



PLANNING COMMISSION MEETING MINUTES

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

APPROVED

Wednesday, May 25, 2011

(Staff has reviewed the proposed changes against the recorded proceedings and confirms that these Minutes are accurate.)

CALL TO ORDER

The Planning Commission Regular Meeting of May 25, 2011, was called to order at 7:00 p.m. by Chair Kathy Narum.

PLEDGE OF ALLEGIANCE: The pledge of allegiance was led by Chair Narum.

1. ROLL CALL

Staff Members Present: Brian Dolan, Community Development Director; Janice Stern, Planning Manager; Julie Harryman, Assistant City Attorney; Steve Otto, Senior Planner; and Maria L. Hoey, Recording Secretary

Commissioners Present: Chair Kathy Narum, and Commissioners Phil Blank, and Jennifer Pearce

Commissioners Absent: Commissioner Greg O'Connor, Arne Olson, and Jerry Pentin

2. APPROVAL OF MINUTES

a. May 11, 2011

As Commissioner Pearce would be abstaining since she was absent at the May 11, 2011 meeting, there would be no quorum with only two Commissioners for discussion. Chair Narum, therefore, postponed consideration of the May 11, 2011 minutes to the next meeting.

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

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

4. **REVISIONS AND OMISSIONS TO THE AGENDA**

There were no revisions or omissions to the agenda.

5. **CONSENT CALENDAR**

a. **PCUP-295, A Hand 'n Hand Inc.**

Application for a Conditional Use Permit to operate a Career Training Center within an existing building located at 5980 Stoneridge Drive, Suites 110 and 112. Zoning for the property is PUD-I/C-O (Planned Unit Development – Industrial/Commercial-Office) District.

Commissioner Blank moved to make the required findings as described in the staff report and to approve Case PCUP-295 subject to the conditions listed in Exhibit A of the staff report.

Commissioner Pearce seconded the motion.

Commissioner Blank commended and thanked the applicant for a great project.

ROLL CALL VOTE:

AYES: Commissioners Blank, Narum, and Pearce

NOES: None

ABSTAIN: None

RECUSED: None

ABSENT: Commissioners O'Connor, Olson, and Pentin

Resolution PC-2011-10 approving Case PCUP-295 was entered and adopted as motioned.

6. **PUBLIC HEARINGS AND OTHER MATTERS**

a. **PUD-85-08-22M, City of Pleasanton**

Workshop to discuss development standards and design guidelines for future mixed-use development on the Dublin/Pleasanton BART station site. Zoning for the property is PUD-I/C-O (Planned Unit Development – Industrial/Commercial-Office) District.

Brian Dolan noted that the Commissioners will recall that throughout the Hacienda Task Force process for the Transit-Oriented Development (TOD) design standards and

guidelines, there was a certain amount of frustration expressed by many at the Task Force, as well as at the Planning Commission and City Council, regarding not knowing exactly what to assume for the BART site. He indicated that following the adoption of that plan, staff was able to initiate a process with BART to explore some of those unanswered questions, and with the assistance of the City's previous consultants; Will Fleissig of TransAct and Rick Williams of Van Meter Williams Pollack LLP, went through a very abbreviated but intensive planning process for the BART site. He noted that the speed at which this undertaking was done was extraordinary, considering that the Hacienda project was completed not too long ago.

Mr. Dolan stated that regular meetings were held involving all the departments in BART, and it was fully vetted through staff at every level that considers BART planning and real estate, from operations people to planners to security and many others. He noted that Hacienda Business Park staff also participated, as did East Bay Regional Park District (EBRPD) staff because of the connection to the Iron Horse Trail. He stated that the idea behind this was to eventually arrive at a point where something could be brought forward and integrated into the City's own design guidelines as part of the Hacienda PUD.

Mr. Dolan stated that staff recognizes that to date, this has all been an internal staff process, with staff relying heavily on discussions that occurred when going through the other sites and their design guidelines; and that staff now needs to bring it out in public and get feedback from the Commissioners before proceeding with the hearing process.

Mr. Dolan indicated that Messrs. Fleissig and Williams will walk the Commission through the work that has been done and explain the similarities to and differences from the TOD standards that have already been adopted and as it relates to the very unique aspects of the BART site itself. He noted that staff is not asking the Commission to take any particular action tonight, but would like to get answers to some questions regarding whether or not the proposed land use alternatives, as well as the specific standards and guidelines, including the amount of development allowed, are appropriate for the site; and whether or not the proposed layout and access plan are acceptable to the City, since a lot of work was done with BART to make sure that it works for them.

Will Fleissig acknowledged all the incredible work performed by the Task Force, Planning Commission, and City Council to get the framework into place, allowing the process to be accelerated and to conduct a full planning effort in a short period of time. He then introduced Colin Burgett, Principal at Nelson Nygaard with whom, as part of their collaborative process, they were able to engage the traffic analyses into seamless process. He also expressed appreciation to James Paxson of Hacienda and BART Director John McPartland for their participation in the process.

Mr. Fleissig stated that their assignment was to understand the circulation, access, parking, and a framework specific to the site, to understand the intermodal functionality and how users dealing with rail, bus, shuttle, taxi, drop-off, bicycle, and auto coming to the station will work. He indicated that with the cooperation of the operational people,

those who make the station function, they looked at a series of parking and phasing options not only for the commuter parking but also for the future building tenants and residents of the site. He noted that this particular station is now the end station with specific kinds of requirements and people coming; but this may not be the case with planning that is going on, such as the extension to Livermore.

