



COMMUNITY DEVELOPMENT DEPARTMENT

Council Meeting Date: June 16, 2015

Staff Report #: 15-107

REGULAR BUSINESS:

Authorize the City Manager to 1) Release the Notice of Preparation for the ConnectMenlo (General Plan & M-2 Area Zoning Update) Environmental Impact Report, 2) Release the Notice of Preparation for the Facebook Campus Expansion Project Environmental Impact Report located at 300-309 Constitution Drive, and 3) Amend a Contract with ICF International to Complete the Environmental and Fiscal Review for the Facebook Campus Expansion Project, Including Future Augments as Necessary

RECOMMENDATION

Staff recommends the City Council authorize the City Manager to release the Notice of Preparation for both the ConnectMenlo (General Plan & M-2 Area Zoning Update) and the Facebook Campus Expansion Project environmental impact reports (EIRs). Additionally, staff recommends that the City Council amend the current contract with ICF International (ICF) to complete the environmental and fiscal review for the Facebook Campus Expansion Project.

A single staff report on these items has been prepared given the coordinated effort required in the preparation of the traffic study and water supply assessment, which will be analyzed in the General Plan Update and Facebook Campus Expansion project EIRs.

POLICY ISSUES

ConnectMenlo

The General Plan and M-2 Zoning update process will consider a number of policy issues. The maximum potential development contained in the Notice of Preparation (NOP) will be used to establish the project description in the EIR and fiscal impact analysis (FIA), and for development of General Plan and zoning policies and standards. The establishment of the maximum potential development to be studied in the EIR and FIA should not be construed as the City Council approving the maximum potential development, but it would set the upper limit that could be approved.

Facebook Campus Expansion Project

The proposed Facebook Campus Expansion Project will ultimately require the Council to consider certain land use entitlements. Staff will be identifying policy issues during the Council's review of the project and public benefit related to the Development Agreement. Releasing the NOP and amending the contract with ICF would allow the City to continue conducting the environmental and fiscal review of the project proposal and does not imply an endorsement of the project. The policy implications of the project proposal are considered on a case-by-case basis, and will be informed by additional analysis as the project review proceeds.

BACKGROUND

ConnectMenlo

Since Summer 2014, the City has embarked on the General Plan update process known as ConnectMenlo. A number of meetings and events have occurred to help educate and inform, share ideas, and gather input on the potential for change in the M-2 Area of the City and the overall citywide circulation system. Members of the community, property owners and other interested parties from varying organizations have been involved, and broad community outreach continues to be a key aspect of the process. The General Plan Advisory Committee (GPAC), comprised of Council, Commission and community representatives has also played an important role in helping guide the process. The past six months have been focused on creating and fine-tuning the M-2 Area maximum potential development for purposes of conducting the environmental and fiscal reviews. Most recently, the ConnectMenlo team has conducted a number of meetings and events to engage with the community to focus on key issues such as housing and transportation, and to solicit feedback on the M-2 Area map. These meetings are briefly summarized in the June 8, 2015 Planning Commission staff report (Attachment A). Meeting summaries from the ConnectMenlo-sponsored Housing Commission meeting, joint Transportation and Bicycle Commission meeting, and June GPAC meeting are included as Attachment B, and more information, including presentations, handouts and videos of the Commission meetings, is available for review on the ConnectMenlo webpage at www.menlopark.org.connectmenlo.

Facebook Campus Expansion Project

While the City was in the process of conducting outreach and receiving public input on the ConnectMenlo General Plan Update, Facebook submitted an application for the redevelopment of the former TE Connectivity Campus. The campus is located at 300-309 Constitution Drive, along Bayfront Expressway, between Chilco Street and the recently completed Building 20 (formerly identified as the Facebook West Campus). Previously, in December 2014, Facebook received Planning Commission approval of a use permit to convert an existing approximately 180,000 square foot warehouse and distribution building to offices and ancillary employee amenities, located at 300 Constitution Drive (Building

23), near the Constitution Drive entrance to the site, along Chilco Street. Facebook intends to begin construction on the Building 300 project in the near future. Building 23 is not part of the Facebook Campus Expansion Project review. In addition, neither is the 56-acre property that Facebook acquired from Prologis referred to as the Menlo Science and Technology Park along Willow Road.

Project Overview

The proposed project includes the demolition of existing buildings and the construction of two new office buildings, encompassing approximately 967,000 square feet (a net increase of approximately 127,000 square feet). The buildings would be constructed over surface parking, similar to the design of Building 20. The project would contain approximately 3,800 parking spaces. The buildings would have a similar architectural style, height, and massing as Building 20. The application also includes the potential for a 200-room limited service hotel of approximately 175,000 square feet. The hotel is anticipated to be located near the corner of Chilco Street and Bayfront Expressway. The project would include publicly accessible open space and a new pedestrian/bicycle bridge over Bayfront Expressway, providing a more direct connection from the campus and the Belle Haven neighborhood to the Bay Trail. The project would be constructed in phases, based on when the existing tenants (Pentair and TE Connectivity) vacate the property. Select plan sheets from the project plans are included in Attachment C.

The proposed project would comply with the existing floor area ratio (FAR) of the existing M-2 zoning district, but the project would require some modifications and/or exceptions to existing zoning requirements in order to exceed the maximum building height and to accommodate a potential hotel use. In summary, the entitlement process for the Facebook Campus Expansion Project includes the following review and permit approvals:

- Rezoning from M-2 (General Industrial District) to M-2-X (General Industrial District, Conditional Development) and Conditional Development Permit;
- Zoning Ordinance Text Amendment;
- Development Agreement;
- Heritage Tree Removal Permits;
- Below Market Rate Housing Agreement;
- Lot Line Adjustment;
- Environmental Review; and
- Fiscal Impact Analysis (FIA).

A more detailed discussion of the requested land use entitlements is available in the City Council Informational Item staff report from May 16, 2015 (Attachment D). Additionally, all previous reports and related items for this project are available on the City maintained project page at the following website address:

<http://menlopark.org/995/Facebook-Campus-Expansion-Project>

Overall Project Review Process

The requested land use entitlements for the Facebook Campus Expansion Project ultimately will require final action by the City Council. The general schedule for the project will require multiple public hearings with the Planning Commission, a public outreach meeting, reviews by other City Commissions (e.g. Housing, Environmental Quality, Bicycle, and Transportation), and multiple City Council meetings. A more detailed project timeline, including meeting dates and project milestones will be developed for Council review in the fall of 2015, but the target completion date for the environmental review and land use entitlements is July 2016.

ANALYSIS

The General Plan and M-2 Area Zoning Update (ConnectMenlo) and the Facebook Campus Expansion Project are two separate projects, and the Facebook Campus project does not require a General Plan Amendment. Given the timing and the geographic location of these two projects, staff believes it would be best to conduct the transportation and water supply analyses in a combined fashion, while each project would proceed with separate EIRs and approval processes. The issues relevant to each project, and the issues of overlap, are identified below.

ConnectMenlo Maximum Potential Development and Release of NOP

On June 8, 2015, the Planning Commission considered the GPAC's recommendation regarding the M-2 Area maximum potential development map. The map, which is included as Attachment E, reflects the input from the community, workshops, online and paper surveys, property owners, and refinements from the GPAC. The map is generally consistent with the land use map that was presented at the joint Planning Commission/City Council study session in March 2015, with the exception of two modifications: 1) a reduction in maximum stories from eight to six on the former Prologis site and 2) an expansion of mixed use and office land uses on a few parcels in the Haven Avenue area to provide greater synergy and flexibility for future development. Under the existing M-2 zoning regulations, residential and hotel uses are not permitted. As depicted on the map, the combination and location of land uses are intended to create two distinct live/work/play areas, one in the Jefferson Drive area and the second along Willow Road. The proposed maximum potential development could result in the following in the M-2 Area above what is currently allowed through the existing General Plan and Zoning:

- Approximately 2.1 million square feet of non-residential, non-hotel development;
- Approximately 4,500 new housing units;
- Approximately 5,500 new jobs; and
- Approximately 600 new hotel rooms.

Approximately 8.75 million square feet is currently built and/or approved in the M-2 area, where the current General Plan would allow approximately 10.5 million square feet of non-residential uses. The maximum potential development represents an additional 2.1 million square feet for a potential net new total of 3.85 million square feet. Although there are no

specific development proposals associated with the General Plan update, the expectation is that the housing will vary in size and affordability and the hotels would be at a range of price points to satisfy market demand.

At the Planning Commission meeting on June 8, 2015, the Commission considered both written and public comments. One piece of correspondence was received following the release of the Planning Commission staff report is included as Attachment F, and all other correspondence received since the joint study session was included in the June 8, 2015 Planning Commission staff report. While commenters shared sentiments for support of well-planned growth and preservation of existing community diversity, particularly in the Belle Haven neighborhood, there were also comments expressing concern about the amount of housing being considered within the project area, the desire for more citywide discussion on what the area should be, and the desire for greater clarity in terminology in what is meant by “maximum.”

In its discussion, the Commission recognized that the maximum potential development represents what could be considered the “worst case scenario” for study purposes. Other factors such as the development regulations, which will be the focus of discussions in the upcoming months, potential environmental impacts and mitigation measures, and the ability to fund desired amenities and infrastructure needs, will be important considerations in the process to ultimately determine the appropriate development for the M-2 area. The establishment of the maximum potential development levels is needed to initiate the Notice of Preparation (NOP), which is the first step in the EIR process. The draft NOP is included as Attachment G.

The NOP will be distributed to all responsible agencies that may have discretionary approval over the project and trustee agencies that are responsible for natural resources potentially affected by the project. The NOP solicits input from these agencies as well as the public on the scope and content of the environmental information to be included in the EIR. Once the NOP is released, a 30-day public review period begins. Following the City Council’s review and direction on June 16, 2015, staff anticipates releasing the NOP on June 18, 2015. In September 2015, staff is scheduled to conduct an EIR scoping session at a Planning Commission meeting. A scoping session allows the public and staff to learn about potential concerns and further refine issues to be studied in the EIR. This step in the process allows members of the public another opportunity to comment on the content of the EIR. Comments received during the public scoping are considered in preparing the Draft EIR analysis.

With a vote of 5-0-2, with Commissioner Strehl absent for the vote and Commissioner Combs recused, the Planning Commission supported the GPAC’s recommendation for the Draft M-2 Area Maximum Potential Development map and associated figures and to release the NOP for the EIR. One Commissioner expressed interest in studying additional retail in the former Prologis site, but the consultant explained that the amount of retail shown may already be more than what the market could support.

On June 16, 2015, the City Council should review and make any refinements to the maximum potential development for the M-2 Area and the NOP. The Council's action is not only necessary to keep the environmental review and ConnectMenlo process on schedule, but is also critical to form the project background and commence the proposed Facebook Campus Extension project EIR. The timing and scope of the two documents is discussed in further detail below.

ConnectMenlo Next Steps

During the summer of 2015, ConnectMenlo is scheduled to enter into the next phase and begin discussion on goals, policies, programs and development regulations. The goals and policies will reinforce the Guiding Principles that have been accepted, while the creation of the development regulations and design standards will better define and guide future development in where uses can be located, in how buildings should look and feel, and in how community amenities are incorporated in the area. The GPAC is scheduled to meet in the latter part of June to begin the review of the General Plan policies. The original meeting date of June 25 is being rescheduled to June 30 to allow for greater participation by the GPAC members. This modified date should not impact the overall schedule. A summary of the upcoming schedule through September 2015 is included in Attachment H.

Facebook Campus Expansion Project NOP Release

The Facebook Campus Expansion Project requires the preparation of an EIR. As part of the EIR process, a NOP must be released. Consistent with the ConnectMenlo project, the NOP will be distributed to all responsible agencies that may have discretionary approval over the project and trustee agencies that are responsible for natural resources potentially affected by the project. The NOP solicits input from these agencies as well as the public on the scope and content of the environmental information to be included in the EIR. Council review of the NOP would allow City staff to release and distribute the NOP and begin the 30-day public review period. If authorized, staff anticipates releasing the NOP around June 18, 2015, with the Planning Commission EIR Scoping Session and Study Session scheduled for the July 13, 2015 meeting. A scoping session allows the public and staff to learn about potential concerns and further refine issues to be studied in the EIR. This step in the process allows members of the public another opportunity to comment on the content of the EIR. Comments received during the public scoping are considered in preparing the Draft EIR analysis. The Council's authorization of the release of the NOP would allow staff and the City's consultant (ICF) to continue to review and process the application in a timely fashion. The authorization allows for the environmental review to continue and does not require the Council to discuss or comment on the merits of the project. The draft NOP is included as Attachment I.

Coordinated Traffic and Water Analyses

Both the ConnectMenlo and Facebook Campus Extension projects will be preparing separate EIRs as part of the environmental review process. An EIR is an informational document that will help inform decision-makers and the public regarding potential

significant environmental impacts of a project, possible ways to minimize those impacts, and identify reasonable alternatives to the project. The EIRs will evaluate a number of environmental factors from aesthetic resources to hydrology and water quality to transportation and circulation. The release of the NOP is the first step in the EIR process. The ConnectMenlo EIR will be prepared by PlaceWorks per Council's approval of the ConnectMenlo scope of work in June 2014 and the EIR for the Facebook Campus Extension project will be prepared by ICF, who previously conducted environmental review for the City on the various projects, including the previous Facebook Campus project. Although two separate EIRs will be prepared, coordination between the two documents is necessary to comprehensively review and understand the potential impacts that could be generated from implementation of each project.

As part of the ConnectMenlo scope of services, TJKM Transportation Consultants is under contract to prepare the traffic analysis for ConnectMenlo's EIR. Staff has since approached TJKM to prepare an expanded scope to cover the proposed Facebook Campus Expansion project. Due to the timing of ConnectMenlo and Facebook's environmental review process, a coordinated traffic study is necessary to ensure the analysis comprehensively considers all planned developments. Therefore, staff intends to study both projects in one analysis to ensure possible traffic impacts are evaluated adequately and efficiently. The combined traffic analysis needs to be completed first to inform the additional analyses related to air quality, greenhouse gas emissions, and noise. The traffic study is a critical path item for both projects and the timing of the traffic study analysis will impact the overall review time for each project's environmental review.

One other technical analysis will be conducted in a coordinated fashion. A single water supply assessment (WSA) will be prepared by Erler & Kalinowski, Incorporated (EKI) as part of the ConnectMenlo project. Therefore, each project would have its own EIR, with a common traffic study and a common WSA.

Facebook Campus Expansion Project Contract Amendment

With regard to the Facebook Campus Expansion Project, ICF already initiated work on the environmental review up to the City Manager's contracting authority of \$56,000 as mentioned in the May 16, 2015 Information Item staff report. To continue the environmental review work, an amendment to the current scope of work with ICF is necessary. The authorization to amend the contract with ICF does not require the Council to make a decision on the merits of the project. The additional cost for ICF to complete the environmental and fiscal review is approximately \$703,107 for a total of approximately \$758,295. The draft scope of work for the Facebook Campus Expansion Project from ICF, which includes the scope of the traffic analysis from TJKM, is included as Attachment J. As part of the scope of work, BAE would prepare a fiscal impact analysis and Keyser Marston Associates would prepare a housing needs analysis. Each firm prepared comparable documents for the previous Facebook Campus project. The applicant has reviewed and consents to the scope of work outlined by ICF and its subconsultants. Staff believes that contracting with ICF to complete the environmental review for the project would result in quality work products and efficiencies based on past experience with similar projects. At

this time, the Council's authorization of an amendment to the contract with ICF would allow the Facebook Campus Expansion Project to continue to move forward through the review process in a timely manner. Staff is also seeking authorization for future augments to the contract amount if deemed necessary with the consent of the applicant.

IMPACT ON CITY RESOURCES

The General Plan Update scope of services and budget was approved by the City Council on June 17, 2014. For the Facebook Campus Expansion Project, the applicant is required to pay planning permit fees, based on the City's Master Fee Schedule, to fully cover the cost of staff time spent on the review of the project. The applicant is also required to bear the cost of the associated environmental review and fiscal analysis. For the environmental review and fiscal analysis, the applicant deposits money with the City and the City pays the consultants. In addition, public benefits negotiated as part of the Development Agreement would serve to help offset any potential impacts of the Project.

ENVIRONMENTAL REVIEW

The General Plan and M-2 Zoning update, and the Facebook Campus Expansion Project are subject to the California Environmental Quality Act (CEQA). Separate EIRs will be prepared as part of the process for each project, but a single traffic study and WSA will be prepared that considers both projects.

PUBLIC NOTICE

Public Notification was achieved by posting the agenda, with this agenda item being listed, at least 72 hours prior to the meeting. In addition, the City has prepared a project page for the proposals, which is available at the following addresses: <http://menlopark.org/connectmenlo> and <http://menlopark.org/995/Facebook-Buildings-21-22>. The project pages provide up-to-date information about the project, allowing interested parties to stay informed of its progress. The "Notify Me!" feature of the City's website allows users to subscribe to updates for ConnectMenlo and the Greater M-2 Area, which sends email bulletins to users when the respective pages are updated.

ATTACHMENTS

- A. ConnectMenlo Planning Commission Staff Report from June 8, 2015 (ConnectMenlo) – without attachments
- B. Housing Commission Meeting, Joint Transportation and Bicycle Commission Meeting, and June GPAC Meeting Summaries (ConnectMenlo)
- C. Facebook Campus Expansion Project Plans, Select Plan Sheets (Facebook)
- D. 300-309 Constitution Drive Facebook Campus Expansion Project City Council Staff Report from May 16, 2015 (Facebook) – without attachments
- E. Draft M-2 Area Maximum Potential Development Map (ConnectMenlo)
- F. Correspondence from Patti Fry on ConnectMenlo, dated June 8, 2015 (Connect Menlo)

- G. Draft Notice of Preparation (ConnectMenlo)
- H. Upcoming ConnectMenlo Schedule (ConnectMenlo)
- I. Draft Notice of Preparation (Facebook)
- J. Facebook Campus Expansion Project Scope of Work Phase II (Facebook)

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MEMORANDUM

DATE: June 8, 2015

TO: Planning Commission

FROM: Deanna Chow, Senior Planner
Community Development Department

RE: **Agenda Item F2: Review and Provide a Recommendation Regarding the Notice of Preparation with a Maximum Potential Development to be Studied in the General Plan Update Environmental Impact Report**

BACKGROUND

The General Plan serves as the City's comprehensive and long range guide to land use and development in the City's jurisdiction, and is required by State law. In late Summer 2014, the City of Menlo Park kicked off its General Plan Land Use and Circulation Element Update known as ConnectMenlo. A list of the events and activities to date are listed in Attachment A for reference. The events and activities have varied in content, format and purpose, some being more educational in nature like the symposiums while other events, such as the workshops and focus groups, were aimed at soliciting opinions and ideas. In addition, a number of meetings with the General Plan Advisory Committee (GPAC), Planning Commission and City Council have occurred and will occur to receive feedback and direction on the process and policies to be considered.

On March 31, 2015, the City Council and Planning Commission conducted a joint study session to review and provide feedback on the "Refined Draft M-2 Area Preferred Alternative" map. The study session staff report, map, correspondence, and presentation are available for review at the following link:

<http://www.menlopark.org/809/Presentations-and-Staff-Reports>.

The "Refined M-2 Preferred Alternative" map is the result of input from the public at community workshops and via surveys as well as guidance from the GPAC, and

shows the potential types and locations of land uses in the future, as well as potential infrastructure improvements such as new roadway and bicycle/pedestrian connections for the greater M-2 area. The total building square footage, number of housing units, hotel rooms, and jobs associated with potential new development are estimated based on the Refined Draft M-2 Area Preferred Alternative map, which is now being referred to as the Draft M-2 Area Alternative (Maximum Potential Development). The Planning Commission and City Council recognized the complexity of the topic, and requested more time in the schedule for additional dialogue and outreach with the broader community.

On April 14, 2015, the Council approved a modified schedule which included seven additional meetings between April 30 and June 18, 2015. The revised schedule results in a delay in the release of the Notice of Preparation (NOP) for the Environmental Impact Report (EIR) by approximately one month and a corresponding delay to the overall project schedule by one month, ending in July 2016.

ANALYSIS

Since mid-April, the ConnectMenlo team conducted a number of meetings and events to engage with the community to focus on key issues such as housing and transportation, and to solicit feedback on the M-2 area maximum potential development map. These meetings and events are summarized below. Additional information related to these items, including presentations, meeting summaries, and handouts, is available for review on the ConnectMenlo webpage at www.menlopark.org/connectmenlo.

- *Community Amenities Survey* – Following the March workshops, the City launched its third online survey to receive input on a number of benefits and improvements the community would like to see in Belle Haven and the M-2 Area. Participants were asked to prioritize broad topics such as transportation and community-serving retail, as well as specific implementation items within each topic. The results, which are available on the project webpage, will help inform the City about which community amenities should be prioritized as development in the M-2 Area occurs. The next steps are to:
 - Assign cost estimates for each program to get an idea of how much the program will cost to fund.
 - Engage M-2 property and business owners regarding the structure to implement the community benefits program.
 - Share the results with the Menlo Park Planning Commission and City Council to help the City determine which programs/projects should be funded first. The meetings are targeted for August 24 and September 8, 2015, respectively.
- *Open House* – The City hosted two open houses, one of which was held on Saturday, May 2, the second on Thursday, May 7. The purpose of the open houses was for participants to learn more about the ConnectMenlo process

and to provide feedback on the M-2 Area maximum potential development and other topic areas such as transportation. Attendees were encouraged to visit the five information “stations” and engage in dialogue with staff, the consultants, and each other. In addition, several of the major M-2 property owners, including representatives from Facebook, CS Bio and Tarlton Properties, hosted a station to share their ideas about the future of their properties and to receive input from the community. The second component of the open house was a facilitated question and answer session.

- *City Manager’s Budget Workshop* – Throughout the ConnectMenlo process, there have been questions regarding what are the City revenue sources and how and where City funds are allocated. On May 26, 2015, the City Manager hosted a budget workshop, which included a “Budget 101” session to provide a broad overview of how City budgets work and a preview the City’s fiscal year 2015-16 budget.
- *Housing Commission Meeting* – Housing has been one of the key components in the land use discussion. How much housing? What is the right mix of housing to build? Will there be affordable housing? How can the City address displacement of our current community members? These have been some of the questions that have been raised throughout the process. On May 28, 2015, ConnectMenlo, in conjunction with the Housing Commission, hosted a panel of four housing experts to share their perspectives on a variety of housing-related issues, such as housing economics, affordable housing policies and strategies, anti-displacement policies, and local housing implementation. The panel agreed that housing is a regional issue that needs to be addressed locally through both the production of more housing units that “fit” the community needs and a complimentary strategy for community stabilization, but not to the exclusion of new growth.
- *Joint Transportation/Bicycle Commission Meeting* – In addition to housing, transportation has been a key topic throughout the ConnectMenlo process. Jeff Tumlin of Nelson Nygaard was invited to speak to the Commissions and community to share ideas about ways to respond to growth and change while creating safe streets, options for getting around town, and new metrics for measuring performance.

GPAC Meeting

The GPAC conducted a meeting on June 3 to review the May open houses, results from the community amenities survey, and to provide a recommendation to the Planning Commission and City Council regarding the maximum potential development to be studied in the Notice of Preparation (NOP) for the Environmental Impact Report (EIR). Correspondence received since the March 25 GPAC meeting is provided at the following link: <http://menlopark.org/DocumentCenter/View/6965>.

In addition, the GPAC considered one additional piece of correspondence from Facebook, included as Attachment B, as well as the comments that were recorded at the community open houses in May, which are included as Attachment C. Comments related to the land use map include the desire to study a broad range of housing options, ideas about where and where not to include a grocery store, support for transit on the Dumbarton rail corridor, and a question about whether mixed-use is feasible at the MidPen site on the 1300 block of Willow Road.

The GPAC's discussion primarily focused on two issues: 1) maximum stories on the former Prologis site on Willow Road and 2) a property owner's request to expand the mixed use designation to a few properties on Haven Avenue. A few members of the public also provided comments at the meeting, including clarification on the square footages and stories of residential buildings, ideas for outreach, housing in-lieu fees, and questions about the survey results.

With regard to building height at the former Prologis site, several members expressed discomfort with the maximum residential height of eight stories, particularly along Willow Road. To reflect an earlier version of the land use map, members suggested that the maximum height be reduced to six stories, with an average of 4.5 stories. The range of heights would still provide modulation in the design and maintain the overall development figures while being sensitive to the neighborhood context. At the meeting, Facebook representatives indicated that they have no plans for eight story buildings, so a change to six stories would be a more accurate reflection of what is desired by the property owner. Although the map shows increased heights from existing conditions on the Prologis and Tarlton properties, the GPAC confirmed that there would be no changes to the current two story height limit along O'Brien Drive adjacent to the single-family residences.

The proposed change to the Haven Avenue area stems from a request from a property owner who owns land between existing R-4-S-residentially zoned property and proposed mixed use and hotel land uses. The property owner felt that to not change this land area would be a lost opportunity. The GPAC agreed that a change in land use for mixed use and office would be appropriate in the area and provide greater flexibility for the future.

The GPAC recommended (8-1; with Zumstein opposed and Bims, Butz, Mueller and Royse absent) to accept the Draft M-2 Area Alternative map with changes to reduce the maximum height to six stories at the Prologis site and an expansion of office and mixed-use land uses in a portion of the Haven Avenue area. These proposed modifications would not materially change the overall maximum potential development to be studied in the EIR.

Draft M-2 Area Alternative (Maximum Potential Development)

The M-2 Area Alternative map, inclusive of the GPAC's recommendations, is included as Attachment D. The map reflects the input from the community

workshops, online and paper surveys, property owners, and refinements from the GPAC at their meeting in March. The combination and location of land uses are intended to create two distinct live/work/play areas, one in the Jefferson Drive area and the second along Willow Road.

The maximum potential development will be used to establish the project description in the EIR and fiscal impact analysis (FIA), and for developing General Plan and zoning policies and standards. The Draft M-2 Area Alternative map could potentially result in new development for the area, including:

- Up to 2.1 million square feet of non-residential buildings beyond what is currently allowed in the General Plan;
- Approximately 4,500 new housing units;
- Approximately 5,500 new jobs; and
- Approximately 600 new hotel rooms.

The Planning Commission should review and make a recommendation on the maximum potential development for the M-2 Area at its meeting on June 8. The recommendation will be forwarded to the City Council for consideration at its June 16, 2015 meeting.

Notice of Preparation

The Notice of Preparation (NOP) is typically the first public step in the environmental review process. The NOP is distributed to all responsible agencies who may have discretionary approval over the project, as well as trustee agencies who are responsible for natural resources potentially affected by the project. The NOP solicits input from these agencies as well as the public on the scope and content of the environmental information to be included in the EIR.

At the Planning Commission meeting of June 8, the Commission will have an opportunity to provide feedback on the draft NOP before it is officially released to the public. The draft NOP is included as Attachment E, with the maximum potential development figures shown on page six.

Once the NOP is released, a 30-day public review period begins. Staff anticipates releasing the NOP on June 18, 2015, following the City Council's review of the maximum potential development and draft NOP. In September 2015, staff is scheduled to conduct an EIR scoping session at a Planning Commission meeting. A scoping session allows the public and staff to learn about potential concerns and further refine issues to be studied in the EIR. This step in the process allows members of the public another opportunity to comment on the content of the EIR. Comments received during the public scoping are considered in preparing the Draft EIR analysis.

Upcoming Milestones

Following the Planning Commission meeting, the City Council will review and provide guidance on the maximum potential development. The figures will be included in the NOP, with the intent of releasing the NOP on June 18, 2015. The end of the NOP review period would be July 20, 2015.

During the summer of 2015, ConnectMenlo will enter its next phase and begin discussing goals, policies, programs and development regulations. The GPAC is scheduled to meet on June 25, 2015 to begin review of the draft General Plan policies, followed by a meeting in late July to review the drafts of the Land Use and Circulation Elements and the Zoning Ordinance Update. A community workshop and meetings with the Planning Commission and City Council are scheduled in August and September, respectively. A summary of the upcoming schedule through September 2015 is included as Attachment F.

RECOMMENDATION

The Draft M-2 Area Alternative map represents collective input from the community, property owners and GPAC through an extensive outreach process. The map translates into the maximum potential development for the M-2 area, and will be used for study purposes in the EIR and FIA. Staff recommends that the Planning Commission concur with the GPAC's recommendation, and in turn, recommend that the City Council accept the Draft M-2 Area Alternative map and associated maximum potential development figures and release NOP to begin preparation of the EIR.

ENVIRONMENTAL REVIEW

The General Plan and M-2 Zoning update is subject to the California Environmental Quality Act (CEQA) and an Environmental Impact Report (EIR) will be prepared as part of the process.

PUBLIC NOTICE

Public notification consisted of publishing a legal notice in the local newspaper and by posting the agenda, with this agenda item being listed, at least 72 hours prior to the meeting. In addition, the City sent an email update to subscribers of the ConnectMenlo project page, which is available at the following location: www.menlopark.org/connectmenlo. This page provides up-to-date information about the project, allowing interested parties to stay informed of its progress and allow users to sign up for automatic email bulletins, notifying them when content is updated or meetings are scheduled.

ATTACHMENTS

- A. ConnectMenlo Schedule as of June 2015
- B. Correspondence from Fergus O'Shea of Facebook, dated May 21, 2015
- C. Summary of May 2 and May 7, 2015 Open Houses
- D. Draft M-2 Area Alternative (Maximum Potential Development) map
- E. Draft NOP for General Plan Update
- F. ConnectMenlo Schedule through September 2015

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CONNECTMENLO

menlo park land use & mobility update

Housing Commission Meeting Summary

The Housing Commission meeting was conducted to hear ConnectMenlo housing-related topics on May 28, 2015 (7:00 – 9:00 pm) in the Menlo Park Senior Center at 100 Terminal Avenue.

HOUSING COMMISSIONERS PRESENT

Carolyn Clarke, Chair
 Julianna Dodick, Vice-Chair
 Sally Cadigan
 Michele Tate

CITY STAFF AND CONSULTANTS PRESENT

Justin Murphy, Assistant Community Development Director
 Deanna Chow, Senior Planner
 Clay Curtin, Assistant to the City Manager and Housing Commission Liaison
 Charlie Knox, PlaceWorks
 Rosie Dudley, PlaceWorks

MEETING PURPOSE

The primary purposes of this Commission meeting was to hear from a panel of housing experts on a variety of housing-related issues, including housing economics, affordable housing policies and strategies, anti-displacement policies, and local housing implementation within a regional setting.

