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CITY OF MENLO PARK
PLANNING COMMISSION

REPORTER'S TRANSCRIPT OF PROCEEDINGS
MONDAY, MAY 7, 2012
MENLO PARK CITY COUNCIL CHAMBERS

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[illegible]

<p>1 The Commission cannot respond to any non- 2 agendized items other than to receive testimony and/or 3 provide general information. 4 Is anyone here that would like to give 5 public comment on a non-agendized item? 6 Seeing none, moving right along. Consent 7 calendar. Items on the consent calendar are routine in 8 nature, and we just have one. We have the approval of 9 minutes from April 2nd, 2012 Planning Commission meeting, 10 and anybody want to -- yes. 11 COMMISSIONER O'MALLEY: I have a couple of 12 comments to make. 13 CHAIRPERSON FERRICK: Commissioner 14 O'Malley. 15 COMMISSIONER O'MALLEY: On page 2, under 16 action 2, top of the page, which reads: "Approval of 17 minutes from the March 5th, 2012 Planning Commission 18 meeting." 19 Under the Commission Action, it has 20 "unanimous consent to approve the following 21 modifications" and the modifications are not there. 22 CHAIRPERSON FERRICK: They're not listed 23 in the minutes? 24 COMMISSIONER O'MALLEY: They're not 25 listed.</p> <p style="text-align: right;">Page 6</p>	<p>1 CHAIRPERSON FERRICK: Okay. 2 MR. MURPHY: Do you recall that there were 3 indeed modifications that evening or not sure? We can 4 follow it up. 5 COMMISSIONER O'MALLEY: I don't remember 6 whether there were. 7 MR. MURPHY: But we can reconcile it one 8 way or the other. 9 CHAIRPERSON FERRICK: Yeah. I see what 10 you're talking about, Jack, and you're right. There's a 11 colon and then no information. 12 So yes, if you could just reconcile the 13 minutes, that would be great. 14 So could I have a motion to approve the 15 April 2nd, 2012 Planning Commission minutes with the 16 knowledge that that will be corrected, the reconciliation 17 of the missing -- 18 COMMISSIONER O'MALLEY: So moved. 19 CHAIRPERSON FERRICK: Thank you. 20 COMMISSIONER RIGGS: And I'll second. 21 CHAIRPERSON FERRICK: Thank you, 22 Commissioner Riggs, second. 23 And all those in favor, please raise your 24 hand. That's -- and all those against. All those 25 abstaining. All right. Commissioner Bressler abstains.</p> <p style="text-align: right;">Page 7</p>
<p>1 Commissioner Riggs, O'Malley, Kadwany and Ferrick 2 approve. 3 All right. Moving right along, we'll go to 4 our first -- oh, you know what? I did actually write a 5 note to myself. I wanted to note that the minutes have 6 been really, really good of late. I just -- overall, 7 they've been fantastic in the last year or so. 8 So thank you for whoever is diligently 9 listening and doing these minutes. 10 Public hearing. Item number 1, a Use 11 Permit for 1155 Crane Street. This is a request for a 12 use permit to locate a tutoring facility consisting of an 13 individual and small group tutoring sessions within an 14 existing single story building located within the C-3 15 Central Commercial Zoning District. 16 The property -- the proposed use to occupy 17 two adjacent suites within the building, and Kyle, do you 18 want to -- any additional information on that we should 19 know about? 20 MR. PERATA: Thank you. Staff has no 21 additional comments at this time, but we'd be happy to 22 answer any questions. 23 CHAIRPERSON FERRICK: Any questions to 24 staff? Commissioner O'Malley. 25 COMMISSIONER O'MALLEY: Just one question.</p> <p style="text-align: right;">Page 8</p>	<p>1 CHAIRPERSON FERRICK: Oh, microphone. 2 COMMISSIONER O'MALLEY: I turned it off. 3 One question. On that street, are there 4 any -- any units that have to pay in-lieu sales tax? 5 MR. PERATA: Not to my knowledge. I don't 6 believe there are any. 7 COMMISSIONER O'MALLEY: Okay. Thank you. 8 CHAIRPERSON FERRICK: All right. Thank 9 you. 10 Any other questions before we hear from the 11 applicant? 12 All right. Seeing none, if the applicant 13 would like to come up and let us know about this, that 14 would be great. 15 MR. ANDRIKOPUOLOS: Hi. I'm Aaron 16 Andrikopoulos. I'm one of the managing members of A.J. 17 Tutoring and we currently operate offices in Palo Alto 18 off of California Avenue with Saratoga right in the 19 downtown area there and in San Jose. 20 We do work with a lot of schools throughout 21 the Peninsula. Probably worked with about 500 to 700 22 families last year and a lot of students in the Menlo 23 Park community, and we're really, you know, looking 24 forward to the opportunity to possibly join your 25 community and be a long time, you know, contributor to</p> <p style="text-align: right;">Page 9</p>

<p>1 the City.</p> <p>2 And I'm happy to answer any questions or</p> <p>3 anything.</p> <p>4 CHAIRPERSON FERRICK: Okay. Thank you so</p> <p>5 much.</p> <p>6 Anybody have any questions for the</p> <p>7 applicant?</p> <p>8 All right. Seeing none, I just wanted to</p> <p>9 note that you have -- that you noted most of your</p> <p>10 students that come in for tutoring are either -- they all</p> <p>11 drive or bike or they get dropped off by their parents.</p> <p>12 That's -- and you're under -- your</p> <p>13 understanding that most of those people would be happy</p> <p>14 in -- if you were located in a downtown location?</p> <p>15 MR. ANDRIKOPOULOS: Yeah. Our other</p> <p>16 offices, two of them are in downtown locations, and</p> <p>17 parents find it really convenient.</p> <p>18 The lessons are an hour and a half. It's</p> <p>19 kind of an awkward time, you know, to drop off when</p> <p>20 they're coming right back. So they can stay and hang</p> <p>21 out.</p> <p>22 Also the location here, we've worked with a</p> <p>23 lot of students with Sacred Hart and Menlo Schools, which</p> <p>24 are, you know, two blocks away.</p> <p>25 So it's within walking distance, and we</p> <p style="text-align: right;">Page 10</p>	<p>1 have a similar situation in Palo Alto with Paly High</p> <p>2 School, and they will often walk over in those periods</p> <p>3 and do their tutoring during the school day, which is</p> <p>4 very convenient.</p> <p>5 CHAIRPERSON FERRICK: All right. Thank</p> <p>6 you.</p> <p>7 All right. Thank you. Just stay close by</p> <p>8 for potential further questions, but at this point, I'd</p> <p>9 like to take it out for public comment.</p> <p>10 If there's anyone here that wants to</p> <p>11 comment on this item.</p> <p>12 I am not seeing any, so I guess we'll just</p> <p>13 move along to the Commission for discussion.</p> <p>14 Anybody have any motions to make?</p> <p>15 Questions, comments.</p> <p>16 Commissioner Riggs.</p> <p>17 COMMISSIONER RIGGS: Thank you.</p> <p>18 Kyle, I just want to check that this</p> <p>19 application was considered in light of the adjacency to</p> <p>20 lot two, and therefore the presumed downtown activity</p> <p>21 in -- in relationship to retail.</p> <p>22 MR. PERATA: Can you -- I'm kind of lost</p> <p>23 on your question. Adjacency to lot two.</p> <p>24 COMMISSIONER RIGGS: Did -- staff took a</p> <p>25 particular look at this application and the way in which</p> <p style="text-align: right;">Page 11</p>
<p>1 it would relate to and possibly reinforce retail.</p> <p>2 MR. PERATA: Correct.</p> <p>3 COMMISSIONER RIGGS: All right. Thank</p> <p>4 you.</p> <p>5 CHAIRPERSON FERRICK: All right. Anybody</p> <p>6 else? Jack.</p> <p>7 COMMISSIONER O'MALLEY: Would you like a</p> <p>8 motion?</p> <p>9 CHAIRPERSON FERRICK: I would.</p> <p>10 COMMISSIONER O'MALLEY: I make the motion</p> <p>11 that we approve the recommendations by staff in the staff</p> <p>12 report.</p> <p>13 CHAIRPERSON FERRICK: All right. So that</p> <p>14 would be to make the finding that this project is</p> <p>15 categorically exempt under class one of the current</p> <p>16 California CEQA guidelines, and that we'll make the</p> <p>17 findings that the zoning ordinance pertaining to granting</p> <p>18 of Use Permits is fine, and that we'll approve the Use</p> <p>19 Permit following -- subject to the following standard</p> <p>20 conditions, and there's four listed, A through D in the</p> <p>21 staff report page 3, and I'll second that.</p> <p>22 Vince.</p> <p>23 COMMISSIONER BRESSLER: I was just going</p> <p>24 to second it.</p> <p>25 CHAIRPERSON FERRICK: Okay, great. If</p> <p style="text-align: right;">Page 12</p>	<p>1 there's no further discussion, I'd be happy to take a</p> <p>2 vote.</p> <p>3 Jack, did you have something more you</p> <p>4 wanted to add?</p> <p>5 COMMISSIONER O'MALLEY: No. Great</p> <p>6 avocation.</p> <p>7 CHAIRPERSON FERRICK: All right. Great.</p> <p>8 Let's go ahead and vote. All that is in favor, please</p> <p>9 raise your right.</p> <p>10 That's five commissioners in favor.</p> <p>11 Commissioners Eiref and Yu are absent, and</p> <p>12 congratulation. Welcome to Menlo Park.</p> <p>13 All right. Moving along, Conditional --</p> <p>14 this one is what most of us, I believe, are -- are here</p> <p>15 for.</p> <p>16 Conditional Development Permit Amendment,</p> <p>17 Development Agreement for Facebook, Inc., 1601 Willow</p> <p>18 Road East Campus and Heritage Tree Removal Permit and</p> <p>19 Environmental Review of Facebook, Inc., East Campus and</p> <p>20 312 and 313 Constitution Drive, West Campus.</p> <p>21 Rachel.</p> <p>22 MS. GROSSMAN: Thank you. Good evening,</p> <p>23 Commission members and the public. It's good to be here</p> <p>24 this evening.</p> <p>25 Just to give an -- to assist with all</p> <p style="text-align: right;">Page 13</p>

<p>1 questions, after my presentation and after the applicant 2 and public speaks, on my left is our Development Services 3 Manager, Justin Murphy. We also have our Assistant City 4 Attorney, Leigh Prince here, our Public Works Director, 5 Chip Taylor, and then from the environmental consultant, 6 we have Erin Efner and Kirsten Chapman with Atkins and 7 Paul Stanis with DKS, who are behind me at this moment if 8 we have questions for them.</p> <p>9 Technology's working.</p> <p>10 So why are we here this evening? The 11 purpose of this evening is to review and make 12 recommendations to the City Council on a number of items 13 for all details in attachment C of the staff report, and 14 you'll notice as I go through this evening, I'm going to 15 be making a lot of references to attachments and 16 locations in the staff report just given the -- the large 17 volume of paper that you all received this evening and to 18 help the public actually walk through these, as well.</p> <p>19 So the first item you'll be taking actions 20 on is specific to the East Campus and includes amended 21 and restated Conditional Development Permit.</p> <p>22 The next is specific to the East Campus, as 23 well, a Development -- a Development Agreement, and then 24 specific to both the East and West Campuses is heritage 25 tree removal associated with the undercrossing</p> <p style="text-align: right;">Page 14</p>	<p>1 improvements, which I'll touch on further along.</p> <p>2 Also specific to both the East and West 3 Campuses is certification of the Final Environmental 4 Impact Report, and then finally moving back to an East 5 Campus only item is the adoption of Statement of 6 Overriding Considerations and the mitigation monitoring 7 and reporting program, and again I'll detail attachment 8 and I'll walk through some of these items.</p> <p>9 And before I do that, just to kind of 10 remind us of where we come, we haven't been before the 11 Planning Commission since January 9th of this year, and 12 there's been quite a bit that's occurred since that time, 13 and for a full list of the milestones that have occurred 14 since April of last year, which will serve as with the 15 release of the Notice of Preparation, you can refer to 16 attachment C in your staff report.</p> <p>17 But since the meeting on the 9th of this 18 year, the City Council as you know met on the 10th the 19 following day to consider a request for extensions of the 20 public comment period, which they did approve to January 21 30th, and during that public comment period, we did 22 receive fifty letters of comments on the Draft EIR which 23 we're responded to in the Final EIR.</p> <p>24 The Council held a Study Session on January 25 31st to discuss the project at the Draft Environmental</p> <p style="text-align: right;">Page 15</p>
<p>1 Impact Report and the Draft Environmental Impact Analysis 2 and we answered any questions they had.</p> <p>3 And then on Valentine's Day, February 14th, 4 the City Council provided the negotiating team on the 5 parameters for the Development Agreement, and then over a 6 course of approximately ten weeks, the City Negotiating 7 Team had negotiating meetings with the applicant and came 8 out with a term sheet which was endorsed by the City 9 Council at a 5-0 vote at their meeting on April 17th.</p> <p>10 And I did share with the Commission this 11 evening late that staff report as well as the 12 presentation for that, and we have it here this evening 13 if you have follow-up questions.</p> <p>14 And then finally as you may have seen in 15 the media, the City of East Palo Alto also has an 16 agreement with the applicant with Facebook, and that term 17 sheet was approved by the East Palo Alto City Council 18 last week on May 1st.</p> <p>19 And so for this evening, I'm going to just 20 walk through the five items before you for recommendation 21 this evening, the first of which is consideration of an 22 amended and restating Conditional Development Permit.</p> <p>23 So first of all, the basis for where we're 24 coming in is Sun Conditional Development Permit which was 25 granted in 1992, and specific to that Conditional</p> <p style="text-align: right;">Page 16</p>	<p>1 Development, most germane to what we're talking about 2 with the Restated Amended -- Amended Conditional 3 Development Permit is the employee cap of 3,600 employees 4 and the associated requirement for a 25 percent reduction 5 in trips via Transportation Demand Management Program or 6 TDM as you all have seen a lot of this evening.</p> <p>7 So what the amended and restated CDP 8 would -- would include would be a vehicular trip cap to 9 accommodate an increase of employees, and we've talked 10 about this before, but just to remind the members of the 11 Commission and the public, this vehicular trip cap 12 includes an AM and PM peak period trip cap of 2,600 13 trips, as well as a daily trip cap of 15,000 trips.</p> <p>14 And the -- the trip cap enforcement -- 15 monitoring enforcement policy is included as an 16 attachment to your staff report, as well, which has been 17 somewhat refined since our last meeting. Specifically 18 the penalty information has been included to that for any 19 violations of the trip cap.</p> <p>20 And in the CDP, if you've had the 21 opportunity to look through it, just remember the public 22 to have better understanding, this includes specific 23 development standards, such a maximum height, floor areas 24 ratios, lot coverage, and again most of the East Campus 25 is -- is built out entirely, and the only construction</p> <p style="text-align: right;">Page 17</p>

<p>1 that will be occurring as part of this project will be 2 the undercrossing improvement, but those are included in 3 the Conditional Development Permit, and as well as 4 permitted uses and conditions of approval. 5 And there's three types of conditional 6 approval, those relative to the project that are very 7 specific. Those are more related to the undercrossing 8 improvements, although there will actually than be 9 construction, and then finally, all of the mitigation 10 measures are included in the Conditional Development 11 Program. 12 And this included in attachment F of the 13 staff report for anybody that's following along here. 14 And then moving on, one of the things I 15 wanted to bring up this evening. We have spoken before 16 about the undercrossing improvements, and for those who 17 are not familiar with the undercrossing, that is the 18 undercrossing of Bayfront Expressway or Highway 84. 19 This was something that was evaluated and 20 any potential impacts resulting in those construction 21 were evaluated in the Environment Impact Report prepared 22 for the project. 23 But we did not yet have these conceptual 24 plans. So these are included in attachment B to the 25 staff report and I just kind of want to highlight some of</p> <p style="text-align: right;">Page 18</p>	<p>1 the work that will be done. 2 As discussed in the staff report, the 3 undercrossing improvements have three phases. The first 4 phase is with the development of the East Campus. The 5 second phase would be during the construction of the West 6 Campus and then the final phase would be for occupancy of 7 the West Campus, and what we'll be focusing on tonight is 8 the requirements for the East Campus that would come 9 forward if the project is approved by the City Council. 10 And so what we're seeing here is so the 11 undercrossing is existing, and in the undercrossing, they 12 would maintain the existing undercrossing and actually 13 leave the red line spot as the location that would 14 potentially in the future, if and when the West Campus 15 development develops, that is where the people will be 16 located. 17 But for this first phase, it would just 18 have improvement for the bike/pedestrian access and the 19 undercrossing. 20 And there would be associated improvements 21 on the East Campus creating a linkage to the Bay Trail as 22 well as an improved linkage to the East Campus. 23 And then on the West Campus, there will be 24 connectivity to Willow, Willow Road, both at the signalized 25 intersection and out on to Willow Road heading back</p> <p style="text-align: right;">Page 19</p>
<p>1 towards the freeway. 2 As part of these improvements, there would 3 also be lighting improvements for pedestrian and cyclist 4 safety as well as landscape enhancements that would be 5 consistent with plan list provided to staff and the 6 applicant from Save the Bay. 7 And the Development Agreement, again we've 8 talked about the purpose of the Development Agreement 9 before, but it's a legally binding contract delineating 10 the terms and conditions of a project. 11 And the approved term sheet, which was 12 approved by the Council again on April 17th, is the 13 framework for the creation of the Development Agreement, 14 which is a long forty plus page legal document that 15 implements these terms of the term sheet, which is a 16 eight-page document, which is a little bit easier to kind 17 of wade through. 18 The Draft Development Agreement is included 19 as attachment I of the staff report, and the public 20 benefits are summarized on page 7 of the staff report. 21 A couple of the highlights based on 22 Commissioner questions today. One of the requirements in 23 the Development Agreement is for an in-lieu tax payment 24 and it increases incrementally. 25 So for years one through five, the cost</p> <p style="text-align: right;">Page 20</p>	<p>1 would be \$800,000 per year. Year six through ten, that 2 escalates to nine hundred thousand. Years eleven through 3 fifteen, that escalates to a million dollars, and after 4 that, it esca -- it's adjusted annually above million 5 dollars based upon changes in the Consumer Price index. 6 And the important thing to note about that 7 is the tax in-lieu payment is applicable when the occupy 8 exceeding 3,600 employees. 9 And then there's a companion to that that I 10 referred to previously. The City of East Palo Alto did 11 approve a term sheet with Facebook, and so this may 12 result in some changes or incorporation into the City's 13 Development Agreement. 14 So they're still being addressed, so there 15 might be some minor changes in the Development Agreement 16 that is presented to the City Council as a result of 17 that. 18 And the next thing I'd like the touch on is 19 the heritage tree removals that would be necessary in 20 order to construct the undercrossing improvements, and 21 there's a total of -- you will see -- it's hard to see on 22 the screen. I'm going to try to highlight it. 23 We have two heritage trees over here on the 24 East Campus. Only one would be removed as part of the 25 undercrossing improvements, and a total of seven heritage</p> <p style="text-align: right;">Page 21</p>

