

Planning Commission Staff Report

August 25, 2010
Item 6.a.

SUBJECT: Pleasanton Gateway
(PUD-02-07M and PCUP-210)

APPLICANT: Pleasanton Gateway, L.L.C. (Scott Trobbe)

PROPERTY OWNER: Pleasanton Gateway, L.L.C. (Scott Trobbe)

PURPOSE: Modification of the Bernal Property PUD development plan and approval of a conditional use permit for the operation of a grocery store and drive through uses for a mixed-use development including 129,370 square feet of commercial/retail floor area and 588,781 square feet of office floor area on a 39.22-acre site.

GENERAL PLAN: Commercial/Office (Bernal Property Specific Plan)

ZONING: PUD – C (Planned Unit Development – Commercial) District

LOCATION: South side of Bernal Avenue between the northbound I-680/Bernal Avenue Exit Ramp and Valley Avenue (6750 Bernal Avenue)

ATTACHMENTS:

1. Exhibit A, Draft Conditions of Approval for PUD-02-07M, August 25, 2010.
2. Exhibit B, Draft Conditions of Approval for PCUP-210, August 25, 2010.
3. Exhibit C, Draft Initial Study/Mitigated Negative Declaration, August 2, 2010.
4. Exhibit D, dated "Received June 29, 2010" including Site Plans, Building Floor Plans and Elevations, Landscape Plans, Grading/Engineering/ Utility Plans, Stormwater Treatment Plans, and Preliminary Sign Plans.
5. Exhibit E, LEED 2009 Checklist for the Retail Core/Shell and for the Office.
6. Exhibit F, Visual Simulation (on disc).
7. Exhibit G, Final Bernal Property Specific Plan, August 21, 2000.
8. Exhibit H, Bernal Property PUD Conditions of Approval, August 28, 2000.
9. Exhibit I, Final Bernal Property Preannexation Development Agreement, August 21, 2000.
10. Exhibit J, Transportation Impact Study for Pleasanton Gateway Retail/Office Plaza, June 2009 (on disc).

11. Exhibit K, Pleasanton Gateway Updated Transportation Assessment, November 10, 2009 (on disc).
 12. Exhibit L, GHG Emissions Analysis for the Pleasanton Gateway Project, June 30, 2010.
 13. Exhibit M, Market Assessment and Fiscal Impact Analysis of the Pleasanton Gateway Business Park, March 2010 (on disc).
 14. Exhibit N, Minutes of the Planning Commission Work Sessions, May 28, 2008 and October 14, 2009.
 15. Exhibit O, Public comments.
 16. Exhibit P, Location Map.
 17. Exhibit Q, Noticing Map.
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I. BACKGROUND

Background

The applicant, Pleasanton Gateway, LLC., (Scott Trobbe), proposes to modify the development plan for this site from the eight-building office development of the previous approval to a combined commercial/retail and office development with uses including administrative, business and professional offices, a Safeway grocery store, and a variety of commercial uses that will include a drive-through bank, a drive-through restaurant/coffee shop, and a drive-through pharmacy. The applicant has eliminated the previously proposed self-serve gasoline station.

Bernal Properties Specific Plan and PUD Development Plan

The Pleasanton Gateway property is located within the Bernal Property Specific Plan area. On August, 2000, the City Council approved the Bernal Property Specific Plan (Exhibit G), PUD Development Plan (Exhibit H), Final Environmental Impact Report, and Pre-Annexation Development Agreement (Exhibit I) for a multi-use development of the 516-acre Specific Plan area. Construction was then completed or funded for the area wide infrastructure serving the Specific Plan developments including City streets and intersections and public utility infrastructure including the area wide stormwater detention/treatment ponds. The City completed Fire Station #4, the open space area by the fire station, and completed the first ball/sports fields on the Bernal Community Park. Private developers completed the service station, apartment/ open space area, and single-family developments.

Zoning

The Pleasanton Gateway property is zoned PUD – C (Planned Unit Development – Commercial) District in conjunction with the Bernal Property PUD (Ordinance No. 1814, adopted by the City Council on August 28, 2000). The approved development plan includes eight, four-story tall buildings encompassing a total floor area of 745,000 square feet. Figure 1, on the following page, is a copy of the approved Development Plan.

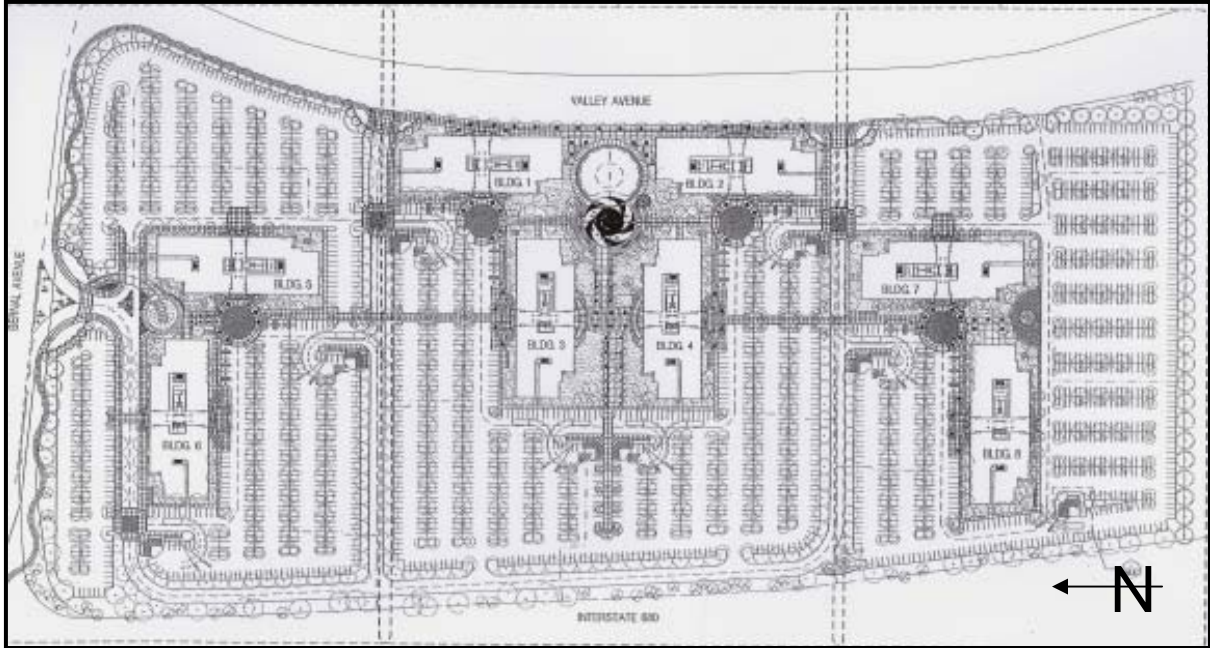


Figure 1: Approved PUD Development Plan for the Pleasanton Gateway site.

II. SUBJECT PROPERTY AND SURROUNDING AREA

Project Location

Figure 2, below, is an aerial photograph and location map of the Pleasanton Gateway property with surrounding streets and uses.

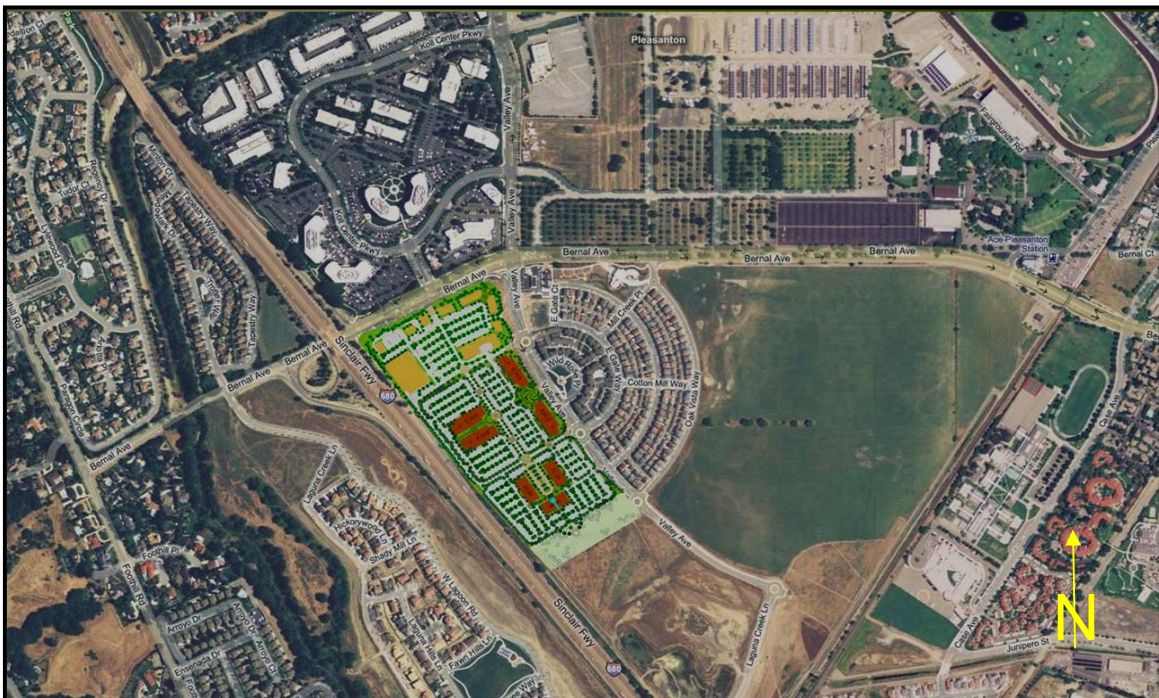


Figure 2: Location Map of the Pleasanton Gateway Development and Surrounding Land Uses

