

**City Council Chamber**  
200 Old Bernal Avenue, Pleasanton, CA 94566

**DRAFT**

**Wednesday, October 22, 2014**

## **CALL TO ORDER**

The Planning Commission Meeting of October 22, 2014, was called to order at 7:00 p.m. by Chair O'Connor.

## **PLEDGE OF ALLEGIANCE**

The Pledge of Allegiance was led by the Commission.

### **1. ROLL CALL**

Staff Members Present: Brian Dolan, Director of Community Development; Adam Weinstein, Planning Manager; Julie Harryman, Assistant City Attorney; Steven Bocian, Assistant City Manager; Mike Tassano, City Traffic Engineer; Steve Otto, Senior Planner; Marion Pavan, Associate Planner; Jenny Soo, Associate Planner; Jennifer Wallis, Associate Planner; and Maria L. Hoey, Recording Secretary

Commissioners Present: Commissioners Nancy Allen, Jack Balch, Greg O'Connor, Herb Ritter, and Gina Piper

Commissioners Absent: None

### **2. APPROVAL OF MINUTES**

#### **a. October 8, 2014**

Chair O'Connor informed staff prior to the meeting and requested that the motion for Item 5.a., P14-1151, Dara A. Youngdale & Quarry Lane School at the bottom of page 2 be modified as follows: "Commissioner ~~Allen~~ Ritter moved to make the required Conditional Use Permit findings .... Commissioner ~~Balch~~ Allen seconded the motion."

Commissioner Balch requested that his name be added to the "AYES" votes for the motion to approve the Minutes of the August 27, 2014 Meeting. He then noted that on page 4, third paragraph under Item 8.d.1., he believed it was Chair O'Connor and not he

who inquired if staff had a PowerPoint presentation. Chair O'Connor indicated that he did not ask that question and asked staff to check the recording.

**Commissioner Allen moved to approve the Minutes of the October 8, 2014 Meeting, as amended.**

**Commissioner Balch seconded the motion.**

**ROLL CALL VOTE:**

**AYES: Commissioners Allen, Balch, O'Connor, and Ritter**

**NOES: None**

**ABSTAIN: Commissioner Piper**

**RECUSED: None**

**ABSENT: None**

The Minutes of the October 8, 2014 Meeting were approved, as amended.

**3. MEETING OPEN FOR ANY MEMBER OF THE AUDIENCE TO ADDRESS THE PLANNING COMMISSION ON ANY ITEM WHICH IS NOT ALREADY ON THE AGENDA**

There were no members of the audience wishing to address the Commission.

**4. REVISIONS TO THE AGENDA**

Mr. Weinstein indicated that there were no changes to the Agenda. He noted, however, that Item 5.c., P14-0970/P14-1173, Young Ivy Academy, has been continued to a future meeting.

**5. CONSENT CALENDAR**

*Consent Calendar items are considered routine and will be enacted, approved, or adopted by one motion unless a request for removal for discussion or explanation is received from the Planning Commission or a member of the public by submitting a speaker card for that item.*

**a. P14-1022/P14-1097, Genius Kids**

**Applications for a Conditional Use Permit to operate a licensed daycare for children ages 2-6 years and a tutoring center for grades K-6 and for Design Review approval for an outdoor play area at 5698 Stoneridge Drive. Zoning for the property is PUD-I/C/O (Planned Unit Development – Industrial/Commercial & Offices) District.**

**b. P14-1164, Ravi Cherukuri and Greg Kawahara**

**Application for Design Review approval to construct a two-story custom home at 2523 Yolanda Court. Zoning for the property is PUD-LDR (Planned Unit Development – Low Density Residential) District.**

Commission Allen moved to make the required Conditional Use Permit findings for Case P14-1022 as described in the staff report for the project and to approve Cases P14-1022, P14-1097, and P14-1164, subject to the Conditions of Approval listed in the respective staff reports as Exhibit A, with the addition of a condition for Case P14-1164 as shown in staff's memo dated October 21, 2014, regarding the removal of the three skylights from the project plans.

**ROLL CALL VOTE:**

**AYES:** Commissioners Allen, Balch, O'Connor, Piper, and Ritter  
**NOES:** None  
**ABSTAIN:** None  
**RECUSED:** None  
**ABSENT:** None

Resolution No. PC-2014-46 approving Cases P14-1022 and P14-1097 and Resolution No. PC-2014-47 approving Case P14-1164 were entered and approved as motioned.

- c. **P14-0970/P14-1173, Young Ivy Academy**  
Applications at 5460 Sunol Boulevard, Suites 3 and 4 (Oak Hills Shopping Center) to: (1) modify an existing Conditional Use Permit to convert a previously approved tutoring facility with a maximum of 30 students into a Heritage School with a maximum of 30 students and an outdoor playground area; and (2) Design Review approval to remove eight existing parking spaces at the rear of the existing shopping center and construct a new 1,984 square-foot outdoor playground area enclosed with a new 6-foot tall wrought iron fence. Zoning for the property is C-N (Neighborhood Commercial) District.

This item was continued to a future meeting.

**6. PUBLIC HEARING AND OTHER MATTERS**

- a. **P13-2533, PUD-100, and PUD-96-13-02M, Chick-fil-A**  
Applications for: (1) General Plan Amendments to change the Land Use Designation of an approximately 0.59-acre vacant parcel located at the southwest corner of Hopyard Road and the Interstate 580 eastbound Hopyard Road off-ramp from "Open Space – Public Health and Safety" to "Business Park" and to change the Land Use Designation of an approximately 0.18-acre portion of 6111 Johnson Court from "Retail/Highway/ Service Commercial, Business and Professional Offices" to "Business Park"; (2) Rezoning of 6111 Johnson Court from the O (Office) District to the PUD-I/C-O (Planned Unit Development – Industrial/Commercial-Office) District and PUD-O (Planned Unit Development – Office) District, and establishment of a zoning designation of the PUD-I/C-O (Planned Unit Development – Industrial/Commercial-Office) District for the 0.59-acre vacant parcel; (3) PUD Development Plan approval to construct an approximately 5,399-square-foot Chick-fil-A restaurant with two drive-through lanes

**and related site improvements; and (4) PUD Major Modification to the PUD governing the Pleasanton Square II development (PUD-96-13; 5225-6015 Johnson Drive) to accommodate the proposed Chick-fil-A development.**

**Also consider the Negative Declaration prepared for the project.**

Commissioner Balch recused himself due to an economic conflict of interest.

Jenny Soo presented the staff report and described the scope, layout, and key elements of the proposal. She then referred to a staff memo recommending minor changes to the Conditions of Approval resulting from staff's discussion with the applicant. She added that staff is also recommending that Condition No. 12 be modified to read: "No temporary or permanent signage is approved as part of this application." She noted that the sign proposal is included in the staff report and packet.

Commissioner Piper referred to the Traffic Impact Analysis report prepared by Hexagon Transportation Consultants, Inc., Exhibit C of the staff report, and noted that the hours of operation stated in the report, 6:00 a.m. to 10:00 p.m., were inconsistent with those stated in the staff report, 6:00 a.m. to 12:00 midnight. She pointed out, however, that the Traffic Impact Analysis report was prepared a year ago.

Ms. Soo explained that the applicant had requested to extend the hours of operation to midnight, Mondays through Saturdays; the restaurant is closed on Sundays.

Mr. Weinstein stated that because the focus of the Traffic Analysis is really on the AM and PM peak hours, extending the hours of operation to midnight does not affect the conclusions of the report.

Commissioner Piper then referred to the Noticing Map, Exhibit F of the staff report, and stated that based on the number of feet in the notification area, it seems like not a lot of business owners or tenants within the commercial area were notified. She inquired if this is a project for which all City of Pleasanton property owners, residents, and tenants would receive notification or just those within this given radius. She noted that a project like this would be something the general public of Pleasanton would want to know about.

Ms. Soo replied that notification was sent to all property owners, residents, and tenants within a 1,000-foot radius of the project site and not to the entire City.

Commissioner Ritter asked staff about the left-turn lane from northbound Hopyard Road to westbound Owens Drive relating to extending the vehicle queuing lane and inquired if there was a drawing that shows this.