<p>1 trees would be removed on the West Campus as part of 2 those improvements.</p> <p>3 Our city arborist did visit the site and 4 analyzed the trees and found that they were -- though 5 they were in fair and good condition, they were of 6 inferior species for this location and not been well 7 maintained over time.</p> <p>8 If you've had the opportunity to go to the 9 project site, you'll notice all the suckers coming out of 10 the bottoms and they're just not in -- in good condition, 11 and as such, it is recommended approval for these 12 removals.</p> <p>13 Again, it's a total of eight trees on both 14 the East and West Campus and 28 trees would be replaced 15 as a requirement if these heritage tree removals are 16 approved.</p> <p>17 And those trees again, as with previous 18 landscape improvements, would be compliant with the Save 19 the Bay planting recommendations.</p> <p>20 So the next phase of the project that 21 you'll be looking at this evening is certification of the 22 Final Environmental Impact Report for the Facebook campus 23 project, and as I indicated previously, this 24 certification applies to both phases of the project, both 25 the East and West Campus, and is included in the</p> <p style="text-align: right;">Page 22</p>	<p>1 resolutions included in attachment M to the staff report.</p> <p>2 What I'd like to touch on briefly at this 3 point is the key differences -- this is also highlighted 4 in the staff report -- between the Draft EIR and the 5 Final EIR that was released on April 23rd.</p> <p>6 In the Final EIR, for anyone that's not 7 familiar with it, includes responses to all of those 8 public comments that were received on the document as 9 well as any textual changes that were made to the Draft 10 EIR, and those together are considered the Final EIR.</p> <p>11 The first item I'd like to touch on is 12 changes to biological resources, and based upon public 13 comments, there was further analysis conducted associated 14 with tree removals on both East and West Campuses for the 15 undercrossing improvements, and though there had 16 previously been requirements for nesting bird surveys on 17 the West Campus which were not included originally as a 18 mitigation measure on the East Campus, so a new 19 mitigation measure has been added requiring nesting bird 20 surveys prior to any removal on the East Campus.</p> <p>21 And in addition, additional analysis was 22 done to determine whether or not there was a potential 23 for growing out on the West Campus project site.</p> <p>24 It was found that the occurrence would be 25 highly unlikely, but in order to err on safety, a</p> <p style="text-align: right;">Page 23</p>
<p>1 mitigation measure has been added requiring surveys prior 2 to any construction work on the West Campus.</p> <p>3 In regards to the transportation, we 4 actually had a public let -- a public comment letter from 5 the City of Palo Alto indicating that they felt perhaps 6 that the impact at Middlefield and Lytton was not 7 significant and unavoidable and that perhaps we made an 8 error in our analysis.</p> <p>9 And when we did rerun those numbers, it was 10 determined that there was not a significant impact at 11 Middlefield and Lytton, so that's been removed as one of 12 the significant impacts for intersections.</p> <p>13 In addition, there has been some minor 14 changes to the mitigation measure at Middlefield and 15 March -- Marsh based upon comments and discussions with 16 the Town of Atherton.</p> <p>17 And then finally with regards to air 18 quality, based upon some comments, we evaluated 19 additional mitigation measures to try to reduce the 20 reactive organic gases, nitrous oxide and particulate 21 matter emissions, and we determined that one additional 22 mitigation measure was feasible, which includes the 23 installation of a cogenra combined heat and energy saving 24 device on building 11 on the East Campus, and that is 25 included in the mitigation measure, but does not mitigate</p> <p style="text-align: right;">Page 24</p>	<p>1 the impact to a less than significant impact, so it is 2 still a significant and unavoidable impact.</p> <p>3 And finally, I just would like to conclude 4 that when we went through this process, we determined 5 that there was no significant new environmental impacts 6 and there was no additional significant information and 7 no substantial increase in the severity of the 8 increased -- severity of any identified impacts 9 previously, and so as such, there's no need to 10 recirculate the document.</p> <p>11 Now, again, back to East Campus specific, 12 we're looking at the adoption of a Statement of 13 Overriding Considerations and Mitigation Monitoring 14 Reporting Program, and the reason these are distinct from 15 the certification of the Final EIR is the Statement of 16 Overriding Considerations and the Mitigation Monitoring 17 Reporting Program are associated with the granting of 18 land use entitlement, so that's why we're looking 19 specifically at the East Campus this evening, because 20 that is the phase of the project that the applicant is 21 seeking land use entitlements for.</p> <p>22 So specifically the Statement of Overriding 23 Considerations is required to illustrate that the 24 approval body has looked at the project and determined 25 that the project can outweigh any substantial adverse</p> <p style="text-align: right;">Page 25</p>

7 (Pages 22 to 25)

<p>1 environmental impacts, and then the purpose of the 2 Mitigation Monitoring Reporting Program is to establish a 3 responsibility and timing for all of those mitigation 4 measures associated with impacts on the East Campus. 5 And those two documents are included as 6 attachment N, which is a resolution for adoption of the 7 Statement of Overriding Considerations and Mitigation 8 Monitoring and Reporting Program, and then attachment O, 9 which is a Mitigation Monitoring Reporting Program. 10 So with those summary of the five actions 11 that the Commission is looking at this evening, I just 12 wanted to highlight a couple of items that have changed 13 since publication of the staff report last Monday. 14 The first is an update to mitigation 15 measures that will be included in the Statement of 16 Overriding Considerations and the Mitigation Monitoring 17 and Reporting Program, and this is not the result of the 18 identification of any new impacts. 19 This is strictly the result of an 20 oversight. These were supposed to be included in the 21 MMRP or the Mitigation Monitoring Reporting Program and 22 the Statement of Overriding Considerations, and we made a 23 mistake and they're not in there, because we had actually 24 separated the mitigations from the East Campus and the 25 West Campus.</p> <p style="text-align: right;">Page 26</p>	<p>1 So as part of the revised Mitigation 2 Monitoring Reporting Program, Statement of Overriding 3 Considerations and the revisions will be similarly be 4 made in the Conditional Development Permit. 5 We will be adding the mitigation measures 6 for these three intersections, which includes Marsh Road/ 7 Bayfront Expressway, Marsh Road and US 101 northbound 8 ramped, and Willow Road and Newbridge Street into these 9 documents. 10 The next item I want to highlight, which was 11 provided to the -- the Planning Commission late this 12 evening on the dias -- I apologize for the late nature; 13 we received this about 5:15 this evening -- was a comment 14 letter from Caltrans on the Final EIR. 15 Staff has not had the opportunity to review 16 the letter in-depth. The applicant was provided with the 17 letter this evening, but we will determine how to address 18 that letter and work with Caltrans to address any of 19 their concerns as we move forward. 20 The next item is a piece of correspondence 21 from Mr. William Webster that was sent to the East Palo 22 Alto Council in regards to the term sheet negotiations 23 and is included. Again, you all were copied and there's 24 copies is back on the pile in the back of the room. 25 And then the final response to the Town of</p> <p style="text-align: right;">Page 27</p>
<p>1 Atherton's comment letter. You all received the Town of 2 Atherton's comment letter as an attachment to your staff 3 report. That's attachment O -- excuse me. Attachment P, 4 and we just were able to get our response out this 5 evening. 6 We had to work with our consultant team 7 to -- in order to adequately address all of their 8 concerns. 9 So that response letter was sent to the 10 Planning Commission and City Council this evening, and 11 those are available on the back table for anyone who 12 would like to review it. 13 The things that I really want to highlight 14 is that when we did the analysis under the California 15 Environmental Quality Act, it was determined that the 16 mitigation measure that the City chose working with the 17 environmental consultant does fully mitigate the impact 18 of the project at that intersection. 19 The issues that Atherton are raising are 20 related to existing deficiencies at the intersection that 21 are not the result of the project, and as such, there is 22 no nexus to require the project to make that -- that 23 mitigation measure. 24 So -- and there again, we have Chip Taylor 25 and our traffic consultant Paul Stannis here to answer</p> <p style="text-align: right;">Page 28</p>	<p>1 any technical questions that you may have about that. 2 So moving on to next steps this evening, 3 we're looking for a recommendation from the Planning 4 Commission to the City Council on the actions before you 5 this evening, and then the City Council is scheduled to 6 review these actions, as well, on May 29th at a special 7 meeting. 8 And then finally on the June 5th meeting, 9 there will be a second reading of the Development 10 Agreement ordinance. 11 So with that, I'm just going to leave you 12 with staff's recommendation, which is to -- that the 13 Planning Commission recommend the City Council adopt a 14 resolution approval the amended and restated Conditional 15 Development Permit, introduce an ordinance approving the 16 Development Agreement, adopt a resolution approving 17 heritage tree removal and permits, adopt a resolution 18 certifying the Final EIR and adopt a resolution adopting 19 the Statement of Overriding Considerations and Mitigation 20 Monitoring and Reporting Program. 21 And with that, I'll close my presentation, 22 and staff's available for any questions the Commission 23 may have. 24 CHAIRPERSON FERRICK: Thank you, Rachel. 25 So questions for staff first, and then</p> <p style="text-align: right;">Page 29</p>

<p>1 after that, I'd like to go to public comment and then</p> <p>2 we'll discuss further.</p> <p>3 Jack.</p> <p>4 COMMISSIONER O'MALLEY: I had some -- some</p> <p>5 comments and some questions, all of them involving the</p> <p>6 Development Agreement.</p> <p>7 In the Development Agreement, there seems</p> <p>8 to be lots of responsibility assigned to our Public Works</p> <p>9 Director, and I don't have any problem with that, but</p> <p>10 that's responsibility for the most part for -- for</p> <p>11 benefits public and ongoing at one time that are at the</p> <p>12 sole discretion -- discretion of Facebook, and he or she</p> <p>13 has the responsibility of ruling on -- on what's</p> <p>14 happening here in terms of Facebook meeting their</p> <p>15 responsibilities.</p> <p>16 But he also, I believe -- the way this</p> <p>17 reads, he can designate someone else, and I have a</p> <p>18 problem with designating someone else without knowing who</p> <p>19 has that responsibility to make that designation and at</p> <p>20 what level that person who's designated to do that is</p> <p>21 within our -- our management structure.</p> <p>22 MR. MURPHY: So we can address the</p> <p>23 question, but do you have a specific example that you</p> <p>24 could point to?</p> <p>25 COMMISSIONER O'MALLEY: There are several</p> <p style="text-align: right;">Page 30</p>	<p>1 in there. I'll get to it. Okay.</p> <p>2 MR. MURPHY: Yeah.</p> <p>3 COMMISSIONER O'MALLEY: Okay.</p> <p>4 MR. MURPHY: We just want to make sure</p> <p>5 that we have the proper context, because it may vary</p> <p>6 slightly depending on which -- which one it is.</p> <p>7 COMMISSIONER O'MALLEY: Okay. Well, first</p> <p>8 of all, the declaration of Public Works Director is given</p> <p>9 on I-5 as the City's Public Works director or his or her</p> <p>10 designee.</p> <p>11 MS. PRINCE: So generally we allow in</p> <p>12 documents like this the opportunity for the Public Works</p> <p>13 Director to designate somebody or the Community</p> <p>14 Development Director to designate an individual to be</p> <p>15 responsible for this.</p> <p>16 My guess is that they're not going to</p> <p>17 designate it to someone who's incapable of making those</p> <p>18 decisions and determining whether this has been followed</p> <p>19 through with in accordance with the terms of the</p> <p>20 agreement.</p> <p>21 COMMISSIONER O'MALLEY: Well, the terms of</p> <p>22 the agreement basically in many cases gives sole</p> <p>23 discretion to Facebook, and there's seven or eight of the</p> <p>24 benefits listed to do that, and I -- I -- I personally</p> <p>25 feel that that's not spelled out exactly what's expected</p> <p style="text-align: right;">Page 31</p>
<p>1 to be done. In most cases, it's pretty open in what it</p> <p>2 said there.</p> <p>3 So I -- I just want to have some assurance</p> <p>4 that whoever is selected has a designee, if it does</p> <p>5 happen, as someone who is quite familiar with the</p> <p>6 expectations of Council.</p> <p>7 MR. MURPHY: That's where I was just</p> <p>8 trying to align some of the specific examples elsewhere</p> <p>9 in the Development Agreement besides that definition,</p> <p>10 because there are aspects that are solely at Facebook's</p> <p>11 discretion where there's no -- no discretion at the staff</p> <p>12 level.</p> <p>13 So that's where I was trying to line up</p> <p>14 an -- an example elsewhere in the document.</p> <p>15 So there are instances that the decision is</p> <p>16 solely as Facebook's discretion and there's no discretion</p> <p>17 on the City's part, whether it's the Council, City</p> <p>18 Manager, a director or a designee.</p> <p>19 But there may be another example where</p> <p>20 there is indeed the discretion of a -- either the City</p> <p>21 Manager or the Director of Public Works or Community</p> <p>22 Development where it's either going to be the director</p> <p>23 his or herself or someone that they trust to act on their</p> <p>24 behalf.</p> <p>25 COMMISSIONER O'MALLEY: All right. I'm</p> <p style="text-align: right;">Page 32</p>	<p>1 going through the document.</p> <p>2 MR. MURPHY: Okay. If you wanted to bring</p> <p>3 that up later this evening, we can look at those specific</p> <p>4 examples.</p> <p>5 COMMISSIONER O'MALLEY: All right. Let</p> <p>6 me -- let me move on and I will get back to that with</p> <p>7 some examples. Okay?</p> <p>8 CHAIRPERSON FERRICK: I'll get back to</p> <p>9 you, Jack, then.</p> <p>10 Do you want to go to Henry next and come</p> <p>11 back?</p> <p>12 COMMISSIONER O'MALLEY: Do you want to do</p> <p>13 one thing at a time?</p> <p>14 CHAIRPERSON FERRICK: Oh, did you have --</p> <p>15 no, go ahead if you have other questions.</p> <p>16 COMMISSIONER O'MALLEY: I have other</p> <p>17 questions, but let me just ask one right now.</p> <p>18 CHAIRPERSON FERRICK: Yeah. Go ahead.</p> <p>19 COMMISSIONER O'MALLEY: I thought -- I</p> <p>20 thought I heard Miss Prince make the statement that</p> <p>21 the -- that the annual payments will become the</p> <p>22 responsibility of Facebook when they elect to take the</p> <p>23 density increase. That is when they exceed 3,600</p> <p>24 employees.</p> <p>25 Is that what you stated earlier? Excuse</p> <p style="text-align: right;">Page 33</p>

<p>1 me.</p> <p>2 MS. PRINCE: Yeah. That was Rachel.</p> <p>3 COMMISSIONER O'MALLEY: Excuse me. Rachel</p> <p>4 was, yes.</p> <p>5 MR. MURPHY: Yes. There's maybe just one</p> <p>6 slight clarification to that. It's tied to the</p> <p>7 entitlement or the right to have more than 3,600</p> <p>8 employees on the site, not necessarily that they've</p> <p>9 reached more than 3,600 employees. That's a slight</p> <p>10 clarification.</p> <p>11 So it's structured that it's tied to this</p> <p>12 land use entitlement that they're requesting going into</p> <p>13 effect, which includes clearing all hurdles related to</p> <p>14 any possible litigation.</p> <p>15 COMMISSIONER O'MALLEY: Does that not</p> <p>16 happen the moment is agreement is signed?</p> <p>17 MR. MURPHY: No. There's a -- there's</p> <p>18 a -- there's a -- there's the need to -- Council needs to</p> <p>19 act. It's a two-step process with an ordinance, and then</p> <p>20 the ordinance would typically go into effect in thirty</p> <p>21 days.</p> <p>22 During that thirty-day window, there's a</p> <p>23 possibilities of a referendum and there's also</p> <p>24 possibilities of a CEQA challenge.</p> <p>25 COMMISSIONER O'MALLEY: Yes, but after</p> <p style="text-align: right;">Page 34</p>	<p>1 that's all done and -- and all satisfied, then the --</p> <p>2 then the Development Agreement would go into effect.</p> <p>3 MR. MURPHY: It gets executed and then</p> <p>4 recorded.</p> <p>5 COMMISSIONER O'MALLEY: Yes, and when that</p> <p>6 happens, would that -- would they not be obligated to --,</p> <p>7 to make the annual payments until they exceed 3,600</p> <p>8 employees?</p> <p>9 MR. MURPHY: No. They'd be obligated to</p> <p>10 make the payments if that land use entitlement is in</p> <p>11 effect.</p> <p>12 COMMISSIONER O'MALLEY: If it's in effect?</p> <p>13 MR. MURPHY: Yeah, effect. It is</p> <p>14 according --</p> <p>15 COMMISSIONER O'MALLEY: Would it not be in</p> <p>16 effect when they sign the agreement is what I'm trying to</p> <p>17 find out. Am I confused about something here?</p> <p>18 MS. PRINCE: The entitlement goes into</p> <p>19 effect when the agreement is executed and recorded. The</p> <p>20 distinction that we're trying to clarify is that until</p> <p>21 they elect to exceed the 3,600 cap, they don't have to</p> <p>22 begin payments.</p> <p>23 They may elect not to do that if there's a</p> <p>24 legal challenge to the Development Agreement, the project</p> <p>25 or the Environmental Impact Report.</p> <p style="text-align: right;">Page 35</p>
<p>1 So it's in effect, but it may be stayed for</p> <p>2 a period of time.</p> <p>3 COMMISSIONER O'MALLEY: I would understand</p> <p>4 that. I was -- my -- I guess my question is: If all</p> <p>5 those legal obstacles are -- are satisfied, at that</p> <p>6 point, then the agreement becomes into effect and at that</p> <p>7 point they are -- they are obligated to make the annual</p> <p>8 payments.</p> <p>9 That's what I'm trying to find out, and I</p> <p>10 think the answer is yes. I see you nodding. Okay, fine.</p> <p>11 Okay.</p> <p>12 So right now the -- the annual payment's</p> <p>13 supposed to start the first -- January 1st, 2013. Okay.</p> <p>14 I'll stop now and give somebody else a</p> <p>15 chance to ask questions.</p> <p>16 CHAIRPERSON FERRICK: Thank you, Jack.</p> <p>17 Henry.</p> <p>18 COMMISSIONER RIGGS: Thank you.</p> <p>19 So just a couple of questions to confirm</p> <p>20 what we heard earlier. In your update, Rachel, at the</p> <p>21 top of the list were three intersections. I believe</p> <p>22 those intersections were in -- were covered and were part</p> <p>23 of the comparison between the Final EIR and the Draft</p> <p>24 EIR.</p> <p>25 So they are already in the documents we</p> <p style="text-align: right;">Page 36</p>	<p>1 have reviewed. Is that correct?</p> <p>2 MS. GROSSMAN: Correct. The only</p> <p>3 clarification is that we made a mistake and realized --</p> <p>4 they trigger with the West Campus and East Campus</p> <p>5 coming -- both coming online based when the West Campus</p> <p>6 coming online in 2018.</p> <p>7 However, in the event that the West Campus</p> <p>8 development were in never occur, they're also triggered</p> <p>9 in the cumulative East Campus 2025.</p> <p>10 COMMISSIONER RIGGS: Huh.</p> <p>11 MS. GROSSMAN: So we already evaluated and</p> <p>12 they're already included in mitigations measures.</p> <p>13 Basically what this is doing is requiring the applicant</p> <p>14 to do those improvements sooner rather than later,</p> <p>15 meaning they're tied to the East Campus entitlement.</p> <p>16 COMMISSIONER RIGGS: All the better.</p> <p>17 Thank you.</p> <p>18 MS. GROSSMAN: You're welcome.</p> <p>19 COMMISSIONER RIGGS: And then regarding</p> <p>20 the Atherton letter, it looked to me that on page 5-28 of</p> <p>21 the Final EIR, this addresses the predominance of their</p> <p>22 issues, in particular the Marsh and Middlefield</p> <p>23 intersections.</p> <p>24 I bring this up because it -- it might</p> <p>25 appear to some that we just got a letter tonight from</p> <p style="text-align: right;">Page 37</p>

<p>1 Atherton, whereas this has actually been an ongoing 2 conversation.</p> <p>3 MS. PRINCE: That's correct. In their 4 additional comment letter that was submitted on January 5 19th, 2012 is also responded on page 4-220 and 4-221.</p> <p>6 COMMISSIONER RIGGS: And when I use the 7 word "respond," I meant not just in terms of 8 documentation, but in terms of the fact that we have 9 included the description of a mitigation that is the 10 revision of -- of the Marsh and Middlefield intersection 11 that describes how to do it as well as the conditions of 12 the applicant posting percentage payment for that 13 project.</p> <p>14 MS. PRINCE: Correct.</p> <p>15 COMMISSIONER RIGGS: Thank you.</p> <p>16 CHAIRPERSON FERRICK: Thank you, Henry. 17 John.</p> <p>18 COMMISSIONER KADVANY: Thank you. I just 19 have a few -- few questions. I wanted to confirm my 20 understanding -- I talked to staff about this earlier 21 this afternoon. It's a complicated question involving 22 how mitigations get executed through the -- through CEQA 23 and the -- the EIR. We've had a lot of discussion about 24 the value of -- of putting in new lanes -- new lanes in 25 intersections, and there are several involving that.</p> <p style="text-align: right;">Page 38</p>	<p>1 So my understanding is that if we have -- 2 if we have a mitigation in which there's other -- another 3 agency is re -- is required -- is basically in control of 4 that intersection, then we have to turn -- we basically 5 turn over the decision-making authority for that 6 intersection, new lane or restriping to -- to them.</p> <p>7 It's basically out of the City of Menlo 8 Park's hands, and -- or -- and indeed if it is in our 9 hands, then we're also obligated to carry out -- carry 10 out the mitigation as described.</p> <p>11 MR. TAYLOR: Yeah. I mean, ultimately 12 yes. For the intersections that are within Caltrans, 13 let's say, they have full control over that intersection.</p> <p>14 So the mitigation measures would have to go 15 through Caltrans to get approved. So they have the 16 decision-making authority on that.</p> <p>17 Now, in this case, Facebook still has to 18 work through diligently trying to pursue getting the 19 mitigation measure in place, and in the past, we've had 20 conversations with Caltrans that these types of 21 mitigation measures aren't likely to get approved by 22 Caltrans, but ultimately they do have that decision.</p> <p>23 As far as the City of Menlo Park, 24 mitigation measures, then, the ones included in the 25 document, we do need to implement in order to say that</p> <p style="text-align: right;">Page 39</p>
<p>1 they are fully mitigated.</p> <p>2 COMMISSIONER KADVANY: Okay. The City of 3 Menlo Park is really -- they have no choice, and if 4 their -- if their people have concerns about a Caltrans 5 mitigation, they can go to Caltrans and tell them if they 6 like it or they don't like it.</p> <p>7 MR. TAYLOR: Yeah. Yeah.</p> <p>8 COMMISSIONER KADVANY: And potentially 9 it's Caltrans' decision.</p> <p>10 MR. TAYLOR: Correct.</p> <p>11 COMMISSIONER KADVANY: Okay. Thanks. I 12 wanted to clarify that.</p> <p>13 I also wanted to clarify something in 14 public benefit so that the public, the amount -- I don't 15 know what we're call -- it's not in-lieu fee, whatever. 16 It's called the 800, 900,000, one million dollar 17 payments, those apply only to the East Campus and they 18 have absolutely no implications for any similar payments 19 for the West Campus.</p> <p>20 Is that still left open for future 21 negotiations assuming that West Campus proceeds?</p> <p>22 MR. TAYLOR: That's correct. The -- this 23 particular Development Agreement is only for the East 24 Campus.</p> <p>25 COMMISSIONER KADVANY: Good. Okay. And I</p> <p style="text-align: right;">Page 40</p>	<p>1 also -- also wanted to clarify the -- there is a -- 2 there's a trip cap now for the West Campus as a 3 mitigation measure. That's has it's -- that its status.</p> <p>4 MR. TAYLOR: That's correct.</p> <p>5 COMMISSIONER KADVANY: Okay. And that -- 6 are the parameters of that also similarly flexible at the 7 time of proceeding with West Campus development?</p> <p>8 So, you know, peak -- peak measures, 9 whether we have an all day measure, what those measures 10 are and so -- so forth.</p> <p>11 MR. TAYLOR: They're -- they're included 12 in the document. They parallel what you see for the East 13 Campus.</p> <p>14 So if it is a mitigation measure, it would 15 need to be accomplished as part of the West Campus, and 16 it does have a peak measure for AM and PM and then a 17 daily trip cap, as well. Oh, that's right. There is not 18 a daily on the -- on the West Campus.</p> <p>19 COMMISSIONER KADVANY: Okay.</p> <p>20 MR. TAYLOR: Yeah, there's not.</p> <p>21 COMMISSIONER KADVANY: Could -- could -- 22 could the form and content of that be discussed when the 23 West Campus comes up or is it pretty much fixed now?</p> <p>24 MR. TAYLOR: I mean, the intent is that it 25 would be fixed now, so if -- it is identified as a</p> <p style="text-align: right;">Page 41</p>