The Pleasanton Gateway site is a single 39.22-acre parcel defined by Bernal Avenue, Valley Avenue, Phase I of Bernal Park, and the I-680/Bernal Avenue exit ramp. Figure 3 and Figure 4, below and on the following page, are photographs of the Pleasanton Gateway property from the corner of Bernal Avenue and Valley Avenue.



Figure 3: Southwest from the Corner of Bernal Avenue and Valley Avenue.



Figure 4: Southwest from the Corner of Bernal Avenue and Valley Avenue.

Surrounding Land Uses and Setting

The Pleasanton Gateway property is a relatively flat, vacant site with its primary frontage and orientation towards Bernal Avenue and Valley Avenue. Table 1, below, describes the surrounding land uses.

Table 1: Surrounding Uses

Direction	Land Use
North	Professional offices and commercial uses including fast-food and sit-down restaurants, retail, and personal services.
East	Self-serve gasoline station with convenience market and carwash, vacant land, apartments, public park, and small-lot single-family homes.
South	Bernal Property park site, future public trails, and stormwater retention/treatment ponds.
West	I-680 and the Bernal Avenue/I-680 off-ramp.

The Pleasanton Gateway property is visible to I-680, Bernal Avenue, Valley Avenue, and to the adjacent City park property. From southbound I-680, the Pleasanton Gateway property is partially visible from the I-680/Bernal Avenue overpass. From I-680 northbound, the site is first visible from the I-680/Union Pacific Railroad overpass and, as the freeway descends from this high point, to the level freeway grade adjoining the site.

Figure 5 through Figure 8, below and on the following pages, are photographs of the nearby developments from selected viewpoints on Bernal Avenue and Valley Avenue.



Figure 5: Bernal Corners Service Station from the Southside of Bernal Avenue.



Figure 6: Bernal Plaza from the North Side of Bernal Avenue.



Figure 7: Greenbrier Apartments from the East Side of Valley Avenue.



Figure 8: Walnut Hills Development from the West Side of Valley Avenue.

Site Access

Primary public street access to the Pleasanton Gateway property is provided from Bernal Avenue and Valley Avenue. The Specific Plan developer, GHC Bernal Investments, L.L.C., completed Bernal Avenue from Pleasanton Avenue to the east side of I-680 and contributed funds towards the completion of Bernal Avenue from the west side of I-680 to Foothill Road including the second Bernal Avenue bridge over the Arroyo de la Laguna. GHC Bernal extended Valley Avenue from Bernal Avenue to Case Avenue including the Valley Avenue undercrossing of the Union Pacific Railroad. Private developers constructed the internal residential streets. Yet to be completed is the previously described Bernal Avenue bridge and associated road improvements, and the widening of the northbound entrance ramp from Bernal Avenue to I-680.

Valley Avenue from the south side of Bernal Avenue to Case Avenue includes three traffic roundabouts (circles), located adjacent to and just south of the Gateway property. The roundabouts were constructed as traffic calming measure to slow traffic on Valley Avenue. Two Pleasanton Gateway driveway entrances will be located opposite these traffic circles. Figure 9, on the following page, is a photograph of the first Valley Avenue traffic circle. The flat, raised concrete ring around the landscape planter between the planter and the street pavement was constructed to allow large trucks to travel around and by the circles to access the streets and properties on Valley Avenue.



Figure 9: Typical Valley Avenue Traffic Circle.

Bernal Avenue was widened along the project's frontage to accommodate City traffic and Gateway traffic – one Bernal Avenue driveway entrance was approved as a right-turn (only) entrance lane and a right turn (only) merge lane defined by a large, landscaped "pork chop" island. Construction of the "pork chop" island was deferred to the construction of the original Pleasanton Gateway office development. The Bernal Avenue street frontage of the Gateway property includes a meandering sidewalk and sycamore trees.

III. PLANNING COMMISSION WORK SESSIONS

The Planning Commission conducted two work sessions on the Pleasanton Gateway proposal on May 28, 2008 and then on October 14, 2009. Minutes of the meetings are attached (Exhibit N). At both work sessions, the Planning Commission expressed its support of the proposed project and commented favorably on the overall design quality of the site plan and building architecture.

The following summary of the Planning Commission's comments from the work sessions does not include the Commission's comments on the service station now deleted from the proposed project:

- The Planning Commission generally agreed that the proposal implemented the applicable goals and policies of the Bernal Specific Plan and fit in well with the area. Its location warrants an eye-catching, heavily landscaped area at an entry point into Pleasanton. Additionally, the project should create a community focal point and gathering place.

- The proposal should provide strong connections to the neighborhoods and uses of the Bernal Property and the surrounding area with transitions to these areas. Ensure that the rear of the Safeway building is heavily landscaped and screened from the freeway. The Planning Commission expressed its concern regarding light, glare, and noise and suggested muted building materials and colors and low-intensity lighting.
- The overall development is pedestrian-friendly and would encourage pedestrians to use it. There should be plazas with landscaping and water features and bike parking should be provided. The project should present a park-like environment with more screening from the freeway.
- The retail uses on this site should be neighborhood oriented and not freeway-oriented. Convenience markets and/or drive-through restaurants should be restricted and liquor stores should not be allowed. The applicant should consider sit-down restaurants given the shortage of such businesses in Pleasanton. The impacts to existing City businesses including grocery stores and downtown Pleasanton should be carefully considered.
- The Planning Commission generally supported the proposed building design but suggested that additional detailing be added to the structures. They suggested that natural materials be emphasized to blend with the natural environment surrounding the site.
- The Planning Commission felt that the project's Bernal Avenue building setbacks should be similar to the building setbacks of Fire Station #4 and the impacts on views of Pleasanton Ridge should be considered in the project design.

IV. PROJECT DESCRIPTION

Project Description

For the purpose of this discussion, "Phase I" refers to the commercial/retail buildings and site improvements and "Phase II" refers to the office buildings and site improvements.

Overall Project

The overall Pleasanton Gateway development will include the following:

- Phase I will include a Safeway grocery store, two buildings with integral drive-through lanes that can be used by one bank and by one restaurant/café, one pharmacy with a drive-through, and eight buildings that will accommodate a variety of commercial/retail uses. The total Phase I floor area will be approximately 129,730 square feet – 58,000 square feet for the supermarket, 14,008 square feet for the pharmacy, and 57,722 square feet for the remaining buildings. All loading/service areas will be screened from view by a combination of landscaping and screen walls. The building heights for these structures will vary from 19 feet to 38 feet.
- Phase II will include seven office buildings with a total floor area of approximately 588,782 square feet. The office buildings will be constructed on a 26.72-acre

portion of the site, will be 66 feet in height, and will follow the design style of the previous approval with minor modifications to incorporate updated building code requirements. All seven Phase I buildings will be designed for the future installation of charging stations for electrical vehicles and for photovoltaic panels on the roof areas.

- Phase I and Phase II will include a list of selected permitted and conditional uses from the City's C-C (Central Commercial), C-N (Neighborhood Commercial), O (Office), and I-P (Industrial Park) Districts. The grocery store will operate 24 hours per day; the proposed pharmacy drive-through will operate 24-hours per only for medications; and the proposed bank and restaurant/café drive-through will operate 24-hours per day.
- Phase I and Phase II will install pedestrian amenities throughout these areas including seating, shade structures, and landscaping.

