

**PUD-02-09M**  
**Exhibit A, Draft Conditions of Approval**

**Safeway Fuel Center**  
**6782 Bernal Avenue**  
**July 25, 2012**

**STANDARD CONDITIONS OF APPROVAL**  
**Planning**

1. The proposed Safeway Fuel Center shall be constructed in substantial conformance to Exhibit D, dated "Received, July 12, 2012," 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 Director of Community Development.
2. Except as modified below, all other Conditions of Approval of PUD-02-07M and PUD-02-08M shall remain in full force and effect.
3. The PUD development plan approval covered by this modification shall lapse two years from the effective date of this ordinance unless a building permit is obtained.
4. To the extent permitted by law, the project applicant shall defend (with counsel reasonably 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, 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.
5. Prior to issuance of a building permit, the project developer shall pay the required commercial development school impact fee as prescribed by State law and as adopted by the Pleasanton Unified School District.
6. 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.
7. Planning Division approval is required before any changes are implemented in site design, grading, design, colors or materials, landscape material, etc.
8. Prior to occupancy, the landscape architect or landscape designer shall certify in writing to the Director of Community Development that the landscaping has been

installed in accordance with the approved landscape and irrigation plans with respect to size, number, and species of plants and overall design concept.

9. Before project final, all landscaping shall be installed, review, and approved by the Planning Division.
10. The approved building materials and colors shall be stated on the plans submitted for issuance of building permits.

### **SPECIAL CONDITIONS OF APPROVAL** **Planning**

11. Condition No. 48.a.7. of Ordinance 2014 shall be revised as follows: “Self-service gasoline station; no carwash or convenience market except for the service station kiosk building allowed with Exhibit D for PUD-02-09M.”
12. The service station will share the trash enclosure to be provided with the Shops #8 building site. The project developer shall replace the proposed trash enclosure shown on the northwest corner of the project with a combination of trees and shrubs matching the tree and shrub species on the approved plant palette. This detail shall be shown on the building permit plans to the satisfaction of the Director of Community Development before issuance of a building permit.
13. If construction of the service station precedes the construction of the Shops #8 building and site, the service station contractor shall construct the trash enclosure shown on the Shops #8 plans. The enclosure design, materials, and colors shall match the design of the existing trash enclosures constructed on the Pleasanton Gateway development and shall be shown on the building permit plans to the satisfaction of the Director of Community Development.
14. The project developer shall install shrub species from the plant list in Exhibit D in the landscape area on the west side of the site between service station and the Shops #8 sites. This detail shall be shown on the building permit plans to the satisfaction of the Director of Community Development before issuance of a building permit.
15. The project developer shall redesign the planter areas located on the south end of the landscape area between the service station and the Shops #8 building sites to transition the alignment of the east/west driveway aisle between the two sites. This detail shall be shown on the building permit plans to the satisfaction of the Director of Community Development before issuance of a building permit.
16. The building permit plan check package will be accepted for submittal only after the PUD development plan modification becomes effective, generally measured 30 days from the date of the City Council’s adoption, 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 effective date of the ordinance.

17. The queuing lanes shall be striped. This detail shall be shown on the building permit plans to the satisfaction of the Director of Community Development before issuance of a building permit.
18. The project developer shall effectively screen from view all ducts, meters, fire sprinkler risers, and any other mechanical equipment, whether on the structure or on the ground, with materials architecturally compatible with the main structure. Screening details shall be shown on the plans submitted for issuance of building permits, the adequacy of which shall be determined by the Planning Division. All required screening shall be installed or provided prior to final inspection.
19. The project developer shall locate the fire sprinkler risers within the buildings. This detail shall be shown on the building permit plans to the satisfaction of the Director of Community Development prior to issuance of a building permit.
20. As project developer shall use the same building light fixture designs on the kiosk building and canopy structure that were installed on the grocery store. This detail shall be shown on the building permit plans to the satisfaction of the Director of Community Development before issuance of the building permit.
21. The developer shall install water conservation devices in the building and landscape areas to the satisfaction of the Director of Community Development. The water conservation devices shall be stated on the building plans and the landscape plans submitted with each building permit within each project phase.
22. Prior approval from the Planning Division is required before any changes are made in site design, building design, grading, etc. In lieu of a PUD Development Plan modification, the Director of Community Development may authorize the design review process for minor building additions, site and landscape plan modifications, grading/engineering modifications, and/or modification(s) to signs.
23. All HVAC equipment, antennas, satellite receiving stations, etc., shall be located within the kiosk building's roof-equipment wells, and shall project no higher than a horizontal plane defined by the top-edge of the parapet walls.
24. The project applicant or developer shall install Energy Star appliances and/or systems, such as HVAC equipment, refrigerators and freezers, food preparation equipment, and water heaters in the kiosk building. The appliances and/or systems and how they adhere to the Energy Star standards shall be stated on the building plans submitted for the issuance of a building permit and shall be subject to review by the Planning Division.

25. The kiosk building and the pump island canopy building shall have white cool roofs which are designed to reflect the heat of the sun away from the building, thus reducing its cooling load.
26. The service station canopy lights shall be recessed within the canopy such that the lens is flush with the underside surface of the canopy. The project developer shall submit a final lighting plan with drawings and sections and manufacturer's specification sheets showing the canopy light fixtures with the building permit plans for review and approval by the Director of Community Development.
27. Six-inch vertical concrete curbs shall be installed between all paved and landscaped areas. Six-inch wide openings shall be provided in the curb to the satisfaction of the City Engineer to allow stormwater to drain into bio-swales between the site and Bernal Avenue. This detail shall be shown to the satisfaction of the Director of Community Development on the building permit plans.
28. The project developer shall have a qualified archaeologist present on site during the grading and trenching for the foundation(s), utility services, or other on-site excavation, in order to determine if any bone, shell, or artifacts are uncovered. If 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. The 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 construction plans.
29. The project developer shall prepare a Construction Best Management Plan before issuance of the building permit and shall include, but is not limited to, the following:
  - a) All demolition and construction activities, inspections, plan checking, material delivery, staff assignment or coordination, etc., shall occur between the hours of 7:00 a.m. to 6:00 p.m., Monday through Friday and between the hours of 8:00 a.m. to 5:00 p.m. on Saturday. Construction activities taking place within the completely enclosed kiosk structure shall be limited to the hours of 7:00 a.m. to 8:00 p.m. Monday through Saturday only.

- b) No construction shall be allowed on State or Federal Holidays or Sundays. The Director of Community Development may allow earlier construction "start times" for specific construction activities (e.g., concrete foundation/slab pours) if it can be demonstrated to the satisfaction of the Director of Community Development that the construction and construction traffic noise will not affect nearby residents.
- c) A construction staging plan shall be designated for all materials, equipment, and vehicles including parking for construction works and personnel.
- d) A construction truck route shall be designated to keep all construction traffic away from nearby residential streets. Prior to construction, the construction traffic route, construction hours, and contact names and telephone numbers shall be posted on the driveway entrances, throughout the construction site, and in any construction trailer(s).
- e) Comprehensive traffic control measures shall be implemented, including scheduling of major truck trips and deliveries, to avoid peak travel hours. If necessary, as determined by the Traffic Engineer, proper lane closure procedures such as flagger stations, signage, cones, and other warning devices shall be implemented during construction.
- f) The haul route for all materials to and from this development shall be from Bernal Avenue, shall be approved by the City Engineer prior to the issuance of an encroachment permit, and shall include the provision to monitor the street surfaces used for the haul route so that any damage and debris attributable to the haul trucks is identified and corrected at the expense of the project applicant or developer.
- g) All internal combustion engines on grading or construction equipment used shall be equipped with a muffler equal to or better than that supplied by the vehicle manufacturer. All equipment shall be maintained in good mechanical condition so as to minimize noise and air pollution from faulty engine, drive train, and other components. No muffler or exhaust system shall be equipped with cutout, bypass, or similar device intended to thwart quieting.
- h) Dust control best management practices, as approved by the City Engineer, shall be followed at all times during grading and construction operations. Such measures may include watering of exposed surfaces twice a day, and more frequent watering when wind speeds exceed 15 mph; covering of stockpiled earth; covering of trucks hauling dirt if windy conditions prevail. Failure to keep dust under control may result in the stoppage of all work until a modified plan acceptable to the City Engineer is approved and implemented.

- i) All Urban Storm Water Construction Requirements listed further in these conditions of approval shall be implemented.
- 30. 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.
- 31. A construction trailer shall be allowed to be placed on the project site for daily administration/coordination purposes during the construction period.
- 32. A final landscape plan and irrigation plan shall be submitted to and approved by Director of Community Development as part of the improvement plans prior to issuance of an on-site 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).
- 33. 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.
- 34. The State of California's Green Building Standards Code, "CALGreen," shall apply, if applicable.
- 35. The project developer shall show a best effort to implement the Building Council's (USGBC), "Leadership in Energy and Environmental Design (LEED)" 3.0 rating system in the design and construction of project. The green building measures shall be shown on one of the first two pages of the plans submitted for issuance of a building permit. Each point identified shall have a notation indicating the sheet the point can be found, and each sheet shall note where the point is located. All proposed green building measures shall be shown throughout the plan set as determined by the Planning Division. Notwithstanding the foregoing, the State of California's Green Building Standards Code, "CALGreen", as amended, shall apply.

**SPECIAL CONDITIONS OF APPROVAL**  
**Engineering**

- 36. All roof leaders and on-site storm drains shall drain towards the existing vegetative treatment swales before being piped to the existing stormwater retention/treatment ponds located on the south side of the overall Pleasanton Gateway property on the Bernal Property to the satisfaction of the City Engineer.

37. The project developer shall install a grease interceptor on the kiosk building sewer lateral. This detail shall be shown on the building permit to the satisfaction of the City Engineer.
38. A detailed grading and drainage plan prepared by a licensed Civil Engineer including all supporting information and design criteria, storm drain treatment calculations, and hydromodification worksheets, etc., shall be submitted with the site improvements. The calculations shall demonstrate to the satisfaction of the City Engineer that there is sufficient capacity within the existing detention pond on the Bernal Property to allow for both hydromodification and storm water treatment for the entire Pleasanton Gateway development.

### **STANDARD CONDITIONS OF APPROVAL Engineering**

39. A "Conditions of Approval" checklist shall be completed and attached to all plan checks submitted for approval indicating that all conditions have been satisfied.
40. This approval does not guarantee the availability of sufficient water and/or sewer capacity to serve the project.
41. The project developer shall submit a final grading and drainage plan prepared by a licensed civil engineer depicting all final grades and drainage control measures and all supporting information and design criteria including, but not limited to, any peer review comments, storm drain treatment calculations, hydromodification worksheets, etc., prior to the issuance of a grading permit.
42. The minimum grade for the gutter flowline shall be set at one percent where practical, but not less than .75% unless otherwise approved by the City Engineer.
43. 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 a permanent landscaping is in place.
44. The project developer shall construct vertical P.C.C. curbs and gutters within this development unless otherwise approved by the City Engineer.
45. 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 in conduit, underground in a joint utility trench unless otherwise specifically approved by the City Engineer.

46. 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.
47. 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 or through an association approved by the City.

### **STANDARD URBAN STORMWATER CONDITIONS OF APPROVAL**

The project shall comply with the "Alameda Countywide NPDES Permit #CAS612008 dated October 14, 2009 and amendments to this permit" issued by the 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](http://www.waterboards.ca.gov/sanfranciscobay/water_issues/programs/stormwater/Municipal/index.shtml));

and

[http://www.waterboards.ca.gov/sanfranciscobay/board\\_info/agendas/2007/march/alameda%20final%20order%20r2-2007-0025.pdf](http://www.waterboards.ca.gov/sanfranciscobay/board_info/agendas/2007/march/alameda%20final%20order%20r2-2007-0025.pdf))

The project shall also comply with the "Construction General Permit" by the California Regional Water Quality Control Board, San Francisco Bay Region.

([http://www.waterboards.ca.gov/water\\_issues/programs/stormwater/construction.shtml](http://www.waterboards.ca.gov/water_issues/programs/stormwater/construction.shtml))

### **Design Requirements**

48. The Permit design requirements include, but are not limited to, the following:
  - a) Source control, site design measures, and design and implementation of stormwater treatment with Low Impact Development treatment (LID) measures, Industrial and Commercial Site Control, Pesticides Toxicity Control, Trash Load Reduction, Mercury Controls, PCB (Polychlorinated Biphenyls) Controls, Copper Controls, etc.
  - b) Hydro-modification standards are required when a new development or redevelopment project creates and/or 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 compliance with the Copper Pollutant Reduction Plan and the Mercury Pollutant Reduction Plan.

49. 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) In addition to natural controls the project developer may be required to install a structural control, such as an oil/water separator, sand filter, or approved equal (in the parking lot) (on the site) to intercept and pre-treat stormwater prior to reaching the storm drain. The design, locations, and a schedule for maintaining the separator shall be submitted to the City Engineer/Chief Building Official for review and approval prior to issuance of building permits. The structural control shall be cleaned at least twice a year: once immediately prior to October 15 and once in January.
- c) 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.
- d) 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.
  - Structures shall be designed to prohibit the occurrence and entry of pests into buildings, thus minimizing the need for pesticides.
  - 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.)
  - 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.

- Landscaping shall also comply with City of Pleasanton ordinances and policies regarding water conservation.
- e) 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 Department.
- 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 to the existing bio-swales. Ten percent of the stormwater flow shall drain to landscaped area or to an unpaved area wherever practicable.
50. Fuel dispensing areas shall be covered with canopies; canopy downspouts shall be routed to prevent drainage flow across the fuel dispensing area. Fuel dispensing areas shall be located on concrete surfaces, which extend at least eight feet from the face of the fuel dispenser and at least four feet from the nose of the pump island. The surface must be graded and constructed to prevent drainage flow across the fueling area. The fuel dispensing area shall be graded to drain accidental spills into a containment area.
51. The food preparation uses and activities in the kiosk building shall include a contained area for cleaning mats, containers, and equipment. The wash area shall be covered or shall be designed to prevent runoff onto or from the area. The area shall be connected to the sanitary sewer, subject to approval by the Dublin San Ramon Services District (DSRSD), or shall be collected in a containment area and removed regularly by a disposal and recycling service. If connected to the sanitary sewer, a structural control such as a sand filter or oil/water separator shall be used, and a sign shall be posted prohibiting the dumping of hazardous materials. Other methods may be used subject to the approval of the Chief Building Official. The project developer and the property owner shall instruct its employees to conduct all washing activities in this area.

## Construction Requirements

The Construction General Permit's construction requirements include, but are not limited to, the following:

Construction activities (including other land-disturbing activities) that disturb one acre or more (including smaller sites that are part of a larger common plan of development) are regulated under the NPDES stormwater program. Operators of regulated construction sites are required to develop and implement stormwater pollution prevention plans and to obtain a construction general permit (NOI) from the State Water Resources Control Board to discharge stormwater.

[http://www.waterboards.ca.gov/water\\_issues/programs/stormwater/docs/finalconstpermit.pdf](http://www.waterboards.ca.gov/water_issues/programs/stormwater/docs/finalconstpermit.pdf)

### Stormwater

52. The project developer shall submit a Stormwater Pollution Prevention Plan (SWPPP) for review by the City Engineer/Chief Building Official prior to issuance of building or engineering permits. A reviewed copy of the SWPPP shall be available at the project site until engineering and building permits have been signed off by the inspection departments and all work is complete. A site specific SWPPP must be combined with proper and timely installation of the BMPs, thorough and frequent inspections, maintenance, and documentation. Failure to comply with the reviewed construction SWPPP may result in the issuance of correction notices, citations or stop work orders.
53. The amendments to the SWPPP and all the inspection forms shall be completed and available at the site for inspection by the city, county or state staff.
54. The project developer is responsible for implementing the following Best Management Practices (BMPs). These, as well as any other applicable measure, shall be included in the SWPPP and implemented as approved by the City.
  - 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 in 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) 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) 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) 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.

### **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.

- 55. 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. A mechanism shall be created, such as a property owners' association, to be responsible for maintaining all private streets, private utilities and other privately owned common areas and facilities on the site including stormwater treatment measures. 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 with the final map.
  - 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.
56. The fuel dispensing area shall be dry-swept routinely, and dispensing equipment shall be inspected routinely for proper functioning and leak prevention. The facility shall have a spill clean-up plan approved by the Fire Department.

**STANDARD CONDITIONS OF APPROVAL**  
**Fire**

57. The project developer shall keep the site free of fire hazards from the start of lumber construction until the final inspection.
58. Prior to any construction framing, the project developer shall provide adequate fire protection facilities, including, but not limited to a water supply and water flow in conformance to the City's Fire Department Standards able to suppress a major fire.
59. All fire sprinkler system water flow and control valves shall be complete and serviceable prior to final inspection. Prior to the occupancy of a building having a fire alarm system, the Fire Department shall test and witness the operation of the fire alarm system.
60. All commercial, industrial, and multi-family residential occupancies shall have valve tamper and water flow connected to an Underwriters Laboratory (UL) listed Central Station Service. Fire Department plan check includes specifications, monitoring certificate(s), installation certificate and alarm company U.L. certificate. Fire alarm control panel and remote annunciation shall be at location(s) approved by the Fire Prevention Bureau. All systems shall be point identified by individual device and annunciated by device type and point.
61. A Hazardous Materials Declaration form for this use, signed by property owner or by the company manager occupying the building, shall be submitted to the Hazardous Materials Coordinator, LPFD Fire Prevention Bureau. 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.

62. The Fire Prevention Bureau reviews building/civil drawings for conceptual on-site fire mains and fire hydrant locations only. Plan check comments and approvals DO NOT INCLUDE:
  - Installation of the on-site fire mains and fire hydrants. Specific installation drawings submitted by the licensed underground fire protection contractor shall be submitted to the Fire Prevention Bureau for approval.
  - Backflow prevention or connections to the public water mains.
63. Electrical conduit shall be provided to each fire protection system control valve including all valve(s) at the water connections. The Livermore-Pleasanton Fire Department requires electronic supervision of all valves for automatic sprinkler systems and fire protection systems.
64. Fire hydrants shall be installed at spacing not to exceed 300 feet from an existing on-site hydrant.
65. On-site access ways and internal drives shall be designated as fire lanes and identified as such by red curb striping and posted with signs at locations approved by the Fire Department. Signs shall be according to state standards and read "No Parking - Fire Lane" and must be shown on the plans.
66. Address numbers shall be installed on the front or primary entrance for all buildings. Minimum building address character size shall be 12" high by 1" stroke. If building is located greater than 50 feet from street frontage, character size shall be 16" high by 1 ½" stroke minimum. Where multiple access is provided, address or tenant space number shall be provided on each access and/or warehouse door and character size shall be no less than 4" high by ¾" stroke. In all cases address numerals shall be of contrasting background and clearly visible in accordance with the Livermore-Pleasanton Fire Department Premises Identification Standards. This may warrant field verification and adjustments based upon topography, landscaping or other obstructions. conditions of approval checklist shall be completed and attached to all plan checks submitted for approval indicating that all conditions have been satisfied.
67. The following items will be provided prior to any construction above the foundation or slab. NOTE: Periodic inspections will be made for compliance.
  - a) Emergency vehicle access shall be provided to the site. Emergency vehicle access shall be a minimum of 20 feet in width. A clear height free of obstructions (power, cable, telephone lines, tree limbs, etc.) shall be provided. This clearance shall be a minimum of 13 feet-6 inches. Inside

turning radius of 45 feet and outside turning radius of 55 feet shall be provided.

- b) If permanent access or site paving is not provided, the carrying capacity of the emergency vehicle access shall be 69,000 pounds under all weather conditions.
- c) Site staging area(s) shall be provided for materials and equipment. All staging areas shall be outside of the emergency vehicle access route shown on the approved plans.
- d) Where on-site fire hydrant(s) are required, they shall be installed, flushed and all valves open prior to any construction above the foundation or slab. This includes concrete tilt-up and masonry buildings.
- e) On-site fire hydrant(s) shall not be obstructed and shall be sufficiently above grade to have all hydrant valves and outlets accessible for emergency use.
- f) Prior to request for final inspection, all access roads, on-site access and fire hydrants shall be provided. All fire hydrants shall be acceptance inspected and tested to applicable City Public Works Standards.
- g) Where on-site grading/utility plans are submitted for review and approval prior to building construction drawings, emergency vehicle access routes, fire hydrant locations, material staging areas, etc. shall be provided.

### **STANDARD CONDITIONS OF APPROVAL**

#### **Building**

- 68. All retaining walls higher than four feet from the top of the wall to the bottom of the footway shall be constructed of reinforced concrete, masonry, or other material as approved by the Director of Community Development, or shall be an approved crib wall type. Calculations signed by a registered civil engineer shall accompany the wall plans.
- 69. Prior to issuance of building or demolition permits, the project developer 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. 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.



70. The project developer shall install a check valve on the sanitary sewer lateral before the City main. The location and type of check valve shall be approved by the Chief Building Official and shall be shown on the building permit plans.

**STANDARD LANDSCAPING CONDITIONS OF APPROVAL**  
**Landscaping Requirements**

71. The project developer shall enter into an agreement with the City, approved by the City Attorney, which guarantees that all landscaping and open space areas 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.
72. 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.

**STANDARD CONDITIONS OF APPROVAL**  
**Community Development Department**

73. 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, including individual lots, unless otherwise approved by the department.
74. The project developer shall submit a written dust control plan or procedure as part of the improvement plans.
75. 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.

**CODE REQUIREMENTS**  
**Planning**

*(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.)*

76. All exterior lighting including landscape lighting shall be directed downward and designed or shielded so as to not shine onto neighboring properties. The project/building developer shall submit a final lighting plan, and include drawings

and/or manufacturer's specification sheets showing the size and types of light fixtures proposed for the exterior of the buildings.

## **CODE REQUIREMENTS**

### **Fire**

*(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.)*

77. All construction shall conform to the requirements of the California Fire Code currently in effect, City of Pleasanton Building and Safety Division and City of Pleasanton Ordinance 2015. All required permits shall be obtained.
78. Automatic fire sprinklers shall be installed in all occupancies in accordance with City of Pleasanton Ordinance 2015. Installations shall conform to NFPA Pamphlet 13 for commercial occupancies NFPA 13D for residential occupancies and NFPA 13R for multifamily residential occupancies.
79. Fire alarm system shall be provided and installed in accordance with the CFC currently in effect, the City of Pleasanton Ordinance 2015 and 2002 NFPA 72 - National Fire Alarm Code. Notification appliances and manual fire alarm boxes shall be provided in all areas consistent with the definition of a notification zone (notification zones coincide with the smoke and fire zones of a building). Shop drawings shall be submitted for permit issuance in compliance with the CFC currently in effect.
80. City of Pleasanton Ordinance 2015 requires 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 their 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.
81. Underground fire mains, fire hydrants and control valves shall be installed in conformance with the most recently adopted edition of NFPA Pamphlet 24, "Outside Protection."
  - The underground pipeline contractor shall submit a minimum of three (3) sets of installation drawings to the Fire Department, Fire Prevention Bureau. The plans shall have the contractor's wet stamp indicating the California contractor license type, license number and must be signed. No underground pipeline inspections will be conducted prior to issuance of approved plans.

- All underground fire protection work shall require a California contractor's license type as follows: C-16, C-34, C-36 or A.
  - All field-testing and inspection of piping joints shall be conducted prior to covering of any pipeline.
82. Dead-end fire service water mains shall not exceed 500 feet in length and/or have more than five Fire Department appliances\* shall be looped around the site or building and have a minimum of two points of water supply or street connection. Zone valves shall be installed as recommended under NFPA, Pamphlet 24 and the Fire Marshal. (\*Note: Fire Department appliances are classified as fire sprinkler system risers, fire hydrants and/or standpipes.)
  83. Portable fire extinguisher(s) shall be provided and installed in accordance with the California Fire Code currently in effect and Fire Code Standard #10-1. Minimum approved size for all portable fire extinguishers shall be 2A 10B:C.
  84. All buildings undergoing construction, alteration or demolition shall comply with Chapter 14 (California Fire Code currently in effect) pertaining to the use of any hazardous materials, flame- producing devices, asphalt/tar kettles, etc.
  85. The building (s) covered by this approval shall conform to the requirements of the California Building Code currently in effect, the California Fire Code currently in effect and the City of Pleasanton Ordinance 2015. If required 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(s).

## **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.)*

86. The project developer shall submit a building survey and/or record of survey and a site development plan in accordance with the provisions of Chapter 18.68 of the Municipal Code of the City of Pleasanton. These plans shall be approved by the Chief Building and Safety Official prior to the issuance of a building permit. The site development plan shall include all required information to design and construct site, grading, paving, drainage, and utilities.

87. The project developer shall post address numerals on the building so as to be plainly visible from all adjoining streets or driveways during both daylight and night time hours.
88. The building covered by this approval shall be designed and constructed to meet Title 24 state energy requirements.
89. All building and/or structural plans must comply with all codes and ordinances in effect before the Building Division will issue permits.
90. Any tenant improvement plans proposed under a separate permit shall be submitted to the Building and Safety Division for review and approval.

**< End >**

**P12-0637**  
**Exhibit B, Draft Conditions of Approval**

**Safeway Fuel Center**  
**6782 Bernal Avenue**  
**July 25, 2012**

1. This conditional use permit will lapse within one year from the effective date unless a building permit is issued and construction has commenced and is diligently pursued toward completion or the City has approved an extension.
2. The effective date of P12-0637 shall concur with the effective date for PUD-02-09M. If PUD-02-09M is denied or the ordinance approving PUD-02-09M fails to become effective, P12-0637 shall automatically lapse with no further legal force or effect.
3. To the extent permitted by law, the project applicant shall defend (with counsel reasonably 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, 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.
4. If the operation of this use results in conflicts pertaining to parking, noise, traffic, circulation, property maintenance including litter, or other impacts, at the discretion of the Community Development Director, this conditional use permit may be referred to the Planning Commission for subsequent review at a public hearing. If necessary, the Planning Commission may modify or add conditions of approval to mitigate such impacts.
5. Alcoholic beverages such as beer, wine, and hard liquors shall not be offered for sale from the kiosk building and shall be purchased from the grocery store only.
6. Changes to the operations shall not be made without prior approval from the Planning Division.
7. The service station may be open 24 hours per day including fuel deliveries.
8. The service station operator shall continuously monitor the operation of the service station. There shall be at least one service station employee, in addition to the employee(s) operating the cash register or stationed inside the kiosk

building, stationed in the pump island area to monitor traffic flow and operations to ensure an efficient traffic flow through the pump islands and to prevent vehicle queues from blocking the adjoining driveway aisles and driveway entrances. During peak-use times, the pump island monitors shall be increased to two monitors or more, if necessary.

9. Fuel deliveries including off-loading activities and deliveries of other material/product by vendors to the fuel station may be up to 24-hours per day. All delivery trucks shall use the Bernal Avenue driveway to reach the fuel station. The project developer and property owner shall notify its vendors and delivery personnel of the approved delivery route and times of delivery.
10. The service station employees shall park by the grocery store.
11. There shall be no outdoor storage. All storage shall occur entirely within the kiosk building.
12. Parking lot sweeping and garbage pick-up shall only occur from the hours of 6:00 a.m. to 10:00 p.m.
13. All fuel delivery trucks and/or service station vendors shall use the Bernal Avenue driveway to enter/exit the development.
14. The service station operator shall maintain the area surrounding the service station and site in a clean and orderly manner at all times.

**< End >**

**P12-0638**  
**Exhibit C, Draft Conditions of Approval**

**Safeway Fuel Center**  
**6782 Bernal Avenue**  
**July 25, 2012**

1. The final sign program for the Pleasanton Gateway site shall be in substantial conformance to Exhibit D, dated "Received, July 12, 2012," 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 Director of Community Development.
2. This approval shall lapse one year from the effective date unless a building permit is obtained for the monument sign or the building signs.
3. The project developer shall delete the "Safeway" sign and "S"-logo shown on the south side of the canopy on the site plan. This change shall be shown on the building permit or the sign permit plans to the satisfaction of the Director of Community Development before the issuance of a building permit.
4. The "Safeway" building and canopy signs shall be individual halo-lit letters. The "S"-logos may be internally illuminated face-lit. The sign construction plans shall be submitted to the Director of Community Development before installation.
5. The effective date of P12-0638 shall concur with the effective date for PUD-02-09M. If PUD-02-09M is denied or the ordinance approving PUD-02-09M fails to become effective, P12-0638 shall automatically lapse with no further legal force or effect.
6. Attached window signs, stake-mounted signs placed in the perimeter landscape areas, banners not associated with a grand opening, or any type of a temporary sign not associated with a shopping center event are prohibited.
7. To the extent permitted by law, the project applicant shall defend (with counsel reasonably 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, 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.

8. Any changes to the comprehensive sign program for the service station shall be reviewed under a separate application for sign design approval, subject to review and approval by the Planning Division.
9. The building permit plan check package for these signs 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.

**< End >**





## MEMORANDUM

Date: June 27, 2012

To: Marion Pavan, City of Pleasanton  
Todd Paradis, Safeway

From: Sam Tabibnia and Rob Rees

Re: **Queuing Analysis for the Proposed Safeway Gas Station in Pleasanton** WC12-2937

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This memorandum summarizes the queuing analysis Fehr & Peers conducted for the proposed gas station at the existing Safeway Store in Gateway Shopping Center on Bernal Avenue in Pleasanton. The proposed project would consist of a gas station with 18 fueling positions and queuing space for 18 additional vehicles. Our analysis is based on our observations and queuing data collected at the existing Safeway gas stations in Dublin and Livermore.

The conclusions of our analysis followed by our analysis assumptions and methodology are provided below.

### CONCLUSIONS

The analysis results are summarized below:

- The maximum weekday PM peak hour demand is estimated to be 239 vehicles per hour.
- The maximum queue during typical weekday operations is estimated at 15 vehicles, less than the 18-vehicle queuing space provided in the gas station.
- Provide a fuel ambassador on-site during peak demand periods to direct traffic.
- On-site fuel deliveries may disrupt normal site operations and temporarily reduce the on-site queuing capacity to 15 spaces. Therefore, monitor operations after the gas station has been open to evaluate potential disruptions and identify potential scheduling or operational measures needed to improve gas station access and circulation.
- Fehr & Peers reviewed the project site plan and determined that it would accommodate access and circulation for both passenger vehicles and fuel delivery trucks.

### DATA COLLECTION

Fehr & Peers collected queuing data at the existing Safeway gas stations in Dublin and Livermore on May 23 and May 22, 2012, respectively. **Table 1** compares these two gas stations with the proposed gas station on Bernal Avenue in Pleasanton based on a project site plan shown on **Figure 1**.



<b>TABLE 1 PROJECT SITE COMPARISON</b>			
<b>Metric</b>	<b>Dublin</b>	<b>Livermore</b>	<b>Pleasanton</b>
Number of Fueling Positions	12	16	18
Setting	As part of stand-alone Safeway	In large shopping center with Safeway anchor	In large shopping center with Safeway anchor
Location	Dublin Boulevard; a 6-lane arterial	First Street; a 6-lane arterial	Bernal Avenue; a 4 to 6-lane arterial
PM peak hour traffic Volume on Adjacent Street	2,700 vehicles <sup>1</sup>	3,000 vehicles <sup>2</sup>	3,800 vehicles <sup>3</sup>
Distance from Freeway	0.4 miles	0.7 miles	0.3 miles
Nearest Gas Station	About 0.2 miles	About 0.2 miles	About 0.1 miles
Other gas stations within one-half mile	3	4	1
Convenience Kiosk	400 square feet	400 square feet	650 square feet
Vehicle Queuing Space			
Within gas station	8 vehicles	2 vehicles	18 vehicles
Within shopping center	23 vehicles	15 vehicles	34 vehicles
1. PM peak hour traffic volume on Dublin Boulevard just east of Amador Plaza Road. Source: <i>Downtown Dublin Specific Plan Draft EIR</i> , September 2010. 2. PM peak hour traffic volumes on First Street south of Las Positas Road based on traffic counts collected in 2008. 3. PM peak Hour traffic on Bernal Avenue, east of I-680. Source: <i>Pleasanton Gateway Transportation Impact Study</i> , June 2009. Source: Fehr & Peers, 2012.			

Operations at each gas station are described below:

- The Dublin gas station provides 12 fueling positions in four rows and each row of fueling positions provides two striped queuing spaces. Thus, the gas station has a total queuing space of eight vehicles before queues block circulation aisles within the shopping center. **Figure 2** shows an aerial view of the Dublin gas station.
- The Livermore site provides 16 fueling positions in eight rows; however it does not provide striped queuing space for each row of fueling positions. All vehicles queue in the same lane and wait for an available fueling position. As observed, typically two vehicles could queue on-site before queues blocked shopping center circulation aisles. **Figure 3** shows an aerial view of the Livermore gas station.

For both gas stations, all vehicles enter from the same direction and the one-way circulation within the gas station is enforced by signage and striping. In addition, fuel ambassadors were present at both gas stations during peak activity periods to guide motorists to the appropriate queues and fueling positions. Both gas stations also provide convenience kiosks. During our



peak period observations at both sites, we did not observe any customers who only visited the kiosks without purchasing fuel.

**Table 2** summarizes the data collected by Fehr & Peers at the existing Dublin and Livermore gas stations. Data at both gas stations was collected from 4:00 PM to 6:00 PM which corresponds to the typical peak activity period on weekdays.

<b>TABLE 2 DATA COLLECTION SUMMARY</b>		
<b>Metric</b>	<b>Dublin<sup>1</sup></b>	<b>Livermore<sup>2</sup></b>
PM peak hour demand	159 vehicles	147 vehicles
Service time (minutes :seconds) <sup>3</sup>	4:00	5:10
Fuel ambassador	Present during peak demand periods	Present during peak demand periods
Peak hour observed queues (all fueling positions are occupied):		
Average	9 vehicles	3 vehicles
Maximum	15 vehicles	8 vehicles
ITE predicated demand: <sup>4</sup>		
Per fueling position	83 vehicles	111 vehicles
Per PM peak hour adjacent street traffic	68 vehicles	75 vehicles
1. Based on data collected on May 23, 2012 from 4:00 PM to 6:00 PM at the existing Safeway Gas Station on Dublin Boulevard. 2. Based on data collected on May 22, 2012 from 4:00 PM to 6:00 PM at the existing Safeway Gas Station on First Street in Livermore. 3. Service time is defined as time vehicles spend at a fueling pump. 4. Based on average rate for gasoline/service station (Land Use 944) published by ITE in <i>Trip Generation, 8th Edition</i> . Source: Fehr & Peers, 2012.		

As shown in the table, the Dublin gas station, which provides 25 percent fewer fueling positions than the Livermore gas station, has a ten percent higher trip generation. Since the Dublin gas station provides fewer fueling positions, it also results in longer queues. In addition, as the amount of activity in both gas stations increased, the service time (i.e., the time vehicles spend at the fuel pump) decreased. Based on our observations, the peak hour queues in both gas stations regularly exceeded the queuing space provided within the gas station. While the queuing did at times impact on-site circulation for the shopping-related trips, at no time did the queue impact the adjacent arterials.

**Table 2** also compares the observed PM peak hour demand at the Dublin and Livermore gas stations to the peak hour demand predicted by trip generation data published by Institute of Transportation Engineers' (ITE) *Trip Generation, 8th Edition*. The observed demand at both gas stations is higher than the demand predicted by ITE. The ITE data underestimates the trip



generation at the two surveyed sites. This is because gas station trip generation may be more sensitive to other variables, such as price of fuel, which are not included as variables in ITE *Trip Generation*. The surveyed Safeway gas stations generally priced gas lower than their competitors in the area and is likely the reason that traffic demand at the surveyed sites are higher than ITE-calculated demand.

**PLEASANTON GAS STATION – PEAK HOUR DEMAND AND QUEUES**

The proposed Pleasanton gas station would provide 18 fueling positions in six rows. Each row would provide striped queuing space for three vehicles for a total queuing space of 18 vehicles. In comparison, the proposed Pleasanton site would provide more fueling positions and more queuing space than either the Dublin or Livermore gas stations.

**Peak Hour Demand**

**Table 3** summarizes the estimated vehicle demand at the proposed Pleasanton gas station during the weekday PM peak hour based on published ITE data and data collected at the surveyed Dublin and Livermore sites.

<b>TABLE 3 PLEASANTON SAFEWAY GAS STATION INBOUND DEMAND ESTIMATES</b>				
<b>Metric</b>	<b>ITE-Based Inbound Demand</b>	<b>Survey-Based Inbound Demand</b>		
		<b>Dublin</b>	<b>Livermore</b>	<b>Average</b>
Number of Fueling Positions (18)	125 <sup>1</sup>	239 <sup>2</sup>	165 <sup>3</sup>	202
PM peak hour traffic Volume on Adjacent Street (3,800 vph)	95 <sup>4</sup>	224 <sup>5</sup>	186 <sup>6</sup>	205
1. Based on average rate per number of fueling positions for gasoline/service station (Land Use 944) published by ITE in <i>Trip Generation, 8th Edition</i> (18 * 13.87 * 50%). 2. Based on observed rate of demand per number of fueling positions at the existing Dublin site (18 * [159 / 12]). 3. Based on observed rate of demand per number of fueling positions at the existing Livermore site (18 * [147 / 16]). 4. Based on average rate per peak hour of adjacent street traffic (Land Use 944) published by ITE in <i>Trip Generation, 8th Edition</i> (3,800 * 0.05 * 50%). 5. Based on observed rate of demand per PM peak hour of traffic volume on adjacent street at the existing Dublin site (3,800 * [159 / 2,700]). 6. Based on observed rate of demand per PM peak hour of traffic volume on adjacent street at the existing Dublin site (3,800 * [147 / 3,000]). Source: Fehr & Peers, 2012.				

The ITE-based method uses number of fueling positions and the PM peak hour traffic volume on the adjacent street as independent variables and the average rates published in ITE's *Trip Generation, 8th Edition* to estimate the peak hour demand at the proposed Pleasanton gas station. Using the ITE-based data, vehicle demand at the proposed site would be 125 or 95



vehicles per hour, depending on the independent variable. As discussed in the previous section, it is expected that ITE data underestimate demand at Safeway-operated gas stations.

The survey-based method uses observations at the existing Dublin and Livermore sites to develop demand rates per number of fueling positions and PM peak hour traffic volume on the adjacent street. These average rates are then used to estimate the peak hour demand at the proposed Pleasanton gas station. Using the survey-based data, vehicle demand at the proposed site would range between 165 and 239 vehicles per hour.

Based on the different methods and independent variables described above, the survey-based demand calculations are greater than ITE. The highest peak hour vehicle demand is estimated to be 239 vehicles per hour. This demand is based on the observed demand per fueling position at the Dublin site.

### **Maximum Queues**

As shown in **Table 3**, the most conservative estimated demand is about 239 vehicles per hour. In comparison to the Dublin gas station (which has the higher trip generation of the two surveyed sites), the Pleasanton gas station would provide 50 percent more fueling positions, therefore it would also serve about 50 percent more vehicles during the peak hour. Since both demand and service rate would be about 50 percent higher, the maximum queue at Pleasanton would be about the same as the observed maximum queue at Dublin, or about 15 vehicles.

Considering that up to 18 vehicles can queue within the site, it is expected that the maximum queue during typical weekday operations would be accommodated within the site. It is very unlikely that queues would spill into the adjacent circulation aisles and interfere with the overall circulation in the Gateway Shopping Center during the typical weekday operations.

## **PLEASANTON GAS STATION – SITE ANALYSIS**

### **Typical Operations**

The proposed gas station would provide 18 fueling positions in six rows of three fueling positions. Circulation within the proposed gas station would be one-way with all vehicles entering the gas station from the east, circulating counterclockwise, and exiting to the west. If all fueling positions are occupied, vehicles would enter the gas station and queue in one of the six marked queuing lanes and wait for a fueling position to become available.

The gas station provides adequate space for vehicles to maneuver and access an available fueling position. The fueling pumps in the same row are spaced 25 feet from each other. This is the same or larger spacing as typical on-street parallel parking spaces. Thus, if only a center fueling position is available, vehicles can access it similar to parallel parking spaces. In addition, the drive aisle between fueling rows would be about 17 feet wide with stopped vehicles on both sides,



which provides adequate space for queued vehicles to maneuver from the queue to an available fueling position and for vehicles to leave a fueling position.

Based on our observations, a fuel ambassador was present at both Dublin and Livermore sites during the peak activity periods. It is our understanding that similar to other Safeway gas stations, Safeway will use fuel ambassadors to facilitate circulation and direct traffic within this site when needed.

### **Fuel Delivery**

The fuel storage tanks for the Pleasanton gas station would be located at the northeast corner of the site. Fuel deliveries are typically conducted throughout the day as needed depending on the amount of fuel in the storage tanks. Safeway typically provides two or three fuel deliveries on a weekday. Fuel deliveries are typically during non-peak periods such as nights and early mornings; however, they may be necessary at any time of day depending on the amount of fuel in the storage tanks. It is unknown how often fuel deliveries could occur during peak activity periods and how they could disrupt gas station operations.

**Figure 4** shows circulation of a fuel truck within the site. Fuel trucks would enter the site similar to other vehicles from the east and park in the northeast corner of the site while fuel is being delivered. They would leave the site through the drive aisle between the fueling pumps and the convenience kiosk.

**Figure 5** shows the number of vehicles that can queue during fuel delivery, which is expected to last about thirty minutes. During this period, the number of vehicles that queue within the site would be reduced by about three spaces to 15 spaces, same as the maximum estimated queue.

During peak activity periods, queued vehicles may block the fuel storage tanks. Thus, fuel trucks may need to wait for queues to decrease in order to access the fuel storage tanks. During this short period while fuel trucks maneuver to access the storage tanks, vehicles may queue in the circulation aisle outside the gas station and interfere with circulation within the Gateway Shopping Center. But, the impacts are not expected to impact adjacent roadway operations.

At this time, it is not known how often fuel deliveries may be needed during peak activity periods and if they would conflict with the gas station operations. Although potential conflicts are expected to be minimal, fuel deliveries during peak activity periods may need to be monitored after the gas station has been open for six months to determine if they disrupt on-site operations and if any measures would be needed to improve gas station access and circulation.