<p>1 mitigation measure.</p> <p>2 COMMISSIONER KADVANY: Okay. Oh, I see.</p> <p>3 As opposed to being -- having some other status like the</p> <p>4 public benefit.</p> <p>5 So it pretty is -- pretty much is fixed</p> <p>6 now?</p> <p>7 MR. MURPHY: Well, there's a few different</p> <p>8 levels to this. In terms of the peak period, there's a</p> <p>9 mitigation measure that would estab -- establish a cap,</p> <p>10 so in no case could it go higher than that under this</p> <p>11 existing EIR that would be certified.</p> <p>12 Through some sort of agreement, it could be</p> <p>13 potentially lowered, but that would be -- not --</p> <p>14 potentially then not feasible for the project.</p> <p>15 The daily trip cap is something that's not</p> <p>16 currently in mitigation. It could be a mitigation, the</p> <p>17 number of trips that were studied in the Draft EIR.</p> <p>18 It couldn't go higher than that. It could</p> <p>19 potentially go lower, but we'd want to kind of look</p> <p>20 pretty seriously about that because that gets to the</p> <p>21 feasibility issue.</p> <p>22 One thing that we would want to maintain to</p> <p>23 be the same in terms of the form and structure between</p> <p>24 the East Campus and West Campus is how trips are</p> <p>25 measured.</p> <p style="text-align: right;">Page 42</p>	<p>1 The policy that's in -- included in the</p> <p>2 staff -- in the Draft EIR has been updated and is</p> <p>3 attached to your staff report. We would want that to be</p> <p>4 the same.</p> <p>5 We would also want to make sure that we're</p> <p>6 understanding that as we've been looking at the</p> <p>7 implications of having a trip cap on the two parcels and</p> <p>8 how -- how those need to go hand in hand.</p> <p>9 In terms of the exact -- the exact amount</p> <p>10 of the limitation of trips, that is something that could</p> <p>11 be discussed, but only in the downward direction, but</p> <p>12 the -- question the feasibility.</p> <p>13 COMMISSIONER KADVANY: Okay. If -- if the</p> <p>14 West Campus project was built out to a significantly</p> <p>15 smaller scale, like two buildings -- two buildings, say,</p> <p>16 with a full trip cap scale down in that case so that you</p> <p>17 don't have this kind of oversized cap relative to the --</p> <p>18 the project.</p> <p>19 MR. MURPHY: Right. I believe that the --</p> <p>20 a lot of the numbers that were looked out for the West</p> <p>21 Campus were in relative proportion to the size of the</p> <p>22 East Campus.</p> <p>23 And so yes, if there was -- the scale of</p> <p>24 the development of the West Campus was smaller, then</p> <p>25 those numbers would scale down.</p> <p style="text-align: right;">Page 43</p>
<p>1 COMMISSIONER KADVANY: Okay, great. Thank</p> <p>2 you.</p> <p>3 And then one -- last question. Is there a</p> <p>4 time frame for the under -- the -- the first phase of the</p> <p>5 undercrossing improvements to where it's basically</p> <p>6 functional?</p> <p>7 Has that been -- anybody laid that out? Is</p> <p>8 it kind of as soon as possible, kind of In-process? I'm</p> <p>9 just wondering.</p> <p>10 MR. MURPHY: So that -- part of that has</p> <p>11 to do with the number of jurisdictions that are</p> <p>12 associated with it. Ms. Grossman's getting to those</p> <p>13 specific condition that she can point you to, but there's</p> <p>14 a -- a need to submit plans to the City and they need to</p> <p>15 go out and get permits from Caltrans, review by BCD, Bay</p> <p>16 Conservation Development Commission, samTrans Joint</p> <p>17 Powers Board for the railroad crossing.</p> <p>18 There's a number of things, and triggers</p> <p>19 and milestones for making sure the applicant is pursuing</p> <p>20 diligent efforts to improve those.</p> <p>21 And we may be able to -- she's showing me</p> <p>22 now. It's page circle F-8, page 8 of attachment F of the</p> <p>23 Conditional Development Permit, item 9.</p> <p>24 Item 9 outlines -- 9.1, the sequencing.</p> <p>25 Facebook has a -- their own kind of</p> <p style="text-align: right;">Page 44</p>	<p>1 incentive to want to try to get it open as quickly as</p> <p>2 possible, so I'm not sure that we've -- what the best</p> <p>3 case scenario would be.</p> <p>4 It's probably close to 240 to 2 -- 270</p> <p>5 days, maybe.</p> <p>6 COMMISSIONER KADVANY: Okay. So it may be</p> <p>7 a year.</p> <p>8 MR. MURPHY: We hope that would be open</p> <p>9 for a year by now.</p> <p>10 COMMISSIONER KADVANY: Got it. Thanks</p> <p>11 very much.</p> <p>12 CHAIRPERSON FERRICK: Thanks, John.</p> <p>13 Vince, go ahead.</p> <p>14 COMMISSIONER BRESSLER: As I recall from</p> <p>15 our previous meeting, the Development Agreement for the</p> <p>16 East Campus only exist because there was a previous trip</p> <p>17 cap based on the Development Agreement, and therefore we</p> <p>18 don't expect that there will be a Development Agreement</p> <p>19 for the West Campus.</p> <p>20 Is that an accurate statement?</p> <p>21 MR. MURPHY: Let's see. So the -- there's</p> <p>22 a previous Development Agreement for the Sun campus and</p> <p>23 East Campus, but there's -- separate from that, there's</p> <p>24 an existing Conditional Development Permit that limits</p> <p>25 the number of employees on the East Campus to 3,600.</p> <p style="text-align: right;">Page 45</p>

<p>1 COMMISSIONER BRESSLER: Right.</p> <p>2 MR. MURPHY: So that's -- that's what is</p> <p>3 kind of -- the trigger for the City having more</p> <p>4 discretion as to what can go on on the East Campus.</p> <p>5 The applicant has expressed an interest, as</p> <p>6 is outlined in the Draft EIR, for the West Campus that</p> <p>7 there would be -- they would request a Development</p> <p>8 Agreement for the West Campus.</p> <p>9 COMMISSIONER BRESSLER: Okay.</p> <p>10 MR. MURPHY: With that, the City does have</p> <p>11 the ability to negotiate mutually beneficial --</p> <p>12 COMMISSIONER BRESSLER: What - what would</p> <p>13 be the basis for them needing a Development Agreement?</p> <p>14 MR. MURPHY: They don't necessarily so</p> <p>15 much need one, but that may be the best framework for</p> <p>16 dealing with some of the significant unavoidable impacts</p> <p>17 as outlined in the Draft EIR.</p> <p>18 COMMISSIONER BRESSLER: We have a formal</p> <p>19 process to -- to sort this out.</p> <p>20 MR. MURPHY: Yes.</p> <p>21 COMMISSIONER BRESSLER: Okay.</p> <p>22 MR. MURPHY: And then that gives them</p> <p>23 long-term approvals to build out the West Campus. So</p> <p>24 that's -- That's clearly the benefit they would get.</p> <p>25 COMMISSIONER BRESSLER: I noticed a few</p> <p style="text-align: right;">Page 46</p>	<p>1 things in the Development Agreement that we had spoken</p> <p>2 about here before, so it was nice to see. One was a bike</p> <p>3 path that goes all the way to the railroad station, and I</p> <p>4 think there was a number associated with that. It was</p> <p>5 maybe with -- a million dollars or something like that,</p> <p>6 I'm recalling.</p> <p>7 MR. MURPHY: What was that?</p> <p>8 COMMISSIONER BRESSLER: A bike trail.</p> <p>9 MR. MURPHY: There's some bike trail from</p> <p>10 like University -- from Bayfront Expressway to the</p> <p>11 railroad tracks?</p> <p>12 COMMISSIONER BRESSLER: My impression was</p> <p>13 that that went to Caltrain station.</p> <p>14 Is that not the case?</p> <p>15 MR. TAYLOR: Um. I mean, the -- there's a</p> <p>16 mitigation measure -- partial mitigation measure that's</p> <p>17 included that takes the Bay Trail from University and</p> <p>18 Bayfront Expressway to the railroad tracks, the Dumbarton</p> <p>19 railroad tracks, and then there was some discussion by</p> <p>20 some members of the public about the Bay Trail gap from</p> <p>21 University --</p> <p>22 COMMISSIONER BRESSLER: Right.</p> <p>23 MR. TAYLOR: -- to there.</p> <p>24 That's included in here as far as them</p> <p>25 working with other entities on that, but I don't think</p> <p style="text-align: right;">Page 47</p>
<p>1 that there was anything other than those two connection</p> <p>2 pieces for the class one facility.</p> <p>3 COMMISSIONER BRESSLER: Okay. Well, I'm</p> <p>4 glad we clarified that.</p> <p>5 The 800,000 a year in-lieu sales tax, how</p> <p>6 was that computed? What was the basis for coming up with</p> <p>7 that number?</p> <p>8 MR. MURPHY: Yeah. That -- that was a --</p> <p>9 it was a negotiated number, so I'm not sure that anybody</p> <p>10 could point to a -- a specific formula for arriving at</p> <p>11 that.</p> <p>12 The -- there was some reflection upon some</p> <p>13 of the sales tax generated from the site previously, but</p> <p>14 some of those numbers are -- sales tax is confidential,</p> <p>15 so that's kind of difficult to point to specifically, but</p> <p>16 in general terms, it seemed like it was in the ballpark.</p> <p>17 But there's no specific formula for the</p> <p>18 arrival of those --</p> <p>19 COMMISSIONER BRESSLER: Let me just follow</p> <p>20 up with that.</p> <p>21 When Sun was there and was generating</p> <p>22 actual sales tax, the numbers that I've heard were over a</p> <p>23 million dollars a year.</p> <p>24 Was that not the case? I know they moved</p> <p>25 their -- their headquarters somewhere else.</p> <p style="text-align: right;">Page 48</p>	<p>1 MR. MURPHY: Yeah. I can't point to</p> <p>2 specific numbers, but you need to be careful of any</p> <p>3 numbers that you may have heard in terms, you know, any</p> <p>4 one year, there could be high numbers, low numbers.</p> <p>5 So it's a matter of looking at a longer</p> <p>6 term perspective than any -- any one year.</p> <p>7 COMMISSIONER BRESSLER: I guess I'd feel</p> <p>8 more comfortable recommending this number if I knew what</p> <p>9 it was based on other than well, that was a negotiated</p> <p>10 position.</p> <p>11 MR. MURPHY: Yeah. Unfortunately, we</p> <p>12 can't provide a specific formula for you.</p> <p>13 COMMISSIONER BRESSLER:</p> <p>14 CHAIRPERSON FERRICK: And I just wanted to</p> <p>15 note for the record that Commissioner Eiref is now</p> <p>16 present.</p> <p>17 Jack, did you want to ask some questions?</p> <p>18 COMMISSIONER O'MALLEY: I -- yes. When I</p> <p>19 talked about the Development Director before I should</p> <p>20 have said the Community Development Director, okay, and</p> <p>21 that's -- that's the confusion.</p> <p>22 In 9.1, 9.2 on 11, Facebook is going to</p> <p>23 explore various things relative to housing and to the Bay</p> <p>24 Trail gap, and then they are to write a report to the</p> <p>25 Community Development Director or his des -- his or her</p> <p style="text-align: right;">Page 49</p>

<p>1 designee, and that's what I was referring to.</p> <p>2 And It seems to me if you're going to write</p> <p>3 a report, it goes to the highest level person within</p> <p>4 government that you have to review it, and that's where I</p> <p>5 thought it should stay. Unless Council has -- has the</p> <p>6 responsibility to designate another person.</p> <p>7 That was just a comment I'm making, okay.</p> <p>8 MR. MURPHY: I could -- on each of those,</p> <p>9 I believe, those are instances where the decision is</p> <p>10 fully Facebook's sole discretion.</p> <p>11 COMMISSIONER O'MALLEY: Yes.</p> <p>12 MR. MURPHY: So one reason to identify the</p> <p>13 Community Development Director is the Community</p> <p>14 Development Department would be the entity that would be</p> <p>15 leading the annual reviews that need to be conducted for</p> <p>16 the Development Agreements, and then with those annual</p> <p>17 reviews, those are -- those come to the Planning</p> <p>18 Commission, and they have the potential to go up to the</p> <p>19 City Council.</p> <p>20 So I think that was probably the intent for</p> <p>21 having it be the Community Development Director.</p> <p>22 But the reports could go to someone else,</p> <p>23 but the -- probably the best forum in the context for it</p> <p>24 would be the annual reviews conducted by the Planning</p> <p>25 Commission.</p> <p style="text-align: right;">Page 50</p>	<p>1 COMMISSIONER O'MALLEY: It will come to</p> <p>2 the Planning Commission, then, those -- those reports</p> <p>3 that are issued?</p> <p>4 MR. MURPHY: Yeah. In whatever years</p> <p>5 those would come, those would be items that would be --</p> <p>6 that would warrant reporting out to the Planning</p> <p>7 Commission --</p> <p>8 COMMISSIONER O'MALLEY: That's good news.</p> <p>9 MR. MURPHY: -- for the annual review.</p> <p>10 So it just depends on when those reports</p> <p>11 come in and the timing of the annual review.</p> <p>12 COMMISSIONER O'MALLEY: Yeah. Okay.</p> <p>13 Well, you know, the concern I had was that -- we expect</p> <p>14 Facebook -- and I'm sure they will do this. Positive</p> <p>15 they will do this. As a matter of fact, use their best</p> <p>16 efforts in doing a lot of these things that they have</p> <p>17 their sole discretion to do.</p> <p>18 And we expect them to do something, all</p> <p>19 right, or it wouldn't be in this -- this Development</p> <p>20 Agreement.</p> <p>21 And -- and if they don't do something that</p> <p>22 which we expect even though it's in their sole</p> <p>23 discretion, there is that -- there's some analysis that</p> <p>24 takes place that goes to Council and the Council</p> <p>25 eventually has to decide whether or not they do, you</p> <p style="text-align: right;">Page 51</p>
<p>1 know, something in those arenas.</p> <p>2 If they've done nothing in their arenas,</p> <p>3 the way it reads, it's their sole discretion, and then it</p> <p>4 doesn't matter.</p> <p>5 So they don't have to do anything, and yet</p> <p>6 the -- the reason it's in there is that their expectation</p> <p>7 for them to do something, and someone has to review that</p> <p>8 at a high level.</p> <p>9 MR. MURPHY: Right, yes. So just --</p> <p>10 Facebook is obligated to explore these things. So that's</p> <p>11 where we're measuring whether they've made the good faith</p> <p>12 effort to do explore the actual decision to do them at</p> <p>13 their decision. It's kind of a two-step process, and</p> <p>14 that's what the City would be reviewing.</p> <p>15 COMMISSIONER O'MALLEY: I understand that,</p> <p>16 but it's listed as benefits. It's not a benefit unless</p> <p>17 they decide to go forward on something, in my judgment</p> <p>18 anyway, and there are a number of points that -- that are</p> <p>19 in their sole discretion.</p> <p>20 You know, that's surprising on its own, but</p> <p>21 that was just a comment that I made, and then you</p> <p>22 answered one of the other questions that I had, because</p> <p>23 Vince asked it.</p> <p>24 And I have one other question, as well.</p> <p>25 There are triggering events. Once they -- the agreement</p> <p style="text-align: right;">Page 52</p>	<p>1 is signed after all the litigation, if there is any, is</p> <p>2 satisfied, then it isn't until my understanding the --</p> <p>3 the 30th of June in 2022 where they do have the option</p> <p>4 of -- of then saying they don't want to keep continue</p> <p>5 with that special density increase, and there's a</p> <p>6 triggering event that allows them to do that, as well.</p> <p>7 And then two conditions in the triggering</p> <p>8 event. One was the vacation of four more buildings out</p> <p>9 of a listing of seven, and the other one was for less</p> <p>10 dense employ -- employee density of the above buildings,</p> <p>11 and I didn't know what that meant.</p> <p>12 Is it one person less than what they</p> <p>13 expected? There are no numbers there. That's 8.2.3.</p> <p>14 I -- I just wanted to have some</p> <p>15 understanding of really what that -- those aspects of the</p> <p>16 triggering event meant.</p> <p>17 MR. MURPHY: Yeah. So as it relates to</p> <p>18 the changes to those buildings, those buildings are the</p> <p>19 office buildings. There's two other buildings on the</p> <p>20 campus.</p> <p>21 Building 11, which is -- mainly a</p> <p>22 cafeteria, an auditorium and then building 19, which is</p> <p>23 the recreation facility.</p> <p>24 So the -- the office buildings, if you look</p> <p>25 at the -- what this effectively means is looking at the</p> <p style="text-align: right;">Page 53</p>

