EXHIBIT A
P12-1716 (Design Review) / P13-0007 (Sign Design Review)
DRAFT CONDITIONS OF APPROVAL

SPECIAL CONDITIONS OF APPROVAL

Planning

1. All exterior lighting including landscape lighting shall be directed downward and designed or shielded so as to not cause glare or shine onto neighboring properties. The project/building developer shall submit a final lighting plan with the plans submitted to the Building and Safety Division for permits, and include drawings and/or manufacturer's specification sheets showing the intensity, size, design, and types of light fixtures proposed for the exterior of the buildings and the site.

2. Plans submitted to the Building and Safety Division for permits shall show photometrics for the entire site. Said plan shall be subject to the review and approval of the Director of Community Development.

3. Plans submitted to the Building and Safety Division for permits shall show the proposed pole light at the entrance of the eastern driveway removed and/or relocated, subject to the review and approval of the Director of Community Development.

4. Plans submitted to the Building and Safety Division for sign permits shall be modified to show the base of the monument sign equal or greater in thickness compared to the aluminum cabinet. Said modification shall be subject to the review and approval by the Director of Community Development.

5. No awnings (or supporting member(s) of awnings) shall be illuminated.

6. Plans submitted to the Building and Safety Division for permits shall be modified such that the civil and landscaping plan reflect the monument sign is a minimum of 5-feet from the back of sidewalk as shown on Sheet 4 (Site Plan) of Exhibit B.

7. If fencing is proposed, plans submitted to the Building and Safety Division shall include a fencing plan subject to the review and approval by the Director of Community Development.

8. All backflow prevention devices and double check detector valves installed with the development shall be painted forest green (Pantone Color System Number 357) and shall be screened from view from public/private streets. Screens shall consist of berms, walls, or landscaping satisfactorily integrated into the

landscape plan. Landscape screens shall include shrubbery designed by species and planting density to establish a complete screen within one year from date of planting. Weather protection devices such as measures to protect pipes from freezing shall require approval by the Director of Community Development prior to use; at no time shall fabric or other material not designed and/or intended for this purpose be wrapped around or otherwise placed on these devices. All backflow prevention devices shall be shown on the plans submitted for issuance of building permits together with screening mechanism and/or weather protection devices. Proposed screening and weather protection devices shall be reviewed for conformity to these requirements and approved by the Director of Community Development prior to issuance of a building permit.

9. All HVAC equipment, antennas, satellite receiving stations, etc., shall be located within the building's roof-equipment wells, and shall project no higher than a horizontal plane defined by the top-edge of the parapet walls.

10. All mechanical equipment shall be constructed in such a manner that noise emanating from it will not be perceptible beyond the property plane of the subject property in a normal environment for that zoning district.

11. Plans submitted to the Building and Safety Division shall include a revised landscaping plan that incorporates London Plane trees with a spacing of 35' – 40' on center in lieu of the pear and Incense Cedar trees to allow for at least three London Plane trees along the eastern edge of the site.

12. A final landscape plan and irrigation plan shall be submitted to and approved by Director of Community Development as part of the plan check plans prior to issuance of a building permit. Said landscape plan shall be consistent with the approved landscape plan plus any conditions of approval, and shall be detailed in terms of species, location, size, quantities, and spacing. Plant species shall be of a drought tolerant nature with an irrigation system that maximizes water conservation throughout the development (e.g. drip system).

13. The project shall comply with the State of California's Model Water Efficient Landscape Ordinance and shall implement Bay Friendly Basics. A licensed landscape architect shall verify the project's compliance with the ordinance: 1) prior to the issuance of a building permit; and 2) prior to final inspection. The verification shall be provided to the Planning Division.

14. The State of California's Green Building Standards Code, "CALGreen", as amended, shall apply to the project.

15. Appliances meeting Energy Star standards shall be installed as part of the project. The proposed appliances shall be indicated on the plans submitted to the Building and Safety Division for the issuance of a building permit.

Traffic Engineering

16. The responsible party shall construct a 12-foot wide right-turn lane with minimum stacking length of 130-feet on Santa Rita Road. Plans submitted to the Building and Safety Division shall include this improvement and shall be subject to the review and approval of the Traffic Engineer.

Police

17. Unless otherwise approved by the Director of Community Development, the responsible party shall place bollards around the drive-through A.T.M. machine.

18. Unless otherwise approved by the Director of Community Development, the responsible party shall place video surveillance (positioned to capture the face of the driver and angled to capture the front and/or rear license plates) on the drive-through A.T.M. median.

19. Unless otherwise approved by the Director of Community Development, the responsible party shall place a security mirror in front of all A.T.M.s such that a customer might notice if someone was walking up behind him/her.

Fire

20. The building covered by this approval shall be equipped with an automatic fire sprinkler system. Plans and specifications for the automatic fire sprinkler system shall be submitted to the Livermore-Pleasanton Fire Department for review and approval prior to installation. The fire alarm system, including water flow and valve tamper, shall have plans and specifications submitted to Fire Prevention for review and approval prior to installation. All required inspections and witnessing of tests shall be completed prior to final inspection and occupancy of the building. The fire alarm system shall be monitored in accordance with the Pleasanton Municipal Ordinance #2015. The fire alarm system shall transmit zone information to a UL listed Central Station as specified in the Ordinance.

STANDARD CONDITIONS OF APPROVAL

Community Development Department

21. The applicant or responsible party shall obtain all required City permits for the project scope prior to construction.

22. The project developer shall pay any and all fees to which the property may be subject prior to issuance of permits. The type and amount of the fees shall be those in effect at the time the permit is issued.

23. The project applicant/developer shall submit a refundable cash bond for hazard and erosion control. The amount of this bond will be determined by the Director of Community Development. The cash bond will be retained by the City until all the permanent landscaping is installed for the development, unless otherwise approved by the department.

24. If any prehistoric or historic artifacts, or other indication of cultural resources are found once the project construction is underway, all work must stop within 20 meters (66 feet) of the find. A qualified archaeologist shall be consulted for an immediate evaluation of the find prior to resuming groundbreaking construction activities within 20 meters of the find. If the find is determined to be an important archaeological resource, the resource shall be either avoided, if feasible, or recovered consistent with the requirements of Appendix K of the State CEQA Guidelines. In the event of discovery or recognition of any human remains in any on-site location, there shall be no further excavation or disturbance of the site or any nearby area reasonably suspected to overlie adjacent remains until the County coroner has determined, in accordance with any law concerning investigation of the circumstances, the manner and cause of death and has made recommendations concerning treatment and dispositions of the human remains to the person responsible for the excavation, or to his/her authorized representative. A similar note shall appear on the improvement plans.

Planning

25. The proposed development and signage shall conform substantially to the project plans and colors/materials board, Exhibit B, dated "Received, January 4, 2013," on file with the Planning Division, except as modified by the following conditions. Minor changes to the plans may be allowed subject to the approval of the Zoning Administrator if found to be in substantial conformance to the approved exhibits.

26. The building permit plan check package will be accepted for submittal only after completion of the 15-day appeal period, measured from the date of the approval letter, unless the project developer submits a signed statement acknowledging that the plan check fees may be forfeited in the event that the approval is overturned on appeal, or that the design is significantly changed as a result of the appeal. In no case will a building permit be issued prior to the expiration of the 15-day time-period.