MEETING SUMMARY

Carolyn Clarke, Chair of the Housing Commission brought the meeting to order, provided an overview of the agenda and asked the Commissioners to introduce themselves. She then turned it over to the ConnectMenlo team to begin the meeting.

The City of Menlo Park's Assistant Community Development Director, Justin Murphy, provided an overview of the existing demographics and housing policies in the City. PlaceWorks Principal Charlie Knox introduced the panelists:

- Wayne Chen, Acting Housing Division Manager, City for San Jose
- Pilar Lorenzana-Campo, Deputy Policy Director, Non-Profit Housing Association of Northern California
- Daniel Saver, Housing Staff Attorney, Community Legal Services
- Libby Seifel, Principal, Seifel Consulting Inc.

Mr. Knox then moderated the discussion by asking each panelist specific housing-related questions which have been raised throughout the ConnectMenlo process. Ms. Seifel asked the audience how long they have lived in Menlo Park and if they rent or own their homes. The vast majority of attendees were home owners. She explained that renters are the most vulnerable in the current market and cited a study: Moving Silicon Valley Forward, which outlines why building affordable housing is so

HOUSING COMMISSION MEETING SUMMARY

important to reduce traffic. While the number of jobs in the Bay Area is increasing, 67 percent of them are paying \$50,000 or less per year which means the workforce cannot afford the housing on the market.

Ms. Lorenzana-Campo spoke about the jobs/housing fit which is more than the discussion of balancing jobs per residents. The “fit” measures the number of low-wage jobs in each city and compares it to the number of homes that are affordable to the employees using the benchmark that an individual should not pay more than 30 percent of income on his/her housing. Currently, Menlo Park has a fit ratio of 5:1, which means five low-wage workers are competing for each affordable unit. Typically, one high-paying job comes with four low-paying jobs. These figures mean that people will have to drive far distances between home and work which will not only exacerbate traffic, but also lead to unstable health and communities. It is a good time for Menlo Park to consider these issues, and review its housing policies and how to improve the jobs/housing fit.

Mr. Chen described how San Jose and other cities throughout the Bay Area are facing similar housing shortages and displacement issues. San Jose is diverse, with many distinct neighborhoods with working class populations. Unlike some of its neighbors, San Jose is housing-rich and jobs-poor. Thus, it has aimed to create urban villages through its general plan (like Santana Row, The Alameda, and Willow Glen) that build housing along with retail and office space. The financing of these villages requires a new tax strategy, developer agreements and other creative incentives to create jobs. One technique the City of San Jose has used is to treat construction of affordable housing as a community benefit.

Mr. Saver described strategies to address and minimize displacement. When existing residents are forced out due to the price of housing, cities lose established communities. By focusing on community stabilization and neighborhood preservation, cities can preserve existing social networks in communities. Menlo Park and other cities throughout the Bay Area must address both direct and indirect displacement. Examples of direct displacement are when buildings are redeveloped and replaced with new buildings thus occupants have to leave or renters are evicted. Forced eviction is another example. A method to address direct displacement is to strengthen Menlo Park’s laws to require “just cause for eviction” as is done in San Francisco, Berkeley, and Palo Alto. The City could craft the language as it chooses to define just cause (e.g. if tenant fails to pay rent, destroys property or owners are moving in, etc.). It could offer relocation money to help occupants find new housing similar to Mountain View which provides three months’ rent.

Examples of indirect displacement are increases in housing costs that are unaffordable to the occupant. Currently, Menlo Park property owners can raise the rent by any amount so long as they give 60 days notice. A common concern is that landlords do not need to keep up the property because they know the demand outweighs the supply of housing. Rent stabilization, similar to what Prop 13 does for home owners in limiting the amount property taxes can increase per year, could set the maximum increment of increase allowed on rental property.

Following the panel discussion, Mr. Knox turned it back to the Commission and public to ask questions. The comments and responses are summarized below.

See the project website for a copy of the discussion: www.menlopark.org/connectmenlo

HOUSING COMMISSION MEETING SUMMARY

COMMENTS

Question 1: If we build more housing it could help solve some of our housing problems, but people are getting displaced now. How can we build fast enough to address people being displaced now?

Pilar Lorenzana-Campo: We can't build fast enough. We have to build and preserve at the same time. We do need to build more housing and build the right kind of housing. Looking at housing data across the Bay Area, we built 90 percent of what the rich needed and 23 percent of what the poor needed. Menlo Park is underbuilding. In the years between 2007-2013, we built 43 percent of what is needed for households earning \$77K and above, and only 20 percent of a range of housing for people earning less than \$77K. We need to start building and better use tools to protect existing residents.

Daniel Saver: There are creative ways to link the neighborhood preservation strategies with jobs/housing fit. We could have a time-limited rent stabilization program that would expire once the housing/jobs fit were equal. We can create innovative solutions that address the problems.

Question 2: Thank you, this is very valuable information. In these new communities you've worked in, what is integrating the new urban villages and communities of color? How was the 60 percent of the City's affordable housing selected to be placed in Belle Haven rather than the rest of Menlo Park? How will the new 4,500 new units being planned and the cars that come with them be accommodated?

Wayne Chen: The question we have to ask ourselves is: Does the market function for everyone? That's what public agencies face when addressing these questions. Community land trusts are being used in some cities. Not all cities have the resources to do this. A new bill has been issued that requires 25 percent of public land being sold be reserved for affordable housing. It doesn't apply to all cities or transit authorities. Inclusionary housing policy for San Jose was challenged and awaiting Supreme Court decision on whether the land use authority can be returned to the City of San Jose. Menlo Park has a density bonus that allows developers to build more densely if they supply affordable housing. Menlo Park and the region need new partnerships and mechanisms to contribute to improving the community. A commercial linkage fee is one way to do that as are development agreements.

Libby Seifel: In San Francisco's Eastern Neighborhoods Plan, the City of San Francisco set up area-specific impact fees that fund the community amenities. Menlo Park could explore incentives that dissuade commercial property owners to hold on to property for a long time (which has resulted from Prop 13). For example property owners could be offered a tax benefit when they sell which could open more sites up for housing. MidPen Housing looked at Silicon Valley's land trust to assess potential donation of stocks to fund a land trust. One model is the Peninsula Open Space land trust; it is a good example of how to do this.

When thinking about rezoning we could ask for or require dedication of land for housing as part of corporate expansion. It can be leveraged with tax credits to provide more workforce housing that is affordable. We understand the feeling that this area is being "dumped on". There are some opportunities along El Camino Real., but the M-2 area has more underutilized land. The area should be developed carefully with sensitivity to address the spectrum of housing needs that will continue to increase as the area grows. When looking at the need between housing and supply—we have been undersupplying housing for a very long time all along the coast. We need to enable developers to get through the process more quickly to build diverse housing. In North Bayshore the City of Mountain View is addressing the need for more housing and integrating it with tech center growth.



CONNECTMENLO

menlo park land use & mobility update

Transportation and Bicycle Commissions Hearing

The Transportation and Bicycle Commissions held a joint session to hear ConnectMenlo transportation-related topics on June 1, 2015 (7:00 – 9:00 pm) in the Menlo Park Senior Center at 100 Terminal Avenue.

TRANSPORTATION COMMISSIONERS PRESENT

Bianca Walser, Chair
Philip Mazzara, Vice Chair
Maurice Shiu
Penelope Huang
Adina Levin
Jason Pfannenstiel
Michael Meyer

BICYCLE COMMISSIONERS PRESENT

William Kirsch, Chair
Cindy Welton, Vice Chair
Jonathan Weiner
Lydia Lee
Fred Berghout

CITY STAFF AND CONSULTANTS PRESENT

Justin Murphy, Assistant Community Development Director
Nikki Nagaya, Transportation Manager
Rene Baile, Transportation Engineer
Kristiann Choy, Senior Transportation Engineer
Deanna Chow, Senior Planner
Charlie Knox, PlaceWorks
Rosie Dudley, PlaceWorks
Jeff Tumlin, Nelson\Nygaard
Jessica Alba, Nelson\Nygaard

MEETING PURPOSE

The primary purposes of this joint Commission meeting was to learn from internationally renowned transportation planning expert, Jeff Tumlin of Nelson\Nygaard about methods to meet the City's long-term transportation goals and evaluate Menlo Park's transportation investments.

MEETING SUMMARY

William Kirsch, Chair of the Bicycle Commission brought the meeting to order, provided an overview of the agenda, and introduced the Bicycle Commission. Bianca Walser, chair of the Transportation Commission introduced the Transportation Commissioners. Then Mr. Kirsch introduced Charlie Knox, the lead consultant hired by the City to conduct the ConnectMenlo Process. Mr. Knox provided a brief overview of the planning process and described how this meeting fits into the schedule and process, and explained that transportation policies and programs for the Circulation Element are being developed. He then introduced Mr. Tumlin who described the evolution of America's love affair with the automobile, how it has shaped our cities and our lifestyles, and how cities are addressing the resulting congestion now. He outlined 10 methods to manage parking and transportation demand—the critical tools for revitalizing city centers and creating sustainable places.

TRANSPORTATION AND BICYCLE COMMISSIONS MEETING SUMMARY

Following his presentation, the Commissioners opened the meeting up to public comments and then provided their own comments/questions following those from the public.

See the project website for a copy of this presentation: www.menlopark.org/connectmenlo

COMMENTS

PUBLIC COMMENTS

Question 1: How broad is the area measured when studying per capita vehicle miles traveled (VMT)?

Tumlin: The right metric depends on each application. It can be applied to a single development or an entire region. Cities can measure it citywide or set a different target for each neighborhood depending on their goals.

Question 2: How do you measure VMT results?

Tumlin: Compare it against the regional average. For example, if the target is a citywide traffic management, you can distribute that reduction and compare to existing VMT in that part of the city. It is important to understand what the data is assessing.

Question 3: Parking costs—how do you determine the cost per spot?

Tumlin: Estimating the cost depends on what you include in the figure and land values of an area, so they do range. Assume land has value in Menlo Park. Structured parking is usually cheaper than a surface lot parking spot but surface lots occur as a product of the development regulations. Parking spaces can generally range from \$20,000 to \$75,000 per space.

Question 4: What do you suggest we say to shop owners to justify charging for parking since they often are opposed?

Tumlin: Many people are still afraid to charge for parking because the shopping center parking lots are free. Most successful shopping districts don't try to compete with shopping centers and instead focus on creating their own value. The transaction of paying at a meter is more irritating than actually paying for a parking space and should be made easier for drivers. If parking is in abundance, it's OK to be free, but if there is high demand, it should have a fee. If you require every store to have a gigantic parking lot, you use up space that could be used for something else. Parking management and congestion pricing are the only ways to control congestion. Developers should decide optimal number of parking spaces needed in their developments—retail or otherwise, rather than being required to meet an outdated parking ratio requirement.

Question 5: Very supportive of congestion pricing and Dumbarton rail. But in regard to biking more, it's just not always feasible. How can I get across the bridge on a bike? There will be more trips not less if residents have to work across the Bay. How do we keep existing residents happy and able to get to their jobs in Silicon Valley? In addition, Belle Haven residents need access from Belle Haven to Downtown Menlo Park and can't always bike if it's dark out or traveling with young children.

Tumlin: We understand that there still will be the need to drive; not everyone will be able to bike and not drive. The policies we put forth need to make it easier for people to get around without driving and thereby reduce the number of cars on the street so driving

TRANSPORTATION AND BICYCLE COMMISSIONS MEETING SUMMARY

is easier for those who do need to drive to their destinations. Multi-modal improvements and congestion pricing can get enough people off the streets to make a difference.

Question 6: How can the Dumbarton rail be used for bike/ped and BRT/transit as well?

Tumlin: Rail technology is not necessarily the best technology to use on Dumbarton rail. Constraints on either side in Union City and Redwood City limit how many trains can come through. It could be better served with rubber tire transit improvements that can easily fan out and connect to existing transit hubs on both sides of Bay. Think hard about what the best way to use it. The ped/bike trail should be incorporated into the ROW along with transit.

Councilmember Keith: The Dumbarton Rail committee was just unfunded as of last week. We can still look at trails, Congestion pricing is an excellent idea; working with the Toll Authority should be a next step.

Question 7: Is the Nexus Study still relevant? Does it need to be updated? Currently charges \$5/Sq Ft of office/retail/commercial space.

Tumlin: It should be updated; fees are higher now. Need to work with a real estate economist to determine the ideal fee. Make sure fee can be spent on what the community/City needs. Neighboring cities should use the same fee.

Comment: There is desire to use VMT measurement instead of LOS and get it integrated into CEQA process. It was passed in 2013/2014, however the rule-making process has proven difficult. “Sprawl” developers resist the VMT method since it accurately shows greater impacts of building far away from existing infrastructure and requires more vehicle trips. New rules are being drafted and may not be in place until 2016. In the meantime many EIRs are underway and if they have to use LOS, it will not result in the environments we’ve identified through this process. In addition, it would be helpful to use the air quality data and analysis in conjunction with traffic analysis—huge value in using VMT over LOS.

Tumlin: Menlo Park can move forward without the state’s decision. Other cities have adopted the VMT criteria. We can use the General Plan process to adopt the process.

Knox: One of the goals of the General Plan is to look at multi-modal solutions/metrics to address Menlo Park’s circulation and integrate them into the Circulation Element. Could also use multi-modal LOS that looks at more than just vehicular level of service.

Comment: I live in Menlo Oaks near Vintage Oaks, out of the city limits. We have a safety problem at the high school which is undergoing its EIR. Public comment is open until June 22. There is congestion that reduce speeds to 15 mph which reduces collision rates. However all of the students have to cross the carpool lane to get to the buses. About 73 percent of the students are picked up by car. Only 9 percent use the bus; they are not using the bus because of lack of space and it is standing room only. About 15 percent of kids are dropped off off-campus in the middle of the street on Arlington Way which also causes a safety problem. Consider relocating the bus stop to the County of San Mateo segment of the road (500 feet) to accommodate a longer bus stop that allows for more buses to stop at once.

Tumlin: Several government jurisdictions given geographic boundaries result in efficient / ineffective plans.

TRANSPORTATION AND BICYCLE COMMISSIONS MEETING SUMMARY

Commissioners: We have heard about the bike concerns around the school and went out to bike the area. Result: buffered a bike lane and narrowed vehicle lane to encourage more bicyclists and make it safer to ride. Who is approving this EIR? Perhaps the Commissions can add it to their agenda?

Nagaya: Sequoia Union High School District is the lead agency. Any member of the public or the Commission as a whole can submit a comment letter. The City can respond, but it does not have jurisdiction over it.

COMMISSION COMMENTS

Question 1: How have other cities budgeted for improvements? With development fees?

Tumlin: The cities that are successful go after all of the resources they can get. Menlo Park is thriving. Development should be seen as a privilege. Make development approval process predictable and achievable. Figure out how to create value and maximize total community benefits. Make it transparent to developers. Development impact fees and community benefits are key. They should help raise revenue. Facilitate self-taxation in business improvement districts. Each commercial district should raise money for shared improvements for their specific area. Accommodate housing demand near transit. Menlo Park can continue to improve in these ways.

Question 2: How to address the public safety value in Menlo Park? There is concern that changes to roads will affect emergency vehicle response time.

Tumlin: There is a tension between total public safety and fire safety. On the one hand we want traffic to go slower to limit collisions, but on the other we want emergency vehicles to get to fires/accidents quickly. There are far more people dying in traffic collisions than in fires. There should be multiple streets in a grid system that allow for emergency vehicles to get around quickly. Carpool lanes can be used by emergency vehicles during emergencies. Also, landscaped areas can be designed in such a way to accommodate emergency access when necessary.

Question 3: Can impact fees pay for non-vehicle improvements?

Tumlin: There are many cities where 100 percent of fees are going to non-vehicle/driving improvements. There are some that use it for transit operations, as well, not just capital improvements. For example, the model used in San Francisco is constructed around the nexus that looks at connections to transit and the delay to access transit. Thus it justified that operation fees (paying for more bus drivers) could be paid for with the impact fees.

Question 4: Bicycle infrastructure is very spotty around our schools and it seems shortsighted that we're not fixing the immediate surroundings (blocks and sidewalks) around schools. Are there regional efforts to make this a priority?

Tumlin: There are state and regional funds for Safe Routes to School (SR2S) improvements. It's most successful when the schools/cities are prioritizing improvements within these areas. However it does get politically complicated to get them prioritized.

Question 5: Wouldn't it be great for the City to have a staff member whose job it is to bike all around town to address bicycle issues.

Tumlin: The problem is there is a long list of problems to address and not enough capacity to address them all at once.

TRANSPORTATION AND BICYCLE COMMISSIONS MEETING SUMMARY

Question 6: How similar do the transportation metrics/guidelines look across cities?

Tumlin: Performance metrics are reflective of local values and those vary from city to city. Menlo Park needs to distill a list of objectives and identify what data is readily available to determine a short list of transportation performance metrics. Different metrics make sense on different streets—each street will have a different threshold and need for sidewalk width, tree canopy, bike facilities, etc.

Knox: It is a customizable set of criteria and will differ for each neighborhood or type of street. We will use this General Plan process to provide these metrics and will be providing draft policy in the coming months.

Comment: The Transportation Commission has a General Plan subcommittee. We should provide some policy recommendations. We have a street classification system that is based on vehicles.

Tumlin: The typical set of designations defines the street based on how cars use them. Some streets are more important for pedestrians, bikes, cars, and some are used by all modes. It's important to look at how streets serve each mode and the land uses along them; they differ based on the surrounding land uses (residential vs. commercial).



CONNECTMENLO

menlo park land use & mobility update

Menlo Park General Plan and M-2 Zoning Update General Plan Advisory Committee Meeting #6.5 Summary

General Plan Advisory Committee (GPAC) Meeting #6.5 was conducted on June 3, 2015 (6 – 8:00 pm) in the Oak Room of the Arrillaga Family Recreation Center at 700 Alma Street, Menlo Park, CA 94025.

GPAC MEMBERS PRESENT

Peter Ohtaki, City Council (Co-chair)
David Bohannon, At-Large
Vince Bressler, At-Large
James Cebrian, Parks and Recreation Commission
Kristin Duriseti, Environmental Quality Commission
Adina Levin, Transportation Commission
Katherine Strehl, Planning Commission
Michele Tate, Housing Commission
Matthew Zumstein, Bicycle Commission

CITY STAFF AND CONSULTANTS PRESENT

Justin Murphy, Assistant Community Development
Director
Deanna Chow, Senior Planner
Leigh Prince, City Attorney's Office
Charlie Knox, PlaceWorks
Rosie Dudley, PlaceWorks
Terri McCracken, PlaceWorks
Eric Panzer, PlaceWorks

MEETING PURPOSE

The primary purposes of the meeting were to present the results of the community amenities survey, review the May 2 and 7 open houses as well as recent commission presentations and related meetings, discuss final changes to the M-2 Area maximum potential development for inclusion in the Notice of Preparation for the Environmental Impact Report, and review the project schedule and upcoming meetings.

PlaceWorks Principal Charlie Knox and Senior Associate Rosie Dudley welcomed everyone and conducted the meeting presentation, which included the following review topics and issues for discussion:

- May 2 & 7 Open Houses
- Budget, Housing & Transportation Meetings
- M-2 Area Maximum Potential Development & Draft Notice of Preparation
- Community Amenities Survey Results
- Upcoming ConnectMenlo Schedule

GPAC MEETING #6.5 SUMMARY

As the presentation progressed, Charlie Knox solicited feedback from the GPAC members and members of the public on the various topics of the meeting. See the project website for a copy of this presentation: www.menlopark.org/connectmenlo

COMMENTS

Committee members and members of the public were asked to provide feedback on the topics discussed in the presentation and then make a recommendation to the City Council and Planning Commission on the M-2 Area Maximum Potential Development map.

In addition to how the City's budget gets allocated which was addressed at the City's Budget 101 meeting, people want to have greater transparency in revenues and expenditures throughout the City.

Consultant Response: Noted.

Are housing/renter protections something that can be accomplished through the General Plan Update process?

Consultant Response: Policies directing the City to explore these options are already in place through the Housing Element, but additional policies could be considered through the General Plan Update.

Will housing issues and renter protections be presented as an agenda item before the City Council? It would be great if Housing Panel could be repeated for the Council.

Consultant Response: The notes from this GPAC meeting will be made available to the City Council, and will serve as an opportunity to engage the Council on this issue. The panel discussion was videotaped and will be available online.

Will the environmental review result in a negative declaration?

Consultant Response: No, there will not be a negative declaration because it is anticipated that the General Plan Update will have the potential for environmental impacts that need to be studied in depth. Therefore an EIR, the highest level of environmental review, will be conducted.

For the parcels along Haven Avenue that have been identified to have their land uses changed on the Maximum Potential Development map (Preferred Alternative), would they be office only or would they be mixed use?

Consultant Response: Based on the request of the property owner, the parcels could be office but the desired land use on the corner parcel would be mixed use offering flexibility for residential and ground-floor commercial.

How would the changes to the parcels along Haven Avenue affect the overall balance of jobs and housing, which is very important for the issues of traffic and displacement? With a variety of price points for housing, people are less likely to have to leave; and if you have more housing, it's less likely someone new will outbid someone else for housing.

Consultant Response: Other than a situation where a large employer can condition employees living in a certain location and/or not using single-occupant vehicles to get to work, having a larger amount of housing presents more

GPAC 6.5 MEETING SUMMARY

opportunities to prevent displacement and car commuting. Menlo Park and Silicon Valley in general are underbuilt for all levels and types of housing. People who are choosing to drive long distances to work don't have housing available, even at higher price points. The Maximum Potential Development map (Preferred Alternative) does not include any decisions about what type of housing will be built (e.g., 1-bdrm, 2-bdrm, etc.). The market will decide that, and the area is short on all types of housing.

If the additional parcels along Haven are included as change areas, consideration should be given to matching the building heights of the proposed adjacent residential structures.

Consultant Response: This area could be noted as allowing a maximum of two stories, or another appropriate height, for office structures.

Does the number of stories in proposed buildings make a significant difference with respect to jobs housing balance and jobs housing fit?

Consultant Response: Changes in development in the Haven Avenue area specifically won't make much difference with respect to the overall M-2 Area. Across the entire M-2 Area, the number of housing units we are studying is 4,500. In general, shorter buildings would be more spread out on the landscape, with less open space between them. Going from 8 to 6 stories while maintaining the same amount of housing units or commercial space won't eliminate a large amount of open space, but going from 8 stories to 2 stories would.

Is the total amount of new commercial space closer to 2 million square feet or 2.5 million square feet?

Consultant Response: The total of 2.5 million includes roughly 500,000 square feet that would come from new hotels. There are currently approximately 8.75 million square feet of commercial space existing "on the ground" and this could increase to approximately 10.5 million square feet under the existing General Plan.

How were Belle Haven residents identified in the community amenities survey? According to the results, 136 Belle Haven residents responded. The survey required respondents to put down their address, in addition to another question that asked respondents if they were a Belle Haven resident. Was the number of Belle Haven respondents determined by address or by response to this latter question? Additionally, was there any effort to determine whether any of the addresses used were for a public place that was used to gather survey responses, such as the Senior Center? Finally, is it possible to see the answers that were provided by Belle Haven residents who gave their addresses, specifically?

Consultant Response: The detailed summary of the survey responses shows that there were 53 respondents that registered (and thus provided their specific addresses) on the online survey. The rest of the respondents (excluding 37 respondents) did not provide exact addresses, but did respond to the question about where they lived. We have not isolated the responses of Belle Haven residents nor verified addresses.

The necessity of new hotels has been discussed at prior meetings and several good justifications were presented by property owners. The effort to include hotels appears to have been driven by commercial interests rather than citizens or the City. Can the City comment on the necessity of hotels and how they will benefit residents of Belle Haven and Menlo Park?

GPAC MEETING #6.5 SUMMARY

Consultant Response: In addition to keeping business travelers in Menlo Park, and thereby reducing auto trips, hotels provide the City with transient occupancy tax. This tax is one of the largest sources of tax revenue that the City has the right to assess, and these revenues go directly to the City. This source of revenue is therefore potentially very large and could be very beneficial for the City.

Recent informational and public meetings have been phenomenal, but how does the City respond to the concern there were multiple meetings per week, making it hard for people to attend all of them?

Consultant Response: These additional public meetings were added to the project in an effort to give people additional opportunities to engage, but in order to avoid excessive delays in the project schedule, it was necessary to schedule them as efficiently as possible. People might not have been able to attend all meetings, but the intent was to rapidly respond to the need to provide additional opportunities for public engagement before proceeding with the remainder of the project. Summaries of all of the meetings will be available on the ConnectMenlo website and recordings as well as summaries of the Commission meetings will be available online, as well.

With regard to housing and increases to housing, it would be helpful to have a side-by-side slide that illustrates the number of existing and planned housing units in different neighborhoods in Menlo Park.

Consultant Response: At the Housing Commission meeting, we distributed a handout that shows the existing housing and demographics in Belle Haven and Citywide. This is available online:
<http://menlopark.org/DocumentCenter/View/7274>.

With regard to below market rate housing in-lieu fees, it would be ideal for those funds to be directed toward the creation of more housing. For example, rather than accept fees to allow a project to offset a fraction of an affordable unit, existing funding could be used to finance the construction of one additional affordable unit.

Consultant Response: Going forward, the City could explore a variety of ways to address the need for affordable housing. Specific policies for affordable housing are already part of the Housing Element, but additional policies could be adopted as part of the General Plan Update.

Are there currently proposals on the table to build 1,000 units of housing in the Jefferson area, as shown for the current preferred land use alternative?

Consultant Response: Among the mixed use portions of the Jefferson area you could fit up to 1,000 units of new housing, but there are no specific proposals being put forward yet.

GPAC Response: If you add up the entire Jefferson area, it's about 20 acres. Given the current density needs for projects to pencil out, it is necessary to develop at a level of at least 80 to 100 units per acre. At that density level the Jefferson area could see 1,600 to 2,000 units of new housing. However, the area is more likely to be a mix of office, housing, and some sort of supportive retail. Landowners think that this would be a positive outcome for the district and support moving in the direction of a mix of hotels, housing, and retail as part of a mixed-use urban environment.

GPAC 6.5 MEETING SUMMARY

Conceptual renderings of 8-story buildings got people's attention in a negative way, but it is important to consider that height can be done well or done poorly. Higher buildings can allow for additional open space and more sensitive siting of buildings that takes into account topography and other natural features.

Consultant Response: The project process is not yet at the point of addressing these sort of specific design considerations, but they can be incorporated into in the zoning regulations and design standards for the M-2 Area.

What is the status of efforts to pursue creative zoning approaches? During economic development conversation the GPAC discussed transferable development rights (TDR, also referred to as "air rights") like they have in San Francisco. GPAC is being asked to make decision about heights without information about how exactly the taller buildings would be located and integrated. With respect to TDR, the understanding is that you can set a maximum that allows three stories by right, and if you want to go above three stories you need to add community benefits or potentially purchase air rights.

Consultant Response: Addressing this specific issue at this time blurs the boundary of where the decision-making should occur. Creating a degree of certainty is very important in communities so that citizen can feel confident about what will happen in the future and building heights are therefore important. The visualizations focused on illustrating the building heights so that people could directly address the potential built realities of allowing buildings of this size. A result of these images was additional public meetings to address this and other issues. Nevertheless, the purpose of the GPAC's discussion tonight is not the come up with specific zoning standards, and it is not possible to determine with complete certainty what the market will propose or build. The purpose of the GPAC's discussion is to decide what the maximum height will be for study purposes. The overall policy direction of allowing up to a certain height, and then allowing additional height with certain community benefits and amenities needs to be discussed further. The potential increases in height serve as a tool to motivate property owners and developers to provide these amenities.

GPAC Response: Developers and community want to know: What will the new development be required to provide? From the developer side, development sounds good, but developers want to know what they will be required to provide to develop in a certain way? An amorphous notion of what will be required is a problem for developers because it leads to potentially long, painful negotiations. Additionally, developers and property owners pay for land based on the development potential, requirements, and expected return on investment. More uncertainty makes land purchases more risky and can cause people to overpay for land.

Given that the next step in the General Plan Update process is the EIR, isn't the goal and purpose to determine what the maximum amount of allowed development will be and how that will be zoned for?

Consultant Response: Yes, the Maximum Potential Development map (preferred alternative) for the M-2 Area's land use will set the maximum amount of development to be analyzed in the EIR. This will translate into the level of benefits needed or other standards, such as limits on single-occupancy vehicle trips or water use. Creating the zoning regulations is the next step, but it's not possible to begin crafting the zoning until after decisions have been made about the overall maximum development potential. Eventual decisions about levels of community benefits and amenities will be decided on comprehensive analysis of land values, construction costs, pro formas, and project feasibility. An underlying purpose of the General Plan and Zoning update, as articulated by Council, is to get negotiations out of the way and have clear objective tools for defining community benefits for particular projects.

When is the EIR going to be prepared and when would it "hit the streets?" In the meantime, will the GPAC begin discussions regarding draft policies and programs, and will one of those be a draft discussion around public benefit pricing? Perhaps not with actual numbers, but with an approach that allows a dialog to start.

GPAC MEETING #6.5 SUMMARY

Consultant Response: The EIR will be worked on over the course of the summer and fall and is expected to hit the streets in January. There will be a variety of internal drafts in the meantime, but January is when the Public Review Draft EIR will be made available. During this time there will be an effort to determine what would be allowed by right and what would be allowed based on provision of community benefits. The GPAC will review draft goals, policies and programs in late June. However, final decisions about zoning and public benefits will not be made until July 2016.

Previous projects have been subject to long and laborious processes to determine community benefits on a project by project basis. There is a strong desire to ensure that a long and drawn out process to determine community benefits does not occur at the tail end of the project in spring of 2016. Efforts to determine appropriate levels of community benefits should begin this summer. The process should therefore try to determine what types and levels of community benefits could be derived from the agreed upon maximum amount of development.

Consultant Response: This issue raises an important overarching issue, which is that a goal of the project is for applicants to be able to know what they will be allowed to build on a particular parcel and what they will be expected to provide in community benefits. For certain projects, applicants and the City Council would still have an opportunity to engage on precisely what community benefits are provided.