<p>1 core plans that Sun Microsystems had with hard walled 2 offices and cubicles versus the -- and the number of -- 3 not from a Building Code perspective, but from a 4 usability perspective the number of seats in there 5 compared to the number of seats that Facebook has with 6 its open floor plan with the tables.</p> <p>7 And so that's -- that's what is intended 8 there is that the -- there be a -- a real physical change 9 to the layouts of the buildings away from the way 10 Facebook has them laid out to something that was more 11 comparable to what Sun Microsystems had.</p> <p>12 COMMISSIONER O'MALLEY: The way I 13 interpret it was -- was that basically where those 14 buildings are vacated and employee density in the above 15 all seven buildings became less than a certain number, 16 whatever that number was, but it all related to getting 17 back -- getting back to a need of not having -- not 18 needing the extra density and they would be right back to 19 3,600 employees or less at that stage, and I -- I thought 20 that would be how that was -- how those buildings were 21 identified.</p> <p>22 So someone knows how many people are going 23 to be in each of those buildings, I would presume is what 24 you're saying.</p> <p>25 MR. MURPHY: Correct, and it would be</p> <p style="text-align: right;">Page 54</p>	<p>1 comparable to what those 3,600 employee cap. 2 COMMISSIONER O'MALLEY: Okay. Can I ask 3 one last question? And then I -- 4 CHAIRPERSON FERRICK: Of course. 5 COMMISSIONER O'MALLEY: By the way, if I 6 sound that I'm not interested in Facebook, I can tell you 7 that I'm one hundred percent interested in Facebook, 8 okay, but I just want to understand certain things.</p> <p>9 The -- the annual payments that take place 10 are reduced by amount of sales tax that comes to the 11 City.</p> <p>12 Am I correct? Does that start on day one? 13 MR. MURPHY: Yes. 14 COMMISSIONER O'MALLEY: Okay. And I was 15 curious, you know. When I asked Facebook this question 16 when they were in front of us, I -- I wanted to know what 17 they sold, all right, that would provide sales tax, and I 18 don't -- I didn't get an answer, and so I just assumed -- 19 I know what assume means, but I just assumed that what 20 they sell in terms of food and T-shirts and souvenirs and 21 what have you would be those things that would contribute 22 to sales tax.</p> <p>23 And then I started to do some calculations 24 I based on having 6,000 employees over there or so and 25 trying to figure out just how many dollars they would</p> <p style="text-align: right;">Page 55</p>
<p>1 spend on the average over a year's period and then how 2 much sales tax would come from it and what percentage of 3 the sales tax come to Menlo Park, and it didn't seem to 4 be a very big, big number.</p> <p>5 I was just wondering why this was put in there, 6 unless Facebook has products to sell which I'm unaware 7 of, and perhaps you could give me some information.</p> <p>8 MR. MURPHY: To my knowledge, they do not, 9 but it's -- this is a long-term document. They -- they 10 may acquire a company or -- or things may change.</p> <p>11 One thing that could change is state law in 12 terms of how sales and use tax is calculated.</p> <p>13 So as of right now, there's -- that would 14 not be a large source of revenue to kind of offset what 15 their obligations are, but that was something that they 16 did request as part of this overall deal to have that 17 flexibility down the road, that if things did change, 18 that that would be counted against their annual payment 19 by the credit towards their annual payment obligation.</p> <p>20 COMMISSIONER O'MALLEY: Well, okay. I 21 understand that, but I -- I thought that we were -- these 22 public benefits were coming to us solely because we're -- 23 we're giving them the less density alternative to use, 24 and somehow that's the case, but then we're subtracting 25 from those benefits that are coming to us based on any</p> <p style="text-align: right;">Page 56</p>	<p>1 sales tax that we may receive from them, and I -- to me, 2 I just felt that that was strange.</p> <p>3 You know, I -- it protects Facebook, but 4 it -- it diminishes the public benefit to the City, as 5 far as I'm concerned. That's a comment that I wanted to 6 make.</p> <p>7 And that's all I had to say.</p> <p>8 CHAIRPERSON FERRICK: Okay, thanks, and 9 Commissioner Eiref has some questions, and I want to get 10 to the public comments right after that.</p> <p>11 COMMISSIONER EIREF: Two quick questions. 12 For the trip cap -- who -- the trip cap is 13 being counted throughout the day, but there are specific 14 intervals there between 7:00 and 9:00 AM and 4:00 and 15 6:00 PM, right?</p> <p>16 Who chose the 4:00 to 6:00? I'm just 17 curious.</p> <p>18 MR. TAYLOR: We -- that was chosen with 19 staff discussion with the consultant as well as Facebook 20 to talk about -- the real intent is when in roadway 21 adjacent to this facility have the peak times for that 22 roadway that's adjacent.</p> <p>23 And so in the cases of Bayfront Expressway 24 and the roadways in this area, that's 7:00 to 9:00 time 25 frame and that 4:00 to 6:00 time frame is really when</p> <p style="text-align: right;">Page 57</p>

<p>1 those roadways are closer to capacity. 2 And so ultimately those -- that's why those 3 time frames were chosen, and that's really what it comes 4 down to. 5 COMMISSIONER EIREF: The reason I ask that 6 is in the Bay Area in general, like -- the rideshare 7 lanes for 101, 7:00 PM is normally the cutoff time. 8 Just based on personal experience -- I'm 9 guessing you would probably agree with this -- there's a 10 ton of traffic around here all the way up to seven 11 o'clock, so I'm just curious. 12 Would there be a flexibility in bumping 13 that up to 7:00 PM? 14 MR. TAYLOR: Going 5:00 to 7:00 rather 15 than -- 16 COMMISSIONER EIREF: Yeah. 17 MR. TAYLOR: -- of 4:00 to 6:00? 18 I think it -- I think it would be 19 challenging to do, but ultimately, I mean, that's what -- 20 we looked at the peak time frame, and really that's where 21 you see that peak. 22 There might be still an intended peak where 23 you still see some amount of peak after six o'clock at 24 night, but it's not as high as you would see during that 25 4:00 to 6:00 time frame ultimately.</p> <p style="text-align: right;">Page 58</p>	<p>1 COMMISSIONER EIREF: Okay. And then 2 the -- I think there were some questions in some of the 3 letters and things. 4 Will we -- will we make the trip counts 5 public? 6 MR. TAYLOR: I mean, we don't necessarily 7 have the intent of publishing them on a regular basis, 8 but ultimately they would be available for anybody who 9 wanted to see them. 10 I don't think they would be restricted in 11 any way, so I think they would be completely available if 12 somebody did want to see them, but we didn't have the 13 intent of publishing on some regular basis out to the web 14 or something to that effect. 15 COMMISSIONER EIREF: So if a neighboring 16 community or somebody wanted to see them, there would be 17 no reason why they couldn't? 18 MR. TAYLOR: Oh, Absolutely, and I think 19 that there's also -- there might be as part of the annual 20 monitoring, there might be some additional data -- as 21 part of the Mitigation Monitoring Report, there would be 22 some information in there during that time, as well. 23 COMMISSIONER EIREF: Okay. Thanks. 24 CHAIRPERSON FERRICK: Thank you, Ben. 25 All right. Let's go right to public</p> <p style="text-align: right;">Page 59</p>
<p>1 comment, and then we'll still have more chances up here 2 to ask additional questions or -- or comments. 3 So first we have Clem Molony followed by 4 Michael Kashiwagi. My apologies for any mis- 5 pronunciation. 6 Can I just take the cards directly on -- of 7 do you guys need to see them first? 8 MR. MURPHY: You can take them first. 9 CHAIRPERSON FERRICK: Oh, thank you. As 10 you come up, I should have announced that -- one moment, 11 Clem. 12 If anyone else has cards that they want to 13 submit to speak, please bring 'em on up through here and 14 I'll collect them in the order in which I got 'em in. 15 Thank you. 16 Go ahead, Mr. Molony. Thank you. 17 MR. MOLONY: Good evening, Commissioners. 18 Clem Molony, forty-year Willows homeowner -- homeowner, 19 and I live about five blocks from the Facebook campus. 20 Just a couple of comments on the exact 21 steps in the process of evaluating land use, the 22 permitting, the Development Agreement. 23 The east side, I was surprised the vehicle 24 trip cap and the permit agreement amendment is pretty 25 aggressive. Potential penalties look pretty challenging.</p> <p style="text-align: right;">Page 60</p>	<p>1 and that's good, because this isn't -- this is a contract 2 that you're working on. So it needs to be firm. 3 The EIR mitigations appear appropriate. I 4 didn't see any surprises there. I spoke to the EIR back 5 in January, and I'm comfortable. 6 On the Menlo Park letter, which I scanned 7 tonight for the first time real quickly, I read it. Just 8 a thought that even though there is no nexus legally, 9 and the attorney has pointed that out, it reminds me 10 somewhat of the bridge over San Francisquito Creek up by 11 the golfcourse at Stanford. 12 Until we got to -- years to get everybody 13 to see that that was a part of the city that needed to be 14 improved, a part of the mid-Peninsula and to be done 15 right, and I hope that some good relationships between 16 our two cities can build towards a good solution as fast 17 as can be in that funny little intersection, because it's 18 a mess. 19 I go through there all the time. I work in 20 Redwood City and I come home that way to avoid the 21 freeway. 22 So just -- just a hope that, you know, even 23 the Facebook project occupants are going to benefit by 24 fixing that one. 25 Whatever we can do as a city to cooperate</p> <p style="text-align: right;">Page 61</p>

<p>1 with Atherton, I don't like to see lawyer letters so -- 2 so much.</p> <p>3 On the west side, the 75 foot height, I 4 think it should be acceptable if it's designed well, 5 which I believe we can expect from the Facebook 6 Facilities Group.</p> <p>7 I was pleased to see a -- a below market 8 rate housing agreement in there, and I recommend that 9 this needs to be an aggressive goal.</p> <p>10 Below market rate housing is very 11 important, very important for our Peninsula, for our blue 12 collar workers, nurses, all of the -- the workers who are 13 my peers.</p> <p>14 The -- the eventual agreement language 15 needs to have teeth and specificity.</p> <p>16 In conclusion, I've watched this public 17 process so far very thoroughly. I'm impressed by the 18 methodical analysis in the reports so far.</p> <p>19 Both staff and the -- excellent questions 20 tonight, substantial public benefits and the Development 21 Agreement. Let's nail those down as much as possible. 22 It's good that we're having fiscal analysis.</p> <p>23 So bottom line, I encourage that the City 24 Staff and this Commission continue your thorough work. 25 You're writing a long-term contract. It needs to be</p> <p style="text-align: right;">Page 62</p>	<p>1 right.</p> <p>2 Thanks.</p> <p>3 CHAIRPERSON FERRICK: Thank you, Mr. 4 Molony. Next up we have Michael Kashiwagi.</p> <p>5 MR. MURPHY: Chair Ferrick --</p> <p>6 CHAIRPERSON FERRICK: Yes.</p> <p>7 MR. MURPHY: -- we may want to start -- 8 make sure to see if the applicant would like to say 9 anything. We don't really start comment until the 10 applicant --</p> <p>11 CHAIRPERSON FERRICK: Sorry about that. 12 Would the applicant like to make any 13 comments before we proceed with further public comment? 14 You're not required to if you --</p> <p>15 MR. TENANAS: I can go at the end.</p> <p>16 CHAIRPERSON FERRICK: Okay. Sorry about 17 that. Come on up, and I very much apologize if I'm 18 mispronouncing your name.</p> <p>19 MR. KASHIWAGI: That's fine. I often 20 mispronounce it myself.</p> <p>21 But Commissioner Ferrick, members of the 22 Planning Commission, my name is Mike Kashiwagi and I'm 23 with the Town of Atherton.</p> <p>24 As you know, throughout the comment period 25 of the EIR, the Town has expressed concerns and</p> <p style="text-align: right;">Page 63</p>
<p>1 identified issues with regards to the adequacy of the 2 environmental document, and a lot of the meetings and our 3 comments were summarized in a letter dated April 26th 4 from our City Manager to your Mayor and City Manager, 5 which I believe is attachment P of your staff report this 6 evening.</p> <p>7 I'm here tonight because the Town wishes to 8 have a portion of the letter read into the record, so 9 that's what I'll be doing.</p> <p>10 So "in summary, the Town of Atherton 11 believes the Draft EIR did not adequately address traffic 12 impacts at the Marsh/Middlefield intersection due to 13 assumptions and methodologies that understated traffic 14 volumes generated by the Facebook project in mitigations 15 that don't fit on the existing site or don't truly result 16 in successful mitigation of probability impacts from the 17 increased traffic generated from this project.</p> <p>18 "This resulted in understated impacts which 19 resulted in inadequate mitigation measures recommended at 20 this intersection in the Town of Atherton.</p> <p>21 "More specifically, the traffic impact 22 analysis was inadequate for the following reasons: The 23 analysis was based upon an artificial trip count provided 24 by Facebook which resulted in a project trip generation 25 rate less than -- rate of 25 percent less than the</p> <p style="text-align: right;">Page 64</p>	<p>1 Institute of Transportation Engineers trip generation 2 rates which are widely used as the industry standard.</p> <p>3 "This resulted in understating traffic 4 impacts resulting in inadequate mitigation measures.</p> <p>5 "Traffic generated by the Facebook project 6 was assigned to the road network by hand rather than 7 utilizing the City and County Associate of Governments or 8 other appropriate traffic demand forecasting models.</p> <p>9 "This methodology does not accurately 10 quantify the displacement of traffic from major 11 transportation facilities such as US 101 caused by 12 Facebook project.</p> <p>13 "By not utilizing appropriate travel demand 14 forecasting models, the Facebook traffic impact analysis 15 did not accurately identify and quantify increased 16 traffic demand on affected routes such as Middlefield and 17 marsh Roads.</p> <p>18 "This faulty analysis resulted in 19 understated traffic impacts and inadequate mitigation 20 measures.</p> <p>21 "For the cumulative traffic scenario, the 22 Facebook traffic EIR did not include significant future 23 projects, such as the North Air Oaks Community Plan 24 update.</p> <p>25 "The Town of Atherton believes that the</p> <p style="text-align: right;">Page 65</p>

<p>1 cumulative analysis would show in increased degradation 2 of traffic conditions at the Marsh/Middlefield 3 intersection if the North Air Oaks Project was properly 4 included in the Facebook Draft EIR.</p> <p>5 "This omission represents another flaw 6 which results in understated traffic impacts and 7 inadequate mitigation measures.</p> <p>8 "The Facebook EIR failed to analyze 9 additional potentially significant traffic impacts within 10 the Town of Atherton since the analysis did not extend 11 beyond the Marsh/Middlefield intersection.</p> <p>12 "For instance, even by using artificially 13 low generation rates and not including significant future 14 development in cumulative scenarios, the EIR identifies 15 an additional 200 peak hour trips converging at the 16 Marsh/Middlefield intersection.</p> <p>17 "All these additional trips are traveling 18 on Atherton streets beyond Marsh/Middlefield 19 intersection. Accordingly, the Town of Atherton believes 20 the traffic impact analysis must be expanded to properly 21 analyze potentially significant impacts to streets such 22 as Fair Oaks Lane, Watkins, Atherton Avenue, Stockbridge, 23 Encinal, Glenwood and other residential streets used to 24 bypass impacted intersections.</p> <p>25 "And finally, the Facebook project is shown</p> <p style="text-align: right;">Page 66</p>	<p>1 to have a significant impact at the Marsh/Middlefield 2 intersection in the cumulative scenario.</p> <p>3 "However, the EIR failed to describe the 4 heavy demand for westbound to northbound right turns from 5 Marsh Road to Middlefield Road. The existing 6 intersection design results in vehicle queues which 7 extend easterly along Marsh Road beyond Fair Oaks Avenue.</p> <p>8 "This results in traffic using residential 9 streets in Atherton such as Fair Oaks, Holbrook Lane, 10 Palmer Lane and San Benito Avenue to bypass Marsh Road, 11 which creates neighborhood traffic and safety impacts.</p> <p>12 "This represents another problem with 13 Facebook traffic analysis."</p> <p>14 And then in addition to the information 15 that was provided in the letter, it was also noted that 16 the Final EIR mitigation measure for improving Marsh/ 17 Middlefield and identifies it as being unavoidable 18 because it is located outside your jurisdiction and would 19 depend on an outside agency for implementation.</p> <p>20 This is not a correct statement under CEQA, 21 and the recent case of City of San Diego versus Board of 22 Trustees held correctly that where a mitigation depends 23 on an outside agency for implementation, the adopting 24 agency is required to assess the feasibility of paying 25 the outside agency to implement the mitigation measure.</p> <p style="text-align: right;">Page 67</p>
<p>1 It is important to note that Atherton staff 2 has indicated that mitigation measures at this 3 intersection could be funded by the applicant and 4 contractually obligated for implementation by the town 5 with rebate to Facebook over time as other -- others are 6 required to contribute their fair share to this 7 litigation.</p> <p>8 Either situation would render the 9 mitigation totally feasible at this present time.</p> <p>10 Thank you.</p> <p>11 CHAIRPERSON FERRICK: Thank you, and next 12 up, we have William Webster followed by William Nack.</p> <p>13 MR. WEBSTER: Chairman Ferrick, members of 14 the Menlo Park Planning Commission, my name is William 15 Webster. I reside at 480 East O'Keefe in the City of 16 East Palo Alto.</p> <p>17 I'm now in my 20th year as the senior 18 member of the East Palo Alto Rent Stabilization Board and 19 I serve on several other boards and committees in the 20 City of East Palo Alto.</p> <p>21 I forwarded to your attention my letter of 22 commendation to the East Palo Alto negotiating team or 23 rather to the East Palo Alto City Council expressing 24 my -- my modified congratulations or approval of the 25 terms and conditions agreed to between East Palo Alto and</p> <p style="text-align: right;">Page 68</p>	<p>1 Facebook.</p> <p>2 It represented a radical improvement over 3 the situation that obtained in December when there was 4 that total denial as articulated in the Keyser Marston 5 Associates report of December 21st of any significant 6 negative impacts upon the City of East Palo Alto for the 7 Facebook campus expansion.</p> <p>8 The resulting agreement is a de facto 9 acknowledgement that these negative impacts definitely 10 exist potentially or in fact.</p> <p>11 I want to thank very much Facebook for -- 12 for its willingness to take steps to be a good corporate 13 neighbor; not only to the City of Menlo Park, but also to 14 the City of East Palo Alto.</p> <p>15 I do have one remaining caveat with -- with 16 regard to the Final EIR. In response to my comments 17 letter, and I believe also to the East Palo Alto comments 18 letter, there's a statement -- reiterating statement that 19 the impacts upon housing and the threat of displacement 20 of citizens is mitigated by 843 house -- housing units 21 that would be built in East Palo Alto.</p> <p>22 It's clear even from the Kayser Marston 23 Associates report of December 31st, that it was unlikely 24 that these 843 units would be built because of the fact 25 that they're part of a redevelopment project area.</p> <p style="text-align: right;">Page 69</p>

<p>1 Eight days later, the California State 2 Supreme Court confirmed that it was very unlikely that 3 these 843 units would be built. 4 Yet in the final report, despite the fact 5 that the -- the actuality or the potential for the 6 construction of any number these 843 units to be built, 7 there continues to be affirmed as a grounds for denial of 8 a negative impact. 9 I want to make it clear it's unlikely that 10 those units will be built and consequently a significant 11 movement of Facebook employees will necessarily have a 12 measurable impact upon the residents of East Palo Alto 13 and their ability to continue in the community. 14 I thank -- I thank Facebook for its 15 willingness to at least let us have a place at the table. 16 In all of my statements before you, the City Council and 17 in my comments letter, all I was really trying to get was 18 authorization for a place at the table through the 19 constitution of the Board of Advisors for the local 20 community fund. 21 At least we are getting that, and I thank 22 everybody who was involved in making that happen. 23 Thank you. 24 CHAIRPERSON FERRICK: Thank you, Mr. 25 Webster.</p> <p style="text-align: right;">Page 70</p>	<p>1 Mr. Nack, welcome. 2 MR. NACK: Thank you. 3 Good evening, Chair Ferrick and other 4 honorable members of the Planning Commission. My name is 5 William Nack. I'm a resident of Menlo Park. I am also 6 speaking on behalf of the San Mateo County Building 7 Trades Council. 8 In 2010, Facebook, the world's largest 9 social network and one of Silicon Valley's fastest 10 growing companies, approached Menlo Park about making 11 this community as their home. 12 Facebook's move to Menlo Park would 13 renovate an under-utilized corporate campus for its new 14 global headquarters. 15 Putting an existing unproductive property 16 back to work with such a flagship company provides Menlo 17 Park with an enormous public benefit. 18 Facebook's move from Palo Alto to Menlo 19 Park provides construction jobs and massive economic 20 opportunity at a time when the city and the county is 21 facing tough academic challenges. 22 Facebook has already established itself as 23 a good neighbor to the surrounding community by funding 24 charities, working in local schools, sponsoring community 25 events and supporting their new neighbors in Belle Haven.</p> <p style="text-align: right;">Page 71</p>
<p>1 We agree with staff's recommendation that 2 Facebook's project include substantial benefits and 3 respectfully request that the Planning Commission 4 recommend that the City Council adopt a resolution 5 approving the requested amended and restated Conditional 6 Development Agreement, approve an ordinance for the 7 Development Agreement, adopt a resolution approving the 8 heritage tree removal permits, adopt a resolution 9 certifying the Environmental Impact Report and adopt a 10 resolution adopting the Statement of Overriding 11 Considerations and Mitigation Monitoring Reporting 12 Program. 13 You now have the opportunity to make Menlo 14 Park home to one of the world's most popular, intriguing 15 and successful companies. 16 Thank you. 17 CHAIRPERSON FERRICK: Thank you, Mr. Nack. 18 Up next, we have Kate Comfort Harr and then 19 followed by Ray Mueller. 20 MS. HARR: Hello and thank you for the 21 opportunity to speak tonight. I am Kate Comfort Harr. I 22 am Executive Director of HIP Housing. 23 We are a non-profit organization that 24 provides creative affordable housing solutions throughout 25 San Mateo County, and I believe here tonight to talk on</p> <p style="text-align: right;">Page 72</p>	<p>1 behalf of Facebook and some of the outreach they've done 2 for the non-profit sector. 3 I feel that as a community, we're really at 4 our best when the public, the private and the non-profit 5 come together to work well, and the magic is in the 6 middle, and I feel that Facebook has done a very 7 conscientious effort to reach out to the non-profit 8 sector. 9 As Mr. Nack had commented, you know, 10 reaching out to school districts, to local affordable 11 housing agencies, including my own, and also sponsoring 12 major events like the progress seminar and today's 13 luncheon with Harr, which is all about affordable 14 housing. 15 So as we go forward, I would hope that -- 16 that as decisions are being made, that it would be kept 17 in mind that we do have a great community partner that's 18 made a very conscientious effort to -- to reach out to 19 the community and that would be taken into light as you 20 go forward making your decision. 21 Thank you. 22 CHAIRPERSON FERRICK: Thank you. Thanks 23 for being here. 24 And Ray, followed by Adina Levin. 25 MR. MUELLER: Good evening. Some I'm</p> <p style="text-align: right;">Page 73</p>