### **Convenience Kiosk and Other Amenities**

The proposed Pleasanton gas station would include a 650 square-foot convenience retail kiosk on the north end of the site. This kiosk would be larger than the existing 400 square-foot kiosks at the surveyed Dublin and Livermore gas stations. Based on our observations at the Dublin and



Livermore sites, all kiosk customers were also gas station customers (i.e., we did not observe any vehicles who only visited the convenience kiosk without purchasing any fuel). Thus, number of vehicles driving to the Pleasanton site to only visit the convenience kiosk is expected to be minimal. The proposed Pleasanton gas station would provide three parking spaces adjacent to the convenience kiosk that can be used for customers who would not purchase fuel and would only visit the convenience kiosk.

The proposed Pleasanton gas station would also provide one air/water station at the east most parking space on the north side of the site. Based on our observations at the Dublin and Livermore gas stations, only one customer was observed using the air/water station. Thus, number of vehicles using the air/water station at the proposed Pleasanton site is expected to be minimal. Since the air/water station is at a parking space, vehicles using air/water would park in the parking space and not interfere with site circulation. The site would also provide adequate space for one vehicle to wait for the air/water station without interfering with gas station queues. Considering that minimal usage of the air/water station is expected, the air/water station would not interfere with the overall gas station circulation.

The few vehicles that may want to access the kiosk and/or the air/water station when gas station queues are at capacity may need to wait for the queues to clear in order to access the kiosk or the air/water station. Considering the minimal demand for the kiosk and/or the air/water station, this is not expected to occur regularly.

Please contact us with questions or comments.

**Attachments:**

Figure 1 – Pleasanton Safeway Gas Station Site Plan

Figure 2 – Dublin Safeway Gas Station Aerial

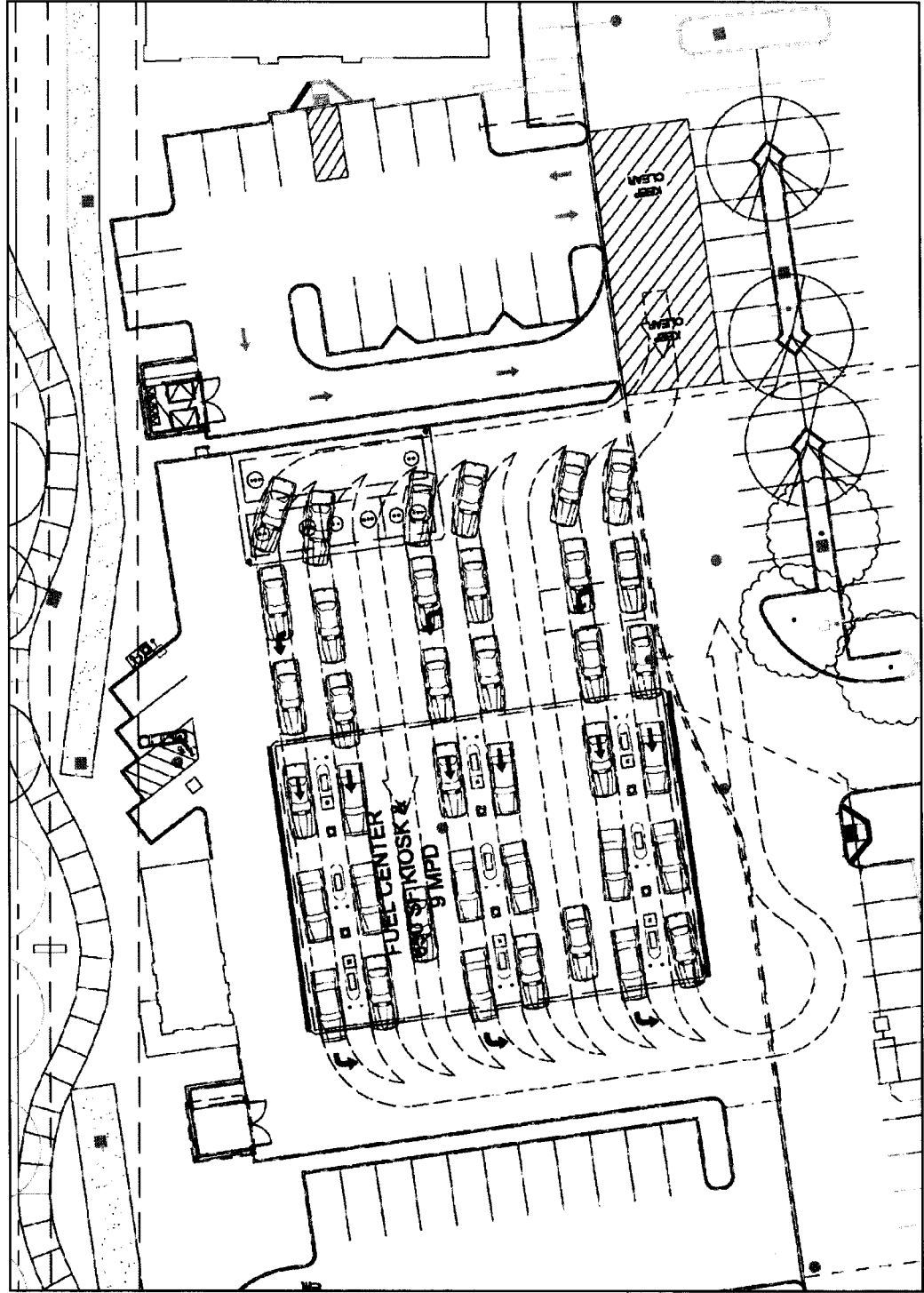
Figure 3 – Livermore Safeway Gas Station Aerial

Figure 4 – Fuel Truck Circulation

Figure 5 – Queuing During Fuel Delivery

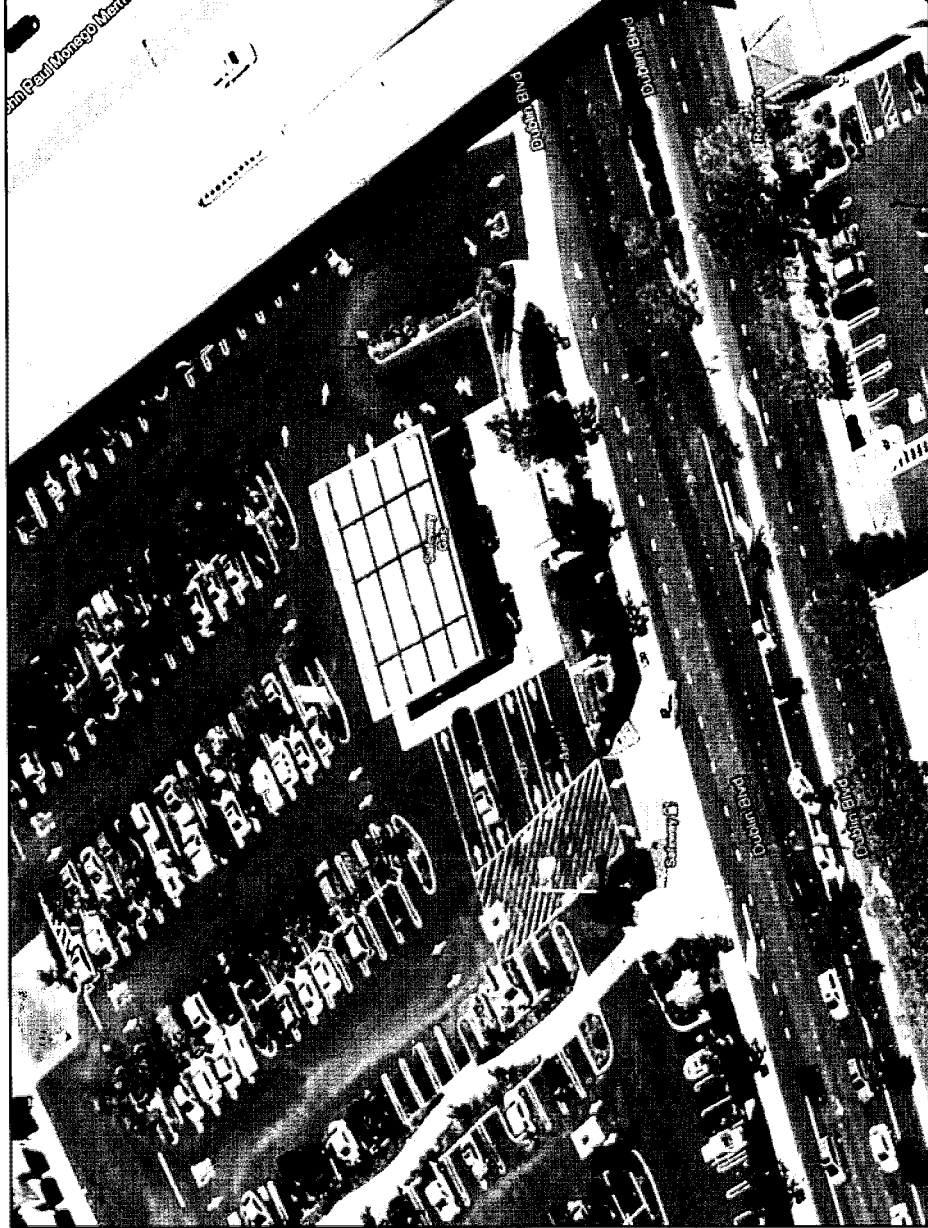
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**Figure 1 – Pleasanton Safeway Gas Station Site Plan**





**Figure 2 – Dublin Safeway Gas Station Aerial**



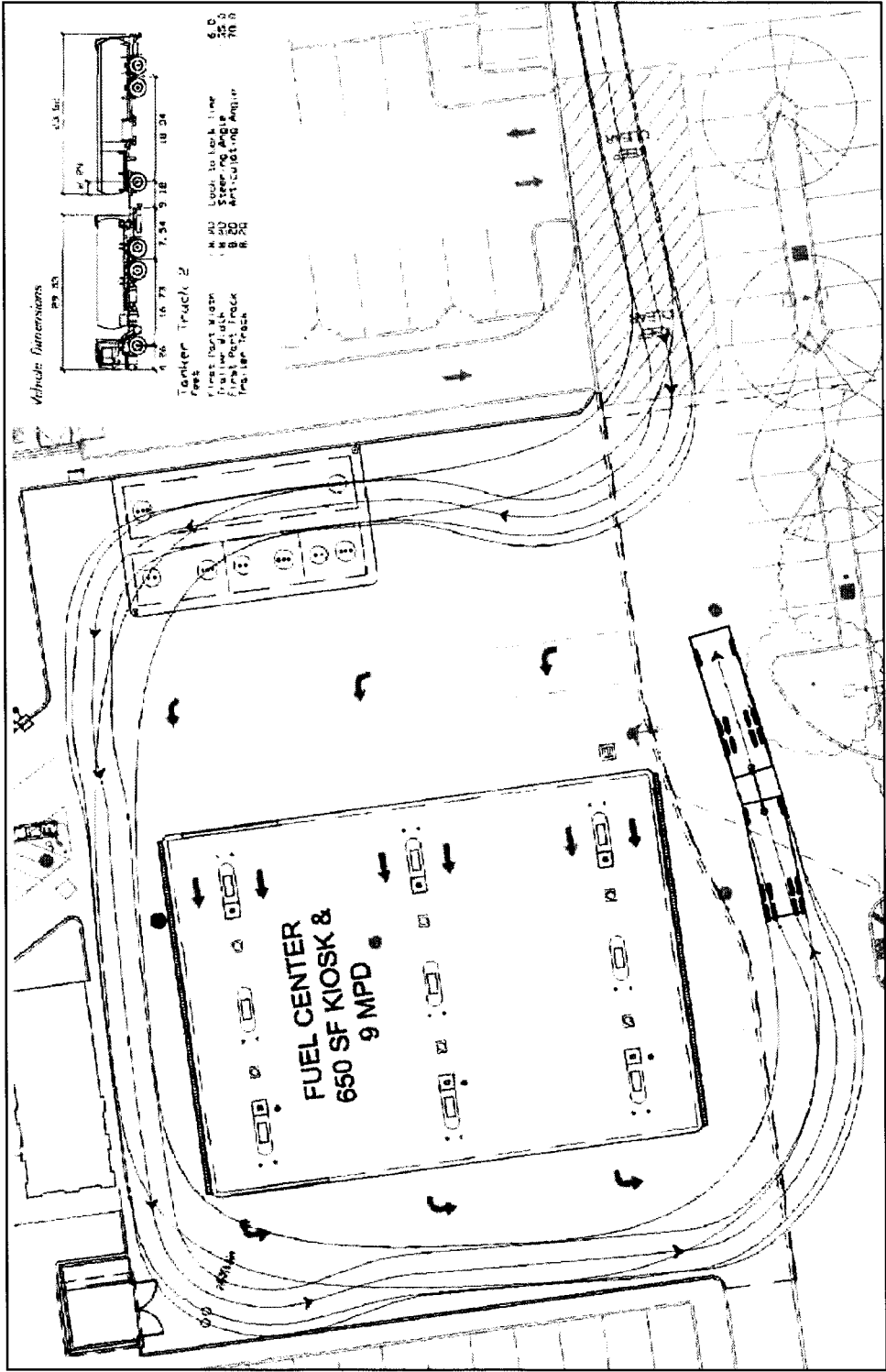
*SP*

**Figure 3 – Livermore Safeway Gas Station Aerial**



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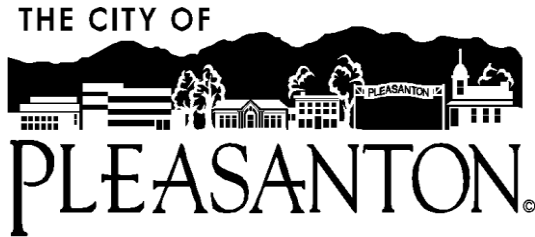
Figure 4 – Fuel Truck Circulation



*f*

Figure 5 – Queuing During Fuel Delivery





**Planning Commission  
Work Session Staff Report**

May 28, 2008  
Item 6.a.

**SUBJECT:** Pleasanton Gateway Bernal Property  
PSPA-02, PUD-02-07M, and PCUP-210

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

**PURPOSE:** Application for an amendment to the Bernal Property Phase One Specific Plan, a major modification to the approved PUD development plan, and a conditional use permit for a commercial/office development on an approximately 39.22-acre property.

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

**ZONING:** PUD - C (Planned Unit Development - Commercial)

**LOCATION:** Southeast Corner of Bernal Avenue and Valley Avenue between Valley Avenue and I-680.

**ATTACHMENTS:**

1. Exhibit "B", Discussion Items, dated May 28, 2008.
2. Exhibit "A", dated "Received May 14, 2008" including Master Site Plan; Building Floor Plans and Elevations – Office Buildings 1 through 7, Retail Shops 1 through 7, and the Safeway Grocery Store and Fuel Station; Bernal Avenue Street Elevation; and Landscape Plans.
3. Exhibit "C", Location Map
4. Exhibit "D", Previously approved office development plan including site plan, building floor plans and elevations, and landscape plan.
5. Exhibit "E", Excerpts from Bernal Property Specific Plan and PUD development plan pertaining to the subject property.
6. Exhibit "F", "Pleasanton Gateway – Potential Uses" prepared by the applicant.

## I. BACKGROUND

### Proposal

The applicant, Pleasanton Gateway, proposes to modify the office-only approval of their property in the Bernal Property Specific Plan to allow a mixed-use development that would include business and professional offices and retail uses, including a Safeway grocery store and a self-serve gasoline station, and personal services. The Pleasanton Gateway proposal represents the first major change to the land use plan of the Bernal Property Specific Plan since its adoption by the City Council nearly eight years ago.

The proposed project is presented to the Planning Commission as a work session for the Commission's review and to provide direction.

### Background

In August 2000, the City Council approved the Bernal Property Specific Plan, PUD Development Plan, Final Environmental Impact Report, and Development Agreement. The 39.22-acre project area is generally defined by Bernal Avenue to the north, Valley Avenue to the east, City parkland to the south, and the I-680/Bernal Avenue exit ramp to the west. The City has started construction on the first phase of the Bernal Community Park with its completion anticipated for the summer of 2009.

## II. SURROUNDING AREA

The subject property is a flat, vacant site with its primary frontage and orientation towards Bernal Avenue and Valley Avenue. The primary public street access is from Valley Avenue. The applicant proposes one entry from Bernal Avenue, generally aligned with Koll Center Parkway, to provide right-turn-in/out only of the development. Surrounding land uses are described in Table 1, below:

**Table 1: Surrounding Uses**

<b>Direction</b>	<b>Land Use</b>
North	Office and commercial uses
East	Self-serve gasoline station with convenience market and carwash, vacant land, apartments, public park, and small-lot single-family homes.
South	Bernal Property community park site and bio-retention ponds.
West	I-680 and the Bernal Avenue off-ramp.

Figure 1, below, shows the proposed project superimposed on the site and the surrounding developments and uses.



**Figure 1: Aerial Photograph/Location Map of the Proposed Development and Surrounding Land Uses**

### **III. PROJECT DESCRIPTION**

Figures 2 and 3, on the following page, are, respectively, the site plans for the approved development and the proposed development. The proposed development revises the previously approved plan by replacing the two office buildings at the north end of the site with proposed retail and by replacing the two office buildings at the south end of the site with three smaller office buildings as well as revising the location of the central four buildings allowing a pedestrian and vehicular north/south and east/west axis. The revised site plan also provides parking in closer proximity to Buildings #1 and #2 of the office portion and reduces the visual impacts of parking areas to the freeway.



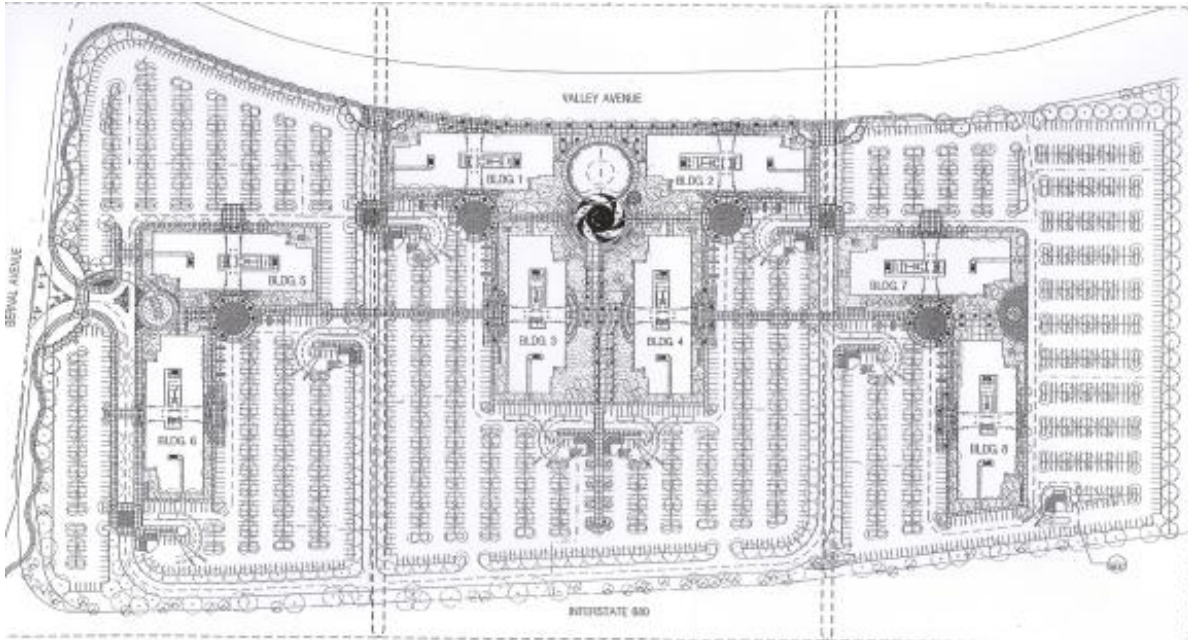


Figure 2: Existing Site Plan



Figure 3: Proposed Site Plan

The Pleasanton Gateway Bernal Property development includes the following:

- General office uses on 26.87 acres totaling 588,500 square feet of floor area in seven, four-story tall buildings including business, professional, medical, and administrative offices.



The buildings would be 66 feet in height. The building design would follow the design theme and style of the previous approval with minor modifications to incorporate green building measures and updated building code requirements.

- A Safeway grocery store with 65,000 square feet of floor area. Its loading/service area would face the I-680/Bernal Avenue off-ramp and would be screened by landscaping from the view of the freeway. The building height will vary from 26-feet at the freeway to 38-feet at the entrance. Staff has been working with the applicant to achieve four-sided architecture.

Safeway proposes to operate a self-service gasoline station with 10 fuel dispensers and an 880-square-foot employees/equipment building but no convenience market or carwash. The applicants have stated to staff that the service station would be the only drive-through use proposed with this application. The building heights would vary from 23 feet for the building to 26 feet for the canopy.

Safeway has stated that this development proposal reflects their new store model as a “lifestyle” store. The grocery store and the service station would operate 24 hours per day.

- Seven satellite retail buildings would provide 59,506 square feet of building floor area. The applicants anticipate that the tenants in these stores would follow the permitted uses of the City’s C-N (Neighborhood Commercial) and C-C (Central Commercial) Districts. Staff notes that fast food restaurants would be allowed as sit-down restaurants only. The applicant has agreed to a future condition to not allow convenience markets, drive-through restaurants, and other types of drive-through uses.

The proposed building heights for these buildings would vary from 19 feet to 26 feet. The applicants have designed these buildings to be complimentary with the surrounding architecture by incorporating standing seam metal roofs, granite/brick wainscots, wood trellises, awnings, and dark aluminum storefront window systems. The building facades facing Bernal and Valley Avenues would have clear windows.

- A total of 2,467 parking spaces would be provided – 651 parking spaces for the commercial area and 2,467 parking spaces for the office area.
- A pedestrian plaza area is proposed on the Bernal Community Park property directly adjoining the site’s south side.
- The applicant proposes to install pedestrian amenities including seating, shade structures, landscaping, fountains, etc., throughout the development.
- The applicant requests a five-year extension of the existing Development Agreement, which will currently expire in 2010, to 2015.

The proposed Floor Area Ratio (FAR) would be 41.7 percent for the overall development based on 713,006 square feet of building area. The commercial and office FARs would be, respectively, 22.9 percent for 124,506 square feet and 50.5 percent for 588,500 square feet. (These numbers correct the 41.6-percent number stated on the “Master Site Plan” of

Exhibit “A”.) The amount and distribution of building, landscape, and hardscape areas is described in Table 2, below.

**Table 2: Land Uses and Coverage**

Land Use	Land Area	Percentage of Site Area
Building area (not including pump island canopy)	285,855 sq. ft.	16.7%
Parking and Driveways	815,430 sq. ft.	47.8%
Landscape and walkways	607,224 sq. ft.	35.5%
Total		100%

**Entitlements**

The applicant is requesting the following entitlements:

- a modification to the Bernal Property Specific Plan,
- a modification to the Bernal Property PUD development plan for the building and site design,
- a modification of the Development Agreement, and
- a Conditional Use Permit for the operation of the Safeway supermarket and service station.

**IV. DISCUSSION**

The proposal was peer reviewed by Larry Cannon of the Cannon Design Group, the City’s architectural peer review consultant. Mr. Cannon’s comments focused primarily upon the pedestrian linkages between the office and retail portions of the development and between the development and the residential areas to the west and to the City’s community park to the south. Mr. Cannon also commented briefly on a few details for the commercial structures to improve their pedestrian scale, architectural detailing, and the landscape planter layout of the parking areas. The plans for review have been revised to reflect the peer review comments.

**Bernal Property Specific Plan**

Maximum and Mid-Point Density

The proposed project’s overall floor area ratio (FAR) is 41.7 percent. The Bernal Property Specific Plan does not define the maximum and midpoint FAR’s for this property. For comparison, the Retail/Highway/Service Commercial, Business, and Professional Offices land use designation of the Pleasanton General Plan, which staff considers applicable to this development, states a maximum and midpoint FAR of 60 percent and 35 percent, respectively. Where a development proposal exceeds the midpoint density of the Land Use designation of the General Plan, amenities are then required to offset the higher density.

The applicant has designed the site and landscape plans with pedestrian pathways and linkages – shown as heavy dotted lines on the “Master Site Plan” – to Bernal and Valley Avenues, to the residential uses across Bernal Avenue to the east, and to the Bernal

Community Park to the south. Noteworthy, in staff's opinion, is the development's proposed interface with the Bernal Community Park. Staff considers the applicant's overall proposal to successfully fulfill the amenity requirement of the Pleasanton General Plan.

#### Applicable Specific Plan Policies

The Specific Plan addresses the review of subsequent land use proposals for the Bernal Property development as follows:

*"In reviewing subsequent land use proposals, (the) City shall seek to minimize potential conflicts associated with the approved Phase I Land Use Diagram and the future Phase II uses (as they may be established), such as noise, light and glare, and other such nuisances between: (i) adjoining land uses within the project, and (ii) land uses within the project as n those adjoining it."*

An overall land use goal of the Specific Plan is that the individual developments of the Specific Plan should work together visually and physically as an integrated whole.

The Bernal Property Specific Plan sets forth general design criteria for this site, including its frontage onto Bernal Avenue and Valley Avenue and its relationship to the surrounding residential and open space areas of the Specific Plan. A summary of the design criteria follows:

- The overall design should result in a pedestrian-friendly activity place.
- The buildings along Bernal Avenue and Valley Avenue should be located so that the majority of their frontage directly faces the public street.
- The parking spaces along Bernal Avenue and Valley Avenue should be located to the side or rear of the buildings.
- Street trees should be provided along driveways, drive aisles, and pedestrian connections.
- The development should create a community focal point and gathering place.
- The development should encourage the reduction of vehicle trips by fostering pedestrian access through its integration with residential uses.
- The development should provide convenient pedestrian routes to adjacent residential areas encouraging residents to walk, rather than drive, to the stores and offices.

#### *Discussion Points:*

1. *Does the Planning Commission believe that the proposed project implements the applicable goals and policies of the Bernal Property Specific Plan for this proposed project?*

#### Uses

The applicant's preliminary list of uses for the commercial project, "Pleasanton Gateway – Potential Uses", is attached.

The Bernal Property PUD (Ordinance No. 1814) allows the permitted and conditionally permitted uses of the O (Office) District, the I-P (Industrial Park) District, and the C-C (Central Commercial) District. The uses for the retail portion of the Pleasanton Gateway development are addressed in the Specific Plan as follows:

“neighborhood-serving retail/service uses” and “community retail uses” for the non-office uses in the commercial/office portions of the Bernal Property Specific Plan. In addition, “non-retail uses such as medical and dental offices, banks, travel agencies, etc., and other community-serving public and institutional-type uses such as child-care centers, meeting rooms, etc., are also encouraged” by the Specific Plan.

Staff, however, suggests the following modifications to this proposal:

- Remove the fuel island component of the proposed project.
- Combine selected permitted and limited conditional uses of the City’s C-N (Neighborhood Commercial) and C-C (Central Commercial) Districts.
- Restrict convenience markets from being allowed.
- Medical facilities including doctors’ offices, chiropractor offices, clinics, etc., may be limited to the office development. Staff is currently analyzing the potential parking demand.
- Game arcades would not be allowed.

A final list of uses would be developed and provided to the Planning Commission as the project review concentrates on what these uses may be.

*Discussion Points:*

2. *Does the Planning Commission wish to comment on the type uses that would be allowed for the commercial and office portions of this development?*

**Site Plan**

Site Design

The site plan is designed to emphasize pedestrian links, sight lines, and walkways between the development’s commercial and office areas, between the individual buildings within each area, and between the site and the surrounding uses and developments. These visual/physical linkages would include:

- The north/south axis/driveway linking the office/retail areas together.
- The east/west axis created between the open spaces of the public park on the east side of Valley Avenue terminating at the westerly portion of the site development.
- A landscape transition between the development’s south property line and the adjoining Bernal Park areas.
- Plaza areas with pedestrian amenities.

- A location for public art on the plaza.

**Setbacks**

The Bernal Property PUD development plan did not specify minimum development standards for this site. Table 3, below, describes the proposed landscape and building setbacks from the property line.

**Table 3: Proposed Building and Landscape Setbacks**

Location	Building Setback	Landscape Setback
North Property Line (Bernal Avenue)	41 feet to 48 feet. 52 feet to 63 feet to the street curb.	41 feet to 48 feet. 52 feet to 63 feet to the street curb.
East Property Line (Valley Avenue)	25 feet to 27 feet from Shops Buildings #4 and #5, respectively. 22 feet from Office Buildings #4 and #5.	25 feet to 27 feet from Shops Buildings #4 and #5, respectively. 22 feet from Office Buildings #4 and #5. 12 feet from the bus "pull-out" to 22 feet to 74 feet from the parking spaces.
South Property Line (Bernal Community Park)	148 feet from Office Building #4.	14 feet from the parking spaces.
West Property Line (I-680 Exit Ramp)	124 feet to 134 feet from Office Buildings #6 and #7, respectively. 26 feet to 28 feet from the Safeway building. 156 feet to 166 feet from Office Buildings #6 and #7, respectively, and 58 feet to 32 feet from the Safeway building to pavement.	20 feet to 23 feet from the parking spaces. 64 feet to 92 feet.

*Discussion Points:*

3. *Is the Planning Commission satisfied with the measures shown on the plans to screen/buffer the view of the Safeway service area from the Bernal Avenue off-ramp?*

**Service Station**

The proposed project includes a self-service station owned and operated by Safeway. It would face Bernal Avenue and would have five pump islands with fuel dispensers and a small building for employees and equipment but would not include a carwash or convenience market. The canopy and building are designed to compliment the architectural style of the Safeway and the commercial structures and are screened by a berm and landscaping.

Staff believes that the service station compromises the critical gateway effect at this location and that it is unnecessary to assure the development's success. The Bernal Avenue/Valley Avenue intersection is considered a major gateway into the City from the I-680 freeway going towards the Alameda County Fairgrounds, the Pleasanton City Hall cam-

pus, the Pleasanton downtown, etc. The Community Care Element of the Pleasanton General Plan states:

*“City entries affect the way visitors see the community and are the “welcome home” points for returning residents.”*

This aspect of the proposal, therefore, raises the following land use issue for the Planning Commission’s consideration: are two service stations appropriate at such an important gateway intersection, and would these land uses support the Community Care Element of the Pleasanton General Plan? Staff believes that the combined intensity of two service stations may be considered too great a concentration.

*Discussion Points:*

4. *Does the Planning Commission support a second service station at this gateway intersection?*

### **Building Design**

The proposed project necessitates high quality building design. The building designs were peer-reviewed by Mr. Cannon early in the project’s review process.

- The commercial/office buildings appear to be designed with an overall architectural theme that provides common design elements of materials, design details, and forms that would visually link the individual buildings while at the same time achieving the individual buildings’ design identity.
- The proposed office buildings follow the previously approved design themes established by the building designs of the previous approval.
- The building designs provide significant articulation and variation of building volumes.
- The buildings are designed with four-sided architectural design with design massing and detailing distributed to all building sides, and with design details and elements that establish a “pedestrian scale” to the overall building designs.

*Discussion Points:*

5. *Is the Planning Commission satisfied with the overall architectural design of the office and retail buildings?*

### **Landscaping**

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

- Limited turf areas would be provided only in the public use areas in the western area of the site.

- Predominantly low water use plant species would be used.

*Discussion Points:*

6. *Does the Planning Commission support the design of the site utilizing low water use plant materials that support the water efficiency standards?*

**Signage**

Signage is shown for the Safeway store and the project entrance from Bernal Avenue. Although the applicant has stated that there will be monument identification signs facing Bernal Avenue, Valley Avenue, and the I-680 frontage, the design details for these signs are not part of this plan set. No sign design details are shown for the commercial tenants.

Staff directs the Commission's attention to the height of the building sign on the Safeway building – 5 feet for "Safeway" and 6 feet, 8 inches for the Safeway logo. The heights of the recently approved Safeway building signs at the Amador Shopping Center are 4 feet for the "Safeway" letters and 5-feet, 4-inches for the "S" logo. Staff believes very strongly that the heights of the proposed signs should be significantly reduced.

Regarding monument signs, the City follows a policy of monument signs no taller than 6 feet, although sites adjacent to freeways may be increased to 12 feet.

*Discussion Points:*

7. *Regarding monument signs, would the Planning Commission prefer to see photo montages for a 6-, 8-, and 12-foot tall proposal?*

**IV. PUBLIC COMMENT**

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

As of the writing of this staff report, staff has received verbal comments from the owners of the Pleasanton Corners service station and the Gene's Fine Foods grocery store indicating their opposition to the proposal based upon the potential impacts to their businesses.

**V. RECOMMENDATION**

Staff recommends the Planning Commission review the proposal, hear all public testimony, and provide comment to the applicant.

*Staff Planner:* Marion Pavan, (925) 931-5610, [mpavan@ci.pleasanton.ca.us](mailto:mpavan@ci.pleasanton.ca.us)

**PUD-02-07M, Exhibit “B”  
Planning Commission Discussion Points.**

May 28, 2008

1. *Does the Planning Commission believe that the proposed project implements the applicable goals and policies of the Bernal Property Specific Plan for this proposed project?*
2. *Does the Planning Commission wish to comment on the type uses that would be allowed for the commercial and office portions of this development?*
3. *Is the Planning Commission satisfied with the measures shown on the plans to screen/buffer the view of the Safeway service area from the Bernal Avenue off-ramp?*
4. *Does the Planning Commission support a second service station at this gateway intersection?*
5. *Is the Planning Commission satisfied with the overall architectural design of the office and retail buildings?*
6. *Does the Planning Commission support the design of the site utilizing low water use plant materials that support the water efficiency standards?*
7. *Regarding monument signs, would the Planning Commission prefer to see photo montages for a 6-, 8-, and 12-foot tall proposal?*



**PSPA-02/PUD-02-07M/PCUP-210, Scott Trobbe, Pleasanton Gateway, LLC**

**Work session to review and provide comment for a proposal to modify the Bernal Property Phase I Specific Plan and the approved PUD development plan and for a conditional use permit for a commercial/office development on an approximately 39.22-acre property located on the southwest corner of Bernal Avenue and Valley Avenue, between Valley Avenue, and I-680. Zoning for the property is PUD (Planned Unit Development) District.**

Mr. Pavan summarized the staff report and described the background, scope, and layout of the proposed project.

Commissioner Fox noted that the staff report stated the City's peer review consultant, Larry Cannon, Cannon Design Group, had recommended moving Buildings 4 and 5 so they would not be so close to Valley Avenue. She understood the applicant's statement in the staff report that they would not move them per Mr. Cannon's suggestion and inquired whether she had interpreted it correctly. She noted that it referred to the previous application and inquired whether the applicant would be allowed to move the buildings if the previous application had been approved.

Mr. Pavan advised that the site plan could be modified to move those buildings if they chose, adding that Buildings 4 and 5 were placed close to Valley Avenue and considered to be a fundamental concept of the original proposal. The project as presented to the City would exhibit traditional design and planning principles to its best effort. He noted that the location of the office buildings, as evaluated in the Environmental Impact Report for the Bernal Park Specific Plan, would provide a measure of noise mitigation for those houses. He noted that there were very strict criteria established in the Environmental Impact Report (EIR) with respect to the location of the buildings as a means of shielding houses from the noise from I-680.

Commissioner Blank noted that the building numbering changed slightly from the existing plan site to the proposed plan site. He noted that Buildings 4 and 5 in the existing plan site were now labeled Buildings 1 and 2. Mr. Pavan acknowledged that there were some changes in the building numbering due to the site development plan modifications.

In response to an inquiry by Commissioner Fox regarding whether the buildings close to Valley Avenue needed to be four stories to mitigate noise or whether they could be three stories, Mr. Pavan replied that he did not have that information at this time and would look into it and get back to the Planning Commission.

Commissioner Fox noted that Larry Cannon had recommended the use of something other than faux stone and had strongly recommended that the applicant use another method, such as the use of brick. She noted that Mr. Cannon stated that the applicants did not make those changes and inquired whether staff concurred with Mr. Cannon's recommendations.

Mr. Pavan noted that at this time, the work session was intended to look at the broad, general design concepts. He noted that the detailing items would come back at a later time. He added that the City had been working with the applicant to design a center that would incorporate the elements of the residential, the new retail, and the office buildings.

Commissioner Fox inquired whether staff recommended the elimination of the gas station, and if so, what staff recommended to be placed in that area instead. Mr. Pavan confirmed that staff recommended the elimination of the gas station and that the area could be substituted as a landscape area or provide additional retail space. Staff has not evaluated other uses for the area that could be incorporated.

Commissioner Pearce inquired how tall the existing buildings were in the Bernal Corporate Park complex across Bernal Avenue. Mr. Pavan replied that he did not have that answer at this time but would provide it at a future date.

Commissioner Olson noted that he would wait to make his comments.

Commissioner O'Connor noted that the parking numbers were in the neighborhood of five per 1,000 square feet. He requested a breakdown of what was required for the actual office space versus retail use. Mr. Pavan replied that the minimum Code requirements would be three per 1,000 for office, as well as retail. He noted that the applicant had proposed parking ratios that exceed the office and retail standards and that the adequacy of on-site parking would be evaluated in conjunction with a traffic analysis to be done with this development. He stated that in that context, staff had proposed a number of parking spaces but would look to the consultant to ensure that it would be adequate for the proposed uses anticipated for this property.

Chairperson Blank wished to confirm that there would be no drive-through restaurants or services of any kind. Mr. Pavan confirmed that was true and noted that a fast food restaurant could locate in this area but would be a sit-down restaurant only.

Chairperson Blank requested clarification that the second gas station referenced was on the Bernal Property site, and that the first one was the Shell station at Bernal Corners. Mr. Pavan stated that was correct.

In addition to the traffic study, Chairperson Blank inquired whether it was staff's intent to perform a traffic safety analysis as well. Mr. Pavan replied that the scope of the traffic analysis had not been worked out in detail. He added that staff generally looked at traffic safety questions in conjunction with the applications.

Commissioner Fox noted that she was looking at the traffic circles on Valley Avenue on the Master Site Plan and inquired whether what appeared to be a second traffic circle was actually a plaza. Mr. Pavan believed they were enhanced paving and noted that the applicant's designer could clarify that information. Commissioner Fox further inquired whether that was true in the center as well and whether the circulation within the complex did not include any more traffic circles. Mr. Pavan stated that he did not believe that was the case and noted that the applicant's architect could answer those questions.

**THE PUBLIC HEARING WAS OPENED.**

Scott Trobbe, South Bay Development Co., applicant, displayed a PowerPoint presentation of the location map and the site plan and described the background of this proposed project, which had originally involved KB Homes and Greenbriar Homes Communities. He noted that many changes had occurred with tenants from the early 2000's. He acknowledged that initially, amenities and services were an important component, and this site was amenity-challenged. He noted that although they had invested a great deal of money in the architectural aspect of this project, they had been compelled to re-evaluate the project in order to create a successful project. He noted that they did not wish to create a bad project and had, therefore, looked at alternatives. He stated that they were pleased that Safeway was open to the changes as well, and they had reached an agreement for Safeway to bring their lifestyle concept to the site, including a 65,000 square foot unique lifestyle store along with a fuel center. He added that this would be augmented with 50,000 square feet of other retail projects and that they had made changes to the balance of this site.

Mr. Trobbe noted that they wanted to make the project a mixed-use project that was pedestrian-friendly and user-friendly; he believed they had accomplished those goal with the help of staff and the comments from Larry Cannon. He added that they believed they had a project that would be beneficial to the community of Pleasanton, particularly in that area. He stated that they believed the architecture and the size of the project would overcome any one structure they may anticipate building, including the fuel center. He noted the concern about the fuel center being at a critical "gateway" to the City and stated that he believed that offsetting it on the corner of Bernal and I-680, away from Valley and Bernal, would be beneficial for the project and the community.

Mr. Trobbe noted that the other 50,000 square feet of retail space would be leased. He added that he had owned property in the Hacienda Business Park since 2000 and understood there was a great deal of emphasis on the Downtown area. He stated that they purposely did not lease any of that space, even though they had a great deal of interest, because they wished to be sensitive to the needs of Downtown. He noted that he had met with Christine Saldivar of the Pleasanton Downtown Association to keep the lines of communication open. He stated that he believed this project would be a good amenity at the Downtown gateway. He added that he had spoken to the Board of Directors of Canyon Oaks and another complex during a pre-development meeting.

Ken Rodriguez, FAIA, project architect, noted that they looked at the project in context with previous approvals on the site and how amenities could be added. He noted that they also examined the overall Bernal area and worked to master plan a project that would complement the area providing additional retail and office. He noted that the amenities would help the office complex as well as the existing residential component. He noted that adjacent open space, residential, as well as the future office complex and retail environment, would be a benefit. He noted that the office users looked for amenities such as food service, dry cleaners, and other services that would capture trips in such a way that additional trips would not be generated during the noon hour. He stated that he believed this project interfaced with the open space better than the previous project. He displayed a slide presentation that showed the architectural details of the proposed project. He noted that the materials and colors were very warm and rich, including stone, wood, exterior plaster, and larger glass elements that would make the entry elements very open. He added that the interior spaces would be light and airy. He noted that

Safeway wished to make this their flagship store. He noted that over 36 percent of the site would be landscaped, with a number of outdoor dining and pedestrian areas.

Commissioner O'Connor inquired why the brick elements were not used instead of stone. He stated that the brick elements would tie the two projects closer together, as opposed to being so different in look. Mr. Rodriguez replied that they had both materials and that he believed the stone and brick worked well together. He noted that if the Commission believed that one material would be better, he would entertain that idea. He added that he liked the idea of adding both brick and stone and that they were both integrated into the retail center and the office building because it was a very large site. He noted that the Downtown area had a large variety of finishes. He stated that they proposed both materials to address the issues of scale. He expressed concern that using only one material may diminish the integrity of the design since it was so large.

Commissioner O'Connor noted that he had not noticed both materials and had observed a lot of stone in the office and a lot of brick in the retail.