27. The approved building materials and colors shall be stated on the project plans submitted for issuance of building permits.

28. Prior to issuance of a building permit, the developer shall pay the required commercial development school impact fee as prescribed by state law and as adopted by the Pleasanton Unified School District.

29. This approval will lapse within one (1) year from the date of approval unless a building permit is issued and construction has commenced and is diligently pursued toward completion or the City has approved an extension.

30. All conditions of approval shall be attached to all permit plan sets submitted for review and approval, whether stapled to the plans or located on a separate plan sheet.

31. There shall be no additional signage on the subject property without prior approval by the Planning Division.

32. All demolition and construction activities, inspections, plan checking, material delivery, staff assignment or coordination, etc., shall be limited to the hours of 8:00 a.m. to 5:00 p.m., Monday through Saturday. No construction shall be allowed on State or Federal Holidays or Sundays. The Director of Community Development may allow earlier "start-times" or later "stop-times" for specific construction activities (e.g., concrete pouring, interior construction, etc), if it can be demonstrated to the satisfaction of the Director of Community Development that the construction noise and construction traffic noise will not affect nearby residents or businesses. All construction equipment must meet Department of Motor Vehicles (DMV) noise standards and shall be equipped with muffling devices. Prior to construction, the applicant shall post on the site the allowable hours of construction activity.

33. To the extent permitted by law, the project applicant shall defend (with counsel reasonable acceptable to the City), indemnify and hold harmless the City, its City Council, its officers, boards, commissions, employees and agents from and against any claim (including claims for attorneys fees) , action, or proceeding brought by a third party against the indemnified parties and the applicant to attack, set aside, or void the approval of the project or any permit authorized hereby for the project, including (without limitation) reimbursing the City its attorneys fees and costs incurred in defense of the litigation. The City may, in its sole discretion, elect to defend any such action with attorneys of its choice.

34. Campers, trailers, motor homes, or any other similar vehicle are not allowed on the construction site except when needed as sleeping quarters for a security guard.

35. The project developer shall post cash, letter of credit, or other security satisfactory to the Director of Community Development in the amount of $5,000 for each tree required to be preserved, up to a maximum of $25,000. This cash bond or security shall be retained for one year following completion of

construction and shall be forfeited if the trees are destroyed or substantially damaged. No trees shall be removed other than those specifically designated for removal on the approved plans or tree report.

36. A construction trailer shall be allowed to be placed on the project site for daily administration/coordination purposes during the construction period.

37. The project developer shall comply with the recommendations of the tree report prepared for Callison Architects by Hort Science, dated December 19, 2012. No tree trimming or pruning other than that specified in the tree report shall occur. The project developer shall arrange for the horticultural consultant to conduct a field inspection prior to issuance of City permits to ensure that all recommendations have been properly implemented. The consultant shall certify in writing that such recommendations have been followed.

Landscaping

38. The project developer shall enter into an agreement with the City, approved by the City Attorney, which guarantees that all landscaping included in this project will be maintained at all times in a manner consistent with the approved landscape plan for this development. Said agreement shall run with the land for the duration of the existence of the structures located on the subject property.

39. Six-inch vertical concrete curbs shall be installed between all paved and landscaped areas.

40. The project developer shall provide root control barriers and four inch perforated pipes for parking lot trees, street trees, and trees in planting areas less than ten feet in width, as determined necessary by the Director of Community Development at the time of review of the final landscape plans.

41. The following statements shall be printed on to the site, grading, and landscape plans where applicable to the satisfaction of the Director of Community Development prior to issuance of a building permit:

    a) No existing tree to be saved may be trimmed or pruned without prior approval by the Community Development Director.

    b) No equipment may be stored within or beneath the driplines of the existing trees to be saved.

    c) No oil, gasoline, chemicals, or other harmful materials shall be deposited or disposed within the dripline of the trees to be saved or in drainage channels, swales, or areas that may lead to the dripline.

d) No stockpiling/storage of fill, etc., shall take place underneath or within five feet of the dripline of the existing trees to be saved.

42. Prior to issuance of a grading or building permit, the project developer shall install a temporary six foot tall chain-link fence (or other fence type acceptable to the Director of Community Development) outside of the existing tree drip lines, as shown on the plans. The fencing shall remain in place until final landscape inspection of the Community Development Department. Removal of such fencing prior to that time may result in a "stop work order."

Building

43. Prior to or at the time of issuance of building or demolition permits, the applicant shall submit a waste management plan to the Building and Safety Division. The plan shall include the estimated composition and quantities of waste to be generated and how the project developer intends to recycle at least 75 percent of the total job site construction and demolition waste measured by weight or volume. The proposed plan must be approved by the Building Division prior to any building permit inspections. Proof of compliance shall be provided to the Chief Building Official prior to the issuance of a final building permit. During demolition and construction, the project developer shall mark all trash disposal bins "trash materials only" and all recycling bins "recycling materials only." The project developer shall contact Pleasanton Garbage Service for the disposal of all waste from the site.

44. At the time of building permit plan submittal, the project developer shall submit a final grading and drainage plan prepared by a licensed civil engineer depicting all final grades and on-site drainage control measures to prevent stormwater runoff onto adjoining properties.

Engineering

45. A "Conditions of Approval" checklist shall be completed and attached to all plan checks submitted for approval indicating that all conditions have been satisfied.

46. The project developer shall comply with the recommendations of the project's geotechnical consultant. The project developer's geotechnical consultant shall review and approve all foundation, retaining wall, and drainage geotechnical aspects of the final development plans to ensure that the recommendations have been properly incorporated into the development. The consultant shall certify by writing on the plans or as otherwise acceptable to the City Engineer that the final development plan is in conformance with the geotechnical report approved with the project.

47. The project developer shall arrange and pay for the geotechnical consultant to inspect and approve all foundation, retaining, and wall and drainage geotechnical aspects of project construction. The consultant shall be present

on site during grading and excavation operations. The results of the inspections and the as-built conditions of the project shall be certified in writing by the geotechnical consultant for conformance to the approved plans and geotechnical report and submitted to the City Engineer for review and approval prior to occupancy.

48. The project developer shall construct vertical P.C.C. curbs and gutters within this development unless otherwise approved by the City Engineer. When the sidewalk is adjacent to the curb and gutter, they shall be poured monolithically.

49. The haul route for all equipment and materials to and from this development shall be approved by the City Engineer prior to the issuance of a permit.

50. All dry utilities (electric power distribution, gas distribution, communication service, Cable television, street lights and any required alarm systems) required to serve existing or new development shall be installed underground in conduit or in a joint utility trench unless otherwise specifically approved by the City Engineer.

51. Any damage to existing street improvements during construction on the subject property shall be repaired to the satisfaction of the City Engineer at full expense to the project developer. This shall include slurry seal, overlay, or street reconstruction if deemed warranted by the City Engineer.

52. This approval does not guarantee the availability of sufficient water and/or sewer capacity to serve the project.

53. There shall be no direct roof leaders connected to the street gutter or storm drain system, unless otherwise approved by the City Engineer.