<p>1 speaking to you tonight as a resident, although I am a 2 member of the Menlo Park Transportation Commission. 3 I thought I was going to come here tonight 4 and it was going to be a relatively simple night, and 5 then I found this letter from Caltrans, and what I wanted 6 to do real quick is go over it with you because I've had 7 the chance to go through it real quickly. 8 And so for your edification, if you look at 9 the majority of this letter, it deals with the 25 percent 10 trip reduction figure. That's paragraphs 4, 5 and 6. 11 The problem with that is that Caltrans had 12 that figure prior, and in their prior response to the 13 City, it just simply asked for more information. 14 A good portion of this letter focuses on 15 the fact that 25 percent number doesn't comport with 16 realistic expectations. 17 They could have raised that issue earlier 18 in their first letter to the City. They did not. 19 Now, why that's important is they base -- 20 base it on their 2004 -- 2004 engineering handbook, but 21 things have changed since 2004, and when you go and you 22 look at their last paragraph, they ask for an example. 23 A great example of a 25 percent -- 24 actually, a greater than 25 percent trip reduction is 25 Stanford.</p> <p style="text-align: right;">Page 74</p>	<p>1 Stanford at ten percent go past twenty 2 percent and the twenty percent alternative transportation 3 TDM. 4 Why is this going to work? Well, it works 5 because of -- and it really gets to the crux of this 6 letter, I believe. 7 It works because of the TDM penalties that 8 you see in the Development Agreement which are 9 significant, which it can be up as -- I think the example 10 goes up to \$400,000 per day. 11 And when you look at that figure and you 12 start to think about that money, then you have to go back 13 and think why did Caltrans send this letter, and I 14 believe the reason why Caltrans sent this letter is 15 reflected in paragraph 4, sub F. 16 If you look at paragraph 4, sub F, it ends 17 with "who will benefit from the financial penalties 18 received?" 19 And when I saw that, I reflected for a 20 moment, because I thought it was odd that Caltrans at the 21 last moment sent this letter to us on this project 22 because transportation demand measures really affect two 23 things, quality of life and who's going to pay for it. 24 And there's a lot in here about -- that 25 sort of beats around the bush, that they didn't raise</p> <p style="text-align: right;">Page 75</p>
<p>1 initially, and then they sort of get to it in one 2 sentence. Are we going to benefit from this financially? 3 So as you go through this, I really think a 4 great portion of this can be discounted because it was 5 wasn't raised earlier. 6 Paragraph 3, if you look at it, we have -- 7 completely within our right as -- as proposed in our 8 master response to set the limitation at fifteen years as 9 to what they're saying we should have. 10 So I wanted to bring that to your 11 attention, because when I first saw this letter, it 12 really did give me pause, but I -- I think that this is 13 something that honestly can be worked out between the 14 City and Caltrans. 15 I think the letter's frankly a little 16 inflammatory. I think it's meant to be that way from a 17 negotiating standpoint. 18 Having said all of that, I really encourage 19 you tonight to move this plan forward and to certify it 20 and to -- to recommend to Council that they go ahead and 21 go forward with all of the -- the appropriate ordinances. 22 This campus means so much; not only to 23 Menlo Park, but frankly to the valley, and we're at a 24 very critical time right now in the valley to get this 25 project moving.</p> <p style="text-align: right;">Page 76</p>	<p>1 Thank you. 2 CHAIRPERSON FERRICK: Thank you, Ray. And 3 Adina. 4 That's the last card I have. If anyone 5 else is interested in commenting on this item, please 6 fill out a speaker card and bring it up to the staff 7 table. 8 Thanks. Adina. 9 MS. LEVIN: Good evening, Chair and 10 Commissioners. Adina Levin, resident of Menlo Park, and 11 I have a couple of questions relating to some of the late 12 breaking changes that the Chair and Commission may find 13 relevant to be answered by staff, and if so, here's the 14 questions. 15 First of all, in the staff report, there 16 was a mention of some changes in how the trip cap works, 17 and I was wondering what those were. 18 The second is a clarification of when does 19 the reporting start. Is that date triggered by the same 20 thing that some of the other changes were triggered? 21 Which is thirty days after the Development Agreement is 22 signed, which is the CEQA statute of limitations, or is 23 that correct for when the reporting kicks in? Does that 24 make sense? 25 When does the reporting start? Is it</p> <p style="text-align: right;">Page 77</p>

<p>1 thirty days after the Development Agreement is signed?</p> <p>2 Third question has to do with the</p> <p>3 pedestrian undercrossing, and another detail -- one of</p> <p>4 the mitigation measures, which is as I understand it</p> <p>5 correctly closing off the pedestrian exit from the</p> <p>6 Facebook campus crossing the street going over --</p> <p>7 crossing Bayfront Expressway.</p> <p>8 And if I understand that right, is that</p> <p>9 actually correlated with the existence of the</p> <p>10 undercrossing so that once there's an undercrossing,</p> <p>11 people will be expected to do that and not cross on the</p> <p>12 street?</p> <p>13 Or might that happen prior, which would</p> <p>14 obviously hamper people crossing the street without a</p> <p>15 compensation -- you know, without the ability to use the</p> <p>16 undercrossing.</p> <p>17 Last question has to do with something that</p> <p>18 I observed in the agreement with East Palo Alto, which</p> <p>19 was received by East Palo Alto a week ago.</p> <p>20 There was a clause in there that said if</p> <p>21 there's any litigation on the matter, that the</p> <p>22 agreement -- with East Palo Alto, which includes</p> <p>23 significant improvements to the bicycle and pedestrian</p> <p>24 facilities which help Facebook commuters and -- as well</p> <p>25 as it being a community benefit, those would be obviated</p> <p style="text-align: right;">Page 78</p>	<p>1 if there's any kind of litigation.</p> <p>2 And my concern there is if there are others</p> <p>3 unrelated to East Palo Alto -- for example, if Atherton</p> <p>4 would choose to sue, would that obviate all the other</p> <p>5 community benefits with East Palo Alto? Or, you know,</p> <p>6 is -- is it only an East Palo Alto related term?</p> <p>7 So those are the questions that came to</p> <p>8 mind with the late -- late breaking changes.</p> <p>9 And in summary, I would continue to express</p> <p>10 happiness that Facebook is in town. It's a tremendous</p> <p>11 asset to the community. Really happy to see the</p> <p>12 improvements to bike and pedestrian access which will</p> <p>13 help Facebook achieve its trip cap and help residents of</p> <p>14 the area getting around without needing to drive quite so</p> <p>15 much and add traffic to the roads, and I hope that this</p> <p>16 Commission and that the City Council move this to a</p> <p>17 conclusion so that Facebook can settle in and grow.</p> <p>18 Thank you.</p> <p>19 CHAIRPERSON FERRICK: Thank you, Adina.</p> <p>20 All right. That's the last card. Any</p> <p>21 other cards anywhere? No? All right. Great.</p> <p>22 That concludes public comments, and before</p> <p>23 we go to questions, I wanted to ask the applicant if he</p> <p>24 would like to say anything. John Tenanas.</p> <p>25 MR. TENANAS: Good evening. Let me begin</p> <p style="text-align: right;">Page 79</p>
<p>1 by thanking you and also a big thanks to the staff.</p> <p>2 You've done an amazing job. Thanks so much.</p> <p>3 You've been a powerful and valuable voice</p> <p>4 during our move here to -- Facebook's move to Menlo Park.</p> <p>5 You've been -- you've been in contact or we've been in</p> <p>6 contact directly.</p> <p>7 In fact, I've made formal presentations to</p> <p>8 you about our plans and public.</p> <p>9 I believe we enjoy a positive collaborative</p> <p>10 process. Because we've listened, we've taken your</p> <p>11 feedback, we stretched to meet your concerns that you've</p> <p>12 raised in our last few meetings.</p> <p>13 As a result, the agreement that you -- that</p> <p>14 we're considering represents a concrete commitment to</p> <p>15 Menlo Park and our neighboring communities.</p> <p>16 You deserve a great deal of credit for your</p> <p>17 contributions to you -- what has been done. It's been a</p> <p>18 very positive experience for us.</p> <p>19 During the process of our move, we've grown</p> <p>20 from a company looking for more efficient workspace into</p> <p>21 a good neighbor looking out for our local community, and</p> <p>22 along the way, we've built strong friendships and new</p> <p>23 partnerships focused on a better Menlo Park and the</p> <p>24 neighboring communities.</p> <p>25 Thank you again for your help. I'd like to</p> <p style="text-align: right;">Page 80</p>	<p>1 invite your questions and welcome any constructive</p> <p>2 conversations about how we can cement Facebook's future</p> <p>3 in this community.</p> <p>4 Thanks so much.</p> <p>5 CHAIRPERSON FERRICK: Thank you very much.</p> <p>6 All right, and with that, did you have</p> <p>7 anything to add before we bring it back up here for</p> <p>8 questions and comments?</p> <p>9 MR. MURPHY: No, but at -- at some point,</p> <p>10 you will want to officially close the public hearing with</p> <p>11 a motion and second. You can do that now and ask</p> <p>12 questions or you could hold it open for a little bit, but</p> <p>13 we want to make sure we do close the public hearing.</p> <p>14 CHAIRPERSON FERRICK: All right. I've</p> <p>15 given everybody plenty of notice to get their comments</p> <p>16 cards in.</p> <p>17 So I just assume make the motion to close</p> <p>18 the public hearing. If there's a second out there.</p> <p>19 COMMISSIONER O'MALLEY: Second.</p> <p>20 CHAIRPERSON FERRICK: Jack O'Malley</p> <p>21 seconds that.</p> <p>22 And all those in favor? All those -- oh,</p> <p>23 that was unanimous. Six to zero with Commissioner Yu</p> <p>24 absent.</p> <p>25 And all right. So bringing it back up here</p> <p style="text-align: right;">Page 81</p>

<p>1 for discussion, I wanted to actually start, if that's all 2 right with you all, myself with just asking some of the 3 questions that one of the public comment speakers, Adina 4 Levin raised just to get some clarification from probably 5 Justin or Rachel on a little bit more explanation of the 6 changes and how the trip cap works. 7 Chip Taylor. 8 MR. TAYLOR: Yeah. I'll answer that one, 9 because I think some of the others, I'll probably wind up 10 answering. 11 But ultimately the trip cap, the only thing 12 that changed was that the penalty was actually put 13 forward. 14 So that was just not identified early. So 15 now the penalty is identified. That's the only change to 16 it. 17 CHAIRPERSON FERRICK: Great. Thank you. 18 Maybe it's Rachel or maybe it's Chip. I don't know. 19 When does the reporting start for the -- 20 after signing? 21 MR. TAYLOR: For the trip cap or -- or 22 just reporting in general? 23 CHAIRPERSON FERRICK: It sounds like it 24 had more to do with all the requirements rather than just 25 the trip cap.</p> <p style="text-align: right;">Page 82</p>	<p>1 MR. MURPHY: For all the requirements, 2 okay. So in terms of the annual reporting, that would be 3 one year after the effective date of the agreement. 4 So if it's effective in July, then every 5 July, we would do the annual reporting. 6 If it is specific to the annual -- in terms 7 of monitoring the -- the trips, then that's within the 8 180 days of the effective date, the equipment needs to be 9 installed, and that's in the trip cap policy on page 4 of 10 that attachment G. 11 CHAIRPERSON FERRICK: Okay. And for those 12 who don't know the equipment actually is the automatic 13 counting of cars equipment. 14 All right. Thank you. 15 And then the pedestrian under -- 16 undercrossing. Is the closure of the at grade pedestrian 17 crossing correlated with the opening of the under- 18 crossing? 19 MR. TAYLOR: There was a time when we were 20 looking to potentially close the above grade or at grade 21 crossing as the undercrossing was developed, but we've 22 decided to leave both of those open for the time being. 23 At some point in the future, we may discuss 24 that further and decide maybe it's appropriate to close 25 the at grade closing, but for right now, both would</p> <p style="text-align: right;">Page 83</p>
<p>1 remain open. 2 CHAIRPERSON FERRICK: All right. Any 3 other discussion points up here? Oh, and just for a 4 process, too, we have the option -- I checked this out 5 earlier -- of making the recommendation in one big 6 motion. 7 We could break out the Environmental Impact 8 Report or we could take each of those five items one at a 9 time to make the recommendations or change the 10 recommendations or what have you. 11 So just so you know, we have some options 12 and flexibility there, and I'll start with Commissioner 13 Bressler. 14 COMMISSIONER BRESSLER: Okay. There's a 15 list on the EIR document, page 4-163, and this -- the far 16 right column on this page, this is about intersections 17 and whether the mitigation measures have really mitigated 18 the problem. 19 And my question is: The gentleman from 20 Atherton in particular got me thinking about this. He's 21 saying that he thought it was feasible to fully mitigate 22 the problems at Marsh and some other problems throughout 23 Atherton. 24 And it just seems like we've got a company 25 here with -- if these really are associated with this</p> <p style="text-align: right;">Page 84</p>	<p>1 project, why do we have partial mitigations? Why can't 2 we mitigate everything here? Is it just not possible? 3 How are these decisions made? 4 MS. GROSSMAN: I'm going to start and then 5 I can turn it over to Mr. Taylor for further insert. 6 Just to clarify what you were pointing to 7 is my staff report. There was an attachment to the East 8 Palo Alto letter, and so actually this table's been 9 updated and it's included in the Final EIR on page 5-15. 10 COMMISSIONER BRESSLER: Yes. 11 MS. GROSSMAN: So includes some additional 12 information. It's a little bit different format. It was 13 structured differently to fit better into the staff 14 report. 15 In regards to Atherton, I apologize if I 16 was not clear, but the mit -- the mitigation measure 17 included in the EIR and is required as part of the -- 18 will be required when the West Campus comes forward, 19 because it's triggered with the East Campus and West 20 Campus cumulative, would mitigate the impacts. 21 However, since it is in a jurisdiction 22 other than the City of Menlo Park, we still identified 23 those as a significant and unavoidable. 24 It's thought that perhaps Atherton and 25 Caltrans may not approve of the mitigation measures. I</p> <p style="text-align: right;">Page 85</p>

<p>1 can let Chip speak.</p> <p>2 And he was just highlighting the fact that</p> <p>3 that particular mitigation is a fair share contribution.</p> <p>4 So it doesn't fully mitigate that -- that intersection</p> <p>5 impact unless other projects are to contribute to the</p> <p>6 construction.</p> <p>7 COMMISSIONER BRESSLER: All right. So I</p> <p>8 just want to be really clear. You said a few things</p> <p>9 there.</p> <p>10 If everybody goes along with the program,</p> <p>11 will these impacts be mitigated according to the EIR?</p> <p>12 MR. TAYLOR: In the case of Marsh and</p> <p>13 Middlefield, it's -- in that particular case, there is a</p> <p>14 mitigation measure that's in the document. The one</p> <p>15 that's in the document is the feasible mitigation</p> <p>16 measure.</p> <p>17 And so similar to other projects that have</p> <p>18 been done for this particular intersection, the project</p> <p>19 is going to pay a fair share contribution toward that</p> <p>20 improvement, and they're actually paying a fair share of</p> <p>21 the new traffic that's being added to the intersection.</p> <p>22 So even though they currently add about</p> <p>23 eight percent in the long range time frame, their</p> <p>24 actually -- their fair share contribution is going to be</p> <p>25 about thirty percent of the total cost of that</p> <p style="text-align: right;">Page 86</p>	<p>1 improvement.</p> <p>2 And so that was calculated to pay for their</p> <p>3 portion of the impact at the intersection.</p> <p>4 COMMISSIONER BRESSLER: Since we're on</p> <p>5 this topic, I want to follow up on something a little</p> <p>6 different.</p> <p>7 I'm not aware of it if it's in here, but is</p> <p>8 there any analysis that looks at whether improving bike</p> <p>9 trails east-west across the City would have any</p> <p>10 beneficial effect?</p> <p>11 MR. TAYLOR: There's not that analysis.</p> <p>12 Right now, there's not a lot of good models that actually</p> <p>13 will allow that analysis to take place and really be more</p> <p>14 legally defensible.</p> <p>15 And so as -- over time, I think that that's</p> <p>16 going to be more of an emphasis and there's going to be</p> <p>17 more tools available to do those sorts of analyses, but</p> <p>18 right now, there really isn't that sort of analysis to do</p> <p>19 anything to analyze what kind of reduction you might see</p> <p>20 in traffic for building a bike trail.</p> <p>21 COMMISSIONER BRESSLER: Okay. So that --</p> <p>22 that was my impression, the fact that we didn't have the</p> <p>23 analysis, we couldn't support the mitigation measures is</p> <p>24 really the explanation why there may not be any</p> <p>25 mitigation for anything like that or improvements in the</p> <p style="text-align: right;">Page 87</p>
<p>1 bike trails as described.</p> <p>2 Thank you.</p> <p>3 CHAIRPERSON FERRICK: All right.</p> <p>4 Commissioner Riggs.</p> <p>5 COMMISSIONER RIGGS: Thank you.</p> <p>6 Just because I have it written down here, I</p> <p>7 want to observe that the trip monitoring is -- by the</p> <p>8 Development Agreement determined by the City and paid for</p> <p>9 by Facebook, and it of course is reported to the City,</p> <p>10 and I think has someone else says -- a public speaker has</p> <p>11 noted, the penalties for failing to keep within the trip</p> <p>12 count are quite significant.</p> <p>13 I -- as a Planning Commissioner, I find</p> <p>14 this quite important because a lot of -- well, a</p> <p>15 significant part of our approval of the increased density</p> <p>16 is based on the faith that the traffic will indeed be</p> <p>17 held in check.</p> <p>18 My question regarding traffic has to do</p> <p>19 with the peak hour, which is something that Ben also</p> <p>20 touched on, and I think a lot of us have observed that</p> <p>21 there are a lot of professionals in the South Bay who</p> <p>22 operate at a somewhat shifted time zone and that the</p> <p>23 likely traffic peak for Facebook might be one to two</p> <p>24 hours later than what was chosen for traffic impact.</p> <p>25 I have two questions. First just</p> <p style="text-align: right;">Page 88</p>	<p>1 confirming that the traffic impact is based on a</p> <p>2 different work type, this being the M-2 zone, but also</p> <p>3 being a traffic corridor from the East Bay into the</p> <p>4 Peninsula.</p> <p>5 Is -- is that perhaps why the traffic</p> <p>6 appears to peak at the hours that are suggested, the 7:00</p> <p>7 to 9: 00 and the 4:00 to 6:00? This would be for Chip.</p> <p>8 MR. TAYLOR: I mean, the analysis is based</p> <p>9 on the traffic counts in the area, and we've looked at</p> <p>10 historical count, and typically historically, the peak</p> <p>11 hour in this particular area is anywhere from 7:15 to</p> <p>12 8:15, 7:30 to 8:30, 7:45 to 8:45.</p> <p>13 It kind of varies depending on the year,</p> <p>14 but it's clearly in that 7:00 to 9:00 time frame is when</p> <p>15 the roadway peaks.</p> <p>16 COMMISSIONER RIGGS: All right. Well, you</p> <p>17 can't argue with observation.</p> <p>18 And then can you give us just an idea of</p> <p>19 the traffic flow during those hours? I mean, we're</p> <p>20 looking at a potential campus at full buildout of over</p> <p>21 9,000.</p> <p>22 The traffic on -- say through the</p> <p>23 intersection of the expressway and Willow Road during the</p> <p>24 peak hour. Just a rough order of magnitude?</p> <p>25 MR. TAYLOR: Well, I mean, there's --</p> <p style="text-align: right;">Page 89</p>

