

Complete Streets Commission



REGULAR MEETING AGENDA

Date: 2/14/2018
Time: 7:00 p.m.
City Council Chambers
701 Laurel St., Menlo Park, CA 94025

A. Call To Order

B. Roll Call

C. Reports and Announcements

Under “Reports and Announcements,” staff and Commission members may communicate general information of interest regarding matters within the jurisdiction of the Commission. No Commission discussion or action can occur on any of the presented items.

D. Public Comment

Under “Public Comment,” the public may address the Commission on any subject not listed on the agenda. Each speaker may address the Commission once under Public Comment for a limit of three minutes. Please clearly state your name and address or political jurisdiction in which you live. The Commission cannot act on items not listed on the agenda and, therefore, the Commission cannot respond to non-agenda issues brought up under Public Comment other than to provide general information.

E. Regular Business

- E1. Approve the Complete Streets Commission regular meeting minutes of January 10, 2018 ([Attachment](#)) - Amended February 14, 2018
- E2. Provide feedback on conceptual Chilco Streetscape Improvements between Bayfront Expressway and Hamilton Avenue ([Staff Report #18-002-CSC](#))

F. Informational Items

- F1. Update on 2018 City Council Work Plan
- F2. Update on temporary traffic calming modifications in the Willows neighborhood
- F3. Presentation by the Middle Avenue Pedestrian & Bicycle Rail Crossing Subcommittee
- F4. Update on major project status

G. Committee/Subcommittee Reports

- G1. Update from Middle Avenue Pedestrian and Bicycle Rail Crossing Subcommittee (Kirsch/Nash/Weiner)

- G2. Update from Multimodal Subcommittee (Levin/Walser)
- G3. Update from Oak Grove, University, Crane Bicycle Improvement Project Subcommittee (Kirsch/Walser/Weiner)
- G4. Update from Safe Routes to School Program Subcommittee (Lee/Mazzara/Walser/Meyer)
- G5. Update from Transportation Master Plan Subcommittee (Behrooz/Levin/Nash)

H. Adjournment

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At every Regular Meeting of the Commission, in addition to the Public Comment period where the public shall have the right to address the Commission on any matters of public interest not listed on the agenda, members of the public have the right to directly address the Commission on any item listed on the agenda at a time designated by the Chair, either before or during the Commission's consideration of the item.

At every Special Meeting of the Commission, members of the public have the right to directly address the Commission on any item listed on the agenda at a time designated by the Chair, either before or during consideration of the item.

Any writing that is distributed to a majority of the Commission by any person in connection with an agenda item is a public record (subject to any exemption under the Public Records Act) and is available for inspection at the City Clerk's Office, 701 Laurel St., Menlo Park, CA 94025 during regular business hours.

Persons with disabilities, who require auxiliary aids or services in attending or participating in Commission meetings, may call the City Clerk's Office at 650-330-6620.

Complete Streets Commission



REGULAR MEETING MINUTES – AMENDED DRAFT

Date: 1/10/2018
Time: 7:00 p.m.
City Council Chambers
701 Laurel St., Menlo Park, CA 94025

A. Chair Walser called the meeting to order at 7:06 p.m.

B. Roll Call

Present: Kirsh, Lee, Levin, Mazzara, Meyer, Nash (arrived at 7:18 p.m.), Walser, Weiner
Absent: Behroozi
Staff: Senior Transportation Engineer Kristiann Choy, Associate Transportation Engineer Kevin Chen

C. Reports and Announcements

Staff Chen reported the selection of Peter Ohtaki as Mayor, Ray Mueller as Mayor Pro Tem, and Kirsten Keith as Complete Streets Commission liaison for 2018. Staff Chen also provided a summary of City Council actions on transportation related items since the December 13, 2017, Commission meeting.

D. Public Comment

There was no public comment received.

E. Regular Business

E1. Approve the Complete Streets Commission regular meeting minutes of December 13, 2017

ACTION: Motion and second (Weiner/Kirsch) to approve the Complete Streets Commission regular meeting minutes of December 13, 2017, passes (5-0-2-2; Mazzara and Meyer abstained, Behroozi and Nash absent).

E2. Recommend to the City Council to approve the proposed modifications to loading zones for Draeger's Market located at 1010 University Drive (Staff Report #18-001-CSC)

Staff Choy provided a presentation (Attachment).