Ms. Soo replied that a page in Exhibit B entitled "Plans for Hopyard Road Median Improvement Plan" shows this lane.

Commissioner Ritter inquired if the lane extension is off of Hopyard Road.

Ms. Soo said yes.

Commissioner Allen asked Mike Tassano, City Traffic Engineer, roughly what percentage of additional traffic, say during the PM peak hour, this project would incrementally increase over current conditions.

Mike Tassano replied that it would depend on which roadway is being considered. He noted that, for example, on Hopyard Road, there are 7,000 vehicles in both directions, the most critical is the southbound right-turn: there are currently 550 right turns during the AM peak hour, and that will go up to 620, which is about ten percent.

Chair O'Connor noted that the only real problem that was identified was the stacking to make the left turn going north on Hopyard Road. He inquired if that is the reason the queue line is being extended and that everything else stays within Level-of-Service D or better.

Mr. Tassano replied that is correct, provided all the improvements in the General Plan are made at build-out: the widening of the eastbound through lane, the widening of the westbound lane, and the addition of a southbound right turn. He added that a second northbound left-turn lane is also in the General Plan; however, instead of having that constructed and then having to adjust alignment for the southbound through lanes, staff felt that lengthening that northbound left-turn lane specifically for this project would be sufficient to accommodate the project's needs because, as it currently exists, the left-turn pocket extends beyond the number of vehicles. He indicated that for the project to add vehicles to that movement, the vehicles would be going into a through-lane to try and turn left, and staff felt that was a safety concern.

Chair O'Connor requested clarification from Mr. Tassano that the reason the other improvements he mentioned earlier have to be done by build-out is because there will be other impacts when other properties in the area are developed between now and build-out, and not specifically because of Chick-fil-A.

Mr. Tassano replied that was correct. He stated that Chick-fil-A is a brand new use so staff had to look at adding its volume on top of what staff believes will take place in the future.

Commissioner Allen referred to the section on Community Character Element on page 13 of the staff report:

*Community Character Element*

Goal 4: Enhance the appearance of major City entryways.

Policy 7: Improve the visual quality of entryways to Pleasanton.

Program 7.1: As part of the design review process, encourage the installation of distinctive landscaping, and discourage advertising signage and bright franchise colors at major street entryways to the City.

Program 7.2: The City should be particularly sensitive to aesthetic considerations when land-use planning in areas adjacent to City entryways.

Program 7.4: Give the Hopyard/I-580 area a high priority for visual improvement when making land-use and public investment decisions.

Policy 16: Discourage franchise and prototype architecture and signage.

She stated that she was not around when these were created and requested staff to provide a little bit of history on what drove these policies and what was most important in the thinking for these policies.

Mr. Dolan replied that he was not in the meetings when this language was decided upon but that it is a relatively common theme. He stated that at its entrances to the community, the City does not want a lot of visual clutter and land uses whose design is often associated with fast-food restaurants with lots of bright colors and buildings with standardized architecture and big pylon signs that could be seen from as far away as possible. He indicated that when this use was evaluated, although it is a fast-food establishment, staff was able to recommend approval of the project and found it to be consistent with these Community Character Policies because the building is nicely designed, does not have any garish colors, does not have big signage, and has an architectural design that is at least as nice as or nicer than anything else in that shopping center.

Commissioner Ritter asked staff what the stacking count for In-N-Out Burger drive-thru is. He stated that it looks like it has about 20 but could be double; it just never seems big enough on a Friday night.

Ms. Soo replied that she does not know what the stacking count is.

Commission Piper noted that the renderings include a flagpole but that she does not recall reading that in the staff report.

Mr. Weinstein replied that a flagpole is proposed on the east side of the project. He added that it is on the site plans as well.

#### **THE PUBLIC HEARING WAS OPENED.**

Deborah Kerr, Consulting Project Manager for Chick-fil-A, San Diego, stated that she has been involved in this project for well over two years. She indicated that she was originally involved in the first site layout, and then the gradual transition of the project into what is before the Commission tonight. She stated that when they first came to the City, they presented a much more traditional, typical layout and design for the site with the drive-thru wrapping around the building. She continued that they met with the Director and Planning staff, and there was a call for something very special and unique that did not appear to be a fast-food restaurant. She indicated that they knew a Craftsman style of building is very popular in certain areas of the City, and when they met with the architect, they oriented the entire site so the drive-thru is a dual lane on the inside, away from the street. She pointed out that the building has that Craftsman style architecture, and one thing that is noteworthy is that at the actual corner, the building is eight feet in a hole so that coming off the freeway ramp, what is visible on that one

elevation on the north side of the building is pretty much the top half of the building. She added that they want to get the City a sign that welcomes visitors into Pleasanton, with two 16-inch box oaks to flank the sign to create an entry statement.

Ms. Kerr stated that they have been working for years with Caltrans to get ownership of that excess property, and that process has not yet been completed. She indicated that this has been a very, very complex application to file and figure out all the nuances and entities. She added that they have gone through and agree with all of the conditions, including the recommended changes about signage and those in the staff memo. She noted that also present tonight are Jennifer Dodd, Development Manager for Chick-fil-A, and Drew Nichol from Reynolds and Brown, to answer any questions the Commission may have regarding the project.

Commissioner Allen stated that she knows the red “Chick-fil-A” sign is part of the company’s brand, but asked Ms. Kerr if they have ever designed a building with a signage that is a little more subtle or in a black color instead.

Ms. Kerr replied that “Chick-fil-A” is their registered trademark sign and that the red color for that lettering is a standard sign implementation. She indicated that they have worked with Planning staff on the wall signs and the north entry sign, which is the only chance for people to see the sign, and that they tried to work with the size of the sign so it is well-balanced with the wall facing the sign.

#### **THE PUBLIC HEARING WAS CLOSED.**

Chair O’Connor stated that he could tell staff worked hard with the applicant on this proposal and that he was very impressed with it and liked the way it looked; his only concern is meeting the General Plan’s Community of Character goals, No. 2 on page 23 of the staff report, which is the PUD District. He noted that this proposal is an improvement over what is currently in the area, and that corner can be improved with the landscaping that can be put in there. He indicated that his only area of concern with respect to entering the City is the look of the hardscape on the Hopyard Road side of the building which has no signage; all the signage is on the other three sides and the drive-thru has been hidden on the other side as well. He proposed that it could be softened in some way by either adding some kind of trellis work, or covering the stucco walls with some greenery, which may also be problematic with so many glass windows. He added that the trees that are already in the center of the building could also be extended to the north, noting that at some point, the canopies of the trees will be high enough where the windows will be visible, but it would soften the look of the building from that east side.

Commissioner Allen stated that she also felt that staff and the applicant had done a really good job at creating a really nice, more upscale look; however, as Chair O’Connor mentioned, she too is still struggling with this Community Character element because there are so few opportunities to enhance the appearance of this major City gateway, which is a really unique one in the spot right as people come off I-580. She agreed with Chair O’Connor’s comments about the east elevation and adding some trees, trellises, and vines. She suggested that specific to the east elevation as well as going to the north, the stone veneer could actually go up higher in certain areas to create more

vertical interest and make it look like some columns around some strategic areas, as opposed to just looking at mass and stucco. She noted that there is a store across the street called Specialty's Café and Bakery and Peet's Coffee and Tea that is stunning and looks classy with copper work and a neat gable. She added that she has also seen a Starbucks and a Jack-in-the-Box restaurant at El Dorado Hills that looked so Craftsman style and really classy with great rich wood or stone. She stated that there are just a few more things that can be done with this property so people who come into the City will not see just a fast-food restaurant but a really classy gateway and a model for Pleasanton.

With respect to the north side, Commissioner Allen stated that she had four suggestions for this gateway: (1) People on the freeway will see only the top half of the building, the stucco wall with the red sign, and not any of the stonework below. Some of the stone veneer at key locations could be extended upward to make that richness visible. (2) Consider gray concrete tiles as opposed to composition tiles to make it even much more upscale and professional-looking than it already is. It would enhance the City's Community of Character and visual feel such that people see not a fast-food restaurant but a "wow." (3) Some awnings or any more design elements could create richness and more interest, such as the tower element on the south elevation. (4) Since some of the mature trees are being taken down, use some of the money the applicant is paying into the Urban Forestry Fund to plant more and even larger trees than what are being proposed so they are larger right at the beginning.