Commissioner Narum inquired whether she would see a lot of parking if she were to look from the open space south of the project toward the project. Mr. Rodriguez replied that she would not and that they changed the parking scheme in order to screen the parking. He noted that the walkway paths in the previous parking area would be heavily landscaped, acting as a transition buffer. He noted that there was a lot of green as compared to the previous project and that there would be some glimpses of asphalt and cars. He noted that there must be adequate parking and that by increasing the landscaping buffer, the screening would be increased.

Commissioner Olson inquired whether a representative from Safeway was present. Mr. Trobbe replied that they were originally scheduled for April and that the Safeway representatives had planned to attend at that time. He noted that they had a conflict for this hearing but would attend in the future.

Commissioner Olson inquired about the fuel station and noted that every new Safeway he had seen recently had a fuel station. He believed that was a key part of their retail equation in order for the project to be economically viable. He noted that grocery stores were extremely low-margin businesses and that it would make sense for them to sell fuel. He noted that he was a bit put off when he received the package and saw the massing of the buildings. He noted that the color renderings showing the barriers were well done. He expressed concern that if Safeway would not be able to have the fuel station, they may not locate in the project. He indicated that he did not want to condition the project in such a way that it would not pay for Safeway to do the project.

Mr. Trobbe noted that the staff report was explicit that staff did not want to have a fuel station in the project; the fuel station would be an important and critical piece of the Safeway lifestyle center.

Commissioner Olson asked about the typical traffic pattern in the Safeway area, whether it be a shopper using the store or a car exiting the freeway to buy fuel. He wanted to ensure that the

flow of traffic would be considered. He believed the retail would pull pedestrian traffic from the immediate housing area, which would be a positive aspect of the project.

Commissioner Pearce inquired about the nature of a lifestyle store. Mr. Trobbe replied that the lifestyle concept was a result of the changing, more active consumer who would want to buy more healthful prepared meals; the first grocer to grasp that concept was Whole Foods. Safeway intended to provide a similar shopping experience, including walk-in wine rooms, bread hearth, pizza ovens, and fresh entrées; he noted that the Livermore store was a good example of this kind of store. He noted that this store would be unique as Safeway's flagship store; they would have the space to roll out different concepts that would not be possible in other stores. He added that there would be components similar to other lifestyle stores.

Commissioner Fox noted the master site plan and the retail tenant list and inquired what pedestrian path would be taken from Valley Avenue to the retail tenant. She pointed out what appeared to be the end of the path. Mr. Rodriguez pointed out the pedestrian path on the overhead screen and described the route. He noted that they had worked closely with staff and Larry Cannon to enhance the pedestrian walkways and connections.

Commissioner Fox noted that the project looked close to I-680 and inquired what would happen if CalTrans added lanes to I-680. She inquired what the distance was to the I-680 right-of-way. Mr. Rodriguez replied that he would have to look at the dimension site plan and noted that there was a large landscape buffer all along the entire I-680 area, which met the setbacks for the site. He noted that a ring road connected the parking elements; Safeway would have an additional 25 feet of landscape. He noted that the off-ramp was already improved and that there were no plans to widen it. He noted that the landscape setbacks would be similar.

Commissioner Fox inquired whether the blue notation between the buildings was a water feature. Mr. Rodriguez replied that it was a large two-story glass connection which would enable people to see through the entire building to the open space.

In response to an inquiry by Commissioner Fox regarding whether water features would be included in the pedestrian area, Mr. Rodriguez replied they planned to include water features.

With respect to the view from the site to Pleasanton ridge, Commissioner Fox asked whether the viewer would be able to see the ridge or four-story buildings. Mr. Rodriguez noted that was a good question, and that he would bring that back at the public hearing stage. He would like to take a photograph of that spot and drop a building in visually. Commissioner Fox believed that would be useful to the Commission if the visuals could be created from multiple places on the property. She requested that the street view from Downtown towards I-680 and Bernal Avenue be included in the presentation. She noted that she did not want the buildings to obscure the view of the ridge, in the same way that she did not want the lighted sports fields to do the same. She added that she believed that may be a condition and requested staff to verify.

Mr. Rodriguez noted that it was valuable to re-evaluate these aspects of the project and added that had been done significantly since 2000. He noted that none of the building heights had been changed since 2000.

In response to an inquiry by Commissioner Fox regarding whether the developer was tied into Safeway as a tenant or whether it could be Whole Foods, Mr. Trobbe noted that when they started to re-evaluate the project from a retail perspective and considered modifying the site, they believed that only two grocers would be capable of bringing the quality and style to the site: Safeway and Whole Foods. He noted that Whole Foods was focused on a deal in Dublin and would not come to Pleasanton. He noted that he had not been able to persuade Whole Foods to come to Pleasanton. He noted that there would be no other grocers on the balance of the property.

With respect to the office buildings on the south side, Commissioner Fox inquired whether the applicants anticipated having eating establishments within walking distance or whether they would have to drive. Mr. Trobbe replied that he did not know the answer to that question. He added that with the assistance of staff and Larry Cannon, they tried to make the pedestrian connections as inviting as possible, utilizing shade trees and benches and creating sitting areas; they hoped to encourage people to stay on foot instead of using their cars.

Commissioner Fox suggested moving the offices to the corner and inquired whether that would be a good idea. Mr. Rodriguez replied that he believed it would be critical to the retail use to hold a corner and noted that the ease of access would be critical with a corner location. He added that a central location would segment the project enough that there would be three projects and that from a marketing perspective, that would not move the goals of the project forward.

Chairperson Blank noted that the original project had eight buildings and that this project had eight buildings, since one turned into a Safeway. He noted that the layout, square footage, and some of the uses had changed. Mr. Trobbe noted that he believed Chairperson Blank's assessment was correct and that they kept the two buildings along Valley Avenue and the two buildings that fronted I-680. He added that they did not alter those buildings at all and that two buildings at the south end would be broken up into three smaller buildings, which would allow more flexibility.

Mr. Trobbe noted that he appreciated the valuable comments from the Commission and that they looked forward to working with staff as they move forward with this project.

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

Chairperson Blank noted that staff provided seven questions for the Commission's comments.

### **1. Does the Planning Commission believe that the proposed project implements the applicable goals and policies of the Bernal Property Specific Plan for this proposed project?**

Commissioner Fox noted that she did not believe the gas station conformed to the Bernal Property Specific Plan and did not like the fuel station and wanted it to be removed from the project. She stated that she believed the project looked pretty good and would like to see more connection to the Bernal property, with more of a transition to the rest of the Bernal property.

She stated that she was unsure of the gateway and arch at the entrance, although she did not dislike it. She added that she would like to see, in place of the fuel station, a plaza with more green area, possibly a pedestrian-only plaza similar to Main Street Green with the retail shops across the way. She would like it to be an eye-catching, heavily landscaped area going into Pleasanton, perhaps including a water feature, that would set the tone for getting off of Bernal Avenue and going into Pleasanton.

Commissioner Pearce stated that she believed the proposed project implemented the applicable goals and policies of the Specific Plan. She expressed concern about light and glare and would like those issues further addressed in the application. She noted that it was very pedestrian-friendly and that she believed they had done everything possible to encourage pedestrians to use it. She indicated that she would like to see some bike parking.

Commissioner Olson noted that the proposed project implemented the applicable goals and policies of the Specific Plan. He stated that he believed it was a reasonable approach.

Commissioner Narum stated that the proposed project implemented the applicable goals and policies of the Specific Plan, with the exception of whether the development should create a community focal point and gathering place. She expressed concern about the gathering place and stated that she would like to see a plaza with a fountain and seating area separate from a restaurant. She added that she did not believe restaurant seating provided a comparable amenity. She disclosed that she was on at least two Bernal property task forces, and was involved with the writing and visioning process.

Commissioner O'Connor indicated that he believed the proposed project implemented the applicable goals and policies of the Specific Plan.

Chairperson Blank noted that he agreed with Commissioner Olson's comments and that it fit into the Specific Plan. He agreed with Commissioner Pearce's concern about light and glare, as well as noise. He agreed that bike parking would be a good idea. He acknowledged that the Commission did not have many details because this was a workshop. He strongly encouraged the applicant to have accurate viewsapes, large color and materials boards. He noted that the visuals recently presented for the Staples Ranch project Environmental Impact Report (EIR) discussion were excellent and recommended that the applicant model their visuals after those visuals. He noted that this was a very strong project in terms of fitting in with the Specific Plan. He agreed with Commissioner Narum's comments to include more of a gathering point, which he noted would fit easily into this project.

*2. Does the Planning Commission wish to comment on the type of uses that would be allowed for the commercial and office portions of this development?*

Commissioner O'Connor noted that Questions 2 and 4 were enmeshed because one of the uses was a gas station.

Chairperson Blank suggested that Question 4 be addressed at this time as well:

#### **4. Does the Planning Commission support a second service station at this gateway intersection?**

Commissioner O'Connor noted that he did not have a problem with the service station and believed it would be an integral part of Safeway's business plan. He indicated that he understood why they wanted and needed it there. He would like to pull the project away from the street on Bernal Avenue and would like to landscape it more heavily so it would not be as visible at the gateway. He was concerned with the sheer square footage of retail being added, excluding the Safeway store. He inquired whether other businesses would be affected by the number of sales and suggested that a lesser square footage of retail may provide the opportunity to move things around and screen the fuel station. He noted that more open space would be provided as well. He indicated that he was pleased that there would not be convenience markets or drive-through restaurants.

Commissioner Narum stated that she had looked at the list of uses and inquired whether they were limited to known businesses. Chairperson Blank noted that the language referred to an example of retail tenants. He agreed with the applicant's desire to not detract from retail. She noted that having the gas station would be acceptable and suggested rotating it 90 degrees so that only one bay was visible from the street instead of five. She requested that they do a better job of stacking than the one in Dublin.

With respect to Question 2, Commissioner Olson noted that he was originally put off by the building massing but noted that they looked great on the overhead screen. He noted that was a convincing argument that the mass worked to reduce freeway noise into the housing area. He indicated that four stories was reasonable in the middle section. He noted that Exhibit F included and In 'N Out Burger and had never seen one that was not a drive-through; he suggested that it be stricken from the list.

With respect to Question 4, Commissioner Olson stated that he supported the fuel station and noted that the possibility of rotating it was a good idea, possibly in conjunction with re-examining the amount of retail space in the project, with the exception of Safeway.

Commissioner Pearce agreed that convenience markets should not be allowed as well as with staff's recommendation regarding medical facilities. With respect to the concept of the Safeway lifestyle center at the City's gateway, she stated that she could not support a gas station. She noted that there was already a gas station at the Jack in the Box restaurant and that having a great number of gas stations may not be necessary. She noted that this store would compete with uses similar to Whole Foods and that she had not seen a gas station at Whole Foods. She added that she did not see how it would be an integral part to her idea of an appropriate gateway. She noted that it would be counterproductive to have a gas station in a center that tried to promote alternative energy and transportation modes. She stated that the uses were good.

Commissioner Fox agreed with Commissioner Pearce that the gas station should not be there. She stated that she did not believe the City Council would support a gas station there as well. She inquired what kind of alternate retail could be placed there if Safeway was not in the plan. She suggested that it may be an appropriate place for a Target. She recalled Commissioner



O'Connor's comment about additional retail on Bernal Avenue and inquired whether the additional retail would cause blight and empty stores in a portion of town closer to Downtown. She stated that this should be carefully examined as well as the effect on existing businesses. She suggested having several options, including mixing the retail uses at Bernal Avenue and Valley Avenue such as senior housing. She indicated that she was not convinced that the retail at the corner of Valley Avenue and Bernal Avenue would be anything other than commercial freeway-oriented businesses. She noted the fuel station may become a draw from the freeway for people who just want to buy fuel and was concerned that the intersection would end up with retail that was commercial freeway-oriented. She expressed her preference that it remain a neighborhood-serving retail development.

Chairperson Blank did not object to most of the uses that were indicated and noted there was a shortage of nice sit-down restaurants in Pleasanton. He would not want to see an In 'n Out Burger with no drive-through in that it would still be a fast food restaurant. He had no issue with the fuel station and stated that it could be rotated 90 degrees and be shielded properly. He noted that a condition could be added to disallow "Fuel Next Exit" signs to discourage freeway traffic. He stated that the Commission should support Safeway, which was a Pleasanton company.

**3. Is the Planning Commission satisfied with the measures shown on the plans to screen/buffer the view of the Safeway service area from the Bernal Avenue off-ramp?**

Commissioner Fox indicated that she was unsure of the answer to this question and expressed concern about the project's proximity to the freeway. She stated that she believed the whole project should have more of a buffer from the freeway and should be moved 20 feet or so away from the freeway with more screening for the back of Safeway. She believed the back of Safeway would be an eyesore without screening.

Commissioner Pearce would like to see visuals and a landscaping plan, which would enable her to determine the answer to this question. She noted that visuals of Bernal Avenue from I-680 and the future park would help her determine this issue.

Commissioner Olson agreed with Chairperson Blank's comments about ample use of landscaping as a good start in screening the service area. He noted that more landscaping would be needed.

Commissioner Narum agreed with Commissioner Olson's comments regarding screening.

Commissioner O'Connor noted that more detailed visuals would be needed to determine the amount of screening. He agreed that rotating the service station, increasing setbacks, and increasing screening should be shown in the visuals.

Chair Blank agreed with the previous comments and would like drivers coming off the freeway to see this project as a park-like environment with more screening from the freeway perspective.

## **5. Is the Planning Commission satisfied with the overall architectural design of the office and retail buildings?**

Commissioner O'Connor stated that he would like to see more detail and noted that contemporary metal overhangs were used. He suggested maintaining a "Pleasanton look" and noted that using a more modern look would not detract from that. He noted that canvas awnings and wooden beams were good but was concerned about the metal elements.

Commissioner Narum liked the architecture on the office buildings but was concerned with the visual along Bernal on the last page of the staff report. She suggested that it have a more open look to appear more like a village or a park to draw people in. She suggested rotating the gas station 90 degrees and adding a water feature with some greenery. She was concerned about the streetscape with tower elements and would like to see fewer towers and more articulation and detail on them as well as on the building façades. She indicated that the gateway could be showcased better. She stated that she liked the concept of the paths and would like to see more attention to the retail building along Bernal Avenue.

Commissioner Olson noted that the Pleasanton look was eclectic, including the Hacienda look, with large office buildings. He stated that he liked these buildings as shown on the screen and believed they made a statement about the City. He stated that the plaza may pull from Downtown, which would not be helpful for Downtown. He noted that plazas should be located Downtown with the foot traffic and shoppers as well. He stated that he would not be opposed to taking a hard look at the retail part of the architecture.

Commissioner Pearce agreed with the previous comments and would like to see the use of natural materials to blend with the natural environment surrounding the site. She cited Northstar Village, which blended into the natural elements without a lot of massing. She liked the pedestrian areas and would like to keep people from driving up and down Bernal Avenue during the noon hour.

Commissioner Fox stated that she believed the office buildings looked like cookie-cutter rectangles to her and thought they were boring. She noted that a lot of effort was put into the fire station at Bernal Corners, which was attractive. She hoped that something more cutting edge could be done to the office buildings to make them look more like the fire station or the old Netscape complex in Mountain View along Middlefield Road or perhaps the Google complex. She agreed with Commissioner Narum's comments regarding the street elevation. She noted that a green space or plaza could be placed where the gas station is planned. She indicated that she did not believe the plaza would detract from Downtown. She noted that the three sets of retail looked almost identical and that better elements, such as pitched roofs, could be used instead of a tower element near a flat-strip shopping center. She noted that she had hoped for a more creative appearance. She noted that the office buildings closest to Valley Avenue should be reduced to three stories. She stated that she would like to buffer the uses on the other side and believed it would be beneficial to look at noise-absorbing materials. She did not want the project to become an echo chamber and would like to ensure that the materials mitigated the noise.

Chairperson Blank would like to see the visuals for four stories and decide what impact it would have on the ridgeline. He noted that the office buildings needed more articulation, and liked the see-through feature. He believed the office buildings were somewhat cookie-cutter and suggested that the applicant work with Ms. Decker to explain the "Pleasanton look." He stated that color renderings and a landscape plan could improve the appearance of the project and noted that the black-and-white drawings resembled either a strip mall or a prison.

**6. Does the Planning Commission support the design of the site utilizing low water use plant materials that support the water efficiency standards?**

Commissioner Fox stated that she would like to see more turf areas where the gas station is currently located. She would like to see more aesthetically pleasing elements, such as water features and a plan showing where they will be. She was more concerned about proper landscaping and transitions than low water. She would like the signs and monument signs to be softened with plantings and did not want to see cacti at the gateway.

Commissioner Pearce supported low-water use plant materials and ideally would like to see California native plant species, particularly since EBMUD had requested lower water usage. She would like to see less grass and more creative use of cobblestones.

Commissioner Olson echoed Commissioner Pearce's comments and pointed out that the area immediately around a fuel station will not require any irrigation.

Commissioner Narum supported low-water use plant materials as well as the use of native plants and low water usage. She noted that Livermore had a native plant garden, which was beautiful.

Commissioner O'Connor agreed with the plan utilizing low water usage. He stated that there were grasses and ground cover that require very little water and noted that this was a 40-acre site that would have a lot of parking and hardscape. He indicated that the hardscape should be softened with low water-consuming vegetation.

Chairperson Blank agreed with Commissioner O'Connor's comments and stated that low water usage was very important. He stated that grasses should be chosen carefully to avoid over-watering. He indicated that he hoped that as the applicant designed the buildings, they kept energy efficiency and LEED standards in mind. He encouraged the applicant to exceed the minimum number of points in their total energy profile.

**7. Regarding monument signs, would the Planning Commission prefer to see photomontages for a 6-, 8- and 12-foot tall proposal?**

Commissioner O'Connor noted that he would like to see the photomontages. He would not be interested in seeing a 12-foot-tall monument sign but would need to see the proposed visual.

Commissioner Narum would like to see photomontages for anything above six feet.

Commissioner Olson agreed with Commissioner Narum's comments. He inquired what Safeway's anticipated freeway signage plan would be and noted that it was a sensitive point.

Commissioner Pearce stated that she always wanted to see photomontages and did not want Pleasanton to look like a truck stop.

Commissioner Fox wanted to see photomontages and noted that the signs should be shorter. She stated that she did not want to see 8- or 12-foot signs and would like to implement a sign program for this project. She recalled the gas station and Jack in the Box project and the sensitivity of their signage. She would like the signs to be tasteful and did not want to see light pollution, given the proposed 24-hour operation.

Chairperson Blank wanted to see photomontages and noted that 12 feet seemed too high for a monument sign. He believed the applicant should be very sensitive to the Commission's strong desire not to have this use look like a truck stop.

In response to an inquiry by Commissioner Olson regarding whether there was a current development agreement, Mr. Pavan replied that there was. Commissioner Olson requested that staff bring the agreement and its modifications to the next hearing. Mr. Pavan stated that he would.

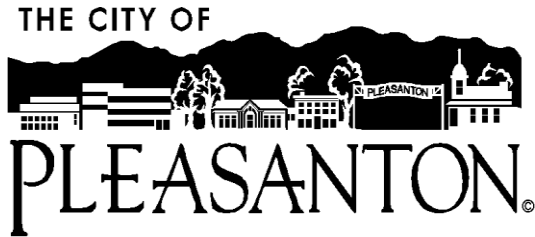
Commissioner Narum requested feedback from the Parks and Recreation Commission or the Trails Ad Hoc Committee to ensure the trails would be tied to the pedestrian walkways as well as whether the half-circle was properly placed. She stated that that the Trails Ad Hoc Committee meetings were better attended than the Parks and Recreation Commission meetings because of the community interest.

The Commissioners concurred with that suggestion and indicated that they would like to have that happen before the project came back to the Planning Commission.

Commissioner Pearce would like more information on cities that have two Safeway's as well as cities of a similar size that can support eight grocery stores. She stated that she believed Safeway had performed its research and economic analysis.

With respect to Commissioner Olson's question about the development agreement, Ms. Decker stated that as part of the entitlements, the applicant had requested an extension of the existing development agreement, which will include language updating the document. The document will expire in 2010, and the applicant has requested an extension to 2015. She noted that staff would discuss the office structures with the applicant and added that the office buildings were part of the development agreement, with the architecture as shown. She noted that with respect to Commissioner Pearce's request for a market analysis, Safeway has performed such an analysis. She added that staff will return with several fiscal analyses, including the impact of this development on other businesses, as well as what other revenues would likely be. She added that color samples and renderings would be presented as well.

No action was taken.



**Planning Commission  
Second Work Session Staff Report**

October 14, 2009  
Item 6.b.

- SUBJECT:** PSPA-02, PUD-02-07M, and PCUP-210
- APPLICANT/  
OWNER:** Pleasanton Gateway, L. L. C. (Scott Trobbe).
- PURPOSE:** Work session on the Pleasanton Gateway PUD development plan modification located on the southwest corner of Bernal Avenue and Valley Avenue.
- GENERAL  
PLAN:** Bernal Property Specific Plan (Commercial/Office)
- ZONING:** PUD - C (Planned Unit Development - Commercial)
- LOCATION:** Southeast Corner of Bernal Avenue and Valley Avenue between Valley Avenue and I-680.
- ATTACHMENTS:**
1. Exhibit A, Discussion Items, dated October 14, 2009.
  2. Exhibit B, dated "Received October 1, 2009" including Master Site Plan, Retail/Commercial Site Plan, and Building Floor Plans and Elevations.
  3. Exhibit C, Planning Commission Work Session Staff Report dated May 28, 2009.
  4. Exhibit D, Minutes of the May 28, 2008 Planning Commission Work Session
  5. Exhibit E, Permitted and Conditional Uses of the Bernal Properties PUD Development Plan.
  6. Exhibit F, Comment Letter Prepared by Larry Cannon
  7. Exhibit G, Retail/Commercial Building Designs Revised After the First Work Session.
  8. Exhibit H, Location Map.
  9. Exhibit I, Noticing Map.

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**I. BACKGROUND**

On May 28, 2008, the Planning Commission conducted a work session on the proposal by the applicant, South Bay Development, to modify the office-only approval of its 39.22-acre property located in the Bernal Property Specific Plan to allow a mixed-use development that will include business and professional offices and retail uses,

including a Safeway grocery store and a self-serve gasoline station, and personal services. The May 28, 2008 Planning Commission staff report and meeting minutes are attached. The first work session staff report identified discussion topics of site and landscape design and setbacks, building design and signage, uses and policies of the Bernal Property Specific Plan.

South Bay Development has revised the site and building design of the retail/commercial portion of its proposal and has requested a second Planning Commission work session so that the Commission can review and comment on the revised retail/commercial site plan and building designs before proceeding further with engineering and landscape plans, signage, design detailing, etc. (No changes were made at this time to the office portion of the proposal.) For this reason, the Planning Commission's packet only includes the revised site plan and building plans for the retail/commercial portion and not for the office portion.

## II. SURROUNDING AREA

An aerial photograph with the revised retail/commercial portion superimposed on the site with the office portion and the surrounding use and developments is shown on Figure 1, below.



**Figure 1: Aerial Photograph/Location Map of the Proposed Development and Surrounding Land Uses**

Surrounding land uses are described in Table 1, below.

**Table 1: Surrounding Uses**

Direction	Land Use
North	Office and commercial uses including restaurants, retail, and personal services.
East	Self-serve gasoline station with a drive-through fast-food restaurant, convenience market and carwash, vacant land, apartments, public park, and small-lot single-family homes.
South	Bernal Property community park site and bio-retention ponds.
West	I-680 and the Bernal Avenue off-ramp.

### III. PLANNING COMMISSION WORK SESSION SUMMARY

The Planning Commission opened its work session on the office and retail/commercial components of the proposed project and provided its comments and directions on the building and site design, conformance to the Bernal Properties Specific Plan, uses, and signage. A summary of the Commission's comments follows:

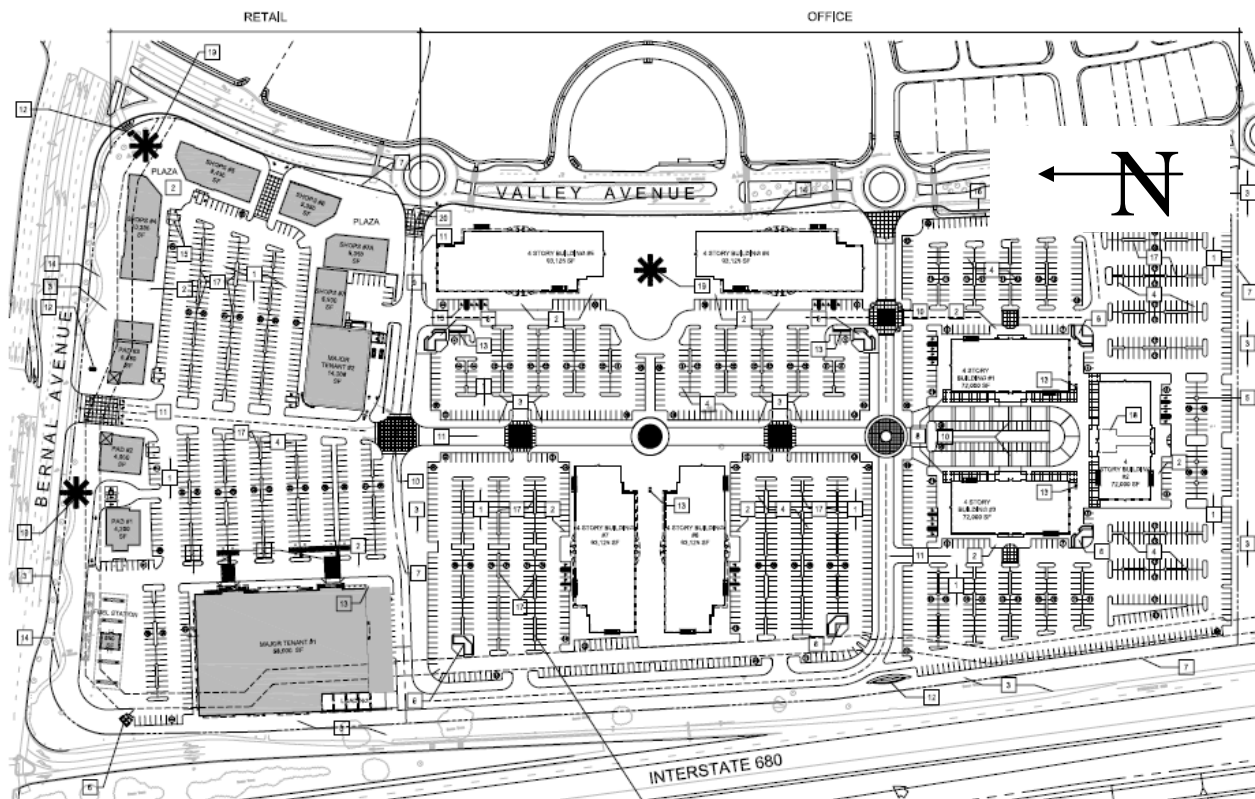
- The Planning Commission generally agreed that the proposal implemented the applicable goals and policies of the Bernal Specific Plan and fit in well with the Specific Plan. However, its location warrants an eye-catching, heavily landscaped area at an entry point into Pleasanton. Additionally, the project should create a community focal point and gathering place.
- The Planning Commission generally supported the proposed service station. However, there was already a service station at the Jack in the Box restaurant and having a greater number of service stations may not be necessary. If retained, the service station's location cannot impact traffic and circulation on Bernal Avenue; if deleted, more open space should be provided. The applicant should also explore rotating the station 90 degrees perpendicular to Bernal Avenue so that only one bay would be visible to Bernal Avenue.
- Provide strong connections to the Bernal property with a transition to the rest of the Bernal property. Ensure that the rear of the Safeway building is heavily landscaped and screened from the freeway. Concern was expressed regarding light, glare, and noise and that these issues should be further addressed in the application.
- The overall development is pedestrian-friendly and would encourage pedestrians to use it. However, there should be additional plazas with landscaping and water features and bike parking should be provided. The project should present a park-like environment with more screening from the freeway.
- The retail on this site should be neighborhood oriented and not freeway-oriented. Convenience markets and/or drive-through restaurants should be restricted. The applicant should consider having sit-down restaurants given the shortage of such businesses in Pleasanton. The impacts to existing City businesses should be carefully examined.

- The Planning Commission also commented on the use of low water use plant materials and signage.
- The Planning Commission generally supported the proposed building design but suggested that additional detailing be added to the structures. Consider reducing the number of towers and increasing the buildings' articulation and detail. Emphasize natural materials to blend with the natural environment surrounding the site.

The Planning Commission directed staff to complete its review and to then bring the project back to the Planning Commission either as work session item or as a public hearing item

#### IV. PROJECT DESCRIPTION

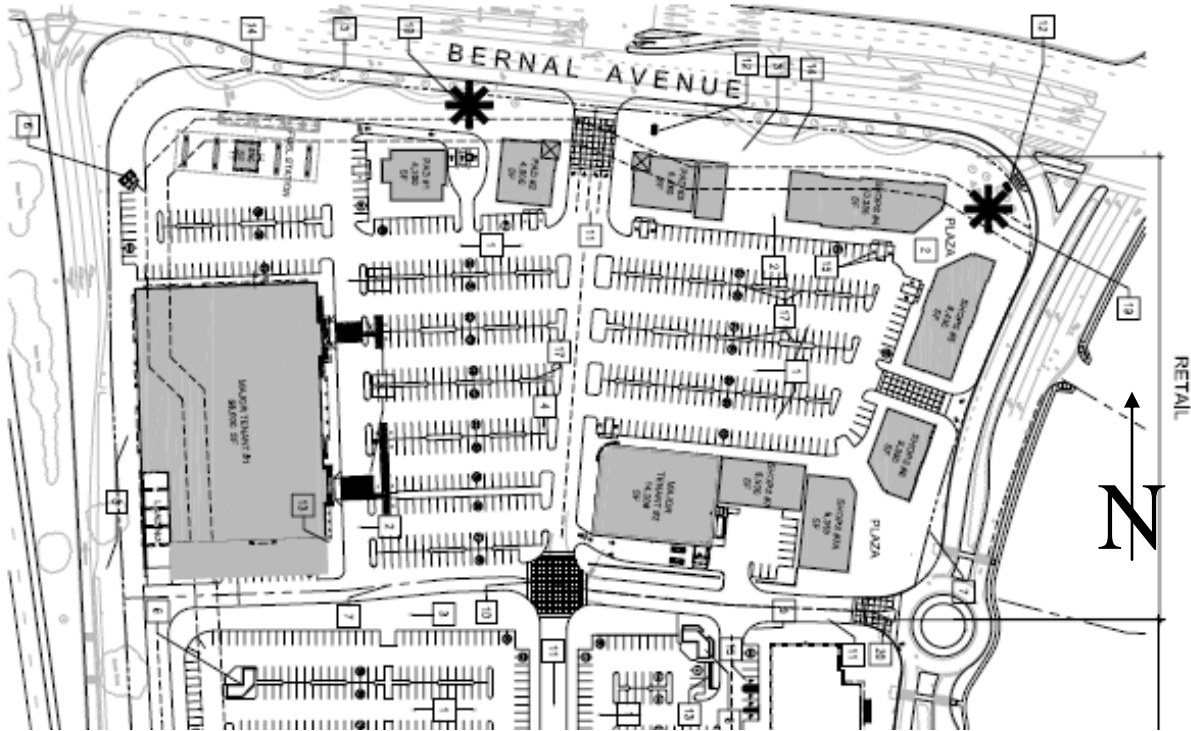
The revised site plan is shown on Figure 2, below. (The attached staff report of the May 28, 2008 Planning Commission Work Session includes a copy of the previous site plan and a copy of the approved office development plan for this site.)



**Figure 2: Revised Site Plan Now Proposed**

The focused site plan of the retail/commercial development is shown on Figure 3 on the following page.





**Figure 3: Focused Retail/Commercial Site Plan**

The revised retail/commercial development shown on Figure 2 and Figure 3 is a result of the Planning Commission's comments and direction, the recommendations of the preliminary traffic analysis, and the comments made by nearby homeowners at the neighborhood meetings. A summary of the changes from the previous development reviewed by the Planning Commission at its work session follows:

- Access:

Previous Proposal:

The driveway entrance and aisle from Bernal Avenue was first proposed to be off-set from Koll Center Drive thereby limiting the Bernal entrance to right-turn ingress/egress only.

Revised Proposal:

The revised site plan now shows the Bernal Avenue driveway entrance aligned with Koll Center Drive enabling left-turn ingress/egress between the site and Bernal Avenue, right-turn ingress/egress between the site and Bernal Avenue, and left-turn ingress only from Bernal Avenue to Koll Center Drive. With this change, the project's overall traffic – retail/commercial and office – including large delivery trucks will now be able to proceed directly to/from northbound I-680 and southbound I-680 via Bernal Avenue without having to drive by or through the nearby residential neighborhoods. This change will also reduce improve the short- and long-term intersection levels-of-service and operating efficiencies at the Bernal Avenue/Valley Avenue while keeping the Valley Avenue traffic circles.

- Safeway Grocery Store – Size and Program:

Previous Proposal:

The Safeway grocery store was first proposed as a 65,000-square-foot building constructed in one phase. The proposed Safeway will follow its “lifestyle” store business model and will operate 24 hours per day.

Revised Proposal:

The Safeway store will now be constructed in two phases, the first phase will be 58,000 square feet and the second phase will add 7,000 square feet increasing the floor area to 65,000 square feet. The loading/service area will face the I-680/Bernal Avenue off-ramp and will be screened from the freeway by a landscaping and a screen wall. The applicant stated to staff that the building heights for the Safeway store will vary from 29 feet at the building ends to 33 feet to 45 feet at the store’s main entrance, and that the building height facing the freeway will be 29 feet.

The applicant briefly described the “lifestyle” store concept at the previous work session. Note that Safeway stores throughout the Tri-Valley area have incorporated aspects of the Safeway “lifestyle” model in their operations. However, the proposed Safeway for this site will be designed and constructed emulating the total “lifestyle” model. For this reason, staff continues to work with the applicant to define this concept for the proposal.

- Safeway Self-Service Gasoline Station:

Previous Proposal:

The Safeway store was first proposed with a self-service gasoline station with 10 fuel dispensers and a separate 850-square-foot accessory building and no convenience market or carwash.

Revised Proposal:

The Safeway gasoline station will now include eight fuel dispensers and will be constructed as a single structure including the accessory building and canopy. It will operate 24 hours per day. The building height will be 28 feet, 6 inches. The applicant moved the service station to the southwest corner of the site to maximize its distance from the main entrance off Bernal Avenue thereby minimizing any potential service station traffic backing out onto Bernal Avenue.

As stated in the previous work session staff report, staff does not support the proposed service station and will recommend that it be removed from the site plan and replaced with landscaping and/or retail/commercial uses. The proposed service station is also opposed by the owner/operator of the Bernal Corners service station on the southeast corner of Bernal Avenue and Valley Avenue.

- Retail Buildings – Space and Tenants:

Previous Proposal:

The applicant proposed seven satellite retail buildings with 59,506 square feet of total floor area. The applicant anticipates that the tenants in these stores will

follow the permitted uses of the City's C-N (Neighborhood Commercial) and C-C (Central Commercial) Districts. All restaurants including fast food restaurants will be allowed as sit-down/take-out restaurants but with no drive-through lanes. The applicant had agreed to a future condition not allowing convenience markets, drive-through restaurants, and other types of drive-through uses.

**Revised Proposal:**

The applicant now proposes a second major tenant (14,008 square feet), and five retail buildings (35,960 square feet), one restaurant building pad (4,900 square feet), one bank building pad (4,200 square feet) with a drive-through lane for three ATM machines, and one bank/shops building pad (6,880 square feet). As stated to staff, the second major tenant will be a pharmacy with a double drive-through lane. However, the applicant has not identified a specific tenant for this retail space.

The bank-pad drive-through lane and triple ATMs will be buffered from Bernal Avenue by berms and landscaping. The double drive-through lane and the loading areas serving the second major tenant/retail buildings (Major #2/Shops #7/Shops #7A) will be hidden by a screen wall generally designed and detailed to match the building architecture. Staff generally supports the concept including use, location, and its preliminary design.

The proposed building heights for these buildings will vary from 19 feet to 28 feet, 6 inches. The applicants have designed these buildings to be complimentary with the surrounding architecture by incorporating standing seam metal roofs, granite/brick wainscots, wood trellises, awnings, and dark aluminum storefront window systems. The applicant's design concept for the store façades is a series of individual storefronts with common elements of masonry, signs illuminated by gooseneck lamps, etc. The building facades facing Bernal and Valley Avenues will have clear windows.

- **Parking:**

**Previous Proposal:**

A total of 651 parking spaces were proposed for the commercial area.

**Revised Proposal:**

The applicant now proposes 637 parking spaces for an overall ratio of 5.1 parking spaces per 1,000 square feet of floor area. The Pleasanton Municipal Code requires a minimum parking ratio of one parking space per 300 square feet – 413 parking spaces – for CC zoned developments or one parking space per 180 square feet – 689 parking spaces – for CN-zoned developments. The applicant will provide bike parking distributed throughout the development.

- **Pedestrian Plazas:**

**Previous Proposal:**

The applicant had shown two pedestrian plazas facing Bernal Avenue with the previous site plan.

Revised Proposal:

The applicant now proposes three plaza areas facing Bernal Avenue and Valley Avenue.

- Project Interface with Bernal Park:

Previous Proposal:

The proposed project will include an interface/transition – trails, landscaping, etc. – with the planned park/trails on the City park/open space land adjoining the south side of the development's office area.

Revised Proposal:

The applicant will contribute the construction costs of the transition area on the City property to the City, and the City will construct the improvements.

The proposed Floor Area Ratio for only the retail/commercial development will be 22.8 percent for a total of 123,948 square feet. The applicant will continue to implement the amenity program for the overall development that was first shown on the previous plan.

## **V. DISCUSSION**

The previous proposal was reviewed by Larry Cannon, the City's architectural peer review consultant. Mr. Cannon's comments focused primarily on the pedestrian linkages between the office and retail portions of the development and between the development and the residential areas to the west and to the City's community park to the south. Mr. Cannon also commented briefly on a few details for the commercial structures to improve their pedestrian scale, architectural detailing, and the landscape planter layout of the parking areas. The revised plans generally incorporate the peer review comments, except for moving the two office buildings closest to Valley Avenue farther away from the street.

### **Bernal Property Specific Plan**

The Bernal Property Specific Plan sets forth the general design criteria for this site including its frontage onto Bernal Avenue and Valley Avenue and its relationship to the surrounding residential and open space areas of the Specific Plan.

The revised site plan implements the design criteria of the Specific Plan for this site: the combination of plaza areas with the future pedestrian sidewalks and amenities; adequate area is provided for landscaping along driveway aisles, in parking areas and between the buildings and street frontages; pedestrian connections to the apartments and homes across Valley Avenue to the east; and the future connections and interface with the public park on the Bernal Property to the south.

#### *Discussion Points:*

1. *Staff believes that the revised site plan and building layouts implements the applicable goals and policies of the Bernal Property Specific Plan for this site.*

## **Uses**

The Bernal Property PUD (Ordinance No. 1814) allows the permitted and conditionally permitted uses of the O (Office) District, the I-P (Industrial Park) District, and the C-C (Central Commercial) District.

The Specific Plan specifies "...neighborhood-serving retail/service uses" and "community retail uses" for the retail/commercial portion of the proposed development. Staff supports the proposed drive-through pharmacy and drive-through bank as the only drive-through uses that will be permitted on the site, and shall continue to work with the applicant to develop a list of permitted and conditional uses implementing the Specific Plan for review by the Planning Commission.

*Discussion Points:*

2. *What types of uses should be permitted or conditionally for the commercial portion of this development?*

## **Site Plan**

The revised site plan for the retail/commercial portion of the development is designed to emphasize pedestrian links, sight lines, and walkways between the development's commercial and office areas, between the individual buildings within each area, and between the site and the surrounding uses and developments.

The double drive-through lane and the loading areas serving the second major tenant/retail buildings (Major #2/Shops #7/Shops #7A) will be hidden by a screen wall generally designed and detailed to match the building architecture. The height of the wall has not been determined. Staff believes that the building and site design facing the access driveway will benefit from further work including enhanced design detailing, i.e., trellis elements, horizontal variation, etc. The applicant concurs and is working with staff on the development of this area of the development.

The Bernal Property PUD development plan did not specify minimum development standards for this site. Staff measured the proposed landscape and building setbacks on the revised site plan and has stated the setbacks in Table 3, on the following page.

**Table 3: Proposed Building and Landscape Setbacks**

Location	Building Setback	Landscape Setback <sup>1</sup>
North Property Line (Bernal Avenue)	<p>From Property Line: 45 feet (Retail Shops #4), 48 feet (Bank Pad #3), 48 feet (Bank Pad #2), 65 feet (Bank Pad #1), and 72 feet (Service Station Canopy).</p> <p>From Street Curb: 48 feet (Retail Shops #4), 62 feet (Bank Pad #3), 60 feet (Bank Pad #2), 78 feet (Bank Pad #1), and 85 feet (Service Station Canopy).</p>	<p>From Property Line: 48 feet to 60 feet from buildings or parking/driveways.</p> <p>From Street Curb: 63 feet to 75 feet from buildings or parking/driveways.</p>
East Property Line (Valley Avenue)	<p>From Property Line: 27 feet (Shops #5) to 35 feet (Shops #6).</p> <p>From Street Curb: 35 feet (Shops #5) to 40 feet (Shops #6).</p>	<p>From Property Line: 27 feet (Shops #5) to 35 feet (Shops #6).</p> <p>From Street Curb: 35 feet (Shops #5) to 40 feet (Shops #6).</p>
West Property Line (I-680 Exit Ramp)	<p>From Property Line: 13 feet to 15 to the parking spaces and 25 feet to 28 feet to the Safeway building and loading area.</p> <p>From Pavement Edge: 20 feet to 25 feet to the parking spaces and 32 feet to 53 feet to the Safeway building and loading area.</p>	<p>From Property Line: 13 feet to 15 to the parking spaces and 25 feet to 28 feet to the Safeway building and loading area.</p> <p>From Pavement Edge: 20 feet to 25 feet to the parking spaces and 32 feet to 53 feet to the Safeway building and loading area.</p>

<sup>1</sup> The landscape setbacks will vary due to the location of the meandering sidewalk along the Bernal Avenue project frontage.