Menlo Park is conducting a nexus study, along with some other nearby communities. How does the nexus study process fit in with the General Plan Update?

Consultant / City Response: The purpose of the nexus study is to establish the connection between development activity and what that produces with regard to housing demand and other aspects of the local economy. For example, one tech or life sciences job could create four spinoff jobs. Making this determination helps to set fees for things such as affordable housing. This current nexus study is the affordable housing nexus study; this will help the City determine whether and how to change the established fee for the specific purpose of affordable housing.

It is difficult to decide whether or not to study 8 stories because on the one hand this height seems too tall and could create impacts that are too great. On the other hand, having 8-story buildings could provide additional benefits or allow greater flexibility to have more open space or other amenities. Although an average of 4.5 stories seems like a good idea, there appears to be too much uncertainty to decide about 8-story buildings.

Consultant Response: It was felt by some that 8 stories would be excessive for the areas to the east of Willow, and that 6 stories for residential would be a more appropriate maximum height—other aspects of built form notwithstanding. Building height discussions have noted the desire to step back away from existing residential areas and corridors like Willow. We could specify that commercial buildings could not be taller than the highest residential structures.

Consultant Response: Comment noted.

What was the outcome of discussions regarding the possibility for 8-story buildings in the area east of Willow? Alternatively, could seven story buildings be allowed as a compromise in the areas away from Willow and closer to Bayfront? Has Facebook commented on the building heights they would pursue?

Consultant Response: It was felt by some that 8 stories would be excessive for the areas to the east of Willow, and that six stories for residential would be a more appropriate maximum height—other aspects of built form notwithstanding.

GPAC 6.5 MEETING SUMMARY

Facebook Response: Specific designs for new buildings have not yet been considered, but the heights of new office structures could be in the range of 3 to 4 stories. At this point, Facebook has no intent to build 8-story structures and is aiming for 3 to 6 stories. While 8 story buildings are feasible options, Facebook is not looking to pursue that option.

Increasing the average height to 5.5 stories was a big change that would have affected the building massing in the area east of Willow; and this was done with limited public input. Returning to the previous average of 4.5 stories would be more appropriate, especially given that there was insufficient conversation about the change to 5.5 stories. Allowing heights of 3 to 6 stories with an average of 4.5 seems the best approach.

Consultant Response: Based on response from GPAC and Facebook, the GPAC could elect to recommend returning to the average of 4.5 stories. Both sides of Willow Avenue could be shown as 3 stories of residential above retail.

Although this will set the parameters of what will be studied, this does not set anything in stone. Although this sets the maximum of what could be built, the City could elect to do less with the final plan. However, if suddenly people wanted considerably more development, it would not be possible if it wasn't shown in the Maximum Potential Development map and included in the EIR analysis.

Consultant Response: Although it is unlikely that the maximum buildout as studied would occur, it is possible for the City to eventually allow higher levels of development, or larger buildings, if the City decides to amend the General Plan in the future; it can amend it up to four times a year under State law.

Would the parcels along Willow include 8 story structures, leading to 8-story buildings immediately on Willow?

Consultant Response: The current vision, which was reflected in the renderings is to have three stories of residential above ground-floor along Willow Road at the Mid-Pen and former Prologis site. As you get further from the building frontage on Willow, heights could gradually step up to the allowed maximum.

- Above 6 stories it becomes very difficult for buildings to achieve net-zero energy use. The State will phase a requirement for net-zero energy in 2020, and this process needs to be cognizant of energy needs for buildings and their ability to be net-zero. It is important to support transit and lower carbon footprints, but it is also important to weigh the ability of buildings to generate their own energy under what will be State law.

GPAC RECOMMENDATIONS TO CITY COUNCIL & PLANNING COMMISSION

Based on the input of the community and the GPAC's discussion, the GPAC recommends the Maximum Potential Development map (Draft Preferred Alternative) be amended with the following changes; 8-1, with Zumstein opposed and Bims, Butz, Mueller and Royse absent.:

- Expand the office and mixed use land uses to a small portion of parcels along Haven Avenue, opposite of the hotel and mixed use area, to create greater flexibility for future development in the area. Revert the area east of Willow Road to a maximum height of six stories, with an anticipated range of 3–6 stories for most areas, and an overall average height of 4.5 stories.

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**300-309
CONSTITUTION DRIVE**

FACEBOOK BUILDINGS 21 & 22

*Prepared By:
Gehry Partners, LLP*

*Development Application
May 12, 2015*

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PROJECT DESCRIPTION

301-309 CONSTITUTION DRIVE (FACEBOOK BUILDINGS 21 & 22)

I. INTRODUCTION

The proposed project involves the redevelopment of the existing 58 acre industrial site known as the TE Connectivity campus (formerly owned by Tyco Electronics Corporation ("TE")) with two new office buildings and an event space. In addition, the proposed project would enhance open space and connectivity through the former TE campus site by providing an approximately five-acre publicly accessible green space and a new pedestrian and bicycle bridge over Bayfront Expressway connecting the Belle Haven neighborhood to Bayfront Bedwell Park and the Bay Trail. The project sponsor is also evaluating the feasibility of developing a new, limited-service hotel on the site, which is included in the application and reflected in the site plan. Hibiscus Properties, LLC (a wholly-owned subsidiary of Facebook, Inc. ("Facebook")) is the project sponsor.

The site is located at 300 to 309 Constitution Ave within the City of Menlo Park. The site is bounded by Chilco Street to the west and the south (in part), Bayfront Expressway to the north, and Giant Properties, LLC's (also a wholly-owned subsidiary of Facebook, Inc.) new Building 20 (formerly known as the West Campus) to the east. A portion of the site abuts the Dumbarton rail corridor to the south.

II. PROJECT OBJECTIVES

The Project has been designed to meet the following objectives:

- Expand the Facebook campus in a responsible way within Menlo Park.
- Develop a highly connected campus that provides flexible work space.
- Minimize traffic and greenhouse gas emissions by providing multiple transportation options to employees.
- Use highly-sustainable design techniques to promote energy and water efficiency.
- Connect the campus to the community by including public open space.
- Create a pedestrian/bicycle-friendly environment that enhances connectivity between the Belle Haven neighborhood and Bedwell Bayfront Park and the Bay Trail.
- Rehabilitate an existing industrial site and remediate hazardous materials where appropriate.
- Provide new green spaces, and increase habitat and landscaped areas with native, drought-tolerant plant species.

III. EXISTING CONDITIONS AND SITE HISTORY

The site was formerly owned by Tyco Electronics (TE), and comprises ten existing industrial and warehouse buildings comprising approximately 1,020,300 square feet, as well as 728,740 square feet of surface parking (1,690 spaces). TE (and its predecessor Raychem before it) used and continues to use the site primarily for industrial activities. Pentair Thermal Controls also leases one of the buildings on the site. The TE Site is zoned M-2 (General Industrial) and M-2-X under the City's General Plan and can be built out to approximately 1,142,958 square feet of office space under the allowable 0.45 FAR.

In December 2014, the Planning Commission approved a conditional use permit to convert an existing approximately 184,460 square foot warehouse building (inclusive of mezzanine space which is slated for removal) located on the southwestern portion of the site for office uses without adding any additional net new square footage. That building is located at 300 Constitution Drive and is known as Facebook Building 23. It will contain approximately 180,108 square feet of floor area upon occupancy. The renovation of Building 23 is expected to be completed in the first quarter of 2016.

IV. PROPOSED PROJECT

A. OFFICE AND HOTEL USES

The proposed project provides for the demolition of nine existing buildings (comprising approximately 835,838 square feet of floor area) and construction of two new office buildings containing approximately 985,719 square feet, resulting in a net new addition of approximately 149,881 square feet of space. Building 21 would contain approximately 523,226 square feet of office and event uses and be located on the eastern portion of the site. The event space would be utilized for internal Facebook events and have the capacity to hold up to 2,000 people. Building 21 would be constructed as the first phase of the project. Building 22 would involve approximately 453,417 square feet of office uses and be located on the western portion of the site. Building 22 would be constructed as the second phase. Maximum building heights would be capped at 75'. When combined with the office space located within Building 23, the total office use at the site will be 1,165,827 gross square feet at an FAR of 0.45 (2% of this square footage would be used for mechanical and other spaces that do not count as occupied floor area). Building coverage would be approximately 50%.

As part of a future phase, the proposed project also contemplates a 200 room limited service hotel that would be located in the northwest corner of the site. That hotel would include approximately 174,800 square feet, and bring the proposed development FAR to just under 0.55.

The proposed office buildings would be consistent with the existing General Plan and M-2 General Industrial Zoning District, which allows office uses at a FAR of up to 0.45. A rezoning would be required in order to exceed the maximum 35' height limit and accommodate the proposed hotel.

B. DESIGN APPROACH

The proposed design for the new office buildings embodies a similar approach to the newly completed Building 20. Parking is proposed to be provided at grade, with the main office spaces elevated above on a second level and limited mezzanine spaces planned on level three. This approach is intended to address the flood constraints on this site, which is located within an A1 Flood zone.

Buildings 21 and 22 are designed as rectangular buildings oriented in an east/west direction. The façades will have large curtain wall areas with bird friendly glazing periodically interrupted by enclosed walls, with exterior elevated terraces extending off the main building envelope shape. The perimeter of the buildings will have exposed open stairways for exiting on the north and south façades. The interior of the buildings will have a large floor to floor space with ample daylight from skylights and exterior glazing. The interior spaces will be divided by groupings of conference rooms.

The proposed project is organized around a public open space and pedestrian and bicycle corridor that runs through the middle of the site. This will allow visual permeability from the Belle Haven community north to the Bay from multiple locations. The proposed project would also include construction of a new pedestrian and bicycle bridge over Bayfront Expressway to allow for safe and convenient access to the Bay Trail and Bedwell Bayfront Park from the Belle Haven neighborhood. The perimeter of the site will have a generous landscaped buffer that includes bicycle and pedestrian pathways separated from the vehicle access roads.

C. SUSTAINABILITY

The project would employ sustainability strategies similar to those used in the construction of Building 20 such as the use of native and drought tolerant plant species, the installations of energy and water efficient conservation systems, and the use of recycled materials. Bird-safe design principles would be utilized where appropriate. The project contemplates pursuit of LEED gold equivalency with respect to the construction and performance of Buildings 21 and 22. Green roof parks are also being considered for both of the new office buildings.

D. ACCESS, CIRCULATION, CONNECTIVITY, AND PARKING

Access to the site is proposed from Constitution Drive and a new signalized intersection along Bayfront Expressway at the mid-point of the site. The circulation plan for the proposed project is in the early stages of development, and more traffic analysis is required to refine these concepts. A vehicular connection on the east end of the site to Building 20 is also being contemplated.

The buildings will be connected to one another and to the existing Building 20 to maintain effective employee access. These connections are likely to take the form of open bridges and other architectural features.

On-site circulation is intended to support a highly-connected, pedestrian-oriented environment. Pedestrian and bicycle paths will connect the new office buildings on the site to Building 20, as well as Facebook's Buildings 10 through 19 located on the other side of the Bayfront Expressway (formerly known as the Facebook East Campus). Facebook is also exploring additional intra-campus connectivity methods to enhance circulation and intends to expand an existing on-campus bicycle share program. Through-campus circulation will be provided for buses and private vehicles. Emergency vehicle access will be provided along the outside perimeter of the office buildings with access to the public open space from the south, as well as a connection to Chilco Street near the existing fire station. These routes for the proposed project will also connect with the existing emergency vehicle access routes that serve Building 20, and may provide access to the surface parking proposed for the project. The frontage along Chilco Street would also be improved as part of the proposed project.

Facebook proposes to add 2,196 surface parking spaces including spaces for handicapped, electric vehicles, van pools, and other modes of transportation, which would bring the total number of parking spaces on the site (including those that serve the existing Building 23) to 3,886.

Facebook is also studying the feasibility of activating the existing Dumbarton rail corridor which abuts the site, while preserving the viability of commuter rail operations in the future. Potential uses could include a new pedestrian/bicycle pathway adjacent to the rail. Although the City of Menlo Park does not have jurisdiction over the Dumbarton rail corridor and any proposed reuse of the rail line would be analyzed as a separate project, Facebook desires to work with the appropriate public agencies and coordinate these studies concurrently with the processing of the proposed project.

E. TRANSPORTATION DEMAND MANAGEMENT

Facebook will continue to implement its aggressive and highly-effective transportation demand management program to minimize adverse effects to the community from traffic, and is exploring a number of alternatives to reduce peak hour employee trips (and particularly trips from single occupancy vehicles). An Environmental Impact Report will be prepared pursuant to the California Environmental Quality Act for the proposed project, and Facebook anticipates that additional traffic reducing measures will be incorporated into the required analysis of feasible alternatives and mitigation measures.

F. PHASING

The proposed project would be constructed in phases. Facebook anticipates applying for a conditional development permit to construct Building 21 first in order to meet its near-term needs. The proposed open space and pedestrian/bicycle bridge is presently anticipated to be constructed as part of this first phase. The second phase of development would involve Building 22, which due to existing leaseholds will follow thereafter. Facebook does not presently intend to apply for any permits in the near term for the western portion of the TE site (Building 22 and the hotel) but desires to propose a preliminary master plan for the entire TE site in conformance with the General Plan that permits the plan to be included in the environmental review.

V. PROJECT APPROVALS

Upon certification of the EIR, it is anticipated that the following approvals by the City would be required:

- **Zoning Ordinance Amendment.** A zoning ordinance amendment would be required in order to allow the development of a hotel and extend the M-2 zoning district's 35 foot height limit.
- **Conditional Development Permit.** A CDP would be required to establish development regulations, such as a new height limit.
- **Development Agreement (TBD).** Facebook may consider requesting a Development Agreement with the City to create vested rights in project approvals. If requested, the Development Agreement would require approval by the City Council.
- **Architectural Control.** Architectural Control approval would be required for design review of the specific development proposed for Buildings 21 and 22.
- **Lot Line Adjustment/Lot Merger/Parcel Map.** A lot line adjustment, lot merger or parcel map may be required.
- **Tree Removal Permit.** A tree removal permit would be required for each heritage tree proposed for removal.
- **Mitigation Monitoring Plan.** Approval of the mitigation measures identified in the EIR and the Mitigation Monitoring Plan would be required by the City Council.



AERIAL SITE VIEW LOOKING NORTH

301-309 CONSTITUTION DRIVE - DEVELOPMENT APPLICATION
FACEBOOK BUILDINGS 21 & 22
GERRY PARTNERS, LLP
MAY 12, 2015



**RAVENSWOOD AREA OF THE SOUTH BAY
SALT POND RESTORATION PROJECT**

SITE OVERVIEW

301-309 CONSTITUTION DRIVE - DEVELOPMENT APPLICATION
 FACEBOOK BUILDINGS 21 & 22
 GEHRY PARTNERS, LLP
 MAY 12, 2015

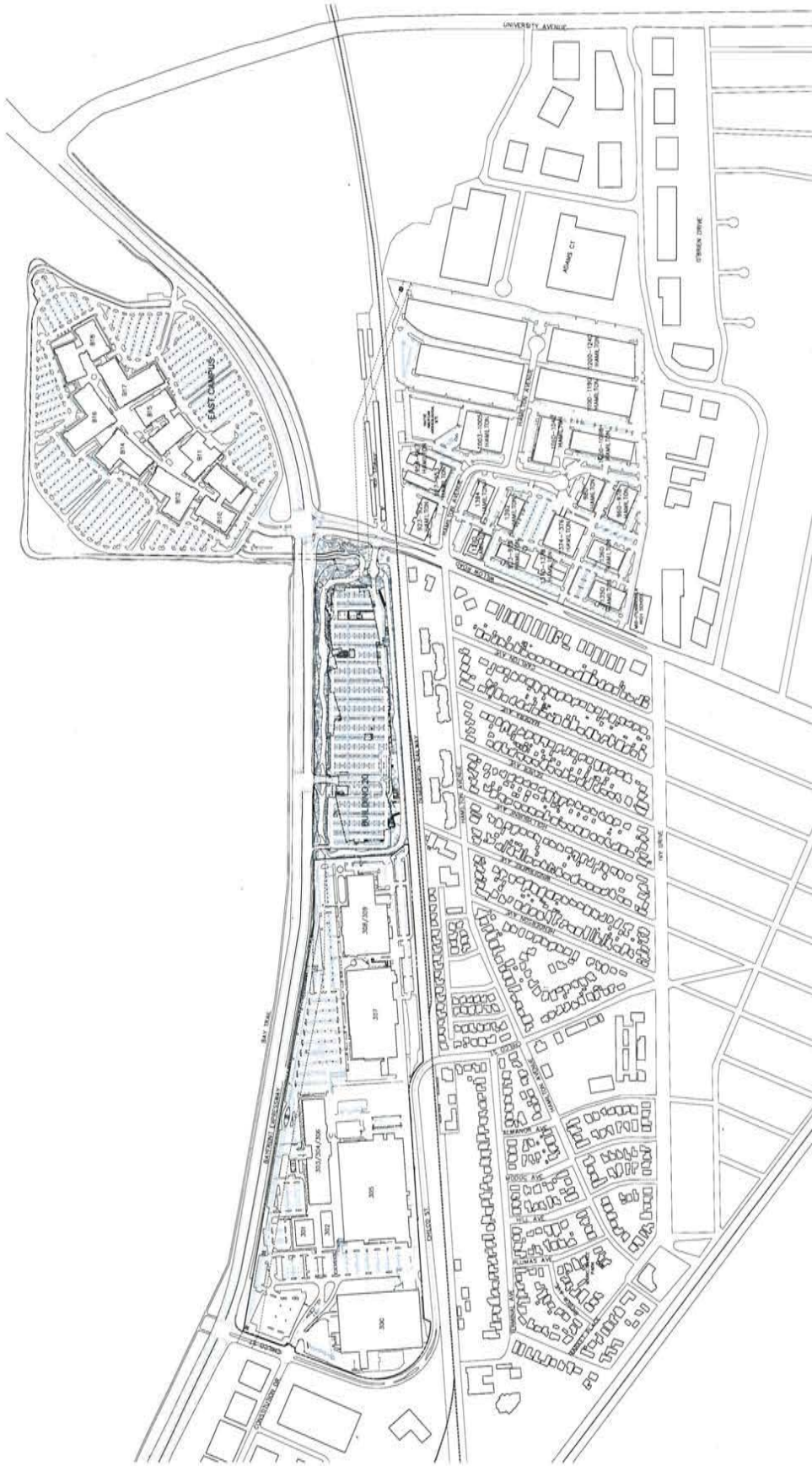


301-309 CONSTITUTION DRIVE - DEVELOPMENT APPLICATION
 FACEBOOK BUILDINGS 21 & 22
 GEHRY PARTNERS, LLP
 MAY 12, 2015

PRELIMINARY DATA SHEET

LOCATION: 300-309 CONSTITUTION DRIVE, MEMLO PARK, CALIFORNIA				APPLICANT: HIBISCUS PROPERTIES, LLC			
EXISTING USE: WAREHOUSE/OFFICE USE				PROPERTY OWNER(S): HIBISCUS PROPERTIES, LLC			
PROPOSED USE: OFFICE WITH AN OPTION FOR HOTEL				APPLICATION(S): DEVELOPMENT APPLICATION			
ZONING: M2				EXISTING PROJECT			
DEVELOPMENT STANDARDS		PROPOSED DEVELOPMENT		EXISTING PROJECT		M-2 ZONING ORDINANCE	
LOT AREA	2,539,928 SF	2,539,928 SF	2,539,928 SF	2,539,928 SF	2,539,928 SF	NA	SF MIN
AVERAGE LOT WIDTH	3,100 FT	3,100 FT	3,100 FT	3,100 FT	3,100 FT	NA	FT MIN
AVERAGE LOT DEPTH	820 FT	820 FT	820 FT	820 FT	820 FT	NA	FT MIN
SETBACKS							
FRONT (NORTH)	60 FT	60 FT	60 FT	60 FT	60 FT	20 FT	
REAR (SOUTH)	21 FT	21 FT	21 FT	21 FT	21 FT	0 FT	
SIDE (WEST)	46 FT	46 FT	46 FT	46 FT	46 FT	10 FT	
SIDE (EAST)	81 FT	81 FT	81 FT	81 FT	81 FT	10 FT	
BUILDING COVERAGE							
COVERAGE: (INCLUDES BUILDING ENCLOSURE & EXTERIOR	1,142,968 SF	1,142,968 SF	1,142,968 SF	1,142,968 SF	1,142,968 SF	1,142,968 SF	MAX
	45%	45%	45%	45%	45%	45%	MAX
FAR (FLOOR AREA RATIO) OFFICE USE		45%		40%		45%	
FAR (FLOOR AREA RATIO) OFFICE USE + HOTEL		52%					
BUILDING COVERAGE							
EXISTING BUILDINGS 301-309 CONSTITUTION AVE		NA	GSF	835,838	GSF		
BUILDING 23 - 300 CONSTITUTION RENOVATION		180,108	GSF	184,438	GSF		
BUILDING 21 - OFFICE BUILDING		523,233	GSF		NA		
BUILDING 22 - OFFICE BUILDING		462,486	GSF		NA		
POSSIBLE BUILDING 24 - HOTEL		1,74,800	GSF		NA		
TOTAL SQUARE FOOTAGE FOR BUILDINGS		1,340,627	GSF	1,020,276	GSF		
BUILDING HEIGHT		75 FT		73 FT			
PARKING							
PARKING PROVIDED ON SITE		3,886	SPACES	1,690	SPACES		
CALCULATED BASIS FOR PARKING:		OFFICE SPACE: 1 SPACE / 300 SF, HOTEL 1 SPACE / ROOM + EMPLOYEES					

FLOOD ZONE - AE
 BASE FLOOD ELEVATION (BFE) 10.3' NAVD '88
 ALL ELEVATIONS REFER TO NAVD '88



301-309 CONSTITUTION DRIVE - DEVELOPMENT APPLICATION
FACEBOOK BUILDINGS J1 & J2
GEHRY PARTNERS, LLP
MAY 17, 2015

EXISTING REGIONAL PLAN

11

EXISTING SITE BUILDING AREAS		
BUILDING	# OF LEVELS	BUILDING SF
300	1 + 2 Partial	184,438
301	2	34,465
302	2	30,174
303 + 304 + 306	1	155,095
305A+305B+305C	1 + 2 Partial	289,718
307	1 + 2 Partial	156,414
308	2	120,029
309	1 + 2 Partial	47,708
CTF	1	2,235
TOTAL		1,020,276

AREA
58.31 ACRES

EXISTING PARKING COUNT

- COMPACT PARKING - 8
- MOTORCYCLE PARKING - 5
- SEMI-TRUCK PARKING - 7
- SERVICE VEHICLES PARKING - 7
- HANDICAP PARKING - 29
- STANDARD PARKING - 1640
- TOTAL** - 1690

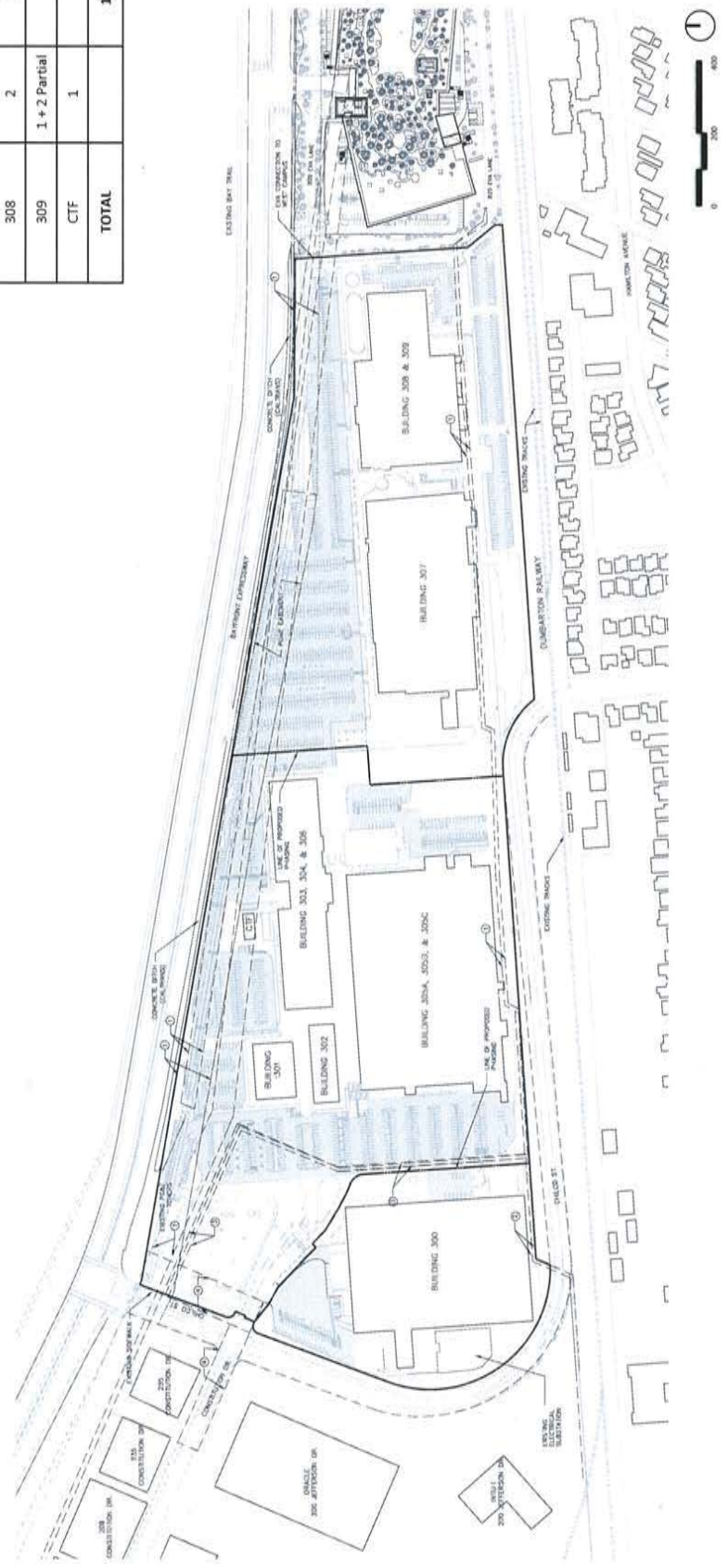
FLOOD_ZONE
FEMA FLOOD MAP
BASE FLOOD ELEVATION IS 10.3 FEET (NAVD. 88)
*PER FLOOD INSURANCE STUDY BY FEMA, OCTOBER 16, 2002