Site Design

Figure 10, below, is the overall site plan for the Pleasanton Gateway development with Phase I and Phase II.



Figure 10: Phase I (Retail) and Phase II (Office) Development Plan.

Figure 11, on the following page is the focused Phase I site plan.



Figure 11: Phase I (Commercial) Site Plan.

The proposed floor area ratios and the amount and distribution of building, landscape, and hardscape areas is for the proposed development is described in Table 2, below.

Table 2: Building, Landscape, and Hardscape Areas

	Retail Site	Office Site	Total Site
Site Area	12.50 Acres (544,510 sq. ft.)	26.72 Areas (1,163,990 sq. ft.)	39.22 Acres (1,708,509 sq. ft.)
Building Area	129,370 sq. ft.	588,781 sq. ft.	718,152 sq. ft.
Floor Area Ratio (FAR)	23.76%	50.58%	42.03%
Parking (Standard + Handicapped)	612 Parking Spaces	1,813 Parking Spaces	2,425 Parking Spaces
Parking Ratio	1/211 sq. ft. (4.73/1,000 sq. ft.)	1/325 sq. ft. (3.08/1,000 sq. ft.)	1/296 sq. ft. (3.38/1,000 sq. ft.)
Building Footprint	129,435 sq. ft. 23.76%	161,107 sq. ft. 13.84%	290,542 sq. ft. 17.01%
Landscape & Walkways	149,875 sq. ft. 27.53%	303,152 sq. ft. 26.04%	453,027 sq. ft. 26.52%
Parking & Driveway	265,209 sq. ft. 48.71%	699,731 sq. ft. 60.12%	964,340 sq. ft. 56.44%

The proposed site plan includes the following:

- Alignment of the development's Bernal Avenue driveway with Koll Center Parkway permitting complete left-turn movements between the proposed development and

Bernal Avenue and I-680. The central driveway from Bernal Avenue to Phase I and Phase II will function as the development's central north/south collector thereby reducing the amount of traffic using the development's Valley Avenue driveways. With this modification to Bernal Avenue, delivery trucks and vehicles to Phase I and to Phase II will then be able to avoid the Valley Avenue entrance driveways

- One new right-turn only entrance/exit at Valley Avenue between Bernal Avenue and the first traffic circle. Adding this new driveway will reduce the amount of project traffic using the first Valley Avenue driveway entrance.
- A total of 2,425 parking spaces, 612 parking spaces for Phase I and 1,813 parking spaces for Phase II.
- Three plaza areas in Phase I – one between Building Pad #3 and Shops #4 facing Bernal Avenue, one between Shops #4 and Shops #5 facing the Bernal Avenue/Valley Avenue corner, and one between Shops #6 and Shops #7A facing Valley Avenue for outdoor dining. The sidewalks in front of the Phase I buildings are designed to accommodate sidewalk dining and special sales.
- Two plaza areas in Phase II – one between Building #4 and Building #5 and one between Building #6 and Building #7. Provide a large entry court between Building #1 through #3. The plaza between Building #4 and Building #5 continues the design treatment of the previous development plan.
- Amenities in the plaza areas such as seating, arbors and trellises, shade structures, landscaping, water features, potted plants, and public art.

Building Design

The proposed Phase I and Phase II buildings are designed to compliment the surrounding architecture and each other with standing seam metal roofs, granite/brick wainscots, wood trellises, awnings, and dark aluminum storefront window systems. The proposed building designs generally achieve a “four-sided design” with massing and detailing distributed to all building sides, and with “pedestrian scale” design details and elements. The Phase I building facades facing Bernal and Valley Avenues will have clear windows and, potentially, entry doors for accessibility to the public sidewalks. The Phase II building designs were updated from the designs shown with the previous approval to closely compliment the Phase I designs and to comply with present building code requirements.

Figure 12 through Figure 14, on the following pages, are renderings of the retail and office portions of the proposal and of the proposed supermarket.



Figure 11: Retail Site from the corner of Bernal Avenue and Valley Avenue.



Figure 13: Office Site from the Central Access Driveway.



Figure 14: Safeway Supermarket from the Interior Parking Area.

An animation driving through the proposed development is attached. The animation is supplemented with elevations of the Safeway building facing the I-680 off-ramp. Additional visual analyses of the proposed project from I-680 will be sent to Planning Commission by email before the public hearing.

V. ANALYSIS

City Applications and Approvals

The applicant has submitted the following applications for the proposal:

- PUD-02-07M – Modification to the Bernal Property PUD development plan to revise and update the development plan’s entitlements including uses, building and site design, sign criteria, green building standards, and traffic mitigation; and,
- PCUP-210 – Conditional use permit for the operation of the supermarket and drive-through uses.

Staff previously stated to the Planning Commission that the Bernal Property Specific Plan required an amendment to accommodate the revised development plan for the present proposal – analysis now reveals that an amendment is not necessary. As discussed further, the Specific Plan permits PUD development plans and development plan modifications absent a Specific Plan amendment with a finding of consistency with the Specific Plan, and that the development plan approval may take precedence over the Specific Plan guidelines. The proposal conforms to the policies and guidelines of the

Bernal Property Specific Plan. For this reason, the applicant will withdraw the application to amend the Specific Plan.

Staff determined that the present development agreement will cover the proposed development as a subsequent discretionary approval. Therefore, an amended development agreement is not required.

Pleasanton General Plan

Pleasanton General Plan

The 2005 – 2025 General Plan Land Use Map of the Pleasanton General Plan designates the Pleasanton Gateway property for Retail/Highway/Service Commercial, Business, and Professional Offices land uses, with a maximum and midpoint Floor Area Ratio (FAR) of 60 percent.

The proposed FAR for the overall project is 42.3 percent; for the Phase I commercial portion, the FAR is 23.8 percent; and for the Phase II office portion, the FAR is 50.6 percent. The General Plan Land Use Goal 2 and Policy 15 will apply to this development:

- Goal 2: “Achieve and maintain a complete, well-rounded community of desirable neighborhoods, a strong employment base, and a variety of community facilities.”

The Pleasanton Gateway project will provide commercial and office space and uses that will round out the Bernal Property Specific Plan community which currently includes a variety of residential uses, a fire station, a community park, as well as existing and planned public facilities including trails and sports fields. The commercial/retail portion of the Gateway development will also provide goods and services for residents and office workers outside the Specific Plan area.

- Policy 15: “Encourage industrial, commercial, and office development which is compatible with the environmental constraints in Pleasanton.”

The environmental impacts of this project were generally considered as part of the Final EIR for the Bernal Property Specific Plan and were specifically analyzed as part of the Initial Study/Mitigated Negative Declaration for this application. These analyses determined that the proposed project is compatible with the environmental constraints of the area and property such as traffic, noise, and stormwater runoff.

Bernal Property Specific Plan

The Bernal Property Specific Plan land use diagram and text designates the Pleasanton Gateway property for up to 745,000 square feet of retail, commercial, office, and community-serving uses. The proposed floor area for Phase I and Phase II is 718,151 square feet.

The Specific Plan defined the type of uses for the Gateway property with Commercial/Office Policy 3 and Policy 4 and Guidelines 2.1 and 2.2. A summary of the Pleasanton Gateway development’s conformance to the use policies and guidelines follows.

- The Pleasanton Gateway development includes a combination of neighborhood- and community-serving retail/service uses such as a grocery store, pharmacy, restaurants with an emphasis on sit-down restaurants, retail uses, art galleries and artist studios, and bakeries and candy stores where product is allowed to be made on the premises. The pharmacy's 24-hour drive-through lane will provide a convenient means for residents to obtain prescription medications. Office uses include a combination of professional and business offices including medical and dental offices, real estate and professional services, research and development, administrative offices, and banks and travel agencies.
- The Phase I and Phase II commercial/office space are comprised of both highway-oriented and pedestrian-oriented uses. The Phase I uses are suited towards pedestrian access from neighborhoods, existing and planned employment centers, and the future park uses. Uses are within a one-quarter to one-half mile walking distance of nearby and surrounding residential areas and employment centers and will be linked through a combination of signalized crosswalks and breaks in the median island on Valley Avenue. Convenience markets, bars, liquor stores, and game arcades are not permitted.
- The mix of office and commercial uses allows for long-term leasing flexibility to reply efficiently to market opportunities.