*Discussion Points:*

3. *Is the Planning Commission satisfied with the proposed setbacks?*
4. *Does the Planning Commission concur with staff on improving the design interface between the Major #2/Shops #7/Shops #7A building and the access driveway?*
5. *Should the sidewalk in front of the Safeway building be increased from 19 feet to 24 feet by reducing the driveway aisle from 30 feet to 25 feet in order to provide additional pedestrian/plaza areas?*
6. *Staff requests the Planning Commission's comment and direction on the proposed location of the service station.*

**Building Design**

The revised building designs implement the Planning Commission's comments and achieve a high level and quality of building design. The architectural theme of the proposed development is a combination of Arts and Crafts and Main Street, Pleasanton

design elements: reclaimed timber, wood siding, prairie-style and gooseneck lamps, brick and limestone masonry, black and champagne-colored aluminum door/window frames, green metal roof, etc. Building colors are predominantly earth tones with a variety of body and trim colors. The applicant stated to staff that the design of the pharmacy is preliminary. Large-size building material and color boards will be presented to the Planning Commission at the work session.

Staff supports the overall building designs for the proposed development for the following reasons:

- The retail/commercial buildings are designed with an overall architectural theme that provides common design elements of materials, design details, heavy timber trusses and canopies, and forms that would visually link the individual buildings while at the same time achieving the individual buildings' design identity.
- The building designs provide significant articulation and variation of building heights, volumes, and massing.
- The buildings are designed with four-sided architectural design massing and detailing on all building sides, and with design details and elements that establish a "pedestrian scale" to the overall building designs.
- Although tenant signage is not discussed in this staff report, the applicant proposes to externally illuminate the tenant signs with gooseneck lamps. The Safeway store signs and possibly the pharmacy store signs will be the only internally illuminated building signs for the proposed development. An overall project/tenant sign program will be developed and submitted to the Planning Commission for its review.

The initial building designs were peer-reviewed by Mr. Cannon early in the project's review process and the revised designs continue to implement Mr. Cannon's design comments. Mr. Cannon's initial design comments and the previous building designs are attached.

*Discussion Points:*

7. *Is the Planning Commission satisfied with the overall architectural design of the retail buildings, colors, materials, detailing, etc?*

## **VI. PUBLIC COMMENT**

Public notices were sent to the property owners, business owners, and business tenants within a 1,000-foot radius for the property and to residents in the Laguna Oaks development and the Bernal Specific Plan area. The noticing area is provided as Attachment #8. A public notice was also sent to the Pleasanton Chamber of Commerce, the Pleasanton Downtown Association, and to the owners and managers of Pleasanton supermarkets/grocery stores including Safeway, Lucky's, Nob Hill Foods, Gene's Fine Foods, Raley's, and Cole's Market, and to the owner/operator of the Bernal Corners Service Station.

As of the writing of the last work session staff report, staff had received verbal comments from the owners of the Bernal Corners service station and the Gene's Fine Foods grocery store indicating their opposition to the proposal based upon the potential impacts to their businesses. Staff has not received any additional public comment. The applicant has met with representatives of the Pleasanton Chamber of Commerce and the Pleasanton Downtown Association, the owner/operator of the Bernal Corners Service Station, and the various neighborhood groups before the work session and will continue to meet with them as the project review continues.

## **VII. RECOMMENDATION**

Staff recommends the Planning Commission review the proposal, hear all public testimony, and provide comment to the applicant.

*Staff Planner: Marion Pavan, (925) 931-5610, [mpavan@ci.pleasanton.ca.us](mailto:mpavan@ci.pleasanton.ca.us)*



**PUD-02-07M, Exhibit A**  
**Planning Commission Discussion Points.**

October 14, 2009

1. *Staff believes that the revised site plan and building layouts implements the applicable goals and policies of the Bernal Property Specific Plan for this site.*
2. *What types of uses should be permitted or conditionally for the commercial portion of this development?*
3. *Is the Planning Commission satisfied with the proposed setbacks?*
4. *Does the Planning Commission concur with staff on improving the design interface between the Major #2/Shops #7/Shops #7A building and the access driveway?*
5. *Should the sidewalk in front of the Safeway building be increased from 19 feet to 24 feet by reducing the driveway aisle from 30 feet to 25 feet in order to provide additional pedestrian/plaza areas?*
6. *Staff requests the Planning Commission's comment and direction on the proposed location of the service station.*
7. *Is the Planning Commission satisfied with the overall architectural design of the retail buildings, colors, materials, detailing, etc?*

**PUD-02-07M/PSPA-02/PCUP-210, Scott Trobbe, South Bay Development  
Work session on the Pleasanton Gateway PUD development plan modification located on the southwest corner of Bernal Avenue and Valley Avenue. Zoning for the property is PUD-C (Planned Unit Development – Commercial) District.**

Marion Pavan presented the staff report and a PowerPoint presentation on the project site and key elements of the application.

Referring to the slide on the site plans, Commissioner Blank inquired what the project would look like from the freeway. He noted that at the last workshop, he indicated that the Commission did not want the project to look like a freeway stop and had suggested that more landscaping be added such that the building itself and the center would not be obvious until one actually exited via the off-ramp. He inquired whether this has been accomplished in the design.

Mr. Pavan stated that the plans submitted do not include the landscaping between the buildings and the freeway right-of-way. He deferred the question to the applicant.

Commissioner Blank inquired what the reason was for moving the fuel station. He noted that at the last workshop, the fuel station had a Safeway logo and inquired whether it would be operated by Safeway.

Mr. Pavan replied that the reason for moving the service station was to place it as far as possible from the main driveway at Bernal Avenue and to prevent any vehicular conflicts with people backing out of Bernal Avenue.

Commissioner Pentin noted that the new plan proposes shows 637 parking spaces, less than the original 651 spaced proposed. He added that the staff report also refers to the parking requirements for the CC (Central Commercial) and CN (Neighborhood Commercial) zones at 413 spaces and 689 spaces, respectively. He inquired if the 637 spaces was a combination of the two or if the requirement should be 689 spaces.

Mr. Pavan replied that the Commission has the flexibility to determine the parking ratio for a PUD, based upon several factors, including the ability to serve the types of uses proposed, hours of operation, etc. He added that the parking analysis is part of the traffic report.

Commissioner Olson noted that staff appears to be still not in favor of the fueling station and inquired why it was moved.

Mr. Pavan replied that if the fuel station is ultimately supported by the City, staff wants to ensure that it is attractive and complements the area and that its location does not conflict with the circulation on Bernal Avenue or between Bernal Avenue and the project.

Commissioner Olson recalled that at the Commission's last meeting of May 28, 2008, he raised a question regarding a development agreement for the project and inquired it

this agreement has been completed. He added that if this is the case, he would like the Commission to review it.

Mr. Pavan replied that there is an existing development agreement on the property which covers the previously approved project and which must be modified to allow for this project. He indicated that he would forward copies of the existing agreement to the Commission.

Commissioner Blank stated that this would be of value because the Commission may want to review the proposed modifications to the agreement.

Mr. Pavan advised that when the project is brought back for the formal recommendation, the revised development agreement would be attached to the staff report and would be part of the recommendation for Planning Commission action.

Commissioner Blank recommended that the agreement be forwarded to the Commission prior to the recommendation being made as a development agreement will override the conditions of approval.

Commissioner Olson stated that the Commission has experienced this with other projects where the development agreement is not in sync with what the Commission has recommended. He added that another item discussed at the May meeting is a fiscal analysis in which staff would be evaluating the impact of these businesses on other businesses in the City. He noted that the Commission had expressed concerns at that meeting regarding types of businesses in the complex versus similar businesses in the Downtown area to determine whether the City is setting up additional competition for businesses that are keeping the Downtown area viable. He inquired if this study has been done.

Mr. Pavan replied that the fiscal analysis is underway and will be provided to the Commission along with other supporting documents.

Commissioner Blank noted that at the last meeting in May, three of the five Commissioners supported the concept of the fuel station. He inquired why the City still does not support it.

Mr. Pavan replied that staff feels the service station is not consistent with the type of uses the City would like to see at a gateway entrance to the City.

Commissioner Pentin noted that there is a fueling station across the street located at the gateway to the City.

Mr. Pavan agreed and added that the Bernal Specific Plan strongly encouraged a gas station at that corner. He stated that the development conforms to the Specific Plan language and to the PUD.

Commissioner Blank questioned why that one would be fine, and one at this location would not. He noted that Commission discussion focused on not wanting the project to

be visible from the freeway so it did not become a gas-focused exit but more of a gateway entrance.

Mr. Pavan stated that staff reviewed the types of uses encouraged by the General Plan for a gateway entrance, and the question is whether or not this is what the City wants people to see when they first enter the City from this location. He added that staff's position is that a fueling station would not be consistent with a gateway entrance.

Commissioner Blank questioned if the first thing the City wants people to see upon entering a gateway to the City is a Safeway Store and asked why this would be any better than a gas station.

Commissioner Pentin likewise questioned why people would also want to see the backs of two buildings.

Mr. Pavan clarified that the back of the Safeway Store would be designed and enhanced to be attractive from the freeway, which can be achieved. He referred the question to Mr. Dolan.

Mr. Dolan stated that both statements regarding the gas station and the back of Safeway are fair. With respect to the Safeway building, he noted that the Commission requested that it be addressed, and the applicant is willing to accommodate. He added that staff anticipates there will be significant screening and a filtered view of the building at best. He indicated that staff will pay close attention to this and that there will be visual representations of what this will look like before the hearing.

With respect to the question of the gas station, Mr. Dolan stated that it is no more complicated than what Mr. Pavan has indicated. He noted that typically, a gas station is not the most attractive use; the question is whether two should be sited at the gateway to the City. He indicated that he believes the existing gas station is one of the more attractive stations that exist in the area. He added that the Safeway station has similarly been designed to be attractive; however, if given a choice, staff would rather not have a second station at the gateway location.

Commissioner Olson stated that his concern is that obviously an anchor tenant is needed. He noted that Safeway is a terrific anchor tenant, which is based in Pleasanton, and a gas station part of its formula. He indicated that he was not sure whether or not it was a show-stopper for Safeway but felt this should be kept in mind.

Chair Pearce suggested that the Commission ask Safeway representatives.

Commissioner Olson noted that the vote was 3-2 at the last meeting.

Mr. Dolan stated that this is the reason staff invested some time in what the gas station will look like and where it will be located. He noted that staff wants it to be as attractive as possible in the event it is ultimately approved by the Commission and the Council.

Commissioner Narum noted that she did not see elevations of the building from Bernal Avenue, which she felt was even more important than what they look like from inside the parking lot.

Mr. Pavan stated that the elevations presented are those developed by the applicant up to this point in time, which illustrate concepts of the design and the direction of the project. He explained that elevations of all four sides of all buildings will be presented to the Commission at the next stage. He added that while rears of buildings do back up to Valley Avenue and Bernal Avenue, they will be designed with the same degree of attractive detailing to mimic the design quality of elevations facing the parking lot.

Commissioner Narum inquired if the design would be carried to the rear sides of the buildings when the Commission conducts its discussion on the elevations.

Mr. Pavan said yes.

Commissioner Narum referred to the Bernal illustrative site plan and recalled that while serving on the Bernal Property Task Force, the plan was put together with some setbacks to still have visibility of the western hills. She noted that there should be consistency and inquired how far back the fire station was as well as some of the other buildings along Bernal Avenue.

Mr. Pavan replied that the PUD and the Specific Plan do not specify minimum setbacks, but recommends setbacks as deep as was feasible. He noted that in the previous staff report, staff proposed workable setbacks. He indicated that staff could conduct further research to determine if further information regarding setbacks, if the Commission desired.

Commissioners Narum and Blank agreed this was needed. Commissioner Narum recalled meeting with the former mayor who was adamant about setbacks so there was still visibility of the hill. She reiterated that it would be important to ensure that the setbacks are consistent with those of the fire station and other existing buildings.

Commissioner Narum then inquired if there was consideration given to delivery trucks for Safeway and circulation at the gas station.

Mr. Pavan replied that the site plan was reviewed by the Engineering Division and can accommodate everything up to and including 18-wheel vehicles. He noted that smaller vehicles may be able to front-load by the dock and pointed out on the plan the loading area for the Safeway Store and the fuel station, as well as those for the pharmacy and smaller retail buildings which would use front-loading.

Commissioner Narum noted that if a truck is backed-up into the loading area for the pharmacy, the driveway would be blocked. She inquired if the City's Traffic Engineer had reviewed this circulation element.

Mr. Pavan confirmed that the plan was reviewed by both the City's Traffic Engineer and the Engineering Division.

Commissioner O'Connor inquired if staff worked with the applicant regarding rotating the position of the gas pumps in order to minimize the visual impact from Bernal Avenue. He noted that this was a big issue for Commissioner Narum and himself at the last workshop.

Mr. Pavan replied that staff found this position to be acceptable. He deferred its feasibility aspects to the applicant.

Mr. Dolan stated that he also weighed in on this question and indicated that he did not understand why the Commissioners felt they would be less visible if turned. He indicated that he believed it would depend upon from which way people were looking at them.

Commissioner O'Connor stated that if the pumps were turned the other direction, only the depth of two pumps would be visible, as opposed to seeing all the lines of the pumps and all the cars lined up. He indicated that he was not as concerned about those exiting the freeway and turning right, as with people approaching the freeway from down Bernal Avenue since the corner will be seen from quite a distance. He noted, however, that if the berm were higher and heavily landscaped, those impacts may be limited. He added that the Commission has not seen any detailed landscape plans at either of the two workshops to provide a comfort zone.

Mr. Dolan stated that one concern will be the turning radius for tanker trucks to fill the tanks. He added that staff can work with the applicant to see if the other configuration works.

Commissioner O'Connor noted that the previous plan included a larger fuel station with one more bay, which has now shrunken to fit between the buildings.

Commissioner O'Connor stated that there was also a lot of discussion at the last workshop as to whether there was adequate parking for this much retail. He noted that the retail is now increasing from 59,900 square feet up to 66,000 square feet, which is more than ten percent, yet parking is being reduced. He inquired what the rationale for this might be.

Mr. Dolan replied that he believes there will still be excess parking provided. He noted that the requirement is additive and that it is rare that the center will ever be fully parked.

Commissioner O'Connor noted that the parking at the other Safeway Store Center in Pleasanton is pretty full, with a Walgreen's Store and other retail there.

Commissioner Pentin stated that the other Safeway Center had a lot of parking about 100 feet out from the store.

Commissioner O'Connor stated that this was not his experience.

Commissioner Narum stated that if a comparison were to be done, she would rather compare it to the Safeway in Dublin which has a gas station. She indicated that she believed that center is under-parked and is more representative of this location. She noted that it also does not have the second major tenant but small ones combined with the gas station and that parking is extremely difficult.

Commissioner O'Connor suggested that staff look at both centers and compare the total retail square footage and parking of both.

Commissioner Blank inquired if the expansion would take away parking spaces.

Mr. Pavan replied that the expansion would decrease the number of parking spaces and that that the parking ratio was calculated without the removal of the additional parking spaces.

Referring to the project interface with Bernal Park, Commissioner Pentin inquired why the process was changed from the applicant building the interface/transition of the project to the City park adjoining the project to the applicant contributing to the City the construction costs of the transition area on City property with the City constructing the improvements.

Mr. Pavan replied that the construction of the office area and improvements in the park property will occur in the future and is predicated on the market. He stated that staff felt that it would be much more efficient to secure the money and have the City build the transition on that portion that is City property, and the applicant will still be responsible for the construction of the other portion when the office area is built.

Commissioner Pentin inquired if staff would collect the money upfront or when the park is ready to be constructed.

Mr. Pavan replied that staff has not determined when the construction costs would be collected but that it would be covered under the ultimate recommendation for the project.

Chair Pearce inquired if it was staff's intent to have the Commission answer Discussion Points Nos. 1-7 at this time.

Mr. Pavan said yes.

Chair Pearce inquired if this would be brought back to the Commission as another workshop or as an application.

Mr. Dolan replied that staff would like the Commission's input on this matter but would prefer to bring it back as an application. He suggested that the applicant respond to the issues and questions that have been brought forward.

**THE PUBLIC HEARING WAS OPENED.**

Scott Trobbe, South Bay Development, applicant/developer, thanked staff for their professionalism and assistance with the project over the last two years. He indicated that the project architect could speak on landscaping and design features, and Safeway representatives were also present to answer questions. He noted that South Bay has forged a new partnership with Safeway and believes the process will have a huge benefit for Safeway and the City. He discussed examining the option of doing a retail option primarily because the tenant community for an office project had evolved into questions based on location, housing, and local amenities. He indicated that the present situation is amenity-challenged, given the site's present configuration and the development agreement in place.

Mr. Trobbe said when they began the project, Bernal was a very immature site, without any of the park site or housing started, and there has been a lot of change since. He noted that there is now a variety of housing stock as well as Bernal Park beginning to take some shape. He added that given these amenities and coupled with a great retail site, they can move the neighborhood to the next level. He indicated that they had done some outreach to neighborhoods and the Pleasanton Downtown Association, and their goal is to take their feedback and incorporate it into the plan. He noted that the number one issue was the traffic circulation and that their goal is to have as little delivery traffic as possible to as little as none on Valley Avenue, which he believed they are achieving with the entirely new intersection. He added that a potential pharmacy drive-through is also a great amenity for the site.

Mr. Trobbe stated that the transition area from the office area into a wetlands area is a great amenity and will need to be lined up when they build the office portion. He added that they are excited to have a Safeway Store in their headquarters city and noted that the fuel station is an integral part of Safeway's lifestyle concept Safeway, is part of their corporate governance, and this is the reason he is continuing to work with the City to make it work. In summary, he stated that he felt Safeway is a great corporate customer with a wonderful reputation who is making a huge commitment to sustainability.

Commissioner Blank inquired if the 58,000 square feet includes that the expansion or not.

Mr. Trobbe replied that it did not include the expansion.

Commissioner Blank inquired what the size of the Santa Rita Safeway store was.

Mr. Trobbe replied that he believed it was about 30,000 square feet.

Commissioner Blank requested that when the application returns to the Commission, square footages of comparable Safeway store location be included to get a sense of how this store compares.

Commissioner Olson inquired what the timing of the 7,000 square foot expansion was.



Mr. Trobbe replied that this is unknown at this time. He explained that the reason for the expansion is primarily to give Safeway the ability to roll out new concepts if it desired, but that this expansion may or may not come into play.

Kenneth Rodrigues, Project Architect, reviewed a series of slides. He indicated that they received a lot of feedback at the last workshop and that they have answered a lot of those questions. He presented the site plans and prospective elevations, noting that the setback from the property line to building edge is 45 feet, and another 10 feet from property line to the curb, for a total of 55 feet of landscaping, which is extremely significant.

With regard to the gas station, Mr. Rodrigues indicated that they shared the site plans with staff. He noted that the gas pumps could be rotated in the old site but service trucks coming in and out of the station would affect the neighborhood. He added that the pumps could not be rotated in the new location because of circulation. He described how service trucks would come in, load, and exit the site. He stated that he believes the developers have solved the circulation problem with the combined intersection.

With respect to the expansion area and parking, Mr. Rodrigues stated that they do a lot of retail centers and want to provide enough parking without spillover parking into the surrounding area. He added that they studied the parking and reworked the site plan with a 5:1,000 parking ratio and an overflow parking, with no spill-over into the neighborhood. He stated that the City of San Jose completed a study of all its retail centers over 100,000 square feet and found that the average parking ratio was four spaces per 1,000 square feet; the zoning code has been amended to reflect that. He explained that this is due to a lot of cross-shopping where people would eat and then walk along the promenade to do some shopping. He noted that once the walkway is widened, this center's parking ratio would be at about 4.5:1,000, with overflow parking next to it.

Mr. Rodrigues stated that they had added a lot more landscaping, a detailed plan of which would be included in their formal application. He indicated that they would want to ensure first that the site plan is moving in a direction the Commission is comfortable with and then return with the detailed landscape plan. He described the differences with added landscaping and presented an architectural view of an active pedestrian space from the corner of Bernal Avenue and Valley Avenue looking back into the plaza. He indicated that a similar plaza and pedestrian connection for the entire residential area were also added and that the quality of the architecture is going to be a 360-degree wrap.

Mr. Rodrigues then presented the pedestrian arcade and colonnade that connects the retail to the office building, stating that the walkway had been widened in two different areas, and office occupants will now be able to walk over to the Safeway store. He noted that there would be seasonal outdoor sales and outdoor seating off of the restaurant space and detailed outdoor areas, incorporating large expanses of glass, wood trellis, landscape features, and an enhanced level of detail. He indicated that since they do not know at this time who the pharmacy tenant would be, there are no

details to the building; however, the pad is proposed to have a series of trellis elements, the colonnade and column, and a strong entry. He noted that the large stone walls provide a nice residential, gateway character, and the architecture bookends the entry to make a strong visual statement. He added that all shop space will be a combination of stone, exterior plaster, cornice detailing and trim, wood siding, and wood, canvas, and metal awnings, which would have the appearance of a series of smaller shops that are pedestrian-scaled and scaled to the neighborhood.

Commissioner Narum noted that in the elevations that were provided to the Commission, there is only one tower as opposed to the four in the slides.

Mr. Rodrigues clarified that the elevation the Commissioners have is from the inside. He explained that there will be towers on at the Bernal Avenue side and that the formal submission would include complete plans of four elevations with a level of detail that would include the towers.

With respect to the service station, Mr. Rodrigues stated that he actually likes the position of the service station and believes it is stronger than what it previous was. He stated that they have tried to show the mounding, which would be up to six or seven feet high so that vehicles are not seen from the street. He added that principles of heavy landscaping will be incorporated on the Bernal Avenue mounding to conceal the pump spaces while ensuring signage is good. He indicated that they will be submitting a rendering from the highway looking back at the project.

Commissioner Blank requested confirmation that the loading of trucks would be on the right-hand side and that it is fully enclosed so trucks will not be visible.

Mr. Rodrigues confirmed that was the case.

Commissioner Blank stated that as was discussed at the last work session, the building should not be visible from the freeway, with the idea being that motorists should not know there is a center there until they have hit the bottom of the off ramp at Bernal Avenue and have made the right turn.

Mr. Rodrigues stated that there will be a triple layering of greenery which would be visible from the freeway. He added, however, that there will be a small Safeway sign so people can see it and that it would be very tastefully done.

Commissioner Blank indicated that he hoped not to be able to see it.

Mr. Rodrigues stated that they have a complete color and materials board which includes natural stone and recycled green sustainable materials and shows how the color schemes, materials, lighting, and glass work well together.

David Zylstra, Chief Operating Officer, Property Development Center, Safeway, stated that their company is in the business of developing shopping centers for Safeway and others throughout the United States. He indicated that in 1992, he selected the Bernal Property site as Safeway's second store which he felt was worth waiting for. He noted

that they are developers who own and manage centers and that it is their intent to develop a lasting center and be a good citizen and neighbor. He stated that he felt the timing was great for them as they have access to funds even in this market. He added that Safeway is constantly trying to differentiate itself from the competition by adding more services and goods.

Mr. Zylstra stated that their fuel program is part and parcel of their lifestyle program and that they attempt to develop fuel centers wherever possible. He then described Safeway's green initiatives, stating that they are a huge recycler and have composting plants, the largest fleet of bio fuel diesel trucks, and a LEED-certified store that recently opened in Santa Cruz. He added that they are very comfortable with a parking ratio of between 4 and 5:1,000.

Jonathan R. Bass, attorney representing Bernal Corners, an existing gas station/ convenience store in area, expressed their opposition to the project's fueling center aspect, which he noted staff opposes. He stated that his client has put a much greater percentage of net worth into their small but high-quality service station complex. He stated that as Mr. Dolan had pointed out, staff worked very closely with his client to ensure this is an extremely attractive, high-quality service station, one of the most attractive in the Bay Area which required a much greater investment than would otherwise be required. He indicated that his client was willing and enthusiastic to make that investment and made it in reliance, being successor and interest to the development agreement which identifies the permissible use of the proposed site, at the time when they purchased the property, for 745,000 square feet of office use and not as retail or a competing service station. He noted that if his client had even the slightest hint that when they were trying to recoup their investment, he would be faced with a category killer service station across the street, he would have never made the investment. He stated that his client's business will be very directly financially impacted by the fuel station as there is no way that a small, locally owned station can be expected to compete head-to-head with Safeway. He added that if the fueling system is approved as part of the project, the ability of his client to maintain the high quality, attractive enterprise that he has built here will become untenable, and Safeway will attract his client's patrons. He noted that his client has built a base with clients and operates an expensive and uniquely high-quality service station. He indicated that his client wants to maintain his service station and does not want to be driven out of business and see his investment disappear.

Mr. Bass stated that the proposed fuel station is a fundamental betrayal of the understanding his client had when he made the investment. He noted that the fueling station at Safeway is not demand-driven as there is no need for another station adjacent to his client's gas station in terms of customers. He indicated that staff has its own design and General Plan concerns and that when appropriate, he would like to sit down with the City Attorney to explain how he believes they have an entitlement to rely on the plan approved and in place when they acquired and invested in the property. He reiterated that his client is facing a severe challenge to the viability of his business.

Commissioner Narum asked Mr. Bass if he was an investor in the Bernal Corners property.

Mr. Bass said no. He explained that he is an attorney who has been representing Bernal Corners for a couple of years.

Commissioner Blank stated that there is a Jack in the Box restaurant and the fueling station with a convenience store inside. He inquired if there was also a concern that having a Safeway where food will be served, three or four restaurants, and a pharmacy would make someone go to Safeway rather than grab something in the convenience store. He noted that it was interesting that Mr. Bass' client was only interested in the fueling aspect of the proposal.

Mr. Bass clarified that his client does not view the Safeway project as synergistic with their development, noting that there are many aspects to the Safeway project that they foresee will have a negative impact on their business; however, they can only bite off so much in terms of opposition.

Mr. Bass stated that many of the legal points he would contemplate raising at the appropriate time apply to the development generally. He indicated that he does not think the development generally should be able to proceed without his client's consent, given the chain of title to which they are a successor. He added that having said this, he does not view the other impacts on their business as quite the "head on the chopping block" sector as they view the fueling center. He noted that they think they can survive and compete, but not if Safeway has a competing fueling center that they subsidize to bring in patrons to Safeway.

Commissioner Blank inquired whether the distinction then was not a significant one between branded gasoline and a generic gasoline.

Mr. Bass replied that it is between his client's gas station and that of Safeway. He noted that it has been their experience around Northern California that when superstores have fueling stations attached to them, the prices they are able to charge is ancillary to the gas station; therefore, the fueling station becomes a magnet and they become a much larger enterprise.

Commissioner Blank asked Mr. Bass if he was present at the last meeting.

Mr. Bass replied that he was not.

John Moore, President of Homeowners Association (HOA) for Walnut Hills, a neighborhood community, stated that Mr. Trobbe reached out early on and asked for feedback on his initial set of plans and that the HOA provided feedback. He indicated that he is happy to see that some of the changes the HOA proposed have been incorporated in the revised drawings, especially the alleviation of delivery traffic off of Valley Avenue. He noted that one issue that has not been discussed is the Good Guys show or any number of large events in the Pleasanton Fairgrounds. He stated that it is amazing how far people are willing to walk to avoid paying the \$8 to park at the Fairgrounds. He stated that he likes the fact that the buildings create a natural buffer for people who may choose to park in the center and walk over to the Fairgrounds. He

noted, however, that it could be an issue if too much parking is created as it would look attractive to people.

With respect to the gas station issue, Mr. Moore stated that if he is driving out to the freeway, the gas station at Valley Avenue and Bernal Corners is very convenient. He noted that even with Safeway there, it would still be more convenient for people to drive out through Valley Avenue to Bernal Corners and make the left to go out to the freeway than to actually drive into the Safeway Center, get gas, and then make that turnout. He indicated that if Safeway has a gas station, he would still probably go to Bernal Corners and would only go to the Safeway gas station when he is shopping there. He added that having another gas station gives residents another option because their only other option at this time is the small Coast station Downtown and the couple of stations on First Street. He stated that he believes there would be enough to support another gas station while still supporting Bernal Corners.

Mr. Trobpe stated that they are encouraged by some of the comments heard tonight and are anxious to hear the Commission's approach to the next phase of the hearing. He added that as part of their outreach, they will be meeting next week with Mr. Bass.

Commissioner Blank stated that the comments from the Bernal Corners representative reminded him of the Costco in Livermore and its proximity to the freeway. He noted that Costco has a gas station and there is a service station on the corner, as well as a fast-food restaurant. He indicated that he likes what Commissioner Narum said earlier regarding looking into what is going on with the Safeway in Dublin. He added that to provide some insight to the Commission, he would like staff to gather any data on where this kind of combination might exist in proximity to each other elsewhere in the Bay area.

Mr. Dolan indicated that staff could come up with some representative examples.

Commissioner Olson inquired if the zoning on the property has remained the same since Bernal Corners made its investment.

Mr. Pavan replied that the zoning has not changed.

Commissioner Narum stated that she thought the property was zoned "Office" when the Bernal Specific Plan was done.

Mr. Pavan replied that it is. He explained that the PUD development plan references the uses of the IP (Industrial Park), CC (Central Commercial), and Office District for this property. He added that what was approved was a development plan – building, parking, landscaping, etc., with eight office buildings totaling 745,000 square feet – that is referenced by the development agreement. He continued that office, commercial, and some industrial park uses are allowed on the property; however, because a development plan with offices only was approved, a PUD modification is required to accommodate this project.

Chair Pearce stated that in the last workshop, there were discussions on the inclusion of a water element, which she did not see in the plans.

Mr. Trobbe stated that the water element is located in the community plaza area, and there will be one on the office side as well. He noted that this will be specifically shown on the landscape plan.

Referring to the landscaping, Commissioner Blank stated that if the project comes back as an application, it will be critical for the Commission to see accurate visuals. He recommended that they be presented as “as-built” and then “five to ten years later” to show how the vegetation would grow out. He also requested that they be shown from all directions.

Mr. Rodrigues confirmed that he would return with visuals from the freeway that show the office/retail component and visuals from the park area. He added that they would entertain any additional requests from the Commission.

Chair Pearce then suggested that the Commission consider the discussion points.

1. Staff believes that the revised site plan and building layouts implement the applicable goals and policies of the Bernal Property Specific Plan for this site.

Commissioners Pentin, Blank, Narum, Olson, O’Connor, and Pearce voiced support.

Chair Pearce indicated that the Specific Plan talks about reducing the light and glare. She noted that Safeway would have a large amount of glass in the front of the store and added that she assumes staff has taken care that there not be a lot of glare.

Mr. Pavan replied that this is under evaluation, based on a concern at the last Commission meeting.

2. What types of uses should be permitted or conditionally permitted for the commercial portion of this development?

Commissioner O’Connor stated that at the last work session, there was a lot of discussion about fast-food restaurants and that although there are no drive-thru’s, the Commission did not discuss how much is too much.

Commissioner Blank recalled that the Commission did not want to see an In-N-Out Burger environment in the shopping center, which would create a very busy atmosphere with high traffic and noise generation. He indicated that he supports the uses attached to the report but expressed concern about the potential in the future for a drive-thru fast-food restaurant which he believes would not be appropriate for this environment.

Commissioner Narum stated that she supports no more fast-food restaurant with drive-thru, given the existing gas station drive-thru and the pharmacy drive-thru. She added that she would want to see something prohibiting any additional drive-thru; however, additional walk-up fast-food restaurants are fine as long as they are not

drive-thru. She indicated that she would also support no adult entertainment and no car wash and would prefer uses to be more oriented and focused on the commercial neighborhood as opposed to the commercial center, such as an exercise-type facility, a martial arts/tutoring/day care center, as these would enhance the neighborhood. She noted that there is land set aside for a child care facility on the property across the street which is now beautifully landscaped.

Commissioner Blank stated that he felt this restriction would limit certain fast-food establishments.

Commissioner O'Connor noted that there are more and more drive-thru banks.

Commissioner Olson agreed and recalled that the Commission had previously reviewed a list of possible businesses. He recommended taking-off liquor stores from the list. He indicated that he was really encouraged by the fact that Mr. Trobbe has been talking with the Pleasanton Downtown Association (PDA) and that he suspects those discussions included input as to what PDA would view favorably on the list.

Commissioner Pentin and Chair Pearce both concurred with the comments.

3. Is the Planning Commission satisfied with the proposed setbacks?

Commissioner Pentin stated that this is the first time he had viewed the project but that given the presentation of the architect, he was satisfied with the 45- to 55-foot setbacks on Bernal Avenue.

Commissioners Olson and Blank echoed Commissioner Pentin's comments.

Commissioner Narum stated that she supported the setbacks as long as they are consistent with those of the other buildings along Bernal Avenue. She added that she would like to see that consistency on the illustrative plan of what is to come.

Commissioner O'Connor supported the setbacks for the retail portion.

Chair Pearce agreed with Commissioner Narum's comments and wanted it to be consistent with the sense of space.

4. Does the Planning Commission concur with staff on improving the design interface between the Major #2/Shops #7/shops #7A building and the access driveway?

Commissioner Narum requested clarification on what staff was looking for.

Mr. Pavan stated that staff's concern is that although the applicant shows a wall to screen this area, staff believes the area needs to be further enhanced with trellises, landscaping, decorative materials, and something that goes far beyond a flat screen wall. He added that staff is asking for the Commission's input on this to pursue further detailing and design details to ensure it looks very good.

Commissioner Pentin stated that he felt this would be shown at the next stage with landscaping.

The Commissioners unanimously voiced preference for not seeing a flat wall.

5. Should the sidewalk in front of the Safeway building be increased from 19 feet to 24 feet by reducing the driveway aisle from 30 feet to 25 feet in order to provide additional pedestrian/plaza areas?

Commissioner Pentin stated that he believed this was a question for the architect and Safeway as to what they normally use if they are showing outside sales and restaurant seating. He indicated that he was not certain an additional six to ten feet was necessary to provide additional pedestrian/plaza areas; he was more concerned with losing the parking.

Commissioner Blank agreed with Commissioner Pentin. He indicated that this is a marketing/design issue and that he would be concerned if parking were to disappear in order to accomplish that.

Commissioner Olson agreed. He added that he also sees the proposal to reduce the width of the driveway down to 25 feet and inquired what this would do to the vehicle traffic that must go through that area. He further inquired if 25 feet would be appropriate for an 18-wheeler.

Commissioner O'Connor commented that 18-wheelers would hopefully not drive in front of the store.

Commissioner Narum inquired whether gas trucks would access this area.

Commissioners Blank and Olson stated that trucks were not using this to enter and exit the area.

Commissioner O'Connor stated that the applicant indicated that they would like to increase the sidewalk by five feet and reduce the driveway in front of the store by five feet so it does not affect parking. He added that the real question is whether 25 feet is enough for traffic to travel back and forth in front of the store.

Mr. Pavan indicated that 25-foot drive isles can accommodate large trucks, most pedestrian traffic, and even a bus.

Mr. Dolan agreed and noted the street standard is a 12-foot travel lane.

Commissioner Narum suggested making it more interesting by bumping the ends out five feet and then curving it back in to make the seating farther from traffic.

Commissioner Pentin noted that there are outside grocery fruit stands and produce and that they may be using the entire sidewalk.



Commissioner O'Connor stated that he wanted to see the sidewalk widened but not stuck on the ends as he was more concerned with how Safeway normally operates. He noted that there are plants outside for some of the centers, and they will have promotional stackings in the front. He stated that he believed the last thing they would want is to have the sidewalk so narrow so that carts cannot circulate well.

Chair Pearce agreed and asked to see it widened as well. She noted that she likes the fact that the design is very pedestrian-oriented. She also appreciated the addition of the bike parking and noted that she had mentioned it at the workshop. She indicated that she noticed at the Santa Rita Safeway that many people jam their bikes up in front and she inquired if additional bike parking could be provided in front if the sidewalk is widened.

Commissioner Blank stated that this is the only place where bike parking exists and recommended that it also be added by Shops 5 or 7 or some other appropriate places.

Chair Pearce agreed.

6. Staff requests the Planning Commission's comment and direction on the proposed location of the service station.

Commissioner O'Connor stated that he would have liked to see the service station rotated 90 degrees but it is not feasible. He indicated that he was much more pleased with its current placement and believes it is not as prominent as it was before.

Commissioner Narum agreed.

Commissioner Olson stated that he felt it is also an improvement, the design is terrific and outstanding, and it does not even look like a service station.

Commissioner Blank stated that he believes it is a much improved location as well and also believes that pending some results from staff, it will focus and be an amenity for people who use the center. He added that while they have other issues associated with it, he does not think it will be the draw that it would have been in its previous location.

Commissioner Pentin agreed. He indicated that he thinks the location is placed well on the property and its design is excellent. He added that he does not believe it will be an attraction from Bernal Corners than it would have been had it been up on the corner.

Chair Pearce stated that as she had voiced at the previous workshop, she cannot support the gas station as it would turn this from a neighborhood amenity to more of a freeway attraction. She added that it is not her idea for a gateway as it changes the nature of the shopping center; however, if she had to choose, she would prefer the location it is at now.

7. Is the Planning Commission satisfied with the overall architectural design of the retail buildings, colors, materials, detailing, etc.?

Commissioner Pentin stated that this is the first he has seen the architectural designs. He indicated that he loves the look and different elements used; the down lights, the goosenecks, as well as the 360-degree design as he was really concerned with seeing the backs of the buildings.

Commissioner Blank agreed and stated that he thinks the design is terrific. He added that he is very sensitive to the Chair's comments about the service station, and the way to prevent it from looking like a freeway off-ramp amenity is to ensure it is not visible from the freeway. He indicated that he will look very closely at the landscaping to mask it from the freeway so it does not look like a "downtown Van Nuys freeway on-ramp strip mall/truck stop."

Commissioner Olson stated that he thinks the overall architectural design is terrific and that he likes the design of the fueling station.

Commissioner Narum stated that this is definitely a lot better than what was shown the last time; however, she indicated that it appears like a modern-day main street where different buildings are up against one another with different roof heights and windows, which she likes, but suggested more differentiation and more height on Pad 3. She stated that parts of Pads 5, 6, and 7 are all the same and requested that something different be added. She expressed appreciation for the removal of all of the towers presented the last time and requested that the applicant continue to refine it a little bit with heights.

Commissioner Blank agreed with her point.

Commissioner Narum said she likes the service station architecture and would like to talk about it more at some point.

Commissioner O'Connor stated that he felt it was a big improvement from the last workshop. He indicated that he was not clear about what Commissioner Narum wanted but that what he is looking for is a little tweaking in the storefronts so they actually look like they are individual and separate buildings, like the Downtown. He stated that he did not want them to look as uniform and suggested separating them.

Commissioner Narum indicated that this is what she was explaining.

Chair Pearce agreed as well and stated that she felt the plans look great and are moving in the right direction. She indicated that she likes the new visuals the applicant brought.

Chair Pearce then asked the Commissioners whether they would like this to return as one more workshop or as an application.

Commissioner Blank noted that staff obviously has received clear direction on the points and inquired if staff believes it could go to the hearing stage with a formal PUD and modification or if another workshop should be held.

Mr. Dolan replied that he felt the applicant was very cooperative and good input has been received. He indicated that the applicant can go straight to application and that if it does not work out, it could be continued.

Commissioner Narum stated that the only piece missing is the fiscal analysis on the businesses that the Commission talked about having the applicant complete. She noted that this would influence her thinking on the gas station piece of it.

Commissioner Blank suggested that this be included as part of the application.

Chair Pearce stated that several things were requested at the two work sessions, and the fiscal analysis seems to be complicated. She inquired what the Commissioners' preference was.

Commissioner Blank stated that he supported staff's opinion and if it needs more work, it could be continued.

Commissioner Olson agreed that the project should return as an application relative to fiscal impact, and since the applicant is in contact with the Downtown Association, possibly some input from PDA could be melded into the package.

Mr. Dolan noted that it is a difficult topic, and staff may have guidance in terms of where they believe the Commission's jurisdiction on the fiscal analysis begins and ends. He stated that there are other Commissions that handle that aspect of it, and staff needs to strategize as to what kind of advice is given as far as the fiscal analysis materials prepared and the whole competitive issue.

Commissioner O'Connor supported bringing it back as an application, and if a thorough job is done based upon the input received tonight, then a lot of time is saved. He added that if there is something compelling that the Commission feels it should investigate further, it could be continued. He noted, however, that he felt the Commission should give the applicant a shot at completing it as an application so as to save time.

Chair Pearce agreed. She acknowledged the comments on the fiscal analysis; however, there is a split in terms of cities that provide fiscal analyses to their Planning Commissions. She noted that the Commission has discussed the impact of survival rate, for example, of eight grocery stores in a town the size of Pleasanton and whether or not there should be two Safeway stores or two Home Depot stores. She added that at the Home Depot discussion, the Commission was told that the Planning Commission did not consider fiscal analyses as part of its purview, and that was accepted. She stated that she would now be interested in knowing or understanding where staff is coming from if the fiscal analysis is included in the application.

Commissioner Narum supported its return as an application but added that the Commission should decide as to whether or not it supports the gas station. She added that based on information received, the Commission should consider a fall-back as to what that corner would look like without a gas station.

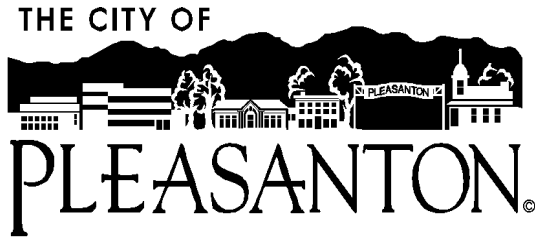
Commissioner Blank noted that this will be a staff report that will challenge the Commission in terms of its size for reading purposes. He requested that the Commission receive the report as early as possible prior to the meeting, even if it means putting the actual hearing off by one meeting.