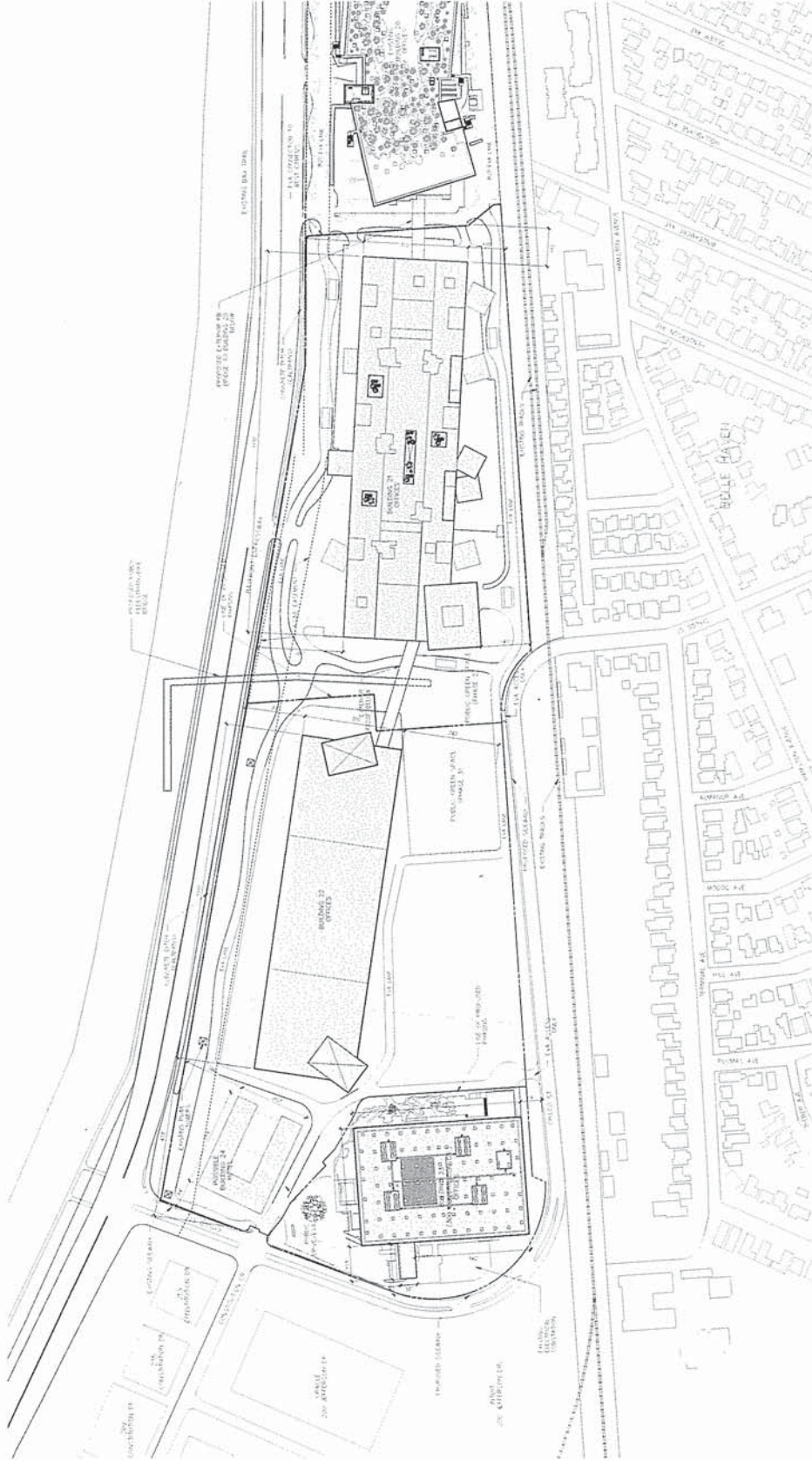
EASEMENT INFORMATION

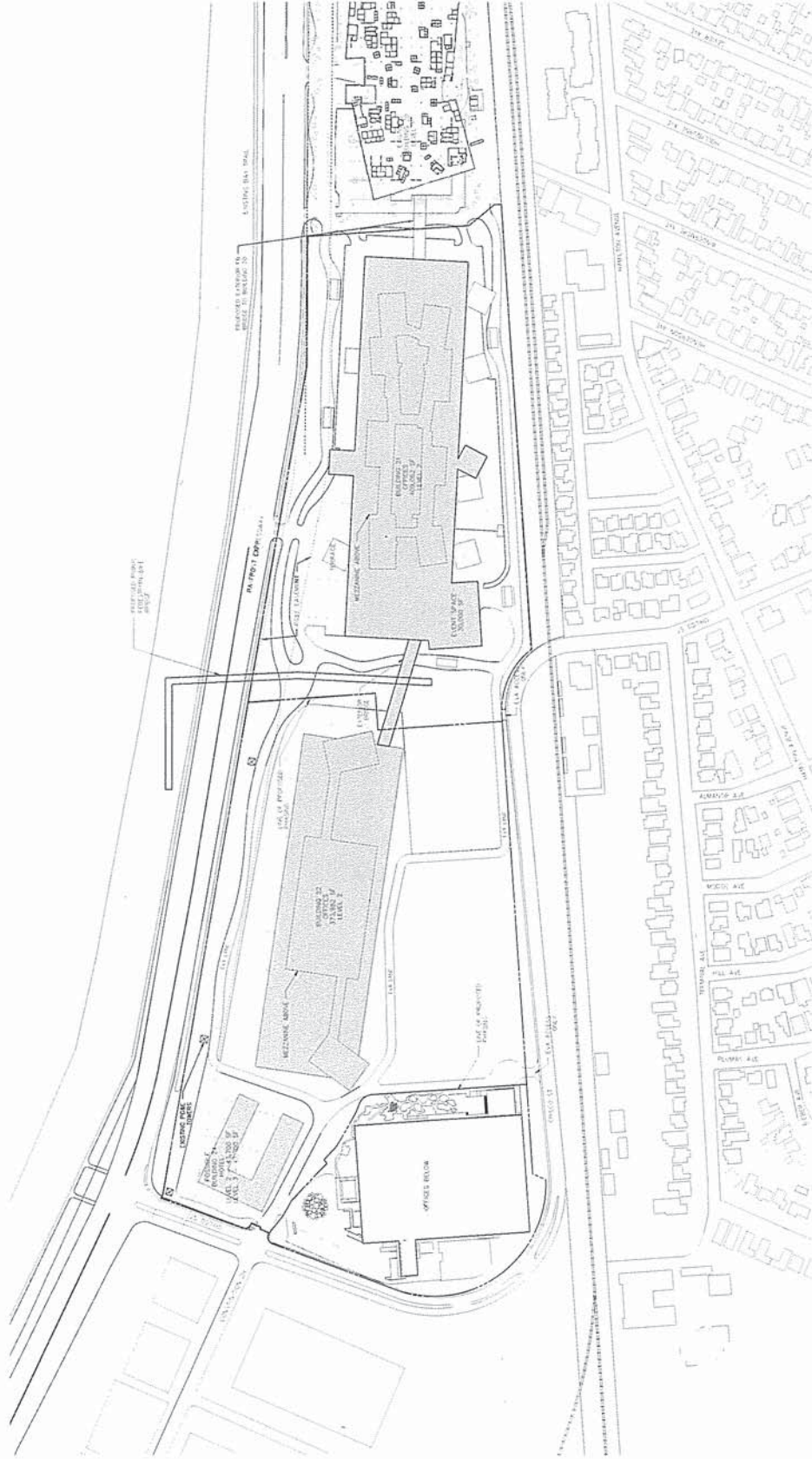
- 1) PG&E EASEMENT
- 2) WATER LINE EASEMENT
- 3) SANITARY SEWER EASEMENT
- 4) ROADWAY EASEMENT

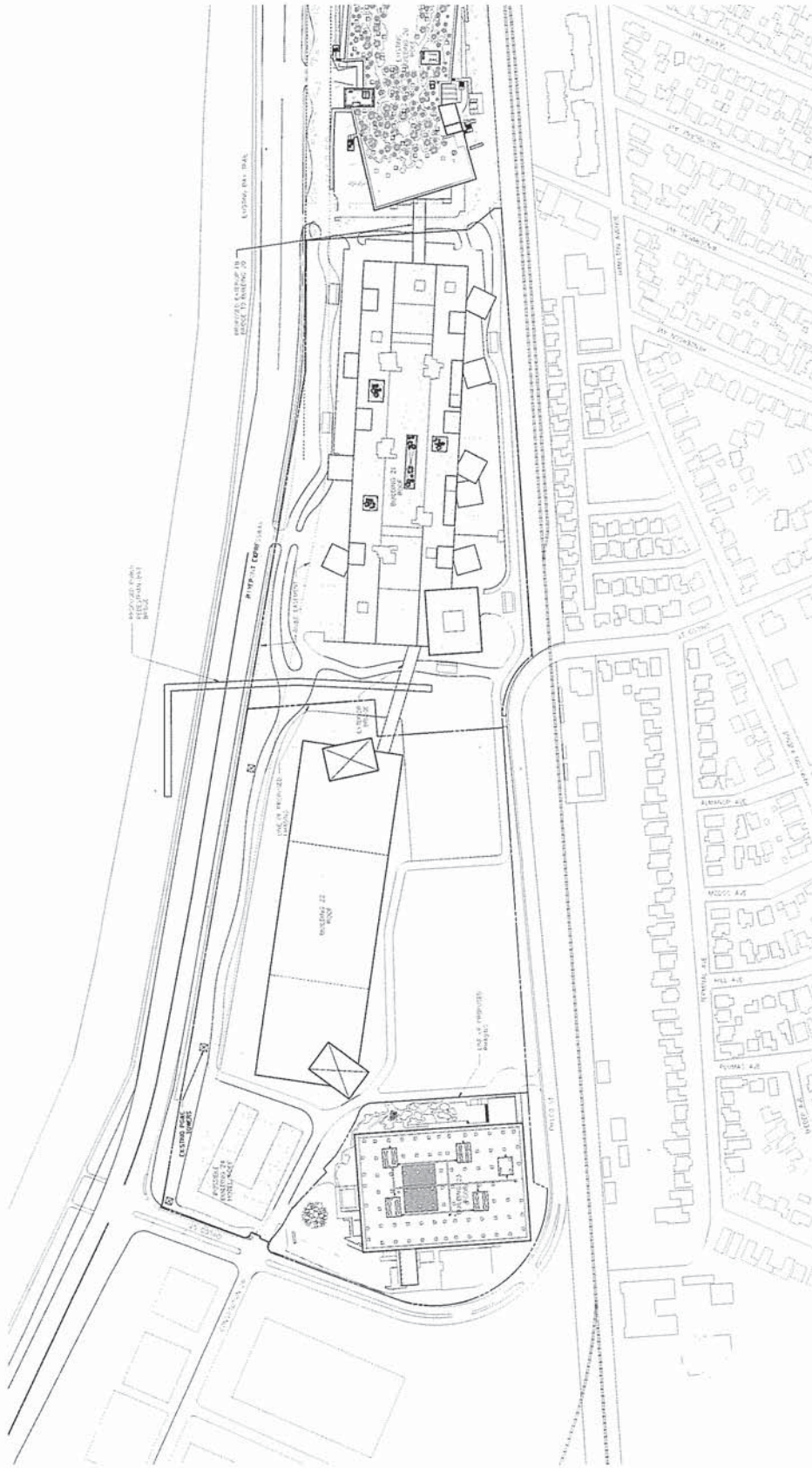
LEGEND

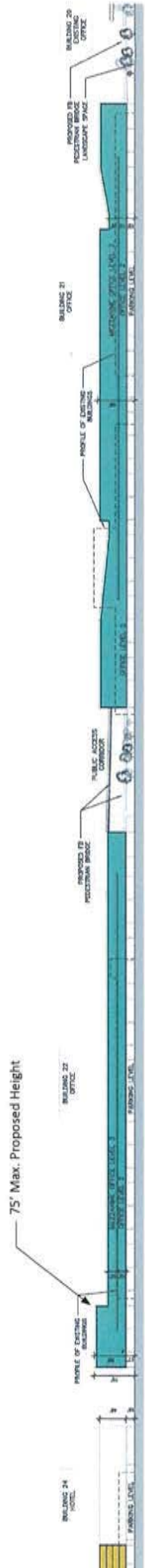
- PROPERTY LINE
- EASEMENT



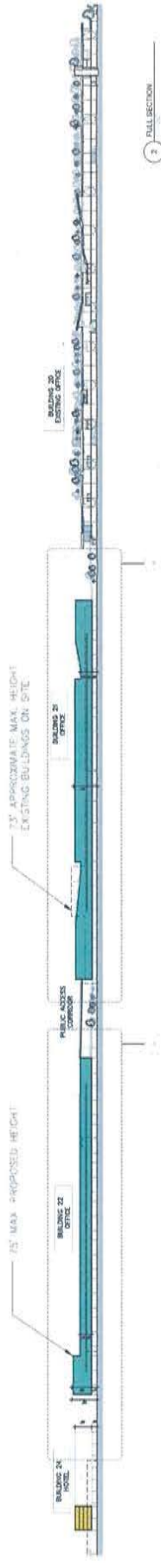
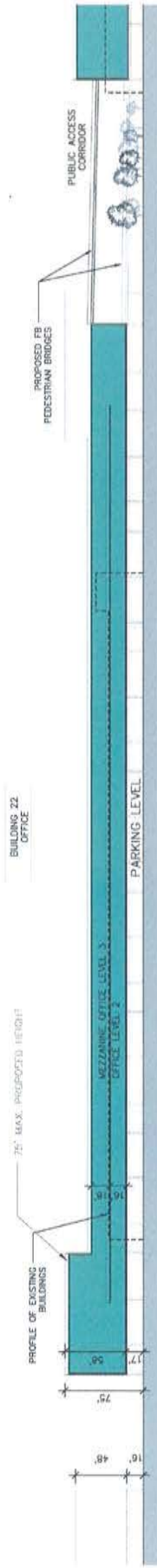
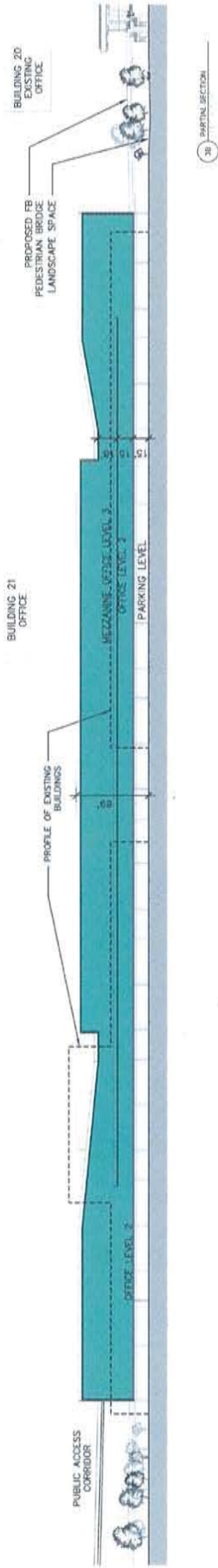








301-309 CONSTITUTION DRIVE - DEVELOPMENT APPLICATION
 FACEBOOK BUILDINGS 21 & 22
 SEBRY PARTNERS, LLP
 MAY 12, 2015



KEY:

OFFICE

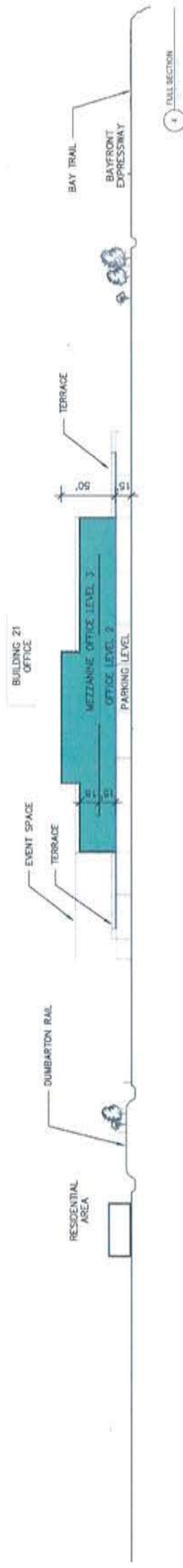
HOSPITALITY

EXISTING BUILDINGS

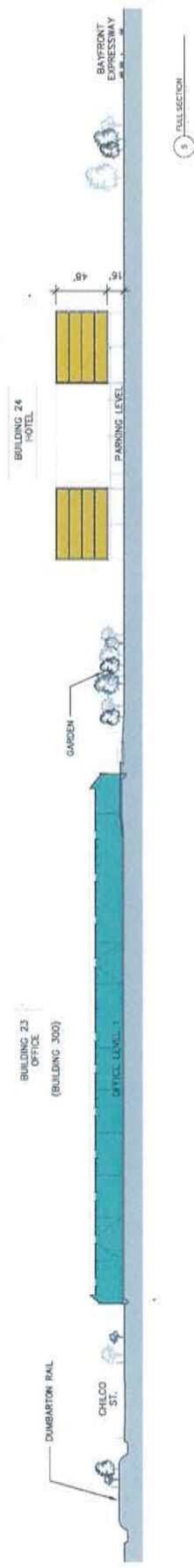


SITE SECTIONS

301-309 CONSTITUTION DRIVE - DEVELOPMENT APPLICATION
 FACEBOOK BUILDINGS 21 & 22
 GERRY PARTNERS, LLP
 MAY 12, 2015



1 FULL SECTION



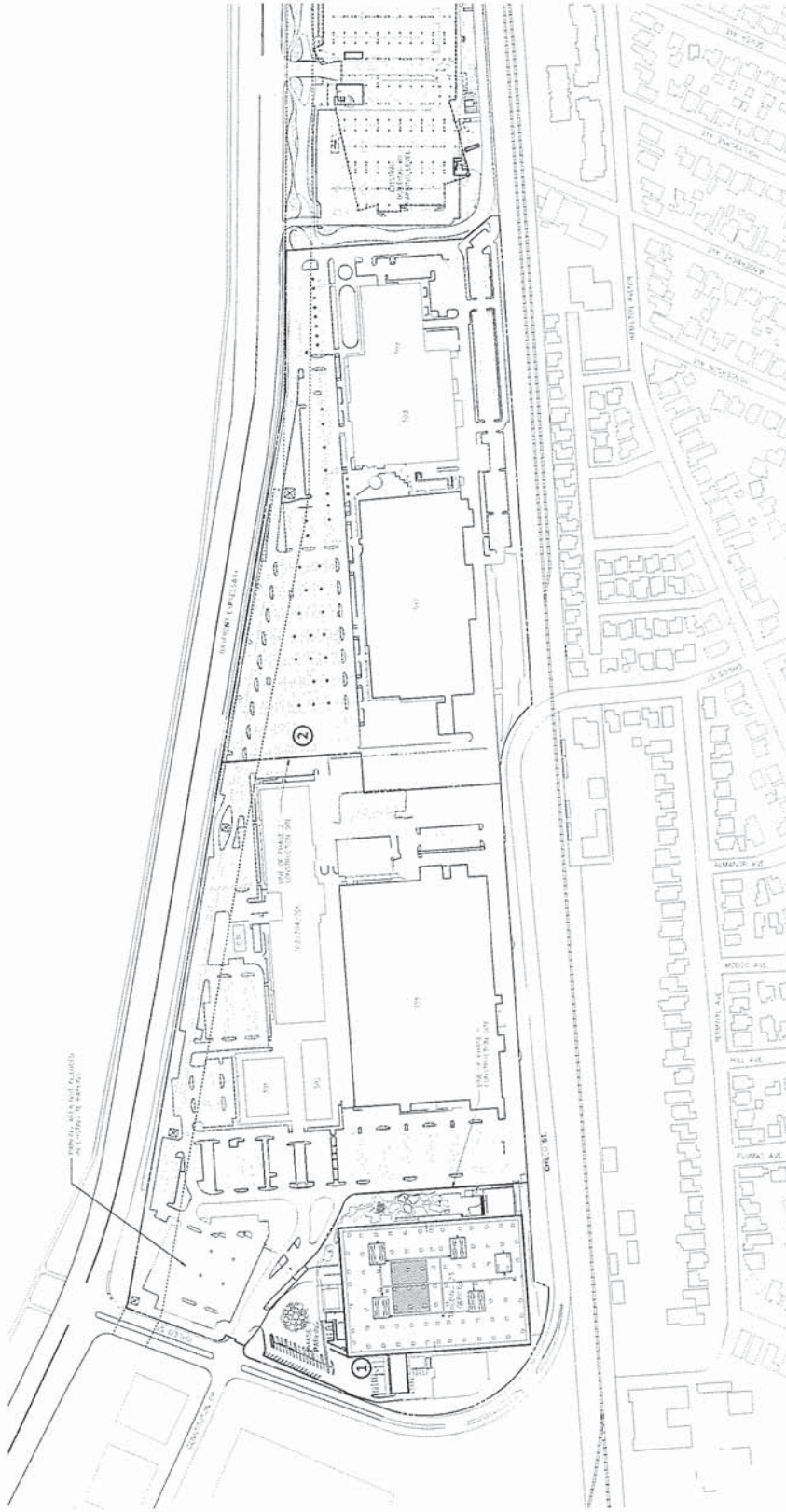
2 FULL SECTION

KEY:

- OFFICE
- HOSPITALITY
- EXISTING BUILDINGS

301.309 CONSTITUTION DRIVE - DEVELOPMENT APPLICATION
 FACEBOOK BUILDINGS 21 & 22
 GEBHY PARTNERS, LLP
 MAY 12, 2015

SITE SECTIONS



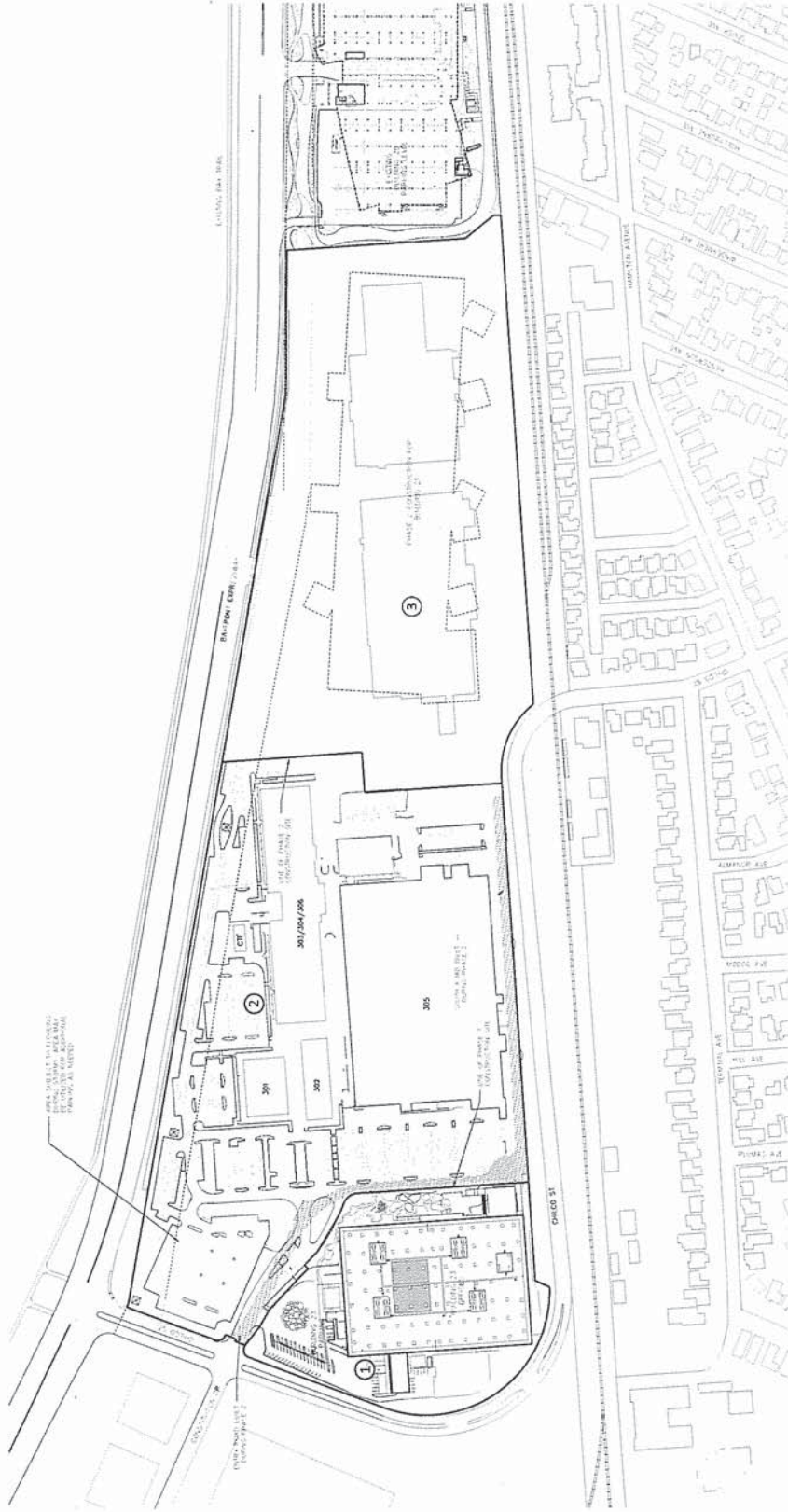
EXISTING PARKING FOR BUILDING 23 AND T.E. TENANTS

	NUMBER OF SPACES
1. BUILDING 23 SITE	64
2. T.E. SITE EXISTING	1,626
TOTAL	1,690

PHASE 1: BUILDING 23 RENOVATION COMPLETION PARKING

The conditional use permit approved in December 2014 for Building 23 (Building 300) of Phase 1 allows Facebook to accommodate the employees of Building 23 by utilizing the current existing parking spaces on the site which are also shared by the tenants of existing buildings of the site. This is an interim condition until the remainder of the project site is developed.





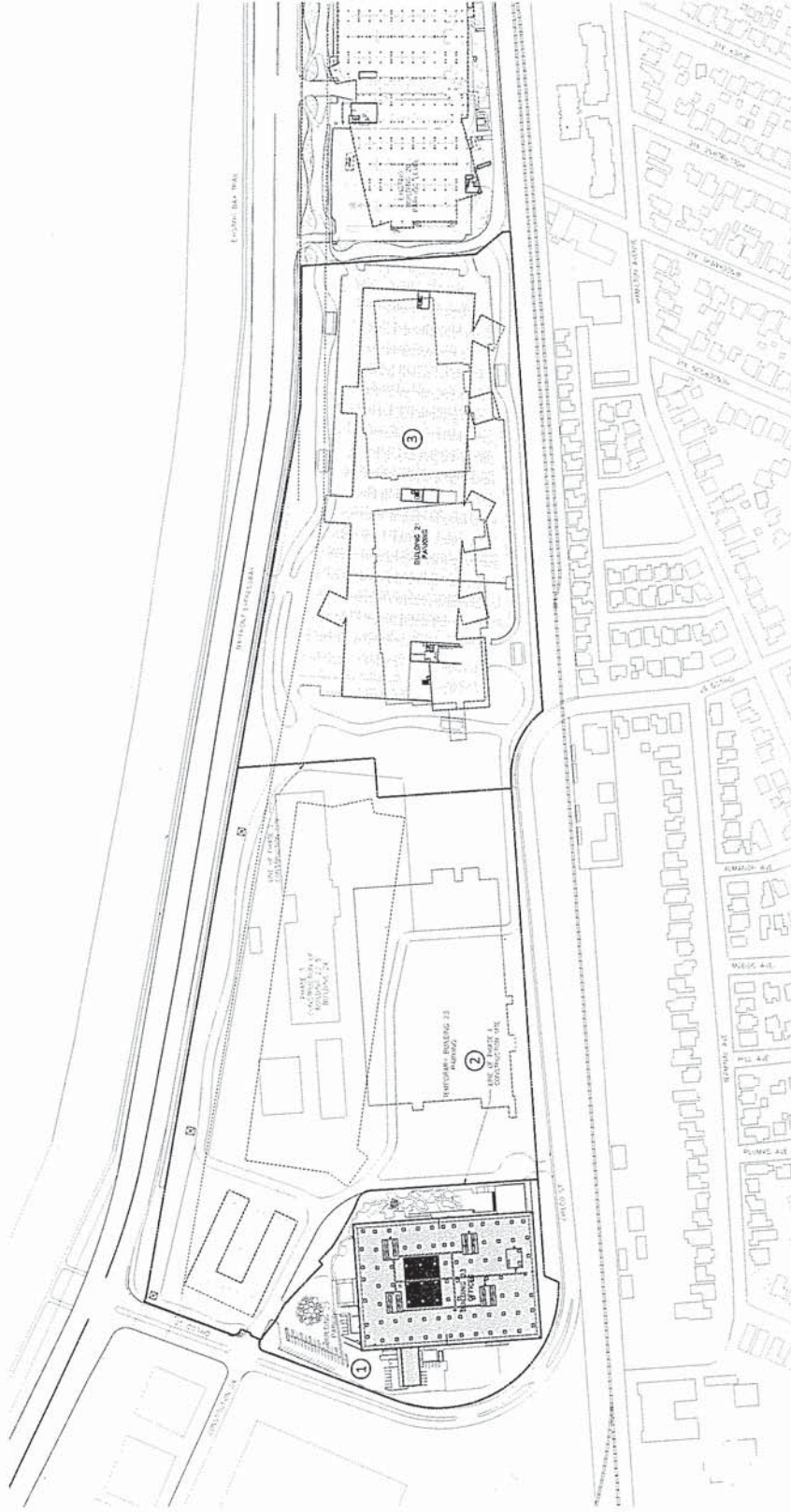
ROADWAYS BUILT IN PHASE 2
 EXISTING PARKING FOR BUILDING 23
 AND T.E. TENANTS

	NUMBER OF SPACES
1 - BUILDING 23	64
2 - EXISTING T.E. SITE SPACES	717
3 - BUILDING 21 CONSTRUCTION AREA	0
TOTAL	781

PHASE : BUILDING 21 CONSTRUCTION PARKING

During the construction of Phase 2, only one half of the site is being utilized by office employees. It is assumed that construction parking will be managed within the Phase 2 site boundary. The parking for the remaining T.E. tenants and Building 23 (Building 300) Facebook employees will be shared using the remaining parking spaces of the existing T.E. campus parking layout.





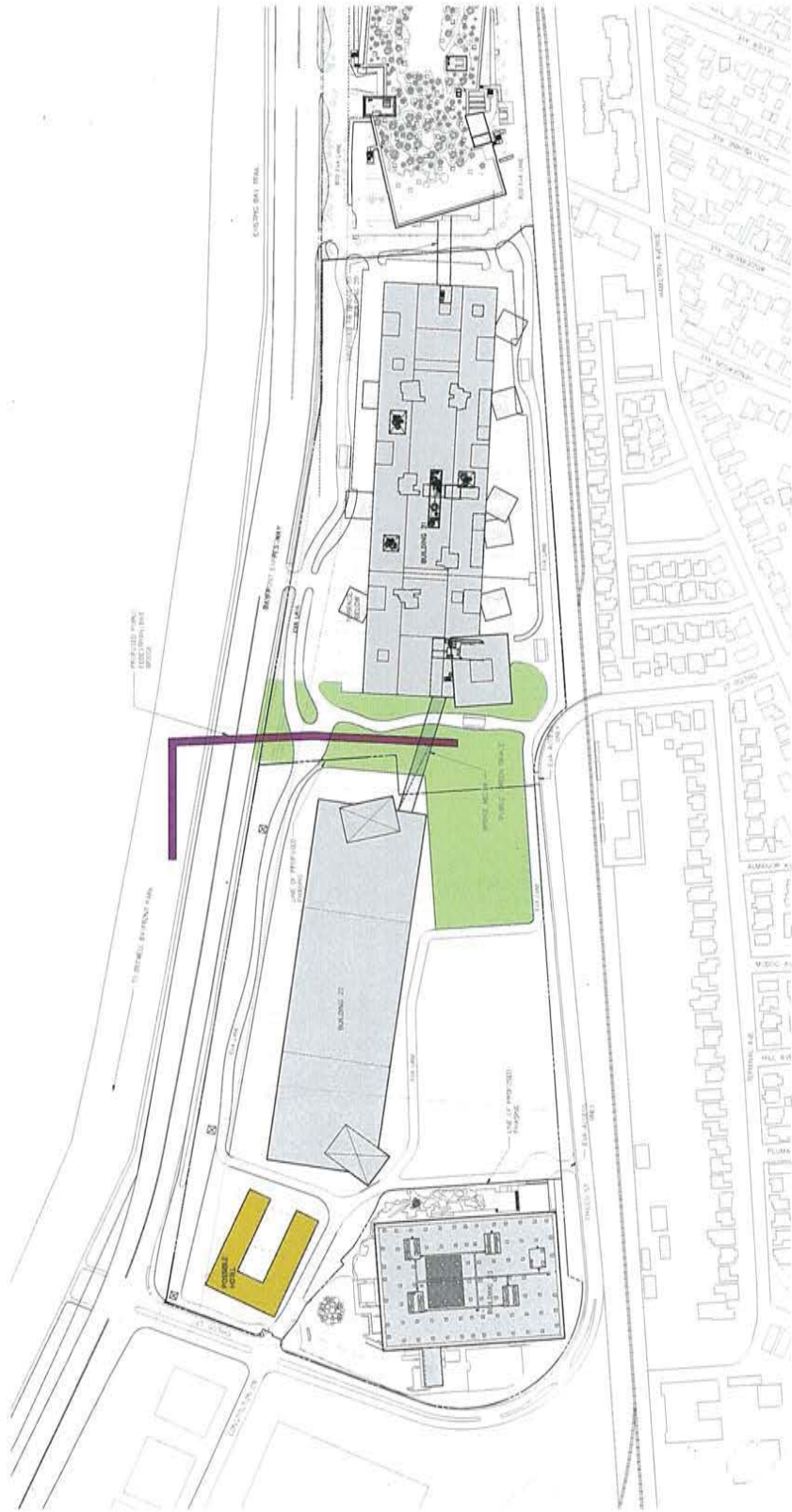
PARKING FOR BUILDING 23 DURING PHASE 3 CONSTRUCTION

	NUMBER OF SPACES
1 - BUILDING 23	64
2 - TEMPORARY BUILDING 23 PARKING	536
3 - BUILDING 21 SITE	1,772
TOTAL	2,372

PHASE 3 - BUILDING 22 & HOTEL CONSTRUCTION PARKING

During the construction of Phase 3, this site needs to accommodate the new building employees for Building 21 and Building 23 (Building 300). Phase 2 accommodates the code required parking spaces for the new office Building 21 square footage, a total of 1,772 spaces. This plan allocates a parking area for temporary parking of 536 spaces for Building 23 in a zone on the Phase 3 construction area. Phase 3, once completed, will accommodate the remaining code-required 536 parking spaces for Building 23 near the building.