Commissioner Allen stated that just before the Planning Commission meeting, she and another Commissioner were at a Heritage Tree Board of Appeals meeting to consider an appeal of an applicant whose request to remove a tree that had 20-pound cones dropping from it was denied because the tree is really beautiful, and the City really protects its heritage trees. She pointed out that in this Chick-fil-A application, 13 or 16 trees considered at least fair to good in terms of health are being removed, and she takes that very, very seriously. She indicated that it is really important that that applicant put back some large trees because the trees to be removed provide shading for that shopping center.

Commissioner Piper thanked the applicant for wanting to bring business and vitality to Pleasanton, and staff for all the work they have done. She stated that the renderings are very beautiful and that she loved the idea of the Pleasanton entrance sign. She concurred with Commissioner Allen's ideas to beautify the structure itself even more.

Commissioner Piper indicated that her next comments come from a standpoint of her having had an office at 6111 Johnson Court for 17 years. She noted that In-N-Out Burger made an enormous impact on traffic and mostly just congestion, such that oftentimes, the parking lot is a zoo and vehicles cannot drive around the parking lot because the line is so long. She appreciated that Chick-fil-A has lengthened its queue, but her feeling is that when In-N-Out Burger was passed, the traffic portion was underestimated, and her concern is that it might happen here as well. She indicated that she often saw huge delivery trucks right outside the entrance into the drive-thru and inquired where those delivery trucks are going to go now. She reiterated her big concern about just getting in and getting out of the area, noting that that Johnson Court is not really a court because it goes all the way through, and people really do not know that. She



added that coming out of Johnson Court onto Owens Drive only has that right-turn option, and that confuses people as well.

Commissioner Ritter thanked the applicant and staff for the amount of work that went into putting this proposal together. He noted that driving by that little tree farm corner right at the entrance to Pleasanton and seeing the big hole that it is with fences along there just looks horrible, so he is very much in favor of doing something to dress that area up. With respect to the Community of Character goal, he noted that there is a Starbucks and a gas station on the entrance to the City at Bernal Avenue and a McDonald's at Santa Rita Road, so no precedent is being set by having a new fast-food restaurant at another entrance, but he agrees with Commissioner Allen on making it look really elegant and nice. He indicated that he also agrees with Commissioner O'Connor on the trees. He noted that the renderings show how hot it is in the area with a lot of concrete around. He added that it would be good even just sitting outside In-N-Out Burger to have a little cover to provide shade, so trees would be ideal.

Regarding Commissioner Piper's comments, Commissioner Ritter stated that every time he goes to In-N-Out Burger, there are always delivery trucks parked in the lot, so he is a little concerned about the flow of traffic and parking. He added that the stacking at In-N-Out Burger is horrible because it comes right out into the parking lot, and there are probably 10 to 12 cars stacked. He noted that based on Chick-fil-A's rendering, the proposed design would probably hold about 20 or so vehicles, which is a smart way to do it. He added that he liked the idea of having two drive-thru lanes with the little conveyer belt sending the food over. He indicated that he would support staff's recommendation in general with the incorporation of the comments each Commissioner has voiced.

Chair O'Connor stated that the Commission needs to discuss and decide what it is that it would want to add to this proposal before sending it on to the Council.

Mr. Dolan stated that the Commission needs to decide whether or not it is comfortable crafting conditions. He indicated that it will be a certain amount of time before this goes to Council so staff would have some time before it goes to the Council to work with the applicant on those conditions. He added that the Commission can also ask staff to craft the conditions and then come back to the Commission for its review.

Chair O'Connor stated that with respect to the stacking issue, he would usually defer to the Traffic Engineer, but he believes he saw that discussed in the staff report and asked staff if there was a condition to move the ordering point to lengthen the queue or if it was actually just moved.

Ms. Soo replied that there is a condition that if the queuing of guests impacts the drive-thru aisle, then the ordering point will be shifted closer to the window.

Chair O'Connor inquired why staff would not be more conservative and shift the ordering point now so this does not have to be done twice.

Mr. Tassano replied that based on the capacity offered by the two drive-thru lanes, staff believes there will not be an excessive queue. He stated that based on staff's analysis,

the configuration of the drive-thru lanes seems to work pretty well, and staff does not see anything that would warrant that the design not be allowed to proceed.

Chair O'Connor asked Mr. Tassano to confirm that he is confident there will not be a queuing problem backing up into the parking lot.

Mr. Tassano replied that is correct.

Mr. Weinstein then made a really quick clarification regarding one of the items discussed by Commissioner Allen that the currently proposed roofing material actually is concrete tile.

Commissioner Allen stated that she just noticed that.

Chair O'Connor noted that the concrete tile item could be taken off the list. He added that if staff and the Traffic Engineer are confident that there will not be a queuing problem, then that item can also be removed. He then stated that the Commission discuss Commissioner Allen's proposals regarding softening and beautifying the buildings a little bit more.

Commissioner Allen presented her recommendations:

1. Have more stone veneer at higher elevations and at a minimum on the north side and on the east side, perhaps on pillars and on the corners or wherever strategic locations are that would reduce the stucco and create an enhanced, top-notch look.

Chair O'Connor and Commissioners Ritter and Piper stated that they were in agreement with that.

2. Add any awnings or design elements on the north side so it does not look as much like a fast-food restaurant.

Chair O'Connor noted that there is an awning element of wood or composite over some of the windows on the east elevation.

Commissioner Allen stated that they could be carried over to the north side by the windows to make them look more enhanced.

Commissioner Piper asked Commissioner Allen if she is proposing trellises like those in the south elevation, with greenery or vines.

Commissioner Allen said yes.

Chair O'Connor stated that it already has a trellis look but does not have any vines or plant material to soften it.

Commissioner Ritter inquired if it would promote shade.

Chair O'Connor said yes, and a softening of that hardscape.

The Commissioners agreed.

3. More trees, especially on the east side.

Chair O'Connor stated that the building is very visible on the east side that fronts Hopyard Road; the north side is going to have a wall; the south side is past the building and the entryway. He added that the applicant gets some credit for more trees they put in.

The Commissioners were in agreement.

4. More mature trees so the trees would become higher at planting.

Commissioner Allen stated that, again, the applicant would get credit for that as well. She then asked staff what size they would recommend.

Mr. Dolan replied that there is always the argument that a lot of times, if you put a smaller tree in, it is going to be larger sooner, just the way they grow when they go in at smaller sizes. He noted that it looks different on day one, but they catch up pretty quickly.

Commissioner Allen inquired if a smaller tree might be larger in five years.

Mr. Dolan said yes, in some cases. He added that he understands what Commissioner Allen means and that staff will work with the applicant to add trees.

Chair O'Connor noted that the tree on the northeast corner is a pretty good tree, and the sizing will be decided on by staff.

Commissioner Piper asked Commissioner Allen, regarding the trees on the east side, if she was talking about inside or outside of the wall.

Commissioner Allen asked staff if there would be space for more trees.

Mr. Weinstein confirmed that there is additional space for trees. He added that staff will work closely with the applicant and the City Landscape Engineer to find the appropriate species as the space along some of the eastern frontage is limited.

The Commissioners agreed.

Commissioner Allen asked Commissioner Piper if she was comfortable with the traffic or if there was anything else she wanted to add.

Commissioner Piper replied that she would not say she was comfortable.

Chair O'Connor noted that staff is comfortable but that there is a provision in there that if problems arise, the ordering point will be moved to allow more stacking. He asked staff how many cars would be stacked if the ordering point were moved.

Ms. Soo replied that the recommendation is for 20 feet.

Chair O'Connor noted that would be about for more cars with two on each side.

Commissioner Piper stated that if there is one additional car, that car would go into the street, and one or two cars going into the street will block any traffic going through.