<p>1 there's several points of entrance and exit for the site, 2 but ultimately the trip cap is built on 2,600 cars or 3 trips -- not cars, trips during the peak period, in the 4 7:00 to 9:00 peak period and the 4:00 to 6:00 peak 5 period. 6 That's for the East Campus, and the West 7 Campus, I believe, the 1,100. I'd have to look at the 8 exact number, but it's a -- a lower number because 9 there's a lower amount of square footage there as part of 10 its trip cap. 11 So that gives you some idea of the number 12 of vehicles that would be coming to the site. 13 COMMISSIONER RIGGS: All right. And just 14 to put that in perspective with what is currently there 15 now, I see on page 5-65, Willow Road daily traffic is in 16 the 45,000 range. 17 Do you have roughly what -- what northbound 18 Willow is, for example, during the peak hour? 19 MR. TAYLOR: I -- I could try to look in 20 the document and find that information. It might be in 21 there, but I don't have that number right off the top of 22 my head. 23 I think the numberS that you quoted, 45,000 24 shows some of the daily traffic that you see on Willow in 25 the more cumulative time frame.</p> <p style="text-align: right;">Page 90</p>	<p>1 COMMISSIONER RIGGS: All right. Is it 2 fair to say that if the current peak hour traffic is 3 between 7:00 and 9:00 and people coming to Facebook at 4 ten o'clock are probably not going to exceed that current 5 level of -- of traffic? 6 MR. TAYLOR: I mean, as -- as you get past 7 nine o'clock, the traffic volumes start to taper pretty 8 significantly. 9 So the background traffic or the existing 10 traffic on the roadways tapers, which frees up a lot of 11 capacity on those roadways. 12 And so by ten o'clock, you've got a lot of 13 additional capacity on the roadway where your signals are 14 operating at a much better level of service at that 15 point. 16 COMMISSIONER RIGGS: Okay. Thank you. 17 I think that's it for questions. I'll have 18 a couple of comments later. 19 CHAIRPERSON FERRICK: All right. Thanks. 20 And before I move on to Commissioners 21 Kadvany and Eiref, I wanted to ask just a little bit 22 related to what you were just talking about. Actually, I 23 wanted to touch on what Transportationer -- 24 Transportation Commissioner Mueller commented on, that 25 Caltrain -- the Caltrans letter that I know you haven't</p> <p style="text-align: right;">Page 91</p>
<p>1 had a chance to digest yet, but just in general how would 2 you approach working with a -- an entity such as Caltrans 3 after receiving such a letter? 4 MR. TAYLOR: Well, I mean, from -- from 5 the standpoint of obviously there's the legal issues that 6 we have to con -- deal with this, but as far as -- 7 ultimately, we have to deal with them through the process 8 of the mitigation measures and -- and putting mitigation 9 measures in. 10 So we'll us just have to work with them, 11 and if there's some slightly different numbers that they 12 want to see as we're doing the encroachment permit, we'll 13 just have to work with them and address those as we go. 14 I don't have a good answer without looking through the 15 letter. 16 CHAIRPERSON FERRICK: But it wouldn't 17 change a Development Agreement if it's been signed and 18 put into effect? 19 MR. TAYLOR: I -- I wouldn't anticipate, 20 no. I don't think it could. 21 CHAIRPERSON FERRICK: All right. Thank 22 you. 23 Commissioner Kadvany. 24 COMMISSIONER KADVANY: I'll hold off on 25 comments, but I do want to complete the thought on Mr.</p> <p style="text-align: right;">Page 92</p>	<p>1 Kashiwagi's -- 2 CHAIRPERSON FERRICK: Uh-huh. 3 COMMISSIONER KADVANY: -- comments from 4 Atherton. 5 What I understood him to say in addition to 6 the comments from staff was that the trip -- the trip -- 7 trip cap is nominal or artificial in some way, there -- 8 therefore modifying the traffic models so that they'll 9 obey this trip cap is misrepresenting the actual traffic 10 volume. 11 The models should have not had such a cap 12 or the cap should have been much higher, and if you have 13 a higher -- you know, that var -- what that variable 14 would have been of the amount of traffic coming into 15 Facebook would be higher, and that would lead to further 16 impacts in Atherton. So that's what I think I understood 17 him to be saying. 18 My own -- this is a question for the EIR 19 lawyers and so on, but those we -- we do have these 20 stringent penalties and when do have a fixed parking lot 21 at Facebook, which would seem to make the trip cap more 22 than nominal or whatever -- artificial is the word he 23 used, but that's what -- that's what I heard in -- in 24 addition to the -- to what was brought out by staff. 25 So is that consistent with what you -- you</p> <p style="text-align: right;">Page 93</p>

<p>1 all heard down there when he was -- he did -- that was 2 one of his major points of what he was reading. 3 MR. TAYLOR: Yeah. I believe -- that is 4 one of the points that was in the letter, and we have 5 addressed that, and the key is that it's tied to the 6 Conditional Development Permit, so it's tied to that. 7 There's a legal remedy, and then ultimately 8 you have a \$50 per trip penalty, which is very stiff and 9 starts to increase very significantly each day that they 10 go over that penalty. So they have a -- a large 11 incentive to stay under it. 12 COMMISSIONER KADVANY: I understand. What 13 he in effect was saying that there -- we should have 14 modeled this differently and there were -- we should have 15 looked at -- and consequently other streets in Atherton, 16 et cetera. 17 So that's a follow up on Vince's question 18 about what were they tracking in the EIR. Well, he's 19 contesting the whole assumption of -- of the trip cap. 20 But it is. If we didn't have the -- didn't 21 have the penalties, didn't have a parking lot, it would 22 be much harder to justify, but again it's a question for 23 the lawyers to pursue. 24 CHAIRPERSON FERRICK: Well, just a 25 clarification question on that, though. Isn't the EIR</p> <p style="text-align: right;">Page 94</p>	<p>1 itself the process and what -- what is looked at 2 certified by a state agency to say that it's an 3 adequate -- you know, like you're looking at the right 4 thing? 5 MS. GROSSMAN: The document would actually 6 be certified by our City Council. 7 CHAIRPERSON FERRICK: Okay. 8 Commissioner Eiref. 9 COMMISSIONER EIREF: I just wanted to 10 continue to explore the trip cap time limit just a little 11 bit more, because the big number, the 15,000 to me is not 12 much of a real challenge. I'm guessing. 13 You have -- if you have 6,600 employees on 14 here, every one of them could drive their own car and 15 still fit within 15,000 trips per day. 16 The real ones that matter are the 7:00 to 17 9:00 and the 5:00 -- 4:00 to 6:00, and I'm guessing that 18 the 4:00 to 6:00 one is going to be the most operative 19 one, because, you know, a lot of software developers, 20 people I'm guessing -- just making guesses here -- that 21 will be at Facebook are probably going to be staying a 22 bit later and probably not heading home at four o'clock 23 in the afternoon. Just -- just a guess. 24 So I feel personally just based on having 25 been around for ten or fifteen years in the community</p> <p style="text-align: right;">Page 95</p>
<p>1 that -- it's that 6:00 to 7:00 period where you could 2 potentially be dumping thousands of people out on to the 3 roadways. 4 Now perhaps it's not going to affect Willow 5 so much out near the campus because it sounds like the -- 6 that the -- the flow there is not so high, but if you're 7 dumping them on to 101 or Willow closer to Menlo Park or 8 Marsh or any of these other roads, in my observation it 9 would be that those roads are extremely busy. In fact, 10 sometimes they're packed between 6:00 and seven o'clock 11 in the evening. 12 So I'll let -- see if this resonates with 13 any of the other commissioners, but that's kind of 14 opening a big -- a big hole in the structure of the 15 framework here to not be kind of covering that 6:00 to 16 7:00 time zone. 17 CHAIRPERSON FERRICK: Well, my comment 18 back to that is that it's a data driven time frame, that 19 that's what studies have shown is, in fact, the peak 20 traffic period. 21 So even though we can estimate people will 22 be working long hours, we don't have any -- I mean, data 23 shows that the 4:00 to 6:00 period is the heavier volume. 24 So that's -- so I'm comfortable with it 25 being 4:00 to 6:00 in the EIR and as the trip cap peak</p> <p style="text-align: right;">Page 96</p>	<p>1 period. 2 COMMISSIONER BRESSLER: I'm looking at the 3 table of 5-15 again, and item number 8, 12 and 18 4 according to this table are not fully mitigated. 5 I'm reading that correctly; am I not? 6 MR. TAYLOR: That's correct. So 8 is 7 Willow and Bayfront Expressway, which is correct. It's 8 not being fully mitigated. 9 Willow and Newbridge is 12, which is not 10 fully mitigated, and the other one? 11 COMMISSIONER BRESSLER: University Avenue 12 and Bayfront Expressway. 13 MR. TAYLOR: University Avenue and 14 Bayfront Expressway. 15 COMMISSIONER BRESSLER: These are all out 16 there. These intersections are -- I mean, it's not just 17 the a Menlo Park issue. There seems to be some kind of 18 flaw in this process where Menlo Park gets to decide the 19 EIR and yet this is more of a regional issue, and now we 20 get this letter from -- from Caltrain saying is there -- 21 does the larger community have any redress other than 22 suing? Is that what they can do? 23 MR. TAYLOR: I won't get into the legal 24 pieces, but as far as -- there's -- there's reasons why 25 these particular intersections don't -- are not fully</p> <p style="text-align: right;">Page 97</p>

<p>1 mitigated.</p> <p>2 In the case of Willow and Newbridge, let's</p> <p>3 say, there's a need for an additional turn lane from</p> <p>4 Willow on to Newbridge, and there -- it's very difficult</p> <p>5 to get that additional turn lane on Willow as well as any</p> <p>6 need the receiving lane on Newbridge and there's</p> <p>7 buildings on the other side.</p> <p>8 COMMISSIONER BRESSLER: Yeah. I</p> <p>9 understand it's difficult and it's expensive, and then</p> <p>10 the City of Menlo Park comes along and says, "Well,</p> <p>11 that's okay because we want Facebook," but that may not</p> <p>12 be okay to somebody else.</p> <p>13 And, I mean, I guess that's just the nature</p> <p>14 of this process.</p> <p>15 I mean, am I missing something here? We</p> <p>16 do -- we do -- I guess what I'm looking for is a couple</p> <p>17 of things.</p> <p>18 One is who decides that it's worth saying,</p> <p>19 "Okay. That's fine." How is that decision made?</p> <p>20 MR. MURPHY: At -- at the end of the day,</p> <p>21 it's the City Council certifying the EIR. It's a pretty</p> <p>22 extensive process in terms of Notice of Preparation, the</p> <p>23 preparation of the Draft EIR, consultation with various</p> <p>24 agencies, response to comments -- comments, response to</p> <p>25 comments, Final EIR and ultimately certification by the</p> <p style="text-align: right;">Page 98</p>	<p>1 City Council. So it's been a year plus long process.</p> <p>2 COMMISSIONER BRESSLER: I understand.</p> <p>3 MR. MURPHY: By it's the decision of the</p> <p>4 City Council.</p> <p>5 COMMISSIONER BRESSLER: Bottom line, it's</p> <p>6 the City of Menlo Park, period.</p> <p>7 CHAIRPERSON FERRICK: Well, can I</p> <p>8 interrupt? I'm sorry.</p> <p>9 What I have been trying to get from you,</p> <p>10 Rachel, but I did locate it in here. Page 4.2 of the</p> <p>11 Final EIR responses is a letter from the State of</p> <p>12 California Governor's Office of Planning and Research</p> <p>13 paragraph at the end says: "This letter acknowledges</p> <p>14 that you complied with the State Clearing House Review</p> <p>15 requirements for Draft Environmental documents pursuant</p> <p>16 to CEQA. Please contact" blah-blah-blah-blah.</p> <p>17 So when I was reading that, I thought, oh,</p> <p>18 it's sort of been codified as far as like being a process</p> <p>19 or a -- you kind of checked all the boxes that you needed</p> <p>20 to check in order to have a valid EIR?</p> <p>21 MS. GROSSMAN: We've complied with the</p> <p>22 requirements of the State Clearing House which is</p> <p>23 operates and mandates the requirements for environmental</p> <p>24 review.</p> <p>25 So as part of that, we notified them of the</p> <p style="text-align: right;">Page 99</p>
<p>1 Draft EIR. Once we get through the certification</p> <p>2 process, assuming we have an EIR to certify, we'll be</p> <p>3 notifying them at the conclusion of that.</p> <p>4 There are posting requirements, both at the</p> <p>5 state level and at the county level. So we do go through</p> <p>6 all those, those required steps, and as Mr. Murphy</p> <p>7 alluded to, there's been extensive outreach process,</p> <p>8 including many meetings with Atherton, many calls and</p> <p>9 discussions with Caltrans.</p> <p>10 We've done our best to reach out early and</p> <p>11 often to engage these participants and address all these</p> <p>12 concerns.</p> <p>13 COMMISSIONER BRESSLER: Just a thought.</p> <p>14 This is not meant as a criticism of staff or the City of</p> <p>15 men member. It's just that we have this huge document,</p> <p>16 and I mean, I'd like to cut through everything and just</p> <p>17 point out what's not mitigatable and who makes the</p> <p>18 decision.</p> <p>19 I think it's important for people to</p> <p>20 understand that.</p> <p>21 Okay. Thanks.</p> <p>22 CHAIRPERSON FERRICK: In case -- just for</p> <p>23 clarification perhaps on that, there's a really helpful</p> <p>24 table towards the back of that -- of that book 5-15.</p> <p>25 It has the intersections that are -- you</p> <p style="text-align: right;">Page 100</p>	<p>1 know, that are in that status that are difficult to</p> <p>2 mitigate for whatever reason. That's a good summary of</p> <p>3 the -- you know, cutting through the mass volume of pages</p> <p>4 to really what is -- what are the tougher intersections,</p> <p>5 and it sounds like seven -- could you explain what you</p> <p>6 told me earlier seven triggered?</p> <p>7 MS. GROSSMAN: So when I first presented</p> <p>8 this to you all back in January, we had -- with Mr.</p> <p>9 Taylor, there was that graphic that you had up, which is</p> <p>10 fantastic, indicates the ten different intersections, and</p> <p>11 only -- now to the point we update that table is that</p> <p>12 we've now removed Middlefield and Lytton based upon the</p> <p>13 re-analysis. So we're at nine intersections.</p> <p>14 And then the one intersection that is</p> <p>15 within our jurisdiction, which is Middlefield and Willow,</p> <p>16 can be fully mitigated, and that's indicated on this</p> <p>17 table.</p> <p>18 So we're down to looking at eight</p> <p>19 intersections, and of those eight intersections,</p> <p>20 including Marsh and Middlefield, which Mr. Taylor</p> <p>21 corrected. I was not quite clear on this. That is a</p> <p>22 partial mitigation.</p> <p>23 We have four that are partially mitigated,</p> <p>24 and they're infeasible to fully mitigate due to</p> <p>25 challenges related to right-of-way acquisition and other</p> <p style="text-align: right;">Page 101</p>

<p>1 constraints as Mr. Taylor alluded to.</p> <p>2 The other four have mitigation measures</p> <p>3 that are feasible with Caltrans' approval, but we still</p> <p>4 consider that significant and unavoidable since we are</p> <p>5 unsure if Caltrans will approve those mitigation</p> <p>6 measures.</p> <p>7 CHAIRPERSON FERRICK: Thanks a lot.</p> <p>8 MS. GROSSMAN: Thank you.</p> <p>9 Commissioner Kadvany.</p> <p>10 COMMISSIONER KADVANY: Thank you. I guess</p> <p>11 we're still kind of in question -- kind of a question</p> <p>12 morphing to discussion, but I want to follow up on</p> <p>13 Commissioner Eiref's point.</p> <p>14 I thought about this 4:00 to 6:00 PM or</p> <p>15 5:00 to 6:00 PM peak for the afternoon. I thought I</p> <p>16 understood when Commissioner Riggs was talking about the</p> <p>17 same issue, he was talking about the morning peak.</p> <p>18 And so Mr. Taylor's discussion of when the</p> <p>19 peak hours for the morning, but we get the peak for the</p> <p>20 afternoon, also there, the data peak?</p> <p>21 MR. TAYLOR: I don't -- I don't have it</p> <p>22 off the top of my head, but I mean, typically in these</p> <p>23 cases, it's about -- 4:30 to 5:30 tends to be the peak</p> <p>24 hour, but I don't have the data in front of me right now</p> <p>25 for this particular case.</p> <p style="text-align: right;">Page 102</p>	<p>1 But I know we did look at that when we were</p> <p>2 putting these documents together to determine what would</p> <p>3 be the appropriate peak period, and the peak period is</p> <p>4 really the -- the peak of those adjacent roadways.</p> <p>5 It's not to say that there's some -- some</p> <p>6 level of traffic in either side of that, but that is the</p> <p>7 peak time frame.</p> <p>8 COMMISSIONER KADVANY: Right. We're</p> <p>9 talking about that location and not on 101, which may hit</p> <p>10 its peak somewhat later because it's drawing traffic</p> <p>11 from -- that would be good if we -- if we do that.</p> <p>12 I have some sympathy with what Commissioner</p> <p>13 Eiref is pointing out, because it is intuitive, it's not</p> <p>14 database. Database.</p> <p>15 Is -- I mean, is there a question about</p> <p>16 feasibility if the -- if the peak is moved later from</p> <p>17 Facebook's perspective from your discussions with them?</p> <p>18 Are you -- are they running -- are they</p> <p>19 concerned that too many people will be then leaving in</p> <p>20 the 6:00 to seven o'clock range to make that, you know,</p> <p>21 feas -- if that provided a greater advantage to the City</p> <p>22 from the perspective of traffic density, volume</p> <p>23 mitigation, does it nonetheless provide issues for, you</p> <p>24 know, crowd management at Facebook?</p> <p>25 MS. GROSSMAN: Well --</p> <p style="text-align: right;">Page 103</p>
<p>1 COMMISSIONER KADVANY: Workforce</p> <p>2 management. I'm sorry.</p> <p>3 MS. GROSSMAN: That was not something that</p> <p>4 was analyzed in the Environmental Impact Report. So</p> <p>5 additional analysis would be required, which would push</p> <p>6 the project back.</p> <p>7 I'm not sure what would result out of that</p> <p>8 processes, but we would need to further analyze that if</p> <p>9 the analysis were to be changed as a result of the change</p> <p>10 to the peak period.</p> <p>11 MR. TAYLOR: I mean, the other case, too,</p> <p>12 is, you know, depending on where you put it, if you put</p> <p>13 it 4:00 to 6:00 or you put it 5:00 to 7:00, they could</p> <p>14 potentially shift one way or the other. They could shift</p> <p>15 earlier and try to leave earlier. They can shift later</p> <p>16 and try to go after the peak period at that time.</p> <p>17 So either way you do it, I think you always</p> <p>18 have that risk that there could be something at another</p> <p>19 hour of the day.</p> <p>20 COMMISSIONER KADVANY: Well, I -- I mean,</p> <p>21 I think what we're trying to do is incentivize exactly</p> <p>22 that behavior so that we direct the behavior in that</p> <p>23 direction.</p> <p>24 So we want to basically optimize our, you</p> <p>25 know, placement of -- of the peak, unless indeed Facebook</p> <p style="text-align: right;">Page 104</p>	<p>1 has -- you know, they're basically concerns basically</p> <p>2 with what they expect to see from, you know, their own --</p> <p>3 their own workforce.</p> <p>4 My question -- I mean, my earlier question</p> <p>5 was not about the EIR. I know this -- I know there was</p> <p>6 not -- the EIR did not say Facebook said, "No, I don't</p> <p>7 think we could handle that."</p> <p>8 I was asking sort of in terms of the</p> <p>9 informal discussions about when that was -- was set.</p> <p>10 But I'll leave it at that. Maybe</p> <p>11 Commissioner Eiref has some new ideas on the topic.</p> <p>12 CHAIRPERSON FERRICK: Well, there's --</p> <p>13 Commissioner Riggs is next because his light's on.</p> <p>14 COMMISSIONER RIGGS: Thank you, Madam</p> <p>15 Chair.</p> <p>16 By the way, I should -- if you want to</p> <p>17 refer to the peak numbers following page 5-50 in the</p> <p>18 Final EIR, two pages following is the existing peak hour</p> <p>19 volumes chart from Atkins.</p> <p>20 So I did want to just confirm something a</p> <p>21 bit following up Commissioner Bressler's question,</p> <p>22 because inevitably when we see an EIR, we start to think</p> <p>23 of it as a prescription for the applicant and the City,</p> <p>24 whereas -- correct me if I'm wrong, but an EIR is a</p> <p>25 reporting -- is a report that is required by the City in</p> <p style="text-align: right;">Page 105</p>