54. The project developer shall submit a final grading and drainage plan prepared by a licensed civil engineer including all supporting information and design criteria (including but not limited to any peer review comments), storm drain treatment calculations, hydromodification worksheets, all final grades and drainage control measures, including concrete-lined V-ditches, to protect all cut and fill slopes from surface water overflow, etc., shall be submitted as part of the improvement plans. This plan shall be subject to the review and approval of the City Engineer / Permit Manager prior to the issuance of a grading permit by building division.

55. The project developer shall include erosion control measures on the final grading plan, subject to the approval of the City Engineer. The project developer is responsible for ensuring that the contractor is aware of such measures. All cut and fill slopes shall be revegetated and stabilized as soon as possible after completion of grading, in no case later than October 15. No grading shall occur between October 15 and April 15 unless approved erosion

control measures are in place, subject to the approval of the City Engineer. Such measures shall be maintained until such time as permanent landscaping is in place.

56. Storm drainage swales, gutters, inlets, outfalls, and channels not within the area of a dedicated public street or public service easement approved by the City Engineer shall be privately maintained by the property owners.

57. The project developer shall submit detailed landscape and irrigation plans as part of the improvement plans. The irrigation plan shall provide for automatic controls.

58. All retaining walls along the street shall be placed behind the Public Service Easement (PSE), unless otherwise approved by the City Engineer.

59. The improvement plans for this development shall contain signage and striping plans that are subject to the approval of the City Traffic Engineer.

60. The curb and gutter along the street shall have a subdrain installed at either the back of the curb or lip of gutter at the discretion of the City Engineer. This detail shall be shown on the improvement plans. Said drains shall be connected to the storm drain system or drained by other means acceptable to the City Engineer.

61. The property owner/developer shall deposit a bond with the City to ensure completion of any required public improvements. This bond shall be in a standard form approved by the City Attorney and shall be in an amount satisfactory to the City Engineer. The City Engineer may waive this requirement if the required improvements have been satisfactorily installed prior to approval of the map.

62. The project developer and/or the project developer's contractor(s) shall obtain an encroachment permit from the City Engineer prior to moving any construction equipment onto the site.

Fire

63. The applicant or responsible party shall provide a Hazardous Materials Declaration for this tenant and/or use. The form shall be signed by owner/manager of company occupying the suite/space/building. No building permit will be issued until the Hazardous Materials Declaration is provided. The form is available through the permit center or from the LPFD Fire Prevention Bureau.

64. Should any operation or business activity involve the use, storage or handling of hazardous materials, the firm shall be responsible for contacting the LPFD

prior to commencing operations. Please contact the hazardous materials staff at (925) 454-2361.

CODE REQUIREMENTS

Building

(Applicants/Developers are responsible for complying with all applicable Federal, State and City codes and regulations regardless of whether or not the requirements are part of this list. The following items are provided for the purpose of highlighting key requirements.)

65. The building(s) covered by this approval shall be designed and constructed to the Title 24 Building Standards, including Building, Electrical, Mechanical, Plumbing, Energy, Fire, Green Building and both State and Federal accessibility requirements in effect and as amended by the City of Pleasanton at the time of Building Permit submittal.

66. All building and/or structural plans must comply with all codes and ordinances in effect before the Building and Safety Division will issue permits.

67. All Building and Fire permit plans, including demolition, on-site, building shell and tenant improvements shall be submitted to the Building and Safety Division for review and approval.

Fire

68. All construction shall conform to the requirements of the 2010 California Fire Code and City of Pleasanton No. 2015. All required permits shall be obtained prior to work commencement.

69. City ordinances require that all new and existing occupancies be provided with an approved key box from the Knox Company as specified by the Fire Department. The applicant is responsible for obtaining approval for location and the number of boxes from the Fire Prevention Bureau. Information and application for Knox is available through the Knox Company website or the Fire Prevention Bureau. Occupant shall be responsible for providing tenant space building access keys for insertion into the Knox Box prior to final inspection by the Fire Department. Keys shall have permanent marked tags identifying address and/or specific doors/areas accessible with said key.

URBAN STORMWATER CONDITIONS OF APPROVAL

70. The project shall comply with the “Municipal Regional Stormwater NPDES Permit #CASCAS612008 dated October 14, 2009 and amendments to this permit” issued the by California Regional Water Quality Control Board, San

Francisco Bay Region, a copy of which is available at the Community Development Department, Public Works/Engineering section at City offices, Alameda County Clean Water Program and at State Water Board http://www.waterboards.ca.gov/sanfranciscobay/water_issues/programs/stormwater/Municipal/index.shtml

71. The project shall also comply with the "NPDES General Permit for Storm Water Discharges Associated with Construction and Land Disturbance Activities" by the California Regional Water Quality Control Board, San Francisco Bay Region. http://www.waterboards.ca.gov/water_issues/programs/stormwater/construction.shtml

72. Design Requirements. The Permit design requirements include, but are not limited to, the following:
    a. Source control, sight design measures, and design and implementation of stormwater treatment measures are required when commercial, industrial or residential development creates and replaces 10,000 square feet or more of impervious surface, including roof area, streets and sidewalk.
    b. Hydro-modification standards are required when a new development or redevelopment project creates and replaces total impervious area of one acre or more.
    c. The Permit requires a proactive Diazinon pollutant reduction plan (aka Pesticide Plan) to reduce or substitute pesticide use with less toxic alternatives.
    d. The Permit requires complying with the Copper Pollutant Reduction Plan and the Mercury Pollutant Reduction Plan.

73. The following requirements shall be incorporated into the project:
    a. The project developer shall submit a final grading and drainage plan prepared by a licensed civil engineer depicting all final grades and on-site drainage control measures including bio-swales. Irrigated bio-swales shall be redesigned as needed to the satisfaction of the City Engineer to optimize the amount of the stormwater running off the paved surface that enters the bio-swale at its most upstream end. This plan shall be subject to the review and approval of the City Engineer prior to the issuance of any building permits.
    b. The project developer shall submit sizing design criteria to treat stormwater runoff and for hydromodification, if required, at the time of PUD plan submittal and an updated detailed copy of calculations with subsequent submittals.
    c. Landscaping shall be designed to minimize irrigation and runoff, promote surface infiltration where appropriate and acceptable to the project soils engineer, and minimize the use of fertilizers and pesticides that can contribute to stormwater pollution.

i. Structures shall be designed to prohibit the occurrence and entry of pests into buildings, thus minimizing the need for pesticides.
ii. Where feasible, landscaping shall be designed and operated to treat stormwater runoff. In areas that provide detention of water, plants that are tolerant of saturated soil conditions and prolonged exposure to water shall be specified. Soil shall be amended as required. (See planting guide line by Alameda County Clean Water Program.)
iii. Plant materials selected shall be appropriate to site specific characteristics such as soil type, topography, climate, amount and timing of sunlight, prevailing winds, rainfall, air movement, patterns of land use, ecological consistency and plant interactions to ensure successful establishment.
iv. Landscaping shall also comply with City of Pleasanton ordinances and policies regarding water conservation.

d. Trash areas, dumpsters and recycling containers shall be enclosed and roofed to prevent water run-on to the area and runoff from the area and to contain litter and trash, so that it is not dispersed by the wind or runoff during waste removal. These areas shall not drain to the storm drain system, but to the sanitary sewer system and an area drain shall be installed in the enclosure area, providing a structural control such as an oil/water separator or sand filter. No other area shall drain into the trash enclosure; a ridge or a berm shall be constructed to prevent such drainage if found necessary by the City Engineer/Chief Building Official. A sign shall be posted prohibiting the dumping of hazardous materials into the sanitary sewer. The project developer shall notify the Dublin-San Ramon Services District (DSRSD) upon installation of the sanitary connection; a copy of this notification shall be provided to the Planning Division.
e. All paved outdoor storage areas shall be designed to minimize pollutant runoff. Bulk materials stored outdoors that may contribute to the pollution of stormwater runoff must be covered as deemed appropriate by the City Engineer/Chief Building Official and as required by the State Water Board.
f. All metal roofs, if used, shall be finished with rust-inhibitive paint.
g. Roof drains shall discharge and drain away from the building foundation. Ten percent of the stormwater flow shall drain to landscaped area or to an unpaved area wherever practicable.