Mr. Fleissig stated that there is no detailed specific plan for the site and what will be built; however, this framework for standards and guidelines can establish the future character of the site and set parameters for future development, as well as allow BART and future developers to have a sense of what the City desires. He indicated that the idea of building prototypes and mixing and matching of different building types falls in place with the vision adopted by the City. He added that they also looked at transportation mitigation in terms of opportunities for the site and ways that people will actually use being right on the station, following the normal patterns on other sites farther away from the station.

Mr. Fleissig then presented a diagram of what is happening within the ¼- and ½-mile radius of the site in terms of destinations. He noted that much like the guidelines that have been approved specifically for the Hacienda parcels, these guidelines are specific to the BART property and, once adopted, would be inserted into the overall TOD guidelines. He acknowledged the work done by Chris Sensenig, project architect and urban designer with Van Meter Williams Pollack LLP.

Commissioner Blank stated that he would like to understand, not only in terms of planning but also from both a strategic and operational sense, the changes between being an end station and not being an end station. He inquired whether there are certain things the City has as an end station that it would lose if it is no longer an end station, and should anticipate and take advantage of for using as a leverage for the benefit of the City.

Mr. Fleissig replied that a lot of the concern is with the parking issue. He indicated that the assignment right now is to replace and allow for 1,250 parking spaces, which is barely serving the current demand. He noted that the question is how that demand shifts if it is a middle station.

Commissioner Blank asked Mr. Fleissig if he saw this solely as a parking issue.

Mr. Fleissig replied that this begins a thread, and once that starts to shift, there is flexibility to shift the parking demand, which then has other potential changes in terms of development and how the whole thing comes together.

Commissioner Blank commented that it appears like the only key data point is parking and the implications that parking volumes will drive other uses. He inquired if there were other uses that would dominate in middle stations that are different from those at end stations and if the City needs to think about that as it approaches this development.

Mr. Fleissig replied that they will think more about this. He then turned the presentation over to Mr. Williams.

Rick Williams stated that the ½ mile radius mentioned by Mr. Fleissig has a lot to do with how one works with this BART parcel, how it is access, and the roles of the various streets, trails, access points for buses, and parking throughout the site. He added that they will then take this framework and focus down into the more detailed station. He indicated that they also focused a lot on the Iron Horse Trail alignment and did some detailed design work that they integrated in with the EBRPD planning. He noted that the District staff was very happy with the outcome of how the Iron Horse Trail would find its way to the BART station in this eventual site plan.

Mr. Williams stated that with respect to the circulation as they see it coming in at Willow Road and Owens Drive, the bus access will remain essentially the same. He indicated that one or two parking areas is anticipated, but a major portion of this would be a loop drive configuration which would work in essence with the new Kaiser/BART intersection and crossing. He noted that the Iron Horse Trail would cross at that location, would proceed along, and then stop at this point; it would then continue through, but one would have to walk through the station.

Mr. Williams stated that the loop drive worked very well for gaining access to parking, for drop-off, for kiss-and-ride, for taxi's, and for van service. He indicated that it is a two-way road accessible from either direction and from Willow Road with diagonal parking in front, thereby creating in essence three development sites. He added that there was a series of different alternatives, and this is the one that everyone came to very quickly as working for all the operations of BART, for the site circulation, and for the development pattern. He noted that this is a modification of some of the alternatives originally done over a year ago.

Mr. Williams also indicated that this plan reinforces the pedestrian network. He stated that it includes a large gateway plaza and a visible connection to the Iron Horse Trail through the BART station to the development site. He noted that pedestrian and bike circulation to the plaza is gained without having to cross major internal drives, one of the reason why all the bike operations thought this was very successful, as well as for pedestrian, circulation, and safety.

Referring to one of the slides, Chair Narum inquired if the arrows pointing down south of Owens Drive pointed to an opening in Parcel 1.

Mr. Williams said yes. He pointed out the pedestrian/bike connection parallel to Kaiser's property line, the BART access, the Kaiser access, the Iron Horse Trail, and the relative location of Owens and Willow Drives.

Mr. Williams called to mind the Hacienda's Site 1, which has retail and live/work on the front and diagonal parking along Owens Drive. He pointed out the access to the Kaiser parking, the Iron Horse Trail path, the new intersection, and the special street design

illustrated previously which shows what happens on the other side of the BART property. He then displayed a slide on the proposed BART development plan, which mirrors Site 1 with a combination of commercial and retail activity. He pointed out Willow Road coming in and providing access into parking and the loop drive, the ability for kiss-and-ride in both directions, and a nice pedestrian crossing over to BART from the residences' side of the street. He noted that utilities will be underneath, which would require a wide open plaza.

Mr. Williams then presented the overall detail plan of the village center which they worked with great detail with the City and BART and which the City Traffic Engineer reviewed. He indicated that this is the layout previously found to be the most preferred solution for Owens Drive, and all of this worked together to create a nice village center piece to the overall development structure.

Mr. Williams referred to the Hacienda Gateway Plaza and pointed out the Iron Horse Trail, a small loop road, an option for some diagonal parking if the shuttle is moved over a bit, some retail established and a nice plaza, a portion of which can be closed off on the weekend to hold events, such as a farmers market, without impacting the commercial/retail activity, parking, and circulation of the overall site.