Commissioner Nash joined the meeting at 7:18 p.m.

Dick Poe from 840 Menlo Avenue development provided a presentation (Attachment). Richard Draeger from Draeger's Market provided comments.

- John Hanna, attorney for the owner of 840 Menlo Avenue, spoke in support of moving the loading zone into Parking Plaza No. 4.

- Ken Hayes, architect for the owner of 840 Menlo Avenue, spoke in support of moving the loading zone into Parking Plaza No. 4.
- Jen Wolosin spoke about Draeger's employees parking in Draeger's private lot to increase public parking space availability.

ACTION: Motion and second (Meyer/Levin) to encourage staff to work with Draeger's and 840 Menlo representatives to develop an alternative loading zone location without using Menlo Avenue, passes (8-0-1; Behroozi absent).

F. Informational Items

F1. Update on temporary traffic calming modifications in the Willows neighborhood

Staff Chen provided an update on turn restrictions and other measures implemented at the direction of the City Council.

F2. Update on major project status

Staff Chen provided project updates on the Willow Road/U.S. 101 interchange construction, Ravenswood Avenue railroad crossing, Transportation Management Association study, Middle Avenue Pedestrian and Bicycle Rail Crossing and Main Library Siting projects.

G. Committee/Subcommittee Reports

G1. Update from Middle Avenue Pedestrian and Bicycle Rail Crossing Subcommittee

There was no Subcommittee report. Subcommittee members expressed their desire to meet with the project team prior to the next community meeting.

G2. Update from Multimodal Subcommittee

Commissioner Levin reported that following a recent meeting related to transportation demand management programs for the Dumbarton Corridor, a meeting request was submitted to staff regarding the Caltrain Go Pass program. Staff Chen reported that Menlo Park staff was communicating with Palo Alto staff about their program and will have more information in the future.

G3. Update from Oak Grove, University, Crane Bicycle Improvement Project Subcommittee

Commissioner Kirsch reported that the one-year trial period ends in August 2018. Staff Chen explained that following the trial period, the study would be presented to the Commission.

G4. Update from Safe Routes to School Program Subcommittee

Commissioner Walser reported the Subcommittee previously met with the City's Transportation Demand Management Coordinator before last month's Commission meeting. Staff Chen reported staff is working on many projects and has yet to complete the request for proposal for consultant services related to the safe routes to school coordinator.

G5. Update from Transportation Master Plan Subcommittee

Commissioner Levin reported that minutes were published for the first Transportation Master Plan Oversight and Outreach Committee meeting. The Subcommittee plans to meet and present an update at the February Commission meeting in preparation for the second Oversight and Outreach Committee meeting tentatively planned for March 2018.

H. Adjournment

Chair Walser adjourned the meeting at 9:22 p.m.



STAFF REPORT

Complete Streets Commission

Meeting Date: 2/14/2018

Staff Report Number: 18-002-CSC

Regular Business: Provide feedback on conceptual Chilco Streetscape Improvements between Bayfront Expressway and Hamilton Avenue

Recommendation

Staff asks that the Complete Streets Commission provide feedback on the following conceptual Chilco Streetscape Improvements between Bayfront Expressway and Hamilton Avenue (Attachment A):

- Bayfront Expressway to Constitution Drive: sidewalk (east side), bike lanes (both sides)
- Constitution Drive to approximately 200 feet north of the track: sidewalks and buffered and separated bike lanes (both sides)
- 200 feet north of the track to Fire station No. 77: sidewalks and bike lanes (both sides)
- Fire station No. 77 to Hamilton Avenue: bike lanes (both sides)
- New signals on Chilco Street at: 1) Constitution Drive, 2) Existing crosswalk connecting 200 Jefferson Drive and 300 Constitution Drive, and 3) New crosswalk approximately 100 feet north of the Dumbarton railroad track.

Policy Issues

The development and implementation of this Project fulfill Sections 7.1.6 and 7.1.7 of the Development Agreement established as part of the Facebook Campus Expansion Project approved in 2016. This Project is also included in the Council's recently adopted 2018 Work Plan.

Background

On November 1, and November 15, 2016, the City Council introduced and approved the Facebook Campus Expansion Project Development Agreement. The establishment of the Development Agreement assists the City in implementing and monitoring public benefits provided by the Project Sponsor and their regulations.