The Specific Plan land use/design goal states that the individual developments should work together visually and physically as an integrated whole. To implement this goal, the Specific Plan defined design guidelines directed to the development of this site with Commercial/Office Policies 1 and 2 and Guidelines 1.1 to 1.5 and 6.1 and 6.2. A summary of the Pleasanton Gateway development's conformance to the design guidelines follows:

- The Pleasanton Gateway development provides a mix of retail, services, office, and associated commercial activities.
- The Pleasanton Gateway development results in a pedestrian-friendly activity place with its combination of pedestrian sidewalks and plaza areas including outdoor dining. The sidewalks will be linked to the future trails on the City park property to the south.
- The two Phase II office buildings and plaza area closest to Valley Avenue directly face and are aligned with the Village Commons area and the Kensington apartment buildings thereby continuing the neo-traditional design and planning concept established by the Specific Plan and the previous PUD development plan.
- The Pleasanton Gateway development creates a community focal point and gathering place through its combination of outdoor plaza and dining areas, landscaping, and building architecture. The two major plaza areas in Phase II between Buildings #6 and #7 and between Buildings #4 and #5 are directly aligned with the open space area (Village Commons of the Specific Plan) and apartments on the east of Valley Avenue.

- The buildings along Bernal Avenue and Valley Avenue are located so that they directly face the public street. The commercial buildings facing Bernal Avenue are designed and detailed to achieve a four-sided building architecture and will include clear vision glass on the street-side building elevations.
- The parking spaces along Bernal Avenue and Valley Avenue are generally behind the buildings and are, therefore, screened from view. The exceptions are the parking areas between Building Pad #1 and Building Pad #4 in Phase I and the parking area between Office Building #4 in Phase II and southernmost project boundary. The parking areas and drive-through lanes facing Bernal Avenue will be screened by a combination of berms, hedges, and landscaping. The parking area facing Valley Avenue will be screened by landscaping.
- Street trees are provided along the internal driveways, drive aisles, and pedestrian connections for shade.
- The Pleasanton Gateway development provides convenient pedestrian access to the residential uses on the east side of Valley Avenue, the employment centers on the north side of Bernal Avenue, and the future park trails on the property's south side that will encourage residents and office workers to walk, rather than drive, to the proposed Gateway stores and offices.
- The Phase II buildings #4 and #5 are four stories in height across Valley Avenue opposite the Village Commons on the east side of Valley Avenue and are stepped-back or setback to provide a street front compatible with the residential uses across Valley Avenue.
- The Phase I and Phase II buildings are all within the four-story commercial/office height standard established for the Pleasanton Gateway property by the Bernal Property Specific Plan.

Relationship of the Specific Plan to Zoning

As previously discussed, the proposed Pleasanton Gateway development is consistent with the policies and guidelines of the Bernal Property Specific Plan covering the site. The Introduction chapter of the Bernal Property Specific Plan states,

“Other land use regulatory processes – such as a development agreement, tentative subdivision maps, conditional use permits – must also be consistent with the Specific Plan. Unless otherwise specified, PUD development plans and other more project-specific land use approvals adopted after findings of consistency with the Specific Plan will take precedence over guidelines of the Specific Plan.”

This policy grants to the City the discretionary authority to adopt developments that may not meet the letter of every policy or guideline of the Specific Plan. This was to account for the changing economic trends and other factors that will affect the long-term development of land in the City. For this reason, the previously proposed amendment to the Bernal Property Specific Plan is not required to accommodate this proposal.

Site Plan

As previously discussed, the Pleasanton Gateway site plan implements the site design policies and guidelines specified for this site by the Bernal Property Specific Plan. The overall site design and the individual site designs of the Phase I and Phase II sections of the proposed development emphasize pedestrian links, sight lines, and walkways between the development's commercial and office areas, between the individual buildings within each area, and between the site and the surrounding uses and developments. Its integration of buildings and pedestrian amenities, landscaped plazas with seating and water features, and shaded pedestrian connections to on- and off-site locations creates a community gathering place for nearby residents. Staff considers the entire Pleasanton Gateway development plan to be an excellent addition to this gateway entrance area of the City.

Compared to the previous development plan, the proposed site plan for Phase II locates parking closer to Buildings #4 and #5 and moves the remaining buildings closer to the I-680 freeway and the future City park frontages, strengthening the buildings' presence to the freeway and park land, and reducing the "building-island-surrounded-by-parking" effect of the previous plan.

Building Setbacks and Landscape Separations

The Bernal Property Specific Plan did not specify minimum development standards for this site. The Planning Commission requested staff verify the building setback from Bernal Avenue for Fire Station #4 and to compare the fire station's setbacks to the Phase I building setbacks. The setbacks to the fire station area 45 feet from the property line and 60 feet from the street curb. The Phase I setbacks are:

- Building Setback from Property Line:
40 feet for Pad #3 and Shop #4 to 65 feet for Pad #1).
- Building Setback from Street Curb:
48 feet (Pad #3) to 110 feet (Pad #4).
- Depth of Landscape Area to Property Line:
30 feet to 47 feet from buildings or parking/drive-through lanes.
- Depth of Landscape Area from Street Curb:
45 feet to 80 feet from buildings or parking/drive-through lanes.

The building setbacks and landscape buffers compare favorably with the building setback of Fire Station #4 from Bernal Avenue.

Views of Pleasanton Ridge

The Planning Commission discussed the Gateway development's impacts to views of Pleasanton Ridge. The Phase I and Phase II buildings will alter the views of Pleasanton Ridge from some locations on Bernal Avenue and Valley Avenue. Staff considers this acceptable – the eight approved, 65-foot tall office buildings will alter the public's view of Pleasanton Ridge from Bernal Avenue and from Valley Avenue. The Bernal Property Specific Plan addressed the impacts to the views of ridges by locating the large community

park/open space land on Bernal Avenue stretching to the Union Pacific Railroad line and to Valley Avenue to substantially offset the impact of the Specific Plan developments on views.

Sidewalk Sales and Outdoor Dining

Special sales, seasonal items, and outdoor dining will be allowed on the plazas and sidewalks in front of the Phase I businesses as part of the project. As conditioned, the applicant will submit a master site plan for the sidewalk and plaza areas of Phase I showing the locations for outdoor sales and dining. All outdoor activities will be required to conform to the approved locations. This requirement enables staff and the applicant to coordinate the locations of the outdoor activities with each other and to ensure that sidewalk clearances are maintained. As conditioned, no outdoor sales, shopping center events, and outdoor dining is allowed in the parking areas or the building setback areas facing Bernal Avenue and Valley Avenue. The applicant concurs with this requirement.

Drive-Through Lanes, Loading Areas, and Shopping Cart Storage

The Safeway grocery store will include one semi-depressed double loading dock by the I-680/Bernal Avenue exit ramp that will be screened by a combination of low-level stone walls and a landscaped trellis augmented by the 28-foot deep landscape area separating the Safeway building from the westerly property line. These same screens will be applied to the Safeway building's north and south building elevations.

An at-grade enclosed loading/service area is provided for the Tenant #2, Shops #7, and Shops #7A Building Group off the main access driveway from Valley Avenue. The design of the drive-through lanes and the loading/service area is undergoing further design development by the applicant to screen the service area from the main access driveway from Valley Avenue, and to enhance its appearance to the access driveway and nearby office buildings with a combination of building design treatments, wall design treatments and detailing, trellises, arbors, and landscaping to enhance this project entrance and to screen the service area from view. Staff and the applicant will finalize the design of this section of the development at the building permit review.

Phase I includes two drive-through lanes facing Bernal Avenue and a portion of the I-680/Bernal Avenue exit ramp. As conditioned, the drive-through lanes will be screened from view by a combination of berms and hedge/shrub planting and, if necessary, low screen walls to screen vehicles and to block headlight glare from public rights-of-way.

Safeway's shopping carts will be stored in two enclosed locations by the Safeway entrances. As conditioned, Safeway employees will monitor the Phase I parking areas to ensure that the shopping carts are stored in the approved enclosures.

Building Design

The proposed building designs implement the Planning Commission's comments stated at the previous work sessions and achieve a high level and quality of building design. Staff supports the overall building designs for the proposed development for the following reasons:

- The architectural theme of the proposed development is a combination of Arts and Crafts and Main Street, Pleasanton design elements, such as reclaimed timber, wood siding, prairie-style and gooseneck lamps, brick and limestone masonry, black and champagne-colored aluminum door/window frames, and green metal roof areas.
- Building colors are predominantly earth tones with a variety of body and trim colors.
- Common design elements of materials, design details, and forms visually link the individual buildings while at the same time achieving the individual buildings' design identity
- The building designs provide significant articulation and variation of building heights, volumes, and massing.
- The buildings are designed with four-sided architectural design massing and detailing on all building sides, and with design details and elements that establish a "pedestrian scale" to the overall building designs.