Mr. Williams indicated that a key to this is the parking configuration, which ties in with the development potential that could be realized on the site. He indicated that they have developed three fundamental circulation strategies:

1. Most BART stations under development have a stand-alone BART parking structure, which is the first strategy. Locating the structure at the east end of the parcel provides the best access to the structure without disrupting the rest of the circulation in the area. Locating the parking structure on the other side would impact Owens Drive much more substantially because vehicles coming off the freeway and head in that direction.
2. The other strategies are multi-use parking structures, which are not quite the same as shared parking. It would be multi-use in that it would be a parking structure for BART and the other development. BART would have its designated 1,250 parking spaces, and the other development would have its designated parking as well. This can be handled in two ways: have a larger, single parking structure basically located in the same location to service the portion of the development on that side, and the rest of the development would have a stand-alone private development parking structure on the other end to service only that end of the property.

Commissioner Blank stated that a big advantage of the first strategy was keeping parking away from the little village; but one of the diagrams show a private garage. He noted that the first and the second options look the same and inquired what the difference was between the two options.

Mr. Williams stated that the first option is a BART parking structure only without parking for the private development, and private development would have its own additional internal parking structure in two places rather than being part of the BART parking structure. With respect to the second scenario, Mr. Williams stated that there would be a multi-use parking structure for both BART and the private development.

Commissioner Blank inquired if there was any advantage in completely eliminating the parking on the left side.

Mr. Williams said no, because the development would require a certain amount of parking that is relatively reasonably close to it.

Commissioner Blank inquired if rolling the number of parking spaces in the separate structure into the multi-use parking is an option.

Mr. Williams replied that it would be one very big parking structure. He added that the parking structure on the other side is necessary to be able to market the development at that side.

Commissioner Blank requested confirmation that 1,250 spaces in the multi-use parking structure would be for BART.

Mr. Williams said yes and added that the rest would be to cover the development on that side.

Commissioner Blank noted that there would have to be some mechanism internal to that building to control access to that parking structure, since the parking garage on the left side is an amenity or an attraction so that part of the private development will have its own private parking.

Mr. Williams noted that there would still be the same amount of parking either way.

3. There are two multi-use parking structures; a BART parking structure that also has development parking, and a second structure with a smaller amount of BART parking that also has development parking, possibly on top of it, so as to get additional parking needs for the private development on both sites. What is nice about this is that all of the parking is in two locations similar to the other scheme, but there could be a smaller proportion of BART parking at one location where vehicles would pay a little bit more to be closer to the station, thus balancing out the traffic and circulation on the overall site. It also maximizes the development potential on the site because the greatest amount of overall land can go towards development versus just parking.

Commissioner Blank inquired if there would be challenges in internally controlling access, as one part of the structure would be available uniquely for the tenants; if this was solvable.

Mr. Williams responded that these are solvable things that are done all the time.

Mr. Fleissig stated that the key point is that this is a phased project and will not be built all at once. He noted that there is a lot of opportunity regarding how it will be phased and that there may be shifts over time depending on phasing and depending on the demand. He added that phasing is a very cost effective way of building this very expensive parking garage.

Commissioner Blank inquired if this was a marketing decision as much as it is a planning decision. He noted that from a planning perspective, the Commission considers the things the Commission normally looks at. He further inquired if, from the monetizing perspective, this provides the greatest opportunity for monetization, more than Option 2 does.

Mr. Williams replied that it does. He indicated that it would be fair to want just a freestanding parking structure, as in the first strategy; therefore, that there has to be a built-in incentive for a multi-use parking structure. He noted that multi-use parking frees up developable land; it provides incentives to sharing and going more over operational issues around multi-use parking, which makes the BART parcel more valuable as there will actually be a greater amount of development on site because not as much of the site will be used just for parking.

Chair Narum inquired how tall the multi-use parking garages will be.

Mr. Williams replied that they would be the same as the six to seven stories on the other side of the freeway. He noted that one of the nice things about this is the structures then allow buffering of the development from the freeway because the freeway is the biggest issue relative to development of the BART site. He added that this scenario would have longer rather than square parking structures, which provides more buffering for the development sites themselves from noise, air quality, and pollution issues. He stated that what they would look like from the freeway as well as from the development site can be discussed under the design guidelines. He noted that this is a strong strategy as the parking structure would not be visible from Owens Drive because there will be development in front of it, thereby giving a nicer appearance along Owens Drive and against the freeway it is buffering; whereas in the stand-alone and the joint parking scenarios, the parking structure will be visible from Owens Drive.

Mr. Williams stated that similar to the other TOD guidelines and regulations, a number of different building types and scenarios could be anticipated on the site: an office scenario; an office and hotel scenario; a residential and hotel scenario; or a partial office, hotel, and residential development scenario. He indicated that it has not been defined whether all three elements should be there or that there cannot be just one, as well as which option goes on a particular site; however, the City could anticipate that a savvy developer will be trying to balance all of the different market forces and will probably be looking at some mix of uses, with a greater proportion of one over the

other. He noted that there is a wide variety of development scenarios that would be allowed under the program and regulations.