Hibiscus Properties, LLC on behalf of Facebook, identified as the Project Sponsor in the Development Agreement, is financially responsible for the development and implementation of the Project. A copy of the pertinent pages from the Development Agreement is included in Attachment B.

Currently, a pedestrian pathway/sidewalk is provided on the east side of Chilco Street from Bayfront Expressway to approximately 50 feet north of the Dumbarton railroad track. No pedestrian facilities are provided again until approximately 150 feet south of the Dumbarton railroad track on both sides of Chilco Street. Bike lanes are provided on both sides of Chilco Street from Bayfront Expressway to approximately 50 feet north of the Dumbarton railroad track.

Analysis

Since the approval of the Development Agreement staff has been working with the Project Sponsor on the development of the Project. With an opportunity to change the functionality of the street and to enhance multi-modal connectivity, staff identified several existing and future nearby destinations to help determine the placement and type of facilities to be developed. These destinations include: Bedwell Bayfront Park, the Bay Trail, a future public neighborhood high school at 150 Jefferson Drive, and a future pedestrian/bicycle bridge crossing Bayfront Expressway approximately 0.25 miles east of Chilco Street.

Once these destinations were identified, staff recognized the importance of providing continuous pedestrian and bicycle facilities along Chilco Street to connect the Belle Haven neighborhood with these existing/future academic, recreational, and employment destinations. As a result, staff recommends the following conceptual Chilco Street improvements:

- Bayfront Expressway to Constitution Drive: sidewalk (east side), bike lanes (both sides)
- Constitution Drive to approximately 200 feet north of the track: sidewalks and buffered and separated bike lanes (both sides)
- 200 feet north of the track to Fire station No. 77: sidewalks and bike lanes (both sides)
- Fire station No. 77 to Hamilton Avenue: bike lanes (both sides)
- New signals on Chilco Street at: 1) Constitution Drive, 2) Existing crosswalk connecting 200 Jefferson Drive and 300 Constitution Drive, and 3) New crosswalk approximately 100 feet north of the Dumbarton railroad track.

In order to construct a new sidewalk on the west side of Chilco Street south of Constitution Drive, the existing eucalyptus trees located along that side of Chilco Street would need to be removed. According to an arborist report reviewed and approved by the City Arborist, many of the trees are dead or in poor health and recommended to be removed. The Project Sponsor has committed to replacing all removed trees at a two-to-one ratio.

In May 2017, the City hosted a community meeting at the Menlo Park Senior Center to discuss many upcoming projects involving the Belle Haven neighborhood. The tradeoff of removing trees in favor of a new sidewalk and buffered bike lanes was briefly discussed. Afterward, the City also reached out to specific Belle Haven residents that demonstrated an interest in this Project. Thus far, no strong preference from residents has been received.

While a majority of the Project area falls within the City right-of-way, coordination and approvals from Caltrans and Union Pacific will be required to ensure a successful project. When completed, the Project will improve pedestrian, bicycle, and vehicular network infrastructures on Chilco Street between Bayfront Expressway and Hamilton Avenue.

Impact on City Resources

The Project Sponsor will be financially responsible to fund the development and implementation of the Project. Staff time needed for the completion of this Project is included in the City's annual budget.

Environmental Review

This Commission action is not subject to the current California Environmental Quality Act guidelines.

The Project is categorically exempt under Class 1 of the California Environmental Quality Act. Guidelines. Class 1 allows for minor alterations of existing facilities, including highways and streets, sidewalks, gutters, bicycle and pedestrian access, and similar facilities, as long as there is negligible or no expansion of use.

Public Notice

Public notification was achieved by posting the agenda, with the agenda items being listed, at least 72 hours prior to the meeting.

Attachments

- A. Chilco Streetscape Improvement Exhibit
- B. Facebook Campus Expansion Project – Development Agreement

Report prepared by:

Kevin Chen, Associate Transportation Engineer

Report reviewed by:

Kristiann Choy, Senior Transportation Engineer

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This document is recorded for the benefit of the City of Menlo Park and is entitled to be recorded free of charge in accordance with Sections 6103 and 27383 of the Government Code.