74. Construction Requirements. The Construction requirements include, but are not limited to the following. The project developer shall implement the following Best Management Practices (BMPs):

a. The project developer shall include erosion control/stormwater quality measures on the final grading plan which shall specifically address measures to prevent soil, dirt, and debris from entering the storm drain system. Such measures may include, but are not limited to, hydroseeding, hay bales, sandbags, and siltation fences and are subject

to the review and approval of the City Engineer/Chief Building Official. If no grading plan is required, necessary erosion control/stormwater quality measures shall be shown on the site plan submitted for an on-site permit, subject to the review and approval of the Building and Safety Division. The project developer is responsible for ensuring that the contractor is aware of and implements such measures.

b. All cut and fill slopes shall be revegetated and stabilized after completion of grading, but in no case later than October 15. Hydroseeding shall be accomplished before September 15 and irrigated with a temporary irrigation system to ensure that the grasses are established before October 15. No grading shall occur between October 15 and April 15 unless approved erosion control/stormwater quality measures are in place, subject to the approval of City Engineer/Chief Building Official. Such measures shall be maintained until such time as permanent landscaping is place.

c. Gather all sorted construction debris on a regular basis and place it in the appropriate container for recycling; to be emptied at least on a weekly basis. When appropriate, use tarps on the ground to collect fallen debris or splatters that could contribute to stormwater runoff pollution.

d. Remove all dirt, gravel, rubbish, refuse, and green waste from the street pavement and storm drains adjoining the site. Limit construction access routes onto the site and place gravel on them. Do not drive vehicles and equipment off paved or graveled areas during wet weather. Broom sweep the street pavement adjoining the project site on a daily basis. Scrape caked-on mud and dirt from these areas before sweeping.

e. Install filter materials (such as sandbags, filter fabric, etc.) at the storm drain inlet nearest the downstream side of the project site in order to retain any debris or dirt flowing in the storm drain system. Maintain and/or replace filter materials to ensure effectiveness and to prevent street flooding.

f. Create a contained and covered area on the site for the storage of cement, paints, oils, fertilizers, pesticides, or other materials used on the site that have the potential of being discharged into the storm drain system through being windblown or in the event of a material spill.

g. Never clean machinery, equipment, tools, brushes, or rinse containers into a street, gutter, or storm drain.

h. Ensure that concrete/gunite supply trucks or concrete/plaster operations do not discharge wash water into street, gutters, or storm drains.

i. Equipment fueling area: Use off-site fueling stations as much as possible. Where on-site fueling occurs, use designated areas away from the storm drainage facility, use secondary containment and spill rags when fueling, discourage "topping off" of fuel tanks, place a stockpile of absorbent material where it will be readily accessible, and check vehicles and equipment regularly for leaking oils and fuels. Dispose rags and absorbent materials promptly and properly.

j. Concrete wash area: Locate wash out areas away from the storm drains and open ditches, construct a temporary pit large enough to store the liquid and solid waste, clean pit by allowing concrete to set, breaking up the concrete, then recycling or disposing of properly.

k. Equipment and vehicle maintenance area: Use off-site repair shop as much as possible. For on-site maintenance, use designated areas away from the storm drainage facility. Always use secondary containment and keep stockpile of cleanup materials nearby. Regularly inspect vehicles and equipment for leaks and repair quickly or remove from the project site. Train employees on spill cleanup procedures.

75. Operation Requirements. The Permit's operation and maintenance requirements include but are not limited to the following: The operation and maintenance of treatment measures including but not limited to bio-swales, lawns, landscaped areas with deep-rooted plants, oil/water separator, filterra units, etc., requires completing, signing and recording an agreement with Alameda County recorder's office in a format approved by the State and Alameda County.

    All projects, unless otherwise determined by the City Engineer or Chief Building Official, shall enter into a recorded Stormwater Treatment Measures Inspection and Maintenance Agreement for ongoing maintenance and reporting of required stormwater measures. These measures may include, but are not limited to:

    a. These maintenance responsibilities shall include implementing the maintenance plan, which is attached to the Stormwater Treatment Measures Inspection and Maintenance Agreement. This document shall be reviewed by the City Attorney's Office and recorded prior to approval of PUD Plan.

    b. On-site storm drain inlets clearly marked and maintained with the words "No Dumping – Drains to Bay."

    c. Proper maintenance of landscaping, with minimal pesticide and fertilizer use.

d. Ensure wastewater from vehicle and equipment washing operations is not discharged to the storm drain system.

e. Ensure that no person shall dispose of, nor permit the disposal, directly or indirectly, of vehicle fluids, hazardous materials or rinse water from cleaning tools, equipment or parts into storm drains.

f. Clean all on-site storm drains at least twice a year with one cleaning immediately prior to the rainy season. The City may require additional cleanings.

g. Regularly but not less than once a month, sweep driveways, sidewalks and paved areas to minimize the accumulation of litter and debris. Corners and hard to reach areas shall be swept manually. Debris from pressure washing shall be trapped and collected to prevent entry into the storm drain system. Wastewater containing any soap, cleaning agent or degreaser shall not be discharged into the storm drain.

h. Vegetated swales with grasses shall be mowed and clippings removed on a regular basis.

76. Inspection Requirements: The project developer is responsible for inspection and verification of newly installed stormwater treatment systems and HM controls:

a. Within 30 days subsequent to the installation and testing of the stormwater treatment and HM facilities by contractor, the designer of the site with stormwater facilities shall submit a letter to City Project Inspector/Construction Services Manager, certifying the devices have been constructed in accordance with the approved plans for stormwater and C3 design for the project.

b. Developer/owner stormwater O&M Agreement sites, shall within 15 days from the date of the designer's certification letter, contact the City Construction Inspection/Building Inspection staff for inspection of the stormwater facilities sites.

EXHIBIT C

13

HORT SCIENCE

December 19, 2012

Mr. Douglas Dohan
Callison Architects
1420 Fifth Ave. #2400
Seattle, WA 98101-2343

Subject: **Arborist Report**
3506 Santa Rita Rd., Pleasanton

Dear Mr. Dohan:

Callison Architects are coordinating the development application materials for the proposed redevelopment of the property located at 3506 Santa Rita Rd., in Pleasanton. Currently, the site contains two retail buildings, a parking lot and associated landscaping. The City of Pleasanton requires an **Arborist Report** be prepared as part of the project submittals. HortScience, Inc. was asked to prepare an **Arborist Report** to fulfill the City's requirements. This letter responds to that request.