KEY:

- PUBLIC GREEN SPACE
- HOSPITALITY
- PUBLIC PEDESTRIAN / BIKE BRIDGE

USE
1 Public Green Space
2 Hotel 200 rooms
3 Public pedestrian / bike bridge



PUBLIC AMENITIES DIAGRAM

301-309 CONSTITUTION DRIVE - DEVELOPMENT APPLICATION
 FACEBOOK: BUILDINGS 21 & 22
 GEBHY PARTNERS, LLP
 MAY 12, 2015



COMMUNITY DEVELOPMENT DEPARTMENT

Council Meeting Date: May 19, 2015

Staff Report #: 15-081

INFORMATIONAL ITEM: **Update on the Facebook Campus Expansion Project
at 300-309 Constitution Drive**

RECOMMENDATION

This is an informational item and no action is required.

POLICY ISSUES

The proposed project will ultimately require the Council to consider certain land use entitlements. Staff will be identifying policy issues during the Council's review of the project and public benefit related to the Development Agreement.

BACKGROUND

The City is currently conducting the environmental review and processing the development application for the Facebook Campus Expansion Project. On March 31, Facebook, Inc. submitted an application for the proposed redevelopment of the former TE Connectivity Campus. The campus is located at 300-309 Constitution Drive, along Bayfront Expressway, between Chilco Street and the recently completed Building 20 (formerly identified as the Facebook West Campus). Select plan sheets from the current submittal are included as Attachment B. Previously, in December 2014, Facebook received Planning Commission approval of a use permit to convert an existing approximately 180,000 square foot warehouse and distribution building to offices and ancillary employee amenities, located at 300 Constitution Drive (Building 23), near the Constitution Drive entrance to the site, along Chilco Street. Facebook intends to begin construction on the Building 300 project in the near future.

The proposed Facebook Campus Expansion Project includes the demolition of nine of the ten existing buildings and the construction of two new office buildings, encompassing approximately 966,005 square feet (a net increase of approximately 130,167 square feet). The buildings would be constructed over surface parking that would contain approximately 3,886 parking spaces. The buildings would have a similar architectural style, height, and massing as Building 20. The application also includes the potential for a 200-room limited service hotel of approximately 174,800 square feet. The hotel is anticipated to be located near the corner of Chilco Street and Bayfront Expressway. The project would include publicly accessible open space and a new pedestrian/bicycle bridge over Bayfront

Expressway, providing a more direct connection from the campus and the Belle Haven neighborhood to the Bay Trail. The project would be constructed in phases, based on when the existing tenants (Pentair and TE Connectivity) vacate the property. The proposed project is consistent with the General Plan Land Use designation of Limited Industry. However, the proposed hotel would require a Zoning Ordinance text amendment to conditionally permit hotels in the M-2 Zoning District. In addition, the height of the proposed buildings would exceed the 35-foot height limit, and as such a rezone of the entire site from M-2 (General Industrial) to M-2-X (General Industrial, Conditional Development) plus approval of a Conditional Development Permit (CDP) would be required to allow the increase in height. The entitlement process for the Facebook Campus Expansion Project includes the following review and permit approvals:

- **Rezone from M-2 (General Industrial District) to M-2-X (General Industrial District, Conditional Development) and Conditional Development Permit:** to permit the proposal to diverge from standard M-2 zone requirements related to building height. In addition, in the M-2 zone, the construction of a new structure requires use permit approval. In this case, the CDP takes the place of the required use permit;
- **Zoning Ordinance Text Amendment:** to include hotels as conditional uses within the M-2 zoning district. The text amendment would be consistent with the Limited Industry Land Use Designation of the existing General Plan;
- **Development Agreement:** which results in the provision of overall benefits to the City and adequate development controls in exchange for vested rights for the Facebook Campus Expansion Project approvals;
- **Heritage Tree Removal Permits:** to permit the removal of heritage trees associated with the proposed project;
- **Below Market Rate Housing Agreement:** per the requirements of the City's Municipal Code, a Below Market Rate (BMR) Housing Agreement is required, which would help increase the affordable housing supply by requiring the applicant to provide monies for the BMR fund or by procuring off-site BMR units;
- **Lot Line Adjustment:** potentially to modify the location of two legal lots that comprise the project site and the adjacent lot for Building 20;
- **Environmental Review:** an Environmental Impact Report (EIR) will be prepared given the increase of approximately 150,000 square feet of gross floor area; and
- **Fiscal Impact Analysis (FIA):** is required to analyze the project's revenue and cost effects on the City and applicable outside agencies.

ANALYSIS

To enable the project to move forward efficiently, the City Manager has authorized ICF Jones & Stokes (ICF) to prepare the first phase of the environmental review, which is within the City Manager's authorization limit of \$56,000 for individual purchase orders. With the agreement of the applicant, staff selected ICF because of the project managers' work on the previous EIR for the Facebook Campus Project. The first phase is anticipated to include the following tasks:

- 1) Kick-Off Meeting (with City staff, the applicant team, and ICF)
- 2) Draft Project Description Chapter
- 3) Notice of Preparation (NOP)
- 4) Initial Administrative Draft EIR Tasks
- 5) Project Management and Meetings

The cost for the second phase of the environmental review would exceed the City Manager's authorization limits. Therefore, staff has tentatively scheduled the June 16, 2015 meeting for the City Council's review and authorization of the proposed scope for the second phase of the environmental review.

As part of the first phase scope of work, ICF prepared a draft project schedule for the EIR and FIA. Utilizing ICF's draft schedule for the environmental review, staff is developing a preliminary draft schedule for the public outreach and development agreement negotiation, which will be included for the Council's review with the authorization request for the second phase of the environmental review. The anticipated schedule is relatively aggressive, targeting completion of land use entitlements for the Facebook Campus Expansion Project by the end of July 2016. The anticipated schedule reflects the opportunity to leverage work and public outreach already completed as part of the previous Facebook project review process, as well as part of the ConnectMenlo process. This project, as proposed, does not include a general plan amendment and therefore, can be processed concurrently with the ConnectMenlo General Plan update. However, the transportation study for the proposed project and the General Plan update will need to be highly coordinated to ensure consistency and address both near-term and long-term transportation needs and impacts of both projects. Staff is proposing to conduct a single, concurrent transportation analysis to evaluate the proposed project and the General Plan update. The City has combined analyses for previous projects, such as the Linfield Middlefield Willow Transportation Impact Analysis (TIA).

The Facebook Campus Expansion Project is anticipated to take approximately 14 months and would include multiple meetings of the City Council and various City commissions. It is anticipated that the Draft EIR would be released around February of 2016, and that the Final EIR, Final FIA, land use entitlements, and Development Agreement would be reviewed by the Council in the summer of 2016. The schedule of the proposed milestones and public meetings would generally be consistent with the Facebook Campus Project.

IMPACT ON CITY RESOURCES

The applicant is required to pay planning permit fees, based on the City's Master Fee Schedule, to fully cover the cost of staff time spent on the review of the project. The applicant is also required to bear the cost of the associated environmental review and fiscal analysis. For the environmental review and fiscal analysis, the applicant deposits money with the City and the City pays the consultants. In addition, public benefits negotiated as part of the Development Agreement would serve to help offset any potential impacts of the Project.

ENVIRONMENTAL REVIEW

An EIR is being prepared for the project.

PUBLIC NOTICE

Public Notification was achieved by posting the agenda, with this agenda item being listed, at least 72 hours prior to the meeting. In addition, the City has prepared a project page for the proposal, which is available at the following address: <http://menlopark.org/995/Facebook-Buildings-21-22>. This page provides up-to-date information about the project, allowing interested parties to stay informed of its progress. The “Notify Me!” feature of the City’s website allows users to subscribe to updates for the Greater M-2 Area, which sends email bulletins to users when this page and others within the M-2 Area are updated.

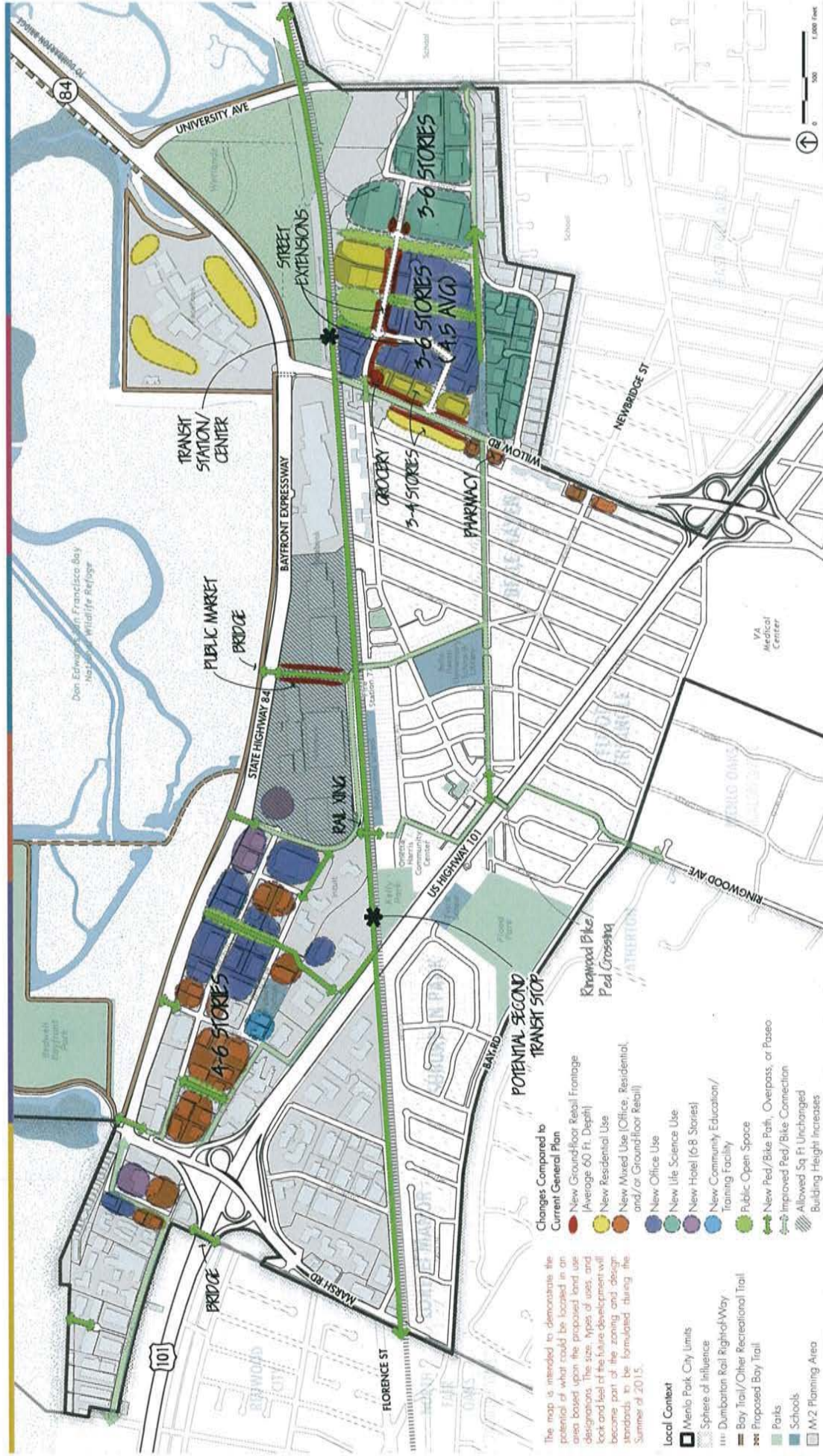
ATTACHMENTS

- A. Project Location Map
- B. Project Plans (Select Sheets)

Report prepared by:

Kyle Perata

Associate Planner



- The map is intended to demonstrate the potential of what could be located in an area based upon the proposed land use designations. The size, types of uses, and look and feel of the future development will become part of the zoning and design standards to be formulated during the Summer of 2015.
- Local Context**
- Menlo Park City Limits
 - Sphere of Influence
 - Dumbarton Rail Right-of-Way
 - Bay Trail/Other Recreational Trail
 - Proposed Bay Trail
 - Parks
 - Schools
 - M-2 Planning Area
- Changes Compared to Current General Plan**
- New Ground-floor Retail Frontage (Average 60 Ft Depth)
 - New Residential Use
 - New Mixed Use (Office, Residential, and/or Ground-floor Retail)
 - New Office Use
 - New Life Science Use
 - New Hotel (6-8 Stories)
 - New Community Education/Training Facility
 - Public Open Space
 - New Ped/Bike Path, Overpass, or Passage
 - Improved Ped/Bike Connection
 - Allowed Sq Ft Unchanged
 - Building Height Increases

DRAFT M-2 AREA MAXIMUM POTENTIAL DEVELOPMENT



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From: Patti L Fry <pattilry@gmail.com>
Sent: Monday, June 08, 2015 2:51 PM
To: _Planning Commission
Subject: tonight's discussion about General Plan NOP

Dear Planning Commissioners,

I offer the following observations for your discussion about the "maximum potential development" to be studied in the GP update:

TYPES OF USES Because the M-2 has traditionally been the economic breadbasket of Menlo Park, I think it's essential for the GP update to evaluate non-residential development in at least two categories -- nonresidential development that could directly provide sales tax or TOT revenue, and development that would not. Since my time on the Planning Commission (2000-2004), Menlo Park has experienced a huge loss of M-2 businesses that have provided significant revenue to the city.

The GPAC documents contend that the virtues of office are the ripple effect of office jobs. That is only pertinent if the primary issue is job creation. Far bigger issues in Menlo Park are the budget impacts of lost sales/use tax revenue and TOT, traffic, and school impacts. Property tax growth is kept low by Prop 13, meaning that its growth can't keep up with city expenses.

MAXIMUM POTENTIAL DEVELOPMENT Clarity is critical regarding what the maximum means. Among things It could mean are

- a) the maximum studied in the EIR (i.e., the development ASSUMED in the stated timeframe),
 - b) the maximum "to be allowed" (i.e., a true maximum until another maximum is set through a GP update),
 - c) the maximum that the zoning would support (i.e., what is truly ALLOWABLE, even if it may not occur).
- Each of these is very different.

These differences matter very much. The previous General Plan of 1994 contained a stated "maximum" that was reached within about 5 years even though the timeframe studied and the intended life of the GP were considerably longer. Further the zoning changes allowed additional development without modifying the GP at all.

Similarly, the 2012 El Camino Real/Downtown Specific Plan articulated a "maximum allowable development" that was also studied in its EIR that had a timeframe of 30 years: This maximum was 474,000 SF non-residential and 680 residential units.. The lowest FAR in the Specific Plan was 0.75. If that were applied to the 130 acres in the Plan area, the total ALLOWED SF was 4,247,100 SF (existing plus new). Because many zoning districts had higher Base FAR and much higher Bonus FAR, the total ALLOWED SF was much greater. Note that less than half of that low-end calculation would be non-residential, that is an order of magnitude more development possible than was studied and described as "maximum allowable development" - and that is at the lowest FAR allowed in any zoning district of the Plan area. Some districts allow more than double that amount.. The amount of existing development has not ever been quantified.

Another example from the ECR/Downtown Specific Plan: The EIR assumed a ratio of jobs and housing that would slightly improve Menlo Park's overall currently imbalanced ratio. Projects proposed to date have a markedly worse ratio, and the overall ratio cannot be improved enough within the "maximum allowable development" even though the zoning allows more development. This very point was made by the Sierra Club, that the allowed ratio in zoning rules did not match what was forecast and desired.

See <http://ccin2.menlopark.org/archive6/att-5982/Letter to Menlo Park Council 11-18-13.pdf>

I mention all of this because the wording in the staff report in the middle of page E6 states that "The maximum potential development would consist of approximately 2.1 million additional square feet of nonresidential building space and 4,500 additional multifamily dwelling units beyond what is already realistically achievable under the current Menlo Park General Plan Land Use Element." Questions directly related to this that should be asked include:

- a) are these maximums for the entire city or just the M-2 area?
- b) how much nonresidential SF and how many residential dwelling units currently exist (where), how much/how many have been approved but are not yet built, and how much/how many are in the pipeline?
- c) how much more development (nonresidential and residential) COULD be built using current zoning (and where). If this cannot be answered, there should be no attempt to study only the amount beyond what is currently possible. In other words, if we cannot quantify what is still possible under current zoning, even though the current GP's maximum has long been passed, then we cannot possibly assess the impacts of development beyond that.
- d) what does "realistically achievable" mean? Isn't that an assertion that makes assumptions about market conditions that can vary widely depending on shortages and credit? Remember, this is a long-term document and analysis that should span various types of market cycles.
- e) what is the relationship between the maximums? The NOP Is for an EIR that will study several scenarios. These scenarios should evaluate the maximum POSSIBLE of each type of development.

I urge that the "maximum potential development" to be set and studied in the GP update refer specifically to that development (residential units and non-residential SF, sales/tot revenue-generating and non) which would be incremental to the currently built or approved projects, not incremental to what is possible under current zoning. Evaluation of incremental growth to what exists/approved would provide a picture of future development impacts. An evaluation of scenarios of incremental growth beyond an unidentified potential (i.e., under current zoning) is meaningless. No one could realistically assess the incremental impacts, including on traffic patterns..

A holistic view and assessment would help us all understand more fully the impacts on infrastructure, water supply, traffic congestion, GHG emissions, etc.

TOTAL DEVELOPMENT The total amount of nonresidential (mostly office) ANOTHER 2.1 million SF, on top of currently approved and pipeline amounts of nonresidential SF (nearly 2 million SF) is simply staggering. The number of new jobs and ripple effect on traffic and schools and housing shortages are simply staggering as well. Our much-larger neighbor to the south, Palo Alto just imposed a 50,000 SF/year limit on office development after experiencing office/R&D growth totaling about 400,000 SF since 2008, a fraction (1/5) of what smaller Menlo Park already faces before considering this additional amount. See editorial www.paloaltoonline.com/news/2015/03/27/editorial-development-limits-a-modest-start

IMO our community has very serious discussions that should occur right now about what it wants to be. Nearly all of the community outreach has been in Belle Haven, not throughout the community, especially about the total amount. Even if this proposed amount occurs over 30 years, it goes way beyond anything Menlo Park has experienced, and Menlo Park has yet to experience the nearly 2 million already approved/pipeline.

Respectfully submitted,
Patti Fry
Menlo Park resident



DRAFT NOTICE OF PREPARATION ENVIRONMENTAL IMPACT REPORT CITY OF MENLO PARK

Date: June 18, 2015

To: State Clearinghouse
State Responsible Agencies
State Trustee Agencies
Other Public Agencies
Interested Organizations

From: Deanna Chow
Senior Planner
City of Menlo Park
701 Laurel Street
Menlo Park, CA 94025

Subject: **Notice of Preparation (NOP) of the Draft Environmental Impact Report (EIR) for the Menlo Park General Plan (Land Use & Circulation Elements) and M-2 Area Zoning Update**

Lead Agency: City of Menlo Park Planning Division

Project Title: Menlo Park General Plan (Land Use & Circulation Elements) and M-2 Area Zoning Update, also known as ConnectMenlo

Project Area: City of Menlo Park

Notice is hereby given that the City of Menlo Park (the City) will be the Lead Agency and will prepare a program level environmental impact report (EIR) for the Menlo Park General Plan (Land Use & Circulation Elements) and M-2 Area Zoning Update, also known as ConnectMenlo ("proposed Project" or "Project"). The proposed Project, its location, and potential environmental effects are described below. Pursuant to the California Environmental Quality Act (CEQA) Guidelines (14 California Code of Regulations Section 15060(d)), the City has determined that an EIR is required for the proposed Project, and therefore an Initial Study will not be prepared and the City will begin work directly on the EIR.

Even though ConnectMenlo is technically a "project" that requires environmental review under CEQA, as a collection of City policies and regulations it qualifies for program level analysis, which evaluates total potential effects on the environment due to anticipated growth and change, but does not require the kind of building-by-building mitigation activities that may be assigned to individual construction and development projects that follow adoption of the General Plan and Zoning Ordinance updates. The level of review and associated processing time needed for those

individual activities may be streamlined if they comply with overarching rules prescribed in the ConnectMenlo Update and EIR.

The City is requesting comments and guidance on the scope and content of the EIR from interested public agencies, organizations and individuals. With respect to the views of Responsible and Trustee Agencies as to significant environmental issues, the City needs to know the reasonable alternatives and mitigation measures that are germane to each agency's statutory responsibilities in connection with the Project. Responsible agencies may need to use the EIR prepared by the City when considering permitting or other approvals for the Project.

Comments on the NOP are due no later than the close of the NOP review period 5:00 p.m. on **Monday, July 20, 2015**. However, we would appreciate your response at the earliest possible date. Please send your written comments to Deanna Chow at the address shown above or email to connectmenlo@menlopark.org with "Menlo Park General Plan Update EIR" as the subject. Public agencies providing comments are asked to include a contact person for the agency. A Scoping Session is currently tentatively scheduled to be held by the Planning Commission at its regular meeting on:

September 21, 2015, 7:00 p.m.
Menlo Park City Council Chambers
701 Laurel Street
Menlo Park, CA 94025

The scoping meeting will provide an opportunity for the City to summarize the General Plan and Zoning Code Update process. **The focus of the scoping meeting will be on the content to be studied in the EIR.** The Scoping Meeting is purposely being held several months after release of this Notice of Preparation to allow the community to participate in the development and review of proposed General Plan Land Use and Circulation Element goals, policies, and programs, and M-2 Area Zoning Ordinance provisions and Design Standards, as those are expected to provide mitigation of environmental effects, in addition to any mitigation measures prescribed in the EIR.

INTRODUCTION

The purpose of an EIR is to inform decision-makers and the public of the potential environmental effects of a proposed project. The EIR process is intended to provide environmental information sufficient to evaluate a proposed project and its potential to cause significant effects on the environment; examine methods of reducing adverse environmental impacts; and consider alternatives to a proposed project. A Fiscal Impact Analysis (FIA) is also being prepared to evaluate fiscal impacts on the City of Menlo Park and special districts from the proposed project.

The Menlo Park General Plan (Land Use & Circulation Elements) and M-2 Area Zoning Update EIR, also known as ConnectMenlo, will be prepared as a program EIR in accordance with CEQA and the CEQA Guidelines. The project location, project description, and the potential environmental effects that will be evaluated in the EIR are described generally below. As mentioned above, subsequent projects to General Plan and Zoning changes will be subject to a separate environmental review process.

PROJECT LOCATION

The Project Study Area consists of all land within the city of Menlo Park, its Sphere of Influence (where the City maintains a role in land use and transportation decisions through future annexations of unincorporated areas), and a proposed Planning Area (where the City believes the Menlo Park community should be able to participate in influencing land use and transportation decisions). As shown in Figure 1, Menlo Park is located at the southern edge of San Mateo County. The City is generally bounded by San Francisco Bay to the north and east; the cities of East Palo Alto and Palo Alto and Stanford University to the southeast; and Atherton, unincorporated North Fair Oaks, and Redwood City to the northwest. The City is accessed by Interstate 280 (I-280), U.S. Highway 101 (US 101), Caltrain, State Route 84 via the Dumbarton Bridge, and a variety of arterial, collector and residential streets, as well as regional and local pedestrian and bicycles routes. The majority of land in Menlo Park is designated for residential use; other General Plan land use categories include Industrial/Business Park, Open Space/Recreation, Commercial, and Public Facilities/Institutional.

The M-2 Area, which is the focus of future land use change under the Project, comprises the northern-most portion of Menlo Park. The M-2 Area (see Figure 2) is generally bounded by San Francisco Bay to the north; Redwood City to the west; East Palo Alto to the southeast; and the Menlo Park neighborhoods of Belle Haven, Flood Triangle, Suburban Park, and Lorelei Manor to the south. Currently, most land in the M-2 Area is designated for industrial/business park use. The M-2 Area contains major regional transportation links, including Bayfront Expressway (State Route 84), Willow Road (State Route 114), and University Avenue (State Route 109) all of which are utilized heavily to provide access to the Dumbarton Bridge.

PROJECT DESCRIPTION

Often described as each city's "constitution," general plans are required by State law to guide land use and development, usually for a period of 20 years. With the Menlo Park Housing, Open Space/Conservation, Noise, and Safety Elements having been recently updated, the focus of the Project is on the Land Use and Circulation Elements (as well as zoning provisions to implement any land use changes in the M-2 Area). These two elements are central components of the General Plan because they describe which land uses should be allowed in the City, where those

land uses should be located, how those land uses may be accessed and connected, and how development of those uses should be managed so as to minimize impacts and maximize benefits to the City and its residents.

The Land Use Element frames the type and scale of potential development that may occur over the next 20 years, particularly in the M-2 Area. The Circulation Element will address transportation issues throughout the City, and both updated Elements will be consistent with the other General Plan Elements and the El Camino Real/Downtown Specific Plan.

The Project also includes an update to the City's Zoning Ordinance provisions for the M-2 Area to implement the updated General Plan programs, as well as Design Standards for development in the M-2 Area.

Community engagement is the foundation of the Project. Updated planning policy language will only be meaningful if it helps achieve the community's vision for the future. The in-person public outreach and participation process has included workshops and open houses; mobile tours of Menlo Park and nearby communities; informational symposia; stakeholder interviews; focus groups; recommendations by a General Plan Advisory Committee (GPAC) composed of City commissioners, elected officials, and community members; and consideration by the City Council and Planning Commission at public meetings. Many more opportunities will occur throughout the process to ensure that community members play a central role in guiding the General Plan and Zoning Ordinance updates. In addition, the Project features a comprehensive website, online surveys, and a mobile app that provides access to information and documents.

The Menlo Park General Plan and M-2 Area Zoning Update will be evaluated using a program EIR that determines whether potential future land use and circulation system changes may result in impacts that need to be mitigated. By incorporating implementation provisions that purposely reduce environmental impacts, the proposed updates can be made largely "self-mitigating," which reduces the need for separate EIR mitigation measures, improves the efficiency of implementation, and increases the likelihood that development will be environmentally sustainable.

Given the potential for change in Menlo Park and especially the M-2 Area, the City Council established the following objectives for the Project:

- Establish and achieve the community's vision
- Realize economic and revenue potential
- Assume that changes to General Plan Land Use Designations and Zoning will occur only in M-2 Area
- Streamline the development review process
- Improve mobility for all travel modes

- Preserve neighborhood character throughout the city
- Reduce emissions and adapt sustainably

In pursuit of these goals, the Menlo Park General Plan and M-2 Area Zoning Update is making use of the following Guiding Principles, which reflect the stated goals of members of the public, elected officials, and various stakeholders who have participated in the Project, to date. These aspirational statements, accepted by the City Council in December 2014, describe the kind of place that community members want Menlo Park to be. City representatives and community members developed them in a collaborative public process for consideration in guiding growth and preserving the City's unique features over the next 20 years.

- **Citywide Equity:** Menlo Park neighborhoods are protected from unreasonable development and unreasonable cut-through traffic, share the benefits and impacts of local growth, and enjoy equal access to quality services, education, public open space, housing that complements local job opportunities with affordability that limits displacement of current residents, and convenient daily shopping such as grocery stores and pharmacies.
- **Healthy Community:** Everyone in Menlo Park enjoys healthy living spaces, high quality of life, and can safely walk or bike to fresh food, medical services, employment, recreational facilities, and other daily destinations; land owners and occupants take pride in the appearance of property; Menlo Park achieves code compliance and prioritizes improvements that promote safety and healthy living; and the entire city is well-served by emergency services and community policing.
- **Competitive and Innovative Business Destination:** Menlo Park embraces emerging technologies, local intelligence, and entrepreneurship, and welcomes reasonable development without excessive traffic congestion that will grow and attract successful companies and innovators that generate local economic activity and tax revenue for the entire community.
- **Corporate Contribution:** In exchange for added development potential, construction projects provide physical benefits in the adjacent neighborhood (such as Belle Haven for growth north of US 101), including jobs, housing, schools, libraries, neighborhood retail, childcare, public open space, high speed internet access, and transportation choices.
- **Youth Support and Education Excellence:** Menlo Park children and young adults have equal access to excellent childcare, education, meaningful employment opportunities, and useful training, including internship opportunities at local companies.
- **Great Transportation Options:** Menlo Park provides thoroughly-connected, safe and convenient transportation, adequate emergency vehicle access, and multiple options for people traveling by foot, bicycle, shuttle, bus, car, and train, including daily service along the Dumbarton Rail Corridor.
- **Complete Neighborhoods and Commercial Corridors:** Menlo Park neighborhoods are complete communities, featuring well integrated and designed development along vibrant

commercial corridors with a live-work-play mix of community-focused businesses that conveniently serve adjacent neighborhoods while respecting their residential character.

- **Accessible Open Space and Recreation:** Menlo Park provides safe and convenient access to an ample amount of local and regional parks and a range of public open space types, recreational facilities, trails, and enhancements to wetlands and the Bay.
- **Sustainable Environmental Planning:** Menlo Park is a leader in efforts to address climate change, adapt to sea-level rise, protect natural and built resources, conserve energy, manage water, utilize renewable energy, and promote green building.