Chair O'Connor reiterated that staff is confident that the cars will not get into the street now. He indicated that he still does not understand why staff would not be more conservative and move the ordering point at construction time so the applicant would not have to move it later. He stated that if there was a really good reason for that, he would not want to take it away.

Mr. Weinstein referred the question to the applicant.

#### **THE PUBLIC HEARING WAS RE-OPENED.**

Ms. Kerr stated that she appreciated the comment and that there is a good reason for not moving the ordering point. She explained that in all fast-food restaurants, the drive-thru efficiencies are a science to get as many customers as possible to move as quickly and efficiently as possible. She noted that 50 percent of the customers come through the drive-thru and efficiency is critical, and wait time is job one. She indicated that when they are busy, it takes seven cars to fill the order, so that queue ends up full between the pick-up window and the menu board, and then there is very little stacking behind the menu board because the people waiting are between the menu board and the window. She added that there is a recommendation from the Traffic Engineer to open that way, with the opportunity to move the ordering point down the road.

Chair O'Connor commented that it makes sense that if the ordering point is moved, the customers will be waiting the same amount of time but just not ordering ahead.

Commissioner Ritter asked if it would be seven cars on each lane.

Ms. Kerr said yes.

Commissioner Piper inquired if the word "queue" means between the menu board and the food delivery and if that is the same as the stacking issue.

Ms. Kerr said yes.

Commissioner Allen asked Mr. Tassano how he will know if there is an issue to address or for someone to redesign the drive-thru.

Mr. Tassano replied that staff has an evaluation process if they see issues out there. He stated that one of the first steps he normally does is look to the applicant to time and

maintain the drive-thru. He noted that they want to get as many as those people through, and a line that is too long is not something they want. He pointed out that at In-N-Out Burger, an employee walks out to the parking lot and takes orders in the backup lane, and this drive-thru would encourage the provision of more stacking in there. He added that he did want to defer to the developer that does this on a regular basis to say what works best. He indicated that he thinks they are right, but if they are wrong, there is the condition to come back.

Chair O'Connor asked Mr. Tassano if the applicant is his normal first contact and not a complaint from a customer or from the realtor who is trying to get to her office, if it is normally the applicant who calls saying they have a problem or that they are too successful and have to do something about the problem.

Mr. Tassano replied that he has never had an applicant call and ask him to recommend a change. He noted that a complaint is usually from someone else.

Mr. Dolan stated that the community will let staff know, and staff will notice and will then work with the applicant on implementing the condition as written. He added that if staff and the applicant disagree on something, the item will come back to the Commission to resolve implementation of the condition. He indicated, however, that he is certain staff will be able to work it out with the applicant as staff has already worked on a lot of issues with them.

Ms. Kerr stated that she wanted to interject on a couple of items about the trees. She indicated that she understands the Commission is looking for more trees and is concerned about shading, and they are very sensitive to that and will certainly work with staff on the sizing, getting all the balance, and putting in as many trees as they can. She pointed out, however, that they are often limited by some restrictions, often by the stormwater system, because they have to do all this pre-treatment. She added that there are some of these restrictions now for C3 stormwater regulations when they try to move water around and make it all make sense.

#### **THE PUBLIC HEARING WAS CLOSED.**

**Commissioner Allen moved to (1) find that the proposed General Plan Amendments, Zoning and Rezoning, Planned Unit Development (PUD) Development Plan and PUD Major Modification would not have a significant effect on the environment; that the General Plan Land Use Amendments are consistent with the Goals and Policies of the General Pan; and that the proposed PUD Zoning and Rezoning, Development Plan, and PUD Major Modification are consistent with the General Plan and the purposes of the PUD Ordinance; (2) make the PUD findings for the proposed Development Plan as listed in the staff report; and (3) recommend approval of the Negative Declaration prepared for the project, the General Plan Amendments (P13-2533), the Zoning and Rezoning and the PUD Development Plan (PUD-100), and the PUD Major Modification (PUD-96-13-02M), subject to the Conditions of Approval listed in the staff report: Exhibit A-1 for the Zoning and Rezoning and the PUD Development Plan, including the modification to Condition No. 12 regarding signage and the modifications to the conditions listed in staff's memo dated October 22, 2014, and**

**Exhibit A-2 for the PUD Major Modification, and with the modifications that stonework be added to the north and east elevations, that awnings and design elements be added on the north elevation, and that more trees and larger trees be planted, especially on the east side of the building. Commissioner Ritter seconded the motion.**

**ROLL CALL VOTE:**

**AYES: Commissioners Allen, O'Connor, Piper and Ritter**  
**NOES: None**  
**ABSTAIN: None**  
**RECUSED: Commissioner Balch**  
**ABSENT: None**

Resolution No. PC-2014-48 recommending approval of the Negative Declaration, Resolution No. PC-2014-49 recommending approval of the General Plan Amendments (P13-2533), Resolution No. PC-2014-50 recommending approval of the Zoning and Rezoning and the PUD Development Plan (PUD-100), and Resolution No. PC-2014-51 recommending approval of the PUD Major Modification (PUD-96-13-02M) were entered and adopted as motioned.

Chair O'Connor called for a five-minute break at 8:13 p.m. and thereafter reconvened the regular meeting at 8:19 p.m.

Commissioner Balch returned to the dais to participate in the remainder of the meeting.

- b. P14-1155, Pacific Pearl, Brad Blake on behalf of BHV CenterStreet Properties, LLC**  
**Work Session to review and receive comments on a Preliminary Review application to construct an approximately 120,000-square-foot shopping center with emergency vehicle access from El Charro Road and related site improvements on the Retail/Commercial Site at Staples Ranch. Zoning for the property is PUD-C (Planned Unit Development – Commercial) District.**

Jennifer Wallis presented the staff report and described the scope, layout, and key elements of the application.

Chair O'Connor stated that the Commission received a letter from Vulcan Materials Company (VMC) regarding using the emergency vehicle access (EVA) road for garbage hauling access purposes, but the staff report indicated that it is only an EVA road and will have a gate across it. He noted that there is a Pre-Development and Cooperation Agreement which provides that the City has to work with VMC and others entities to ensure that everything is done according to the Memorandum of Understanding (MOU). He inquired if there was any reason to be concerned about a garbage pickup lane through the EVA or if that is a misconception by somebody.

Ms. Wallis replied that there was one plan that showed the garbage route and indicated that the applicant can provide details. She added that the intention is for it to be just an

EVA and not a garbage route, but the specific details about the use and who is permitted to use the road would actually be specifically between VMC and the property owner.

Commissioner Allen referred to the Medical and Dental Offices and Clinics use on page 14 of the staff report, which states that it includes massage services according to Section 18.44.090 of the Pleasanton Municipal Code (PMC). She inquired if that meant a stand-alone massage service business or a medical and dental office that has something like a physical therapy massage.

Mr. Weinstein explained that Section 18.44.090 of the PMC is referenced here because it establishes specific categorizations for different types of massage uses.

### **THE PUBLIC HEARING WAS OPENED.**

Brad Blake, Applicant, BHV CenterStreet Properties, LLC, stated that they have worked well with staff over the last few months and appreciate their input and comments. He then introduced his company, indicating that they have a long track record in developing shopping centers all over the Bay Area in Walnut Creek, Danville, San Ramon, Fremont, Hayward, San Jose, San Mateo, and Marina by the Bay. He indicated that their consultancy team is present tonight; their primary consultant is FCGA Architects, represented by Galen Grant; David Gates of Gates & Associates; and McKay and Soms, their civil engineer.

Mr. Blake stated that the proposed shopping center is focused on the Asian consumer but will have services and uses that will benefit the entire community. He indicated that they think the Pleasanton community and the whole Tri-Valley will find this a very interesting, dynamic shopping center that does not exist in this area now. He noted that about 23 percent of the population in Pleasanton is Asian and between 25 percent and 27 percent in Dublin, San Ramon, Livermore. He added that this population is growing substantially, primarily because people want to move to good communities that are safe and have good schools, parks, and nice environments. He stated that they would like to capture that consumer who is not currently really being served adequately in this area, noting that there are a few Asian grocery stores but no shopping centers that have really been designed from a master planning standpoint specifically for that consumer. He added that they can also capture a lot of sales that are now leaving the Pleasanton market and going to Fremont, Milpitas, and San Jose, and Pleasanton will have some of that tax revenue back. He indicated that there will be significant economic benefit for Pleasanton.