Commissioner O'Connor stated that, alternatively, part of the report could possibly be provided in advance.

Chair Pearce addressed staff and inquired if they had what they needed.

Mr. Dolan said yes.

Chair Pearce thanked the applicant team.



**Planning Commission  
Staff Report**

August 25, 2010  
Item 6.a.

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

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

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

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

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

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

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

**ATTACHMENTS:**

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

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

### **Background**

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

### **Bernal Properties Specific Plan and PUD Development Plan**

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

### **Zoning**

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

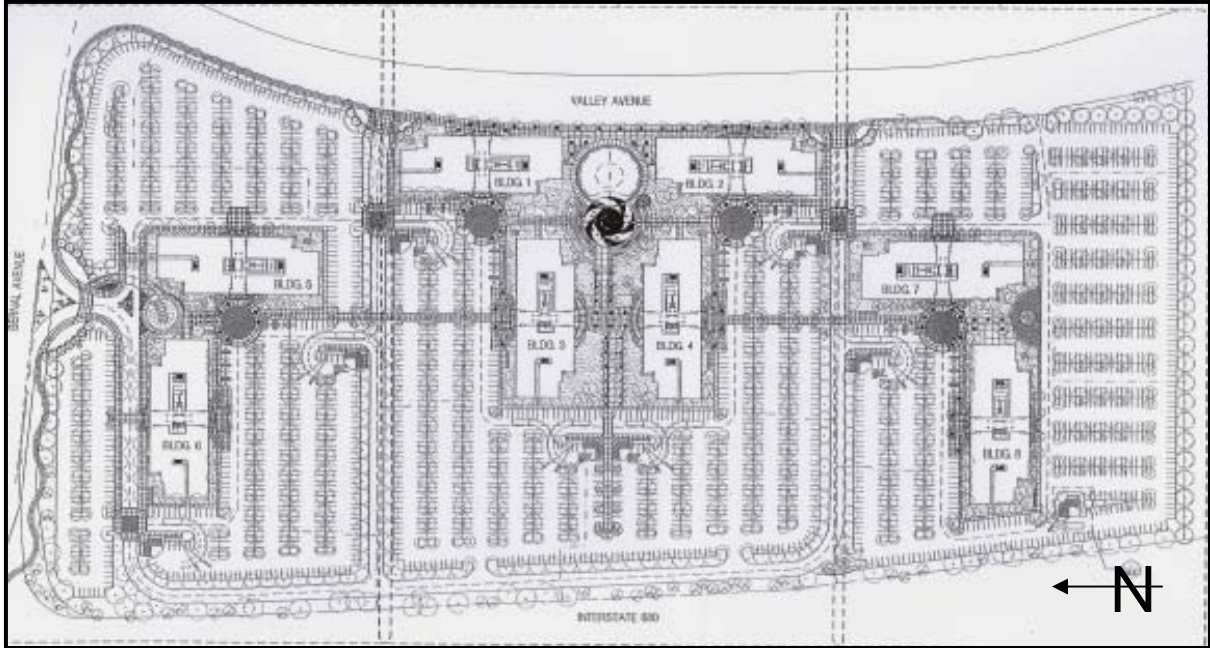


Figure 1: Approved PUD Development Plan for the Pleasanton Gateway site.

## II. SUBJECT PROPERTY AND SURROUNDING AREA

### Project Location

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



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



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



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



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



**Surrounding Land Uses and Setting**

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

**Table 1: Surrounding Uses**

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

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

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



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



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



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





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

### Site Access

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

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



**Figure 9: Typical Valley Avenue Traffic Circle.**

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

### **III. PLANNING COMMISSION WORK SESSIONS**

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

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

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

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

#### **IV. PROJECT DESCRIPTION**

##### **Project Description**

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

##### Overall Project

The overall Pleasanton Gateway development will include the following:

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

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

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

### Site Design

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



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

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





**Figure 11: Phase I (Commercial) Site Plan.**

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

**Table 2: Building, Landscape, and Hardscape Areas**

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

The proposed site plan includes the following:

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

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

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

### Building Design

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

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





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



**Figure 13: Office Site from the Central Access Driveway.**



**Figure 14: Safeway Supermarket from the Interior Parking Area.**

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

## **V. ANALYSIS**

### **City Applications and Approvals**

The applicant has submitted the following applications for the proposal:

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

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



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

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

## **Pleasanton General Plan**

### Pleasanton General Plan

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

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

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

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

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

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

### Bernal Property Specific Plan

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

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

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

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

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

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

#### Relationship of the Specific Plan to Zoning

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

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

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

## Site Plan

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

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

### Building Setbacks and Landscape Separations

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

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

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

### Views of Pleasanton Ridge

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

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

#### Sidewalk Sales and Outdoor Dining

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

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

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

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

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

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

#### **Building Design**

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

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

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

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

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

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

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

### **Building and Site Signs**

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



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

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

## **Uses**

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

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

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

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

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

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

Phase I and Phase II Operating Hours:

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

Phase I and Phase II Truck Deliveries:

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

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

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

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

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

Traffic Level-Of-Service Impacts/Mitigation Measures

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

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

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

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

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

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

1. With construction of Phase I:

- Bernal Avenue/Koll Center Drive/Project Driveway:

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

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

- Valley Avenue:

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

2. With construction of Phase II:

- Northbound I-680/Bernal Avenue Entrance Ramp:

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

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

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

#### Parking

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

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

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

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

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

### Pedestrian/Bicycle Facilities

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

### **Landscape Design**

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

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

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

### **Green Building Measures**

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

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

### **Grading and Urban Storm Water Runoff**

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

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

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

## **VI. PUBLIC COMMENT**

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

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

## **VII. ENVIRONMENTAL ASSESSMENT**

### **Initial Study/Mitigated Negative Declaration**

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

### **Environmental Analysis**

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



### Greenhouse Gas Emissions

The impact threshold for Greenhouse Gas (GHG) emissions is 1,000 metric tons per year. Exhibit L is the GHG analysis for the proposed development. The project's GHG emissions were analyzed using the Bay Area Air Quality Management District's URBEMIS 2007 model and the BAAQMD GHG model for total carbon dioxide equivalent (CO<sup>2</sup>) emissions from transportation, electricity use, waste, and refrigerants, etc. Default model settings were used except for trip generation, pass-by trips (traffic already using the adjacent roadway), and diverted-link trips (when a diversion is made from the regular route to make an interim stop) from the Traffic Impact Study completed for this project. The GHG emission analysis also accounted for the market shift that is anticipated to occur for the proposed grocery store and restaurants whereby some residents who currently leave Pleasanton for such services will switch to using the services available at Pleasanton Gateway instead, resulting in fewer total vehicle miles traveled. By shopping at the project, some patrons will actually drive less than they would have otherwise, so no additional vehicle miles traveled were added to the GHG models for these trips.

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

**Table 3: GHG Emissions of the Approved Office Project and the Proposed Retail/Office Project (CO<sup>2</sup> metric tons per year).**

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

The emission of 33,558.81 metric tons per year of CO<sup>2</sup> represents the baseline emissions that can be assumed would have been generated from the previously approved Office Project. The proposed change in land use from an office only development to a mix of retail uses and office uses catered to nearby neighborhoods and employment centers will substantially change the traffic generation and vehicle trip characteristics at the site. Generally, retail uses – supermarkets especially for the p.m. commute – will generate a greater volume of trips than office uses, but these trips tend to be much shorter in distance. Therefore, changing the previously approved office only project to the proposed

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

Of great significance is the 362 metric ton decrease of CO<sup>2</sup> emissions per year for the proposed project compared to the office project. This will result in a significant net reduction in the GHG emissions anticipated for this development. From a Greenhouse Gas perspective, therefore, the proposed project is an improvement over the previous office only project.

### Archaeological Resources

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

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

### I-680 Noise

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

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

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

## **VIII. PUD DEVELOPMENT PLAN MODIFICATION FINDINGS**

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

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

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

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

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

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

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

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

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

Therefore, staff believes that this finding can be made.

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

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

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

Therefore, staff believes that this finding can be made.

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

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

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

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

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

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

## **IX. CONDITIONAL USE PERMIT FINDINGS**

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

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

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

Therefore, staff believes that this finding can be made.

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

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

Therefore, staff believes that this finding can be made.

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

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

Therefore, staff believes that this finding can be made.

## **X. STAFF RECOMMENDATION**

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

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

Staff Planner: Marion Pavan, (925) 931-5610, [mpavan@ci.pleasanton.ca.us](mailto:mpavan@ci.pleasanton.ca.us)

**PUD-02-07M and PCUP-210, Pleasanton Gateway, L.L.C.**

**Application for a modification of the Bernal Property PUD development plan, and for a Conditional Use Permit for the operation of a grocery store and drive-through uses for a mixed-use development including approximately 129,370 square feet of commercial/ retail floor area and approximately 588,781 square feet of office floor area on an approximately 39.22-acre site located at 6750 Bernal Avenue, between the northbound I-680/Bernal exit ramp and Valley Avenue. Zoning for the property is PUD-C (Planned Unit Development – Commercial) District.**

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

Marion Pavan presented the staff report and described the scope, layout, and key elements of the project.

Commissioner Pentin inquired if the landscaping on the freeway exit ramp will stay as is.

Mr. Pavan replied that it would stay but that CalTrans has the option to remove it. He added that should this occur, the project's landscaping will be able to stand on its own.

Commissioner Blank inquired whether limiting drive-through to prescription only is a PUD restriction or a business practice.

Mr. Pavan replied that this reflects a condition that staff has applied to a previous application for a pharmacy with a drive-through.

Commissioner Blank inquired if this would be a 24-hour drive-through pharmacy.

Mr. Pavan said yes.

Commissioner Blank referred to the sign program and stated that during the past years, this Commission has struggled with window signs. He noted that the Commission has specifically restricted paper signs, but owners have resorted to putting up garish signs and frames that are offset from the window by three feet, and there is nothing the Commission can do about it. He inquired if this will be addressed as part of the master sign program.

Ms. Pavan replied that window signs will be addressed, and signs that are set back three or more feet from the window could also be addressed; however, it would be difficult to control and implement.

Commissioner Blank inquired if there was an estimate of when the first phase would begin, assuming it was recommended for approval tonight and subsequently approved by the City Council.



Mr. Pavan replied that the applicant has indicated that they want the Safeway to open and begin operation by November of next year.

Commissioner Blank noted that provisions would be made for electric charging of cars and that the number of Federal- and State-funded programs to increase the number of charging ports is growing. He inquired if the City has guidelines in place to plan for an electric versus fossil fuel future.

Mr. Pavan replied that more and more electric vehicles and hybrids are appearing on the market and more and more companies are providing these types of vehicles. He indicated that the City does not have specific guidelines with respect to the minimum number of charging ports and that these would be looked at on a case-by-case basis. He added that any of the parking spaces that are in close proximity to the building could be used as charging ports.

Commissioner Blank noted that homes or large buildings are being approved to be photovoltaic ready so that several years down the line, someone who wants to put in a photovoltaic system would be able to do so. He stated that in the same manner, any parking lot could be stubbed out and made ready to have a power plug.

Mr. Pavan stated that the City does not require all the parking lot to be stubbed out but only those spaces closest to the office building.

Commissioner Blank inquired whether parking row should have one stub so as to feed spots in that row. He indicated that he felt there is an opportunity to build in the infrastructure at construction time, which would cost a lot less than doing it after the fact.

Mr. Pavan indicated that there is a condition of approval requiring a stub out, conduit, and pull strings in those spaces closest to the office buildings only. He added that the applicant needs to do the installation.

Commissioner Pentin stated that the last time this project came before the Commission, it was around 58,000 square feet with a possible expansion of 5,000 to 7,000 square feet. He inquired if this was no longer the case.

Mr. Pavan replied that Safeway reduced the area to 58,000 square feet because the company feels that size can accomplish its business plan for this store. He noted that should it expand to 65,000 square feet in the future, the applicant would need to submit the plan to the Planning Division to ensure sufficient parking space accommodations.

Commissioner Pentin inquired where the storm water runoff is in the park property and inquired if the ponds were those by Valley Avenue. He further inquired if these were new ponds.

Mr. Pavan confirmed that these are the ponds by Valley Avenue but that there are no new structures or facilities to handle storm water runoff. He indicated that the applicant will need to provide bio swales and pipes and ensure water is retained long enough to achieve its settling function.

Commissioner Pentin referred to the two new crosswalks that lead to the Bernal Corporate Park and one on the corner of Valley Avenue and Bernal Avenue. He inquired if there were any restrictions or stipulations against Fairgrounds parking.

Mr. Pavan replied that this would be up to Safeway Stores and that there are no conditions in the PUD addressing Fairgrounds parking.

Commissioner Pentin noted that according to the parking requirements for the entire facility, it is over-parked by 200 spaces, especially in the retail portion of the complex. He inquired if the impact of that corner has been brought into the traffic study, considering the Good Guys and Fairground activities.

Mr. Pavan replied that the traffic study did not analyze Fairgrounds parking. He indicated that there is a condition that states that the applicant can request the City Council to have the Vehicle Code enforced on this property. He noted that he has seen signs referring to towing vehicles that are not supposed to be parked in certain areas.'

Commissioner Blank noted that whenever there is a Fair, Bernal Corners pulls signs out which allow one-hour parking maximum for customers, after which cars would be towed. He indicated that this appears to work.

Commissioner Pentin noted that Condition No. 42 of Exhibit A on Transportation Systems Management (TSM) refers to the project applicant or developer or property owner. He inquired if this was common boilerplate wording or because the City does not identify the person responsible and if it would leave a loophole.

Mr. Pavan replied that it is standard boilerplate language and covers all options.

Commissioner Blank inquired who the producer of the video simulations was.

Mr. Pavan replied that the video simulations were prepared by the applicant.

Commissioner Pentin referred to Condition No. 59 which states that the existing 18-inch storm drains stubbed to the property and Bernal Avenue shall be abandoned per City standard requirements. He stated that he understands the storm water and grading will take it to the ponds, but he inquired if the storm drains would simply be abandoned but would still be there and would be able to be brought back into operation if there were ever any issues or problems with water in the area.

Mr. Pavan referred the question to Wes Jost, Development Services Manager.

Mr. Jost stated that the storm drain is basically stubbed for future use. He indicated, however, that whatever is proposed for the site must be treated, and, therefore, the abandoned storm drains would more than likely not be used in the future.

Commissioner Pentin referred to Condition No. 73 which states that minor changes to the plan can be allowed subject to the approval of the Director of Community Development and asked for a definition of "minor."

Mr. Pavan stated that staff has attempted in the past to define "minor" and had no success, and that "minor" is determined on a case-by-case basis. He explained that a proposed modification is judged against the conditions and approved plans, and then a determination is made as to whether the change is minor or major and requires more scrutiny and potentially a hearing before the Planning Commission.

Commissioner Pentin inquired if the sign program, size of windows, or illumination would be considered major or minor.

Mr. Pavan stated that it would likely require a modification to the PUD. He noted that changing the trim or window colors would be considered minor.

Commissioner Pearce referred to the Fehr and Peers Transportation Impact Study, which was updated in November, and stated that she did not believe there were any impact studies once it was determined there was no longer going to be a gas station but would instead be some sort of drive-through. She requested more detail in connection with the statement on page 24 of the staff report that the City's Traffic Engineer states that the mitigation measure is still applicable.

Mr. Pack stated that staff considered this to be a minor change. He explained that they looked at what the applicant proposed, determined that the traffic impacts were not significantly different than what was proposed with the gas station, and a decision was made that no further analysis was necessary.

Commissioner Blank stated that as one who frequents Bernal Corners, there have been many occasions when he has had to wait five minutes just to get a pump. He indicated that he finds it difficult to imagine that a drive-through would not generate as many trips. He inquired if it would change the flow patterns because of the drop in traffic.

Mr. Pack replied that when staff looks at the traffic impacts, they look at the worst case scenario to determine what sort of mitigation might be needed. He explained that staff determined that if there were fewer trips, the mitigation would already be identified and would not be changed.

Commissioner Pearce referred to the page 3 of the November 10 study which talks about project trip generation. She noted that in comparing a pharmacy with a drive-through versus a service station with a drive-through, she was not certain that a pharmacy can be compared to a service station in terms of PM peak-hour trips because

she thinks there would be significantly more traffic with a pharmacy drive-through than with a service station.

Mr. Pack stated that he agrees with Commissioner Pearce's statement but that those two were not an either/or situation. He indicated that staff looked at the full phase of the gas station, then looked at a Phase I with the gas station still there and also with the pharmacy with the drive-through. He noted that the pharmacy with a drive-through has similar trip rates and there is not a significant difference between the two. He added that overall, the trips were reviewed and staff found that there are significantly lower trips, not only from the original full phase, but also from the original application with the 700,000 square feet.

Commissioner Pearce referred to the trip-generating rate table and PM peak-hour trips with the assumption that different uses would have different AM and PM peak-hour trips. She inquired how taking out the service station and adding a fast-food or restaurant type of drive-through would specifically affect the PM peak-hour trip rates. She noted that from the Fehr and Peers study, it looks like there are significantly more PM peak-hour trips generated with a pharmacy drive-through than with a service station.

Mr. Pack stated that when staff looked at the gas station with the eight service pumps, they also looked at the pharmacy. He indicated that now the applicant has replaced the gas station with a drive-through fast food, and the difference between the drive-through fast food and the gas station are not significantly different. He noted that what the Commission is seeing is fewer trips than what is actually shown in the study, and as a result, mitigations remain the same.

Commissioner Pearce stated that it looks like Fehr and Peers analyzed the parking on page 25 of the study. She indicated that she assumed this was done at the same time that transportation impacts were analyzed. She inquired if there was a new analysis of parking in regard to the new pharmacy and fast food.

Mr. Pavan replied that this was looked at carefully and a determination was made that the parking demand analysis done by Fehr and Peers was comparable. He indicated that this project, as now proposed and even with the drive-through fast food, is still over-parked according to the traffic consultant.

Commissioner Narum inquired if it would be considered a major modification if, after PUD approval, someone wants to lease the building on Pad 4 and wants it to look different than what is shown in the drawings.

Mr. Pavan replied that this would be considered a major modification. He added that the condition specifically states that no franchise, thematic, and comparable architecture would be presented to the Commission.

Commissioner Narum inquired if changing the paint colors would be considered a major modification.

Mr. Pavan replied that he would look at the color palette for the project and if the change in color is comparable and attractive, he would be inclined to consider this a minor change. He noted, however, that if a change to the building volume, roofline, or something comparable is proposed, this would push it into something more significant and would be considered major. He confirmed that this would also apply to the other pads as well.

Mr. Dolan added said it is a judgment call and that staff has a strong sense of self-preservation such that if staff believes it will be controversial, they would make it a major modification.

Chair Olson referred to Condition No. 44 and noted that No. 22 under Permitted Uses/Retail indicates "Drugstores or prescription pharmacies, no drive-through" and suggested that "no drive-through" be struck.

Mr. Pavan stated that if a pharmacy were to come in with no drive-through, it would be a permitted use; however, if the pharmacy includes a drive-through, it becomes a conditional use.

Chair Olson referred to Condition No. 44, Conditional Uses/Retail No. 7, and stated that he is disappointed that this project does not include the gas station but that he is glad to see that it has been left in as a permitted use.

Commissioner Pentin corrected that this is a conditional use.

Chair Olson inquired if a self-service gas station could be installed at some point in the future.

Mr. Pavan said yes. He added that not only is it a conditional use, but would also require a major modification.

Referring to signs, Chair Olson stated that while he is opposed to flashy signs in the window of a bank, he grew up in the grocery business and this would be the first grocery store in the country that would not be allowed to put a sign in the window indicating what the daily specials are. He stated that he would be disappointed if the City told Safeway it could not put a sign in their window.

Commissioner Blank stated that he was also disappointed to see that the gas station was no longer a part of the proposal. He inquired whether, given this, would the Jack-in-the-Box people be screaming about competition should a fast-food restaurant come in on Pad 4; and would the Starbucks Coffee people be screaming about competition if a Peet's Coffee came in. He expressed concern that there is a level

playing field and if it is a permitted use, competition is good in business. He indicated that he wants to ensure the City is not establishing artificial barriers.

Mr. Pavan stated that he has encountered the question before by other businesses. He noted that when the Asian restaurant on Main Street opened, the existing restaurants complained. He indicated that staff's statement was that this is part of a business of commerce.

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

Scott Trobbe, Vice President for Development, Pleasanton Gateway, LLC, stated that between the staff report and working with the various departments in the City, it is refreshing to note that the dialogue and communication are always open and responsive. He indicated that he would discuss the project geographically and then turn over the presentation to Ken Rodrigues, project architect, and then to Jim Reuter from Property Development Centers, which has a Safeway division.

Mr. Trobbe presented an aerial of the site, stating it is very different from ten years ago because there are now two very vibrant communities, the park has started to come into play, and infrastructure has expanded. He stated that all this gave them an opportunity to re-look at the property for what might be a better solution and opportunity for the City. He indicated that the area is amenity-challenged from both services and a shopping experience and that they are very happy to look at putting this retail project together with the office project.

Mr. Trobbe stated that they reached out to two homeowner associations that are directly either across the street or in the neighborhood, met with citizens at the Greenbriar apartments directly across the street, spoke with people on the west side of I-680, had presentations with the Pleasanton Chamber of Commerce and their subcommittees, and met with the Pleasanton Downtown Association several times in order to understand their interests and their concerns. He noted that what is important is that he is a stakeholder as well, not a developer who would do the project and then leave town. He indicated that they still have 29 acres in the area that they would like to do something with.

In summary, Mr. Trobbe stated that, taking into account that they are amenity-challenged and given the kind of architectural project they put together, combined with Safeway Stores, they have developed a nice project that all stakeholders can be proud of.

Ken Rodrigues, project architect, noted that they had changed a couple of things from their last presentation, including the substitution of the service station location with a building. He stated that what is in the packet is a very nice outdoor dining spot with a couple of restaurants and a patio which will be utilized up to closing time. He noted that they also incorporated interesting night lighting and trellis features, and a nice pedestrian and trellis connection to the neighborhood which is a big comfortable walking

loop for retail, window shopping, outdoor dining, and outdoor seating that links around the entire site.

Mr. Rodrigues noted that they have embellished and enhanced landscape features and connection, especially the landscaped feature located across from the residential. He pointed out the location of future expansion for Safeway and noted that they are over-parked. He stated that South Bay Development Company, the office developer, was concerned about the look of the rear of the buildings and that a 360-degree architecture was proposed with a dense landscape screening that would screen the proposed drive-through, and delivery areas would be tucked back in a notch and landscaped area.

Mr. Rodrigues stated that the other request by the Commission was a rendering from the corner with a complete photo simulation. He indicated that they have samples of all of the colors, materials, and said he is proud to say that the Safeway will be very nice looking, including having the ability for outdoor sales which is geared to activate the pedestrian edge. He added that they also have outdoor seating and dining, which allows the areas to become neighborhood spots. He presented a picture of the trellis feature, with lighting, landscaping, outdoor dining coming right up to the street edge, and low stone screen walls. He agreed that Fairgrounds parking would not be allowed and that their security would take care of this. He added that the Commission had requested changes in building elevations, and they incorporated more of the vertical elevation change as well as a plan view, more arcade and lifestyle features, trellis pieces, glass and aluminum, and canvas which will be an asset to the community.

Mr. Rodrigues presented the view from Bernal Avenue looking toward Pad 1, showing the landscaping. He explained that the Commission had asked them to be very detailed in the landscape plan and that every tree shown corresponds to the trees proposed on the landscape plan. He briefly described the main entrance off of Bernal Avenue, Bernal Corporate Park across the street right with the main driveway, a view of the building from the main entry, the next building over which could be a bank, and the corner building added after the gas station was removed. He presented a view from looking back from Bernal Avenue right at the off-ramp from the freeway. He stated that the landscape features are accurate and that any potential drive-through is completely screened by the landscaping.

Mr. Rodrigues stated that they also wanted to include accurate elevations of Safeway and proposed signage. He indicated that in response to an inquiry from two Commissioners regarding what the landscaping would look like back along the freeway, he stated that each tree shown on the landscape plan is an accurate depiction of what it would look like in five years.

Jim Reuter, Vice President of Development, Property Development Centers (PDC) which is a Safeway Company, stated that his presentation will focus on the interior of the store, green development operations, and Safeway as a community partner in Pleasanton. He stated that PDC was formed about two years ago to develop, own,

lease, and manage retail shopping centers, and Safeway is one of its primary anchors. He stated that the company was formed to take advantage of market conditions, the lack of financing, and the lack of developers to be able to perform; and it was a way for Safeway to get into the market and get stores open and develop high quality projects. He presented pictures of the inside of their new lifestyle store, a grocery section featuring over 300 organic products with their "O" brand. He indicated that they like to buy local produce and have a bright line green product. He presented the floral, meat, seafood, and ready meal sections, wine selections, and pizza ovens. He noted that their lifestyle store is an exciting opportunity where they would roll out new products and a new areas of the store.

Mr. Reuter stated that about ten years ago, Safeway and PG&E partnered and created some energy efficiency programs which have provided rebates in excess of about \$38 million. He added that Safeway wanted to save money and offered rebates for those who can reduce their carbon footprint. He noted that the energy efficiency programs reduce 8.5 million megawatts of energy use; their lighting focuses on product rather than on the store, their LED signs reduce energy by 80 percent, they use wind energy for their corporate offices in San Francisco, and they have participated in a number of energy projects over the last couple of years.

Mr. Reuter then presented a breakdown of their components for recycling: six percent from the food bank, 46 percent from cardboard, and 20 percent compost. He indicated that they make use of everything they can and noted that they are trying to convert grease to bio fuel for their trucks. He stated that they are one of the original members of the U.S. Green Building Council since 2004 and that they build their current prototype to a Silver LEED rating.

Mr. Reuter stated that Safeway is a community partner based in Pleasanton and has over 3,600 employees at their headquarters. He indicated that their new shopping center employs about 350 full and part time employees and that the project proposed is about a \$40 million project. He added that they donate to a variety of about 75 community organizations.

Commissioner Blank stated that in the summary that Mr. Pavan provided, the Commission spent a lot of time discussing what the freeway off-ramp would look like. He indicated that he was a little surprised with the 5 year view. He stated that the sense of the Commission was that when people came off of the freeway, the Commission did not want it to look like a truck stop. He added that he was surprised about the vegetation in the video rendering, which was almost non-existent, and he felt there were huge gaps in it. He said when making the turn off of the freeway, the site is astonishing beautiful in the renderings, but the ride down the freeway off-ramp does not look very good and he wondered if additional landscaping was needed.

Mr. Rodrigues stated that the video is not as current as the simulation. He indicated that it was shot last week and that Safeway could not be seen when riding down the off-ramp.



Commissioner Blank stated that assuming CalTrans comes in five years from now and wants to widen the freeway and removes the landscaping, Safeway will be visible.

Mr. Rodrigues explained that there is also groundcover, shrubbery, and tree growth, in addition to an entire layer of trees which his rendering shows from the back of the Safeway and does not include any of the CalTrans cover.

Commissioner Blank stated that the Commission wants to have it massed assuming there is no CalTrans cover because CalTrans could remove that.

Mr. Rodrigues stated that there will be shrubbery growing high as shown in the landscape plan.

Commissioner Blank stated that he think it needs more filling in.

Mr. Rodrigues reiterated that the rendering does not include the CalTrans overlay. He stated that CalTrans could eliminate all of the landscaping within five to ten years, and there would be trees or shrubbery that Safeway would have maintained it so it does not go into the right-of-way.

Commissioner Blank concluded by stating that the landscaping is excellent when making the turn, but felt there was more work to do when coming down the ramp.

Commissioner Blank inquired if, with a large parking lot area, there would be video camera surveillance or on-site guards during hours when the center is not in operation for Phase I or II.

Mr. Trobbe replied that if they have a Phase II with office, he thinks this would be a tenant decision and not something a developer would enforce. With respect to Phase I, given the Safeway Store will be a 24-hour store, he stated that he does not think there will be security for this.

Commissioner Narum requested someone to discuss traffic with the drive-through bank and the drive-through fast food and how it would work. She stated that cars would come out from the bank and cars would come into the drive-through. She inquired how the circulation would work during lunch time.

Mr. Rodrigues replied that they would fine-tune this depending upon who the users are. He noted that certain drive-through's like banks typically do not have a lot of traffic, while a fast food restaurant might. He indicated that they would look at creating a small "pork chop" island landscape feature that would separate the two so there would not be any conflict.

Chair Olson stated that he is in the banking business and that it is likely that a bank going into the site would not want a drive-through. He added that they would service via

ATM's and that most of the traffic would be walk-up. He indicated that they had considered this and that if it was not needed, it would be turned into a landscaped area.

John Moore stated that he is a member of the Walnut Hills Homeowners Association which borders the development on one side and that Mr. Trobbe reached out to the association and gave a presentation; concerns were addressed and modifications were made to the plan. He agreed that Fairgrounds parking could be an issue. He noted that developing the crosswalk from Bernal Corporate Park to the development is important but that creating a secondary crosswalk which would be closer to the Fairgrounds would invite more people to park in the lot. He added that their homeowners development has a couple of round-about's and that he has witnessed people driving around them doing some pretty amazing things. He inquired if there could be some additional signs to educate people on how they should properly negotiate a round-about, which would be helpful because he has seen drivers making a U-turn in the wrong direction in the round-about.

Mr. Moore noted that Condition No. 18.b. of the conditions of approval states that tenant improvement activities taking place within a completely enclosed structure shall be limited to certain hours and that contractors operating past 5:00 p.m. shall only use the Bernal Avenue driveway to enter and exit the site. He requested that it be made part of the plan that traffic solely use the Bernal Avenue exit, which their homeowners and neighbors would be appreciative of.

Mr. Trobbe echoed these considerations and stated that it would not be good for construction traffic to come up Sunol Boulevard, make a left at Valley Avenue, and then come through those round-about's. He added that they would also be going right past Hearst Elementary School, which would not be a good thing.

Mr. Trobbe concluded by stating that the project is tremendous and would be an asset to the City. He then thanked the Commissioners for their time.

## **THE PUBLIC HEARING WAS CLOSED**

**Commissioner Blank moved to find that the proposed project will not have a significant environmental impact and that the Mitigated Negative Declaration is appropriate, and to recommend approval of the Initial Study/Mitigated Negative Declaration; to make the PUD Development Plan Findings stated in the staff report and to recommend approval of Case PUD-02-07M, subject to the conditions of approval shown in Exhibit A of the staff report; and to make the Conditional Use Permit Findings stated in the staff report and to recommend approval of Case PCUP-210, subject to the conditions of approval shown in Exhibit B of the staff report.**

**Commissioner Narum seconded the motion.**

Commissioner Narum referred to Condition No. 44.a. and requested that "tobacco stores" be removed from this condition.

Commissioner Pentin stated that he would support the request if it were a cigarette store, but he was opposed to removing a tobacco store.

Commissioner Blank stated that when he read it, he thought it was more along the lines of a pipe and cigar store.

Commissioner Narum requested that it be stated that way.

Commissioner O'Connor stated that he believes the people who run the shopping center will do what is best, such that if they do not want an adult book store or a cigarette store or any other store, they will do the right thing. He indicated that he did not think it should be micromanaged unless there is something prohibited citywide.

Chair Olson agreed.

Commissioner Narum referred to Condition No. 34.a. under the sign program and stated that she sees a huge opportunity for the monument signs on Bernal Avenue to tie into the Downtown. She indicated that the developer has indicated a willingness of this, and she inquired if it would make sense to have this portion of the signs reviewed at the Planning Commission level, similar to what was done with the Kolln Hardware store.

Commissioner Blank inquired what impact this would have.

Mr. Pavan stated that the application, drawings, and conditions would be reviewed by staff and the Zoning Administrator's action would then be forwarded to the Commission who can appeal the decision.

Commissioner Narum stated that having a staff approval and then appealing it and scheduling it for a Planning Commission meeting would entail a longer processing time versus having it come immediately before the Commission.

Commissioner Blank agreed with Commissioner Narum.

Commissioner O'Connor suggested that it could be agendized under the Consent Calendar.

Commissioner Narum referred to the workshop discussion regarding the back side of Safeway. She inquired why the Commission would not want people to know there is a Safeway off of the freeway ramp, as we would want people to stop and shop here.

Commissioner Blank stated that the Commission wanted the store to be a local store and not have people necessarily getting off of the freeway with their 18-wheeler trucks pulling into the store and then pulling back out.

Commissioner Narum inquired why a large “S” logo could not be placed on the back of Safeway.

Commissioner Blank voiced his opposition to this.

Chair Olson stated that other buildings could be seen from the freeway.

Commissioner O’Connor supported Commissioner Narum’s suggestion, noting that if the City could bring in additional dollars, it would benefit the City, and other buildings will be seen.

Commissioner Blank suggested this be looked at as part of the sign program.

Commissioner O’Connor agreed it was part of the sign program, but he did not feel the landscape program should be increased to be so dense that a sign on the sign program cannot be seen.

Mr. Dolan referred to Condition No. 31 which deals with screening along the freeway. He stated that staff thought some changes needed to be made to the planting proposed to be more in line with some of the feedback received at workshops but did not require a complete screening. He indicated that the building is relatively large and that they would like to break up the mass and get some depth to some of the landscaping proposed; hence, clusters were discussed to break it up which is more of a visual thing than a “hiding” thing.

Commissioner Blank stated that he felt this was a good compromise.

The Commission agreed to review this as part of the sign program and urged the developer to return with a sign that will be seen.

Commissioner Blank inquired if the construction route should be specified.

Commissioner Pentin stated that Safeway is required to build the first entrance into the retail property off of Valley Avenue for construction purposes; however, he could see not allowing any construction to come from the other sides. He indicated that part of the reason for having the first entrance built was to alleviate construction traffic on Bernal Avenue so as not to have traffic go down to the housing development and down Valley Avenue.

**Commissioner Blank amended his motion to add that Condition No. 4 be amended to require the master sign program to come before the Planning Commission for review and approval.**

**Commissioner Narum supported the additional condition and amended motion.**

**ROLL CALL VOTE:**

**AYES:** Commissioners Blank, Narum, Olson, Pearce, and Pentin.

**NOES:** None.

**ABSTAIN:** None.

**RECUSED:** None.

**ABSENT:** None.

Resolutions Nos. PC-2010-23 recommending approval of the Negative Declaration, PC-2010-24 recommending approval of PUD-02-07M, and PC-2010-25 recommending approval of PCUP-210 were entered and adopted as motioned.



October 19, 2010  
Community Development  
Planning Division

**TITLE: PUD-02-07M AND PCUP-210, PLEASANTON GATEWAY, L.L.C. – CONSIDER A PUD MAJOR MODIFICATION AND A CONDITIONAL USE PERMIT FOR 129,370 SQUARE FEET OF COMMERCIAL/RETAIL FLOOR AREA AND 588,781 SQUARE FEET OF OFFICE FLOOR AREA ON A 39.22-ACRE SITE ON THE SOUTH SIDE OF BERNAL AVENUE BETWEEN THE NORTH BOUND I-680/BERNAL AVENUE EXIT RAMP AND VALLEY AVENUE**

### **SUMMARY**

This is an application by Pleasanton Gateway, L.L.C., for a PUD major modification and a conditional use permit to incorporate neighborhood commercial/retail uses. The proposal includes a 24-hour Safeway grocery store and a drive-through pharmacy, bank, and restaurant; provides pedestrian connections to nearby neighborhoods and employment centers; heavily landscapes its public street and freeway frontages; achieves a pedestrian-friendly development with plazas, sidewalks, and landscaping; aligns the Bernal Avenue driveway with Koll Center Parkway permitting complete access to Bernal Avenue and I-680; and prohibits delivery trucks and vehicles from Valley Avenue. Approximately 588,000 square feet of the originally approved 745,000 square feet of office space will remain. The proposed building designs compliment the surrounding area. Environmental review is covered by an Initial Study/Mitigated Negative Declaration that has completed its 20-day CEQA review.

### **PLANNING COMMISSION ACTION**

On August 25, 2010, the Planning Commission, on a 5-0 vote, recommended approving the proposed modification subject to the conditions of approval (Attachment 8).

### **RECOMMENDATION**

Staff recommends the City Council adopt the draft resolution approving the Initial Study/Mitigated Negative Declaration (Attachment 3); make the PUD development plan findings (Attachment 5) and introduce the draft ordinance (Attachment 1) approving Case PUD-02-07M subject to the conditions of approval; and, make the Conditional Use Permit findings (Attachment 6) and adopt the draft resolution (Attachment 2) approving Case PCUP-210 subject to the conditions of approval.

### **FINANCIAL STATEMENT**

In the short term, the applicant will pay all required building permit and development fees including the commercial school impact and regional traffic impact fees. In the long-term, property and sales taxes will be paid enhancing City revenues.

## **BACKGROUND**

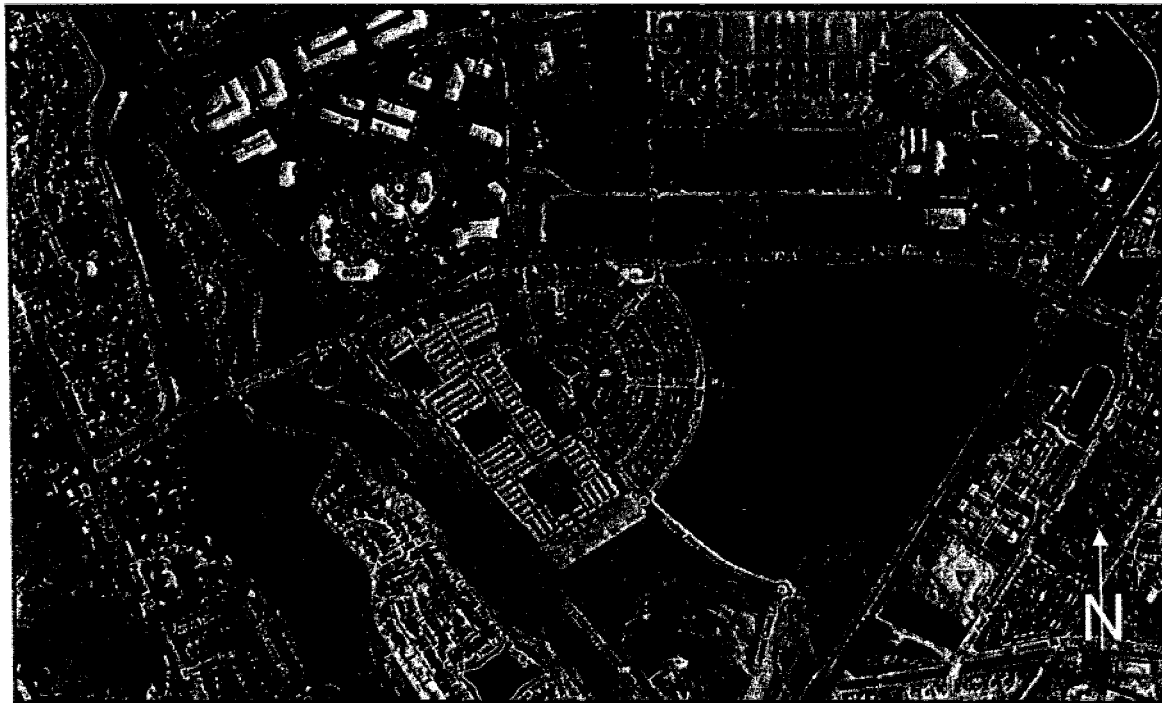
On August, 2000, the City Council approved the Bernal Property Specific Plan, PUD Development Plan, Final Environmental Impact Report, and Pre-Annexation Development Agreement for a multi-use development of the 516-acre Specific Plan area. The Pleasanton Gateway property is the remaining vacant property in the Bernal Property Specific Plan area.

Construction was then completed or funded for the infrastructure serving the Specific Plan developments including City streets and intersections and public utility infrastructure. The City completed Fire Station #4, the open space area by the fire station, and completed the first ball/sports fields on the Bernal Community Park. Private developers completed the service station, apartment/ open space area, and single-family developments.

The Bernal Property PUD development plan zoned the subject site PUD – C (Planned Unit Development – Commercial) District for eight, four-story office buildings with a total floor area of 745,000 square feet. A copy of the approved Development Plan is provided in the attached planning Commission staff report.

## **SUBJECT PROPERTY AND SURROUNDING AREA**

The Pleasanton Gateway site is a single 39.22-acre parcel defined by Bernal Avenue, Valley Avenue, the Phase I Bernal Park, and the I-680/Bernal Avenue exit ramp. Figure 1, below, is an aerial photograph and location map of the Pleasanton Gateway property showing the proposed project with surrounding streets and uses.



**Figure 1: Location Map of the Pleasanton Gateway Development and Surrounding Land Uses**

Table 1, on the following page, describes the surrounding land uses.