Large-size building material and color boards will be presented to the Planning Commission at the Planning Commission hearing.

The Planning Commission requested a comparison of the proposed Safeway building floor area – 58,000 square feet – to comparable Safeway stores in the Tri-Valley area. Table 3, below, provides the building floor areas for five Safeway grocery stores in Pleasanton, Dublin, Livermore, and San Ramon.

Table 3: Comparison of the Proposed Safeway Grocery Store to Five Safeway Stores in the Tri-Valley Area.

Safeway Store	Location	Building Floor Area
Pleasanton, #1502	1701 Santa Rita Road	52,256 square feet
Dublin, #1932	4440 Tassajara Road	53,156 square feet
Dublin, #1953	7499 Dublin Boulevard	55,256 square feet
Livermore, #1257	4495 First Street	62,868 square feet
San Ramon, #2712	11050 Bollinger Canyon	67,873 square feet

As conditioned, all HVAC equipment will be located within the buildings' roof-equipment wells projecting no higher than a horizontal plane defined by the top-edge of the equipment screens/parapet walls. Exhibit D includes a section through Safeway from I-680. Final determination of the freeway screening of the HVAC equipment for the Major Tenant #1 building will be made with the Planning Division's review of the building permit. However, to provide flexibility, staff has conditioned Safeway's maximum building height at the freeway side from 26 feet to 28 feet.

Building and Site Signs

All site and building signage is conditioned to be reviewed by staff under a separate application for a comprehensive sign program. As conditioned, the PUD development plan will establish general specifications for the site/building signs as follows:

- One project identification sign facing the I-680 freeway or the I-680/Bernal Avenue exit ramp and the Phase I monument signs on the Bernal Avenue and Valley Avenue driveway entrances. Monument signs are limited to a maximum height of six feet following the Commission's direction at a work session.
- Except for the Phase I identification signs and the Major Tenant #1 logos that may be internally illuminated, all Phase I retail lettering shall be composed of "halo-lit" letters or "flood-lit" letters illuminated by the gooseneck lamps shown on the building elevations. All Phase II letters shall be composed of "halo-lit" letters.
- Each Phase II building shall be permitted one wall-mounted sign above the main lobby entrance, one parapet sign per west-facing building elevation, and one monument identification sign per Phase II building.
- There shall be no limitation on tenant sign colors or lettering styles.
- There shall be no exposed electrical raceways or transformers for any Phase I and Phase II signs. All letters shall be flush-mounted to the building walls except for the halo-lit letters which may be off-set from the wall surface by one- to two-inches. The project applicant or developer shall design and construct these buildings to facilitate the sign installations in conformance to this requirement with hidden electrical raceways and transformers.
- There shall be no window signs, balloons, or other inflatable devices of any type allowed for Phase I. Regarding window signs, staff is receptive towards a window sign program featuring tastefully painted-on lettering in a decorative pattern and will consider painted window signs with the sign program. However, no paper window signs will be allowed.

The Safeway sign shown on the building's front (east) elevation follows the Planning Commission's direction: four-foot tall "Safeway" letters and a five-foot diameter "S" logo. The Safeway signs shown on the building's north, south, and west (freeway) elevations feature two-foot tall "Safeway" letters and a three-foot diameter "S" logo. Staff supports the proposed Safeway signs. The east elevation of the Safeway grocery store shows a "Starbucks" logo and "Pharmacy". These signs and logos are illustrative only and will require subsequent review and approval.

Uses

The Bernal Property Specific Plan allows for a mix of neighborhood- and community-serving retail uses and services; encourages community-serving public and institutional-type uses; allows for the commercial and office spaces to be comprised of both highway-oriented and pedestrian-oriented; and allows for the flexibility in the composition of uses to respond to future real estate market opportunities over a 10 to 15 year time frame. The Bernal Property PUD development plan was then approved to implement the Specific Plan policies and guidelines by referencing the permitted and conditional uses of the City's O (Office) District, I-P (Industrial Park) District, and C-C (Central Commercial) District for the entire Pleasanton Gateway property applicable to all eight previously approved office buildings without limitation.

The proposed project will introduce a major retail development to this site and area, requiring the major modification of the Bernal Property PUD development plan. Staff worked with the applicant in developing the list of permitted and conditionally permitted uses for this development, incorporating selected permitted and conditional uses of the previous PUD approval, and incorporating the comments of the Planning Commission at the previous work sessions. A summary of the permitted and conditional uses for the Pleasanton Gateway property follow.

- Convenience markets, game arcades, and liquor stores are not allowed. However, a wine (only) shop is a conditionally allowed use.
- A self-service gasoline station is a conditionally allowed use – as presently permitted by the PUD development plan – but will not include a drive-through car wash and/or a convenience market. A major modification of the PUD would be required to develop such a use.
- A variety of retail uses are allowed. Specific types of retail uses such as ice cream parlors, candy stores, and bakeries will permit the on-premises manufacture of product for sale or consumption. Businesses such as a retail bicycle shop will permit the servicing/repair, but no painting, of bicycles as an incidental use.
- Artist studios are allowed permitting work inside the studio.
- Tutoring, schools, and gymnastics for less than 20 students at any one time are permitted; over 20 students and a conditional use permit is required.
- Retail sales and personal services, such as laundries, clothing stores, hobby stores, jewelry stores, camera stores, and similar businesses are permitted.
- Restaurants including sit-down, fast food, and take-out establishments are permitted with an emphasis on sit-down restaurants. However, only one drive-through restaurant/café is permitted. Odor control devices are required on all future restaurants as a means of controlling cooking odors.
- A bank and pharmacy with integral drive-through lanes are provided.
- A variety of business and professional offices, medical offices, and research and development uses are allowed. Research and development includes the fabrication of prototypes, but no manufacturing.

The proposal to modify the Bernal Property PUD approval as to uses is site specific to the Gateway property only and will not affect the use entitlement for the Bernal Corners Service Station. This clarification has been added as a condition of approval.

The Planning Commission requested staff to prohibit fast food restaurants. Staff considered this carefully and believes that it cannot be applied to this application without violating fair trade laws. Staff also considered a condition that will allow coffee-type establishments with drive-through without identifying actual business names. However, staff found that such a condition could not be drafted in a manner that will implement the

Commission's direction without specifically identifying a business. Staff believes that the concern is not necessarily the drive-through function or the fast-food restaurant; instead, it is a concern of the potential use of franchise architecture with its garish corporate colors that would modify the tasteful design of this retail gateway project. To address the Commission's concern and direction, franchise architecture is not allowed.

Phase I and Phase II Operating Hours:

Safeway will operate 24-hours per day reflecting the operating hours of the Safeway stores in the Tri-Valley area. Operating hours for the other Phase I and Phase II uses are not restricted. The drive-through lanes may operate 24 hours per day, except that the drive-through lane for the Major Tenant #2 Pharmacy may only be used for medications; all other sales must occur within the building. Parking lot sweeping and garbage pick-up for Phase I and Phase II is conditioned to occur from 6:00 a.m. to 10:00 p.m. The applicant concurs with these requirements.

Phase I and Phase II Truck Deliveries:

As conditioned, Safeway's truck deliveries will be permitted from 6:00 a.m. to 12:00 midnight due to its location adjoining the I-680/Bernal Avenue exit ramp. All other truck deliveries, including the Major Tenant #2 (Pharmacy) and the Phase II office buildings, are conditioned to occur from 6:00 a.m. to 10:00 p.m. because of their closer proximity to the Valley Avenue apartments and homes. All truck deliveries to the Phase I and Phase II are restricted to the Bernal Avenue driveway entrance/exit. The applicant concurs with these requirements.

Traffic, Parking, and Off-/On-Site Circulation

Program 1.1 and Program 2.7, respectively, of the Circulation Element of the 2005 – 2025 Pleasanton General Plan state,

Program 1.1: "Require new developments to pay their fair share of planned roadway improvement costs."

Program 2.7: "Require feasible mitigation measures to keep intersections impacted by development to acceptable service levels, in the extent that LOS D is exceeded. If there are no feasible mitigation measures and if the intersections are otherwise not exempt from the LOS D standard, withhold development approvals, including building permits, until the intersections exceeding LOS D are at an acceptable level of service."