Mr. Blake stated that this will be a landmark project for Pleasanton and will bring a kind of new mix of tenants and uses and an environment to Pleasanton that does not exist at this time. He added that this will be a very high quality project that will add a gateway to Pleasanton that the City can be proud of. He then introduced Galen Grant, who will present some highlights of how they came up with this design and some of the design philosophy and thinking behind it.

Galen Grant, Partner at FCGA Architects, stated that their company does a lot of retail projects and that they have the good fortune of doing literally all of the retail projects

surrounding this site, such as the Paragon Outlet Mall, the Shoppes at Livermore right across Jack London, and the Fallon Gateway Shopping Center for Charter Properties. He stated that one of the difficulties sometimes in developing retail projects is how to bring the architecture out to the street, how to conceal parking in the middle without creating this huge parking field, and how to create good architecture on both sides. He indicated that he is really pleased with this project and this development plan.

Mr. Grant then presented a PowerPoint show, displaying the project's site plan, the view corridor, the network of pedestrian walkways around the site, and the parking in-between the two buildings which make the ground level retail served by this parking area really something that realistically would work. He then pointed to the large bio-filter treatment area and to the location of the EVA as recommended by Vulcan Materials Company and clarified that there will be no trash going in and out of this location. He indicated that they have two ingress and two egress lanes with a possible addition of another exit lane. He noted that parking is well distributed and laid out in the most efficient way off of the driveway.

Mr. Grant then presented the architecture of the buildings, designed to be very animated and very street-friendly, with a wealth of glass on all the elevations and doors off of the parking lot side. He pointed to the pedestrian-friendly landscape area with a meandering pathway that will carry all the way around and swing back to the center. He showed Office Buildings A and B with ground-level retail and second-level office, animated elevations with vertical and horizontal articulation on all four sides, open exterior corridors and stairs, a lot of brick work and stone from the window line down and turning the corner, awning covers and sign elements that will call out the ground-floor areas as retail. He then displayed Building C, a one-story retail building that fronts on the courtyards; Building D, facing the parking lot and El Charro Road, is all glass with a trellis feature and an entire brick wall; and the last building on the south, the drum feature with brick on the lower element, a tall volume, large glass face, split-faced masonry that creates the basic box and wraps around the building and integrates with panels of brick and cement plaster.

Mr. Grant concluded that this will be a great project from the standpoint of materials, colors, and landscaping, all integrated together to the point where the City and the developer will be very proud of it.

Commissioner Piper inquired what the purpose of the exterior staircases is and if they are a matter of cost, functionality, or architecture.

Mr. Grant replied that an open exterior balcony serves all the office spaces on the second level, and there is as much glass as possible in order to get a wealth of natural light into all those tenant spaces. He pointed out that the exterior balcony cannot be enclosed, and that openness is carried into the stairwells. He noted that the renderings had some of the stairs extending out away 90 degrees from the face of the building, and those have been dropped in in most cases so that they tuck in tighter. He added that they are also beautifully designed architectural features and are supported by a slab of stone or brick.



Commissioner Piper inquired if the exterior staircase is the only way for the people occupying the second level to get to their office space. She further inquired what the primary way to get to the office space is.

Mr. Grant replied that both of the office buildings have elevators. He added that the primary way will be the way the people choose because they will have the opportunity in close proximity to parking to take the stairs or to take the elevator, whichever they prefer.

Commissioner Piper stated that she liked the look but wondered about safety when it is raining and the stairs are slippery because they do not appear to be covered much at all.

Mr. Grant replied that there is one covered staircase in both buildings.

Mr. Blake explained that the two-story buildings is not really office space like professional office space where a worker goes there and sits all day and works and no one comes and sees them. He indicated that this is really a public consumer, accessible office space, and they are trying to make it inviting so people see the stairs and not have to go inside a dark stairwell.

David Preiss, Holland & Knight, representing Vulcan Materials Company, stated that their concern is limited to the EVA proposed along El Charro Road. He noted that on the last page of his letter, they did a little markup of the site plan to show that their preferred location would be farther south, essentially coming in along the back of Building E instead of being farther up on El Charro Road. He indicated that this would basically take the EVA away from where the largest mix of quarry truck and other traffic might occur both now and in the future, particularly with East Pleasanton coming on line in the future. He added that the applicants have indicated they will work with Vulcan, and they will work with the City to try and work this out so when it comes back to the Commission for actual approval, Vulcan need not be present. He noted that Vulcan has striven for many years to open this area up so they are not here to object to the project.

Finally, Mr. Preiss stated that there was a reference on the plan to two bike trails right alongside El Charro Road near where the EVA was, and he indicated that they would like to have subsequent discussions on that as they have some safety concerns about the bike route along the road and would like that to be addressed.

#### **THE PUBLIC HEARING WAS CLOSED.**

Chair O'Connor stated that he is assuming that staff will be working with the Fire Department on the EVA to ensure that it is located where needed for fire access.

Ms. Wallis said yes.

Commissioner Ritter inquired what the demographics of the senior housing is. He noted that it is the closest walking distance to this shopping center and it would be good exercise if they can walk to it.

Chair O'Connor inquired what percent occupancy CLC has at this point.

Steve Bocian replied that he was not sure but that he knows they were very successful when they started the project, so he is certain they are getting close to being full.

Commissioner Piper noted that staff has recommended a lot of enrichment to the architectural enhancements and inquired if the plan presented by the applicant tonight already incorporates some of those recommendations or if staff's recommendations are above and beyond what the applicants talked about.

Ms. Wallis replied that staff still recommended quite a bit and that staff has been working with the applicant to get to this point. She noted that staff does not feel that they are there yet but felt comfortable enough to bring the plan before the Commission tonight.

Commissioner Balch noted that the landscape plan shows that there will be a vineyard buffer on the El Charro Road side, but the architectural plan shows that it would actually be a sidewalk. He inquired which it would be.

Ms. Wallis replied that there will be both a sidewalk and a vineyard, and the vineyard will be between the sidewalk and the building.

Mr. Weinstein indicated that the sidewalk would be along the periphery on El Charro Road, and the vineyard strip is along the east side of the site; so someone walking north along the sidewalk would see the vineyard to the left.

Chair O'Connor noted that the applicant talked about a meandering sidewalk.

Mr. Dolan stated that it has not been completely resolved and that staff would like to hear any thoughts or comments on that that the Commission has. He indicated that the main thing is if the Commission likes the idea of the vineyard.

Commissioner Balch inquired if the site is going to use recycled water for landscape and if all the plants on the landscape plan recycled water-compatible. He noted that willow trees have high water usage.

Ms. Wallis replied that recycled water will be used for landscaping. She indicated that the landscape plan will be reviewed by the City Landscape Architect so that the plant species will be in accordance and compatible with the City's drought efficient landscape ordinance and with recycled water.

Chair O'Connor stated that it is his understanding that recycled water is good for non-edible vegetation and inquired if the grapes will not be edible if the vineyards will be using recycled water.

Mr. Blake replied that the fruit is edible if the recycled water, when applied, does not touch the fruit. He indicated that if the watering is at the roots, the fruit will be edible, but if an overhead spray is used, the fruit will not be edible. He noted that this

information is actually on the Dublin San Ramon Services District recycled water website.

The Commission then proceeded to the Discussion Points:

- A. *Are the on-site circulation, parking layout, and positioning of the buildings acceptable, and specifically, does the Planning Commission find the proposed 28-foot setback as measured from face of curb along Stoneridge Drive adequate?*

Commissioner Balch stated that it is difficult for him to judge, based on what he sees on the plans and given that he does not believe it will be a high-use area at that location, so he does not really consider setbacks as a significant issue. He indicated that he does not think this is where a lot of people will gather and that he is indifferent about it.