Description of Trees
I visited the site on September 27th, 2012. Eleven (11) trees were assessed on the site. Descriptions of each tree are provided in the ***Tree Assessment Form*** and locations are shown on the ***Tree Assessment Map*** (see attachments.

The property is located at the corners of Santa Rita and Old Santa Rita Roads, with an eastern and western driveway connecting the two. Landscaping was located around the periphery of the site and was tagged with numbers 65-75. Following are brief descriptions of the trees:

- Trees #65 and 66 were multi-stemmed olives (*Olea europaea*), located in the southern tip of the property. The trees were semi-mature, with trunks measuring from 5-8" in diameter. Olive #65 was declining, with dieback in the upper crown and trunk wounds and decay (Photo 1, following page). Olive #66 was in good condition, with a full crown.

- Trees #67-71 were semi-mature to mature Canary Island pines (*Pinus canariensis*) planted in the landscape beds along the western edge of the property. The trees ranged from 15 – 30" in diameter and were in good condition, with the exception of #70, which was in fair condition. Trees #67 and 68 were growing between the sidewalk and the existing building, with the trunks of both trees in close proximity to the building. Trees #69-71 had been planted in small/narrow landscape beds along Old Santa Rita Rd.

- Trees #72 and 73 were young Southern magnolias (*Magnolia grandiflora*) planted in the landscape area in the northeast corner of the site, along Santa Rita Rd. Both trees measured 7" in diameter. Tree #72 was in poor condition, with trunk wounds and decay at the branch attachments. Tree #73 was in good condition.

- Tree #74 was a young California black walnut (*Juglans hindsii*) in poor condition. The tree was engulfed in ivy and had very little live foliage present.

- Tree #75 was a young, multi-stemmed privet (*Ligustrum japonicum*) growing in the northeast corner of the site. The tree was in fair condition, with a full crown.

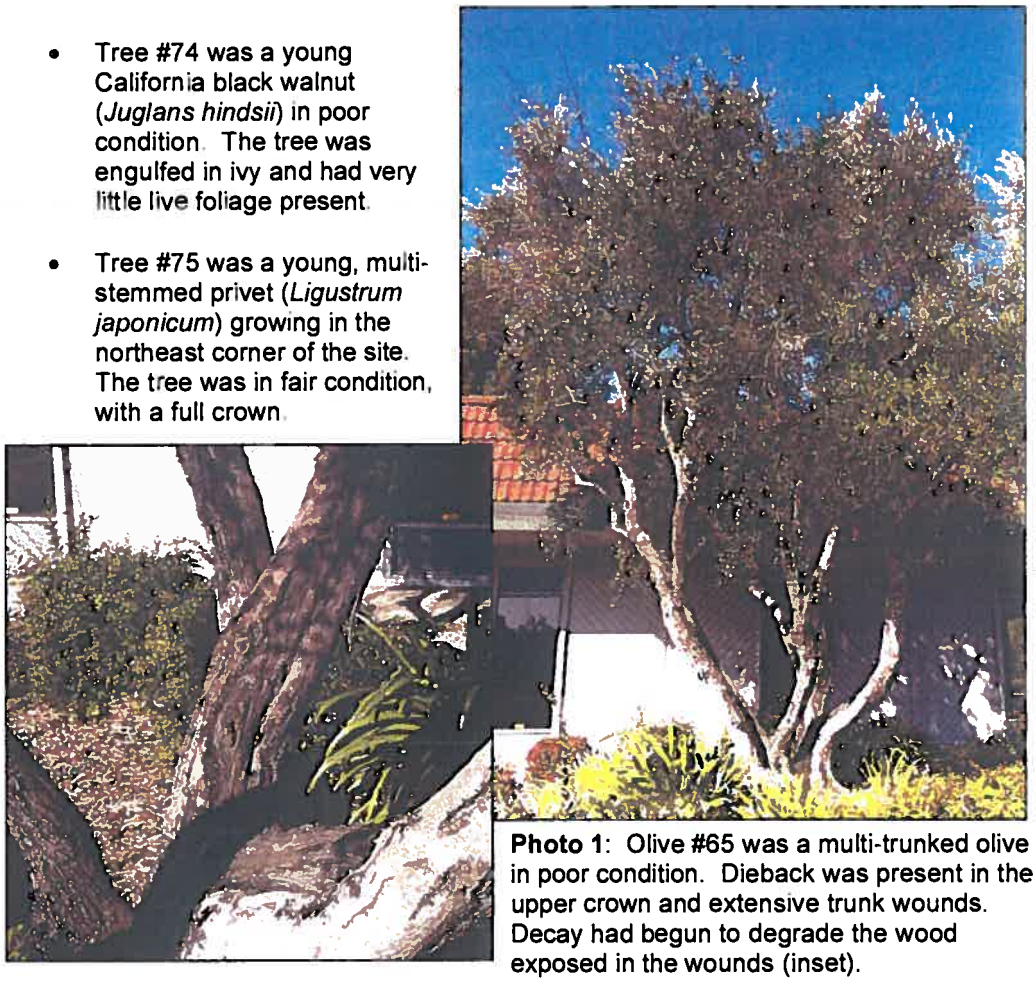


Photo 1: Olive #65 was a multi-trunked olive in poor condition. Dieback was present in the upper crown and extensive trunk wounds. Decay had begun to degrade the wood exposed in the wounds (inset).

Four (4) of the Canary Island pines (#67, 68, 70 and 71) met the City of Pleasanton criteria for a Heritage status (Tree Preservation Ordinance, Chapter 17.16: trees 18" in diameter and larger, or 35 in height or greater).

Evaluation of Impacts

Appropriate tree retention develops a practical match between the location and intensity of construction activities and the quality and health of trees. The ***Tree Assessment*** was the reference point for tree condition and quality. Potential impacts from construction were evaluated using the Preliminary Grading and Drainage Plan prepared by Robert A. Karn & Associates, dated September 14, 2012. The plan included building, driveway, parking lot and landscape area footprints, grading, and drainage. Accurate trunk locations for all trees and utility information were not included.

The plan proposed the following improvements:

- The existing retail buildings would be demolished.
- A new Chase bank would be constructed in the southern point of the site.
- The existing driveways will be reconfigured.
- The Parking lot will be redesigned and expanded to the north, with a drive-through ATM located at the north end of the project.
- A new turn lane would be added along Santa Rita Ave., shifting the sidewalk west onto the project site.
- Bioswales will be constructed at the southern tip of the site and along the northern property line.

Potential impacts from construction were estimated for each tree. Based on my assessment of the plans, I recommend removal of seven (7) trees, including one (1) Heritage tree (#67). Two (2) of the trees identified for removal would be impacted by the new building (#65 and 67), two by the bioswales (#65 and 75), and three (3) due to the new sidewalk location (#72-74). Two of the trees recommended for removal were in decline (#65 and 74).

I recommend preservation for the remaining four (4) trees (#68-71), provided recommendations included in the ***Tree Preservation Guidelines*** (following page) can be followed. This includes preservation of three of Protected trees (#68, 70 and 71). Recommended actions for each tree are provided in Table 1.