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AND WHEN RECORDED MAIL TO:

City of Menlo Park
Attn: City Clerk
701 Laurel Street
Menlo Park, CA 94025

2016-133794 CONF

10:28 am 12/16/16 AG Fee: NO FEE

Count of pages 53

Recorded in Official Records

County of San Mateo

Mark Church

Assessor-County Clerk-Recorder



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DEVELOPMENT AGREEMENT
(301-309 CONSTITUTION DRIVE, MENLO PARK, CA
[APNs 055-260-250 and 055-260-290])



BY AND BETWEEN

CITY OF MENLO PARK,
A CALIFORNIA MUNICIPAL CORPORATION

AND

HIBISCUS PROPERTIES, LLC,
A DELAWARE LIMITED LIABILITY COMPANY

SEPARATE PAGE, PURSUANT TO GOVT. CODE 27361.6

THIS DEVELOPMENT AGREEMENT ("Agreement") is made and entered into as of this 14th day of December, 2016, by and between the City of Menlo Park, a municipal corporation of the State of California ("City") and Hibiscus Properties LLC, a Delaware limited liability company ("Facebook"), pursuant to the authority of California Government Code Sections 65864-65869.5 and City Resolution No. 4159.

RECITALS

This Agreement is entered into on the basis of the following facts, understandings and intentions of the City and Facebook:

A. To strengthen the public planning process, encourage private participation in comprehensive planning and reduce the economic risk of development, the Legislature of the State of California adopted Government Code Sections 65864-65869.5 authorizing the City to enter into development agreements in connection with the development of real property within its jurisdiction by qualified applicants with a requisite legal or equitable interest in the real property which is the subject of such development agreements.

B. As authorized by Government Code Section 65865(c), the City has adopted Resolution No. 4159 establishing the procedures and requirements for the consideration of development agreements within the City.

C. Facebook owns those certain parcels of real property collectively and commonly known as 301 thru 309 Constitution Drive in the City of Menlo Park, California ("Property") as shown on Exhibit A attached hereto and being more particularly described in Exhibit B attached hereto.

D. Facebook intends to develop the Project (as defined in this Agreement) on the Property in accordance with the Project Approvals and any other Approvals.

E. Facebook (and/or its affiliates) intends to occupy the Property in accordance with the Project Approvals and any other Approvals (as such terms are defined in this Agreement), with the exception of the Hotel which Facebook anticipates may be constructed and operated by a third-party.

F. The City examined the environmental effects of the Project in an Environmental Impact Report ("EIR") prepared pursuant to the California Environmental Quality Act ("CEQA"). On November 1, 2016, the City Council reviewed and certified the EIR.

G. The City has determined that the Project is a development for which a development agreement is appropriate. The City and Facebook each acknowledge that the development and construction of the Project is a large-scale undertaking involving major investments by Facebook, and assurances that the Project can be developed and used in accordance with the terms and conditions set forth in this Agreement and in the Project Approvals governing development of the Project will benefit both Facebook and City. A development agreement will eliminate uncertainty in the City's land use planning for, and secure orderly development of, the Project and otherwise achieve the goals and purposes for which Resolution No. 4159 was enacted by City. The Project will generate the public benefits described

in this Agreement, along with other fees for the City. Facebook will incur substantial costs in order to comply with the conditions of the Approvals and otherwise in connection with the development of the Project. In exchange for the public benefits and other benefits to the City and the public, Facebook desires to receive vested rights, including, without limitation, legal assurances that the City will grant permits and approvals required for the development, occupancy and use of the Property and the Project in accordance with the Existing City Laws (as defined in this Agreement), subject to the terms and conditions contained in this Agreement. In order to effectuate these purposes, the City and Facebook desire to enter into this Agreement.

H. On September 26, 2016, after conducting a duly noticed public hearing pursuant to Resolution No. 4159, the Planning Commission of the City recommended that the City Council approve this Agreement, based on the following findings and determinations: that this Agreement (1) is consistent with the objectives, policies, general land uses and programs specified in the General Plan (as defined in this Agreement); (2) is compatible with the uses authorized in and the regulations prescribed for the land use district in which the Property is located; (3) conforms with public convenience, general welfare and good land use practices; (4) will not be detrimental to the health, safety and general welfare of the City or the region surrounding the City; (5) will not adversely affect the orderly development of property or the preservation of property values within the City; and (6) will promote and encourage the development of the Project by providing a greater degree of certainty with respect thereto.