Mr. Dolan stated, to assist the Commission a bit, that this is roughly the same distance as how the buildings are set back at Pleasanton Gateway on Bernal Avenue. He noted that if the Commissioners have walked on the Pleasanton Gateway sidewalk or at least have driven by and seen the relationship of the curb to the buildings, and if they feel comfortable with those, then what is being proposed here will be fine, with the understanding that two of the buildings will be a little bit taller.

Commissioner Allen stated that she feels Pleasanton Gateway is a little tight but that she would support staff's recommendation for this proposal "to incorporate more variation in architectural setback along both Stoneridge Drive and El Charro Road such that individual tenant spaces are better articulated." She indicated that it would just create a more pleasant view versus the feeling that it is stacked and in a row.

Chair O'Connor agreed. He stated that he knows the size of this parcel and the square footage the applicant is trying to put in, but he is not a big fan of the two-story buildings in this development along with all the single stories, especially on the outside periphery. He indicated that the biggest thing is the massing that is visible that close to the sidewalk, and he would rather have a little more room to be able to articulate tenant space and have other options for the landscaping. He noted that Pleasanton Gateway is fine with him, although he wished it had a little more setback; however, it is all single-story. He reiterated that he would rather have a little more room so there would be more options with both landscaping and articulation for tenant space.

Addressing on-site circulation, Commissioner Ritter stated that he is in Pleasanton Gateway all the time and that he does not like the parking lot layout. He noted that for the proposed project, there is a right turn where Shop A is located, and he would like to see the roundabout at that location more in the center so there is more parking next to the buildings and more flow-through traffic through the center of the parking lot. He pointed out that at the Wells Fargo Bank in Pleasanton Gateway, one has to back up while making a turn to get out, but he likes that they all flow down on one side. He added that with respect to the traffic flow, he would like to make sure that the shop that gets the most traffic is possibly near the entrance versus at the back of the parking lot to keep the flow from clogging up the rest of the parking lot and not have people cut through the parking lot to get out if they're in a busy area. He indicated that he would

support whatever the traffic engineers figure out for the parking lot as they are the experts. He added that he does not have a problem with the 20-foot setbacks.

Commissioner Piper stated that everything is acceptable to her and that she also like staff's recommendations.

Regarding Commissioner Ritter's comment about the Pleasanton Gateway circulation being a mess, Commissioner Balch stated that it is absolutely horrific. He indicated that the on-site circulation at the proposed site needs to be well thought out.

Commissioner Piper agreed.

Chair O'Connor commented that Pleasanton Gateway seems to have a main drive-through that goes right down the middle of all of the aisles where vehicles coming from both directions have to get into. He recommended that staff look at this one closely.

Commissioner Balch stated that a vehicle at that drive aisle by Building A that is trying to make a right turn to exit will not be able to get out for a while if there is a line of vehicles coming from the main Building E down that path. He added that Building A is two stories with people trying to get to it at a higher density than to the one story Building C. He commented that Building A's parking, no doubt, will really be horrific.

Chair O'Connor inquired if the roundabout will have yield signs so the first vehicle coming to the intersection gets to go first.

Ms. Wallis replied that it is not actually a roundabout or a raised curb but an intersection, and staff is having the decorative paving in a circle form removed so as not to confuse motorists.

Commissioner Balch noted that it is not signaled and so another issue that may occur is that there will be back up onto Stoneridge Drive by vehicles trying to make a left turn into that first neighbor driveway. He inquired if that concern will be sufficiently addressed.

Mr. Weinstein replied that the Traffic Engineer's recommendation is to add another left-turn lane onto Stoneridge Drive to prevent backups at that location.

Chair O'Connor inquired if that is for exiting the project site and not entering.

Mr. Weinstein replied that it is for exiting the project only.

Commissioner Balch commented that the exiting would block a vehicle from being able to enter to get in that first lane, Entrance A.

Chair O'Connor inquired if the third exit lane would be a right turn, in addition to the one straight and one left-turn, or if there would be two left-turn lanes.

Mr. Tassano replied that there would be one left, one straight, and one right.

Chair O'Connor stated that it is not a lighted intersection and expressed safety concerns if there were a double left-turn lane and vehicles are going to try and get out there at the same time.

Mr. Tassano replied that there will be a signal there at Stoneridge Drive; it will not be a full stop because if there were a stop, traffic will back up on Stoneridge Drive as vehicles come in, and this is a main concern. He indicated that in Pleasanton Gateway, the left turn is at Wells Fargo, and there is not much of a backup occurring there. He added that this is actually another four lengths longer, but it is a concern that that first left is the main turn.

As far as the exit design, Mr. Tassano stated that staff will come up with something that works. He indicated that there is not a lot of traffic that go straight across; it is more of an operational thing, and whether it is two left's or two right's, some of it comes down to where traffic wants to go. He indicated that three lanes will likely be necessary because there could be a whole bunch of right-turn traffic going out on Stoneridge Drive, and he does not want to have that one through-vehicle blocking it. He added that it could be a double right turn with one being a shared through/right; or maybe most of the traffic is going to Pleasanton and it will need to be a double left. He indicated that staff has not yet made a final determination on this.

Commissioner Balch presented a scenario: Coming in, there are two lanes and presumably both are intended to go straight, and the left lane is now backing up because the vehicles are trying to make this first left into the main area by Building A. He inquired if that should be a dedicated turn-lane in.

Mr. Tassano replied that a short pocket would be helpful there.

Commissioner Balch commented that that would force the people who miss it to get in.

Mr. Tassano said that was right, and added that then they would battle with whether you like trees more than a little bit of congestion on that left turn, so it is something staff is still working on. He indicated that he would be fully in favor of having a left-turn pocket there, but there is just a little tiny island; so the Commissioners would have to balance whether or not they like to create hurdles or trees.

Chair O'Connor commented that he would take trees out of Pleasanton Gateway to fix the parking lot there.

Commissioner Balch stated that he personally likes Mr. Tassano's comments and would personally support that left-turn lane in the Building A's entry because this is the only entry for 475 parking spaces.

Commissioner Allen inquired if staff considered another entrance into this shopping center and if that would be feasible.

Mr. Tassano replied that he recommended El Charro Road in the future because there are some conditions that prevent that. He continued that as a vehicle gets closer to the

traffic signal at Stoneridge Drive, and if it is just a right turn in and out, most of the traffic will not take that second right, except maybe those going to Building C or D. He indicated that his concern is that if the majority of the traffic is going back to the freeway, and a driveway is added closer and closer to the signal, people can just drive sideways across six lanes where there will be a right-turn pocket, a bike lane, two through-lanes and then three left-turn lanes, and that can be problematic especially if they then want to do a U-Turn and then they actually go across all six lanes. He noted that staff tries to prevent driveways in general from being on arterial roadways, especially in close proximity to intersections.

*B. Are the design, colors, materials, and heights of the proposed buildings acceptable?*

Commissioner Allen stated that she is generally supportive of everything staff put here. She indicated that she strongly agrees that a traditional style architecture would better reflect the architectural style commonly found in Pleasanton. She added that this did not feel like Pleasanton to her but more a little bit like the Hacienda Crossings in Dublin. She noted that she thinks Pleasanton can do better.

Regarding materials, Commissioner Allen stated that the exterior materials still felt heavily stucco-oriented even though there are bricks as the bricks felt like they were the same color as the stucco so it was difficult to differentiate. She indicated that she would prefer the applicant to continue to work on more materials to be integrated into the exterior of the shopping buildings, as was stated in the staff report.

With respect to colors, Commissioner Allen stated that she thinks more earth tones are needed. She indicated that she does not like the bright red architectural feature and that the corner reminds her of the movie theater in Dublin. She added that even if it is desired by the community because of the demographics, she felt that the applicant should look at some other color because red does not age well. She stated that she agrees with the building orientation, the street side pedestrian entrances, and staff's points on the awnings. She commented that the buildings feel monotonous, especially the two-story buildings and the longer buildings, and need some other architectural styles and work on that part of the design so it really feels strong. She pointed out that this is the last piece of vacant property for a retail shopping center and it is somewhat of a gateway to Pleasanton coming in from the Livermore side, so her ideal hope is that it be something that does not look like Dublin but really looks like Pleasanton, really top quality all the way. She added that she liked the idea of potted plants and outdoor dining furniture and things like that would create a plaza which would look really top-notch with any furniture that is put out there.