Traffic Level-Of-Service Impacts/Mitigation Measures

The traffic impacts and mitigation measures for the Pleasanton Gateway development were identified with the following analyses:

1. The "*Transportation Impact Study, Pleasanton Gateway Retail/Office Plaza*", dated April 2009, analyzed the "Existing/Baseline/Approved" and "Cumulative" traffic scenarios (Exhibit J).

2. The “*Pleasanton Gateway – Updated Traffic Assessment*”, dated November 10, 2009, evaluated the effects of constructing the project in two phases – the commercial section as Phase One and the office section as Phase Two (Exhibit K).

These analyses included the previously proposed service station that is no longer part of this proposal. The City’s Traffic Engineer determined that its mitigation measures were applicable to the present proposal.

These studies determined that the proposed development – Phase I and Phase II – will add approximately 13,740 new trips to surrounding streets, intersections, and freeway entrance/exit ramps resulting in 1,235 a.m. peak hour trips and 1,644 p.m. peak hour trips. Phase 1, the commercial section, will add 6,990 new trips resulting in 320 a.m. peak hour trips and 683 peak hour trips, and Phase II, the office section, will add 915 a.m. peak hour trips and 961 p.m. peak hour trips. Based on the traffic analysis completed for the updated Pleasanton General Plan, the approved office development will generate 1,110 total trips for the p.m. peak hour.

The traffic impact study identified the mitigation measures that will mitigate the impacted City intersections to LOS D. The Pleasanton Gateway development will be constructed in two phases, Phase I and then Phase II, to coordinate the construction of the street, intersection, and freeway improvements with levels-of-service. As conditioned, the applicant will construct street improvements in the following order:

1. With construction of Phase I:

- Bernal Avenue/Koll Center Drive/Project Driveway:

Construct temporary improvements to allow construction traffic into and out of the site at the Bernal Avenue/Koll Center Drive intersection, including temporary signal indications for left- and right-turn movements, prior to construction of any on-site improvements.

Modify the intersection of Bernal Avenue and Koll Center Drive to allow northbound left-turn and right-turn traffic out of the project site, eastbound right-turn and westbound left-turn traffic into the project site, and pedestrian access across Bernal Avenue on the right leg of the intersection.

- Valley Avenue:

Widen Valley Avenue by two feet in the south bound direction between Bernal Avenue and the first driveway opening to allow for two southbound through lanes. Between the first driveway and the roundabout to the south of the curb lane, the street shall then transition from two lanes into one through lane with a long taper.

2. With construction of Phase II:

- Northbound I-680/Bernal Avenue Entrance Ramp:

Widen the northbound I-680/Bernal Avenue entrance ramp from one lane to two lanes. Construction and occupancy of Phase I (commercial/retail section) is allowed to proceed absent widening the entrance ramp. Construction permits

shall be obtained from CalTrans for the ramp widening before the issuance of the first Phase II (office section) building permit.

- Bernal Avenue/Valley Avenue Intersection:
Widen the westbound/southbound left-turn lane from one lane to two lanes and shall modify the “pork chop” island on the west side of this intersection for a pedestrian crosswalk. (As conditioned, construction of the double left-turn lane shall not remove of any existing Heritage-size sycamore trees in the Bernal Avenue median island.)
3. With construction of Phase I and Phase II, the applicant will pay the City’s Traffic Impact Fee towards new signals at the intersections of Valley Avenue/Koll Center Parkway (South), Bernal Avenue/Main Street, Valley Avenue/ Paseo Santa Cruz (South), Valley Avenue/Paseo Santa Cruz (North), and the Valley Avenue/Santa Rita Road. The applicant shall be credited for all previous payment of impact fees.
 4. If after Phase I and Phase II is occupied and in operation, studies identify significant cut-through traffic through the adjoining residential neighborhood, the applicant will work with the City of Pleasanton to develop a neighborhood traffic calming program to identify locations where traffic calming devices consistent with those outlined in the City of Pleasanton Neighborhood Traffic Calming Program will be appropriate. The maximum outlay for the applicant is “capped” at \$50,000.

Parking

The project provides a total of 2,425 parking spaces including 612 parking spaces for Phase I, the commercial/retail area, and 1,813 parking spaces for Phase II. Based on the proposed uses, the Pleasanton Municipal Code will require a total of 2,587 parking spaces including 624 parking spaces for Phase I and 1,963 parking spaces for Phase II. As shown, the primary parking shortfall for the Pleasanton Gateway development is 150 parking spaces in the office section.

Staff, however, is satisfied that adequate parking is provided with the proposed project to accommodate the proposed uses. Fehr and Peers analyzed the parking demand for the Pleasanton Gateway development. Based on their analysis:

- The peak weekday demand will be 2,119 parking spaces for Phase I and Phase II, 448 parking spaces for Phase I, and 1,671 parking spaces for Phase II.
- The peak weekend parking demand will be 763 parking spaces for Phase I and Phase II, 596 parking spaces for Phase I, and 167 parking spaces for Phase II.
- The proposal is over-parked by 10 percent to 15 percent or by a total of 243 to 364 parking spaces.

Staff additionally believes that the Phase II TSM programs will ensure adequate Phase II parking with its goal of a 15 percent trip reduction at five years and then a 25 percent trip reduction for Phase II. The applicant concurs with this requirement.

Fehr and Peers recommended redistributing the Phase I parking to provide a greater percentage of Phase I parking by the grocery store. Staff, however, believes that an adequate parking supply is provided for the grocery store. Additionally, staff recommends prohibiting shopping center events, specialty sales, and seasonal sales from taking place in the parking areas to ensure the availability of Phase I parking and to maintain the unobstructed flow of traffic to/from Bernal Avenue and Valley Avenue through the Phase I parking areas and drive-through lanes. The applicant concurs with this requirement.

Pedestrian/Bicycle Facilities

The project will provide pedestrian sidewalks and linkages with seating throughout the development and to off-site developments including the City's park property. Bicycle racks are conditioned to be provided for each building within each project phase.

Landscape Design

Preliminary landscape plans are provided. The proposed plan would incorporate plant species having low watering requirements as well as being an attractive asset to Bernal Avenue and to the Walnut Hills development. The proposed project's landscape treatments would also be designed to require relatively low maintenance. These features include the following:

- The applicant shall arrange the plantings along the I/680 freeway and Bernal Avenue project frontages in clusters and groupings that achieve a varied appearance in terms of heights and density, which hide drive-through lanes and service areas, and which soften and frame the views of the site and of the buildings from the freeway and exit ramp, particularly the Safeway building. The final landscape treatments will be shown on a project-wide landscape plan for this area, submitted with the first building permit application for review and approval by the Planning Division before issuance of a building permit.
- The applicant will preserve the existing sycamore trees along the Bernal Avenue project frontage from construction damage. Prior to issuance of a grading or building permit, the applicant will install a temporary six-foot tall chain-link fence or other fence type acceptable to the Planning Division along the existing tree drip lines. The fencing will remain in place until final landscape inspection by the Planning Division; removal of such fencing prior to that time shall result in a "stop work" order.
- The applicant will coordinate the landscape design of the parking area between the Phase II Building #2 and the southerly property line with the design of the planned City park property for a seamless transition between these areas. To achieve this, common plant materials shall be used on the parking area matching the materials to be used in the park area and the pedestrian sidewalks of the project shall provide for direct connections to the planned public trails in the City park property.
- Limited turf areas will be provided and only in the public use areas in the western area of the site.

- The project applicant or developer shall comply with the State of California's Model Water Efficient Landscape Ordinance.

Green Building Measures

The applicant will implement the following Green Building measures for the proposed development:

- Implement the U.S. Green Building Council's (USGBC), "Leadership in Energy and Environmental Design (LEED)" 3.0 rating system to achieve a "certified level" in the design, construction, and operation of any proposed building over 20,000 square feet, including all future tenant improvements. Buildings under 20,000 square feet shall only be required to "show a best effort." The State of California's Green Building Standards Code, "CALGreen", shall apply if applicable. Exhibit E is the preliminary estimate of the development's LEED score of 44 points. The final Green Building score will be determined with the review of the building permit applications. Staff and the applicant will continue to work together at the building permit stages to increase the number of Green Building points that can be achieved with this development.
- The applicant shall extend electrical conduits and pull strings to the parking spaces closest to the main entrances of the Phase II Buildings 1 through 7 for electrically powered commute vehicles. Upon demand by the Planning Division, the building owner(s) will have 30-days to install the charging equipment for some or all of the spaces, and shall provide evidence to the Planning Division that the installation is complete. The applicant will install signs with the Phase II buildings stating, "Electrical Vehicle Chargers Shall Be Provided Upon Request to the Pleasanton Planning Division."
- The Phase I Major Tenant #1 building and the Phase II Buildings 1 through 7 shall be constructed to allow for the future installation of a photovoltaic system in the roof areas.