The Guiding Principles will help chart future change throughout Menlo Park through a careful balance of benefits and impacts, as charted in the General Plan goals, policies, and programs, whether applied to expanding transportation options citywide, to protecting the character of the city's residential neighborhoods, or to managing the growth expected to occur in the M-2 Area. How much the M-2 Area might grow has also been established through an intensive process of community workshops, public meetings, and surveys. Based on this significant body of community input, GPAC recommendations, and Planning Commission and City Council review, a theoretical level of maximum potential development that could be accommodated by the Project has been established (as depicted in Figure 3).

This maximum potential development would consist of approximately 2.1 million additional square feet of nonresidential building space and 4,500 additional multifamily dwelling units beyond what is already realistically achievable under the current Menlo Park General Plan Land Use Element. About 1.4 million square feet of the added nonresidential development would be concentrated in the area between Willow Road and University Avenue (primarily for new and expanded life sciences uses). About 2,000 of the additional dwelling units would be located in that same area, with another 1,000 units in the Jefferson Drive area, and 1,500 units on the Facebook East campus.

The nonresidential development would also include ground floor retail in a number of locations and roughly 500,000 square feet for three hotels with 200 rooms each, one in the Haven area, one in the Jefferson Drive area, and one on the Facebook West campus. The anticipated development would be estimated to increase the number of jobs in the M-2 Area by about 5,500 beyond the amount accommodated by the current General Plan.

LAND USE ELEMENT UPDATE

The updated Land Use Element will reflect the Guiding Principles to ensure that goals, policies and programs integrate the extensive community input on the Project. Where appropriate, policies and programs will also respond to State legislation established since adoption of the

1994 General Plan. These actions range from items such as updating maps of flood prone areas to exercising the ability to adopt “Uniformly Applicable Development Standards” for reducing potential environmental impacts that then may allow individual “infill” development projects to undergo streamlined environmental review per recent changes in State Law.

In addition to reinforcing the community’s vision for the city, the updated Land Use Element primarily will describe the changes shown in Figure 3 for future development in the M-2 Area, including any needed new Land Use Designations and changes in designations for individual parcels. The Land Use Element will also summarize the new pedestrian and bicycle improvements shown in Figure 3 to be installed as development occurs in the M-2 Area.

As with the updated Circulation Element, the updated Land Use Element will include programs that require new or expanded development to provide community amenities such as transportation and quality-of-life improvements, and others that describe how the City will utilize its Capital Improvement Program to prioritize needed infrastructure and physical projects throughout Menlo Park.

CIRCULATION ELEMENT UPDATE

Goals, policies, and programs in the updated Circulation Element will describe a variety of strategies and requirements to improve mobility and address congestion citywide, including Transportation Impact Analysis, Complete Streets, Transportation Demand Management (TDM), Traffic Management Associations, and the Neighborhood Traffic Management Program. It is important to note that a Complete Streets approach – where bicycle, pedestrian and transit usage are considered in evaluating the effectiveness and performance of a street or intersection – does not assume that all modes of travel can be well accommodated on every street, nor that sidewalks are appropriate in residential neighborhoods where they do not currently exist.

The updated Circulation Element will identify needed transportation system changes to address both existing issues and anticipated development, ranging from physical improvements such as right-of-way modifications, to transit service enhancements, to adjustments to regulations such as parking standards. A summary description of needed improvements and implementation mechanisms for updating the 2009 Transportation Impact Fee Study as an implementation program will specifically be included.

The Circulation Element Update will also specifically evaluate current off-street and on-street parking policies and requirements in the M-2 Area as they relate to providing an appropriate supply of parking and regulating the intensity of land uses. Parking impacts associated with the

M-2 Area Zoning Update will be discussed qualitatively based on the proposed parking requirements.

M-2 AREA ZONING ORDINANCE UPDATE

The Project also includes an update to the City Zoning Ordinance for the M-2 Area to ensure consistency with the General Plan Update and previously adopted ordinances and policies. Zoning changes may be needed for any of the districts in the M-2 Area (M2, M3, C4, C2S, C2B, FP, PF, and U), and new districts within the M-2 Area may be created to reflect the community's preferences as established in the Guiding Principles and through additional input during the ConnectMenlo process. Modifications to zoning standards will also be recommended as needed to respond to updated State requirements.

Updates to zoning will also address the following topics, among others:

- Site standards, such as height, bulk, and building design; sidewalk and bike route dimensions; streetscape design; outdoor lighting; and operational issues (e.g., air quality, glare, vibration, and use and storage of hazardous materials);
- Types and mix of land uses;
- Potential affordable housing requirements, housing density bonus provisions, and related incentives, consistent with the City's Municipal Code and State law;
- Landscaping standards, including specific requirements for preliminary and final landscape plan submittal and review;
- TDM, off-street car parking, bicycle parking, and loading standards;
- Development contributions to community amenities and city programs and services;
- Best practices to ensure protection of wildlife and habitat; and
- Energy and water conservation construction and operation practices.

A Water Supply Assessment will be developed as part of the EIR to determine which, if any, strategies may be needed to ensure adequate water supply for anticipated development.

PUBLIC AGENCY APPROVALS

The EIR will evaluate the Project for potential impacts on the environment and analyze proposed goals, policies, and programs, as well as Zoning provisions and Design Standards, to determine the potential environmental consequences of future change under the updated General Plan Land Use and Circulation Elements and M-2 Area Zoning. The cumulative impacts discussion required per CEQA will consider relevant projects in and around the Planning Area that are not included as part of the Project.

CEQA requires that an EIR evaluate alternatives to a project that could reasonably attain the project objectives while reducing any significant impact of the project, as well as considering the “No Project” Alternative (i.e., what could happen if the Project were not to occur). With the establishment of a Maximum Potential Development alternative for the M-2 Area to ensure that adequate mitigation for any potential environmental is identified, it is expected that other EIR alternatives might describe some lesser subset of development to be considered by the City Council.

ENVIRONMENTAL FACTORS POTENTIALLY AFFECTED

The EIR will analyze whether development anticipated pursuant to the proposed Project would have significant environmental effects in the following areas:

- **Aesthetic Resources:** the analysis will discuss potential impacts in terms of height and intensity, and the potential for increased light and glare impacts on the existing setting.
- **Air Quality:** the analysis will discuss the potential for local and regional air quality impacts from construction and demolition, and impacts from new development and traffic.
- **Biological Resources:** the analysis will discuss potential impacts on nesting birds, heritage and/or mature trees, and waterways, marshlands and other wildlife habitat.
- **Cultural Resources:** the analysis will discuss potential impacts on known historic buildings and cultural resources.
- **Geology, Soils, and Seismicity:** the analysis will discuss the potential for soil erosion and exposure to seismic risk, including liquefaction.
- **Greenhouse Gas Emissions:** the analysis will discuss the potential to generate greenhouse gases and for conflict with any applicable plan, policy, or regulation adopted for the purpose of reducing emissions of greenhouse gases.
- **Hazardous Materials and Hazards:** the analysis will discuss areas of potential soil or groundwater contamination, and the potential for exposure to hazardous materials.
- **Hydrology and Water Quality:** the analysis will discuss the potential for impacts on waterways, or exceedance of the capacity of stormwater drainage systems or violation of water quality standards or waste discharge requirements.
- **Land Use and Planning Policy:** the analysis will discuss the potential for anticipated development to divide an existing community or conflict with applicable land use policy and plans.
- **Noise:** the analysis will discuss potential impacts from demolition, construction, and operational activities.

- **Population and Housing:** the analysis will discuss the potential for inducing substantial population growth or displacing existing housing, businesses, or people.
- **Public Services and Utilities:** the analysis will discuss the potential for an increase in public services such as fire and police protection, solid waste, water supply, and wastewater disposal services. A Water Supply Assessment will determine whether any strategies may be needed to ensure adequate water supply for anticipated development.
- **Recreation:** the analysis will discuss the potential for an increase in the use of existing recreational facilities to the detriment of those facilities, or the need to create new recreational facilities.
- **Transportation and Circulation:** the analysis will discuss potential increases in traffic load on the circulation system that could result in inadequate emergency access, parking capacity, or travel efficiency for vehicles, transit and pedestrians and bicyclists.

The following topics are likely to be associated with less-than-significant impacts and are not expected to be evaluated in detail in the EIR:

- Agriculture and Forestry Resources
- Mineral Resources

ATTACHMENTS:

Figure 1: Menlo Park Regional Location

Figure 2: M-2 Area

Figure 3: M-2 Area Maximum Potential Development

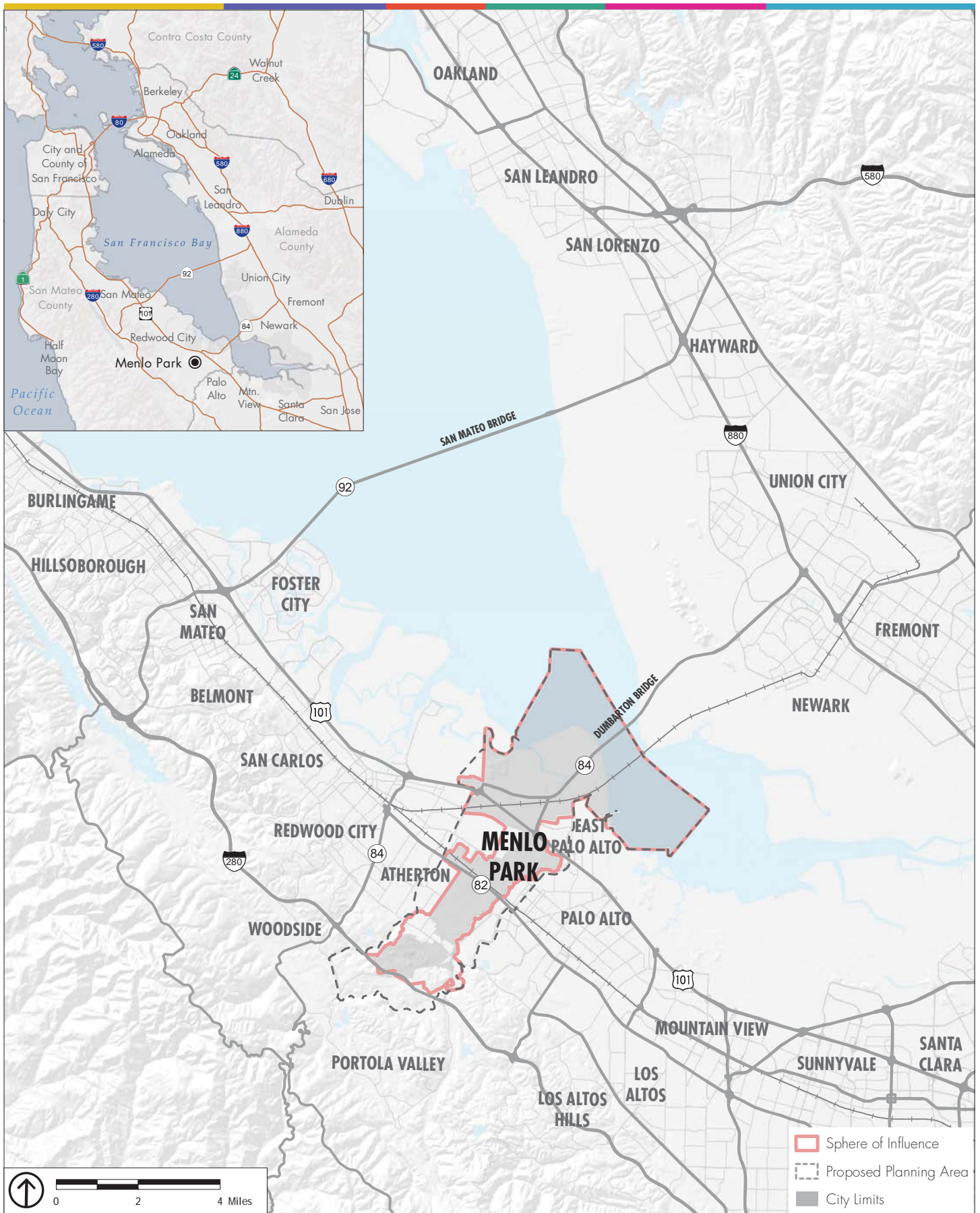
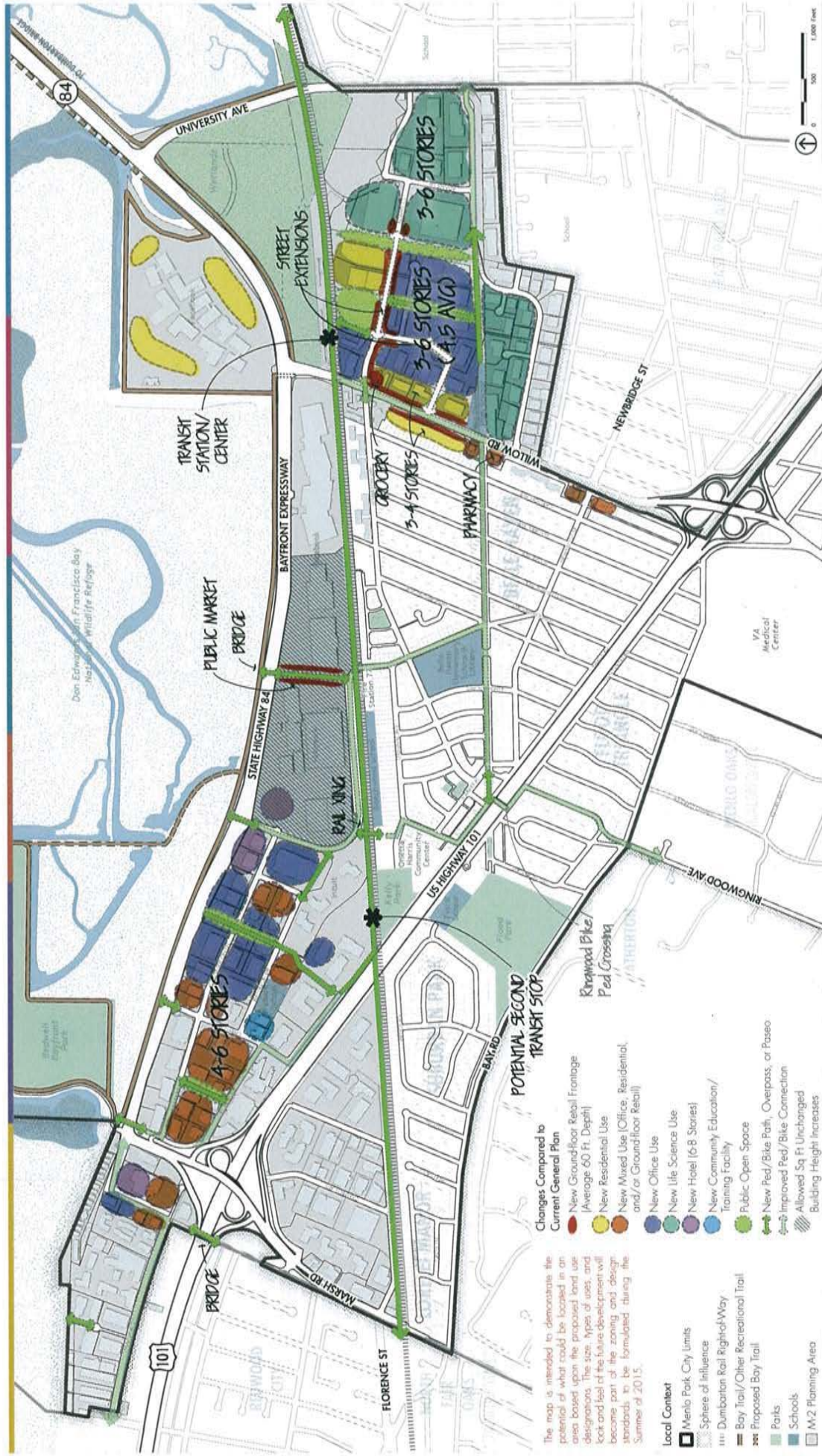


FIGURE 1: MENLO PARK REGIONAL LOCATION



FIGURE 2: M-2 AREA



- Changes Compared to Current General Plan**
- New Ground-floor Retail Frontage (Average 60 Ft Depth)
 - New Residential Use
 - New Mixed Use (Office, Residential, and/or Ground-floor Retail)
 - New Office Use
 - New Life Science Use
 - New Hotel (6-8 Stories)
 - New Community Education/Training Facility
 - Public Open Space
 - New Ped/Bike Path, Overpass, or Passage
 - Improved Ped/Bike Connection
 - Allowed Sq Ft Unchanged
 - Building Height Increases
- Local Context**
- Menlo Park City Limits
 - Sphere of Influence
 - Dumbarton Rail Right-of-Way
 - Bay Trail/Other Recreational Trail
 - Proposed Bay Trail
 - Parks
 - Schools
 - M-2 Planning Area

The map is intended to demonstrate the potential of what could be located in an area based upon the proposed land use designations. The size, types of uses, and look and feel of the future development will become part of the zoning and design standards to be formulated during the Summer of 2015.

DRAFT M-2 AREA MAXIMUM POTENTIAL DEVELOPMENT

CONNECTEMENLO

menlo park

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ConnectMenlo Upcoming Activities and Events

Item #	Event	Date	Time	Location
1	Downtown Block Party	Wednesday, June 17, 2015	5:00 p.m.	Downtown
2	<i>Release Notice of Preparation (NOP) for Environmental Impact Report (EIR) for 30-day comment period</i>	<i>Thursday, June 18, 2015</i>		
3	GPAC Meeting #7 – Review Draft General Plan Policies and Consistency Analysis	Thursday, June 25, 2015 <u>Tuesday, June 30, 2015</u>	6-8:00 p.m.	Library Lower Level
4	<i>End of NOP Comment Period</i>	<i>Monday, July 20, 2015</i>		
5	GPAC Meeting #8 – Review Draft Land Use and Circulation Elements and Zoning Ordinance Update	Thursday, July 23, 2015	6-8:00 p.m.	Library Lower Level
6	Community Workshop on Draft Land Use and Circulation Elements and Zoning Ordinance Update	Thursday, August 13, 2015	7:00 p.m.	Senior Center
7	Planning Commission Meeting to Review Preliminary Draft Land Use and Circulation Elements and Zoning Ordinance Update	Monday, August 24, 2015	7:00 p.m.	City Council Chambers
8	City Council Meeting on Acceptance of Draft Land Use and Circulation Elements and Zoning Ordinance Update	Tuesday, September 8, 2015	7:00 p.m.	City Council Chambers
9	EIR Scoping Session at a Planning Commission Meeting	Monday, September 21, 2015	7:00 p.m.	City Council Chambers
<i>Prepare Draft EIR/FIA, Final EIR/FIA and Final Versions of All Documents with Input from Public Comments</i>				
10	Estimated Completion of Overall Project	July 2016		

Note: For more information about the ConnectMenlo process, please visit the project webpage at www.menlopark.org/connectmenlo. Actual meeting dates, times, and locations are subject to change.

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**DRAFT NOTICE OF PREPARATION
ENVIRONMENTAL IMPACT REPORT
FACEBOOK CAMPUS EXPANSION PROJECT
CITY OF MENLO PARK**

Date: June 18, 2015

To:	State Clearinghouse	From:	Kyle Perata
	State Responsible Agencies		Associate Planner
	State Trustee Agencies		City of Menlo Park
	Other Public Agencies		701 Laurel Street
	Interested Organizations		Menlo Park, CA 94025

Subject: **Notice of Preparation (NOP) of the Environmental Impact Report for the Facebook Campus Expansion Project**

Lead Agency: City of Menlo Park Planning Division

Project Title: Facebook Campus Expansion Project

Project Area: City of Menlo Park

Notice is hereby given that the City of Menlo Park (City) will be the lead agency and will prepare an environmental impact report (EIR) for the Facebook Campus Expansion Project (Project). The EIR will address the Project's potential physical environmental effects on each of the environmental topics outlined in the California Environmental Quality Act (CEQA). The City of Menlo Park is requesting comments on the scope and content of this EIR.

A scoping session will be held as part of the Planning Commission meeting on **July 13, 2015, at 7 p.m.** at the Menlo Park City Council Chambers, located at 701 Laurel Street, Menlo Park, CA 94025. The scoping session is part of the EIR scoping process and when the City solicits input from the public and other agencies on specific topics they believe should be addressed in the environmental analysis. The focus of the scoping meeting will be the content to be studied in the EIR. Written comments on the scope of the EIR may also be sent to:

Kyle Perata, Associate Planner
City of Menlo Park
Community Development Department, Planning Division
701 Laurel Street
Menlo Park, CA 94025
ktperata@menlopark.org
Phone: 650.330.6721
Fax: 650.327.1653

Comments on the NOP are due no later than the close of the NOP review period at 5:00 p.m. on **Monday, July 20, 2015**. However, we would appreciate your response at the earliest possible date. Please send your written comments to Kyle Perata at the address shown above or email to

ktperata@menlopark.org with “Facebook Campus Expansion Project EIR” as the subject. Public agencies providing comments are asked to include a contact person for the agency.

PROJECT LOCATION AND EXISTING CONDITIONS: The 58-acre Project site encompasses the existing TE Connectivity (TE) campus at 300–309 Constitution Drive in the city of Menlo Park. The Project site, which includes assessor’s parcel number (APN) 055-260-250, is zoned M-2 (General Industrial) and M-2-X (General Industrial, Conditional Development). The site is designated as Limited Industry under the City’s General Plan and can be built out to approximately 1.142 million square feet (sf) of office uses under the allowable 0.45 floor area ratio (FAR), and up to approximately 1.396 million square feet or 0.55 FAR for other general industrial uses. The Project site is bounded by Bayfront Expressway/State Route (SR) 84 to the north, Facebook Building 20 to the east, and Chilco Street to the west and south. A portion of the Project site abuts the Dumbarton Rail Corridor to the south. Figure 1 depicts the location of the Project site.

Currently, there are 10 buildings containing industrial, warehouse, office, and research and development (R&D) uses at the Project site, totaling approximately 1.02 million sf, as well as 1,690 parking spaces. TE used and continues to use the site primarily for industrial activities and Pentair Thermal Controls leases one of the on-site buildings. In December 2014, the Planning Commission approved a conditional use permit to convert an existing 184,460-square-foot warehouse building located on the southwestern portion of the Project site for Facebook office uses. The conversion will result in an approximately 4,330 square feet reduction for a new building square footage of approximately 180,108 square feet. The renovation of this building (Building 23) is expected to be completed in the first quarter of 2016 and, while it is located on the Project site, it is not part of the Project.

PROJECT DESCRIPTION: The proposed Facebook Campus Expansion Project includes the demolition of buildings at the site (Building 23 would not be demolished) and the construction of two new office buildings (Building 21 and Building 22), encompassing approximately 9670,000 sf (a net increase of approximately 127,000 sf at the Project site). Figure 2 shows the conceptual site plan. The proposed Building 21 would contain approximately 513,000 sf of office and event uses and be located on the eastern portion of the Project site. The event space would be utilized for internal Facebook events and have the capacity to accommodate approximately 2,000 people. Building 21 would be constructed during the first phase of development, and Building 22 would be constructed as the second phase of development. The proposed Building 22 would include approximately 450,000 sf of office uses and would be located on the western portion of the Project site. Both buildings would be constructed over surface parking that would contain approximately 3,800 parking spaces. The buildings would be connected to each other and the existing Building 20 east of the Project site via enclosed bridges. The buildings would have an architectural style, height, and massing similar to that of Facebook Building 20. Maximum building heights would be approximately 75 feet.

The Project would also include the potential for a 200-room limited-service hotel with approximately 175,000 sf of space (Building 24) in the northwestern portion of the Project site. The hotel, which would be located near the corner of Chilco Street and Bayfront Expressway, could be constructed in a future phase and would bring the total area of new development at the Project site to approximately 1.13 million sf, with a total FAR not to exceed 0.55 (including existing Building 23). The proposed office GFA would be consistent with the existing City General Plan and M-2 General Industrial Zoning District, which allows office uses at a FAR of up to 0.45 and the comprehensive project including the hotel would not exceed 0.55 FAR, which is consistent with the City General Plan. However, rezoning the entire site from M-2 and M-2-X to M-2-X would be required to exceed the maximum 35-foot height limit and a Zoning Ordinance Text Amendment would be required to accommodate the proposed hotel.

Access to the Project site is proposed from Constitution Drive and a new signalized intersection on Bayfront Expressway at the mid-point of the site. A vehicular connection on the east end of the site to the existing Building 20 could also be constructed. The Project may include a limit on the number of daily or peak period vehicle trips to and from the site. The Project would be organized around a publicly accessible open space and a bicycle/pedestrian corridor that would run north-south through the middle of the site. The Project would also include construction of a new bicycle/pedestrian bridge over Bayfront Expressway to allow for access to the Bay Trail and Bedwell Bayfront Park from the Project site and the Belle Haven neighborhood. The perimeter of the Project site would have a landscaped buffer that would include bicycle/pedestrian pathways that would be separated from the vehicle access roads. The on-site paths would connect the proposed office buildings to Building 20 on the east and Facebook Buildings 10–19 on the north side of Bayfront Expressway.

PROJECT APPROVALS: The following approvals would be required by the City under the Project:

- Rezone from M-2 to M-2-X
- Conditional Development Permit
- Zoning Ordinance Text Amendment
- Development Agreement
- Heritage Tree Removal Permits
- Below-Market-Rate Housing Agreement
- Lot Line Adjustment
- Environmental Review
- Fiscal Impact Analysis

RESPONSIBLE AGENCIES: The agencies listed below are expected to review the draft EIR to evaluate the Project:

- Bay Area Air Quality Management District (BAAQMD)
- California Department of Transportation (Caltrans)
- California Regional Water Quality Control Board (RWQCB)/San Mateo Countywide Water Pollution Prevention Program
- City/County Association of Governments (C/CAG)
- San Mateo County Transportation Authority (SMCTA)
- Department of Toxic Substance Control (DTSC)
- Menlo Park Fire Protection District
- San Mateo County Environmental Health Division
- West Bay Sanitary District

INTRODUCTION TO EIR: The purpose of an EIR is to inform decision-makers and the general public of the environmental effects of a proposed project. The EIR process is intended to provide environmental information for evaluating a proposed project and its potential to cause significant effects on the environment, examine methods of reducing adverse environmental impacts, and identify alternatives to a proposed project. The Facebook Campus Expansion Project EIR will be prepared and processed in accordance with CEQA and the State CEQA Guidelines. The EIR will include the following:

- Summary of the Project and its potential environmental effects
- Description of the Project

- Description of the existing environmental setting, potential environmental impacts of the Project, and mitigation measures to reduce significant environmental effects of the Project
- Alternatives to the Project
- Cumulative impacts
- CEQA conclusions

PROBABLE ENVIRONMENTAL EFFECTS: The EIR will analyze whether the Project would have significant environmental impacts in the following areas:

- | | |
|-----------------------------------|----------------------------------|
| • Aesthetics | • Hydrology and Water Quality |
| • Air Quality | • Land Use and Planning Policy |
| • Biological Resources | • Noise |
| • Cultural Resources | • Population and Housing |
| • Geology and Soils | • Public Services and Recreation |
| • Greenhouse Gas Emissions | • Utilities |
| • Hazards and Hazardous Materials | • Transportation and Traffic |

To help prepare several of these sections and analyze the impacts, a transportation study will be prepared. The transportation study will focus on intersections, residential and non-residential roadway segments, and Routes of Regional Significance. The transportation study for the Project and the ConnectMenlo General Plan update will be coordinated to ensure consistency and address both the near-term and long-term transportation needs and impacts of both projects. It is currently envisioned that a single, concurrent transportation analysis will be conducted to evaluate the Project and the ConnectMenlo General Plan update.

ENVIRONMENTAL EFFECTS NOT LIKELY TO REQUIRE FURTHER ANALYSIS: The Project is not anticipated to result in significant environmental effects in the following areas:

- Agricultural or Forestry Resources
- Mineral Resources

The Project site is fully developed in an urbanized area and located near SR 84 and US 101. As such, agricultural and mineral resources do not exist on the site, and a detailed analysis of these topics will not be included in the EIR.

ALTERNATIVES: Based on the significance conclusions determined in the EIR, alternatives to the Project will be analyzed to reduce identified impacts. Section 15126.6(e) of the State CEQA Guidelines requires the evaluation of a No-Project Alternative. Other alternatives may be considered during preparation of the EIR and will comply with the State CEQA Guidelines, which call for a “range of reasonable alternatives to the project, or to the location of the project, which would feasibly attain most of the basic objectives of the project but would avoid or substantially lessen any of the significant effects of the project.”

EIR PROCESS: Following the close of the NOP comment period, a draft EIR will be prepared that will consider all NOP comments. In accordance with State CEQA Guidelines Section 15105(a), the draft EIR will be released for public review and comment for the required 45-day review period. Following the close of the 45-day public review period, the City will prepare a final EIR, which will include responses to all substantive comments received on the draft EIR. The draft EIR and final EIR will be considered by the Planning Commission and City Council in making the decision to certify the EIR and approve or deny the Project.

June 18, 2015

Kyle Perata, Associate Planner
City of Menlo Park

Date



Figure 1
Project Location
 Facebook Campus Expansion Project

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June 11, 2015

City of Menlo Park
Community Development Department
Attn: Justin Murphy, Development Services Manager

VIA EMAIL: JICMurphy@menlopark.org

**SUBJECT: PHASE II. Proposal to Prepare an Environmental Impact Report for the
Facebook Constitution Campus Project**

Dear Mr. Murphy:

ICF Jones & Stokes, Inc. (hereafter referred to as ICF) is pleased to present this scope and budget to prepare an Environmental Impact Report (EIR) for the proposed Facebook Constitution Campus Project (hereafter referred to as the Project). This scope and budget represent Phase II of the CEQA process. Phase I is already under contract and consists of start-up tasks including data collection, preparing the project description, and preparing the Notice of Preparation (NOP).

As shown in Attachment E, our team's total estimated cost for Phase II is \$703,106.60.

This proposal is valid for a period of 90 days, at which time ICF reserves the right to revise the contents or extend the validity date, if needed. ICF respectfully reserves the right to negotiate contract terms similar to those we negotiated with the City in previous contracts. Please feel free to contact Erin Efner at (415) 677-7181 or erin.efner@icfi.com. We look forward to working with you on this important effort.

Sincerely,

A handwritten signature in black ink that reads 'Rahul T. Young'.