**Table 1: Surrounding Uses**

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

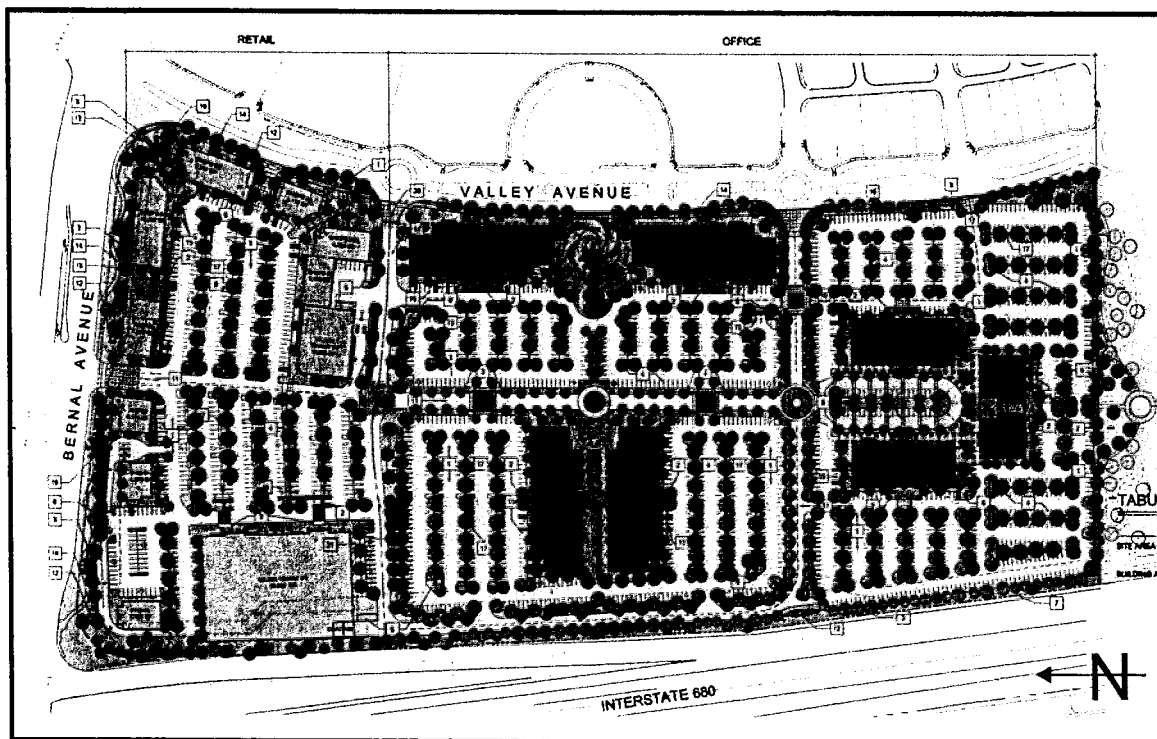
Photographs of the Pleasanton Gateway property and of the nearby developments from selected viewpoints on Bernal Avenue and Valley Avenue are provided in the attached Planning Commissions staff report.

**PLANNING COMMISSION HEARING**

The Planning Commission reviewed the proposal and supporting materials at its public hearing held on August 25, 2010. Attachment 8 is the minutes of the meeting. Scott Trobbe, representing Pleasanton Gateway, L.L.C., Ken Rodriguez, project architect, and Jim Reuter, representing the Safeway Company, commented on the proposal and remained available to answer questions. John Moore, representing the Walnut Hills Homeowners Association, supported the project but inquired about potential fairgrounds parking and construction traffic. There was no other public testimony.

**PROJECT DESCRIPTION**

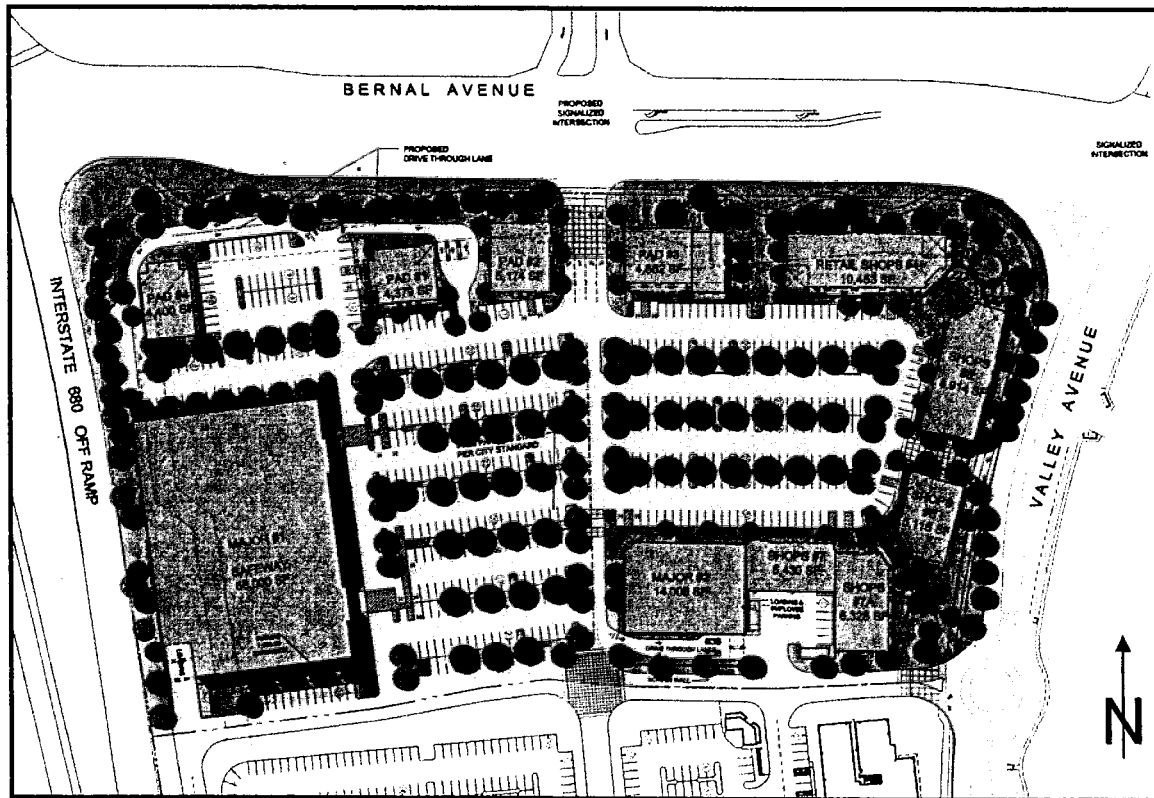
Figure 2, below, is the overall site plan for the Pleasanton Gateway development.



**Figure 2: Commercial/Retail and Office Development Plan.**



Figure 3, below, is the commercial/retail site plan.



**Figure 3: Commercial/Retail Site Plan.**

The Planning Commission staff report (Attachment 7) contains the complete project description including perspectives, proposed floor area ratios and the amount and distribution of building, landscape, and hardscape areas. A summary follows.

- The commercial/retail section will include a Safeway grocery store, two buildings with drive-through lanes and windows to facilitate one bank, one restaurant/café, and one pharmacy. In addition to the grocery store, the project will include eight buildings that will accommodate a variety of commercial/retail uses. The total floor area will be 129,730 square feet – 58,000 square feet for the supermarket, 14,008 square feet for the pharmacy, and 57,722 square feet for the remaining buildings. All loading/service areas will be screened from view by a combination of landscaping and screen walls. The building heights will vary from 19 feet to 38 feet.
- The office section of the project will include seven office buildings with a total floor area of 588,782 square feet: four, 66-foot tall buildings at 94,303 square feet per building and three, 66-foot tall buildings at 70,523 square feet per building. The approved office development includes eight, 65-foot tall buildings at 93,125 square feet per building. The building designs will follow the design style of the previous approval with minor modifications to incorporate updated building code requirements, and will be designed for the future installation of charging stations for electrical vehicles and for photovoltaic panels on the roof areas.

- The overall project will include a list of selected permitted and conditional uses from the City's C-C (Central Commercial), C-N (Neighborhood Commercial), O (Office), and I-P (Industrial Park) Districts. The grocery store will operate 24 hours per day; the proposed pharmacy drive-through will operate 24-hours per only for medications; and the proposed bank and restaurant/café drive-through will operate 24-hours per day.
- The project aligns the development's Bernal Avenue driveway with Koll Center Parkway permitting complete left-turn movements between the proposed development and Bernal Avenue and I-680. The central driveway from Bernal Avenue will function as the development's central north/south collector thereby reducing the amount of traffic using the development's Valley Avenue driveways. With this modification to Bernal Avenue, delivery trucks and vehicles will be able to avoid the Valley Avenue entrance driveways
- The project provides one new right-turn only entrance/exit at Valley Avenue between Bernal Avenue and the first traffic circle. Adding this new driveway will reduce the amount of project traffic using the first Valley Avenue driveway entrance.
- The project provides pedestrian amenities such as plaza areas, seating, arbors and trellises, shade structures, landscaping, water features, potted plants, and public art.

The architectural style of the proposed development is Craftsman with several design elements borrowed from Main Street, Pleasanton. It incorporates reclaimed timber, wood siding, gooseneck style lamps, brick and limestone masonry, black and champagne-colored aluminum door/window frames, and green metal roof areas. The buildings are designed with common design elements of materials, design details, and forms visually link the individual buildings while at the same time achieving the individual buildings' design identity. The building designs provide significant articulation and variation of building heights, volumes, and massing. Building colors are predominantly earth tones with a variety of body and trim colors.

## DISCUSSION

### Planning Commission

The Planning Commission discussion covered the following issues:

- Planning Commission review of the master sign program:  
The Planning Commission discussed requiring the master sign program be reviewed at a public hearing to assure a shorter processing time instead of the Planning Commission having to appeal a staff level approval.

*The Planning Commission revised Condition 34 with the statement, "The comprehensive signing program shall be subject to the review and approval of the Planning Commission at a public hearing." The applicant and staff concur with this change.*

- Tobacco stores as a permitted use:

The Planning Commission discussed allowing tobacco stores as a permitted use and considered deleting the use entirely or limiting it to the sale of cigars, pipes, and cigar/pipe accessories only.

*The consensus of the Planning Commission is that the proposed use is acceptable. Therefore, no additional or revised condition was required by the Planning Commission.*

- Visibility to the I-680 freeway including Safeway signage:

The Planning Commission discussed the project's visibility to the I-680/Bernal Avenue exit ramp; whether the entire development should be completely hidden from view; and whether the Safeway signage facing the I-680 freeway and exit ramp should be enhanced, such as adding a large "S" logo on the building wall. Staff stated that the landscaping program as conditioned achieved a balance between framing and enhancing the views of the buildings and screening parking and loading areas.

*The Planning Commission concurred with staff's explanation. Therefore, no additional or revised condition was required by the Planning Commission.*

- Fairground parking and construction traffic:

The Planning Commission commented on public use of the development's parking areas during fairground events. Staff stated that as conditioned the applicant can request the City Council to have the California Vehicle Enforced in the parking areas which enables illegally parked vehicles to be towed. The applicant also stated that it will be in their best interest to strictly monitor their parking lots during large fairground events.

*The Planning Commission concurred with staff's answer explanation and did not add or revise the draft conditions.*

John Moore, representing the Walnut Hills Homeowners Association stated that fairgrounds parking could be an issue and that a second crosswalk will invite more fairgrounds people to park in this development. He commented that additional traffic control signs should be added to the Valley Avenue traffic circles to advise motorists on their correct use. Mr. Moore requested that it be made clear that construction traffic should solely use the Bernal Avenue exit, which homeowners and neighbors will appreciate.

*The Planning Commission noted the comments for the record and did not add or revise the draft conditions. Staff notes the following: that the second crosswalk across Bernal Avenue will provide a controlled pedestrian crossing between the Bernal Plaza and Business Center and the Pleasanton Gateway development; that the City can add or modify the traffic control signs at the Valley Avenue traffic circles at any time; and that construction traffic to the commercial/retail section is limited to Bernal Avenue only.*

## Other Issues

For a complete discussion of the proposal, please refer to the Planning Commission staff report (Attachment 7). A summary follows.

- **Pleasanton General Plan** – The proposed project is consistent with the Land Use Map designation of the 2005 – 2025 General Plan for Retail/Highway/Service Commercial, Business, and Professional Offices land uses, with a maximum and midpoint Floor Area Ratio (FAR) of 60 percent. The proposed FAR for the overall project is 42.3 percent; for the retail portion, the FAR is 23.8 percent; and for the office portion, the FAR is 50.6 percent.
- **Bernal Property Specific Plan** – The Bernal Property Specific Plan land use diagram and text designates the Pleasanton Gateway property for up to 745,000 square feet of retail, commercial, office, and community-serving uses. The proposed floor area is 718,151 square.

The Specific Plan land use/design goal states that the individual developments should work together visually and physically as an integrated whole. The Pleasanton Gateway development is linked to the residential uses on the east side of Valley Avenue, the employment centers on the north side of Bernal Avenue, and to the future park trails on the property's south side encouraging residents and office workers to walk, rather than drive, to the Gateway stores and offices. Buildings and plaza areas are visually aligned with offsite uses.

- **Uses** – The permitted and conditionally permitted uses for this development allows for a mix of neighborhood- and community-serving retail uses and services; encourages community-serving public and institutional-type uses; allows for the commercial and office uses to be both highway-oriented and pedestrian-oriented; and allows for the flexibility in the composition of uses to respond to future real estate market opportunities over a 10 to 15 year time frame. Staff also believes that the proposed design of the retail center allows for easy integration with a potential residential project on the office portion of the site, should the City decide that residential use is more appropriate in that location.
- **Operations** – Safeway will operate 24-hours per day reflecting the operating hours of the Safeway stores in the Tri-Valley area. Operating hours for the other uses are not restricted. The drive-through lanes may operate 24 hours per day, except that the drive-through lane for the pharmacy may only be used for medications; all other sales must occur within the building.

Truck deliveries are conditioned to be permitted to the Safeway 24 hours per day due to its location adjoining the I-680/Bernal Avenue exit ramp, unless the office section is used for residential where the Safeway truck deliveries will occur from 6:00 a.m. to 10:00 p.m. All other truck deliveries are conditioned to occur from 6:00 a.m. to 10:00 p.m. because of their closer proximity to the Valley Avenue apartments and homes. All retail and office truck deliveries are restricted to the Bernal Avenue driveway entrance/exit.

- **Traffic, Parking, and Off-/On-Site Circulation** – The Pleasanton Gateway development will be constructed in two phases – first phase, the commercial/retail section and second phase, the office section – to coordinate the construction of the street, intersection, and freeway improvements with levels-of-service. The applicant will construct street improvements including aligning the Bernal Avenue driveway with Koll Center Drive, widening the westbound/southbound left-turn lane at Bernal Avenue to two lanes, widening the northbound Bernal Avenue/I-680 entrance to two lanes, and paying Traffic Impact Fees. As analyzed, the proposed project provides a parking surplus of 243 parking spaces.
- **Green Building Measures** – The applicant will implement the U.S. Green Building Council's LEED 3.0 rating system to achieve a "certified level" in the design, construction, and operation of any building over 20,000 square feet, including all future tenant improvements, or equivalent CalGreen standards; shall extend electrical conduits and pull strings to the parking spaces closest to the main entrances of the office buildings for electrically powered commute vehicles; and shall construct the Safeway and office buildings to allow for the future installation of a photovoltaic system in the roof areas.
- **Grading and Urban Storm Water Runoff** – The project will be graded to drain its stormwater south towards to the City's stormwater treatment/detention ponds before discharge to the Arroyo de la Laguna. Both project phases will include vegetative filter swales augmented with "filterra" control systems in compliance with the NPDES standards.

## **PUBLIC COMMENT**

Public notices were sent to the property owners, business owners, and business tenants within a 1,000-foot radius for the property and to residents in the Laguna Oaks development and the Bernal Specific Plan area. Attachment 19 is the noticing area. Public notices were also sent to the Pleasanton Chamber of Commerce, the Pleasanton Downtown Association, to the owners and managers of Pleasanton grocery stores including Safeway, Lucky's, former Nob Hill Foods, Gene's Fine Foods, Raley's, and Cole's Market, and to the owner/operator of the Bernal Corners Service Station.

Public comments (Attachment 17) support the proposed project; question the lack of a service station; and expressed concern over traffic impacts. The applicant has met with representatives of the Pleasanton Chamber of Commerce and the Pleasanton Downtown Association, the owner/operator of the Bernal Corners Service Station, and the various neighborhood groups throughout the project review and has relayed to staff the public's support of the proposal.

## **ENVIRONMENTAL ASSESSMENT**

### **Initial Study/Mitigated Negative Declaration**

Environmental review for the proposed project is covered by an Initial Study/Mitigated Negative Declaration (IS/MND) (Attachment 3). The Mitigated Negative Declaration can be issued in conformance with the standards of the California Environmental Quality Act

(CEQA). If the City Council concurs with this environmental assessment, it must make the finding that the Mitigated Negative Declaration is appropriate prior to recommending approval of the proposed project.

### **Environmental Analysis**

The environmental review for the proposed project is covered by an Initial Study/Mitigated Negative Declaration (IS/MND). The IS/MND relies on the analysis of the Final EIR for the San Francisco Water District Property and separate updated analyses for traffic impacts and mitigations and air quality impacts. The project-related impacts are mitigated, with the mitigation measures incorporated in the project's design or referenced with conditions of approval and that there would be no significant or unmitigated environmental impact. Therefore, the Mitigated Negative Declaration can be issued in conformance with CEQA standards. If the City Council concurs with this environmental assessment, it must approve the Mitigated Negative Declaration prior to approving the project.

### **CONCLUSION**

Staff believes that the proposed development merits a favorable action by the City Council.

Submitted by:



Brian Dolan  
Director of  
Community Development

Fiscal Review:



Emily Wagner  
Director of Finance

Approved by:



Nelson Fialho  
City Manager

### Attachments:

1. Draft Ordinance for PUD-02-07M with Exhibit A, Conditions of Approval.
2. Draft Resolution for PCUP-210 with Exhibit B, Conditions of Approval.
3. Draft CEQA Resolution with Exhibit C, Initial Study and Mitigated Negative Declaration, dated August 2, 2010.
4. Project Exhibits: Exhibit D, dated "Received June 29, 2010" including Site Plans, Building Floor Plans and Elevations, Landscape Plans, Grading/ Utility/ Engineering Plans, Section through Safeway and I-680, Stormwater Treatment Plans, Preliminary Sign Plans, and Visual Simulations from the I-680/Bernal Avenue Exit Ramp.
5. PUD Development Plan Findings
6. Conditional Use Permit Findings.
7. Pleasanton Planning Commission Staff Report, dated August 25, 2010, without Attachments
8. Pleasanton Planning Commission Meeting Minutes, dated August 25, 2010.
9. LEED 2009 Checklist for the Retail Core/Shell and for the Office.
10. Executive Summary of the Transportation Impact Study for Pleasanton Gateway Retail/Office Plaza, dated June 2009.

11. Pleasanton Gateway Updated Transportation Assessment, dated November 10, 2009.
12. GHG Emissions Analysis for the Pleasanton Gateway Project, dated June 30, 2010
13. Market Assessment and Fiscal Impact Analysis of the Pleasanton Gateway Business Park, dated March 2010.
14. Public Comments
15. Location Map.
16. Public Area Noticing Map.

**PUBLIC HEARINGS AND OTHER MATTERS**

13. **Public Hearing:** PUD-02-07M and PCUP-210, Pleasanton Gateway, L.L.C. – Consider the introduction of an ordinance modifying the Bernal Property PUD development plan and a resolution approving a Conditional Use Permit for the operation of a grocery store and drive-through uses for a mixed-use development including 129,370 square feet of commercial/retail floor area and 588,781 square feet of office floor area on a 39.22-acre site located at 6750 Bernal Avenue, between the northbound I-680/Bernal Avenue exit ramp and Valley Avenue; and consider a resolution approving the Mitigated Negative Declaration

Community Development Director Dolan presented the project as proposed to be amended; the northern most 12.5 acres would become the retail center anchored by a 58,000 square foot Safeway Store. The remaining 26.7 acres would remain for an office development comprising of a similar configuration with varying square footages. Provided are 612 parking spaces, and the next largest building is proposed to be a pharmacy with a drive-through. There are two small drive-thru's comprise of a proposed bank off of Bernal and a restaurant. Remaining shops will comprise of various retail stores.



Mr. Dolan stated that the entrance off of Bernal Avenue would be substantially different. It will line up with the Koll Center entrance, which will become a full intersection with a traffic signal, and no longer a right in/right out entrance.

Regarding signage, the PUD as proposed does have some general standards. It does limit internally lit signs to only the "S" Safeway logo. All other signs are halo lit or lit by gooseneck style lamps. Staff has not entered into specific dialogue about design of the signs and wants to address this in a master sign program for the entire center. The Planning Commission requested that review be elevated to their level, which staff supports.

Mr. Dolan presented a display of the entire 39 acres and all of the potential pedestrian connections highlighted in red, which shows various crossing opportunities to the east into the residential neighborhood and a small commercial area across the street. Throughout the project, there are various sidewalks that line up with each other, and there are opportunities to connect to the current park that exists in a partially developed fashion. The area immediately to the proposed project is primarily to function and operate as a detention basin, but conceptually, there will be opportunities for paths throughout that part of the park but they have not been designed in final form. Staff does not know exactly where trails will be on that particular portion, but there are several opportunities to make connections no matter where the trail ends up.

Councilmember Cook-Kallio pointed out an area on the plans and questioned whether or not it was designated as a sitting area. Mr. Dolan said the applicants have agreed to install landscaping on public property to facilitate connections, but plans are conceptual without this level of detail.

Mr. Dolan referred to green building, stating that the Safeway Store and office buildings would be constructed to a LEED certified level. If plans are submitted after January 1, 2011 when CalGreen standards may go into effect, subject Council's approval, the project would be subject to Tier 1 which is equivalent to the current ordinance. Beyond what is minimally required, staff has requested and the applicant has agreed, to additional items which include making the Safeway building and office building PV-ready and readying the office buildings for electric car charging stations and parking, both of which do not add points unless implemented.

Finance Director Wagner gave a presentation, stating that in 2009, the City hired Economic Planning Systems (EPS) to prepare a market assessment and fiscal impact analysis for the proposed Pleasanton Gateway Business Park project. The goal of the study was to assess impacts of the new uses on existing Pleasanton businesses and also to determine the fiscal impact of the project on the City. The Safeway Store, retail shops, and office buildings were included in the analysis. She highlighted limitations of a market assessment and fiscal impact study.

The study found that the retail portion of the project will benefit the City and its residents by attracting tenants that would reduce the City's retail leakage. The way to do this is to attract retail tenants that are national chains that will complement the lifestyle format Safeway Store, the office uses in the project, and the existing Pleasanton businesses. The study and the applicant identified potential tenants that were national chains that would accomplish this goal. Regarding fiscal impact, the study found that the project will result in a positive net fiscal impact to the City's general fund.

Councilmember Sullivan said if 80% of the grocery sales and 55% of the other retail sales will come from the existing market in Pleasanton, and there are estimates in the staff report of sales

dollars for the new project, he asked what this equates to losses in sales dollars to the existing grocery stores in the City.

Ms. Wagner replied that it varies by grocery store. Currently, the average sales per store are above average. Therefore, with above average sales, there is actually room for an additional grocery store. When the analysis is done with the addition of the Safeway Store, it takes that average sale down to "good". Therefore, one could say the capacity for an additional store has been absorbed once this project is approved.

Traffic Engineer Tassano presented traffic analysis, stating that staff covered many alternatives with the project, looked at the AM and PM peak traffic, restricted and full access to Bernal Avenue, a modified full access to Bernal Avenue, near term and build out conditions, and a phased out approach. He said staff settled on a modified full access to Bernal Avenue, which means that Bernal at Koll Center will be full access to the property to the south, but will only contain its existing access to the property to the north. So, while a left turn can be made into the Koll Center to the north and a right turn out, you will not be able to make a left turn or through movement out of there. The full access is to the Safeway location.

He shared the phased approach which is what Gateway would like to take with this project. He broke it down in two traffic volumes, both AM and PM peak hours for each of the developments, the Safeway lifestyle traffic volumes, the neighborhood commercial, the gas station and the pharmacy. It totals 683 PM peak hour trip for Phase I. Phase II would include the 588,000 square feet of office which would be an additional 877 PM peak hour trips.

Councilmember Sullivan questioned where funding comes from for the two improvements. Mr. Tassano said they are currently funded through the Bernal Interchange Corporation.

Mayor Hosterman questioned the opportunity of improving the right turn onto northbound I-680 without having to remove trees. Mr. Tassano said instead of creating a free right turn, they would have to shift the lanes to the north which would end up creating a new 12-foot lane next to the sidewalk where there is a line of trees. He said the previous design had the full 550 feet constructed for the right turn pocket which would shift everything to the north and take out those trees. If staff retains that right turn pocket, instead of building additional capacity they would switch the thru lane to combine thru right hand turn lanes.

Councilmember McGovern said the City will have to put more signals on Valley anyway, and at Paseo Santa Cruz and others. Mr. Tassano said this is in the General Plan, although the current direction is to hold off until such a time that it is required for more than just a few minutes in the peak.

Mr. Dolan said staff and the Planning Commission also requested the applicant provide visual simulations from various viewpoints, and he presented this from the freeway looking from the first corner, and from two locations from the off-ramp when turning right on Bernal. The landscaping is lush in the area and only small views of the buildings would be seen. Councilmember McGovern confirmed the sidewalk in the area exists and is incorporated into the site plan.

Councilmember Sullivan said the City is embarking on looking at other places where residential can be built, and this site has been one of those potentially considered. He asked how the traffic between the proposed office project compares to the 30 unit to the acre residential at Hacienda BART station. Mr. Tassano said in looking at the highest intensity use on the remaining 26 acres which would be assumed to be the 588,000 square feet of office, if converted into

residential at the highest density, it works to around 780 multi-family homes, which is roughly 780 PM peak trips. Even with the highest density, there are 100 fewer vehicles.

Councilmember McGovern referred to the pedestrian circulation plan and the sidewalk, which currently does not connect to anything. If someone wanted to go from the park portion the City owns and go up next to the I-680 off-ramp, she asked if there was room to put a pedestrian trail there behind the Safeway. Mr. Dolan said yes; there is 25 to 28 feet. Councilmember McGovern confirmed with Mr. Dolan that the Council could condition the project to put in a trail that connects from the sidewalk behind the Safeway to just up to the next phase would occur. And the remainder of the trail could connect to the park with Phase II, which would be away from cars and safer. She asked if this had been discussed with the applicant. Mr. Dolan said staff did discuss this with the applicant who had some concerns about the desirability of the trail behind the store, but they are willing to do this. Councilmember McGovern said that given the significant landscaping, it reminded her of the Koll Center trail which she thinks would be a nice addition.

Councilmember McGovern referred to the first round-about, voiced concern with pedestrian safety, and said it looks as though there is a pork chop or cut through for pedestrians to walk across the street. Mr. Dolan said on both sides of the round-about, those crosswalks currently exit and cut through the median.

Mr. Tassano said it is safe and better designed than if there were a traffic signal installed, even with the right-hand turn. Councilmember McGovern confirmed with Mr. Tassano that in the Peer & Fehr study, the discussion to remove this occurs if there was a restricted access. He added that because of the volume, round-about's work best until there are 20,000 to 25,000 vehicles and he provided examples and said they are proven effective tools.

Mr. Fialho noted that the City has installed flashing beacons in the area going south on Valley at the intersection of the new community park and this could be a possibility for this site, as well. Mr. Tassano agreed and said should staff find there is a large crossing or a feeling of discomfort at that location, additional signage, markings and beacons could be placed. He clarified that it was looked at being removed from the study because of the volume of traffic if there is no access to Bernal.

Mr. Fialho said there were questions regarding improving pedestrian access to the Safeway from that round-about from the two crosswalks that straddle the round-about. They discussed this with South Bay Development who will be reviewing some additional modifications that he believes enhance the pedestrian aspects further, one of which includes constructing the landscaped buffer that faces the office complex. They are proposing to construct this as part of Phase I instead of Phase II, which will allow the ability for crossing into the apartment complex, into the greenbelt with a sidewalk, safely crossing the interior intersection, and eventually getting to Safeway without conflicting with vehicle traffic. Staff will review this when Mr. Trobbe speaks with the Council.

Scott Trobbe, Pleasanton Gateway, LLC, thanked Mr. Dolan and all staff members who have helped put the project together and provide the data seen. They are proud of the work done over the past 4 years which provides for a very thorough analysis of the project. He said he has always been embarrassed they have not been able to execute on this project for the past 10 years, which he said might have been a good thing. What has happened is the site has matured around this, and now has a much larger build out and housing stock. He sees a sports and health feature of the property, and they have constantly believed there was a need to change the chemistry of the project and introduce an amenity to the area which is important to tenants

as well as to the geographical area. They are proud to be able to engage with Safeway to design the project, who will be the owners of the entire project, and Pleasanton Gateway will still own 26 acres next to the project. He said the presentation of the detail, quality of materials, the architecture, and project amenities clearly demonstrate that the project will be of high quality.

Regarding the pedestrian situation, he presented changes not previously shown with Mr. Dolan's presentation which include additional walkways that will lend themselves to the wetland area. Specifically, they will be putting in a landscape strip along the shared drive and the pathway will extend down and allow pedestrians to cross. If they want to cross the street, they can walk down, go to the pharmacy and get to the front of the pharmacy. They tried to make the circulation as easy for people as possible to get from one place to another directly. They will also carry a path along the I-680 interchange. The sidewalk is already in. They would ultimately like something to happen additionally in the second phase, but by doing improvements now, it makes it easier to make that change happen later on.

Councilmember Sullivan referred to the discussion about pedestrian accessibility issues of the retail. Particularly, there was a policy approved as part of the overall Bernal property in this site in general about having retail storefronts facing Valley versus facing a parking lot, and making the pharmacy and drive-thru more facing and accessible to residents in the area. Mr. Trobbe said he was not able to make the kind of progress the Council was hoping for because currently, buildings are glass which has been inviting as well as the plaza area with the trellis. This generally pulls the pedestrians into those areas. The problem they are finding with tenancy is that by the time they put their bathrooms and security for two entrances, it becomes problematic for the tenant community. He does not have the solution right now other than to say they can put doorways in and work with the retailers, but at the moment it is difficult to say they can do it.

Councilmember Sullivan questioned redesign of the project, and Mr. Trobbe said to the extent they redesign the project, it becomes a lease and marketability issue. What he has heard on projects that were designed like this in talking to the real estate industry, what happens is that after a month, the retailers will come in and shut the doors down anyway and will not allow anyone to pass through for reasons of security and storage.

Councilmember Sullivan said Main Street has doors on the street, and he did not understand the argument.

Councilmember Sullivan noted that Carmen Rivera-Hendrickson raised ADA issues for the Safeway Store, and Mr. Dolan said staff would be meeting with her to determine her specific concerns.

#### **Break**

The Mayor called for a short break, and thereafter, reconvened the regular meeting.

Jim Reuter, PDC Property Development Centers, a Division of Safeway Corporation, gave a PowerPoint presentation, stating Safeway develops, owns, leases and manages retail shopping centers, with Safeway Stores as the anchor throughout the United States. He presented an example of the Lifestyle Store.

Councilmember Sullivan said the City has not rolled out its commercial source separated recycling program yet, they will have some requirements with the garbage company, and he wanted to be sure this is coordinated. Mr. Reuter said they have storage areas for refuse being designed to accommodate not only refuse containers but also recycling containers, food waste and green waste.

Mayor Hosterman opened the public hearing.

Jan Batcheller addressed the Council concerning Safeway's corporate culture, urged the Council to accept the staff recommendation and any changes would not necessarily be improvements, and increase cost to the City and the applicant.

Andrew Zink addressed the Council concerning his support of the Safeway project and said they look forward to its development.

Dan Watson addressed the Council concerning his support of the Safeway project and said they look forward to its development.

Justin Hawbaker addressed the Council concerning his support of the Safeway project, noting that the store will be ideally located for his convenience. He also cited the attractiveness of providing jobs to the community.

Tim Shalk addressed the Council concerning his support of the Safeway project, said his wife was instrumental in bringing the First Wednesday's downtown, said they believe this is a great project for the South Pleasanton community, and acknowledged the dedicated work of City staff.

Karla Brown addressed the Council concerning her support of the Safeway project, asked that the corporation look at employing local trades and businesses, said the San Ramon Whole Foods is a competitor to this store, and she will be happy not to have to drive further for organics. She acknowledged that the building will be LEED certified, asked that electric charge stations be located at the closest parking spaces to the building, and asked that trees be at least larger than 5 gallon size. Lastly, the Planning Commission discussed types of stores that could go into the center, one of which was a smoke shop and she asked that it be eliminated.

Scott Raty addressed the Council concerning his support of the Safeway project on behalf of the Chamber of Commerce, thinks it is a great opportunity, noted Safeway was recognized earlier in the year for their philanthropic work, and feels the project will bring jobs to town and help the local economy.

The Mayor closed the public hearing.

Councilmember Cook-Kallio disclosed she met with Scott Trobbe and representatives and previewed the presentation shown tonight. She appreciates the outreach to Councilmembers, attention to detail, and particularly the walk ability of the site and its attractiveness. She thanked them for their LEED certification, attention to green building, and made a motion to approve the project with staff's recommendation. Vice Mayor Thorne seconded the motion.

Vice Mayor Thorne supported the project, said the traffic study and visuals were well done, and he thinks Safeway most likely sells cigarettes and cigars, and he did not see a need for a tobacco shop in the center. He asked that this be removed from the allowable uses in the motion. Councilmember Cook-Kallio agreed with its removal as an allowable use.

Councilmember Sullivan asked to look at the issue of what jobs the project might bring, which may impact other businesses in town. He said the proposal is very much like what the second Home Depot project was about. Having two Safeway Stores in Pleasanton will bring them to a 45% market share of grocery sales. In addition, sales from this store will result in 20% or greater loss in sales to the existing grocery stores in Pleasanton, some of which are locally owned

stores. A 20% loss in this economy may translate to lay-offs at those stores. Whether it results in stores closing will affect Pleasanton's fiscal state in a loss of sales and property tax.

Councilmember Sullivan said he agrees this is a great opportunity, thinks the original office project approved 10 years ago is not the right project, and there are new realities the City is facing with the loss of its housing cap, a mandate to update the City's Housing Element over the next year, and the need look at locations in the City where high density housing can be located. He felt these types of projects need to be looked at from sound planning principles and sound economic development principles to meet these requirements. He thinks this site is a good possibility for some residential the City must put in the City. It is not as ideal as the Hacienda site where there is a BART station, but it is next to a transit corridor and freeway. He felt the City should be looking at this as a transit-oriented site where some neighborhood-serving retail, some residential, a walkable community, and concepts discussed by the Hacienda Task Force.

Councilmember Sullivan felt the City just cannot build automobile-oriented, strip mall developments because it has caused a 33% increase in traffic for the project. He thinks the Council needs to take a step back to meet the needs of Pleasanton. The project has been approved for 10 years, it will not go away tomorrow, he feels more work needs to be done, and cannot support it as proposed.

Regarding Safeway being a great green corporation, Councilmember Sullivan feels it is odd that Safeway is only proposing to meet the bare minimum green building ordinance in Pleasanton. If they were truly interested in sustainability and green energy, he thinks they should be far achieving the bare minimum. He asked that the Council revisit this as part of the Housing Element Task Force update.

Councilmember McGovern said when we talk about leakage, and one area being a gas station, many people who shop at Safeway, as they are the leakage to Dublin because they use the gas station at Dublin, have asked her why there is not a gas station on the property. Mr. Fialho said staff does not support it from a planning perspective. Staff feels strongly that the location of a gas station at that intersection with an existing Shell station does not create the mix of diversity of uses they would like to see in the plan, and they have been consistent in terms of their recommendation to the City Council and Planning Commission.

Councilmember McGovern said there are many locations in Pleasanton such as along Santa Rita where two gas stations are directly across the street from one another, and she felt more people will be pulled back in from Dublin if a gas station is located there. She questioned whether or not it is something that is completely ruled out or could there be a gas station there at some point. Mr. Fialho said ultimately, the Council makes this decision. The option is there, but staff's and the Planning Commission's recommendation is not to include it. Councilmember McGovern said like herself, she believes there is a large contingency in the community who do not understand it.

Councilmember McGovern asked that Safeway look at finding ways to do a solar project on the supermarket because it is a flagship store. It stands for their corporate image of green building, and acknowledged they are going to be PV ready. The Council talked about this with Hendricks Motors and asked them to work with the City on grant funding rebates or incentives where they could become a solar project. Mr. Fialho said the City did this with Staples, and he confirmed it could be done with this project. A discussion was held this afternoon and they are willing to do that if federal, state and local utility incentives are made available. He confirmed that the project can be conditioned in this manner.

Councilmember McGovern said the electric charging stations were only in Phase II and not in the retail phase. She asked if there could be some electric charging stations within the retail section. Mr. Dolan said he did not believe this was conducive to retail. If at an office all day long, it makes sense to charge it. Councilmember McGovern said some of the new Chevy Volts could be charged within 30 minutes and she suggested this be pursued.

Councilmember McGovern referred to the discussion about a trail that would go behind Safeway and connect to the existing walkway along Bernal, which she confirmed they are willing to do. Regarding the round-about's, she confirmed that if at some point in time, there is concern from the neighborhood, they could be reviewed for removal. Mr. Fialho said the other item was to increase the pedestrian access from the apartment complex adjacent to the pharmacy, and he said the property owner is willing to construct that piece of the project along with this phase.

Mr. Dolan said there is a concern that the fast charging station requires a very high voltage and they would not like to include it. Mr. Fialho said exploration of this at the staff level can be done with the applicant, which he confirmed could be identified as a condition.

Councilmember McGovern said if housing is built on the property at some point, it reminds her of the Waterford property in Dublin, which has a major Safeway, multiple restaurants, and doctor's offices. It has apartments next door, townhomes next to it, and residential homes. If done and planned right, she thinks people will have an amazing place to live and play because of the park, and she would hold everyone to the responsibility of working to make this an outstanding project in moving forward with the next phase.

Mayor Hosterman supported the project, understands the lighting, signage and trail issues still need to be fully worked out. The fact that this Pleasanton Gateway project will result in a positive net impact to the City's General Fund is significant, given the economy. She trusts staff's opinion given the analysis regarding leakage and other issues which will result in a positive project. The brand new Lifestyle Safeway Store is so important because Safeway is headquartered in Pleasanton, and this will be an opportunity for corporate partners to visit here and experiment with buyers and determine what people want and need, which she supports.

Mayor Hosterman knows that to every degree, the developer will build the greenest building possible. Part of the reason she likes the fact that they will be PV ready versus PV on the roof is that discussion will occur about a green roof possibility and vertical farming, which will start this week. She also thinks there might be an opportunity with additional mixed uses with the remaining acreage while identifying the needs of the community. She said she loves the way the project looks and has integrated public spaces for people to gather, and she supported the project.

**MOTION:** It was M/S by Cook-Kallio/Thorne to Introduced and waived first reading of **Ordinance No. 2014** modifying the Bernal Property PUD Development Plan; adopted and waived full reading of **Resolution No. 10-406** approving a Conditional Use Permit for the operation of a grocery store and drive-through uses for a mixed-use development including 129,370 square feet of commercial/retail floor area and 588,781 square feet of office floor area on a 39.22-acre site located at 6750 Bernal Avenue, between the northbound I-680/Bernal Avenue exit ramp and Valley Avenue; adopted waived full reading of **Resolution No. 10-407** approving the Mitigated Negative Declaration with staff's recommendations, as amended, to include the following additional conditions:

- Installation of a trail behind Safeway connecting to the existing walkway along Bernal Avenue;
- Round-about's to be returned for review by staff if there is concern from the neighborhood;

- Implement increase of pedestrian access from the apartment complex adjacent to the pharmacy;
- Remove tobacco shops in the center as an allowable use;
- Applicant is amenable to installing solar if federal, state and local utility incentives are made available;
- Staff to explore the implementation of fast charging stations at the retail portion of the project.

Motion passed by the following vote:

Ayes: Councilmembers Cook-Kallio, McGovern, Thorne, Mayor Hosterman  
Noes: Councilmember Sullivan  
Absent: None



**ORDINANCE NO. 2014**

**AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF PLEASANTON APPROVING THE APPLICATION OF PLEASANTON GATEWAY, L.L.C., FOR A PLANNED UNIT DEVELOPMENT MAJOR MODIFICATION FOR APPROXIMATELY 129,370 SQUARE FEET OF COMMERCIAL/RETAIL FLOOR AREA AND APPROXIMATELY 588,781 SQUARE FEET OF OFFICE FLOOR AREA AND REVISED USES ON AN APPROXIMATELY 39.22-ACRE SITE LOCATED ON THE SOUTH SIDE OF BERNAL AVENUE BETWEEN THE NORTHBOUND I-680/BERNAL AVENUE EXIT RAMP AND VALLEY AVENUE (6750 BERNAL AVENUE) AND OFF-SITE STREET CONSTRUCTION. (PUD-02-07M.)**

**WHEREAS,** Pleasanton Gateway, L.L.C., has applied for a Planned Unit Development major modification (PUD-02-07M) to modify the approved development plan (745,000 square feet in eight, four-story office buildings) to instead allow for approximately 129,370 square feet of commercial/retail floor area and approximately 588,781 square feet of office floor area and revised uses on an approximately 39.22-acre site located on the south side of Bernal Avenue between the northbound I-680/Bernal Avenue exit ramp and Valley Avenue (6750 Bernal Avenue), and off-site construction at the Bernal Avenue/Koll Center Drive intersection and the Bernal Avenue/ Valley Avenue intersection; and

**WHEREAS,** zoning for the property is PUD – C (Planned Unit Development – Commercial) District; and

**WHEREAS,** at its meeting of October 19, 2010, the City Council received information in the staff report, testimony from members of the public, and the Planning Commission's August 25, 2010 recommendation for approval of the Mitigated Negative Declaration and the PUD major modification application; and

**WHEREAS,** based on the Initial Environmental Study and pursuant to Resolution No. 10-407, the City Council adopted the Mitigated Negative Declaration for the proposed project pursuant to the requirements of the California Environmental Quality Act (CEQA); and

**WHEREAS,** after a review of the materials and consideration of the testimony presented, the City Council determined that the proposed PUD major modification is appropriate for the site; and

**WHEREAS,** as set forth in the report presented to the City Council on October 19, 2010, the City Council finds that the PUD major modification is consistent with the General Plan, the Bernal Property Specific Plan, and purposes of the PUD ordinance.

**NOW, THEREFORE, THE CITY COUNCIL OF THE CITY OF PLEASANTON DOES HEREBY ORDAIN AS FOLLOWS:**

**SECTION 1.** Approves Case PUD-02-07M, the application by Pleasanton Gateway, L.L.C., for a Planned Unit Development major modification to modify the approved development plan to allow approximately 129,370 square feet of commercial/

retail floor area and approximately 588,781 square feet of office floor area and revised uses on an approximately 39.22-acre site located on the south side of Bernal Avenue between the northbound I-680/Bernal Avenue exit ramp and Valley Avenue (6750 Bernal Avenue), and off-site construction at the Bernal Avenue/Koll Center Drive intersection and the Bernal Avenue/ Valley Avenue intersection subject to the conditions shown on Exhibit A, attached here and incorporated herein by reference.