Grading and Urban Storm Water Runoff

Phase I and Phase II will be graded and constructed to drain its stormwater runoff from north to south towards to the City's stormwater treatment/detention ponds before discharge to the Arroyo de la Laguna. Phase I and Phase II will include a combination of vegetative filter swales, augmented with "filterra" control systems in compliance with the NPDES standards of the San Francisco Regional Water Quality Control Board. All on-site drainage, treatment, and control measures will be reviewed by the City Engineer with the building permits. As the first construction phase, Phase I will pipe its stormwater to the City property across the Phase II site. The swales will be located in the landscape areas of both project phases.

The stormwater treatment/detention ponds on the City's park property were designed, sized, and constructed to handle the stormwater runoff from the entire Bernal Avenue Specific Plan area including the Pleasanton Gateway site. They were constructed to provide the last step in stormwater treatment before runoff enters the Arroyo de la Laguna. The applicant is required to submit an analysis of the Weir structure – check dam – to the

City Engineer before issuance of the first building/onsite permit for the project to determine if this structure must be modified to further slow the velocity of the stormwater runoff before entering the Arroyo. The applicant concurs with this requirement.

VI. PUBLIC COMMENT

Public notices were sent to the property owners, business owners, and business tenants within a 1,000-foot radius for the property and to residents in the Laguna Oaks development and the Bernal Specific Plan area. The noticing area is provided as Exhibit K. A public notice was also sent to the Pleasanton Chamber of Commerce, the Pleasanton Downtown Association, and to the owners and managers of Pleasanton supermarkets/grocery stores including Safeway, Lucky's, Nob Hill Foods, Gene's Fine Foods, Raley's, and Cole's Market, and to the owner/operator of the Bernal Corners Service Station.

With the previous work sessions, staff had received comments from the manager of the Gene's Fine Foods grocery store and the owner of the Bernal Corners Service Station indicating their opposition to the proposal based upon the potential impacts to their businesses. Other public comments received during the course of the project review going back to the work session notices support the proposed project; question the lack of a service station; express concern over noise and traffic impacts; and question another commercial center in Pleasanton. The applicant has met with representatives of the Pleasanton Chamber of Commerce and the Pleasanton Downtown Association, the owner/operator of the Bernal Corners Service Station, and the various neighborhood groups throughout the project review and has relayed to staff the public's support of the proposal.

VII. ENVIRONMENTAL ASSESSMENT

Initial Study/Mitigated Negative Declaration

Environmental review for the proposed project is covered by the attached Initial Study/Mitigated Negative Declaration (IS/MND). Staff believes that the Mitigated Negative Declaration can be issued in conformance with the standards of the California Environmental Quality Act (CEQA). If the Planning Commission concurs with this environmental assessment, it must make the finding that the Mitigated Negative Declaration is appropriate prior to recommending approval of the proposed project.

Environmental Analysis

The environmental analysis for the proposed project used the Final Environmental Impact Report for the San Francisco Water District Property (California State Clearinghouse No. 96-013005), dated March 1999, prepared by Mundie & Associates and the City of Pleasanton, and separate analyses for traffic impacts and mitigations and greenhouse gas. All relevant mitigation measures identified in this environmental assessment have been included as conditions of project approval.

Greenhouse Gas Emissions

The impact threshold for Greenhouse Gas (GHG) emissions is 1,000 metric tons per year. Exhibit L is the GHG analysis for the proposed development. The project’s GHG emissions were analyzed using the Bay Area Air Quality Management District’s URBEMIS 2007 model and the BAAQMD GHG model for total carbon dioxide equivalent (CO²) emissions from transportation, electricity use, waste, and refrigerants, etc. Default model settings were used except for trip generation, pass-by trips (traffic already using the adjacent roadway), and diverted-link trips (when a diversion is made from the regular route to make an interim stop) from the Traffic Impact Study completed for this project. The GHG emission analysis also accounted for the market shift that is anticipated to occur for the proposed grocery store and restaurants whereby some residents who currently leave Pleasanton for such services will switch to using the services available at Pleasanton Gateway instead, resulting in fewer total vehicle miles traveled. By shopping at the project, some patrons will actually drive less than they would have otherwise, so no additional vehicle miles traveled were added to the GHG models for these trips.

The Final EIR for the Bernal Property Specific Plan includes the Pleasanton Gateway site, but did not contain an analysis of GHG emissions, as there were no state guidelines, applicable air district thresholds or other such requirements in effect at the time. However, to establish the baseline for the Gateway property with the vested office entitlement, the GHG emissions for the 745,000 square-foot office project were modeled using the BGM and URBEMIS models and then compared to the proposed development. The results of the analysis are summarized in Table 4, below.

Table 3: GHG Emissions of the Approved Office Project and the Proposed Retail/Office Project (CO² metric tons per year).

	Office Project (Baseline)	Proposed Project
Transportation	20,822.52	20,807.42
Area Source	0.45	1.37
Electricity	6,404.53	6,381.96
Natural Gas	1,043.84	966.21
Water and Wastewater	100.13	86.66
Solid Waste	5,187.33	4,510.71
Refrigerants	0	442.47
Total	33,558.81	33,196.80
Less Baseline Emissions	N/a	-33,558.81
Net Increased Emissions	N/a	-362.01

The emission of 33,558.81 metric tons per year of CO² represents the baseline emissions that can be assumed would have been generated from the previously approved Office Project. The proposed change in land use from an office only development to a mix of retail uses and office uses catered to nearby neighborhoods and employment centers will substantially change the traffic generation and vehicle trip characteristics at the site. Generally, retail uses – supermarkets especially for the p.m. commute – will generate a greater volume of trips than office uses, but these trips tend to be much shorter in distance. Therefore, changing the previously approved office only project to the proposed

retail/commercial project will change the type of trips attracted to the site and attract some retail trips that otherwise would have had to travel farther. Retail uses also generally have lower utility usage than office, which factors into lower total GHG emissions.

Of great significance is the 362 metric ton decrease of CO² emissions per year for the proposed project compared to the office project. This will result in a significant net reduction in the GHG emissions anticipated for this development. From a Greenhouse Gas perspective, therefore, the proposed project is an improvement over the previous office only project.

Archaeological Resources

The site was subject to a field investigation conducted in 1988 that identified an archaeological resource, designated as CA-Ala-554, in the approximate area east of I-680 near Bernal Avenue. The 1988 field investigation was updated by the project applicant most recently in 2008. All field investigations were conducted in conformance to the California Environmental Quality Act and with a Native American Representative designated by the California Native American Commission present during all sub-surface investigations.

The applicant is conditioned to submit an archeological mitigation program prepared by a licensed archaeologist with input from the Native American Representative before the City will issue the first grading/on-site permit, and will implement the requirements and measures of this program to the City's satisfaction and shall submit periodic status reports to the City of Pleasanton and to the Native American Heritage Commission. A qualified archaeologist and the Native American Representative designated by the Native American Heritage Commission shall be present on site during the grading and trenching for the foundation(s), utility services, or other on-site excavation, in order to determine if any bone, shell, or artifacts are uncovered. If human remains are discovered, the applicant will stop the site work immediately, and the archaeologist and the Native American Heritage Commission and or their representative will be consulted to develop the suitable mitigation measures.

I-680 Noise

The ambient noise level for the Pleasanton Gateway site varies from 70 dBA L_{dn} at the edge-of-pavement on Valley Avenue to 80 dBA L_{dn} at the site's boundary line with the I-680. This noise level is considered to be "*Conditionally Acceptable*" for "*Office Buildings, Business Commercial, and Professional*" land uses – 70 dBA L_{dn} to 80 dBA L_{dn} – by the 2005 – 2025 Pleasanton General Plan. Standard commercial/office building construction can achieve a 15 dB to 20 dB reduction in interior noise levels, thereby achieving the 60 dBA L_{dn} interior noise standard of the Pleasanton General Plan.