Preservation is recommended for four of the mature Canary Island pines in close proximity to demolition and construction activities. A thoughtful and deliberate approach will be required to protect these trees during demolition of the existing building and hardscape features and the construction of new improvements.

Table 1. Recommendations for Action.
3506 Santa Rita Rd., Pleasanton CA.

Tree No.	Common Name	Trunk Diameter	Heritage?	Recommendation for Action
65	Olive	7,6,6,6,5,5	No	Remove, impacted by new building
66	Olive	8,6,6,5,5	No	Remove, within bioswale
67	Canary Island pine	24	Yes	Remove, within walkway
68	Canary Island pine	19	Yes	**Preserve**, within landscape area
69	Canary Island pine	15	No	**Preserve**, within landscape area
70	Canary Island pine	17	Yes	**Preserve**, within landscape area
71	Canary Island pine	30	Yes	**Preserve**, within landscape area
72	Southern magnolia	7	No	Remove, within new sidewalk
73	Southern magnolia	7	No	Remove, within new sidewalk
74	Calif. black walnut	11,10,7	No	Remove, within new sidewalk
75	Privet	7,2,2,2,2	No	Remove, impacted by bioswale

Appraisal of value

As part of their development application requirements, the City of Pleasanton requires the value of all the trees be established. In appraising the value of the trees, I employed the standard methods found in ***Guide for Plant Appraisal***, 9th edition (published in 2000 by the International Society of Arboriculture, Savoy IL). In addition, I referred to ***Species Classification and Group Assignment*** (2004), a publication of the Western Chapter of the International Society of Arboriculture. These two documents outline the methods employed in tree appraisal.

The value of landscape trees is based upon four factors: size, species, condition and location. Size is measured as trunk diameter, normally 54" above grade. The species factor considers the adaptability and appropriateness of the plant in the East Bay area. The ***Species Classification and Group Assignment*** lists recommended species ratings. Condition reflects tree health and structural integrity as documented during my site visit. The location factor considers the site, placement and contribution of the tree in its surrounding landscape. In this case, the trees are growing in a commercial/industrial area of Pleasanton.

Based upon the factors listed above, I appraised the value of the four (4) trees identified for preservation at $25,250 (Table 2).

Based upon the factors listed above, I appraised the value of the seven (7) trees identified for removal at $12,550 (Table 3).

Table 2: Appraised value of trees to be preserved
3506 Santa Rita Rd., Pleasanton

Tree No.	Species	Trunk diameter (in.)	Appraised value ($)
68	Canary Island pine	19	5,200
69	Canary Island pine	15	4,200
70	Canary Island pine	17	3,000
71	Canary Island pine	30	12,850
Total			**$25,250**

Table 3: Appraised value of trees to be removed
3605 Santa Rita Rd., Pleasanton

Tree No.	Species	Trunk diameter (in.)	Appraised value ($)
65	Olive	7,6,6,6,5,5	800
66	Olive	8,6,6,5,5	1,850
67	Canary Island pine	24	8,250
72	Southern magnolia	7	300
73	Southern magnolia	7	650
74	California black walnut	11,10,7	300
75	Privet	7,2,2,2,2	400
Total			**$12,550**

Tree Preservation Guidelines

The goal of tree preservation is not merely tree survival during development but maintenance of tree health and beauty for many years. Trees retained at 3506 Santa Rita Rd. site that are either subject to extensive injury during construction or are inadequately maintained become a liability rather than an asset. The response of individual trees will depend on the amount of excavation and grading and the construction methods.

The following recommendations will help reduce impacts to trees from development and maintain and improve their health and vitality through the clearing, grading and construction phases.

Design recommendations

1. Any changes to the plans affecting the trees shall be reviewed by the Consulting Arborist with regard to tree impacts. These include, but are not limited to, demolition plans, site plans, improvement plans, utility and drainage plans, grading plans, and landscape and irrigation plans.

2. A **TREE PROTECTION ZONE** shall be established around each tree to be preserved. No grading, excavation, construction or storage of materials shall occur within that zone. The **TREE PROTECTION ZONES (TPZ)** shall be established as follows:
   - Prior to demolition: No fencing is required for tree #68 but the trunk shall be wrapped with straw wattle as described below. Fence trees #68-71 at the back of the existing sidewalk.
   - Following demolition: Fence tree #68 at the back of the sidewalk to the west, at the limit of the new foundation to the east and at the dripline in all other directions. Fence trees #69-71 at the back of the sidewalk to the west and at the limit of the new landscape beds.

3. Underground services including utilities, sub-drains, water or sewer shall be routed around the **TREE PROTECTION ZONE**. Where encroachment cannot be avoided, special construction techniques such as hand digging or tunneling under roots shall be employed where necessary to minimize root injury.

4. **Tree Preservation Notes**, prepared by the Consulting Arborist, should be included on all plans.

5. Any herbicides placed under paving materials must be safe for use around trees and labeled for that use.

6. Irrigation systems must be designed so that minimal trenching will occur within the **TREE PROTECTION ZONE**.

Pre-construction treatments and recommendations

1. Prior to beginning demolition, demolition contractors working in the vicinity of trees to be preserved are required to meet with the Consulting Arborist at the site to review all work procedures, access routes, storage areas and tree protection measures.

2. Demolition of the existing building adjacent to tree #68 and hardscape adjacent to trees #69-71 will require a slow and careful approach on the part of the demolition contractor. I recommend pruning tree #68 prior to demolition and protecting that portion of the trunk closest to the existing building with straw wattle to help protect against incidental contact. Wrap 8' of wattle around the trunk, 4' above and 4' below the eve of the building. For demolition of the hardscape around trees #69-71, have the operator sit on the existing concrete and slowly pull the curb and blacktop away from the tree. All demolition adjacent to trees to be preserved should be monitored by the Consulting Arborist.

3. Once building demolition is complete, fence all trees to be preserved to completely enclose the **TREE PROTECTION ZONE** prior to demolition, grubbing or grading. Fences shall be 6 ft. chain link or equivalent as approved by the City. Fences are to remain until all grading and construction is completed.

4. Structures and underground features to be removed within the **TREE PROTECTION ZONE** shall use the smallest equipment, and operate from outside the **TREE PROTECTION ZONE**. The Consulting Arborist shall be on-site during all operations within the **TREE PROTECTION ZONE** to monitor demolition activity.

5. Prune the trees to provide demolition and construction clearances. Pruning should focus on clearance and avoid removal of live material. All pruning shall be completed by a Certified Arborist or Tree Worker and adhere to the latest edition of the ANSI Z133 and A300 standards as well as the *Best Management Practices -- Tree Pruning* published by the International Society of Arboriculture.

Recommendations for tree protection during construction

1. Prior to beginning work, the contractors working in the vicinity of trees to be preserved are required to meet with the Consulting Arborist at the site to review all work procedures, access routes, storage areas and tree protection measures.

2. Demolition of the existing concrete curb east of tree #71 will require temporarily removing the Tree Protection Fencing. Equipment shall operate from the east, working slowly to pull concrete away from the tree. Once the concrete has been removed, the Tree Protection Fencing shall be re-established at the dripline to the east.