Mr. Williams then described the various scenarios:

- stand-alone office building: integrated into the parking structure; could be four to six stories; 85-foot height limit.
- residential buildings: five to seven stories; the suggested density could probably be achieved in five stories at 65 feet high; range of 75 dwelling units per acre; provides flexibility if developer wants an 85-foot high building.
- hotel: same overall height; might want to consider taller hotel as a portion of the development, up to 10+ stories, because there is an important dimension to hotels – very visible sight, real landmark within the city, and also comes with hotel tax dollars; provides flexibility to attract the right develop.
- some small stand-alone retail building: in the center, maybe associated with/adjacent to hotel.
- parking structure: a big important component of the site; what the parking structure should be needs to be articulated; develop design guidelines so the structure looks like a building; consider siting, access, and trying to gain circulation in an appropriate way.

Mr. Williams indicated that they have developed a set of design standards in an attempt to address all this for parking, retail, and office. He stated that loading and access will be really integrated into the buildings with the densities being considered.

Mr. Williams stated that the different development scenarios can happen in a variety of different ways, noting that the different types of office, residential, and hotel buildings can be utilized as key uses throughout the site. He indicated that he did not want to go too extensively into numbers but would like instead to provide the parameters of an overall scenario of what it will be like for an all-office, all-residential, or all mixed-use development component.

Mr. Williams noted that the key aspect on this is not what the final number is, but the evaluation. He indicated that taking the regulations in the same way on all three of the options, a stand-alone BART parking structure allows a certain amount of development, approximately 375,000 square feet of office; a multi-use parking structure immediately provides an additional amount of development and uses up the development site; and the third option with the two multi-use structures would yield more development potential, although the footprints might look the same. He pointed out that this is the incentive in doing a multi-use structure versus a stand-alone structure.

Mr. Williams stated that the same goes with residential development, moving from 500 units to 580, from 620 units to 700, because parking actually begins to be the critical governing factor on the development potential. He noted that residential developments all have a lower traffic-generating rate than the office component which is something that occurs now and may be a little bit different if it is not the end of the line station, where the traffic peak periods would be different to a certain amount. He then

turned the floor over to Colin Burgett, traffic generation expert, to discuss the parameters used.

Colin Burgett of Nelson Nygaard, a transportation planning consulting firm, stated that his firm has worked quite a bit with BART on different TOD planning efforts and for this particular project, because it was very fast-tracked, one component of their scope was to identify a level of development that would fit within what the City's traffic model already assumes and then make some assumptions for how that traffic generation would change based on different mixes and matches with all the different development scenarios that have been identified.

Mr. Burgett stated that the traffic assumption for the BART site that was included in the General Plan model, based on a placeholder assumption of what might be reasonable at that time for the site, is that there would be a little under 300,000 square feet of office space, a 200-room hotel, and about 1,500 square feet of retail. He noted that at that time, the traffic model did not assume a trip reduction for being next to a BART station, so these are raw numbers based on standard traffic generation in the suburbs. He stated that there are 600 trips in the peak with that level of development, but when the 20-percent trip reduction credit is applied, which is also applied to the Hacienda sites, each of those numbers can increase by 20 percent and wind up with about 340,000 to 350,000 square feet of office and a 240-room hotel; and if the hotel is taken out of the mix, there would be 430,000 square feet of office. He also presented the numbers if there was a decision in the future to consider a 40-percent trip reduction credit next to transit.

Mr. Burgett stated that a lot of research on how many trips can be eliminated by being next to a large transit station continues to evolve. He noted that by the time this development comes back with a developer and a plan, there might be some new data suggesting that being this close to the BART station, the higher end of the range might be appropriate. He further noted that this level of development is not based on any assumptions that this is what is allowed for the site or exceeding this would specifically create impacts, but that these trips are already in the City's model.

Mr. Burgett stated that the main benefit of the station not being an end of the line station would be that the parking structure will not fill up so easily, so more Pleasanton residents will have more access to the garage a little later in the morning. He added that the other benefit to these numbers might be less peaked, for example, if the parking garage is not filling up between 7:30 a.m. and 8:30 a.m., i.e., if 1,200 cars arrive between 7:00 a.m. and 9:00 a.m. with a few cars arriving later, these numbers can go up even further, simply replacing trips that are not arriving during the peak hours.

Mr. Williams stated that if the BART extension were to take place, he foresees that as development occurs, the area will become more pedestrian, and there will be other opportunities for people who live to the east of Pleasanton and who will want to get on BART to not have to drive to this station. He noted that the idea of shared or multi-use parking allows for that evolution to occur. He added that from a planning point of view,

as the rest of Hacienda is also finishing up development, he could see where Kaiser would be thinking of a garage, and other places would fill up and get more pedestrian. He indicated that this probably is the essence to the start of a parking district, where if more parking is available, and it becomes more pedestrian and no longer an end station, more people will start to commute here to work coming from elsewhere, resulting in more of that even AM and PM flow like the stations in Oakland and Berkeley.

Commissioner Blank stated that he thinks this is more than just parking and trip generation, although those are part of the equation. He indicated that in preparation for tonight's meeting, he spent time on the City of Livermore's website looking at their projected routing of BART and timeframes. He noted that while this may not happen soon, he is certain it will happen at some point in the future. He inquired how Pleasanton would anchor the things that are there when it is no longer the end of the line and ensure that this extension is not a detriment to the community that the City is trying to build.