I. Thereafter, on November 1, 2016, the City Council held a duly noticed public hearing on this Agreement pursuant to Resolution No. 4159. The City Council made the same findings and determinations as the Planning Commission. On that same date, the City Council made the decision to approve this Agreement by introducing Ordinance No. 1021 ("Enacting Ordinance"). A second reading was conducted on the Enacting Ordinance on November 15, 2016, at which the City Council adopted the Enacting Ordinance, making the Enacting Ordinance effective on December 16, 2016.

J. As part of the Project Approvals, the Conditional Development Permit for the Facebook West Campus Project will be superseded by an Amended and Restated Conditional Development Permit encompassing the Property, the 1 Facebook Way property (formerly known as 312 and 313 Constitution Drive or the West Campus), and Building 23 (formerly known as 300 Constitution Drive). Except where specifically noted in this Agreement, nothing in this Agreement shall be construed as superseding, amending or modifying the Development Agreement for 312-313 Constitution or Facebook's obligations thereunder.

NOW, THEREFORE, pursuant to the authority contained in Government Code Sections 65864-65869.5 and Resolution No. 4159, and in consideration of the mutual covenants and promises of the City and Facebook herein contained, the City and Facebook agree as follows:

1. Definitions. Each reference in this Agreement to any of the following terms shall have the meaning set forth below for each such term. Certain other terms shall have the meaning set forth for such term in this Agreement.

1.1 Approvals. Any and all permits or approvals of any kind or character required under the City Laws in order to authorize and entitle Facebook to complete the Project

and to develop and occupy the Property in accordance with the terms of the Project including, but not limited to, the items described in the Project Approvals (as defined in this Agreement).

1.2 Bayfront Area. The area in the City comprising the City's existing M-2 Zoning district, as such zoning designation may change from time to time.

1.3 Building 21. The first office building to be developed as part of the Project, as shown on the approved plans and described in the Project Approvals.

1.4 Building 22. The second office building to be developed as part of the Project, as shown on the approved plans and described in the Project Approvals.

1.5 Chilco Streetscape Improvements. Those certain improvements identified on Exhibit C attached hereto, including bicycle lanes, pedestrian and sidewalk improvements, that are to be constructed in six phases (Phases 1 through 6). Phases 1 and 2 have already been completed.

1.6 City Council. The City Council of the City of Menlo Park.

1.7 City Laws. The ordinances, resolutions, codes, rules, regulations and official policies of the City governing the permitted uses of land, density, design, and improvement applicable to the development of the Property. Specifically, but without limiting the generality of the foregoing, the City Laws shall include the City's General Plan and Zoning Ordinance.

1.8 City Manager. The City Manager or his or her designee as designated in writing from time to time. Facebook may rely on the authority of the designee of the City Manager.

1.9 City Wide. Any City Law, Fee or other matter that is generally applicable to one or more kinds or types of development or use of property wherever located in the City.

1.10 Community Development Director. The City's Community Development Director or his or her designee.

1.11 Conditional Development Permit. The Amended and Restated Conditional Development Permit approved by the City Council for the development of the Project, which sets forth the conditions and development standards governing the development and use of the Project. Because the Conditional Development Permit will encompass both the Property and the 1 Facebook Way property (which will be merged as part of the Approvals), it includes provisions and ongoing standards that apply to the Facebook West Campus Project and are being carried forward as part of the Project.

1.12 Conditions. All Fees, conditions, dedications, reservation requirements, obligations for on- or off-site improvements, services, other monetary or non-monetary requirements and other conditions of approval imposed, charged by or called for by the City in connection with the development of or construction on real property under the Existing City Laws, whether such conditions constitute public improvements, mitigation measures in

7.1.6 Chilco Streetscape Improvements (Phases 1 through 4). Facebook shall complete certain capital improvements associated with Phases 1 through 4 of the Chilco Streetscape Improvements at its sole cost. Facebook shall coordinate the design of the Chilco Streetscape Improvements with the City and shall provide detailed plans and specifications for construction of the improvements to the City for final review and approval of the City Manager or designee. Subject to the City Manager's approval, Facebook shall pay for and cause the construction of the Chilco Streetscape Improvements to be completed in phases: (1) Phases 3a and 3b improvements shall be completed prior to the date of the City's final building inspection of Building 21; and (2) Phase 4A and 4B shall be completed prior to the date of the City's final building inspection of Building 22. If permits or approvals are required from outside agencies and such permits or approvals delay issuance of permits or completion of construction, or if construction is delayed for reasons beyond Facebook's reasonable control, then Facebook shall have such additional time to complete such capital improvements as may be reasonably necessary resulting from such delays beyond Facebook's reasonable control. Facebook shall work diligently and in good faith with the City to obtain the necessary permits or approvals from outside agencies; however, if such permits or approvals from outside agencies are rejected for reasons beyond Facebook's reasonable control, then Facebook shall not be obligated to complete that particular improvement and the parties shall work together to determine alternate or substitute improvements. The approximate location and scope of the improvements described in this Section are identified in Exhibit C, attached hereto.