Chair O'Connor agreed with Commissioner Allen and to quote former Commissioner Phil Blank, "The project does not have that Pleasanton look." He indicated that it looks a little like the transit-oriented development (TOD) housing at the BART station that did not have the Pleasanton look. He stated that he thinks the quality is good and that there is a lot of variation on the plan; however, there are some elements that are quite repetitive such as the many awnings which are of the same kind and color.

Commissioner Ritter stated that the developer has done a very good job and that his one concern is that it caters to the 21-percent Asian community while there is the 79 percent of the rest of the population. He noted that this is 11 acres of a premier shopping center, so he wants to make sure it supports all the residents of Pleasanton. He indicated that he totally agrees with getting some niche of businesses in there. He stated that he likes the idea of offices above the shops and the integration of work and eating, and the activities that prevent less traffic so people can stop there on their way home from work. He pointed out that red is the Asian color, which he did not mind, except that it is 11 acres right next to the City's premier, newest park, Staples Park and the Neighborhood Park, where a lot of residents will be coming to with their children, and he would like them to be able to go to the shopping center and not feel that it is just for a certain group.

Commissioner Piper stated that she really liked the red accent wall and thinks it pops and is different. She noted that everyone keeps commenting on the "Pleasanton look" but that she likes the idea that it is different and transitional. She indicated that there needs to be more variation as the other Commissioners mentioned, but that she thinks the developers are onto something good.

Commissioner Balch stated that he does not really care about the color because it can always be repainted, although he is fine with the red because it can draw attention to the eye. In terms of the awnings, he noted that one of the things happening with modern day retail is that awnings are put in and but forget to put them in places where people can walk from store to store when it is raining. He added that he has awnings on some of the buildings he owns, and they obviously degrade quite rapidly with the sun and start to fade and become issues. He suggested that while he is not against the awning material, they should be hard awning, maybe metal with a corrugated look or something so it does look monotonous. With respect to the rest of the materials, he stated that he thinks the applicant has done fairly well picking out a pretty good scheme. He did take issue with the "Pleasanton look" like his fellow Commissioner said because it looks different than other parts of town and he does not think it has to have the "Pleasanton look."

*C. Does the Planning Commission find the two-story buildings acceptable, including the presence and design of the proposed exterior stairways? Would the Planning Commission prefer the enclosing of the staircase even if it required a minor deviation to the maximum permitted square footage?*

Chair O'Connor stated that he made a comment on the "Pleasanton look" and that it would really matter to him what the structure would look like if they were to change the look. He indicated that in a more modern look like what was proposed here, he does not have a problem with an exterior stairway, but he assumed it would have to be an interior stairway if it was to have the "Pleasanton look." He added, though, that this is not a game stopper for him.

Commissioner Ritter stated that he likes the two-story as well as the open look of the staircase.

Commissioner Piper agreed. She indicated that she is very much in favor of two stories and finds the exterior staircase to be a pretty neat look as well, but expressed concern about when it rains. She stated that the majority of people will probably use this staircase since it is only a two-story building and cannot imagine that many people using the elevator.

Commissioner Balch stated that he generally does not have a problem with two stories, noting that the earlier conversation about setbacks factors into it. He indicated that he has a slight issue with Building A being a two-story and the parking directly adjacent to Building A and would prefer more of a building, such as Building D, that has better ample parking, and some particular section that has the same floor plan as Building A, and then make Building A a single-story. He stated that he understands that Buildings A and B may be together probably for symmetry.

Commissioner Balch stated that the applicant's statement that they are doing this quasi-office changed his view of the staircases. He indicated that he was initially fine with the staircases, thinking it was pure office, because the number of trips up and down the staircase would probably be used by the same people and minimized to twice a day; however, as a quasi-office retail, it will have a traffic load, and people will probably be taking the staircase. He noted that the architect mentioned the tightness of the site and the parking ratio, but with 11.5 acres and a parking ratio of 4.8 per thousand, the applicant should be able to take away the staircases.

Commissioner Allen stated that she was fine with a two-story building and liked the look of the outdoor staircase, given this design. She agreed that if it is a traditional design, the staircase should probably be indoor and people may prefer indoor given that they are going to be using it during the winter season.

*D. Does the Planning Commission have any comments on the proposed landscaping plans, including the vineyard buffer along El Charro Road?*

Commissioner Ritter stated that he likes the vineyard idea as long as it has a bike path and a walkway so people can get there by walking or biking. He added that although it was not discussed, he assumes that there will be a connection to the park on both sides of the layout. He indicated that he wants to make sure the buildings are looking nice and that there are trees there so it integrates with the park nicely on the west and south sides, and maybe have the vineyards go all the way around.

Commissioner Piper stated that she thinks the vineyard is a little bit strange and she finds it hard to visualize it even if it is drawn on the plans. She added that other than that, she does not have any comments on the landscaping and thinks it all looks pretty good.

Commissioner Balch stated that his comment on the landscaping is similar to his comment on the Jeep dealership project. He noted that Building E from the south elevation is a pretty significant-sized building because it is obviously a very lengthy building along the entire southern front, and this is where the park will be looking. He indicated that he really does not like the trash enclosure being tucked up against the park on the southwest corner and suggested that it be a small one if it has to be there.



He stated that the building looks massive from the park, and he would like to see a softening-up, and the Willow tree line chosen by Mr. Gates can definitely do that. He added, however, that he would prefer a lower water user, but if the Willow can tolerate recycled water, then he is indifferent because that would be a good solution.

In terms of the meandering path or the vineyard area, Commissioner Balch stated that he would personally like to see the sidewalk move off of El Charro Road primarily because of Vulcan Material Company's use of El Charro Road with the heavy trucks. He indicated that he would like the sidewalk to be as far away from El Charro Road as possible and to remove a little bit of the vineyard as well as there would be an 18-wheeler going down the road about four feet from the curb. He stated that he prefers not to walk along a sidewalk that would have this much traffic, and obviously not straight up against the building either. He agreed with Commissioner Piper regarding visualizing the vineyard at that location but conceded that it might work well.

Commissioner Allen stated that she is neutral on the vineyard and that it fits the design. He agreed with Commissioner Balch about moving the sidewalk in because of the gravel and the dust and using more landscaping to soften Building E. She commented that she assumes there would probably be potted plants or plants in the ground in the patio area with the tables and that it would be a really nice area to have a lot of shade.

Chair O'Connor stated that he thinks there is no room for the vineyards and that he wants to get the sidewalk off of El Charro Road. He noted that the applicant mentioned a meandering sidewalk, and he does not know if there is room to get the sidewalk off of El Charro Road and have it meandering, although there will be more room for other landscaping and smaller trees such as Crepe Myrtle on both sides between where the sidewalk meanders. He added that he wanted the selection of trees on Stoneridge Drive to be consistent with the General Plan.

*E. Does the Planning Commission have any comments on the proposed permitted and conditionally permitted uses?*

Commissioner Piper stated that she has no comments and that they all seem pretty good to her.

Commissioner Balch stated that, going back to the topic on trees, he has family members that have allergies so he would like to minimize trees or plants that produce pollen or to choose varieties with a lower pollen. In terms of the uses, he pointed out the list of Permitted Uses/Retail on page 3 of Exhibit B, Item 49 states that food will be served until 11:00 p.m., and Item 5 under Conditional Uses/Retail on the same page stated that food will be served until midnight. He added that there is also the question about food and alcohol or alcoholic beverages served with food service. He indicated that he is obviously not in opposition of that with the proper permits but wants to make sure that the "how" and "when" of times are discussed, if the times are being set here or if the focus here is the use and the times will be figured out later.

Ms. Wallis stated that the intent here is that restaurants are automatically permitted to be open to 11:00 p.m. if they do not sell alcohol, but if they sell alcohol past 11:00 p.m., they would require a Conditional Use Permit. She noted that in this case, a Conditional Use Permit would be required if restaurants sell alcohol after 11:00 p.m.