Mr. Fleissig stated that the beauty of this system being discussed tonight is that the circulation framework Mr. Williams identified really works like a skeleton. He noted that while it is not certain how it will be built upon, the skeleton makes sense and allows for phasing, different sizes of parcels, and different uses, with the mix-and-match options to set the basic framework. He added that as people come forward, the site review can come before Planning Commission, and a developer will describe how they have met the guidelines. He indicated that he has worked with BART, and having the expectations where the City has set out a vision before BART does its RFP is such a big help of saying what the City wants. He stated that he believes that sometime in the next five to ten years, this framework will still hold and it will probably be before the extension takes place.

Mr. Fleissig stated that because this is part of the zoning regulations, they have translated all the guidelines and development scenarios to include everything the City needs to have. He noted that the Planning Commission and City Council have indicated that this site is the heart of the transit village, and, therefore, it is the place where density ought to be. He indicated that if it can be demonstrated that a trip reduction, with a parking study, with those particular users, and in that particular design, could make sense, a beyond-the-base maximum of a FAR 1.0 might be allowed within the framework as impacts have not increased, and there is the flexibility to allow for a greater development. He noted that the different numbers are mathematically derived, the height limit will be maintained as it currently is, with an exception for the hotel to allow for the additional height or with the percentage, per specific site review. He added that the TOD parking minimums reflect what has already been agreed to in terms of residential live/work, visitor parking, and non-residential use with three spaces per 1,000 square feet of commercial space, and additional reductions if it can be demonstrated.

THE PUBLIC HEARING WAS OPENED.

There were no speakers.

THE PUBLIC HEARING WAS CLOSED.

Commissioner Pearce stated that this is the first time she has seen a hotel on the site and inquired if it was anticipated there would be a demand for that or if this was something BART wanted there.

Mr. Fleissig indicated that when his group got on board, BART had done some earlier studies with AECOM and other consultants about uses, given the whole Hacienda Park, and the notion that as the Park fills out with more residential and office and matures as a mixed-use area, there will be an increasing demand for certain kinds of hotels, especially for people who might need to come for an extended stay or who are doing work in the I-680/I-580 corridor, where they can stay and not have to drive somewhere to have dinner. He added that someone who lands at Oakland International Airport would be able to get here without having to drive, and if they would need a ZIP car, they would have them available to rent for that day as necessary. He noted that this is a very viable use which may eventually evolve into a merging of residential and hotel and become a 21st century version of an extended stay where people working on an assignment for a high tech company elsewhere can come and stay for six months. He acknowledged that there is a question of whether a hotel user would want to be next to the station or elsewhere, but he thinks the shared-parking concept lends itself well to people who will come here by BART or by car and can leave the car in garage.

Commissioner Pearce noted that 75 dwelling units per acre is a lot higher than what the City has seen lately. She stated that the Commission normally talks about 35-40 dwelling units per acre and inquired about the density numbers assigned for the BART site.

Mr. Fleissig stated that this is so much about perception and how it is designed. He indicated that he has seen this in Pleasant Hill. He indicated that what is shown as block massing is obviously not what would get built; but with the notion of the guidelines allowing for the way this will be perceived from Owens Drive and the way it will work on the village, there could be live/work on the first level and opportunities to not make it feel like a massive block. He noted that if this prototype is located anywhere else in Pleasanton, there would be issues; however, because of this location, the trip generation issues, and the fact that people will use cars differently here and will want to be in this mixed-use village, this is a different kind of arrangement from what people have seen so far.

Mr. Dolan added that on this property and with the parking scenarios described, there will be structured parking which is something the City does not have almost any of. He noted that it can be very efficient and aesthetically pleasing. He indicated that there is no surface parking, and once invested, the site will need more density. He also pointed

out that if the City is going to have density above what it normally has, this would be the site to have it.

Commissioner Pearce stated she was simply curious as to how they arrived at the number. She indicated that she toured Pleasant Hill as part of the Hacienda Task Force and inquired what its density is.

Chair Narum replied that she believed it was 55 dwelling units to an acre.

Mr. Williams stated that depending on how it is calculated, portions of it are 55 dwelling units per acre, and other portions are up to 80 dwelling units per acre. He added that in South San Francisco, there is a seven-acre site, with structures no taller than three stories, that has achieved 50 dwelling units per acre. He noted that Pleasanton can get the 75 dwelling units per acre with a maximum of four to five stories in different portions of the site. He further noted that those buildings would still be in scale of the other buildings within the Hacienda Business Park and still not come close to the 85-foot height limit of the other office buildings there.

Commissioner Blank stated that a lot of people have approached him about density, and he commented that he thinks that care should be taken in terms of the guidelines as it is so early on in the project, and the City wants to encourage interest in the site as development.

Mr. Dolan stated that 85 feet tall residential building sounds scary, but he noted that as presented earlier, densities can be approached in much lower heights. He stated that if the Commission wants to remove some of the fear factor from the community, the Commission can go down this line when it comes time to refine these things.

Mr. Fleissig stated that with respect to cost implication, if the developer constructs at 65 feet, which is the type of construction seen throughout the Bay Area, and the developer wanted to add two or three more levels, it would become a different type of construction which is much more costly. He indicated that he is not conceding that this is the normal prototype that would likely be built, but he would like to see what would happen with structured parking that was built as part of this shared parking idea. He added that maybe because this has been so successful and there are people who want to work and live in proximity, and people would like to get up and see some gorgeous views there, that maybe the numbers will change on construction. He stated that they would like to leave appropriately where the structure is located, so that the notion of how this would all work is someone who for some reason wanted it to be 85 feet high in a specific area or to emphasize a certain corner to have a little bit more height is given the opportunity to sculpt it.