<p>1 order to prove that we have evaluated all -- al of the 2 environmental aspects of a project. 3 MS. GROSSMAN: I'll start and if Leigh 4 wants to chime in with anything else. 5 So the California Environmental Quality Act 6 identifies preparation of an environmental document as a 7 public disclosure document so that the approving body can 8 be informed as well as the public can be informed of any 9 potentially significant environmental impacts resulting 10 from the project. 11 So the tools have been informed that the 12 decision-makers and the public and to make a 13 determination such as in this case, if the public 14 benefits and the benefits of the project outweigh those 15 significant environmental impacts. 16 17 18 19 20 21 22 23 24 25</p> <p style="text-align: right;">Page 106</p>	<p>1 So in that case, in the disclosure 2 document. However, there are also teeth within that 3 disclosure document called the mitigation measures which 4 the applicant is required to implement in order to 5 mitigate impacts of the project, and those are contained 6 again within the Mitigation Monitoring Reporting Program. 7 COMMISSIONER RIGGS: Right, and that's 8 under a given set of rules. For example, the assumption 9 that falls within the jurisdiction 10 MS. GROSSMAN: Just to clarify, those 11 mitigation measures will be required to be pursued. 12 Like, for example, with Caltrans, the applicant 13 diligently pursue those upgrades for a period of -- of 14 five years. 15 If they're unable to construct those 16 upgrades, if they cannot achieve approval from Caltrans, 17 then they are -- the bonds they are required to deposit 18 would be utilized for transportation improvement within 19 the City with an emphasis given so they're east of 101. 20 Even though they're not in our 21 jurisdiction, the mitigation would move forward in that 22 way. 23 COMMISSIONER RIGGS: As an encumbrance on 24 the applicant. 25 MS. GROSSMAN: Correct. That would be</p> <p style="text-align: right;">Page 107</p>
<p>1 funded by the bond and is required in that mitigation 2 measure. 3 COMMISSIONER RIGGS: You foresaw my second 4 question. So I wanted to offer -- offer that to Chair 5 Bressler that I -- I mean, to Commissioner Bressler that 6 even though the EIR indicates that it's not feasible, 7 because we cannot assume or direct it as the City of 8 Menlo Park, nonetheless, these are -- there is an effort 9 if we don't call it mitigation which could be pursued. 10 So how do we know as representatives of 11 Menlo Park that this is something that will be pursued by 12 the applicant? 13 For example, the left turn on to Newbridge. 14 MR. MURPHY: So there's a -- a slightly -- 15 slight differences between feasibility and then something 16 that's considered significant and unavoidable. 17 In terms of the left turn from Willow on to 18 Newbridge, that was deemed infeasible. That's not part 19 of the mitigation measure. That's not part of the thing 20 that Facebook and the applicant needs to make a good 21 faith effort to pursue. 22 What they do need to pursue is the other 23 aspects of that mitigation measure, which I believe 24 included an additional third right through lane westbound 25 towards the on-ramp to 101.</p> <p style="text-align: right;">Page 108</p>	<p>1 That's the part that is the -- because that 2 requires Caltrans' approval, and I think even maybe -- 3 that requires Caltrans' approval. That is the part that 4 they need to pursue diligently for five years. 5 That's separate from the left turn portion 6 of the mitigation -- of the potential improvement that 7 would have fully mitigated the impact. 8 COMMISSIONER RIGGS: All right. Thank 9 you. I picked a poor example, but I think that is 10 reassuring. 11 And following up on a question posed by 12 speaker Adina Levin, and this would be for Leigh. 13 If there is a CEQA based suit, does this in 14 any way affect the Development Agreement? 15 MS. PRINCE: So in the Development 16 Agreement, there is a section entitled: "Conditions 17 Precedent," and it lists that the obligations that are in 18 there, the onetime manifest in Section 7 and then 9 19 through 19, those go on hold until all the legal 20 challenges are resolved. 21 So I think Adina's question was what does 22 that do to those DA issues that are related to East Palo 23 Alto. 24 There are some in here that relate to East 25 Palo Alto. For example, 7.2.2 identifies a payment</p> <p style="text-align: right;">Page 109</p>

<p>1 related to some restriping improvements. That is in 2 paragraph 7. So that would go on hold were there to be a 3 litigation that comes forward.</p> <p>4 But when that's resolved to the 5 satisfaction of Facebook and the owner, then that comes 6 back into play. So it would disappear.</p> <p>7 COMMISSIONER RIGGS: All right. In 8 effect, if you don't get to build anything, you don't 9 have to pay the payments for building something.</p> <p>10 MS. PRINCE: Right.</p> <p>11 COMMISSIONER RIGGS: Okay. Thank you.</p> <p>12 I wanted to just make the note that I 13 support the list of public benefits and the efforts that 14 the City Council subcommittee and the -- and the 15 negotiating team have come up with, and personally I 16 think that Menlo Park did a very good job with 17 negotiating.</p> <p>18 So my comment here is not with the result, 19 but with definitions.</p> <p>20 I would just like to say that in the 21 future, we should use the term "public benefit" in a 22 somewhat more restrictive way, and I just wanted to 23 separate my approval tonight -- potential approval 24 tonight from support of the way in which that was 25 written.</p> <p style="text-align: right;">Page 110</p>	<p>1 I think we will be developing a better way. 2 Thank you.</p> <p>3 CHAIRPERSON FERRICK: And I'll go to you 4 next, but I wanted to in the meantime suggest that it 5 sounds like there's a couple things that there -- 6 especially Chair -- Commissioner Bressler and Kadvan -- 7 Kadvan were concerned about.</p> <p>8 We do have the ability to make 9 recommendations along with whatever of these 10 recommendations we choose to make to the City Council.</p> <p>11 So, for example, if you thought it was 12 important to emphasize to work productively to resolve 13 Caltrans' questions of feasibility on traffic impacts at 14 the intersections they named in their letter, whatever, 15 have you, we can do that.</p> <p>16 It's just that -- you know, they're 17 recommendations. So that's all we are doing, anyway. So 18 I just wanted to make that as a potential way to move 19 forward, particularly with -- with what you were 20 concerned about.</p> <p>21 But before you jump in, I wanted to offer 22 John the floor.</p> <p>23 COMMISSIONER KADVANY: Okay. Just the 24 last footnote to this afternoon peak hour discussion. 25 Commissioner Riggs had identified graphics on page 5-50,</p> <p style="text-align: right;">Page 111</p>
<p>1 and indeed there are peak hour volumes there, but peak 2 hour is defined as 4:00 to 6:00 PM.</p> <p>3 We don't have different histograms, 4 distributions from 4:30 to 6:30, from 5:00 to 7:00, from 5 5:30 to 7:30 and so on, which would be the kind of 6 evidence we need to see when the true peak exists.</p> <p>7 So this is -- the peak as defined as 4:00 8 to 6:00. Whether it's the truth, you know, a real peak 9 or whether it differs and so on, that data is not here.</p> <p>10 So I just wanted to make that clear for the 11 record.</p> <p>12 CHAIRPERSON FERRICK: Thank you, and 13 Commissioner Bressler.</p> <p>14 COMMISSIONER BRESSLER: I don't think I 15 would have any recommendations based on things about the 16 mitigated intersections, but just a follow with what John 17 is saying.</p> <p>18 There's a difference between when peak 19 traffic is and the time at which you could actually 20 assign this window, which would have the most beneficial 21 effect.</p> <p>22 Those are different things, and we don't 23 have the analysis for that.</p> <p>24 In other words, it may not be the case that 25 the peak traffic is at 6:30, but that doesn't mean that</p> <p style="text-align: right;">Page 112</p>	<p>1 if they have an incredible number of cars from Facebook 2 go out at 6:30 because it's past their -- their time, it 3 doesn't cause a huge problem. Okay.</p> <p>4 So based on what I know here, we don't -- 5 we don't know the answer to that question, but we have to 6 decide whether we want to pursue that or not.</p> <p>7 CHAIRPERSON FERRICK: Do you have any 8 suggestions on how -- do you want to pursue that or --</p> <p>9 COMMISSIONER BRESSLER: You know, I -- it 10 was something I brought up. I just wanted to clarify it 11 a little bit, and I'm going to let the people that 12 brought it up say something if they want to about that.</p> <p>13 CHAIRPERSON FERRICK: Ben.</p> <p>14 COMMISSIONER EIREF: I'm still -- I'm 15 still kind of ruminating on this one. I think there's 16 different things you can optimize for. I mean, one of 17 them would be -- so I guess the spirit of this cap 18 concept, at least when I was originally thinking about it 19 was you're trying to -- we're effectively doubling the 20 number of employees on this campus and we're doing it 21 with the notion that Facebook has a phenomenal track 22 record of employees who rideshare together, take the bus, 23 that kind of stuff, and effectively the number of 24 vehicles that would be going in and out during that total 25 course of the day would be perhaps not even a whole lot</p> <p style="text-align: right;">Page 113</p>

<p>1 than it used to be in the past.</p> <p>2 But the way that -- so -- so one potential</p> <p>3 way of interpreting this is that you're trying to</p> <p>4 encourage ridesharing, bus sharing, all that kind of</p> <p>5 stuff.</p> <p>6 And therefore if you don't make the cap</p> <p>7 period, the real tight period, if you don't use that to</p> <p>8 encapsulate the most popular travel times, then you've</p> <p>9 kind of missed the boat.</p> <p>10 Because, you know -- let's pretend that a</p> <p>11 lot of employees will behave like software developers and</p> <p>12 they'll arrive late and leave late.</p> <p>13 So there's nothing in this -- you know, if</p> <p>14 we don't interpret it that way, then we're not effect --</p> <p>15 effectively getting to where we're trying to get to.</p> <p>16 If we're really trying to optimize around,</p> <p>17 you know, minimizing the impacts specifically the</p> <p>18 intersection around the front entrance of that campus,</p> <p>19 then that's a totally different thing to optimize for.</p> <p>20 Because it may be true that the peak time</p> <p>21 is 4:30 in the afternoon, and therefore we've kind of hit</p> <p>22 that, but it's a different thing to optimize for.</p> <p>23 I personally philosophically was trying to</p> <p>24 shoot for more driving towards fewer total number of</p> <p>25 trips, and the 15,000 number doesn't do that, because you</p> <p style="text-align: right;">Page 114</p>	<p>1 can have -- again, you can have 7,000 employees all drive</p> <p>2 their own car and you can still do it in 7-15,000. So</p> <p>3 it's really that question that I'm personally wrestling</p> <p>4 with, and I don't know what the right answer at this</p> <p>5 point, but --</p> <p>6 CHAIRPERSON FERRICK: I wanted to add on</p> <p>7 to that the -- because that's one thing that it -- it</p> <p>8 does -- this trip -- peak time trip cap to me, it</p> <p>9 wouldn't -- so we know that in general, traffic is</p> <p>10 heavier from 4:00 to 6:00 PM according to the data.</p> <p>11 So even if they do have different hours</p> <p>12 that they keep, that's okay as long as it's not impacting</p> <p>13 the traffic surrounding the area, the impacted</p> <p>14 intersections and the freeway on-ramps.</p> <p>15 That's what we're worried about. It's not</p> <p>16 that we need to stick it to the -- you know, the -- you</p> <p>17 know, if they're willing to work from noon to 9:00 PM and</p> <p>18 it doesn't affect our traffic and doesn't cause an impact</p> <p>19 to the community, then that's a good thing, I think.</p> <p>20 COMMISSIONER EIREF: Well, just -- I'm</p> <p>21 sorry. One quick addendum, which is that -- and there</p> <p>22 are -- there's an incredible amount of data in here, so</p> <p>23 it actually hard to get to the nub of exactly where to</p> <p>24 look.</p> <p>25 But I think if you ignore and perhaps the</p> <p style="text-align: right;">Page 115</p>
<p>1 traffic peaks at specifically the entrance to that com --</p> <p>2 complex around 4:00 to 6:00, but if you look around town,</p> <p>3 if you look along Willow closer to downtown, look on</p> <p>4 Marsh, look on 101, it's incredibly busy all the way</p> <p>5 through seven o'clock, and it does move around quite a</p> <p>6 bit depending on the day.</p> <p>7 But to me, there's very broad shoulders</p> <p>8 kind of thing. It's not like it peaks out at 5:30 and</p> <p>9 all of a sudden it just tails off.</p> <p>10 CHAIRPERSON FERRICK: Well then maybe the</p> <p>11 question is how come there's a two-hour peak period or</p> <p>12 how was that arrived at.</p> <p>13 COMMISSIONER EIREF: You can be in</p> <p>14 complete dead standstill on 101 at 6:30 in the evening.</p> <p>15 MS. GROSSMAN: I want to speak to a couple</p> <p>16 points. I'll turn it over to Mr. Taylor to speak about</p> <p>17 why a two-hour period was chosen.</p> <p>18 First, I just want to clarify for the</p> <p>19 15,000 daily trips, that's not just the -- the single</p> <p>20 occupancy vehicle trips coming in. That's all their</p> <p>21 deliveries, that's their shuttle trips. It's all their</p> <p>22 contractors coming in.</p> <p>23</p> <p>24</p> <p>25</p> <p style="text-align: right;">Page 116</p>	<p>1 That is every single in and out to that</p> <p>2 campus. So any time a vehicle comes and leaves, that's</p> <p>3 two trips. It doesn't matter what kind of vehicle it is.</p> <p>4 And then as far as the period that we've</p> <p>5 chosen, we identified those times, because that's when</p> <p>6 traffic is the worst, and we're trying to optimize</p> <p>7 benefit for the entire community.</p> <p>8 That's why those times were chose chosen,</p> <p>9 because we found, for example, in the morning, after --</p> <p>10 it was after eight o'clock when trips are really rapidly</p> <p>11 falling off.</p> <p>12 So if we were to shift the peak period up</p> <p>13 to 8:00 to 10:00, we would actually be lessening</p> <p>14 improvements for those intersections for all the</p> <p>15 community who's utilizing them.</p> <p>16 MR. TAYLOR: I mean, ultimately, as far as</p> <p>17 the document analyzes a peak hour, so that's what the</p> <p>18 document actually analyzed. That's what we do in the</p> <p>19 CEQA documents and the EIR is to analyze the peak hour.</p> <p>20 So initially the discussion was well, how</p> <p>21 can we limit that peak hour? Because it's going to be an</p> <p>22 impact and then it can be a mitigation, and we started</p> <p>23 thinking well, one hour. We know you can just shift over</p> <p>24 here or shift over there.</p> <p>25 So we said let's encompass a two-hour</p> <p style="text-align: right;">Page 117</p>

<p>1 period and make it a peak period. So then we're 2 encompassing a larger amount of time so that they can't 3 just shift one or the other this way or that way, and 4 that's where the peak period concept came in. 5 And so then we looked at the data and 6 looked at the time frames to figure out what is the best 7 time frame to get that two-hour period in, and that's 8 where the 7:00 to 9:00 time frame came in and the 4:00 to 9 6:00 time frame. 10 It -- it could have been three hours, it 11 could have been four hours, because there are times when 12 there's a flatter peak in some cases and certain roadways 13 where you do get that elongated time frame of some peak. 14 But it is lower at -- on the fringes of 15 that and higher in the middle, and so we were trying to 16 encompass that with the peak period and then how to 17 essentially limit any impacts from the project. 18 So that's where the - the two-hour window 19 came in. 20 CHAIRPERSON FERRICK: Thanks, Chip. 21 John, you had had your light on. Go ahead. 22 COMMISSIONER KADVANY: Yeah. Just a quick 23 comment. Again, I think it's mainly the afternoon, not 24 the -- the mornings that we're focusing on. 25 And also, you know, the other variable here</p> <p style="text-align: right;">Page 118</p>	<p>1 is the Development Agreement parameter for penalties. 2 I mean, we've got too -- you know, we've 3 got too many variables or constants going on here. 4 I think our main concern really is keeping 5 the traffic down, and if we had to adjust the penalty to 6 have a softer penalty structure to accommodate a 7 different time window, I'd certainly be interested in 8 that. 9 I -- you know, it's -- you know, the -- the 10 outcome is much more important than the particular form 11 we've chosen here. 12 So -- and again, Commissioner Ferrick is -- 13 has maybe said once or twice about what the data show, 14 but I don't think we have the data that shows the 15 selection -- you know, that justifies the selection of 16 this -- you know, of this peak or the selection of other 17 peaks. You know, it doesn't give you significant 18 benefit. 19 So it is, you know -- it is -- it's not 20 clear that it's part of the EIR because it's more -- you 21 know, it's part of our agreement of how we want this 22 project defined. 23 The EIR is fine. It's a question of what 24 the project is and just we know about it. 25 CHAIRPERSON FERRICK: Well, I may have</p> <p style="text-align: right;">Page 119</p>
<p>1 misunderstood it, but I thought Chip said that the peak 2 hour is 4:30 to 5:30 and they tagged on an extra half an 3 hour to make it span two hours. 4 And you know the 4:30 to 5:30 because of 5 how? 6 MR. TAYLOR: I mean, I -- that number, I 7 don't have it in my head whether it was 4:15 to 5:15, 8 4:30 to 5:30, but I know when we looked at the date 9 initially, we had some data for the roadway segments out 10 there to determine what is the peak period time, what is 11 the appropriate time by putting on some additional time 12 on either side of that. 13 So that's how we determined both 7:00 to 14 9:00 and the 4:00 to 6:00 is by using that data. 15 CHAIRPERSON FERRICK: Thanks. 16 Vince. 17 COMMISSIONER BRESSLER: I'm just going to 18 be quick. I got -- we could go on a long time on this 19 issue, but the bottom line is are we willing to create a 20 problem with this? 21 To me, I'm not, because it's not well- 22 defined enough. I don't agree that it's sticking it to 23 them. I really think this is trying to optimize that. 24 But you have to also realize that 25 there's -- there's the self-correcting mechanism here</p> <p style="text-align: right;">Page 120</p>	<p>1 that people don't want to drive into the teeth of really 2 horrible traffic, as well. 3 So I don't really want to mess with it. I 4 just -- this is just pointing out problems with the whole 5 process, and it really bothers me when we say things are 6 unmitigatable, but that's okay, too. 7 But I just -- I think that's where we're 8 at. 9 CHAIRPERSON FERRICK: Just to clarify, 10 we're not saying that's okay, per se. We're saying that 11 the benefits outweigh the -- and I don't mean the 12 Development Agreement benefits -- 13 COMMISSIONER BRESSLER: Yeah. 14 CHAIRPERSON FERRICK: -- but the project 15 benefits outweigh -- 16 COMMISSIONER BRESSLER: There's no formal 17 process to make that determination, so -- 18 CHAIRPERSON FERRICK: And -- and even 19 though we may make that determination, the -- it doesn't 20 alleviate the responsibility on the applicant to -- to 21 try to correct and mitigate the intersections in 22 particular. 23 Was there -- Henry, go ahead. 24 COMMISSIONER RIGGS: Oh. I just turned my 25 light on, so Ben may have had a comment.</p> <p style="text-align: right;">Page 121</p>

<p>1 CHAIRPERSON FERRICK: I didn't even see 2 your light, Ben. Go ahead. 3 COMMISSIONER EIREF: Yeah. I was just 4 going to say actually now that I've heard the 5 explanation, I think I kind of get the concept of how you 6 came up with it, so I'm a little more comfortable with 7 it. 8 I do think, though, for the record that 9 incentive to -- come six o'clock, the incentive is going 10 to drop pretty close to zero, because I think the 11 15,000's not going to be a problem. 12 If there's ever going to be a problem in 13 the next ten, fifteen years, it's going to be in those 14 zones that we've picked, and that incentive's going to 15 drop off dramatically when you get to six o'clock. 16 So depending on what happens, we don't 17 know, but at least I understand kind of the concept, 18 which helps a lot. 19 Thanks. 20 CHAIRPERSON FERRICK: And -- and just to 21 add to that, if -- if it's the case that the traffic 22 outside in the greater area is dropping off at 6:00, then 23 that is okay, if they pile out at 6:01. 24 COMMISSIONER EIREF: Comes 6:30. 25 CHAIRPERSON FERRICK: All right. Go</p> <p style="text-align: right;">Page 122</p>	<p>1 ahead, John. 2 COMMISSIONER KADVANY: I guess this is 3 kind of a question for staff. I -- I understand the 4 issue about keeping the 4:00 to 6:00 time frame, because 5 that's what's been analyzed in the EIR and so on, but 6 if -- if that was something that was subject to review 7 based on data, is that something that can be considered 8 in the -- you know, every year or every two years or 9 something like that, we look -- you know, we look at that 10 one? 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25</p> <p style="text-align: right;">Page 123</p>
<p>1 We don't know what's going to happen to 2 traffic. Traffic patterns could change. For example, 3 we're locking this in now. 4 And so another alternative is just we look 5 at those parameters as variable instead of fixed and 6 they're subject to review. 7 I mean, we're -- we're trying to make this 8 thing work. We -- we're not trying to run Facebook into 9 the penalty box. Far from it. 10 We are just trying to -- we're trying to 11 keep the traffic down. That's all -- that's really all 12 we care about. 13 I'd much rather have a traffic design that 14 worked great and we had no penalties. You know, carrot 15 rather than the stick and pack rather than nut stick. 16 So -- I don't know if that's any -- is that 17 all within the realm of possibility to thread the needle 18 here? 19 In other words, we -- in other words, we 20 kick the can -- we don't ignore the problem, but we do 21 kind of allow it to be raised in the -- in the future. 22 CHAIRPERSON FERRICK: So could it be a 23 recommendation to have flexibility in analyzing peak 24 hours at a future date? 25 COMMISSIONER KADVANY: Something along</p> <p style="text-align: right;">Page 124</p>	<p>1 those lines. That's an open-ended question for staff. 2 MR. MURPHY: Yeah. I mean, we're just 3 coordinating here. We all believe it would be pretty 4 challenging. That's something that you'd probably want 5 to ask explicitly of the applicant, as well. 6 There's been a ton of time and effort and 7 if this was, you know, brought up a number of months ago, 8 we could have examined this, but this is -- at this point 9 in time, I would be concerned to want to bring up 10 anything like that. 11 So if you wanted to pose that to the 12 applicant, but there's so many layers to this, that that 13 causes some concern. 14 If there was something that was done that 15 was mutually beneficial for everybody and would fit 16 within the parameters -- I mean, we're open to new ideas. 17 It's just a matter of where this is coming in at this 18 point in time. 19 CHAIRPERSON FERRICK: Commissioner Riggs, 20 sorry about that. 21 COMMISSIONER RIGGS: Thank you. Quite all 22 right. 23 Just because I -- we've discussed it, I 24 can't resist throwing in two cents. 25 One is that if I thought I actually could</p> <p style="text-align: right;">Page 125</p>