Rahul Young
Vice President, Bay Area/Pacific Northwest Line Of Business Leader | Environment & Planning |
Energy, Environment & Transportation



Attachments

- A. BASELINE Scope and Budget
- B. Keyser Marston Associates Scope and Budget
- C. BAE Urban Economics Scope and Budget
- D. TJKM Scope and Budget
- E. Comprehensive EIR Budget



Facebook Campus Expansion Project Scope of Work – Phase II

Project Understanding and General Approach

ICF has reviewed the information provided by the City and Hibiscus Properties, LLC (Project Sponsor). Based on our review of project materials and experience with similar projects, we understand that an EIR is needed. ICF submitted a scope of work and budget for Phase I of the EIR on April 29, 2015 and is currently working on the following tasks: Project Initiation/Data Collection (Task 1), EIR Project Description (Task 2), EIR Scope Definition (Task 3), Initial Administrative Draft EIR Tasks (Task 4), and Project Management/Meetings for Phase I (Task 5). Therefore, this Phase II scope of work starts at Task 6, completion of the Administrative Draft EIR, and takes the EIR through certification.

The Project involves the redevelopment of the existing 58-acre site known as the TE Connectivity campus with two new office buildings, an event space, and potentially a hotel. The Project would demolish nine existing buildings (comprising approximately 835,838 square feet [sf] of floor area) and construct two new office buildings containing approximately 967,000 sf, resulting in a net new addition of approximately 127,000 sf of building space.

The Project would be built out over two phases. Building 21 would be constructed as part of the first phase and would contain approximately 513,000 sf of office and event uses at the eastern portion of the site. The event space would be utilized for internal Facebook events and would have the capacity for approximately 2,000 people. Building 22 would be constructed as part of the second phase of the Project and would involve approximately 450,000 sf of office uses at the western portion of the site. Maximum heights at the Project site would be approximately 75 feet. When combined with the existing office space located within Building 23 (an existing onsite building that will be renovated under a separate conditional use permit and is not part of the Project evaluated in this EIR), the total office use at the site would be 1.14 million gsf at a floor area ratio (FAR) of 0.45. As part of a future phase, the Project could also include a 200-room, approximately 175,000-sf limited service hotel that would be located in the northwest corner of the site.

The proposed buildings would be situated around a public open space with a pedestrian and bicycle corridor running through the center of the site. The Project would also include construction of a new pedestrian and bicycle bridge over Bayfront Expressway to allow connection with the Bay Trail and Bedwell Bayfront Park. A new signalized intersection along Bayfront Expressway would also be constructed.



The below scope includes the work that would be conducted by ICF. Additionally, this scope includes the following subconsultants for technical analyses: BASELINE for the hazards analysis (Attachment A), Keyser Marston Associates (KMA) for the Housing Needs Analysis (HNA) (Attachment B), Bay Area Economics (BAE) for the Fiscal Impact Analysis (FIA) (Attachment C), and TJKM/Nelson Nygaard/PlaceWorks for transportation analysis (Attachment D). We assume that ICF will conduct the technical work for the Air Quality, GHG, Cultural, and Biological Resources analysis.

Scope of Work (Phase II)

Task 6. Administrative Draft EIR

The purpose of this task is to prepare the Administrative Draft EIR. This task will synthesize background information for use in the existing setting, evaluate changes to those baseline conditions resulting from implementation of the Project to identify significant impacts, and identify mitigation measures to reduce potentially significant impacts to a less-than-significant level.

For this task, there will be four principal activities:

- Determine, by individual resource topic, the significance criteria to be used in the analysis.
- Present the analysis at full buildout of the Project.
- Perform the analysis and make determinations of impact significance.
- Recommend mitigation measures to reduce impacts, if needed.

The ICF team will collect the information necessary to define baseline conditions in the Project area. Based on our understanding of the project and discussions with City staff, baseline conditions will reflect the conditions at the time of the NOP release. ICF will also refer to the Menlo Park Facebook Campus EIR, certified in June 2012, the EIR Addendum, prepared in February 2013, and the Commonwealth Corporate Center Project EIR for applicable background data, impact areas, and mitigation measures.

For each environmental topic, significance thresholds or criteria will be defined in consultation with the City so that it is clear how the EIR classifies an impact. These criteria will be based on CEQA Guidelines, Appendix G, standards used by the City, and our experience in developing performance standards and planning guidelines to minimize impacts.

The analysis will be based on standard methodologies and techniques, and will focus on the net changes anticipated at the Project site. The text will clearly link measures to impacts and indicate their effectiveness (i.e., ability to reduce an impact to a less-than-significant level), identify the responsible agency or party, and distinguish whether measures are proposed as part of the



Project, are already being implemented (such as existing regulations), or are to be considered. This approach facilitates preparation of the Mitigation Monitoring and Reporting Program (MMRP) that follows certification of an EIR.

The Administrative Draft EIR will also incorporate the alternatives and other CEQA considerations described in Task 7 (below). It is envisioned that the City’s initial review of the document will consider content, accuracy, validity of assumptions, classification of impacts, feasibility of mitigation measures, and alternatives analyses. Because the impacts and mitigations are subject to revision based on staff review of the Administrative Draft EIR, the Executive Summary will be prepared only for the Screencheck Draft. The following task descriptions summarize the data to be collected, impact assessment methodologies to be used, and types of mitigation measures to be considered, by environmental issue.

Issues Anticipated to be Less Than Significant

To streamline the EIR process, ICF will “scope out” some environmental topics that do not require detailed discussion in the EIR. These topics will not be evaluated at the level of detail specified for the issues below, but at a level adequate to fully assess the potential effects, and, if necessary, to identify appropriate mitigation measures to reduce any potential impact to a level of non-significance. This discussion will be presented in the Impacts Found to be Less Than Significant chapter of the EIR.

Based on our preliminary review, the following environmental topics may be scoped out from detailed analysis in the EIR.

- **Agricultural and Forestry Resources.** ICF will describe existing conditions at the Project site, identify General Plan designation and zoning districts, and indicate lack of agricultural and forestry uses at the Project site.
- **Mineral Resources.** ICF will describe existing conditions at the Project site and identify the mineral resources zone classification for soils at the site. It is anticipated that the site does not contain significant mineral resources.

Aesthetics

Data needs to complete the section include massing studies/visual simulations (based on viewpoints identified by ICF, as described below), landscape plans, lighting plans, building architectural styles, and shadow diagrams. The number of viewpoints and shadow diagrams will be defined in consultation with City staff, although for purposes of this scope, it is assumed that six key points will be selected for the visual simulation and that shadow diagrams will be produced for each season in the morning and afternoon. ICF will prepare the Aesthetics section of the EIR based on the visual simulations and will conduct the following tasks:



- Visit the project site and surroundings to identify and photodocument existing visual character and quality conditions, views to and from the Project site, and other urban design features (included in Phase I).
- Peer review the massing studies/visual simulations, landscape plans, lighting plans, and shadow diagrams provided by the Project Sponsor.
- Based on scenic resources and views identified in the Menlo Park General Plan and the Project Sponsor's massing studies, analyze potential adverse aesthetic effects resulting from the Project:
 - The surrounding sensitive viewer locations that could be affected by the proposed development include the Bay Trail, the BCDC Public Shoreline Trail, Bedwell Bayfront Park, Hamilton Park, Joseph P. Kelly Park, and the Belle Haven neighborhood (such as from Terminal Avenue and Sandlewood Street).
 - Scenic resources in the immediate vicinity that could be affected include the tidal mudflats and marshes of the San Francisco Bay, which are part of the Don Edwards San Francisco Bay National Wildlife Refuge
 - Area resources that could have background views blocked by the increases in height and bulk at the Project site include the Santa Cruz Mountain Range.
 - Analyze potential degradation of views from adjacent uses and other sensitive viewer locations.
- Review existing and proposed General Plan goals, policies, and programs related to visual quality to determine conflicts with any relevant plans and policies.
- Using the visual simulations and field observations, analyze whether the Project would substantially degrade the existing visual character or quality of the Project site and its surroundings due to grading, height, bulk, massing, architectural style, and building materials, the proposed pedestrian bridge over Bayfront Expressway, and other site alterations.
- Analyze lighting and glare impacts created by the proposed buildings, focusing on motorists on Bayfront Expressway and residents of the Belle Haven neighborhood.
- Using the shadow simulation prepared by the Project sponsor, analyze the Project's impact on the adjacent Bay Trail and other parks in the area.

Air Quality

Sensitive receptors in the Project vicinity include a residential neighborhood in Belle Haven neighborhood (approximately 100 feet south), Hamilton Park (approximately 500 feet south), Belle Haven Elementary School (approximately 1,000 feet south), Joseph P. Kelly Park (approximately 1,000 feet southwest), and the Beechwood School (approximately 800 feet southwest). Additional sensitive receptors could be identified during the screening process. The



following tasks will be completed in compliance with the Bay Area Air Quality Management District (BAAQMD) CEQA Guidelines.

ICF air quality specialists will prepare the air quality EIR section consistent with all applicable procedures and requirements of the Bay Area Air Quality Management District (BAAQMD), California Air Resources Board (ARB), and United States Environmental Protection Agency (EPA). The analysis will focus on the criteria pollutants of greatest concern in the San Francisco Bay Area Air Basin (SFBAAB) that will be generated by construction and operation of the Project. Those pollutants include ozone precursor (reactive organic gases [ROG] and oxides of nitrogen [NOX]), carbon monoxide (CO), and inhalable particulate matter (PM10 and PM 2.5).

The EIR section will describe the existing environmental conditions and the current air quality regulatory environment as it applies to this project. ICF will summarize meteorological and climatological data for the project study area, as well as localized conditions in the vicinity of the proposed project using data collected by the BAAQMD, ARB, and EPA. We will also describe the general locations of existing sensitive receptors in the Project vicinity.

ICF will identify significant impacts using the BAAQMD's May 2011 CEQA Guidelines, California Environmental Quality Act: Air Quality Guidelines (CEQA Guidelines). We will describe the air quality thresholds used to identify significant impacts, as well as the methodology used to estimate project-related emission impacts. As part of our discussion of the BAAQMD's May 2011 CEQA Guidelines, we will provide substantial evidence in support of their use to evaluate impacts associated with the proposed project.

The impact analysis will focus on the following:

- *Short-Term Construction Emissions:* ICF will quantify demolition- and construction-related emissions of ROG, NOX, CO, PM10, and PM2.5 using accepted models (e.g., CalEEMod) and construction data (i.e., anticipated construction schedule and equipment) provided by the Project Sponsor. Where Project-specific data is unavailable, ICF will use default values from CalEEMod. The analysis will address construction-related mitigation measures required by BAAQMD, including adherence to BAAQMD rules and regulations. Estimated construction emissions will then be compared to the BAAQMD's construction emission thresholds to determine project significance for construction activities. All assumptions used to estimate emissions, including a full list of construction equipment, will be provided as an appendix to the EIR.
- *Long-Term Operational Emissions:* ICF will use the traffic data from the transportation and circulation analysis (i.e., trip generation rates) and the CalEEMod model to estimate operational emissions of ROG, NOX, CO, PM10, and PM2.5 from project-related vehicle



emissions. Motor vehicle emission estimates will be based on motor vehicle activity (number of trips, trip length) estimated by the traffic analysis prepared by the project transportation engineer. Operational emissions associated with area sources (i.e., landscaping, residential heating, and consumer products) will be estimated with the CalEEMod model and data from the Project Sponsor, as available. Depending on data provided by the transportation subconsultant and Project Sponsor, the analysis may quantitatively evaluate emissions reductions achieved by alternative transportation options and sustainability strategies. Since implementation of the Project would demolish the existing TE Connectivity campus, the difference in operational emissions between those associated with the proposed project and those associated with the TE Connectivity campus will be compared to applicable BAAQMD emission thresholds and mitigation identified, as needed.

- *Localized carbon monoxide hot spots:* ICF will review traffic data from the transportation and circulation analysis for affected intersections (i.e., Level of Service (LOS)) to and the BAAQMD's qualitative CO screening criteria to determine the need for localized CO modeling and evaluate CO impacts. In the event the screening analysis indicates a quantitative CO analysis is necessary, we will use peak hour intersection data, the CALINE4 dispersion model, and the latest version of ARB emission factors (EMFAC2014) to estimate CO concentrations at up to five (5) intersections. CO impacts will be assessed by evaluating whether the proposed project meets the ambient air quality requirements for localized pollutants by determining whether it causes or contributes to an exceedance of state or federal CO standards.
- *Localized Diesel Particulate Matter:* ICF will prepare a screening-level health risk assessment (HRA) to estimate potential health risks associated with Project construction. Diesel exhaust emissions as determined from the CalEEMod modeling will be used to evaluate health risks to nearby receptors from exposure to construction-related DPM using the AERSCREEN dispersion model or other dispersion model (e.g., SCREEN3, ISCST3, AERMOD, etc.). The HRA will be consistent with methodologies and procedures recommended by the Office of Environmental Health Hazard Assessment, California Air Pollution Control Officers Association, and BAAQMD. Predicted health risks will be compared to BAAQMD's thresholds to determine project significance.
- *Odors:* ICF will qualitatively evaluate the potential for odor impacts during construction and demolition activities. Odors generated during long-term project operation will also be considered.
- *Asbestos:* In the event buildings to be demolished contain asbestos used for insulation purposes, ICF will describe and assess the potential for asbestos exposure during demolition in the air quality chapter. Potential mitigation for reducing exposure to



asbestos will include compliance with BAAQMD Regulation 11, Rule 2; ARB Air Toxic Control Measures; and federal National Emission Standards for Hazardous Air Pollutants regulations.

Biological Resources

The existing site is developed with buildings and surface parking lots. As such, natural biological resources are likely to be minimal. Nonetheless, the Project site is adjacent to the Bay and the Don Edwards San Francisco Bay National Wildlife Refuge and could have an indirect impact on special-status species inhabiting these areas. In addition, buildings and trees currently exist on the campus, which could provide habitat for nesting birds and/or roosting bats. ICF will conduct the following tasks:

- Conduct background research to determine the biological resources that could be affected by the Project such as special-status species or protected heritage trees. This research will include review of Menlo Park's heritage tree ordinance, the use of the California Department of Fish and Wildlife's Natural Diversity Database (CNDDDB), the U.S. Fish and Wildlife Service's Special-Status Species Online Database, and the California Native Plant Society's online inventory. An aerial photograph of the Project site will be reviewed to identify areas of habitat types that can later be confirmed through field verification.
- Conduct a site visit to characterize potential special-status plant and wildlife habitats that may be present (included in Phase I). A list of plant and wildlife species observed during the survey will be collected and presented in the analysis. Given the developed nature of the Project site, it is not expected that special-status species will be present; however a site visit will be required to make this determination. Although no species specific surveys are proposed for this scope, if any incidental sightings of special-status species occur during the survey, they will be recorded.
- Evaluate the Project's effects on the identified biological resources, and recommend mitigation as warranted. Based on prior experience in the region, and the urban nature of the site, ICF anticipates that the prominent issues for the Project will be limited to nesting migratory birds, roosting bats, and protected trees, per the City of Menlo Park heritage tree ordinance. However, with the proximity of Ravenswood Slough, the Don Edwards San Francisco Bay National Wildlife Refuge, and the associated salt marsh habitat, it will be important to address the possibility that special-status species associated with this habitat could be affected by the Project.



Greenhouse Gas Emissions

ICF will prepare an analysis of greenhouse gas (GHG) and climate change impacts associated construction and operation of the proposed project. The analysis will focus on GHG emissions generated by the project, including carbon dioxide, (CO₂), methane (CH₄) and nitrous oxide (N₂O). The setting will describe the key concepts of climate change, the GHGs of greatest concern and their contribution towards climate change, and the current climate change regulatory environment as it applies to this Project.

In the impacts section, ICF will evaluate the Project's contribution towards climate change, as well as the effects of climate change on the Project. The assessment of climate change impacts will be evaluated using thresholds and evaluation approach recommended by the BAAQMD in their May 2011 CEQA Guidelines, as well as consultation with City staff. Consistency with Assembly Bill 32, the City of Menlo Park's Climate Action Plan, and other applicable City policies, will also be addressed.¹ The impact analysis will focus on the following:

- *Short-term emissions from Project construction:* ICF will quantify Project-level construction GHG emissions resulting from fuel combustion using the CalEEMod emissions model and other accepted protocols (e.g., Climate Registry's Default GHG Emission Factors). The construction analysis will use equipment and default assumptions developed for the air quality analysis (see above).
- *Long-term emissions from Project operation:* ICF will use the traffic data from the transportation and circulation analysis (i.e., trip generation rates) and the CalEEMod model to estimate GHG emissions from vehicular trips resulting from the Project. GHG emissions associated with operational area sources (i.e., landscaping and space heating), energy consumption (e.g., electricity, natural gas), water consumption, and waste and wastewater generation will be quantified using CalEEMod and data from the Project Sponsor, as available. Depending on data provided by the transportation engineer and Project Sponsor, the analysis may quantitatively evaluate emissions reductions achieved by alternative transportation options and sustainability strategies. Similar to the air quality analysis, net operational emissions (i.e., the difference in operational emissions between those associated with the Project and those associated with the TE Connectivity campus) will be compared to applicable BAAQMD thresholds. In the event that emissions are found to be significant, mitigation measures will be developed and quantified to the extent feasible to address identified potential impacts.

¹ The Climate Action Plan was adopted in 2009 and is not considered a qualified GHG reduction plan pursuant State CEQA Guidelines, Section 15183.5.



- *Climate Change Effects:* It is difficult to accurately quantify the effects of climate change on the Project area, as current tools and models do not have sufficient resolution to forecast localized changes in climate and resulting effects related to climate change. Consequently, ICF will present a qualitative evaluation of the consequences of climate change to the project area using studies published by, but not limited to, the ARB, California Department of Water Resources, California Energy Commission, California Institute for Energy and Environment, and others. Impacts of sea level rise will be discussed in the Hydrology/Water Quality section.

Cultural Resources

ICF will prepare the Cultural Resources section of the EIR and will conduct the following tasks:

- Where applicable, ICF will use information gathered for the General Plan Update in the Cultural Resources analysis.
- Conduct records search of the Northwest Information Center (NWIC) to identify any previously recorded cultural resources and cultural resource investigations within half a mile of the Project site.
- Request a sacred lands search of the Native American Heritage Commission (NAHC) database to determine if any Native American cultural resources are present in the vicinity of the Project site. Local Native American organizations and individuals identified by NAHC will also be contracted regarding information on potential Native American resources in the Project vicinity. The EIR will summarize any responses related to this effort. We assume that no issues will arise.
- Assess probabilities and to evaluate potential adverse impacts to archaeological resources.
- The Project would demolish nine of the ten existing buildings containing industrial, warehouse, office, and research and development (R&D) uses at the Project site. ICF would conduct archival research on the development of Project site including the history of the architects and people associated with the TE campus and any buildings 50 years old or older. Since the ages of the buildings are currently unknown, a qualified historian will visit the site (Phase I) and make a determination as to the eligibility of the property. This scope assumes that the buildings will be found to not be historic resources. If it is determined that these buildings are historic resources then a revised scope of work and budget amendment will be needed to complete the work.
- Analyze the impacts of the proposed project based on background studies as described above. Potential impacts for consideration will include archeological resources, paleontological resources, and human remains. A discussion of historic resources will be included. Standard mitigation measures will be identified.



Geology/Soils

Based on technical information received for the Project site, ICF will prepare the Geology/Soils section of the EIR and will conduct the following tasks:

- Obtain the Geotechnical Report from the Project Sponsor and review.
- Report the type and magnitude of seismic activity typical in the San Francisco Bay Area, the standards to be met by proposed structures to resist damage during seismic events, and design features to be incorporated in the Project to comply with those standards.
- Evaluate the geohazard risks from development at the Project site, using the Geotechnical Report, available geologic and/or soils maps, published literature, and other information, reports, and/or plans. The main issue that will be analyzed is the seismic and geotechnical safety of the proposed buildings.
- Assess potential geohazard impacts of the Project in light of existing regulations and policies that would serve to minimize potential impacts. Pertinent regulatory requirements will be explicitly identified so that the nexus between regulations and minimized impacts is apparent. In general, construction of development similar to the Project has little or no effect on the geology of an area, but is still subject to seismic groundshaking and local soil conditions, including ground oscillation and long-term and differential settlement. Standard design and construction techniques and compliance with City standards (including applicable portions of the California Building Code and the National Pollutant Discharge Elimination System [NPDES]) typically eliminate or minimize seismic and geotechnical hazards.

Hydrology/Water Quality

Based on technical information received from the Project Sponsor (such as a hydrology/drainage report), ICF will prepare the Hydrology/Water Quality section of the EIR and will conduct the following tasks:

- Describe the existing regulatory environment at the local, state, and federal levels, including, but not limited to, the Construction General Permit, Municipal Regional Permit for stormwater discharges (including how the project relates to C.3 requirements), the City of Menlo Park Municipal Code, and the California Building Code. These regulations require specific measures for reducing potential impacts on hydrology and water quality as well as from flooding.
- Assess potential Project hydrology and water quality impacts in light of existing regulations and policies that would serve to minimize potential impacts. Pertinent regulatory requirements will be explicitly identified so that the nexus between regulations and minimized impacts is apparent.



- Evaluate cumulative impacts resulting from the cumulative effect of development of the surrounding area.
- Discuss sea level rise and evaluate future flooding scenarios.
- Identify mitigation measures, where feasible, to minimize potentially significant or significant Project impacts. It is assumed that many of the impacts to surface hydrology, runoff, and water quality degradation will be effectively avoided or mitigated through compliance with existing regulations and standards.

Hazards and Hazardous Materials

Due to the prior operations at the Project site as a predominately industrial and warehousing site, it is assumed that hazardous substances are present. Based on technical information received from the Project Sponsor (such as a Phase I/II Environmental Site Assessment [ESA]), BASELINE will prepare the Hazards and Hazardous Materials section of the EIR. The scope for the hazards and hazardous materials analysis is included in Attachment A.

Land Use

Land use and planning generally considers the compatibility of a proposed project with neighboring areas, change to, or displacement of existing uses, compliance with zoning regulations, and consistency of a proposed project with relevant local land use policies that have been adopted with the intent to mitigate or avoid an environmental effect. With respect to land use conflicts or compatibility issues, the magnitude of these impacts depends on how a proposed project affects the existing development pattern, development intensity, traffic circulation, noise, and visual setting in the immediately surrounding area, which are generally discussed in the respective sections. The Project would require a restated and amended CDP, and a zoning amendment/rezoning.

Our scope of work assumes that ICF will coordinate with the City regarding the ongoing Menlo Park General Plan update efforts and, as applicable, utilize the existing and proposed General Plan goals, policies, and programs. ICF will conduct the following tasks:

- Describe existing land uses, intensities, and patterns in the vicinity of the Project site and the compatibility of the proposed land uses and zoning with current onsite and offsite development.
- Describe the Project's potential to divide an established community.
- Evaluate any potential conflicts between the proposed and current land uses that would result in environmental impacts. These conflicts could include a use that would create a nuisance for adjacent properties or result in incompatibility with surrounding land uses,



such as differences in the physical scale of development, noise levels, traffic levels, or hours of operation.

- Evaluate the extent to which adopted City development standards or proposed design standards, as outlined in the Project application, would eliminate or minimize potential conflicts within the Project site, resulting in environmental impacts. The updated Menlo Park General Plan, Zoning Ordinance, Bay Conservation and Development Commission Bay Plan, the Bay Trail Plan (due to the proposed bicycle/pedestrian bridge connector), South Bay Salt Pond Restoration Project/Don Edwards San Francisco Bay National Wildlife Refuge (due to close proximity), and other applicable plans will be examined and the Project's consistency with applicable portions of these plans will be described. Due to the ongoing General Plan Update, ICF will analyze both the existing and proposed General Plan goals and policies.

Noise

Primary noise sources in the Project vicinity include local and regional roadway traffic. Noise-sensitive receptors in the project vicinity include recreational uses at Hamilton Park to the south and Joseph P. Kelly Park to the southwest, residential uses in Belle Haven neighborhood, Belle Haven Elementary School, and Beechwood School. Other sensitive receptors could be identified during the screening process. ICF will assess the noise and vibration impacts associated with implementation of the Project and prepare the EIR noise chapter. As appropriate, data from the General Plan Update effort can be used to complete this chapter of the EIR. Key noise issues to be addressed will include:

- Exposure of existing noise sensitive land uses to noise and vibration associated with construction activity.
- Exposure of existing noise sensitive land uses to Project-related changes in traffic noise.
- Exposure of existing noise sensitive land uses to operational noise from the Project site (mechanical equipment, parking lots, loading docks, etc.).
- Exposure of noise-sensitive uses on the Project site to noise.

Existing noise conditions in the Project area will be described in the setting section. Noise sensitive land uses and noise sources in the Project area will be identified. Existing noise levels in the Project area will be quantified based on noise monitoring to be conducted at selected locations and traffic noise modeling, as follows:

- It is anticipated that short-term (15 minutes or less) noise monitoring will be conducted at up to five locations in the Project area. Continuous long-term monitoring (24 hours or more) will be conducted at up to two locations in the Project area. ICF will ensure that the locations chosen will sufficiently capture projected noise increases resulting from loading



docks. ICF will submit proposed locations to the City for approve prior to conducting the noise measurements.

- Existing traffic noise conditions in the Project area will also be modeled using the FHWA Traffic Noise Model (TNM) version 2.5 and traffic data to be provided by the Project traffic engineer. Traffic noise along as many as 12 roadway segments will be modeled.
- Applicable noise standards from the City of Menlo Park General Plan Noise Element and noise ordinance will be described.

In the impact section CEQA significance thresholds will be established based on applicable City noise standards. Construction noise and vibration will be evaluated using methods recommended by the U.S. Department of Transportation and construction data to be provided by the Project Sponsor. If the mix of construction equipment is not known, ICF will assist with determining an appropriate scenario. Traffic noise will be evaluated under the conditions analyzed in the Transportation section.

Noise generated by facility operation including loading docks, parking lots, and mechanical equipment will be evaluated using standard acoustical modeling methods and operational data provided by the Project Sponsor. To the extent that any noise sensitive uses will be located on the Project site, impacts associated with the potential exposure of those sources to existing noise sources will be evaluated. ICF will confirm with the City and Project Sponsor whether vibration sensitive equipment is present onsite.

The significance of noise impacts will be evaluated using the significance thresholds. Where significant impacts are identified, mitigation measures to reduce impacts will be identified.

Population/Housing

This section will examine the Project's effect on population and housing in the City and, to a lesser extent, in the region. The analysis will focus on the increase in population and the secondary effects associated housing needed to accommodate the increased employment that would result from the Project. ICF will undertake the following tasks:

- As included in Attachment B, a Housing Needs Assessment (HNA) will be prepared by Keyser Marston Associates. ICF will peer review the Housing Needs Assessment (HNA) and incorporate the findings into the analysis.
- Discuss qualitatively the housing effect resulting from the Project in the context with the Association of Bay Area Governments (ABAG) regional household forecasts and fair share housing allocations.



- Similar to other job intensive projects, the EIR will examine the secondary housing demands based on future residential patterns for Facebook employees. This discussion will be presented in the “Growth Inducement” section of the EIR.

Public Services

Based on information received from various service providers, ICF will prepare the Public Services section of the EIR. BAE will conduct an FIA (Attachment C) and ICF will coordinate the FIA findings with the Public Services section to ensure that we are efficient in our requests for information from the public service providers. As appropriate, ICF will utilize existing data gathered as part of the ongoing General Plan Update process. ICF will conduct the following tasks:

- As necessary, conduct interviews with the City’s police department, community services department, library, fire district, and the school district to determine current service levels and capacity to serve increased demand. For efficiency, ICF will coordinate these interviews with BAE.
- Estimate Project-generated demand for public services based on existing operational standards obtained from the service providers. Other measures of demand will also be considered, such as the projected increase in the calls for service and the projected demand of recreational facilities and library services.
- In accordance with CEQA, evaluate the extent to which Project demands would trigger the need for new public facilities whose construction might result in physical environmental effects.
- Note that the focus of the analysis will be directed towards police, fire, and recreation. The other services, such as schools and libraries, are predominantly affected by residential development, which is not proposed by the Project. Nonetheless, the EIR analysis will consider the secondary effects of adding to the residential population in the City and the associated impacts on police, fire, recreation, schools, and libraries.

Transportation/Traffic

The scope of work for the Transportation analysis is included as Attachment D.

Utilities/Service Systems

The Utilities/Services Systems section of the EIR will examine the Project’s effect on water supply, wastewater treatment, solid waste disposal, and energy generation and transmission. Information for these analyses is expected to come from the Project Sponsor and PlaceWorks. Based on technical information for the Project site, and information received from the utility



providers, ICF will prepare the Utilities/Service Systems section of the EIR and will conduct the following tasks:

- Discuss applicable regulations at the local, state, and federal level.
- Peer review utilities data prepared by the Project Sponsor for adequacy and use in the EIR.
- Peer review the Water Supply Assessment prepared by EKI (contracted under PlaceWorks). ICF will review the WSA, provide comments (if necessary), and incorporate the WSA into the analysis.
- Describe existing utility providers, system capacity, and improvement plans.
- Evaluate the net change in the demand for water, wastewater, solid waste, and energy, relative to existing and planned capacity for the utilities.
- Discuss whether Project impacts trigger mitigation measures such as the expansion or construction of new infrastructure or facilities.
- Include a discussion of fuel and energy consumption pursuant to Appendix F of the CEQA Guidelines.
- Evaluate cumulative impacts resulting from the cumulative effect of development of the surrounding area.

Deliverables

- Five hard copies of Administrative Draft EIR
- One electronic copy of Administrative Draft EIR in MS Word
- One electronic copy of Administrative Draft EIR in Adobe PDF format

City Involvement

Review and comment on the document.

Task 7. Project Alternatives and Other CEQA Considerations

The purpose of this task is to complete drafts of the remaining sections (Alternatives and Other CEQA Considerations) of the EIR for City staff review. This task involves preparation of other required sections examining particular aspects of the Project's effects and the identification and comparison of Project alternatives.

Other CEQA Considerations

This task involves documenting unavoidable adverse impacts, growth-inducing effects, and cumulative effects of the Project:

- The unavoidable effects will be summarized from analyses performed in Task 6.