**SECTION 2.** A summary of this ordinance shall be published once within fifteen (15) days after its adoption in the "Valley Times", a newspaper of general circulation published in the City of Pleasanton, and the complete ordinance shall be posted for fifteen (15) days in the City Clerk's office within fifteen (15) days after its adoption.


**SECTION 3.** This ordinance shall be effective thirty (30) days after its passage and adoption.

The foregoing Ordinance was introduced at a regular meeting of the City Council of the City of Pleasanton on October 19, 2010 by the following vote:

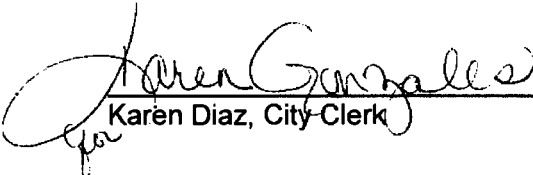
Ayes: Councilmembers Cook-Kallio, McGovern, Thorne, Mayor Hosterman  
Noes: Councilmember Sullivan  
Absent: None  
Abstain: None

And adopted at a regular meeting of the City Council of the City of Pleasanton on November 16, 2010, by the following vote.

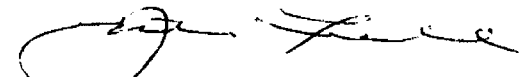
Ayes: Councilmembers Cook-Kallio, McGovern, Thorne,  
Noes: Councilmember Sullivan  
Absent: Mayor Hosterman  
Abstain: None

  
\_\_\_\_\_  
Jennifer Hosterman, Mayor

ATTEST:

  
\_\_\_\_\_  
Karen Diaz, City Clerk

APPROVED AS TO FORM:

  
\_\_\_\_\_  
Jonathan Lowell, City Attorney

## **Exhibit A**

### **PUD-02-07M City Council Conditions of Approval**

**Pleasanton Gateway Development  
6750 Bernal Avenue  
October 19, 2010**

#### **SPECIAL CONDITIONS OF APPROVAL Planning**

1. The expiration date of this entitlement including the PUD development plan and conditions shall coincide with the expiration date of the Bernal Property Pre-Annexation Agreement, as amended.
2. PUD-02, "*Bernal Property PUD Conditions of Approval GHC Bernal Investors, L.L.C., Ordinance No. 1814, August 28, 2000,*" conditions of approval specifically related to the 745,000 s.f. office development with eight four-story buildings is superseded by this approval for Parcel 6 (Bernal Property Specific designation of the project site). PUD-02 Conditions of Approval with general application remain in effect. In the event of any conflict between conditions of approval for PUD-02-07M and PUD-02, the conditions of approval for PUD-02-07M shall prevail.
3. For the purpose of this approval, Phase I shall refer to the commercial/retail buildings and site improvements and Phase II shall refer to the office buildings and site improvements. Building, pad, and major tenant designations shall refer to the PUD Development Plan, Exhibit D, dated "Received June 29, 2010."
4. The building permit plan check package will be accepted for submittal only after the PUD development plan modification becomes effective, generally measured 30 days from the date of the City Council's adoption, unless the project applicant or 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 effective date of the ordinance.
5. Truck deliveries including loading/off-loading activities shall be as follows:
  - a) Phase I Major Tenant #1 (Safeway): No limitation on delivery/loading/unloading hours unless a residential use is approved on the Phase II portion of the site when the hours shall be from 6:00 a.m. to 12:00 p.m. (midnight).
  - b) Phase I Major Tenant #2 (Drive-Through Pharmacy): From 6:00 a.m. to 10:00 p.m.
  - c) Phase I Pad and Retail Buildings: From 6:00 a.m. to 10:00 p.m.
  - d) All Phase II Office Buildings: From 6:00 a.m. to 10:00 p.m.
  - e) Phase I and Phase II parking lot sweeping and garbage pick-up: From the hours of 6:00 a.m. to 10:00 p.m.

All delivery trucks and vendors shall use the Bernal Avenue driveway to enter/exit the development. All tenants shall notify their vendors and delivery personnel of the approved delivery route and times.

6. The project applicant or developer shall effectively screen from view all ducts, meters, emergency power generators, fire sprinkler risers, and any other mechanical equipment, whether on the structure or on the ground, with materials architecturally compatible with the main structure. Screening details shall be shown on the plans submitted for issuance of building permits, the adequacy of which shall be determined by the Planning Division. All required screening shall be provided prior to occupancy.
7. The project applicant or developer shall seek City Council approval to allow on-site enforcement of the applicable provisions of the California Vehicle Code within the Phase I and Phase II parking lots/drive aisles. Petitioning for such approval shall precede issuance of the first building permit for these development phases.
8. The project applicant or developer shall install water conservation devices in the Phase I and Phase II buildings and landscape areas to the satisfaction of the Director of Community Development. The water conservation devices shall be stated on the building plans and the landscape plans submitted with each building permit within each project phase. (Pleasanton General Plan, Program 1.7).
9. Pursuant to Government Code sections 66020 and 65009, the 90-day protest period regarding fees and exactions shall commence on the date of the City Council's approval of this project.
10. Prior approval from the Planning Division is required before any changes are made in site design, building design, grading, etc. In lieu of a PUD Development Plan modification, the Director of Community Development may authorize the design review process for minor building additions, site and landscape plan modifications, and/or grading/engineering modifications, and for outdoor dining with/without alcoholic beverages, master sign programs, modification(s) to a master sign program, and/or individual business/tenant signs.

#### Building Design

11. There shall be no corporate, franchise, and/or thematic building design of any type allowed with Phase I and Phase II of this development. All requests to modify the building architecture shall be reviewed by the Planning Division to determine corporate, franchise, and/or thematic building design and that, if proposed, shall be subject to a PUD major modification subject to review by the Planning Commission and then by the City Council.
12. All HVAC equipment, antennas, satellite receiving stations, etc., shall be located within the buildings' roof-equipment wells, and shall project no higher than a horizontal plane defined by the top-edge of the equipment screens/parapet walls. Final determination of the freeway screening for the Major Tenant #1 shall be made with the Planning Division's review of the building permit. If necessary, the applicant may increase the height of the Major Tenant #1 building from 26 feet to 28 feet. All HVAC equipment shall be constructed and operated in such a manner that noise emanating from it will not be perceptible beyond the property plane of the overall project site.

13. Any restaurant or café that locates in the Phase I commercial/retail complex, or a cafeteria that located in the Phase II office complex, shall be required to keep the exterior doors to kitchen closed at all times, and shall be equipped at all times with filtering devices to minimize odors and fumes.
14. The project applicant or developer shall install Energy Star appliances and/or systems, such as HVAC equipment, refrigerators and freezers, food preparation equipment, and water heaters in the Phase I and Phase II buildings. The appliances and/or systems and how they adhere to the Energy Star standards shall be stated on the building plans submitted for the issuance of a building permit and shall be subject to review by the Planning Division. (Pleasanton General Plan, Program 6.3, Best Management Practice #2).
15. The Phase I and Phase II buildings with flat roofs shall have white cool roofs which are designed to reflect the heat of the sun away from the building, thus reducing its cooling load. (Pleasanton General Plan, Program 6.3, Best Management Practice #9).
16. The project applicant or developer for Phase I and for Phase II shall prepare a waste diversion plan that includes a discussion of the waste diversion strategies and measures for Phase I and for Phase II. The plan shall include a description of disposal and recycling, composting, and a discussion of any pre-waste stream conservation appropriate to the uses and businesses within each of these development phases. The waste diversion plans shall be submitted to the Planning Division with the first building permit for each project phase and shall be subject to the review and approval of the Director of Community Development. (Pleasanton General Plan, Program 26.18).

#### Construction Phasing and Management

17. Construction of the overall project may be phased. Parking, driveways, public street accesses, and other infrastructure requirements to match the building intensity proposed in any phase shall be reviewed and approved by the Planning Division prior to building permit(s) for each project phase or building(s) within each phase.
18. For Phase II, the project applicant or developer shall first construct Buildings #4 and #5 facing Valley Avenue.
19. The project applicant or developer shall prepare a Construction Best Management Plan for each construction phase for review and approval by the Planning Division. The Construction Best Management Plan shall be approved before issuance of the building permit and shall include, but is not limited to, the following:
  - a) All demolition and construction activities, inspections, plan checking, material delivery, staff assignment or coordination, etc., shall occur between the hours of 7:00 a.m. to 6:00 p.m., Monday through Friday and between the hours of 8:00 a.m. to 5:00 p.m. on Saturday. No construction shall be allowed on State or Federal Holidays or Sundays. The Director of Community Development may allow earlier construction "start times" for specific construction activities (e.g., concrete foundation/slab pours) if it can be demonstrated to the satisfaction of the Director of Community Development that the construction and construction traffic noise will not affect nearby residents.

- b) Tenant improvement activities taking place within a completely enclosed structure shall be limited to the hours of 7:00 a.m. to 8:00 p.m. Monday through Saturday only. Tenant contractors operating past 5:00 p.m. shall only use the Bernal Avenue driveway to enter/exit the site.
  - c) A construction staging plan shall be designated for all materials, equipment, and vehicles including parking for construction works and personnel.
  - d) A construction truck route shall be designated to keep all construction traffic away from nearby residential streets. Prior to construction, the construction traffic route, construction hours, and contact names and telephone numbers shall be posted on the driveway entrances, throughout the construction site, and in any construction trailer(s).
  - e) Comprehensive traffic control measures shall be implemented, including scheduling of major truck trips and deliveries, to avoid peak travel hours. If necessary, as determined by the Traffic Engineer, proper lane closure procedures such as flagger stations, signage, cones, and other warning devices shall be implemented during construction.
  - f) The haul route for all materials to and from this development shall be approved by the City Engineer prior to the issuance of a permit, and shall include the provision to monitor the street surfaces used for the haul route so that any damage and debris attributable to the haul trucks is identified and corrected at the expense of the project applicant or developer.
  - g) All internal combustion engines on grading or construction equipment used shall be equipped with a muffler equal to or better than that supplied by the vehicle manufacturer. All equipment shall be maintained in good mechanical condition so as to minimize noise and air pollution from faulty engine, drive train, and other components. No muffler or exhaust system shall be equipped with cutout, bypass, or similar device intended to thwart quieting.
  - h) Dust control best management practices, as approved by the City Engineer, shall be followed at all times during grading and construction operations. Such measures may include watering of exposed surfaces twice a day, and more frequent watering when wind speeds exceed 15 mph; covering of stockpiled earth; covering of trucks hauling dirt if windy conditions prevail. Failure to keep dust under control may result in the stoppage of all work until a modified plan acceptable to the City Engineer is approved and implemented.
  - i) Except for security trailers staffed by licensed security personnel, at no time shall campers, trailers, motor homes, or any other vehicle be used as living or sleeping quarters on the construction site. All such vehicles shall be removed from the site at the end of each workday. Construction trailers shall be allowed to be placed on the project site for daily administration/coordination purposes during the construction period.
  - j) All Urban Storm Water Construction Requirements listed further in these conditions of approval shall be implemented.
20. At least one week prior to the start of construction, the project applicant or developer shall distribute to adjoining residential owners and apartment tenants, as determined by

the Planning Division, an informational hand-out containing the work schedule, contact persons with their telephone numbers for the project applicant or developer and contractor(s), and the City Building, Planning, and Engineering personnel overseeing the construction activity. The hand-out shall be updated as needed to notify the owners and tenants regarding major deliveries and any City street lane closures and/or detours.

21. The project applicant or developer shall retain a qualified biologist to conduct a pre-construction survey at least 30 days before the onset of construction including grading to verify the presence of burrowing owl species. If the surveys were to determine that burrowing owls occupy the site during the non-breeding season (September 1 through January 31), then the project applicant or developer shall conduct a relocation effort to ensure that the owls are not harmed or injured during construction. Should burrowing owls be detected on the site or immediately adjacent lands, i.e., within 250 feet of the boundary of the construction area, during the breeding season (February 1 through August 31), then a construction-free buffer of at least 250 feet shall be established around all active owl nests. The buffer areas shall be enclosed with temporary fencing, and construction equipment and workers shall not enter the enclosed buffer areas. Buffer areas shall remain in place during the breeding season young owls have fledged. Failure to maintain the fenced buffer area shall result in the immediate issuance of a stop work order and cessation of activity. Outside the breeding season, no pre-construction survey is required.

#### Cultural Resources

22. The project applicant or developer shall retain a qualified archaeologist to conduct a sub-surface cultural resources survey of the two cultural resources sites currently known to exist within the project site before the issuance of the first grading permit. The protection of the cultural resources shall be accomplished via "capping" the site or preparing and implementing a Resources Recovery Plan, meeting appropriate professional, City and State standards prior to disturbing the site. Except for sub-surface surveys, no land disturbing activities shall be permitted until the Resource Recovery Plan is prepared and accepted by the City.
23. A qualified archaeologist shall be present during all grading and site preparation activities. If cultural resources are uncovered, grading shall be discontinued within a 35-foot radius of the discovery until the discovery is evaluated by the monitoring archaeologist and the designated representative of the Native American community and the appropriate mitigations are determined. The project applicant or developer shall consult with the City and the Native American representative to determine the appropriate disposition of findings.

#### Green Building

24. The project applicant//developer shall implement the measures identified in the U.S. Green Building Council's (USGBC), "Leadership in Energy and Environmental Design (LEED)" 3.0 rating system to achieve a "certified level" in the design, construction, and operation of any proposed building over 20,000 square feet, including all future tenant improvements. Buildings under 20,000 square feet shall only be required to "show a best effort." The green building measures shall be shown on one of the first two pages of the plans submitted for issuance of a building permit. Each point identified shall have a notation indicating the sheet the point can be found, and each sheet shall note where

the point is located. All proposed green building measures shall be shown throughout the plan set as determined by the Planning Division. Notwithstanding the foregoing, the State of California's Green Building Standards Code, "CALGreen", as amended, shall apply if the building permit application is submitted after January 1, 2011.

25. In conjunction with the building permit application, the project applicant or developer shall determine the building's "LEED Green Building Rating", using the USGBC evaluating methodology, and shall report the rating to the Planning Division. Prior to building permit issuance, the green building provisions that are proposed to be included in the development and the LEED scorecard shall be submitted to the Planning Division for review and comment. All of the green building measures indicated on the approved checklist shall be inspected and approved by either the City of Pleasanton, a third party rater, or the project applicant or developer shall provide written verification by the project engineer, architect, landscape architect, or designer. Notwithstanding the foregoing, the State of California's Green Building Standards Code, "CALGreen", as amended, shall apply if the building permit application is submitted after January 1, 2011.
26. For Phase II, the project applicant or developer shall extend electrical conduits and pull strings to safely serve the parking spaces closest to the main entrances of Buildings 1 through 7 on Exhibit B for electrically powered commute vehicles. (Pleasanton General Plan, Program 6.3, Best Management Practice #6). Upon demand by the Planning Division, the owner(s) of these buildings shall have 30-days to install the charging equipment for some or all of the spaces, and shall provide evidence to the Planning Division that the installation is complete. The project applicant or developer shall install with the Phase II buildings signs for the subject parking spaces stating, "Electrical Vehicle Chargers Shall Be Provided Upon Request of the Pleasanton Planning Division." When the charging facilities are installed, the signs shall be changed to state, "Parking for Electrical Vehicles Only, Contact Building Owner for More Information". These changes shall be shown on the building permit set submitted for review and approval by the Planning Division before issuance of a building permit.
27. For Phase I, the Director of Community Development and the applicant shall explore the feasibility of installing conduits and pull strings for electrically powered vehicles to safely serve the parking spaces on the north or the south sides of the Major Tenant #1 building. The location and number of parking spaces, if feasible, shall be made before issuance of the building permit for the Major Tenant #1 building. If provided, this change shall be shown on the building permit set to the satisfaction of the Director of Community Development.
28. The Phase I Major Tenant #1 building and the Phase II Buildings 1 through 7 shall be constructed to allow for the future installation of a photovoltaic system. (Pleasanton General Plan, Program 6.3, Best Management Practice #3). The project applicant or developer shall comply with the following requirements for making these buildings photovoltaic ready:
  - a) Electrical conduit and cable pull strings shall be installed from the roof area to the buildings' main electrical panels;
  - b) An area shall be provided near the electrical panel for the installation of an "inverter" required to convert the direct current output from the photovoltaic panels to alternating current;



- c. The roof structure shall be designed to handle an additional load of five-pounds per square foot beyond that anticipated for the roofing materials; and,
- d. A bi-directional electrical meter shall be installed upon approval of the public utility.

These measures shall be shown on the building permit plan set submitted to the Planning Director for review and approval before issuance of the building permit(s).

- 29. For the Phase I Major Tenant #1 building, the Director of Community Development and the applicant shall explore the availability of financial incentives such as grants, rebates, and/or other incentives, that make the installation of photovoltaic panels on this building economically feasible. If determined to be feasible, the photovoltaic panels shall be installed within one calendar year of the building's temporary or final occupancy to account for weather conditions.
- 30. The project applicant or developer for Phase I and/or for Phase II shall provide to the Planning Division with the first building permit for Phase I or for Phase II an estimate of the energy savings from the installation of solar roofs or other alternative energy measures with a goal of meeting 12.5 percent of the buildings' annual energy usage. (Pleasanton General Plan, Program 6.3, Best Management Practice #3).
- 31. All exterior building, site, and landscaping lighting shall be designed, installed, and controlled so as not to shine onto the I-680 freeway right-of-way, Bernal Avenue, and Valley Avenue. (This condition shall not apply to the buildings' interior lighting for both development phases.) The bulbs for the gooseneck fixtures on the Phase I buildings shall be recessed into the fixture and diffused. The project applicant or developer shall submit a final lighting plan with drawings and/or manufacture's specification sheets showing the size and types of light fixtures proposed for the buildings' exteriors and for the site and parking areas. The light fixtures and their locations shall be subject to the review and approval of the Planning Division.

#### Landscape Design

- 32. The project applicant or developer for Phase I and for Phase II shall comply with the State of California's Model Water Efficient Landscape Ordinance. A licensed landscape architect shall work with the City's Landscape Architect to verify the compliance of Phase I and Phase II with the ordinance prior to the issuance of a building permit, and then prior to the final inspection conducted by the Planning Division. The verifications shall be provided to the Planning Division.
- 33. Before the buildings and project final for Phase I and Phase II, all landscaping shall be installed, reviewed, and approved by the Planning Division.
- 34. The project applicant or developer shall arrange the plantings along the I/680 freeway and Bernal Avenue project frontages in clusters and groupings that achieve a varied appearance in terms of heights and density, which hide drive-through lanes and service areas, and which soften and frame the views of the site and of the buildings from the freeway and exit ramp, with an emphasis on breaking up the mass of the Safeway building. This change shall be shown on a project-wide landscape plan for this area, submitted with the first building permit application for review and approval by the Planning Division before issuance of a building permit.

35. The project applicant or developer shall preserve the existing sycamore trees along the Bernal Avenue project frontage from construction damage. Prior to issuance of a grading or building permit, the project applicant or developer shall install a temporary six-foot tall chain-link fence or other fence type acceptable to the Planning Division along the existing tree drip lines. The fencing shall remain in place until final landscape inspection by the Planning Division; removal of such fencing prior to that time shall result in a "stop work" order. No construction workers or equipment shall be allowed into the fenced areas for these trees unless prior written approval is issued by the City's Landscape Architect. Failure to comply with this requirement shall also result in a "stop work" order.
36. The project applicant or developer shall coordinate the landscape design of the parking area between Office Building #2 and the southerly property line with the design of the planned City park property for a seamless transition between these areas. To achieve this, common plant materials shall be used on the parking area matching the materials to be used in the park area and the pedestrian sidewalks of the project shall provide for direct connections to the planned public trails in the City park property.

#### Signage

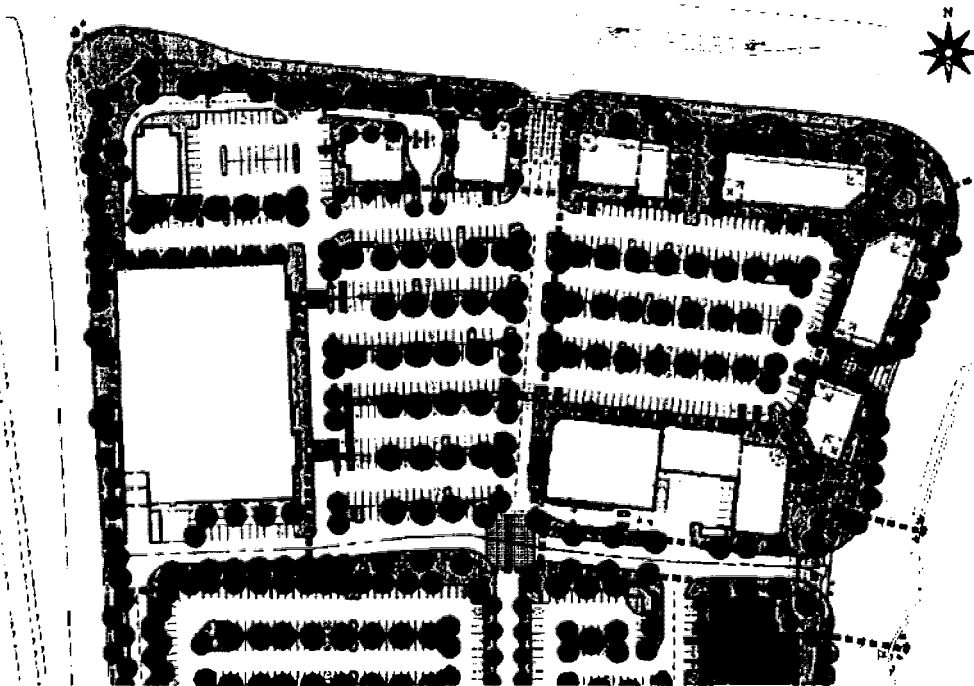
37. Site and building signage shall be reviewed under a comprehensive signing program submitted to the Planning Division under a separate application. General specifications for the site/building signs shall include the following:
  - a) All monument sign locations including one project identification sign facing the I-680 freeway or the I-680/Bernal Avenue exit ramp and the Phase I monument signs on the Bernal Avenue and Valley Avenue driveway entrances;
  - b) Tenant identification signs for the Phase 1 major tenants and retail businesses;
  - c) Traffic-directory signs;
  - d) One wall-mounted sign above the main lobby entrance per office building, one building parapet sign per west-facing elevation per office building, one monument identification sign per office building;
  - e) Design details including location, height, length, illumination, colors and materials, and mounting;
  - f) Except for the Major Tenant #1 logos, that may be internally illuminated, all Phase I retail lettering shall be composed of "halo-lit" letters or "flood-lit" letters illuminated by the gooseneck lamps shown on the building elevations. All Phase II office letters shall be composed of "halo-lit" letters;
  - g) There shall be no limitation on sign colors or lettering styles;
  - h) There shall be no exposed electrical raceways or transformers for any Phase I and Phase II signs. The project applicant or developer shall design and construct these buildings so that all building signs are flushed-mounted to the building wall surface with hidden electrical raceways and transformers;
  - i) A 30-day Grand Opening banner is allowed per tenant;

- j) Temporary signs for a shopping center event or a sidewalk sales event per tenant are allowed; and,
- k) There shall be no paper window signs, balloons, or other inflatable devices of any type allowed. A window sign program featuring tastefully painted-on lettering in a decorative pattern will be considered with the master sign program.

The comprehensive signing program shall be subject to the review and approval of the Planning Commission at a public hearing.

#### Site Design

- 38. With the construction of Phase I, the project applicant or developer shall install the pedestrian sidewalks and linkages shown in red on the graphic below unless existing. The final designs shall be submitted to the Planning Division for review and approval before the issuance of the first building permit. The location and width of the other sidewalks for Phase I shall conform to the development plan.



- 39. Notwithstanding Condition 38, the project applicant or developer shall revise the final design of the driveway/drive-through/service area on the south side of the Phase I Major Tenant #2, Shops #7, and Shops #7A building group with a combination of building design treatment, wall design treatment, trellises, arbors, and landscaping to accommodate the sidewalk, to enhance this project entrance, and to screen the service area from view. The design shall be submitted to the Planning Division for review and approval before the issuance of a building permit for this building group.
- 40. The project applicant or developer shall provide bicycle racks for each building of each project phase. The bicycle racks shall:

- a) Be visible and accessible
  - b) Support the frame of the bicycle and not just one wheel
  - c) Allow the frame and one wheel to be locked to the rack
  - d) Allow the use of either a cable or U-shaped lock
  - e) Be securely anchored
  - f) Be usable by bikes with no kickstand
  - g) Be usable by a wide variety of sizes and types of bicycles.
41. The project applicant or developer shall submit a master site plan for the sidewalk and plaza areas of Phase I showing the locations for outdoor sales and outdoor dining for review and approval. All outdoor activities shall conform to the approved locations. At no time shall the sidewalks be obstructed for pedestrians, and a minimum clearance of four-feet for wheelchair accessibility shall be maintained at all times on the sidewalk and the driveways. Outdoor dining shall be reviewed by the Planning Division for conformance with the standards of Section 13.04.435 D.1.a, b., e., and g., D.2.a through c., D.3, D.4.a and b., D.5.a, b., c., e., f., and g., F., G., and H. of the Pleasanton Municipal Code. No outdoor sales including shopping center events and no outdoor dining is permitted on any portion of the parking areas or the building setback areas facing Bernal Avenue and Valley Avenue.
42. The plazas on the Bernal Avenue/Valley Avenue corner between Shops #4 and Shops #5 of Phase I and the plaza area facing Valley Avenue between Building #4 and Building #5 of Phase II shall feature water features. The water features' designs shall be included on the final landscape plan for these areas, submitted to the Planning Division for review and approval before installation. The water features may be combined with the public art shown to be provided in these areas on the development plan.
43. All trash and recycling refuse shall be contained completely within the approved trash and recycling enclosure. The materials and colors of the enclosures shall match the buildings and the gates shall be constructed of corrugated metal or solid wood. The design of the enclosure on all four sides shall be shown on the plans submitted for issuance of building permits. The design and location of the trash and recycling enclosure shall be subject to the approval of the Director of Community Development, the Chief Building Official, and the Fire Chief. Trash and recycling containers shall be stored within the designated enclosure at all times, except when being unloaded. A recycling container(s) shall be provided within the enclosure. The recycling containers and enclosures shall be designed in a manner consistent with Pleasanton Garbage Service's recycling program in effect at the time of building permit issuance. The recycling containers shall be shown on the plans submitted for the issuance of a building permit.
44. The project applicant or developer shall attempt to locate the transformers away from the Bernal Avenue and Valley Avenue project frontages and away from the main driveway aisles. Such transformers shall be screened by landscaping. All transformers shall be shown on the plans submitted for issuance of building permits and shall be subject to approval by the Planning Division prior to issuance of building permits.
45. All backflow prevention devices, above ground irrigation controls, and above ground irrigation meters shall be located and screened to minimize their visual impacts. These devices with their proposed screening shall be shown on the landscaping and utility plans submitted with the building permit plans, clearly marked "above ground" or "below

ground" on the plans, and shall be subject to the review and approval of the Planning Division prior to their installation. If above-ground, they shall be painted forest green or an equivalent dark-green color. 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 the date of planting. Weather protection devices such as measures to protect pipes from freezing shall require approval by the Planning Division 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.

#### Transportation System Management (TSM)

46. The project applicant or developer or property owner for the Phase I Major Tenant #1 (grocery store) shall prepare a voluntary program of alternative transportation measures including, but not limited to, rideshare matching and subsidies/rewards, preferential parking, and carpooling/vanpooling, the means by which these measures will be marketed to the business employees, and the provision of reports to the City of Pleasanton of the performance of the trip reduction program. The program shall be made available to the other businesses and business employees within the Phase I development.

The Phase I trip reduction goal shall attempt to achieve a 15 percent reduction within five years of opening for business and then a 25 percent reduction within 10 years compared to "business as usual". The project applicant or developer shall work out the details of the program with the Planning Division and the City's TSM Coordinator. The program shall be submitted to the Planning Division and the TSM Coordinator with the building permit application for the Phase I Major Tenant #1 for review and approval before issuance of the first occupancy permit. (Pleasanton General Plan, Program 6.3, Best Management Practice #5).

47. The project applicant or developer or property owner for the entire Phase II development shall prepare a program of alternative transportation measures including, but not limited to, rideshare matching and subsidies/rewards, preferential parking, alternative work hours, BART shuttle, and carpooling/vanpooling, the means by which these measures will be marketed to the business employees, and the provision of reports to the City of Pleasanton of the performance of the trip reduction program for Phase II. (Pleasanton General Plan, Program 6.3, Best Management Practice #5).

The Phase II TSM program shall be administered by a property manager for the entire Phase II development. The trip reduction goal for the entire Phase II development shall be a 15 percent reduction within five years of opening for business and then a 25 percent reduction within 10 years compared to "business as usual". The project applicant or developer shall work out the details of the program with the Planning Division and the City's TSM Coordinator. The program shall be submitted to the Planning Division and the TSM Coordinator with the building permit application for the Phase I Major Tenant #1 for review and approval before issuance of the first occupancy permit. (Pleasanton General Plan, Program 6.3, Best Management Practice #5).

#### Uses

48. The permitted and conditionally permitted uses shall be as follows:

**a) Retail/Commercial (Phase 1):**

**Permitted Uses/Retail**

- 1) Antique stores.
- 2) Appliance sales and showrooms with kitchen mock-ups, incidental parts' sales, and incidental cooking classes, but no repair services.
- 3) Art galleries such as ceramic, drawing, fabric, glass, metal, oil and watercolor painting, sculpture, photography, and stained glass.
- 4) Art schools for 20 or fewer students at any one time.
- 5) Artist studios such as drawing, fabric, glass, metal working, oil and watercolor painting, pottery, sculpture, and stained glass with sales in the studio.
- 6) Bakeries including the catering and preparation and consumption of product produced on premises.
- 7) Barbershops and beauty shops.
- 8) Barbershops and beauty shops including massage services of 3 or fewer massage technicians according to Section 18.44.090 of the Pleasanton Municipal Code
- 9) Bicycle shops, with service and shop work on premises but excluding painting.
- 10) Bookbinding
- 11) Bookstores
- 12) Building material showrooms, shops, and stores with ancillary design services and indoor display and storage only.
- 13) Candy stores including the ancillary on-premises manufacturing of product for catering and retail sale.
- 14) Carpet, drapery and floor covering stores, with design services.
- 15) Catalog stores, no firearm sales
- 16) Clothing, shoe, and accessory stores including, new, pre-owned, and rental, with on-site tailoring and alterations.
- 17) Costume sales and rental with on-site tailoring and alterations.
- 18) Copying and related duplicating, printing, and publishing using only computers, copy machines, etc., not including engraving, lithographing, or similar reproduction services.
- 19) Decorator and design services and shops including showrooms.
- 20) Delicatessen stores, deli shops, delis, and specialty food stores, excluding convenience markets.

- 21) Department stores and specialty stores selling items normally sold individually in department stores
- 22) Drugstores and prescription pharmacies, no drive-through.
- 23) Electronic retail sales, no repair services, such as telephones, pagers, blackberry, personal computers and software, and television, radio, and stereo.
- 24) Emergency standby electricity generator, fuel cell, and battery facilities per Table 18.44.090 of the Pleasanton Municipal Code.
- 25) Financial institutions, including banks, saving and loan offices, financial companies, credit unions, and related services with an ATM drive-through in Building Pad #1 or Building Pad #4 with an analysis prepared by a licensed traffic engineer demonstrating that adequate stacking is present in the drive-through lane to the satisfaction of the Director of Community Development.
- 26) Florists and floral supply stores, not including garden centers and nurseries.
- 27) Furniture stores, indoor/outdoor, new product, including linens, wall hangings, and similar items, and ancillary design services
- 28) Gift shops
- 29) Hardware stores with indoor display and storage only.
- 30) Hobby shops
- 31) Hospital equipment, sales and rental provided that all materials and products are stored indoors.
- 32) Ice cream and frozen yogurt sales, with/without seating, including the manufacturing of products for retail sale and consumption on premises only
- 33) Interior decorating shops with design services, displays and showrooms.
- 34) Jewelry stores including cleaning and servicing.
- 35) Kitchen supply stores and accessories with ancillary demonstration, classes, and cutlery sharpening.
- 36) Laundries and dry cleaners where service is provided on premises
- 37) Locksmiths.
- 38) Music stores
- 39) Music and dance studios, martial arts schools, gymnasiums for 20 or fewer students at any one time, conducted entirely within a completely enclosed building which complies with specifications for sound-mitigated construction prescribed by the Chief Building Official.
- 40) Newsstands
- 41) Office supply stores including furniture shops and ancillary design services

- 42) Paint, glass and wallpaper shops and ancillary design services
- 43) Pet and bird stores including food, accessories, equipment, outpatient veterinary services, bathing and grooming services, provided that all operations are conducted entirely within a completely enclosed building which complies with specifications for sound-mitigated construction prescribed by the Chief Building Official.
- 44) Photographic studios
- 45) Photographic supply stores
- 46) Picture framing shops
- 47) Post offices and mail and packaging stores.
- 48) Restaurants, with alcoholic beverage service with a complete food service menu until 10:00 p.m., cafes, and soda fountains, with seating, catering services and limited take-out.
- 49) Saddleries, tack shops, and leather shops including on-site manufacture and tailoring of products.
- 50) Scientific equipment shops
- 51) Shoe repair shops
- 52) Sporting goods stores, no firearm sales
- 53) Stamp and coin stores
- 54) Stationary stores
- 55) Tailor or dressmaking shops
- 56) Toy stores
- 57) Variety stores
- 58) Watch and clock repair shops.

**Conditional Uses/Retail**

- 1) Art schools for 20 or more students at any one time.
- 2) Restaurants with brew pubs, as defined in Chapter 18.08 of the Pleasanton Municipal Code, excluding bars.
- 3) Beauty shops including massage services which cannot meet the criteria of a permitted use stated in Section 18.44.090 of the Pleasanton Municipal Code
- 4) Drugstores and prescription pharmacies with drive-through in the Major Tenant #2 building shown on site plan.
- 5) Grocery stores including supermarkets, no convenience markets.
- 6) Restaurant or coffee shop with drive-through in Building Pad #1 or Building Pad #4 with an analysis prepared by a licensed traffic engineer



demonstrating that adequate stacking is present in the drive-through lane to the satisfaction of the Director of Community Development.

- 7) Self-service gasoline station, no carwash or convenience market.
- 8) Veterinarians' offices, outpatient clinics, and small animal hospitals, including short term overnight boarding of animals and incidental care such as bathing and trimming, provided that all operations are conducted entirely within a completely enclosed building which complies with specifications for sound-attenuated construction prescribed by the Chief Building Official.
- 9) Wine shops and tasting rooms for wineries, excluding liquor stores.

**b) Office (Phase II):**

**Permitted Uses/Office**

- 1) Administrative headquarters and executive offices.
- 2) Advertising agencies.
- 3) Art galleries such as oil and watercolor pottery, painting, sculpture, photography, and stained glass.
- 4) Art schools for 20 or fewer students at any one time.
- 5) Artist studios including, but not limited to, ceramic, drawing, fabric, glass, metal, oil and watercolor painting, sculpture, and stained glass.
- 6) Audio and video recording studios and post-production services.
- 7) Automobile broker, no stock on premises
- 8) Business consulting service offices
- 9) Business service offices including employment agencies, accountants, notaries, stenographic, addressing, computing, and related services
- 10) Copying and related duplicating services and printing/publishing services using only computers, copy machines, etc., not including lithographing, engraving, or such similar reproduction services.
- 11) Design, engineering, and research profession offices
- 12) Emergency standby electricity generator, fuel cell, and battery facilities per Table 18.44.090 of the Pleasanton Municipal Code.
- 13) Financial institutions, including banks, saving and loan offices, financial companies, credit unions, and related services.
- 14) Gymnasiums and health clubs including massage services according for 20 or fewer participants at any single time, conducted entirely within a completely enclosed building which complies with specifications for sound-mitigated construction prescribed by the Chief Building Official.
- 15) Insurance offices.

- 16) Investment service offices.
- 17) Legal service offices.
- 18) Medical and dental offices and clinics including outpatient services, with massage services according to Section 18.44.090 of the Pleasanton Municipal Code.
- 19) Medical laboratories, research and development.
- 20) Photographic studios
- 21) Post offices
- 22) Private schools and tutoring for 20 or fewer students at any single time.
- 23) Real estate offices including sales, leasing services, and property management services.
- 24) Radio and television broadcasting studios, excluding transmitters and antennas
- 25) Research and development offices with limited prototype fabrication, no manufacturing.
- 26) Research service offices, analytic and scientific.
- 27) Travel agencies.

**Conditional Uses/Office**

- 1) Art schools for 20 or more students at any one time.
- 2) Gymnasiums and health clubs including massage services according for 21 or more participants at any one time, conducted entirely within a completely enclosed building which complies with specifications for sound-mitigated construction prescribed by the Chief Building Official.
- 3) Music and dance studios and martial arts schools for 21 or more students at any one time, conducted entirely within a completely enclosed building which complies with specifications for sound-mitigated construction prescribed by the Chief Building Official.
- 4) Private schools including tutoring for 21 or more students at any one time.

**SPECIAL CONDITIONS OF APPROVAL  
Engineering**

49. The project applicant or developer shall construct/complete the following traffic improvements as phased:

a) Pre-Construction:

- Bernal Avenue/Koll Center Drive/Project Driveway  
The project applicant or developer shall construct temporary improvements to allow construction traffic into and out of the site at the Bernal Avenue/Koll

Center Drive intersection, including temporary signal indications for left- and right-turn movements, prior to construction of any on-site improvements. Said temporary improvements shall be determined by the City Traffic Engineer.

b) With construction of Phase I:

- Valley Avenue  
The project applicant or developer shall widen Valley Avenue by two feet in the south bound direction between Bernal Avenue and the first driveway opening to allow for two southbound through lanes. Between the first driveway and the roundabout to the south of the curb lane, the street shall then transition from two lanes into one through lane with a long taper.
- Bernal Avenue/Koll Center Drive/Project Driveway  
The project applicant or developer shall modify the intersection of Bernal Avenue and Koll Center Drive including modifying the traffic signal to allow northbound left-turn and right-turn traffic out of the project site, eastbound right-turn and westbound left-turn traffic into the project site, and pedestrian access across Bernal Avenue on the right leg of the intersection. The City and property owner or their designee shall enter into a maintenance agreement that allows the City to maintain the traffic signal equipment located on private property. The project applicant/developer shall be responsible for a ¼ share of the ongoing traffic signal maintenance costs once the traffic signal modifications are constructed and operational. An agreement shall be entered into with the City of Pleasanton prior to the approval of these improvements to cover these costs.
- Bernal Avenue/Valley Avenue Intersection  
The project applicant or developer shall modify the existing "pork chop" island to allow pedestrian crossings on the west side of this intersection, modify the east leg of the intersection eliminating the crosswalk, and modify all traffic signal equipment to account for these improvements as directed by the City Traffic Engineer.
- Valley Avenue Bus Shelter:  
When Phase I is under construction, the project applicant or developer shall take over the maintenance of the bus shelter and trash enclosure located on the west side of Valley Avenue in front of the project site. The project applicant or developer shall enter into new maintenance agreement or modify the existing agreement to cover the maintenance of the bus shelter and trash enclosure. This agreement shall be submitted to the City Attorney for review and approval before the approval of the first building permit by the Chief Building Official for this development and shall be recorded by separate instrument before the first building occupancy.

c) With construction of Phase II:

- Northbound I-680/Bernal Avenue Entrance Ramp  
The project applicant or developer will widen the northbound I-680/Bernal Avenue entrance ramp from one lane to two lanes; modify the westbound right-turn lane from Bernal Avenue to the entrance ramp to a free right-turn lane; or modify the westbound approach from Bernal Avenue to the entrance ramp to

provide a through lane, a shared through/right lane, and a right-turn only lane. Construction and occupancy of Phase I (commercial/retail section) is allowed to proceed absent widening the entrance ramp. The project applicant or developer shall obtain permit approval from CalTrans for the ramp widening before the issuance of the first Phase II (office section) building permit.

- Bernal Avenue/Valley Avenue Intersection

The project applicant or developer shall convert the eastbound/northbound right-turn lane to a shared through/right-turn lane; widen the existing westbound/ southbound left-turn lane from one- to two-lanes; and modify all traffic signal equipment to account for these improvements as directed by the City Traffic Engineer. Construction of the double left-turn lane shall not result in the removal of any existing Heritage-size tree presently in the Bernal Avenue median island.

d) With construction of Phase I and Phase II:

- Traffic Impact Fees

With the issuance of each building permit(s), the project applicant or developer shall pay the City's Traffic Impact Fee towards new signals at the intersections of Valley Avenue/Koll Center Parkway (South), Bernal Avenue/Main Street, Valley Avenue/Paseo Santa Cruz (South), Valley Avenue/Paseo Santa Cruz (North), and the Valley Avenue/Santa Rita Road. The project applicant or developer shall be credited for all previous payment of impact fees.

50. The project applicant or developer will work with the City of Pleasanton to develop a neighborhood traffic calming program to identify locations where traffic calming devices consistent with those outlined in the City of Pleasanton Neighborhood Traffic Calming Program (NTCP) would be appropriate if studies completed after the project – Phase I and Phase II – is in operation shows significant cut-through traffic through the adjoining residential neighborhood. The total cost of the measures shall not exceed \$50,000.