<p>1 predict what the driving habits were of employees that 2 have not even been hired yet and that the likelihood is 3 that they would work till 7:00 PM and that unfortunately 4 they all might decide to out for beer at that time twice 5 a week, certainly not every night, that that impact could 6 be really significant.</p> <p>7 But I think trying to read that crystal 8 ball is really fruitless, plus I think they might get 9 sick for going out for beer and discovering their own 10 traffic jams.</p> <p>11 So I'm willing to just let this go.</p> <p>12 I also would like to note that not 13 withstanding the peak hour trip cap and the daily cap, 14 there still is a limited amount of parking within one 15 mile of the campus, and probably a whole -- a very 16 significant reduction in productivity if you walk that 17 mile.</p> <p>18 So I'm just -- I'm willing to go with this, 19 not knowing any better. In fact, to the point where I 20 would like to make a motion.</p> <p>21 Perhaps someone would like to separate the 22 five items, but I don't have any issues with any of the 23 items after a fair amount of reading.</p> <p>24 So I would like to move that we recommend 25 to Council all five points.</p> <p style="text-align: right;">Page 126</p>	<p>1 CHAIRPERSON FERRICK: And I'll second 2 that.</p> <p>3 Thank you, Henry, and with that, I wanted 4 to -- I'll get to you in just a second, Vince.</p> <p>5 I wanted to just add that all the questions 6 I had that were answered, and as I had earlier stated at 7 our January hearing, that the EIR in general on balance 8 was -- was pretty reasonable and not alarming in nature 9 and that it's been good to note that there hasn't been 10 any new significant and unavoidable impacts since then 11 based on the comments.</p> <p>12 And that I was also kind of doing a little 13 tally of the benefit to the City that's not only 14 monetarily that I noted, too, but the amount of jobs that 15 are going to be brought to the City is really tremendous, 16 and of all different types, which I think is fantastic.</p> <p>17 And then the partnerships that we've seen 18 over the last eighteen months in the community are 19 unprecedented and just a -- really a model for any future 20 companies that come in. I only hope they can be half as 21 good.</p> <p>22 And so, you know, there was that and then 23 the -- the ongoing -- you know, every way they've 24 demonstrated, I have all the confidence that they're 25 going to continue to -- to put forth more than just the</p> <p style="text-align: right;">Page 127</p>
<p>1 required effort into the Development Agreement terms, 2 even the ones that they have to self-monitor, and then 3 those that have outside monitoring such as these trip 4 caps, I know that they've make every effort.</p> <p>5 I really think that the culture there is 6 one that they do want to reduce their trips; not because 7 of a potential fine, but because they want to lessen the 8 impacts of greenhouse emissions on the earth.</p> <p>9 With that, I'm happy to have been the 10 seconder of the motion, and we can further discuss.</p> <p>11 Go ahead, Vince.</p> <p>12 COMMISSIONER BRESSLER: Well, I have a 13 totally unrelated plan. I didn't know we were going to 14 get to this so quickly.</p> <p>15 But if you look at the 800,000, that's 16 about eighty cents a square foot, and typically, I mean, 17 some travel agent moves in downtown and we're charging 18 them \$2.00 a square foot. I've never seen eighty cents.</p> <p>19 So that's why I asked hey, how was -- how 20 did you come up with this number? Well, it was a 21 negotiated position. Well, how is it fair that we charge 22 \$2.00 a square foot for some little mom and pop shop 23 downtown and then these guys get eighty cents? That's -- 24 and we're saying they did a great job negotiating. Well, 25 explain to me how they did.</p> <p style="text-align: right;">Page 128</p>	<p>1 CHAIRPERSON FERRICK: I don't want to try 2 to, you know, get into a debate, but my calculations were 3 a little different.</p> <p>4 One is that they're not in a retail area, 5 like that's not -- you know, that's not a place where 6 people would shop.</p> <p>7 So you know how we have a lower in-lieu fee 8 for those that are off Santa Cruz Ave? These guys are 9 way off Santa Cruz Ave.</p> <p>10 And then the other part is that -- to note 11 that the net financial gain to the City goes beyond that 12 800,000 if you look at all the sales tax revenue, 13 property tax revenue, TOT, UUT annually reoccurring not 14 including sales tax, and then subtract out all our annual 15 expenditures, which is really labor costs for the City, 16 so those are jobs, too.</p> <p>17 We still net almost 168,000, between 75 and 18 168,000 up and above the 800.</p> <p>19 And so to me, that's really approaching a 20 million, and so you could say it's a dollar a square 21 foot.</p> <p>22 COMMISSIONER BRESSLER: It's still a low 23 number. I mean -- in my opinion. Why? Because we have 24 numbers for a retail district and we know that the M-2 25 produces a lot more retail revenue than the downtown, but</p> <p style="text-align: right;">Page 129</p>

<p>1 then when you ask the question, I get an answer like, 2 well, that's -- we can't tell you. It's kind of closely 3 held information. Can't tell you what -- what Sun did. 4 Come on. And yet we're supposed to approve 5 this. 6 The one solid data point that I have says 7 this is a low number. 8 COMMISSIONER RIGGS: Sun didn't pay any 9 sales tax that I know of after they moved their 10 headquarters. 11 COMMISSIONER BRESSLER: Well, this is 12 true. This is true. I mean, it's not -- it's not as 13 simple as I'm making it sound, but based on what I can 14 compare it to, that's my reaction. 15 CHAIRPERSON FERRICK: Thanks, Vince. 16 John? 17 COMMISSIONER KADVANY: Just -- I didn't 18 intend to comment on that, but just some data points. 19 This -- the negotiated agreement has to be 20 agreed to by the applicant. So that's -- you know, 21 basically we can't demand anything. We have to -- so we 22 have to end up with some settlement point and something 23 is always better than something less -- something less. 24 Second, the West Campus is still yet to 25 get -- yet to appear, and that part of it's still -- is</p> <p style="text-align: right;">Page 130</p>	<p>1 still open. 2 And there are other comparative numbers out 3 there. I mean, it -- but it, you know, depends what you 4 want to -- my understanding is the City of Palo Alto gets 5 something like almost five million dollars a year in tax 6 revenue or mixed revenues from the Stanford Shopping 7 Center, which is probably one of the most profitable 8 shopping centers around. 9 The city is twice as -- maybe almost twice 10 as big as Menlo Park, and so, you know, there are a bunch 11 of numbers out there. 12 You know, the two numbers I do -- I 13 think -- I don't know quite how to use them are -- I 14 don't know. In 2003 or whatever it was we passed as a 15 City the Parks and Recreation bond measure that was about 16 thirty million dollars, maybe it was 31 million dollars, 17 and then several years later, we passed a schools bond, 18 which is ninety million dollars, I think. 19 So the City, we as residents are ready to 20 pony up to make our City what we want it to be, and my 21 feeling, whatever the -- I feel it's totally appropriate 22 to see -- you know, see the significant businesses in our 23 community as doing the same. 24 There's no other way for the City -- City 25 to have the quality that it can have and should have, and</p> <p style="text-align: right;">Page 131</p>
<p>1 so it's -- it isn't entirely appropriate to demand 2 something. 3 What that number is, I don't know. So I 4 have some other -- I don't know if you want to continue 5 this. 6 COMMISSIONER BRESSLER: I just want to 7 react to that. 8 COMMISSIONER KADVANY: That's kind of 9 everything I've thought about on this topic, and I'm -- 10 I'm kind -- I'm okay with the one million dollar number. 11 The fact that it's happening sooner rather 12 than later is time valued money, too, rather than drawing 13 things out, so -- 14 COMMISSIONER BRESSLER: My reaction is -- 15 is partly to me thinking that the number might be low, 16 but it's mostly to the fact that we have people here who 17 negotiated this agreement and now we're drawing out up 18 here the arguments in favor of that number, not -- that's 19 just wrong. I'm sorry. 20 If you're negotiating -- if I was there 21 negotiating that agreement, I'd be prepared to say why 22 that number makes sense. 23 Because if you're not -- if you can't do 24 that here, then what were you doing in the negotiation? 25 I'm sorry if it makes people uncomfortable</p> <p style="text-align: right;">Page 132</p>	<p>1 to hear this, but -- I mean, this is the frustration that 2 I have with the way these kinds of things are negotiated. 3 I don't have any evidence that -- that any 4 real thought went into that, and I -- that's just a 5 problem I have with the whole process. 6 CHAIRPERSON FERRICK: All right. Jack, 7 did you want to say something? 8 COMMISSIONER O'MALLEY: Yeah. I think 9 we've moved far enough. I'd move for a vote. 10 CHAIRPERSON FERRICK: All right. So 11 Jack's calling for the vote. 12 John, before we do that -- 13 COMMISSIONER KADVANY: I -- I have some 14 comments. They're not divisive issues by any means. So 15 before we vote, I'd like to make -- 16 CHAIRPERSON FERRICK: Go ahead. 17 COMMISSIONER KADVANY: A couple of these 18 are kind of quasi-actionable, but, you know, they're sort 19 of voluntary in some way. 20 Something I have a concern about is 21 potential bike safety on the overpasses when -- with the 22 restriping that's going to go through. 23 I'm sure the plans for how -- this will be 24 on Willow and University on 101. I'm sure the way that 25 that's going to be done is absolutely the best possible.</p> <p style="text-align: right;">Page 133</p>

<p>1 Nonetheless, I mean, I don't like riding 2 in those -- you know, cutting action cross an on-ramp and 3 then going up on to a bridge with pretty heavy traffic. 4 So whatever this -- for the City, perhaps, 5 whatever we can do to make that safe, that's not the kind 6 of thing, you know, that -- I don't think that is covered 7 in our EIR that we actually may be creating some kind of 8 risk that didn't exist there before. 9 So this is not a Facebook thing. It's 10 like -- it's basically how we're going ahead with that, 11 and if there's more that we can do to make it safe. 12 There was a comment -- there was a comment 13 about greenhouse gases in the FEI -- in the Final EIR, 14 and it was comparing Menlo Gateway project to Facebook 15 and how -- you know, what a better Transportation Demand 16 Management program Facebook had compared to what we saw 17 in Menlo Gateway and, you know, can we learn anything 18 from that? 19 And my reflection on that is the fact 20 the -- there's a big difference there, which in this 21 case, we have Facebook, a single business that can make 22 certain it's hiring the people and can make certain 23 demand of its workforce that in the case a developer 24 couldn't happen. 25 So it's kind of -- this is kind of for the</p> <p style="text-align: right;">Page 134</p>	<p>1 City and for people who live in Menlo Park, if we want to 2 try to get more benefit in terms of controlling 3 greenhouse gases at this developmental level, that may 4 be -- that may be what we have to look at and something 5 the way -- something about the way the development 6 proceeds, where we bring people in to fill -- fill these 7 buildings once they're built. 8 There are incredible complaints in the 9 FEIR about -- so these are comments on the Draft EIR 10 about housing in Menlo Park and how we're -- you know, 11 we're not doing anything. We're bringing in all these 12 employees, we're not doing anything. 13 And it's true. Our Housing Element is out 14 of -- is out of date, but that's on tap to be reviewed. 15 But at the same time, we do have this 16 Specific Plan, and this is more -- another reason, the 17 importance of the Specific Plan that while it's not a 18 Housing Element, it does not address all housing needs by 19 a long shot, it is addressing the substance of those 20 complaints that Menlo Park is doing something about 21 housing through that instrument. 22 So, you know, people are serious about 23 that. That's a reason to pay attention to the Specific 24 Plan. 25 The last thing is -- this is kind of semi-</p> <p style="text-align: right;">Page 135</p>
<p>1 actionable maybe by Facebook, maybe by other people. 2 When I -- I was really surprised when I 3 read in the final document about the final gap in the -- 4 in the Bay Trail that apparently because the numerous 5 jurisdictions which converge on this nearly one mile 6 segment, you could -- the estimated time to actually 7 complete this -- this segment could be like something 8 like -- I think it is it said eleven to fifteen years. 9 Let's call it ten years. That's incredible. 10 So any -- if Facebook has any great ideas 11 about how to improve the urban planning and tran -- you 12 know, transportation planning process using social 13 networking or other processes to reduce that ten years to 14 a few -- fewer years, I think that would be fabulous. 15 And that's, you know, my comments, at which 16 point I'm also happy to entertain -- 17 CHAIRPERSON FERRICK: Actually -- 18 COMMISSIONER KADVANY: Maybe we have some 19 further comments. 20 CHAIRPERSON FERRICK: Well, I do. When 21 you were -- I just did some calculations -- some people 22 call it cowboy math, but I'm hoping to let Vince know so 23 you feel a little better about the -- I actually added up 24 on the term sheet -- not even everything, just the things 25 that are calling out an actual dollar figure, and beyond</p> <p style="text-align: right;">Page 136</p>	<p>1 a -- the \$800,000 payment, and not even including the 2 other incremental benefit in fees and taxes and what not, 3 Facebook will make a one-time payment to the City, the 4 1.1 million for capital improvements. 5 Facebook will create a community fund with 6 an initial \$500,000 contribution. There's the Willow 7 Road Business Improvement District, \$50,000 in feed 8 funding. There's the one million for pedestrian crossing 9 improvements at Willow Road and 101. 10 Those are only the ones with figures 11 listed, and that comes to 2.65 million, which would get 12 you closer to that -- 13 COMMISSIONER BRESSLER: Well -- 14 CHAIRPERSON FERRICK: -- equivalent to 15 Santa Cruz Ave for square foot figure. 16 COMMISSIONER BRESSLER: Those are one 17 time. 18 CHAIRPERSON FERRICK: True, but there's 19 also some other major capital improvement projects that 20 don't have a dollar figure on here, but that undoubtedly 21 will be future major expenses, including that Facebook 22 will pay for bicycle and pedestrian improvements in Menlo 23 Park and East Palo Alto, and then they also have public 24 benefits -- that's not the right word, but some 25 agreements made with East Palo Alto as well as with the</p> <p style="text-align: right;">Page 137</p>

<p>1 Fire Protection District.</p> <p>2 So there's a much greater -- I mean, I</p> <p>3 think they actually are going to be paying more than what</p> <p>4 an -- an equivalent Santa Cruz Avenue shop would be in</p> <p>5 total. It's not just in an un -- unrestricted funds.</p> <p>6 COMMISSIONER BRESSLER: I wouldn't</p> <p>7 necessarily disagree with you, and there are some things</p> <p>8 than that, even, and I'm actually thrilled that we got</p> <p>9 the in-lieu because we didn't get it on Gateway.</p> <p>10 And so I think we're kind of moving in the</p> <p>11 right direction.</p> <p>12 I'm just trying to help the process along a</p> <p>13 little bit here, because I think that when you negotiate</p> <p>14 something like this, you should be thinking it through</p> <p>15 and be able to express why you came up with that number.</p> <p>16 I don't like being put in a position where</p> <p>17 I get that kind of answer that -- when I ask that</p> <p>18 question.</p> <p>19 CHAIRPERSON FERRICK: All right. Thanks.</p> <p>20 All right. Has everybody said what they</p> <p>21 need to say and we can go ahead and take the vote on --</p> <p>22 we're going to vote -- so the motion was to -- the</p> <p>23 Planning Commission recommends to the City Council and</p> <p>24 then all five of those items that are listed on the</p> <p>25 slide.</p> <p style="text-align: right;">Page 138</p>	<p>1 So adopt a resolution approving the amended</p> <p>2 and restated CDP, introduce on ordinance approving the</p> <p>3 Development Agreement, adopt a resolution approving</p> <p>4 heritage tree removal and permits, adopt a resolution</p> <p>5 certifying the Final EIR and adopt a resolution adopting</p> <p>6 the Statement of Overriding Conditions and MMRP.</p> <p>7 So is everyone clear on what the motion is?</p> <p>8 Did you need to say something, Justin?</p> <p>9 MR. MURPHY: Just a thought that that</p> <p>10 incorporates the additional three mitigations into the</p> <p>11 MMRP that was identified this evening.</p> <p>12 CHAIRPERSON FERRICK: All right. Did you</p> <p>13 want to --</p> <p>14 MR. MURPHY: And the recognition that</p> <p>15 there will be changes to the Development Agreement and</p> <p>16 potentially Conditional Development Permit as it relates</p> <p>17 to any updates to incorporate items from the East Palo</p> <p>18 Alto term sheet.</p> <p>19 CHAIRPERSON FERRICK: All right.</p> <p>20 MR. MURPHY: And the mitigation measures,</p> <p>21 those three intersections are in the MMRP and the</p> <p>22 mitigation measures of the Conditional Development</p> <p>23 Permit.</p> <p>24 CHAIRPERSON FERRICK: Okay. Great.</p> <p>25 COMMISSIONER RIGGS: Yeah. Understood and</p> <p style="text-align: right;">Page 139</p>
<p>1 accepted.</p> <p>2 CHAIRPERSON FERRICK: Wonderful. Same.</p> <p>3 And the three mitigation measures that he spoke of are</p> <p>4 listed on the slide Marsh Road and Bayfront Expressway,</p> <p>5 Marsh Road and US 101, northbound ramps at Willow Road</p> <p>6 and Newbridge Street.</p> <p>7 That was for Mark's benefit.</p> <p>8 All right. Are we ready to take a vote on</p> <p>9 the motion? All those in favor, please raise your hand.</p> <p>10 That's six votes. Six affirmative, and Peipei is not</p> <p>11 available tonight.</p> <p>12 Thank you.</p> <p>13 All right. So those recommendations will</p> <p>14 proceed to Council. Thank you all for your work on that</p> <p>15 and thank you all, members of the public for weighing in.</p> <p>16 I anticipate if you still would like to</p> <p>17 comment further, I believe that there's a meeting in City</p> <p>18 Council June 5th.</p> <p>19 Is that correct, Rachel? Isn't it June 5th</p> <p>20 is the next, or is it the end of May?</p> <p>21 MS. GROSSMAN: May 29th will be the City</p> <p>22 Council's formal review of the project that you reviewed</p> <p>23 tonight, and June 5th is the second reading of the</p> <p>24 Development Agreement on this.</p> <p>25 CHAIRPERSON FERRICK: Thank you. May 29th</p> <p style="text-align: right;">Page 140</p>	<p>1 if you still need to comment more, and I imagine if</p> <p>2 you're interested in the Caltrans letter developments,</p> <p>3 that will happen then.</p> <p>4 So beyond this, we have Commission</p> <p>5 business, none, and I wanted to just note that the future</p> <p>6 Planning Commission schedule.</p> <p>7 The next time we'll be meeting is May 21st,</p> <p>8 2012, and I will make the motion to adjourn.</p> <p>9 Anybody want to give me a second on that?</p> <p>10 COMMISSIONER RIGGS: I'll second.</p> <p>11 CHAIRPERSON FERRICK: All right.</p> <p>12 Meeting's adjourned.</p> <p>13 Thank you.</p> <p>14 (The meeting concluded at 9:46 PM).</p> <p>15 ---o0o---</p> <p>16</p> <p>17</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p> <p>24</p> <p>25</p> <p style="text-align: right;">Page 141</p>

1 STATE OF CALIFORNIA)
2 COUNTY OF SAN FRANCISCO)
3
4 I, the undersigned, hereby certify that the
5 discussion in the foregoing meeting was taken at the
6 time and place therein stated; that the foregoing is a
7 full, true and complete record of said matter.
8
9 I further certify that I am not of counsel or
10 attorney for either or any of the parties in the
11 foregoing meeting and caption named, or in any way
12 interested in the outcome of the cause named in said
13 action.
14

15 IN WITNESS WHEREOF, I have
16 hereunto set my hand this
17 _____ day of _____,
18 2012.

19 _____
20 MARK I. BRICKMAN CSR 5527
21
22
23
24
25

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