7.1.7 Chilco Streetscape Improvements (Phases 5 and 6). Facebook shall also complete certain capital improvements associated with Phases 5 and 6 of the Chilco Streetscape Improvements, in the approximate locations shown on Exhibit C, at its sole cost, provided, however, that Facebook shall be entitled to a credit against any construction road impact fees imposed on the Project in an amount equal to the actual costs of constructing Phases 5 through 6. Subject to the City Manager's approval of the design for Phases 5 and 6 of the Chilco Streetscape Improvements, Facebook shall pay for and cause the construction of such improvements to be completed pursuant to a schedule to be reasonably agreed upon by Facebook and the City. If permits or approvals are required from outside agencies and such permits or approvals delay issuance of permits or completion of construction, or if construction is delayed for reasons beyond Facebook's reasonable control, then Facebook shall have such additional time to complete such capital improvements as may be reasonably necessary resulting from such delays beyond Facebook's reasonable control. Facebook shall work diligently and in good faith with the City to obtain the necessary permits or approvals from outside agencies; however, if such permits or approvals from outside agencies are rejected for reasons beyond Facebook's reasonable control, then Facebook shall not be obligated to complete that particular improvement and the parties shall work together to determine alternate or substitute improvements.

8. Housing Public Benefits.

8.1.1 Housing Inventory and Local Supply Study. In order to provide a framework for future, fact-based actions and policy-making related to long-term housing solutions in Belle Haven and East Palo Alto, Facebook agrees to collaborate with officials and local stakeholders in the City and East Palo Alto to conduct a Housing Inventory and Local Supply Study to assess the conditions, occupancy, and resident profiles of residents living in the immediate vicinity of the Property (including, but not limited to Belle Haven, Fair Oaks and the

IN WITNESS WHEREOF, the Parties have executed this Agreement as of the day and year first above written.

“City”

CITY OF MENLO PARK, a municipal corporation of the State of California

By: _____

City Manager

Attest:

Pamela Britar
City Clerk

Approved as to Form:

By: _____

City Attorney

“Facebook”

HIBISCUS PROPERTIES, LLC, a Delaware limited liability company:

By: _____

Name: _____

John Tenanes

Title: _____

VP Global Facilities



ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California
County of San Mateo)

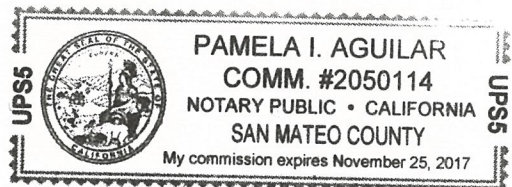
On December 14, 2016 before me, Pamela I. Aguilar, Notary Public
(insert name and title of the officer)

personally appeared Alex D. McIntyre,
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are
subscribed to the within instrument and acknowledged to me that he/she/they executed the same in
his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the
person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Pamela I. Aguilar (Seal)



CALIFORNIA PROOF OF EXECUTION BY SUBSCRIBING WITNESS

CIVIL CODE § 1195

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California) ss.

County of San Mateo)

On December 14, 2016, before me, Jessica White, Notary Public
Date Name and Title of Officer

personally appeared Gabriel Pattee, proved to me to be the
Name of Subscribing Witness
person whose name is subscribed to the within instrument, as a witness thereto, on the oath of

Cory Tenares, a credible witness who is known to me and
Name of Credible Witness
provided a satisfactory identifying document. Gabriel Pattee, being by me
Name of Subscribing Witness

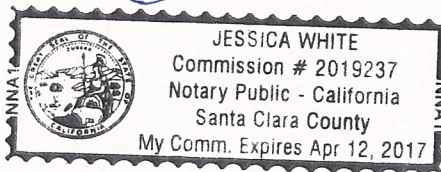
duly sworn, said that he/she was present and saw/heard (1) John Tenares (,)
Name of Principal
(and (2) _____,) the same person(s) described in and whose name(s)

is/are subscribed to the within or attached instrument in his/her/their authorized capacity(ies) as
(a) party(ies) thereto, execute or acknowledge executing the same, and that said affiant subscribed
his/her name to the within or attached instrument as a witness at the request of

(1) John Tenares (,) (and (2) _____.)
Name of Principal Name of Principal

WITNESS my hand and official seal.

