the review of sites rezoned as part of the Hacienda Task Force work and the Housing Element update, are critical in that they have amply demonstrated that Hacienda can well accommodate the proposed residential construction within its existing framework. With the adoption of your proposed recommendation, an important clarification will be provided within our Planned Unit Development ordinances that will confirm that concerns raised over traffic and other impacts have been more than adequately addressed. Given the fact that, as the economy recovers, we will eventually be approached with proposals for projects within Hacienda, it is imperative that any uncertainty regarding allowable development be removed so that prospective tenants and new projects have a clear understanding of how our location can meet their needs.

It should also be noted that the aforementioned environmental analysis is an important affirmation of the underlying objectives sought for Hacienda as a result of the General Plan update. In keeping with the General Plan's emphasis on sustainability, the ability to deliver on the promise of projects that will bring about sustainable ends means Pleasanton will be able to see real progress in meeting its goals. Likewise, the city's analysis has also demonstrated that Hacienda can be used as a tool to help Pleasanton meet its state housing obligations without the cost of additional infrastructure that would be needed in any other location in the community and without impacting other critical economic objectives. This is readily understood given the fact that Hacienda was designed and built to accommodate substantially more development than it is presently limited to under current regulations. With the considerable investment that Hacienda has made in the community over the years, Pleasanton now has a perfect infill opportunity that will substantially reduce unavoidable impacts that would be created with the same projects elsewhere in the city all while preserving the important contributions already contemplated under the existing plan.

As was also noted during our discussions, while the clarification provided by staff's recommendation is important, there is some additional work that can should be done with Hacienda's Planned Unit Development ordinances so that they are easier to administer and so that they do not inadvertently impede desirable projects. We would welcome the opportunity to continue to work with the city to help improve the clarity of our development process and improve the means by which future projects of all types can be evaluated and approved.

Again, I appreciate all of the work that you have done and the analysis provided in relation to this issue. Please feel free to contact me at the Association's office if I can be of any assistance in this matter.

Sincerely,



James Paxson
General Manager, HBPOA

cc: Brian Dolan

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