3. No grading, construction, demolition or other work shall occur within the **TREE PROTECTION ZONE**. Any modifications must be approved and monitored by the Consulting Arborist.

4. Trees #67 and 71 may require some amount of root pruning. Any root pruning required for construction purposes shall receive the prior approval of, and be supervised by, the Consulting Arborist.

5. If injury should occur to any tree during construction, it should be evaluated as soon as possible by the Consulting Arborist so that appropriate treatments can be applied.

6. No excess soil, chemicals, debris, equipment or other materials shall be dumped or stored within the **TREE PROTECTION ZONE**.

7. Any additional tree pruning needed for clearance during construction must be performed by a Certified Arborist and not by construction personnel.

If you have any questions regarding my observations or recommendations, please feel free to contact me.

Sincerely,

John Leffingwell
Board Certified Master Arborist #WE 3966B
Registered Consulting Arborist #442

Attached: ***Tree Assessment Form***

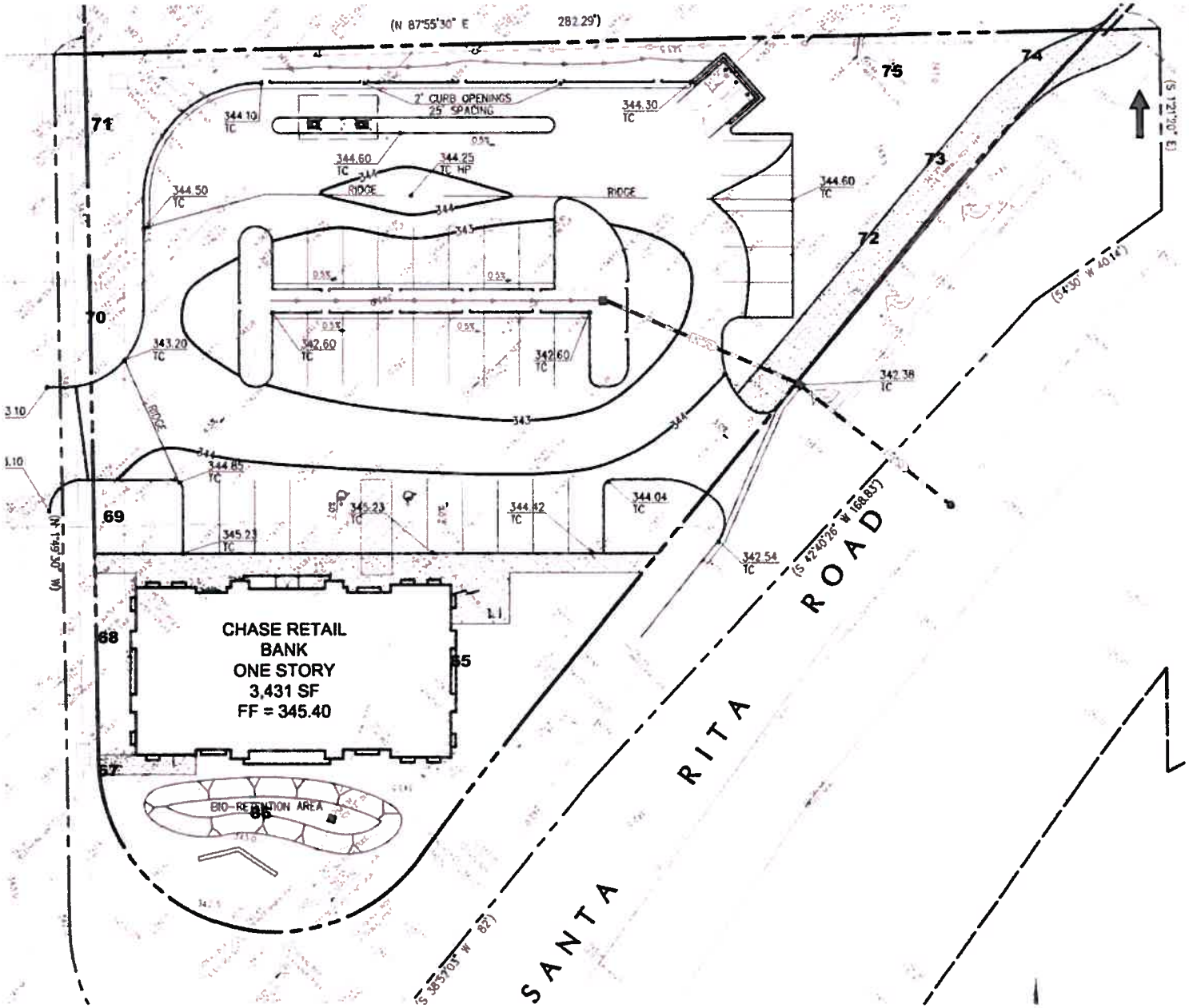
Tree Assessment Map

Tree Assessment

3506 Santa Rita Rd.
Pleasanton CA
September 2012

HORT SCIENCE

Tree No.	Species	Trunk Diameter (in.)	Hertage Tree?	Condition 1=poor 5=excellent	Suitability for Preservation	Comments
65	Olive	7,6,6,6,5,5	No	2	Poor	Multiple attachments at base; twig dieback in upper crown; decay and wounds on upright stems.
66	Olive	8,6,6,5,5	No	4	Good	Multiple attachments at base; full crown.
67	Canary Island pine	24	Yes	4	Good	Close to building; nice full crown.
68	Canary Island pine	19	Yes	4	Good	Close to building; trunk curves at building edge.
69	Canary Island pine	15	No	5	Good	Good form and structure.
70	Canary Island pine	17	Yes	3	Moderate	Corrected form; in narrow planter; gap on trunk high in crown.
71	Canary Island pine	30	Yes	4	Moderate	Codominant at 7' with narrow attachment; full crown; in narrow planter.
72	Southern magnolia	7	No	2	Poor	Multiple attachements at 6'; extensive decay in area below point of attachments; trunk wound.
73	Southern magnolia	7	No	4	Good	Good young tree.
74	California black walnut	11,10,7	No	1	Poor	Engulfed in ivy; all but dead.
75	Privet	7,2,2,2,2	No	3	Poor	Engulfed in ivy; mulitple attachments at 4'; full crown.