As stated in the Pleasanton General Plan, construction of an eight-foot tall noise barrier on the I-680 property line will move the 60 dBA L_{dn} noise contour line to the approximate north/south midpoint of the site's interior. The Final EIR for the Bernal Property Specific Plan specified a minimum 19-foot tall barrier to mitigate the noise impacts from I-680 to the residential developments on the east side of Valley Avenue – the eight office buildings were approved as the noise mitigation measure of the Final EIR without constructing a

soundwall along the I-680 freeway. The heights of the proposed commercial/retail buildings will vary from 19 feet to 38 feet and the heights of the proposed office buildings will be 66 feet in height. Therefore, the construction of this project will not only meet the noise standards of the Pleasanton General for commercial development, it will also mitigate the I-680 freeway noise impacts to the residential developments and neighborhoods on the east side of Valley Avenue.

VIII. PUD DEVELOPMENT PLAN MODIFICATION FINDINGS

The Pleasanton Municipal Code sets forth the purposes of the Planned Unit Development (PUD) District and the considerations to be addressed in reviewing a PUD development plan proposal. These findings also apply to development plan modifications. The Planning Commission must make the following findings that the proposed PUD development plan modification conforms to the purposes of the PUD District, before making its recommendation.

1. Whether the proposed development plan modification is in the best interests of the public health, safety, and general welfare:

- The proposed development plan modification will allow a 24-hour Safeway grocery store, a pharmacy with a 24-hour drive-through for prescription medications, a drive-through bank, a drive-through restaurant/café, and approximately 48,583 square feet of commercial uses and services in seven other buildings. It will allow approximately 588,781 square feet of offices in seven buildings. These uses will provide the availability of goods and services to the nearby residential areas and business parks thereby reducing the cross-town trips to these uses from the nearby areas.
- In conjunction with this development, the project developer will re-align the Bernal Avenue with Koll Center Drive to provide complete left- and right-turns between the site and Bernal Avenue and ultimately to northbound and southbound I-680. Traffic Impact fees will be paid towards the installation of signals at five other City intersections. The project developer will widen the northbound I-680 entrance from Bernal Avenue from one- to two-lanes, and will add a second westbound to southbound left-turn lane from Bernal Avenue to Valley Avenue. These measures will serve to maintain a Level-of-Service D at the City streets and intersections for the existing/approved/project and cumulative development scenarios.
- The project will include Green Building measures; will provide for the future addition of photovoltaic electrical panels and charging stations for electrical vehicles; will provide for pedestrian connections to surrounding business parks, residential neighborhoods, and the future City park property; and the on-site pre-treatment of stormwater runoff in vegetative swales before discharge into the City's storm drain system and then to Arroyo de la Laguna.

Staff, therefore, believes that this finding can be made.

2. Whether the proposed development plan modification is compatible with previously developed properties located in the vicinity of the plan:

- The Bernal Property Specific Plan and PUD development plan already allows the site to be developed with an eight-building office development with a variety of commercial, office, and research and development uses. The proposed development will allow commercial/retail and office uses in close proximity to the nearby neighborhoods and business parks with a variety of goods and services. The commercial/retail component of the proposal provides opportunity for residents to include shopping into their morning/evening commute thereby not having to drive across town for such goods and services. The employment opportunities provided by the office buildings will augment the City's tax base.
- The residential areas and businesses located across Valley Avenue and Bernal Avenue, respectively, means walk-in traffic to these uses thereby reducing Citywide trips in this area. The development allowed by this modification is consistent with the development pattern of the area.
- Accesses to Bernal Avenue and Valley Avenue are located in a manner that maintains the existing traffic roundabouts, which is consistent with City standards, and which provides adequate development access and emergency vehicle access.
- All construction activities are limited to the hours of 7:00 a.m. to 6:00 p.m., Monday through Friday and 8:00 a.m. to 5:00 p.m. on Sunday. All construction equipment must meet Department of Motor Vehicles (DMV) noise standards and shall be equipped with muffling devices.

Staff, therefore, believes that this finding can be made.

3. Whether the proposed development plan modification is compatible with the natural, topographic features of the site:

- The site is flat and will accommodate the proposed development with standard City practices for drainage flows and stormwater runoff treatment.
- The site is designed to drain to on-site vegetative swales designed to pretreat stormwater runoff.

Therefore, staff believes that this finding can be made.

4. Whether grading in conjunction with the proposed development plan modification takes into account environmental characteristics and is designed in keeping with the best engineering practices to avoid erosion, slides, or flooding, and to have as minimal an effect upon the environment as possible.

- The site is relatively flat. Grading will be limited to maintaining the present north to south drainage pattern so that storm water will drain naturally through on-site vegetative swales and then to the City's stormwater detention/treatment ponds.

- The proposed grading is comparable to the grading plan of the previously approved office development.
- Requirements of the California Building Code implemented by the City at the Building Permit review will ensure that building foundations and private street/on-site parking/driveway areas are constructed on satisfactorily compacted fill.
- Erosion control and dust suppression measures will be documented in the final subdivision map and will be administered by the City's Building and Public Works Departments.

Therefore, staff believes that this finding can be made.

5. Whether adequate public safety measures have been incorporated into the design of the proposed development plan modification:

- All uses and their tenancies will be designed and operated to meet the requirements of the California Building Code, the City's Fire Codes, other applicable City codes, and State of California mandated noise, energy, and accessibility requirements.
- The project site adjoins existing public streets with adequate emergency vehicle access and proposed parking areas to serve these uses. The main access driveway from the project to Bernal Avenue provides complete left-turn/right-turn accessibility between the development and this street, relieving traffic congestion at the Bernal Avenue/Valley Avenue intersection, and enabling delivery trucks to use the Bernal Avenue to directly access the site from northbound/southbound I-680 thereby avoiding Valley Avenue.
- All streets, accesses, and driveway aisles meet City standards and are adequate to handle anticipated traffic volumes.
- Adequate access is provided to all structures for police, fire, and other emergency vehicles.

Staff, therefore, believes that this finding can be made.

6. Whether the proposed development plan modification conforms to the purposes of the PUD District:

The proposed PUD development plan modification implements the purposes of the City's PUD Ordinance by augmenting the permitting a mixed-use commercial/retail and office development that will provide neighborhood- and community-serving uses available to the surrounding neighborhoods and business parks and employment opportunities that will augment the City's tax base. The proposed development in terms of site design, building design, and uses implements the land use designations, policies, and development guidelines of the Bernal Property Specific Plan and the Pleasanton General Plan.

Staff, therefore, believes that this finding can be made.

IX. CONDITIONAL USE PERMIT FINDINGS

The Planning Commission must make the following findings prior to granting the conditional use permit for the operations of the Safeway grocery store and only to the operations of the pharmacy, bank, and the restaurant/café drive-through lanes:

1. The proposed location of the conditional use is in accordance with the objectives of the zoning ordinance and the purpose of the district in which the site is located.

- The proposed conditionally allowed uses will support the neighborhoods and nearby businesses and will provide a variety of goods and services available to the business park tenants and the residents of the nearby neighborhoods.
- Staff believes that the Safeway grocery store and the other commercial uses will potentially reduce the cross-town trips to similar businesses. The conditions of approval provide to the City the appropriate controls to ensure that the use does not have any negative impacts on surrounding businesses. The use permit is, therefore, in accordance with the objectives of the zoning for this property.

Therefore, staff believes that this finding can be made.

2. The proposed location of the conditional use and the conditions under which it would be operated or maintained will not be detrimental to the public health, safety, or welfare, or materially injurious to the properties of improvements in the vicinity.

A sufficient quantity of parking is provided on-site to accommodate the parking demands for this use. As proposed and/or conditioned, staff feels that the proposed use will not be detrimental to the public health, safety, and welfare, nor will it pose a threat to surrounding properties or improvements.

Therefore, staff believes that this finding can be made.

3. The proposed conditional use will comply with each of the applicable provisions of this chapter.

The site's present PUD zoning designation conditionally permits a grocery store. As proposed and conditioned, the uses and drive-through lanes comply with all relevant sections of the Pleasanton Municipal Code.

Therefore, staff believes that this finding can be made.

X. STAFF RECOMMENDATION

Staff recommends the Planning Commission forward Case PUD-02-07M and PCUP-210 to the City Council with a recommendation of approval by taking the following actions:

1. Find that the proposed project will not have a significant environmental impact and that the Mitigated Negative Declaration is appropriate and adopt a resolution recommending approval of the Initial Study/Mitigated Negative Declaration, Exhibit C;
2. Make the PUD Development Plan Findings 1 through 6 as stated in the staff report and adopt a resolution recommending approval of Case PUD-02-07M subject to Exhibit A, the Draft Conditions of approval; and,
3. Make the Conditional Use Permit Findings 1 through 3 as stated in the staff report and adopt a resolution recommending approval of Case PCUP-210 subject to Exhibit B, the Draft Conditions of Approval.

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