Signature Jessica White
Signature of Notary Public



Place Notary Seal Above

OPTIONAL

Though this section is optional, completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document: Development Agreement Document Date: _____
Number of Pages: 51 Signer(s) Other Than Named Above: _____

EXHIBIT C



Exhibit C
(Chilco Streetscape Improvements)

Facebook will design and complete certain streetscape improvements (Phases 1, 2, 3B & 4) along Chilco Street between the Bayfront Expressway and Hamilton Avenue, at its sole cost (except as otherwise specified below), and in the approximate locations shown on the attached phasing plan. Facebook shall be responsible for the design of the improvements, subject to the City's reasonable approval and permitting process. Facebook will provide design assistance to the City of Menlo Park for Phase 3A, but the City will be responsible for the costs of installing the improvements and for performing the work. Phases 5 and 6 will be designed and constructed by Facebook, subject to a credit against any construction road impact fees assessed against the Project.

As for Phases 1, 2, 3, and 4, the scope of the improvements are as follows:

- 1) Phase 1 improvements have been completed, and include a new two-way bicycle path and pedestrian path along Chilco St., from the South-East corner of Building 23 (300 Constitution Drive) to an area just north of the railroad tracks. Temporary pathway lighting was also installed.
- 2) Phase 2 improvements have been constructed, and include extending the pedestrian and bicycle path improvements from Phase 1, to the north around Building 23, and onto the Chilco Street/Constitution Drive intersection. Phase 2 also includes new landscaping and permanent pathway lighting.
- 3) Phase 3 Chilco improvements are broken down into two sub-phases:
 - a. Phase 3A will include improvements south of the railroad crossing into the Belle Haven neighborhood. Facebook will provide design assistance, including the preparation of bid documents, for this phase, but the City of Menlo Park will be responsible for performing the work. The scope includes the addition of bike, pedestrian, and crossing facilities to provide two-way travel.
 - b. Phase 3B will involve completing striping for the existing bike lanes and a sidewalk on east side of Chilco through the railroad crossing (which will require SamTrans review and approval), as well as constructing the new bicycle/ pedestrian connection near the southwestern corner of Building 21 (as described in the Project Approvals). This new entry is intended as the community's primary access point to the new multi-use bridge which is proposed to be constructed concurrently with Building 21.
- 4) Phase 4 improvements are broken down into two sub-phases:
 - a. Phase 4A improvements will include roadway, intersection, pedestrian, and site landscaping improvements from the Chilco Street/Constitution Drive intersection to Bayfront Expressway. The Environmental Impact Report indicates the need for a signalized intersection at Constitution and two left turn lanes from Chilco into the Facebook campus. Phase 4A improvements are anticipated to be completed prior to the occupancy of Building 22 (as described in the Project Approvals).

- b. Phase 4B improvements will include removal of the temporary bicycle/ pedestrian path installed during Phase 1 and installation of a permanent bicycle/ pedestrian path. This design is ongoing and will evolve with the design of Building 22, which is anticipated to undergo a future design review process with the City.

In addition, Facebook will complete certain additional Chilco streetscape improvements requested by the City (Phases 5 and 6).

- 5) Phase 5 improvements will include design and construction of landscape frontage improvements from the Chilco Street/Constitution Drive intersection south to the new crosswalk being installed as part of the Phase 2. These improvements have not yet been designed, but are intended to include street lighting, a one-way protected bike lane and a sidewalk at a minimum.
- 6) Phase 6 improvements will include design and construction of additional landscape frontage improvements from those installed as part of Phase 5 to the railroad tracks near the Chilco Street curve. These improvements have not yet been designed, but are intended to include street lighting, a one-way protected bike lane and landscaping (including the treatment of stormwater runoff) at a minimum and potentially a sidewalk depending on the final configuration of the Dumbarton Trail.

Chilco Street Improvements *Phasing Plan*

CMG Landscape Architecture
13-October 2016