#### Engineering Requirements

51. The project applicant or developer shall install an eight-foot wide meandering (separated) concrete sidewalk/bike path along the Valley Avenue frontage between Bernal Avenue and the first project driveway entrance south of Bernal Avenue. The planter strip between the back of curb and face of sidewalk shall be a minimum of four feet. From the first driveway entrance proceeding southerly to the southerly limit of the project site, the sidewalk shall be monolithic to the back of curb. With the Phase I construction, the sidewalk shall extend from Bernal Avenue south to the crosswalk on the far side of the first roundabout located southerly of Bernal Avenue. With the Phase II construction, the sidewalk shall be extended southerly to the southerly limit of the project site. If the project applicant or developer installs a City standard sidewalk along the project frontage and dedicates an easement for the maintenance of the sidewalk, the City will accept the sidewalk for maintenance, however if the sidewalk is not in conformance with City standard the sidewalk shall be privately maintained by the project maintenance association.
52. The relocated San Francisco Water main shown to be placed between Valley Avenue and the proposed buildings shall be placed outside the City's Public Service Easement (PSE). The easements may overlap but the pipeline shall be located halfway between

the westerly line of the PSE and the face of the buildings. The exact location shall be approved by the City Engineer.

53. Each of the buildings water service and the irrigation water service within the project shall be served with a separate water service from the City's water main in the street, including backflow device. The project applicant or developer may install the services from a manifold from a larger lateral crossing the public street. The exaction locations of the water services shall be shown on the improvement plans and to be approved by the City Engineer.
54. The design of the on-site sanitary sewer system shall be modified such that that the size and slope of the sanitary sewer main maintain a minimum velocity of two-feet per second unless otherwise approved by the City Engineer. A sanitary sewer lateral with sampling manhole shall be provided to each building within both phases of the development unless otherwise approved by the City Engineer.
55. Unless otherwise determined by the City Engineer, the sanitary sewer line serving the Phase I Major Tenant #1 building and Building Pads #1, #2 and #4 along Bernal Avenue shall tie into the six-inch lateral stubbed to the site on Bernal Avenue; the sanitary sewer main in front of the Phase I Building Pad 3 and Shops Building #4 shall be eliminated; and a new sewer main shall be installed between the Phase I Building Pad #3 and Major Tenant #2 and shall connect to the sewer main fronting Major Tenant #2.
56. All restaurant/food preparation uses shall install a grease interceptor on the building sewer lateral. This detail shall be shown on all building permits and/or tenant improvement permits to the satisfaction of the City Engineer.
57. The proposed main storm drain line along the westerly side of the development within the Phase II portion of the project shall be constructed with the Phase I improvements.
58. A detailed grading and drainage plan prepared by a licensed Civil Engineer including all supporting information and design criteria, storm drain treatment calculations, and hydromodification worksheets, etc., shall be submitted with the Phase I improvements. The calculations shall demonstrate to the satisfaction of the City Engineer that there is sufficient capacity within the existing detention pond on the Bernal Property to allow for both hydromodification and storm water treatment for both the future development of Bernal Park and Phase I and II of this development. Prior to the first plan check, the project applicant or developer's engineer shall submit the storm drain drawings and hydromodification calculations to the City Engineer for review. The hydromodification calculations shall be peer reviewed by the City's consultant, with the peer review costs paid for by the project applicant or developer subject to the peer review procedures established by the City Engineer.
59. Based upon the storm drainage analysis required in Condition No. 55, subject to the review and approval by the City Engineer, the project applicant or developer shall be responsible for making any modification to the existing detention pond for any additional storage including any modifications of the existing outfall to allow sufficient capacity for stormwater treatment and hydromodification.
60. The site plan layout is conceptually acceptable at this time for Phase I; the project applicant or developer shall provide calculations to show the stormwater treatment

facilities are in conformance with the California Regional Water Quality Control Board, San Francisco Region, Municipal Regional Stormwater NPDES Permit, Order R2-2009-0074, NPDES Permit No. CAS612008, October 14, 2009. Said treatment facilities shall include the provisions for trash removal device(s) within the storm drain system. The site plan layout of stormwater treatment facilities for Phase II is not approved at this time, and shall be resubmitted with the Phase I stormwater treatment facilities plans.

61. The fire protection water main shall be private beyond the backflow prevention device. The fire protection system shall have an additional connection to the City water main in Valley Avenue to accommodate the Phase II improvements. The private on-site fire water system shall be approved by the Fire Marshall after reviewing the layout and calculations submitted by the project applicant or developer with the improvement plans.
62. With construction of Phase II, the project applicant or developer shall provide an underground electrical service to the Caltrans sign located on the east side of I-680 southerly of the northbound I-680/Bernal Avenue exit ramp and shall work with Caltrans to remove the existing overhead electrical service that presently crosses the freeway. The work shall be started with the Phase II construction and shall be completed prior to the acceptance of the Phase II improvements. An easement for the electrical service shall be dedicated to the electrical utility by separate instrument.
63. The project applicant or developer shall provide for cross easements in perpetuity for storm water (drainage), access, emergency vehicles, water, sewer, landscaping, and parking between Phase I and Phase II. These easements shall be shown on the first parcel or subdivision map submitted for subdividing the property and shall be recorded concurrently with the sale of the property affected by these easements.
64. The existing 18-inch storm drain stubbed to the property on Bernal Avenue shall be abandoned per City standard requirements unless otherwise approved by the City Engineer.
65. The project applicant or developer shall be responsible for paying applicable Zone 7 drainage fees minus all previous payments and credits.

#### **SPECIAL CONDITIONS OF APPROVAL**

##### **Fire**

*(Project applicant or 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.)*

66. All Phase I and Phase II construction shall conform to the requirements of the 2007 California Fire Code, City of Pleasanton Ordinance 1965. The project applicant or developer shall obtain all required permits from the Fire Department before construction begins.
67. The Phase II Buildings 1, 2, and 3 shall provide exterior access to the roof level in compliance with the Fire Code.

68. Automatic fire sprinklers shall be installed in all Phase I and Phase II buildings and tenant spaces in accordance with City of Pleasanton Ordinance 1965. Installations shall conform to NFPA Pamphlet 13 for commercial occupancies.
69. City of Pleasanton Ordinance 1965 requires that all new and existing occupancies be provided with an approved key box from the Knox Company as specified by the Fire Department. The project applicant or developer is responsible for obtaining approval for the location and the number of boxes from the Fire Prevention Bureau. Information and application for the Knox Box is available through their website or the Fire Prevention Bureau. The property owner or the business tenant 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.
70. The Phase II office buildings shall be provided with Class I standpipe system and separate floor control assemblies inside the protected stairwells at each floor landing. Interior roof accesses shall be provided with hose stations at the roof level. Construction plans for the fire protection system shall be subject with the Building Permit plan set for review and approval by the Fire Department before the issuance of a building permit for the building shell in compliance with 2007 CFC.
71. Underground fire mains, fire hydrants and control valves shall be installed in conformance with the most recently adopted edition of NFPA Pamphlet 24, "Outside Protection." The fire line, hydrants and fire department connections (FDC's) shown on sheets C-8 through C-13 shall be revised with the final layout determined with the review of the construction plans. The fire flow shall be provided as per 2007 California Fire Code Appendix B, Table B105.1 and hydrant number and distribution per Appendix C, Table C105.1.
  - a) The underground pipeline contractor shall submit a minimum of three (3) sets of installation drawings to the Fire Department, Fire Prevention Bureau. The plans shall have the contractor's wet stamp indicating the California contractor license type, license number and must be signed. No underground pipeline inspections will be conducted prior to issuance of approved plans.
  - b) All underground fire protection work shall require a California contractor's license type C-16, C-34, C-36 or A.
  - c) All field-testing and inspection of underground or covered piping joints shall be conducted prior to covering the pipeline.
72. Dead-end fire service water mains shall not exceed 500 feet in length and may have a maximum five Fire Department appliances (fire sprinkler system risers, fire hydrants, and/or standpipes) and shall be looped around the site or building with a minimum of two points of water supply or street connection. Sectional/zone valves shall be installed as recommended under NFPA, Pamphlet 24 and required by the Fire Marshal.
73. The design of the fire alarm system for the building tenants may be deferred to the review of the Tenant Improvement Plans after the building shell is approved. The building and/or tenant fire alarm and fire monitoring system shall be capable of supporting notification appliances for the individual tenant spaces for the purpose of notifying the occupant of the system alarm.

**STANDARD CONDITIONS OF APPROVAL  
Community Development Department**

74. The project applicant or 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.
75. The project applicant or 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, including individual lots, unless otherwise approved by the department.
76. The permit plan check package will be accepted for submittal only after the ordinance approving the PUD development plan becomes effective, unless the project applicant/ developer submits a signed statement acknowledging that the plan check fees may be forfeited in the event that the ordinance is overturned or that the design is significantly changed. In no case will a permit be issued prior to the effective date of the ordinance.

**STANDARD CONDITIONS OF APPROVAL  
Planning**

77. The proposed development shall be in substantial conformance to Exhibit D, dated "Received, June 29, 2010," 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 Director of Community Development.
78. To the extent permitted by law, the project applicant or developer shall defend (with counsel reasonably 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 attorney's fees), action, or proceeding brought by a third party against the indemnified parties and the project applicant or developer 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.
79. All conditions of approval for this development plan shall be reprinted and included as a plan sheet(s) with the improvement plan check sets including grading, improvement/ construction, and landscaping plans, which shall be kept on the project site at all times. The applicant may request these conditions of approval be attached to the plan set as a separate document which he/she is responsible for obtaining and ensuring the conditions are securely attached. It is the responsibility of the applicant to ensure that the project contractors are aware of, and abide by, the approved plans and all conditions of approval.
80. Planning Division approval is required before any changes are implemented in site design, grading, building materials and colors, green building measures, and landscape material.



81. The approved building materials and colors shall be stated on the plans submitted for issuance of building permits.
82. Prior to the issuance of the first occupancy permit, the landscape architect or landscape designer shall certify in writing to the Director of Community Development that the landscaping has been installed in accordance with the approved landscape and irrigation plans with respect to size, number, and species of plants and overall design concept.

**STANDARD CONDITIONS OF APPROVAL**  
**Landscaping**

83. The project applicant or developer shall enter into an agreement with the City, approved by the City Attorney, which guarantees that all landscaping and open space areas 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.
84. Six-inch vertical concrete curbs shall be installed between all paved and landscaped areas.
85. The project applicant or developer shall provide root control barriers and 4-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.

**STANDARD CONDITIONS OF APPROVAL**  
**Building**

86. All retaining walls higher than four feet from the top of the wall to the bottom of the footway shall be constructed of reinforced concrete, masonry, or other material as approved by the Director of Community Development, or shall be an approved crib wall type. Calculations signed by a registered civil engineer shall accompany the wall plans.
87. Prior to issuance of a business license, the business tenant shall contact the Building Division and the Fire Marshall to ensure that the proposed use of the tenant space meets Building and Fire Code requirements. If required, the business tenant shall obtain all appropriate City permits.
88. Prior to issuance of building or demolition permits, the project applicant or developer 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 applicant or developer intends to recycle at least 75 percent of the total job site construction and demolition waste measured by weight or volume. 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 applicant or developer shall mark all trash disposal bins "trash materials only" and all recycling bins "recycling materials only." The project applicant or developer shall contact Pleasanton Garbage Service for the disposal of all waste from the site.

**STANDARD CONDITIONS OF APPROVAL**  
**Engineering**

89. A "Conditions of Approval" checklist shall be completed and attached to all plan checks submitted for approval indicating that all conditions have been satisfied.
90. The project applicant or developer shall comply with the recommendations of the project's geotechnical consultant. The project applicant or 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.
91. The project applicant or 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.
92. The project applicant or developer shall grant an easement to the City over those parcels needed for public service easements (P.S.E.) and which are approved by the City Engineer, or other easements, which may be designated by the City Engineer.
93. The project applicant or 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.
94. 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.
95. 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 applicant or developer. This shall include slurry seal, overlay, or street reconstruction if deemed warranted by the City Engineer.
96. This approval does not guarantee the availability of sufficient water and/or sewer capacity to serve the project.
97. A final parcel map shall be required to subdivide the property into the Phase I and Phase II developments. With the final parcel map, the project applicant or developer shall create easements for ingress/egress, drainage, and utilities between Phase I and Phase II subject to the review and approval of the City Engineer.
98. There shall be no direct roof leaders connected to the street gutter or storm drain system, unless otherwise approved by the City Engineer.

99. The project applicant or developer and/or the project applicant's/developer's contractor(s) shall obtain an encroachment permit from the City Engineer prior to moving any construction equipment onto the site.
100. The project applicant or developer shall include erosion control measures on the final grading plan, subject to the approval of the City Engineer. The project applicant or 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 a permanent landscaping is in place.
101. The project applicant or developer shall submit a final grading and drainage plan prepared by a licensed civil engineer depicting all final grades and drainage control measures, including concrete-lined V-ditches, to protect all cut and fill slopes from surface water overflow. This plan shall be subject to the review and approval of the City Engineer prior to the issuance of a subdivision grading permit.
102. 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 or through an association approved by the City.
103. The project applicant or developer shall be responsible for the installation of the lighting system serving the development. The lights shall be LED units. The lighting system design shall conform to the Illuminating Engineering Society (IES). Approval for the number, location, and type of electroliers shall be subject to the review and approval of the City Engineer.
104. The project applicant or developer shall submit detailed landscape and irrigation plans as part of the improvement plans. The irrigation plan shall provide for automatic controls.
105. All retaining walls and monument signs along the street shall be placed behind the Public Service Easement (PSE), unless otherwise approved by the City Engineer.
106. Prior to approval of the improvement plans, the project applicant or developer shall comply with all applicable conditions of outside agencies having jurisdiction.
107. The improvement plans for this development shall contain signage and striping plans that are subject to the approval of the City Traffic Engineer.

#### **STANDARD URBAN STORMWATER CONDITIONS OF APPROVAL**

The project shall comply with the California Regional Water Quality Control Board, San Francisco Bay Region, Municipal Regional Stormwater NPDES Permit, Order R2-2009-0074, NPDES Permit No. CAS612008, October 14, 2009:

([http://www.waterboards.ca.gov/sanfranciscobay/board\\_info/agendas/2003/february/02-19-03-12finalto.doc](http://www.waterboards.ca.gov/sanfranciscobay/board_info/agendas/2003/february/02-19-03-12finalto.doc));

and:

[http://www.waterboards.ca.gov/sanfranciscobay/board\\_info/agendas/2007/march/alameda%20final%20order%20r2-2007-0025.pdf](http://www.waterboards.ca.gov/sanfranciscobay/board_info/agendas/2007/march/alameda%20final%20order%20r2-2007-0025.pdf)

The project shall also comply with the "Construction General Permit" by the California Regional Water Quality Control Board, San Francisco Bay Region:

([http://www.waterboards.ca.gov/water\\_issues/programs/stormwater/construction.shtml](http://www.waterboards.ca.gov/water_issues/programs/stormwater/construction.shtml))

### **Design Requirements**

108. 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.
109. The following requirements shall be incorporated into the project:
- a) The project applicant or 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) In addition to natural controls the project applicant or developer shall install a structural control, such as an oil/water separator, sand filter, or an approved equal in the parking lot to intercept and pre-treat stormwater prior to reaching the storm drain. The design, locations, and a schedule for maintaining the separator shall be submitted to the City Engineer/Chief Building Official for review and approval prior to issuance of building permits. The structural control shall be cleaned at least twice a year: once immediately prior to October 15 and once in January.
  - c) The project applicant or developer shall submit sizing design criteria to treat stormwater runoff and for hydromodification at the time of improvement plan submittal and an updated detailed copy of calculations with subsequent submittals.
  - d) 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.

- Structures shall be designed to prohibit the occurrence and entry of pests into buildings, thus minimizing the need for pesticides.
  - 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.)
  - 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.
  - Landscaping shall also comply with City of Pleasanton ordinances and policies regarding water conservation.
- e) Trash areas, trash compactors, 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 applicant or 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 Department.
- f) 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.
- g) All metal roofs, if used, shall be finished with rust-inhibitive paint.
- h) 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.
110. All restaurants and other food preparation uses and activities in this development shall include a contained area for cleaning mats, containers, and equipment. The wash area shall be covered or shall be designed to prevent runoff onto or from the area. The area shall be connected to the sanitary sewer, subject to approval by the DSRSD, or shall be collected in a containment area and removed regularly by a disposal and recycling service. If connected to the sanitary sewer, a structural control such as a sand filter or oil/ water separator shall be used, and a sign shall be posted prohibiting the dumping of hazardous materials. Other methods may be used subject to the approval of the Chief Building Official. The project applicant or developer, property owners and business owners shall instruct employees to conduct all washing activities in this area.

111. A regular program of inspecting vehicles for leaks and spills, and of sweeping/vacuuming, litter control, and spill cleanup shall be implemented. Such program shall be submitted to the Director of Community Development for review and approval prior to issuance of building permits.
112. The loading areas for the Major Tenant #1 and the Major Tenant #2 shall be covered. No other area shall drain into the loading area; a containment berm shall be constructed to prevent such drainage if found necessary by the City Engineer/Chief Building Official. The loading area may be required to drain to the sanitary sewer if required by the City Engineer/Chief Building Official, subject to approval by the DSRSD. If connected to the sanitary sewer, a structural control such as an oil/water separator or sand filter shall be used, and a sign shall be posted prohibiting the dumping of hazardous materials.

### **Construction Requirements**

The Construction General Permit's construction requirements include, but are not limited to, the following:

Construction activities (including other land-disturbing activities) that disturb one acre or more (including smaller sites that are part of a larger common plan of development) are regulated under the NPDES stormwater program. Operators of regulated construction sites are required to develop and implement stormwater pollution prevention plans and to obtain a construction general permit (NOI) from the State Water Resources Control Board to discharge stormwater.

[http://www.waterboards.ca.gov/water\\_issues/programs/stormwater/docs/finalconstrpermit.pdf](http://www.waterboards.ca.gov/water_issues/programs/stormwater/docs/finalconstrpermit.pdf)

### **Stormwater**

113. The project applicant or developer shall submit a Stormwater Pollution Prevention Plan (SWPPP) for review by the City Engineer/Chief Building Official prior to issuance of building or engineering permits. A reviewed copy of the SWPPP shall be available at the project site until engineering and building permits have been signed off by the inspection departments and all work is complete. A site specific SWPPP must be combined with proper and timely installation of the BMPs, thorough and frequent inspections, maintenance, and documentation. Failure to comply with the reviewed construction SWPPP may result in the issuance of correction notices, citations or stop work orders.
114. The amendments to the SWPPP and all the inspection forms shall be completed and available at the site for inspection by the city, county or state staff.
115. The project applicant or developer is responsible for implementing the following Best Management Practices (BMPs). These, as well as any other applicable measure, shall be included in the SWPPP and implemented as approved by the City.
  - a) The project applicant or 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 applicant/ developer is responsible for ensuring that the contractor is aware of and implements such measures.

- b) All graded areas 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 in 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.

### **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.

- 116. 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) A mechanism shall be created, such as a property owners' association, to be responsible for maintaining all private streets, private utilities and other privately owned common areas and facilities on the site including stormwater treatment measures. 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 with the final map.
  - 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.



## **STANDARD CONDITIONS OF APPROVAL**

### **Fire**

117. The project applicant or developer shall keep the site free of fire hazards from the start of lumber construction until the final inspection.
118. Prior to any construction framing, the project applicant or developer shall provide adequate fire protection facilities, including, but not limited to a water supply and water flow in conformance to the City's Fire Department Standards able to suppress a major fire.
119. All fire sprinkler system water flow and control valves shall be complete and serviceable prior to final inspection. Prior to the occupancy of a building having a fire alarm system, the Fire Department shall test and witness the operation of the fire alarm system. The project applicant or developer shall construct transit shelters with trash receptacles at locations determined by the Director of Community Development and the City Engineer. The shelter and trash receptacle design shall be approved by the Director of Community Development prior to issuance of project building permits. An encroachment permit shall be obtained prior to installation. Lighting shall be provided if determined necessary by the City Engineer.
120. All commercial, industrial, and multi-family residential occupancies shall have valve tamper and water flow connected to an Underwriters Laboratory (UL) listed Central Station Service. Fire Department plan check includes specifications, monitoring certificate(s), installation certificate and alarm company U.L. certificate. Fire alarm control panel and remote annunciation shall be at location(s) approved by the Fire Prevention Bureau. All systems shall be point identified by individual device and annunciated by device type and point.
121. 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 Coordinator at 925/454-2361.
122. The proposed building(s) may have additional Fire Department requirements that can only be addressed by knowing the details of occupancy. These occupancy details shall be submitted to the Fire Department prior to submittal of construction plans to the Building Department. Details shall include but not be limited to the following:
  - a) Type of storage
  - b) Height of storage
  - c) Aisle spacing
  - d) Rack of bulk storage
  - e) Palletized storage
  - f) Type of occupancies within areas of the building(s)

Based on the information received, there may be additional requirements such as: smoke and heat venting, in-rack sprinklers, increases in sprinkler design criteria, draft curtains, etc.

123. Electrical conduit shall be provided to each fire protection system control valve including all valve(s) at the water connections. The Livermore-Pleasanton Fire Department

requires electronic supervision of all valves for automatic sprinkler systems and fire protection systems.

124. Fire hydrants shall be installed at spacing not to exceed 300 feet.
125. Where Fire Department vehicle access through or around a site involves changes in direction or curves, minimum-turning radius shall be as follows. Inside radius of 45 feet and outside radius of 55 feet shall be provided to facilitate fire truck turning radius for entry and exit from the site.
126. Address numbers shall be installed on the front or primary entrance for all buildings. Minimum building address character size shall be 12-inch high by 1-inch stroke. If a building is located greater than 50 feet from street frontage, character size shall be 16-inch high by 1 ½-inch stroke minimum. Where multiple accesses are provided, address or tenant space number shall be provided on each access and/or warehouse door and character size shall be no less than 4-inch high by ¾-inch stroke. In all cases address numerals shall be of contrasting background and clearly visible in accordance with the Livermore-Pleasanton Fire Department Premises Identification Standards. This may warrant field verification and adjustments based upon topography, landscaping or other obstructions. Conditions of approval checklist shall be completed and attached to all plan checks submitted for approval indicating that all conditions have been satisfied.
127. The following items will be provided prior to any construction above the foundation or slab. (Note: Periodic inspections will be made for compliance.)
  - a) Emergency vehicle access shall be provided to the site. If the Public Works Improvements are part of the project to access the site, an emergency vehicle access plan shall be submitted for review and approval.
  - b) Site access shall be provided prior to any construction above the foundation or slab. Based on the Site Plan Approval the access shall be installed.
  - c) Emergency vehicle access shall be a minimum of 20 feet in width. A clear height free of obstructions (power, cable, telephone lines, tree limbs, etc.) shall be provided. This clearance shall be a minimum of 13 feet, 6 inches. Inside turning radius of 45 feet and outside turning radius of 55 feet shall be provided.
  - d) Buildings or portions of buildings or facilities exceeding 30 feet in height above the lowest level of fire department vehicle access shall be provided with approved fire apparatus access roads capable of accommodating fire department aerial apparatus. Fire apparatus access roads shall have a minimum unobstructed width of 26 feet in the immediate vicinity of any building or portion of building more than 30 feet in height. At least one of the required access routes meeting this condition shall be located within a minimum of 15 feet and a maximum of 30 feet from the building, and shall be positioned parallel to one entire side of the building.
  - e) Buildings or facilities exceeding 62,000 square feet of gross building area shall be provided with two separate and approved fire apparatus access roads. The roads shall be placed a distance apart equal to not less than one half of the length of the maximum overall diagonal dimension of the property or area to be served, measured in a straight line between accesses.

- f) If permanent access or site paving is not provided, the carrying capacity of the emergency vehicle access shall be 69,000 pounds under all weather conditions.
- g) Site staging area(s) shall be provided for materials and equipment. All staging areas shall be outside of the emergency vehicle access route shown on the approved plans.
- h) Where on-site fire hydrant(s) are required, they shall be installed, flushed and all valves open prior to any construction above the foundation or slab. This includes concrete tilt-up and masonry buildings.
- i) On-site fire hydrant(s) shall not be obstructed and shall be sufficiently above grade to have all hydrant valves and outlets accessible for emergency use.
- j) Prior to request for final inspection, all access roads, on-site access and fire hydrants shall be provided. All fire hydrants shall be acceptance inspected and tested to applicable City Public Works Standards.
- k) Where a project is phased as part of the development approved by the City, specific access, water supply and fire hydrant installations will be required as part of each phase. As needed a phasing plan with these improvements will be required.

**CODE REQUIREMENTS**  
**Building**

*(Project applicant or 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.)*

- 128. The project applicant or developer shall submit a building survey and/or record of survey and a site development plan in accordance with the provisions of Chapter 18.68 of the Municipal Code of the City of Pleasanton. These plans shall be approved by the Chief Building Official prior to the issuance of a building permit. The site development plan shall include all required information to design and construct site, grading, paving, drainage, and utilities.
- 129. The project applicant or developer shall post address numerals on the building so as to be plainly visible from all adjoining streets or driveways during both daylight and night time hours.
- 130. The building covered by this approval shall be designed and constructed to meet Title 24 state energy requirements.
- 131. All building and/or structural plans must comply with all codes and ordinances in effect before the Building Division will issue permits.
- 132. Any tenant improvement plans shall be submitted to the Building and Safety Division for review and approval.

**CODE REQUIREMENTS**  
**Fire**

*(Project applicant or 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.)*

133. Automatic fire sprinklers shall be installed in all occupancies in accordance with City of Pleasanton Ordinance 1965. Installations shall conform to NFPA Pamphlet 13 for commercial occupancies NFPA 13D for residential occupancies and NFPA 13R for multifamily residential occupancies.
134. Fire alarm system shall be provided and installed in accordance with the 2007 CFC, the City of Pleasanton Ordinance 1965 and 2002 NFPA 72 - National Fire Alarm Code. Notification appliances and manual fire alarm boxes shall be provided in all areas consistent with the definition of a notification zone (notification zones coincide with the smoke and fire zones of a building). Shop drawings shall be submitted for permit issuance in compliance with 2007 CFC.
135. Portable fire extinguisher(s) shall be provided and installed in accordance with the 2007 California Fire Code and Fire Code Standard #10-1. Minimum approved size for all portable fire extinguishers shall be 2A 10B:C.
136. All buildings undergoing construction, alteration or demolition shall comply with Chapter 14 (2007 California Fire Code) pertaining to the use of any hazardous materials, flame-producing devices, asphalt/tar kettles, etc.
137. The building (s) covered by this approval shall conform to the requirements of the 2007 California Building Code, 2007 California Fire Code and the City of Pleasanton Ordinance #1965. If required 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(s).

< End >

**RESOLUTION NO. 10-406**

**A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF PLEASANTON APPROVING THE APPLICATION OF PLEASANTON GATEWAY, L.L.C., FOR A CONDITIONAL USE PERMIT AS FILED UNDER PCUP-210 FOR THE OPERATION OF A GROCERY STORE AND DRIVE-THROUGH USES ON THE APPROXIMATELY 12.5-ACRE COMMERCIAL/RETAIL PORTION OF A 39.22-ACRE SITE ON THE SOUTH SIDE OF BERNAL AVENUE BETWEEN THE NORTHBOUND I-680/BERNAL AVENUE EXIT RAMP AND VALLEY AVENUE (6750 BERNAL AVENUE)**

**WHEREAS;** Pleasanton Gateway, L.L.C., has applied for a conditional use permit (PCUP-210) for the 12.50-acre portion of its 39.22-acre property located on the south side of Bernal Avenue between the northbound I-680/Bernal Avenue exit ramp and Valley Avenue (6750 Bernal Avenue) to allow the operation of a grocery store and drive-through uses in conjunction with its PUD development plan PUD-02-07M; and

**WHEREAS,** zoning for the property is PUD – C (Planned Unit Development – Commercial) District; and

**WHEREAS,** at its meeting of October 19, 2010, the City Council received information in the staff report, testimony from members of the public, and the Planning Commission's August 25, 2010 recommendation for approval of the Mitigated Negative Declaration, PUD Major Modification (PUD-02-07M), and the Conditional Use Permit (PCUP-210); and

**WHEREAS,** based on the Initial Environmental Study and pursuant to Resolution No. 10-407, the City Council adopted the Mitigated Negative Declaration for the proposed project pursuant to the requirements of the California Environmental Quality Act (CEQA); and

**WHEREAS,** after a review of the materials and consideration of the testimony presented, the City Council introduced Ordinance No. 2014 for PUD-02-07M approving the PUD major modification for the development plan showing the grocery store and drive-through uses covered by this conditional use permit; and

**WHEREAS,** after receiving public testimony and review of the materials presented, the City Council on October 19, 2010, determined that the proposed conditional use permit for the operation of a grocery store and drive-through uses, as conditioned, are appropriate for the site and consistent with the PUD development plan approval under PUD-02-07M.

**NOW, THEREFORE, BE IT RESOLVED THAT THE CITY COUNCIL OF THE CITY OF PLEASANTON DOES RESOLVE, DECLARE, DETERMINE, AND ORDER THE FOLLOWING:**

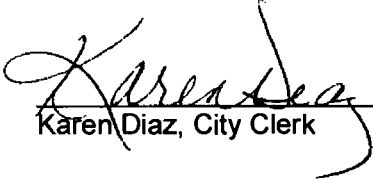
**SECTION 1.** Approves Case PCUP-210, the application by Pleasanton Gateway, L.L.C., for a conditional use permit on a 12.50-acre portion of its 39.22-acre property located on the south side of Bernal Avenue between the northbound I-680/ Bernal Avenue exit ramp and Valley Avenue (6750 Bernal Avenue) to allow the operation of a grocery store and drive-through uses in conjunction with PUD-02-07M subject to the conditions shown on Exhibit B, attached here and incorporated herein by reference.

**SECTION 2.** This resolution shall become effective on the effective date of Ordinance No. 2014 approving the Planned Unit Development major modification for the Pleasanton Gateway project PUD-02-07M.

**PASSED, APPROVED, AND ADOPTED** by the City Council of the City of Pleasanton at a regular meeting held on October 19, 2010.

I, Karen Diaz, City Clerk of the City of Pleasanton, California, certify that the foregoing resolution was adopted by the City Council at a regular meeting held on the 19<sup>th</sup> day of October 2010 by the following vote:

Ayes: Councilmembers Cook-Kallio, McGovern, Thorne, Mayor Hosterman  
Noes: Councilmember Sullivan  
Absent: None  
Abstain: None

  
\_\_\_\_\_  
Karen Diaz, City Clerk

APPROVED AS TO FORM:

  
\_\_\_\_\_  
Jonathan Lowell, City Attorney

## **Exhibit B**

### **PCUP-210 Draft City Council Conditions of Approval**

**Pleasanton Gateway Development  
6750 Bernal Avenue  
October 19, 2010**

1. This conditional use permit will lapse within one year from the effective date unless a building permit is issued and construction has commenced and is diligently pursued toward completion or the City has approved an extension.
2. This conditional use permit shall apply to the following;
  - a) Operation of the Grocery Store tenant for the Major Tenant #1 Building;
  - b) Operation of the drive-through lane for the Pharmacy tenant for the Major Tenant #2 Building;
  - c) Operation of the drive-through lane for Building Pad #1; and,
  - d) Operation of the drive-through lane for Building Pad #4.
3. These uses and drive-through lanes shall be subject to the following operating requirements:
  - a) **Operating Hours:**  
The Phase I Major Tenant #1 may be open for customers 24 hours per day. The drive-through lanes for the Phase I Building Pad #1 and Building Pad #4 may operate 24 hours per day. The drive-through lane for the Phase I Major Tenant #2 may operate 24 hours per day for a pharmacy for the sale of prescription pharmaceuticals only. All other transactions for the Major Tenant #2 shall take place inside the building.
  - b) **Outdoor Storage:**  
There shall be no outdoor storage except for the loading area behind Major Tenant #1 and for the trash compactor shown in the service area behind Major Tenant #2. All storage for the remaining buildings and tenant shall occur entirely within the building.
  - c) **Shopping Carts:**  
Major Tenant #1 employees shall continuously monitor the development's parking areas to ensure that its shopping carts are stored in the enclosures shown on the plan set.
  - d) **Outdoor Sales and Shopping Center Events:**  
No more than four shopping center events and an additional four events per tenant in the locations designated on the master site plan by PUD-02-07M for the sidewalk areas in front of the Phase I buildings and subject to the requirements of PUD-02-07M. All outdoor sales and events shall conform to the approved locations. Tenants may not transfer events between each other.

e) **Outdoor Dining:**  
Outdoor dining, including the sale of alcoholic beverages with food, may take place for the Phase I Major Tenant #1 and for a Phase I restaurant, café, bakery, and ice cream and yogurt establishment located in any Phase I building. All outdoor dining shall conform to the approved site plan locations. At no time shall the sidewalks be obstructed for pedestrians, and a minimum clearance of four-feet shall be maintained at all times between the sidewalk and the driveways. Outdoor dining shall be reviewed by the Planning Division for conformance with the standards set forth under PUD-02-07M. No outdoor dining is permitted in the parking areas or the building setback areas facing Bernal Avenue and Valley Avenue.

f) **Truck Deliveries:**  
Truck deliveries including loading/off-loading activities shall be as follows:

- Phase I Major Tenant #1 (Safeway): No limitation on delivery/loading/unloading hours unless a residential use is approved on the Phase II portion of the site when the hours shall be from 6:00 a.m. to 12:00 p.m.
- Phase I Major Tenant #2 (Drive-Through Pharmacy): From 6:00 a.m. to 10:00 p.m.
- Phase I Pad and Retail Buildings: From 6:00 a.m. to 10:00 p.m.
- Parking lot sweeping and garbage pick-up: From the hours of 6:00 a.m. to 10:00 p.m.

All delivery trucks and vendors shall use the Bernal Avenue driveway to enter/exit the development. All tenants shall notify their vendors and delivery personnel of the approved delivery route and times.

g) **Pallets and Cardboard:**  
Pallets shall be collected and stored in an enclosure designated for the temporary storage of empty pallets located in the service area. Cardboard boxes shall be baled and hauled offsite to a recycling facility.

4. If the operation of these uses and drive-through lanes result in conflicts pertaining to parking, noise, traffic, property maintenance including litter, or other impacts, at the discretion of the Community Development Director, this conditional use permit or any portion of the conditional use permit may be referred to the Planning Commission for subsequent review at a public hearing. If necessary, the Planning Commission may modify or add conditions of approval to mitigate such impacts.

5. All businesses shall maintain the area surrounding their tenant space in a clean and orderly manner at all times.

< End >



## EXECUTIVE SUMMARY

This report documents the Transportation Impact Analysis (TIA) for the Pleasanton Gateway Retail/Office Plaza (Project) in Pleasanton, California. The proposed Project is located on about 39 acres bound by Bernal Avenue to the north, Valley Avenue to the east, a vacant parcel to the south, and Interstate 680 to the west.

As proposed, the Project would contain 714,075 square feet of development including: 588,500 square feet of office, a 65,000 square foot grocery store, 59,695 square feet of retail, and a 10-pump gas station with an 880 square foot sales area. Seven office buildings, and eight retail stores, including the grocery store would be constructed. Five driveways are proposed to serve the site, one from Bernal Avenue and four from Valley Avenue. Driveway operations for Bernal Avenue were evaluated with restricted, modified full access and full access. Based on the analysis results, provision of a modified full access intersection from the Bernal Avenue driveway is recommended to minimize travel time on Bernal Avenue between I-680 and Valley Avenue, and provide better operations at the driveways on Valley Avenue.

This TIA was prepared in accordance with the policies and procedures established by the City of Pleasanton. The study includes an analysis of 28 intersections that could potentially be impacted by traffic generated by the project. Intersection impacts are identified for the Near-term and Cumulative scenarios. Intersection operations were assessed using *2000 Highway Capacity Manual (2000 HCM)* method. Intersection impacts were assessed using Pleasanton significance criteria.

Interstate 680 at the Bernal Avenue interchange was evaluated in the study using methods from the 2000 HCM. Freeway impacts were assessed using Alameda County Congestion Management Program criteria, which sets the LOS threshold as LOS E.

The analysis also considered project impacts on residential streets, pedestrians, bicyclists, transit, construction, and parking supply adequacy. Because the project would generate more than 100 peak hour vehicle trips, an Alameda County Congestion Management Agency (ACCOMA) roadway segment analysis was completed.

## PROJECT TRANSPORTATION CHARACTERISTICS

Estimates for Project trip generation were developed by using rates contained in the Institute of Transportation Engineers (ITE), *Trip Generation*, (7th Edition) and estimates for internal, pass-by, and diverted-link trips derived from the *Trip Generation Handbook*. The driveway volumes at the project site are expected to be 17,320 daily trips, including 1,285 AM peak hour trips and 1,914 PM peak hour trips. After accounting for pass-by trips, the proposed project is anticipated to increase traffic in the immediate study area by 13,740 daily trips, including 1,235 AM peak hour and 1,644 PM peak hour trips.

## FINDINGS AND RECOMMENDATIONS

The analysis was conducted with various access schemes at the project driveway on Bernal Avenue opposite Koll Center Drive. Operations of Bernal Avenue between I-680 and Valley Avenue would operate better with modified full access provided to the site (no through movements), as opposed to restricted access (right-in/right-out only), or full access. The analysis results are discussed below for the near-term and cumulative condition.



## **Near-Term Off-Site Findings**

### Intersections

Intersection operations were evaluated under two scenarios – restricted access (right-in/right-out only) and modified full access (no northbound through movements) at the Bernal Avenue Driveway. With restricted access, the project would result in a significant impact at eight intersections. With modified full access, the project would result in a significant impact at seven intersections. The impacted locations and recommended mitigation measures are summarized in Table ES-1. Implementation of the mitigation measures would result in acceptable intersection operations with the Project, reducing near-term Project impacts to a less-than-significant level.

### Freeway Segments

No freeway impacts were identified in the existing plus project condition.

### Metropolitan Transportation System (MTS)

Impacts were identified on two MTS roadway segments in 2015:

- Main Street (Santa Rita Road) between Bernal Avenue and St. Mary Street
- Stanley Boulevard east of Valley Avenue

Payment of the City of Pleasanton and Tri-Valley Regional traffic impact fees would mitigate the impacts on Stanley Boulevard and Main Street. Although no improvements are planned on those facilities, the fees would fund construction of parallel capacity, such as improvements to State Route 84, El Charro Road extension, Stoneridge Drive extension, and High Occupancy Vehicle (HOV) lanes on I-580.

## **Cumulative Off-Site Findings**

### Intersections

Intersection operations were evaluated under two scenarios – restricted access (right-in/right-out only) and modified full access (no northbound through movements) at the Bernal Avenue Driveway. With restricted access, the project would result in a significant impact at four intersections. With modified full access, the project would result in a significant impact at three intersections. The impacted locations and recommended mitigation measures are also summarized in Table ES-1. Implementation of the mitigation measures would result in acceptable intersection operations with the Project, reducing Cumulative Project impacts to a less-than-significant level.

### Freeway Segments

No freeway impacts were identified in the Cumulative Condition.



Land Use	Size	Parking Code Requirement	Parking Spaces Required	Total Parking Supply	Surplus (Deficit)
Grocery Store	65,000 square-feet	1 space for each 150 square feet	433		
Shopping Center	59,695 square-feet	1 space for each 300 square feet	199		
Office	588,500 square-feet	1 space for each 300 square feet	1,962		
Gas Station	10 pumps/ 800 square feet	1 space for each 500 square feet	2		
Total			2,596	2,444	(152)

Source: City of Pleasanton Municipal Code 18.88.30

**Parking Demand**

Parking demand rates, as presented in ITE's *Parking Generation* (3rd Edition), were used to estimate peak parking demands for the project. Weekday and Saturday parking demand rates were reviewed and are presented in Table 22. Rates are based on data collected on Fridays and Saturdays during December for the retail portion of the site to present a worst-case scenario.

Land Use	Area (Square Feet)	Average Peak Weekday Parking Demand Rate (Per 1,000 Square Feet)	Average Peak Weekday Parking Demand	Average Peak Saturday Parking Demand Rate (Per 1,000 Square Feet)	Average Peak Saturday Parking Demand
Shopping Center <sup>1</sup>	60,495	3.76	227	4.74	287
Grocery Store	65,000	3.40	221	4.75	309
Office	588,500	2.84	1,671	0.28	167
Total			2,119		763

Notes: <sup>1</sup> includes the 800 square foot gas station sales area.  
Source: Institute of Transportation Engineers, 2004, Fehr & Peers, 2009.

As shown in Table 22, it is expected that peak weekday parking demand during December would be approximately 2,119 spaces, while peak December Saturday parking demand would be 763. The project generally provides 10 to 15 percent more spaces than typical December peak parking demand, which

- 1.3 The overall design of the center should result in a pedestrian-friendly activity place, as opposed to a more suburban, auto-dominated shopping center. The center should establish the quality design style for the community as a whole, accentuating human-scale design through building architecture and orientation.
- Generally, buildings along Valley Avenue should be located such that the majority of their frontage faces directly onto the public street.
  - The majority of parking spaces along Valley Avenue shall be located to the side or rear of the buildings.
  - Provide street trees along driveways, drive aisles and pedestrian connections.
  - Building heights should be 3-4 stories adjacent to the Village Commons and should be stepped-back to provide a street front compatible with the residential uses across the street. Elsewhere, building heights shall be a maximum of four (4) stories.
- 1.4 The center shall coordinate its design to maximize its integration with the Village Commons special-use park to mark the entry to the area, define the neighborhood, create a central activity place, and slow through traffic.
- 1.5 The residential area adjoining the Village Commons (Parcel 10) should be designed with higher densities to create a compact community environment that encourages walking for work and many commercial trips.

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**Commercial/Office Policy 2: Phase I Commercial/Office Center Commercial Development Potential (Parcels 6 and 7).** Allow up to 750,000 square feet of building space in a mix of retail, commercial, office and community-serving uses.

**GUIDELINES:**

- 2.1 The Center should include neighborhood-serving retail/service uses. Community retail uses may also be permitted; a service station is encouraged. Non-retail uses such as medical and dental offices, real estate and professional services, administrative offices, banks, travel agencies, etc., and other community-serving public and institutional-type uses such as child-care centers, meeting rooms, etc. are also encouraged.





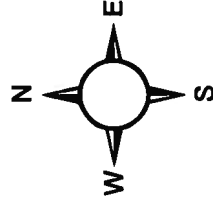
**Public Notice Area**

**City of Pleasanton**

**GIS**

**Department**

**Service Station**



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