Commissioner Blank stated that he thinks perhaps the City might want to engage in an educational or outreach process with the community. He noted that there are many third rails in Pleasanton politics, and height is one of them. He added that if folks

understand what the City is dealing with and why it is the way it is, the electricity in that third rail would diminish significantly.

John Reynolds, Principal Property Developer, BART, reinforced what Commissioner Blank indicated about encouraging interest on the site and the opportunity to wrap in flexibility. He stated that based on having done this at BART for 19 years, the front end cost for the development here will be so significant with the replacement parking and the backbone and infrastructure costs, putting the roads in, and utilities. He added that being more flexible to maximize the opportunity for a return for the developer to recoup costs is commendable.

Commissioner Blank agreed. He stated that a person told him that the buildings should be limited to two stories. He noted that while he is not a TOD expert, he tried to make the individual understand that this is not like residential development in the hills of Pleasanton.

Commissioner Pearce asked Mr. Reynolds if BART had a preference with respect to the parking scenario.

Mr. Reynolds replied that the preference is for Option 3 where the parking garage is linear and helps to buffer the development from the freeway, because it increases the footprint for development. He added that the other thing that has not been specifically stated but is obvious to those who intimately know the site, and given the fact that since the station is on an elevated berm, is that a considerable height is necessary before getting any visibility. He indicated that Mr. Fleissig is correct that the higher the building is able to go up increases the value both in the way of residential or hotel for those hotel rooms.

Chair Narum inquired if it was BART's desire to come away with these three pieces of land with the ability to put residential, hotel, and office on it, and what the market is at that time will dictate what a developer will want to build, whether apartments or a hotel.

Mr. Reynolds replied that having come from banking before starting to do this at BART, at the end of the day, the more uncertainty you can take away from the developer and the more definitive the opportunity, the higher the quality of both development and the projects the City will get because there is some sense of certainty that some combination of this is acceptable within the community.

Chair Narum stated that it is no secret that the City is looking for high density units to satisfy its RHNA numbers and inquired if BART would accept if the City called out a minimum number of residential units that would be required.

Mr. Reynolds replied that any time a minimum number is required, it becomes difficult. He stated that one element they have embraced is a minimum amount of retail because retail is needed to create a sense of place; but other than that, he encouraged not putting a minimum on residential, even though they want to be supportive and provide

for the opportunity for residential, because what would come in the future is uncertain. He noted that since this is a major desirable site, this could be a site for major employment or high tech or financial industry or hotel.

Mr. Dolan noted that it might not be necessary to address Chair Narum's concern because HCD allows the City to have up to 50 percent of its housing inventory designated as mixed-use with the understanding that it could go the other way. He added that just like on the Hacienda sites, they will be counted but it could go the other way as office is still allowed. He indicated that if that happens, because of the Settlement Agreement, the City would need to find another site to replace the units in that particular case. He stated that what it comes down to is that it is not required, and when the City gets to that topic, staff will have to pick up the right number to insert for this site somewhere within the envelope of what the City will approve.

Chair Narum commented that the way to work with it is to designate it as mixed-use.

Mr. Dolan stated that it could be part of the 50 percent, and HCD expects that amount of uncertainty.

Commissioner Blank inquired, for planning purposes, if building the extension is like a 15-year project.

John McPartland, member of the BART Board of Directors for District 5, stated that for BART to be able to build conventional BART to Downtown Livermore immediately, BART would have to print its own money. He indicated that they are at a juncture where they are working now to determine what the best combination is for phasing the project, going as far as they can, and having intermodal connections with other transit venues to be able to basically show the powers that be at the national and state levels as well as the Metropolitan Transportation Commission that BART is moving forward. He stated that BART hopes to be putting the phased project into operation substantially sooner than ten years.

Commissioner Blank stated that the BART plan showed a station in downtown Livermore and a station by the Lawrence Livermore National Laboratory (LLNL) as their preferred sites. He noted that it seemed to him that the station downtown has a fair amount of track running underground and obviously those on the freeway is on a grade.

Mr. McPartland replied that it was not a fair amount but almost all of it is underground in the downtown area; however, this is subject to change. He stated that the existing plan is to leave the freeway at Portola Avenue, go down Portola Avenue, be underground at a station in the downtown area, and then exit at some point out of the immediate threshold of the downtown area before it comes back up to grade.

Commissioner Blank inquired whether the time at which the Dublin/Pleasanton BART station is no longer the end BART station is the point at which the downtown Livermore

station becomes active, even if the station at the LLNL has not been built, or does the whole project get turned on at the same time.

Mr. McPartland replied that there are several caveats which would end up impacting on that. He stated that based on what he has seen and perceives, if the lights were turned on and the gates were opened in the downtown station before they open a station at LLNL, unless there is no parking there at all, the draw this would end up having for the freeway for those coming from San Joaquin Valley would be such that it would basically destroy the downtown Livermore area as it is today.