Tree Assessment Map

Chase Bank
Pleasanton, CA

Prepared for:
Callison
Seattle, WA

September 2012

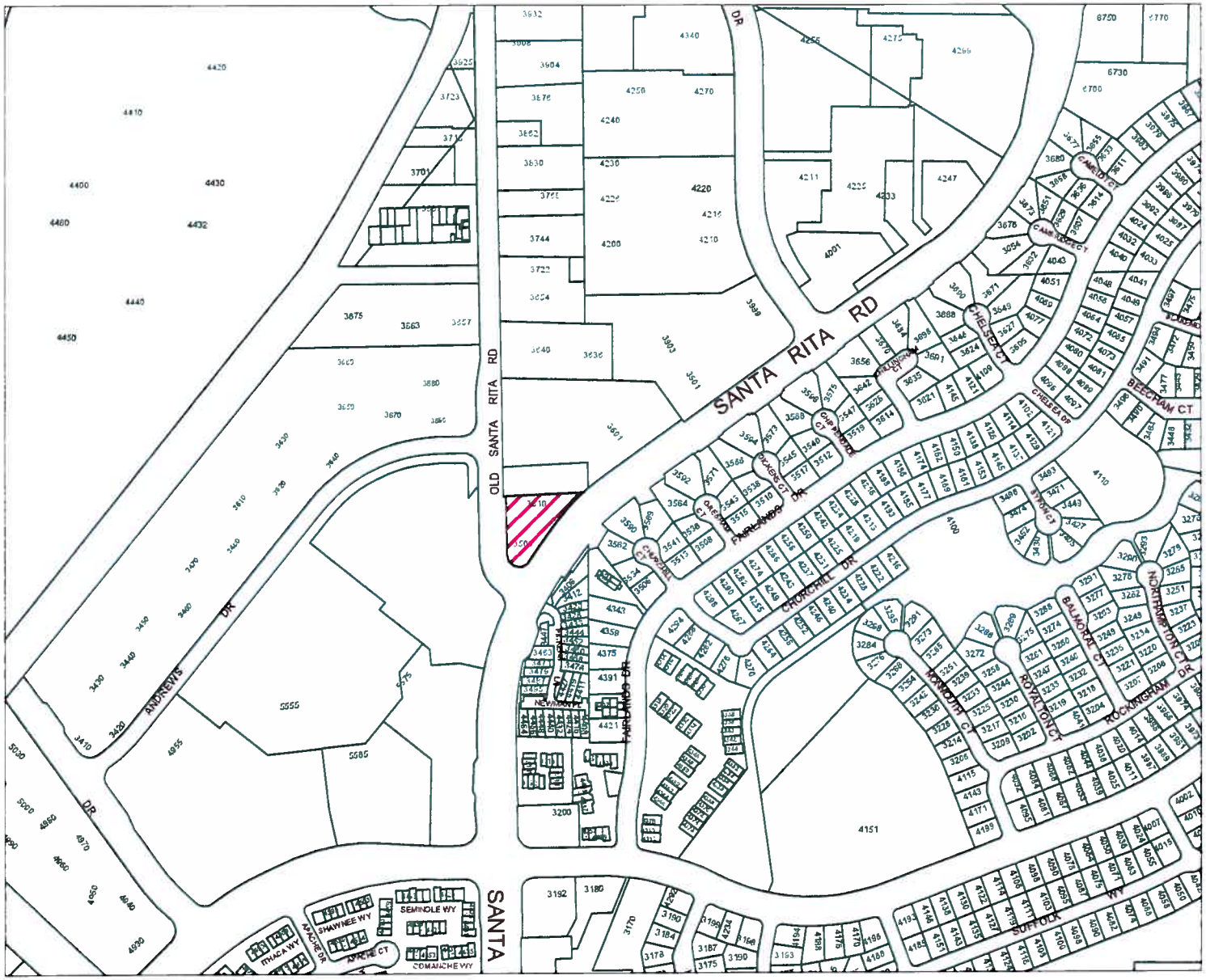
No Scale

Notes

- Base map prepared by Robert A. Kam & Associates
- Numbered tree locations are approximate

HORT SCIENCE

325 Ray Street
Pleasanton, California 94566
Phone 925.484.0211
Fax 925.484.0596



City of Pleasanton

GIS

Department

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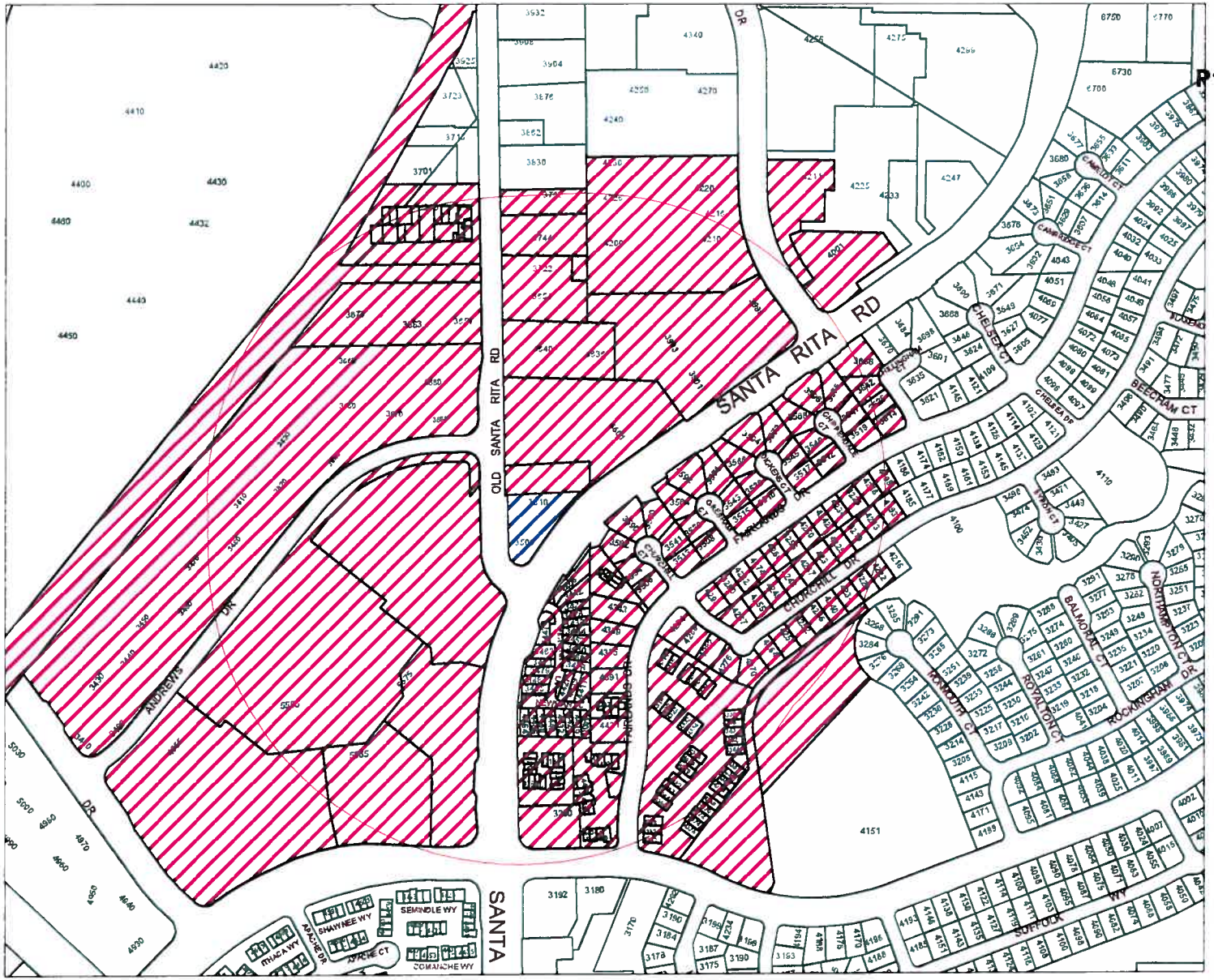
Scale 1 in = 500 ft

THE CITY OF PLEASANTON

EXHIBIT D



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GIS

Department

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