Commissioner Balch questioned just for follow-up purposes if he can apply for a permit for 11:00 p.m. to 1:00 a.m. He then referred to Item 2 under Conditional Uses/Retail, restaurants with brew pubs, and assumed that the element here is the brew pub versus just standard alcohol service with restaurant.

Ms. Wallis replied that is correct, adding that there is a specific brew pub definition in the PMC.

Chair O'Connor inquired what the distinction is between a restaurant and brew pub that serves beer versus a restaurant that serves beer and wine but is not a brew pub.

Mr. Dolan replied that it is in the PMC and asked Chair O'Connor why he made that distinction.

Chair O'Connor stated that he understands a restaurant can serve beer and wine and be open until 11:00 p.m. at night without having a Conditional Use Permit, but a restaurant with a brew pub will need a Conditional Use Permit.

Mr. Dolan stated that there is an opportunity within this PUD to make all things equal, and if that is what the Commission would like to do, that is what staff will pursue.

Commissioner Balch stated that "brew pub" is defined as having a true bar that can have more than a few people, more than just something that is a standard restaurant that maybe has a small bar area. He added that he is indifferent either way and is generally fine with the uses.

Commissioner Allen stated that she is generally fine with the uses, but is concerned that, for example, in the Downtown, there is a situation where there are a lot of hair salons and service businesses and less and less traditional retail stores, and everything is single-level for the most part. She noted that in a worst-case scenario in a shopping center like this, there would be a whole bunch of music and dance studios and gymnasiums that end up taking the ground floor because those are businesses where people come in and out and they are not necessarily shopping, and it would detract from restaurants and traditional retail, and the shopping center might not be as healthy as it could be. She suggested that the first level be for these vibrant businesses that have a lot of retail and energy, and for the buildings that have two floors, orient those service-oriented businesses to the second floor.

Mr. Dolan stated that this is something that they can definitely take a look at. He noted that there are some things to balance, and people have taken their shots at Pleasanton Gateway tonight. He pointed out that one of the reasons for Pleasanton Gateway's parking problem has to do with the design and all the vibrant establishments there at the smaller parking lot. He explained that the real problems happen when the restaurants

are full, and when this vibrancy creates a parking problem, then it becomes necessary to have some spaces that are not quite as demanding mixed in and consider some limitations on the percentage that could be allotted to certain uses there.

Commissioner Allen commented that it would be good to know that certain types of businesses would be no more than, say, 10 percent; to the degree that it could potentially be 30 percent creates a feel that it is out of balance and relates to the health of the center.

Mr. Dolan agreed.

Chair O'Connor stated that he understands the reasoning behind a discussion in the staff report regarding limiting the percentage of restaurants because of the problem at Pleasanton Gateway, but he is not certain he would want to tell the project owners how to run their business. He pointed out that no one wants to run out of parking or get it so congested that people will stop coming, because then the tenants will leave. He noted that he thinks it is best to let the owners decide how they are going to do their mix; beyond that, staff would have to determine what is allowed and what is not: for example, pre-owned clothing or a second-hand store are either allowed or conditionally allowed in some parts of Pleasanton, but he would not want to see a Goodwill store on the first floor.

Chair O'Connor stated that he does not like the look of having signage on the upper floor at the top of the gutter line. He noted that the way some of these signs are all over the place looks so busy, particularly where there is signage in the middle and then signage at the top. He suggested that a better way might be to tuck the signage underneath the overhang for the walkway. He added that he would not want to put a gas station in here; other than that, the other mixes are fine.

Commissioner Ritter agreed with Chair O'Connor that the Commission is responsible for zoning but not for picking the type of businesses, and with Mr. Dolan that the Commission can determine the percentages and/or types of permits allowed to manage parking issues. He pointed out that this location is right next to a park and he could envision people parking here, go get a sandwich, and eat at the park. He suggested that putting a parking lot near this side of the park so people could park there instead of at this parking lot. He agreed that self-service gas stations would make traffic even worse.

Commissioner Balch inquired if Item 19 under Permitted Use/Office, Emergency standby electricity generator, fuel cell, and battery facilities, is a common allowed use or if it should be a conditionally allowed use.

Mr. Dolan replied that it is a common allowed use in the zones off of which this list is based.

Mr. Wallis clarified that this is actually just an ancillary electric generator and not a use in a tenant space. She added that it would typically be electric generators for medical uses or wireless cell towers.

Commissioner Balch commented that he can tell it will go on the southwest corner in that little cinderblock area right next to the park and recommended that it be allowed as a conditional rather than a permitted use.

Chair O'Connor asked staff if they got what they needed from the Commission.

Mr. Dolan said yes.

No action was taken.

**7. MATTERS INITIATED BY COMMISSION MEMBERS**

No discussion was held or action taken.

**8. MATTERS FOR COMMISSION'S REVIEW/ACTION/INFORMATION**

**a. Future Planning Calendar**

No discussion was held or action taken.

**b. Actions of the City Council**

No discussion was held or action taken.

**c. Actions of the Zoning Administrator**

No discussion was held or action taken.

**d. Matters for Commission's Information**

Masonic Lodge

Commissioner Ritter stated that he received a call from the Millers regarding the noise at the Masonic Lodge and inquired if that matter will be coming before Commission. He indicated that he believes other Commissioners also received a call and requested staff to provide some direction on what to do or not to do.

Chair O'Connor commented that he thinks three of the Commissioners received calls.

Mr. Dolan replied that staff will not be putting it on the Commission's agenda and that if any Commissioner desires to do so, he or she could make a proposal and ultimately request that it be put on the agenda, and the majority of the Commissioners would have to agree to agendaize it.

Commissioner Piper asked if any of the Commissioners wish to propose that it be put on the agenda.

Chair O'Connor stated that the Commission can ask to bring it up as the Millers have requested in their letter. He noted, however, that the Commission cannot discuss the project at this time because it is not on the agenda.

Mr. Dolan indicated that any Commissioner can ask for the support of a majority right now or anytime for the item to be agendized, and then decide if what is being agendized is just a discussion to start or a review of the use permit. He noted that it is a very complicated matter and recommended that it be just a discussion even though it will be more painful to the Millers.

Chair O'Connor stated that would be easier for him to do than to agendize a review of the use permit.

Commissioner Ritter agreed.

Chair O'Connor inquired if that discussion would be something more informal or if staff would have to put together a staff report. He further inquired if it would have to be open to the public if it were just a discussion among the Commissions and not an item the Commission would be voting on.

Mr. Dolan replied that if the item were agendized, there would have to be a staff report because it has a long and relatively complicated history. He added that it would be open to the public and that the Millers and the Masons would come.

Commissioner Balch stated that it would be good to learn more about the matter. He noted that he personally is surprised by the lack of support in that if they wanted it agendized, they would have come tonight.

Commissioner Piper commented that she thinks they do not know that.

Mr. Dolan stated that most of the Commissioners who have been contacted have asked to speak to him as well, and he has not been able to have all those conversations yet. He suggested that the Commissioners may want to hear staff's information first before they vote on whether or not to agendize it, and he would be happy to do that in short order. He indicated that this has been going on for a while now, before he even came to the City six years ago.

Commissioner Piper inquired if this issue has ever come before the Planning Commission.

Mr. Dolan said yes, and the Commission directed them to go work it out between them. He reminded the Commission that this cannot be discussed tonight as it is not on the agenda.

Chair O'Connor recalled that the Commission did that in 2009. He agreed that it would be beneficial to talk with Mr. Dolan after talking with the Millers. He asked the Commissioners if they think they have heard enough from the Millers on the telephone to have a discussion with Mr. Dolan.

Commissioner Allen stated that she has read the materials about this and has some technical questions. He added that the Commissioners can decide after they have talked to Mr. Dolan if they want it agendized.

Commissioner Ritter stated he was fine with talking to Mr. Dolan before the item is agendized.

**9. ADJOURNMENT**

Chair O'Connor adjourned the Planning Commission meeting at 9:55 p.m.

Respectfully,

Adam Weinstein  
Planning Commission Secretary