Commissioner Blank commented that if BART is optimistic that shovels will be in the ground substantially sooner than ten years for a phased project, this is a reasonable planning horizon.

Mr. McPartland pointed out that Option 3, which he also endorses along with Mr. Paxson and Mr. Reynolds, gives BART the maximum amount of flexibility. He stated that as a Director, a politician, and someone who considers himself a pragmatist, mixed-use does two things, with the business and residential properties that potentially could go in there: (1) it collectively gives the City and BART the maximum degree of flexibility and also maturity as this starts going in phase after phase and as time goes on and changes occur in the demographics; and (2) BART would be very resistant to and would not be interested in a major way in the idea of having all commercial or all residential on either side, for example, BART would have all commercial, and the City would have the reciprocal all residential. He indicated that this is a partnership, and BART would like to have both types of development on both sides of Owens Drive.

The Commission then discussed the questions.

1. Are the proposed land use alternatives appropriate for this site?

The Commissioners unanimously said yes and added that they were amenable to leaving it flexible for mixed-use zoning.

Mr. Fleissig acknowledged that the strategy they took is to retain the same list of uses that the Planning Commission and the City Council have already vetted and that they chose not to change that because they have already been worked through.

Chair Narum confirmed that Mr. Fleissig was referring to the permitted, conditionally permitted, and not allowed uses. She indicated that she is good with the list.

Commissioners Blank and Pearce likewise indicated that they were fine with the list.

Mr. Dolan clarified that he was referring to the more general office, hotel, and residential.

Chair Narum asked Mr. Dolan if she correctly understood that a certain square footage of retail would be required, with the rest being mixed-use, and hopefully end up in a combination of the three types.

Mr. Dolan said yes, essentially with the limit being the trips that are generated.

2. Are the proposed development standards and guidelines, including the amount of development allowed, appropriate for the site?

Commissioner Blank stated that he was initially skeptical and a little concerned about the development scenarios and the idea of having one big great garage structure, but after hearing the presentation, which he found to be very good and effective, the scenarios made sense to him. He indicated that he liked Option 3.

Commissioner Pearce stated that she also liked Option 3 in general, but she would not sign off right now on a 10-15-story tower or 100 units/acre. She indicated that she would like to leave it flexible and is pleased with what has been presented.

Chair Narum agreed and stated that she likes Option 3 the best, having the parking garage along the freeway and not along the street front. She noted, however, that she would not want to see a massive eight-story garage structure behind two-story buildings. She added that she like the idea of hiding the garage structure from the Pleasanton side, with the front street side being part of a pedestrian zone with people sitting and walking around. She indicated that she wants to ensure there is something in the guidelines to addresses that.

Mr. Williams pointed out that a seven- or eight-story parking garage does not equate to a seven- or eight-story residential or office structure because garage floors are lower.

Mr. Fleissig indicated that Chair Narum's request would be added to the next draft.

Commissioner Blank inquired who would own the parking structure once it gets built.

Mr. Dolan replied that this has never been done in the past and would have to be discussed.

Mr. McPartland stated that this would have to be negotiated.

Mr. Fleissig stated that he has approached both the BART Director and BART staff, and BART has been open to the notion that it does not have to be a BART-owned garage. He indicated that BART's standards and the way their engineers design things is not quite massive but close to that in terms of cost per space. He noted that this product may actually serve as a great prototype for how a private developer, working in concert with BART, could actually create an environment where the garage could be built for less cost per space, meet the standards, and be more aesthetically pleasing and more flexibly designed to accommodate both future development and the commuter traffic.

He added that this could actually become the case study once these are adopted and once the BART Board decides they want to allow for it. He noted that there has been encouragement from all the different levels – operational, staff, and the Commission – that this can be a very interesting case. He added that if there is this need and demand, it actually could create the basis for this different approach to BART.

Chair Narum inquired if there were adequate standards for the aesthetics of the parking garage. She indicated that she did not want to see something similar to the parking garage across the freeway.

Mr. Williams stated that the key thing with parking structures is to allow them to be parking structures and, in this particular instance, keeping them relatively simple. He indicated that everybody has unanimously suggested that the one they like the most is one seen the least, at least from Owens Drive; the City would then have the ability to do a sedate building in a parking structure. He added that what the guidelines say is to have it look more like an office building, keep it simple, and try not to create articulation that ends up being value-engineered-out in a poor way. He noted that the simpler they are, the more elegant they end up looking. He noted that everyone will be much happier if the spirit is to make it look like the other buildings in the area on Pleasanton's side of the freeway. He confirmed that these standards are in the guidelines, specifically on parking structures.

Chair Narum asked Mr. Dolan if the Commission should address height as part of this question.

Mr. Dolan replied that if the Commission considers it a concern, staff would like to hear about it.

Commissioner Blank noted that it is so early on in the process, and anything that returns will have to be seen by the Planning Commission. He noted that it may very well be a new Commission, and while he did not think any Commission would like to have a 200-foot tower structure built, a developer may come along with a dynamic 85-foot building corner that the future Commission and staff will look at and like.

Chair Narum noted that 85 feet is the maximum height allowed in the Hacienda PUD. She added, however, that a developer may want to build a 10-15-story hotel, which would be well above the 85 feet, and while she would not want to preclude this option, she did not want any developers to think that they could do that and then have it approved. She indicated that this would be a major change from the standard guidelines.

Commissioner Blank stated that it would be way beyond the guidelines, and the developers would have to make a very compelling case.

Mr. Fleissig explained that they tried to at least give that option without changing the guidelines, noting that the maximum height in Hacienda is 85 feet and would require a

recommendation by the Planning Commission to the City Council for approval or denial at public hearings. He indicated that they are specific about the mixed-use hotel buildings being the use and not necessarily having a taller office building.

Commissioner Pearce stated that she liked the flexibility of the language.

Chair Narum agreed and indicated that this is what she is looking for.

Commissioner Blank stated that he thinks the market will determine this, and that based on his being in Pleasanton and doing business here for quite a while, and seeing people come in and out of the City, he is not 100 percent convinced that the future is going towards long-term stays or whether or not it will remain the more traditional hotel. He indicated that he is aware of the difficulty people have of getting a room in Pleasanton for just a couple of nights. He reiterated that he believes this is a future marketing decision for whoever the investors will be in this particular property.

Mr. Fleissig stated that once the investment in the infrastructure and parking have been made, it might change the calculus.

3. Is the proposed layout and access plan acceptable?

All the Commissioners agreed that the layout and access plan is acceptable with Option 3.

Chair Narum added that she thinks it blends in well with what is across the street and the Hacienda PUD guidelines. She suggested having the Bicycle, Pedestrian, and Trails Committee review this at some point.

Commissioner Pearce suggested additional language on page 9 to indicate that besides conforming to the East Bay Regional Parks District *Iron Horse Trail Feasibility Study and Master Plan*, the Plan conform to the Pleasanton Pedestrian and Bicycle Master Plan as well. She added that she thinks this is great and is excited about it; she is amazed that this is in front of the Commission and is glad that BART is coming to the table and completes the work everyone is trying to do with the Hacienda plan.

Commissioner Blank stated that to get this far from when TOD was first discussed is very satisfying.

THE PUBLIC HEARING WAS RE-OPENED.

Mr. Reynolds stated that in the 19 years he has done TOD for BART, he honestly said that this is the most expeditious and most thorough process he has been through on a station site. He commended staff, the consultants, and the Task Force for being able to going right into discussion of the BART site in a way that is logical and makes sense. He indicated that from his standpoint, BART is much honored to be part of this process.

Mr. Burgett noted that a pretty common term for developers is 'return on investment' and its notion as a financial term; however, in this case, there is a return on planning investment and political investment. He stated that one thing not mentioned was that there was a meeting held where Mr. Williams, Mr. Fleissig, Mr. Dolan, and Mr. Paxson attended to address ABAG and MTC regarding the status of Hacienda as a Priority Development Area (PDA). He indicated that they tried to make the case that this project is an identified PDA and should become a PDA with its 20,000 employees, its strategic location on the I-580/I-680 intersection, and the idea of the infrastructure costs, as there is more work to do with the inclusion of the BART piece, assuming it is adopted and added to the guidelines.

Mr. Burgett indicated he hopes the Planning Commission, with staff, will be able to say if there is anything else that needs to be done to allow the City to be eligible to go after any funding that is only allowed for those which have the designation of a PDA. He stated that he thinks that this is a kind of return on investment of the 1.5 years of Task Force work and hopes to complete that investment to get the highest level of return which would enable the highest quality development.

Mr. McPartland stated that this entire process started as a result of litigation, and he could have and would have understood if the response would have been reactionary; however, this Commission and the people who helped work it did it intelligently, cooperatively, and proactively. He praised staff for a job well done.

James Paxson, Executive Director of Hacienda Business Park, stated that this is the culmination of a lot of work, and for him, it is one of the most exciting projects they have undertaken in the Park and is gratified by the Commission's support. He indicated that this is an important missing piece of the 1.5 years of the planning process and is something that the community will be proud of it, with the groundwork laid thus far allowing for things to really bring great things forward. He thanked the Commission for its support and stated that Hacienda looks forward to bringing back plans at some point so this Commission can actually see it built.

THE PUBLIC HEARING WAS CLOSED.

7. MATTERS INITIATED BY COMMISSION MEMBERS

Commissioner Blank indicated that he would like to make some corrections to the May 11, 2011 Minutes which will be considered at the next meeting:

- With respect to the last sentence of the third paragraph on page 7, he indicated that he believes Mr. Sapone referred to a large retail establishment and did not specifically mention the "Home Depot."
- Modify the first sentence of the last paragraph on page 12 to read as follows: "Commissioner Blank agreed noted that both Commissioners Olson and Pentin are ~~right~~ correct."

8. MATTERS FOR COMMISSION'S REVIEW/ACTION

a. Future Planning Calendar

Mr. Dolan advised that at the June 8, 2011 meeting, the Commission will be discussing a brief Consent Calendar item regarding the Bi-Annual Capital Improvement Program (CIP) to make a finding that the CIP is consistent with the General Plan.

b. Actions of the City Council

No discussion was held or action taken.

c. Actions of the Zoning Administrator

No discussion was held or action taken.

9. COMMUNICATIONS

No discussion was held or action taken.

10. REFERRALS

No discussion was held or action taken.

11. MATTERS FOR COMMISSION'S INFORMATION

No discussion was held or action taken.

12. ADJOURNMENT

Chair Narum adjourned the Planning Commission meeting at 8:40 p.m.

Respectfully,

JANICE STERN
Secretary