- Growth-inducing effects will be based on economic multipliers for the proposed uses, as well as comparisons with ABAG projections for the City. Growth inducement will be discussed in the context of population increases, utility and public services demands, infrastructure, and land use. Effects associated with increased housing demand in the City and region will be discussed.
- Cumulative effects where relevant will be addressed in Task 6 and summarized as part of this section of the EIR. The future projects in the vicinity of the Project site will be considered as they relate to potential cumulative impacts. This scope assumes the City will help develop the approach for analyzing cumulative effects, typically a combination of using the General Plan and a list of reasonably foreseeable planned projects.

Alternatives

The alternatives to the Project must serve to substantially reduce impacts identified for the Project while feasibly attaining most of the Project objectives. ICF assumes that one Reduced Project Alternative will be quantitatively analyzed and will be based on a sensitivity analysis to reduce identified impacts. The No Project Alternative will also be quantitatively analyzed. Up to two additional alternatives could be developed by ICF, the City, and/or the Project Sponsor and evaluated qualitatively. This scope assumes that the City/Project Sponsor will provide justification for dismissing offsite alternatives and other alternatives considered but rejected.

Deliverables

- Other CEQA Considerations chapter to be submitted with Administrative Draft EIR
- Alternatives chapter to be submitted with Administrative Draft EIR

City Involvement

Participate in discussions to develop list of projects for cumulative analysis and Project alternatives. Review and augment the alternatives analysis.

Task 8. Screencheck Draft

The purpose of this task is to prepare the Screencheck Draft EIR for City staff review. ICF will prepare a Screencheck Draft EIR to respond to the City's and Project Sponsor's comments on the Administrative Draft EIR. This scope assumes that comments from multiple reviewers will be consolidated with any conflicting comments resolved, and that comments do not result in substantial revisions or additional analyses. The Screencheck Draft EIR will include an Executive Summary section, which will summarize the Project Description, impacts and mitigations, and alternatives. Impacts and mitigations will be presented in a table that identifies each impact, its



significance, and proposed mitigation as well as the level of significance following adoption for the mitigation measures.

Deliverables

- Five hard copies of Screencheck Draft EIR
- Electronic copies of Screencheck Draft EIR in MS Word and Adobe PDF format

City Involvement

Review and comment on the document.

Task 9. Public Draft EIR

The purpose of this task is to prepare and submit the Draft EIR to the City for distribution to the public. ICF will revise the Screencheck Draft to incorporate modifications identified by the City. The revised document will be a Draft EIR, fully in compliance with State CEQA Guidelines and City guidelines, and will be circulated among the public agencies and the general public as well as specific individuals, organizations, and agencies expressing an interest in receiving the document. During this task, ICF will also compile the appendices that will be distributed with the Draft EIR and produce a version of the full document that can be uploaded onto the City's website. ICF will also prepare a Notice of Completion (NOC) to accompany the copies that must be sent to the State Clearinghouse. This scope of work and budget assumes that ICF will send the required documents to the State Clearinghouse and that the City will distribute the Draft EIRs to all other recipients.

Deliverables

- Thirty five hard copies of the Draft EIR
- Two unbound hard copies of the Draft EIR
- Electronic copies of the Draft EIR in MS Word and in Adobe PDF format
- Notice of Completion
- Fifteen hard copies of the Executive Summary, along with 15 electronic copies of the entire Draft EIR on CD, for the State Clearinghouse

City Involvement

Review the Notice of Completion. Prepare and file the Notice of Availability with the County Clerk. Distribute the NOA and Draft EIRs (other than to the State Clearinghouse), and handle any additional noticing (e.g., newspaper, posting at site).



Task 10. Public Review and Hearing

The City will provide a 45-day review period during which the public will have an opportunity to review and comment on the Draft EIR. During the 45-day review period, the City will hold a public hearing to receive comments on the Draft EIR. ICF key team members will attend and participate as requested. This scope of work assumes the preparation of meeting materials (e.g., PowerPoint presentations and handouts) but does not assume the labor needed to provide meeting transcript/minutes.

City Involvement

Coordinate the public hearing, distribute any meeting materials, accept comments, and hold public meeting.

Task 11. Draft Responses to Comments and Administrative Final EIR

The purpose of this task is to prepare responses to the comments received on the Draft EIR and incorporate these responses into an Administrative Final EIR for City review. The Administrative Final EIR will include:

- Comments received on the Draft EIR, including a list of all commenters and the full comment letters and public meeting transcripts with individual comments marked and numbered;
- Responses to all comments; and
- Revisions to the Draft EIR in errata format as necessary in response to comments.

All substantive comments for each written and oral comment will be reviewed, bracketed, and coded for a response. Prior to preparing responses, ICF will meet with staff to review the comments and suggest strategies for preparing responses. This step is desirable to ensure that all substantive comments are being addressed and that the appropriate level of response will be prepared. This scope of work and budget assumes ICF will prepare responses for up to 100 substantive discrete, non-repeating comments and will coordinate integrating the responses prepared by other consultants. However, the number and content of public comments is unknown at this time. Therefore, following the close of the Draft EIR public review period and receipt of all public comments, ICF will meet with the City to revisit the budget associated with this effort to determine if additional hours are needed. Very roughly, each additional substantive discrete comment may cost an additional \$250.

Frequently raised comments of a substantive nature may be responded to in a Master Response, which allows for a comprehensive response to be presented upfront for all interested commenters. ICF will identify and recommend possible Master Responses for City consideration during the initial meeting to discuss strategies for preparing responses.



Following the strategy session, ICF will prepare Master Responses (as appropriate) and individual responses to the bracketed and coded comments. Individual responses to each comment letter will be placed immediately after the comment letter. As necessary, responses may indicate text revisions, in addition to clarifications and explanations. All text changes stemming from the responses to the comments, as well as those suggested by City staff, will be compiled into an errata included as part of the Final EIR.

Following City's review of the Administrative Final EIR, ICF will address all comments received and prepare a Screencheck Final EIR for City review to ensure that all comments on the Draft were adequately addressed.

Deliverables

- Five hard copies of the Administrative Final EIR
- Electronic copies Administrative Final EIR in MS Word and in Adobe PDF format
- Five hard copies of the Screencheck Final EIR
- Electronic copies of the Screencheck Final EIR in MS Word and in Adobe PDF format

City Involvement

Participate in strategy session to provide guidance on the responses to comments. Assist with response to comments on process, procedures, and City policy. Review and comment on the Administrative Final EIR and Screencheck Final EIR.

Task 12. Final EIR

Based on comments received from City staff, the Screencheck Responses to Comments will be revised and appropriate revisions to the Draft EIR will be noted. The Final EIR will then consist of the Draft EIR and the Responses to Comments document. Revisions to the Draft EIR will be presented as a separate chapter in the Final EIR. The revised Responses to Comments document will be submitted to the City for discussion by the Planning Commission and subsequent certification by the City Council.

Deliverables

- Twenty hard copies of the Final EIR
- Electronic copies of the Final EIR in MS Word and Adobe PDF format



Task 13. Certification Hearings, MMRP, Statement of Overriding Considerations, and Administrative Record

The purpose of this task is to attend meetings to certify the EIR. Team members will attend and participate in up to three meetings to certify the EIR. If requested by City staff, ICF will present the conclusions of the EIR and a summary of the comments and responses.

As part of this task, ICF will also prepare a draft and final MMRP for the project, as required by Section 15097 of the State CEQA Guidelines. The MMRP will be in a tabular format and include:

- The mitigation measures to be implemented
- The entity responsible for implementing a particular measure
- The entity responsible for verifying that a particular measure has been completed
- A monitoring milestone(s) or action(s) to mark implementation/completion of the mitigation measure

ICF will prepare the Statement of Overriding Considerations pursuant to Section 15093 of the CEQA Guidelines, if required based on the impacts of the Project. CEQA requires the decision-making agency to balance the economic, legal, social, and technological benefits of a proposed project against its unavoidable environmental impacts. The Statement of Overriding Considerations includes the specific reasons to support its action based on the Final EIR and other information in the record.

ICF will also compile the Administrative Record, assembling background documents as well as correspondence or telephone notes that are cited as sources in the EIR.

Deliverables

- Electronic copies of the Draft MMRP in MS Word and Adobe PDF format
- Five hard copies of the Final MMRP
- Electronic copies of the Final MMRP in MS Word and Adobe PDF format
- One electronic copy (on CD or DVD) of the Administrative Record (submitted at the Draft EIR phase and the Final EIR phase)

City Involvement

Review and comment on the draft Mitigation and Monitoring and Reporting Program. Coordinate any meetings. Prepare the Notice of Determination and Findings of Fact.

Task 14. Project Management and Meetings

The purpose of this task is to effectively manage the above tasks, and maintain communication with City staff. ICF project management will be responsible for coordination activities, will



maintain QA/QC requirements for document preparation, and will monitor schedule and performance for all EIR work tasks. Project management subtasks also include maintaining internal communications among ICF staff and subconsultants and with City staff and other team members through emails and frequent phone contact, as well as the preparation of all correspondence. The Project Manager will coordinate internal staff, project guidance, and analysis criteria.

The purpose of this task is to attend meetings to accomplish the above tasks. Team members will attend and participate in meetings on an as-needed basis. For purposes of the cost estimates, ICF has assumed seven City staff and/or Project Sponsor face-to-face meetings, up to three meetings (including public hearings), and 15 phone conference calls. Additional meetings may be appropriate during the course of this effort, and will be invoiced on a time-and-materials basis. The estimated cost for additional meetings is included in the discussion of the project budget.

City Involvement

Organize, announce, conduct, and prepare any materials for public meetings.



**BASELINE Environmental Consulting
Proposal for Facebook Campus Expansion Project EIR
Menlo Park, California**

Prepared for ICF – 10 June 2015

SCOPE OF WORK

Environmental Impact Report

Hazards and Hazardous Materials

The project proposes to develop two new office buildings and an event space on an existing industrial site known as TE Connectivity (formerly Tyco Electronics). Demolition of the existing structures could potentially release hazardous building materials (if any), such as asbestos. Previous investigations found that the soil and/or groundwater beneath the site was contaminated with varying levels of volatile organic compounds, semi-volatile organic compounds, polychlorinated biphenyls (PCBs), dioxins, and dibenzofurans. Several interim cleanups have been completed, including soil excavation and installation of a protective engineered cap; however, concentrations of PCBs in soil and groundwater reportedly remain above commercial/industrial risk-based screening levels. In 2007, a Land Use Covenant (LUC) restricting the use of the Site was made between TE Connectivity and the Department of Toxic Substances Control (DTSC). Under the LUC, a Soil Management Plan (SMP) and Health and Safety Plan (HASP) approved by the DTSC must be prepared and implemented for any site activities that will disturb soil (e.g., excavation, grading, filling). Additional site investigations may be necessary to support the development of a SMP and HASP.

Baseline Environmental Consulting will conduct the following tasks to identify existing and potential hazards and hazardous materials conditions and potential impacts that could result from implementation of the proposed project.

- Review previous environmental investigations (e.g., Phase I/II investigations) to describe the extent and magnitude of known subsurface contamination on the project site.
- Review previous health risk assessments and evaluate potential health risks to construction workers, future site users, and the environment from known and potential sources of hazardous materials in soil, groundwater, and building materials.
- Describe the regulatory framework for hazardous materials, including federal, state, and local agencies, laws, and regulations.
- Develop feasible mitigation measures (if necessary) that take into account the LUC requirements on the project site to address any identified potentially significant impacts.

BASELINE Environmental Consulting
Cost Estimate for Facebook Campus Expansion Project EIR
Prepared for ICF – 10 June 2015

Task	Hourly rate	Bruce Abelli-Amen, CHg Principal, Senior Hydrogeologist \$195		Patrick Sutton Environmental Engineer \$150		Monika Krupa Environmental Scientist II \$140		Support Word Processing \$110		Subtotal
		hrs	cost	hrs	cost	hrs	cost	hrs	cost	
Environmental Impact Report										
Hazards and Hazardous Materials		16	\$3,120	60	\$9,000	6	\$840	2	\$220	\$13,180
Reponse to Admin Comments- Round 1		6	\$1,170	16	\$2,400	0	\$0	0	\$0	\$3,570
Reponse to Admin Comments- Round 2		2	\$390	6	\$900	0	\$0	0	\$0	\$1,290
Total		24	\$4,680	82	\$12,300	6	\$840	2	\$220	\$18,040



KEYSER MARSTON ASSOCIATES™
ADVISORS IN PUBLIC/PRIVATE REAL ESTATE DEVELOPMENT

June 10, 2015

Erin Efner
Kirsten Chapman
ICF International
620 Folsom Street, 2nd Floor
San Francisco, CA 94107

ADVISORS IN:
REAL ESTATE
AFFORDABLE HOUSING
ECONOMIC DEVELOPMENT

SAN FRANCISCO
A. JERRY KEYSER
TIMOTHY C. KELLY
KATE EARLE FUNK
DEBBIE M. KERN
REED T. KAWAHARA
DAVID DOEZEMA

Re: Proposed Scope of Services to Prepare a Housing Needs Analysis for the Facebook Campus Expansion Project

LOS ANGELES
KATHLEEN H. HEAD
JAMES A. RABE
GREGORY D. SOO-HOO
KEVIN E. ENGSTROM
JULIE L. ROMEO

SAN DIEGO
PAUL C. MARRA

Dear Ms. Efner and Ms. Chapman:

Keyser Marston Associates, Inc. ("KMA") is pleased to present the following proposed scope of services for a Housing Needs Analysis ("HNA") of the Facebook Campus Expansion Project located at 300-309 Constitution Drive in Menlo Park (the "Project"). The HNA is anticipated to be incorporated as an attachment to the EIR and will be prepared on a parallel track with the overall environmental analysis of the Project. The HNA will be similar to the one KMA prepared in 2011 for the existing Facebook Campus.

The Project includes the demolition of nine of the 10 existing buildings at the site and the construction of two new office buildings (Building 21 and Building 22), encompassing approximately 966,000 sf (a net increase of approximately 130,000 sf at the Project site). The Project would also include the potential for a 200-room limited-service hotel with approximately 174,800 sf of space (Building 24) in the northwestern portion of the Project site.

Scope of Services

The following scope of services is for preparation of a Housing Needs Analysis (HNA) which will address three major housing-related topics: 1) net increase in housing needs by affordability tier generated by the Project; 2) commute patterns of workers and the portion that may reside in Menlo Park; and 3) potential impacts to the City's allocations under the Regional Housing Needs Allocation (RHNA) process. The HNA will address housing-related impacts that are not required to be analyzed under CEQA but which may be of interest to decision-makers and/or the public in evaluating the merits of the

Project. Findings of the HNA are anticipated to be referenced in the population and housing section of the EIR for the Project.

Task 1 – Project Initiation, Data Collection, and Key Analysis Inputs

The purpose of this task is to identify the availability of data necessary to complete the housing needs analysis, identify key analysis inputs and assumptions, and refine the approach to the assignment. A key question will be whether the analysis will be conducted using generic information regarding occupational composition, compensation levels, and commute patterns, as with the 2011 HNA, or if data specific to Facebook and the and existing occupants of the property will be provided.

As part of this task, KMA will:

- (1) Provide a list of data needs to complete the housing needs analysis and work with ICF International and the City's project team as necessary to gather the data needed for the assignment.
- (2) Meet with City staff, its consultants, and the project sponsor team to: (a) discuss data and analysis alternatives (b) review technical methodology and approach (c) discuss and agree on schedule.
- (3) Initiate inquiries to the Association of Bay Area Governments (ABAG) regarding the Regional Housing Needs Allocation process and expectations for the next allocation cycle.
- (4) Work with the City and other members of the project team to define and agree on important analysis inputs and assumptions. An important input to be defined as part of this task will be the employment figures to be incorporated into the analysis.

Task 2 – Housing Needs Analysis – by Affordability Level

KMA will prepare a Housing Needs Analysis to quantify, by affordability level, the housing demand associated with the proposed Project. The analysis will quantify total housing demand based on the estimated number of employees added by the Project (which are net new jobs in the region) and household size ratios developed from Census data. Employee compensation levels are estimated by linking generic occupational categories with local data on compensation levels. Employee compensation levels are

bae urban economics

SCOPE OF SERVICES – FACEBOOK EXPANSION FIA

This section outlines BAE's proposed work program, including deliverables.

Task 1: Meet with City Staff and Review Background Materials

Task 1.1: Meet with City staff and review project site. BAE will meet with City staff to review the scope of services, methodologies, proposed schedule, and deliverables. BAE will also tour the TE Connectivity Campus site to identify unique characteristics that may affect service costs.

Task 1.2: Review key financial, planning, and environmental documents. This task will include a review of relevant documents and plans pertaining to the proposed project including the General Plan (M-2 area land use modifications), the Zoning Ordinance, the project Draft Environmental Impact Report, and City staff reports. BAE will also review the City budget for Fiscal Year 2015-16, the Comprehensive Annual Financial Report, City fee ordinances, and other financial documents from the City and affected special districts including fire, sanitation, and school districts.

Task 2: Analyze Fiscal Impacts

This analysis will consider revenue and cost implications for City, Menlo Park Fire Protection District (either fiscal impact analysis or application of development impact fee), and affected school districts of the proposed project and alternative land use programs as identified in the DEIR. The school district analysis will be limited to a calculation of net new revenues from the Project and Alternatives, based on the increase in square footage and change in uses (including the new hotel). It will not include any residential development for the Project and Alternatives, nor analysis of any induced housing demand (however, if desired BAE can provide this analysis as an addition to the scope and budget).

This analysis will be done for a total of four scenarios (including no project) for up to two discrete time periods (i.e. two phases), with a single set of assumptions for development program (build-out) and uses and development product types provided to BAE by the City, based on information from the applicant. Additional scenarios would represent an addition to this scope of work and additional budget, as described in Task 4.

Revenue items considered will include sales tax, property tax, property transfer tax, transient occupancy tax, business license revenue, franchise fees, and any other applicable taxes. *Note in-lieu business to business sales tax estimation will be based on previous BAE analysis for*

San Francisco
1285 66th Street
Second Floor
Emeryville, CA 94608
510.547.9380

Sacramento
803 2nd Street
Suite A
Davis, CA 95616
530.750.2195

Los Angeles
5405 Wilshire Blvd.
Suite 291
Los Angeles, CA 90036
213.471.2666

Washington DC
1436 U Street NW
Suite 403
Washington, DC 20009
202.588.8945

New York City
121 West 27th Street
Suite 705
New York, NY 10001
212.683.4486

the City, and will not involve an update or other revision of that research. Also considered will be one-time revenue sources including impact fees (with any assumptions on impact fee increases due to increased facilities provided by City staff), construction period sales taxes. For key revenues subject to potential variation, (e.g., transient occupancy taxes from lodging demand) BAE will estimate revenues within an expected low to high range, based upon information on usage provided by Facebook and market assessment. The analysis will not include any projections with respect to the value of other public benefits that would be provided by future development agreements associated with major projects, including in-lieu payments, one-time infrastructure contributions, potential fiscal impact offsets, or any other payments.

Cost items considered will include police, fire, public works, recreation and library programs and services provided to the public, and general government services for both the City and Special Districts. The cost analysis will, whenever feasible, study the marginal cost of providing additional service, as well as the need for new facilities. As part of this process, BAE will contact local public service providers including the police department and fire district to assess existing service capacity and the potential impact of the proposed project. For police, BAE will work with the local department to examine the current beat structure and determine how this may need to be altered to serve the new development. Any new patrol officers and/or equipment would also be analyzed on a marginal basis. For fire, BAE will consult with the City as to whether to base the analysis on a future fire services development impact fee, or study existing capacity at the stations that would serve the proposed project, and assess any additional labor or equipment costs that the stations would incur. Cost impacts for other city departments and school districts would also be analyzed.

Fiscal impacts will be presented in current dollars on a net annual and cumulative basis over a 20-year period present in constant 2015 dollars. BAE will prepare a fiscal impact model based on the City's FY2015-2016 budget. The timing for redevelopment activities will be based on assumptions to be provided to BAE by the City.

Task 3: Prepare Fiscal and Economic Impact Report

Task 3.1: Prepare Administrative Draft Fiscal and Economic Impact Analysis report. BAE will prepare and submit an Administrative Draft Fiscal and Economic Impact report to City staff. The report will include a concise and highly-accessible executive summary, including a summary of the methodology and key findings from Tasks 1 and 2.

Task 3.2: Review Administrative Draft Report with Staff, Respond to Comments. Staff will provide one round of consolidated comments to BAE regarding the Administrative Draft. BAE will address all comments and make modifications as needed.

Task 3.3: Prepare Public Review Draft Report. BAE will prepare a Public Review Draft Report. This will be formatted so that it can be uploaded to the project page on the City's website, with the City to provide a link for submittal of comments by email. After closure of the public review period, Staff will provide BAE with a written record of comments regarding the Public Review

Draft.

Task 3.4: Prepare Public Review and Final Draft report. Staff will provide substantive written comments to BAE regarding the Public Review Draft. BAE will address all comments with staff and make modifications as needed. BAE will then submit a Final Draft for staff to review.

Task 4: Attend Meetings and Prepare Presentation

BAE will attend up to two public meetings or presentations, as selected by the City, to present the results of the fiscal impact analysis and answer questions. This allowance includes preparation of a PowerPoint presentation summarizing BAE's work and findings for use at the meetings. Additional meetings would be charged as an additional task at the fee as shown in the budget.

DATA NEEDS

In order to complete this analysis BAE will require access to various City and Special District staff to conduct brief interviews and confirm methodologies and assumptions. This budget assumes that City and Special District staff will be available on a single-day in order to allow us to conduct all interviews on that same day. In particular, BAE would need to speak with most department/district heads, or their designees, as well as the City Finance Director. BAE would work with the finance department to obtain electronic copies of relevant budget files.

BAE will need additional details about the proposed project and the scenarios from the City's environmental consultant, based on information provided to it by the applicant.

BUDGET AND FEES

BAE would complete all basic work for the tasks as identified in the Scope of Services for the not-to-exceed amount of \$47,720 including expenses, pursuant to the detailed budget worksheet. This amount does not include any hours for attendance at additional public meetings/hearings beyond those identified in the scope, which, if required, would be billed separately against the contingency amount. All hours will be billed according to the following rates as listed below:

Managing Principal	\$300/hour
Principal	\$275/hour
Director of Research	\$225/hour
Vice President	\$195/hour
Senior Associate	\$160/hour
Associate	\$135/hour
Analyst	\$95/hour

Proposed BAE Budget: Facebook Expansion Fiscal Impact Analysis

Task	Hours by Staff			Budget (a)
	Principal Golem	Sr. Assoc. Hagar	Associate Schulman	
Task 1: Start-Up Meeting and Review of Background Materials				
1.1: Meet with City staff and tour project sites.	4	4	4	\$2,300
1.2: Review key financial, planning, and environmental documents	6	6	6	\$3,450
Task 2: Fiscal and Economic Impact Analysis				
Analyze the fiscal impact of the proposed project/alternatives (total of 4)	10	28	48	\$13,850
Task 3: Prepare Fiscal and Economic Impact report				
3.1: Prepare Administrative Draft Report	4	24	48	\$11,540
3.2: Review Administrative Draft with staff, respond to comments	4	8	16	\$4,580
3.3: Prepare Public Review Draft Report	2	4	8	\$2,290
3.4: Review public comments, prepare Final Report	4	8	16	\$4,580
Task 4: Meetings / Presentations				
Allowance for 2 Public Meetings, Prepare Presentation	<u>10</u>	<u>6</u>	<u>4</u>	<u>\$4,280</u>
Subtotal Labor	44	88	150	\$46,870
Expenses (projections data, travel, etc.) (b)				<u>\$850</u>
Total Project				<u>\$47,720</u>
Attendance at Additional Public Meetings/Hearings - Each				\$1,500 + hourly rate for meetings over 4 hours
Notes:	Principal	Associate	Analyst	
(a) Based on BAE 2015 hourly rates:	\$275	\$165	\$135	
(b) Includes travel to Menlo Park for meetings.				

then translated into housing need by affordability level using published income limits and accounting for the fact that households have more than one worker on average.

The primary data sources we will use for this component of the analysis are:

1. Data on occupations by industry from the Bureau of Labor Statistics. KMA will select the industry category (or blend multiple categories) based on the Project Sponsor's actual NAICS¹ code(s). We will also identify appropriate industry categories for the existing occupants of the property.
2. Employee compensation data specific to San Mateo County for the relevant occupational categories (we may also want to use Santa Clara County) from the California Employment Development Department.

KMA prepared similar analyses for the existing Facebook Campus and the Menlo Gateway Project in Menlo Park. We have also performed project-specific housing needs analyses for commercial and institutional development proposals in the cities of San Carlos, Palo Alto, Redwood City, and Napa County. Some of these analyses have been performed using employee occupation and compensation data provided by the applicant and some have been performed using generic data as is assumed in this proposal. KMA has also prepared affordable housing nexus fee studies in many cities. Roughly twenty five years ago, KMA developed a proprietary model to perform the nexus analysis and allocate households into affordability levels using local, state and federal data sources. KMA has refined the model over the years and now has considerable experience adapting the model to specific projects with data supplied by the project applicant as available.

The end product of the KMA analysis is the total number of net new employee households attributable to the development of the proposed project, by affordability level, who will need housing within daily commute distance.

Task 3 – Analysis of Commuting and Menlo Park “Share” of Housing Needs

As indicated above, the Housing Needs Analysis determines the total housing needs irrespective of where workers will live. This task develops information to help understand existing commute relationships and trends, and approaches to identifying a Menlo Park share of total housing needs to be accommodated locally. KMA will analyze the commute relationships of existing jobs in Menlo Park and where job holders live (or

¹ North American Industrial Classification System (NAICS)

commute from as a place of residence) using data from the U.S. Census. We will also incorporate data on existing commute patterns from the Project Sponsor, to the extent provided. KMA will then summarize the data sources on commuting and apply them to estimate Menlo Park's share of increased housing needs and the estimated distribution of housing needs throughout the region.

Task 4 – Analyses of Potential Impacts on Menlo Park RHNA

KMA will analyze the potential impacts the Project could have on the City's future Regional Housing Needs Allocation (RHNA) assignments. While KMA cannot predict the specific allocation formula that will be adopted for the next RHNA cycle, we are able to provide a potential range based on allocation formulas that have been previously adopted or seriously considered. The analysis will be limited to Menlo Park's RHNA assignments and will not address other jurisdictions.

KMA uses published materials from ABAG describing the RHNA methodology, changes in methodology and underlying assumptions that affect RHNA results. KMA will also have conferred with ABAG for clarification and input as part of Task 1. KMA, as part of its prior work for Menlo Park is, of course, familiar with San Mateo County's opting out of the ABAG process and creating its own sub-regional assignments during the last two cycles. The analysis will be prepared with the assumption that San Mateo continues to conduct its own sub-regional RHNA assignment processes in the future.

Task 5 – Report Preparation

The methodology, data sources, results and implications of the housing needs analysis will be documented in a written report. This scope assumes one draft version of the report for review and one final report.

Task 6 – Coordination with Draft EIR Population and Housing Section

KMA will review and comment on the Population and Housing Section of the Draft EIR. The primary purpose of KMA's review will be to ensure coordination between the Draft EIR and the HNA.

Task 7 – Responses to DEIR Comments

KMA anticipates assisting the City and ICF International in preparing responses to comments on the Draft EIR. KMA's focus will be on comments that are directly related to

the Housing Needs Analysis. We have included a time and materials budget allowance for KMA to assist with preparation of responses to comments.

Budget

KMA proposes to complete this scope of services on a time and materials basis for an amount not to exceed \$75,500. A copy of our current rate schedule is attached. This scope and budget does not assume separate analyses for the EIR alternatives.

Task	Total Not to Exceed Budget
Task 1 - Project Initiation, Data Collection, and Key Analysis Inputs	\$8,000
Task 2 – Analysis of Housing Needs by Affordability Level	\$27,000
Task 3 – Commuting & Menlo Park Share of Housing Needs	\$5,000
Task 4 – Potential Impacts on Menlo Park RHNA	\$12,000
Task 5 – Report (Draft and Final)	\$6,000
Task 6 – Coordination with DEIR Population and Housing Section	\$1,500
Task 7 – Allowance for DEIR responses to comments	\$10,000
Meetings in Menlo Park (one in addition to kickoff)	\$1,000
Public hearings (two assumed including PowerPoint)	\$5,000
Total	\$75,500

Please let me know if you have any questions or comments regarding this proposed scope of services.

Sincerely,

KEYSER MARSTON ASSOCIATES, INC.



David Doezema

**KEYSER MARSTON ASSOCIATES, INC.
PUBLIC SECTOR HOURLY RATES**

	<u>2014/2015</u>
A. JERRY KEYSER*	\$280.00
MANAGING PRINCIPALS*	\$280.00
SENIOR PRINCIPALS*	\$270.00
PRINCIPALS*	\$250.00
MANAGERS*	\$225.00
SENIOR ASSOCIATES	\$187.50
ASSOCIATES	\$167.50
SENIOR ANALYSTS	\$150.00
ANALYSTS	\$130.00
TECHNICAL STAFF	\$95.00
ADMINISTRATIVE STAFF	\$80.00

Directly related job expenses not included in the above rates are: auto mileage, parking, air fares, hotels and motels, meals, car rentals, taxies, telephone calls, delivery, electronic data processing, graphics and printing. Directly related job expenses will be billed at 110% of cost.

Monthly billings for staff time and expenses incurred during the period will be payable within thirty (30) days of invoice date.

* Rates for individuals in these categories will be increased by 50% for time spent in court testimony.



Proposed TJKM Scope of Work for a Traffic Study for the Facebook Campus Expansion EIR

Study Purpose

The purposes of this traffic study are to:

1. Develop a document that will provide the necessary near term and future traffic information for the City of Menlo Park General Plan Update/EIR as well as the proposed Facebook Campus Expansion Project and its EIR. This combined approach is desirable because of the inter-relationships and concurrency of the two projects and to maintain consistent analyses for the two projects.
2. Provide the information necessary to complete the transportation section of the Facebook EIR.

Assumptions

Study Scenarios

1. Existing Conditions
2. Existing plus Approved (Background) – Adds approved projects
3. Background plus Facebook Expansion – Adds project
4. Current General Plan Buildout
5. Current General Plan Buildout plus Facebook Expansion
6. Proposed General Plan Buildout plus Facebook Expansion

Study Intersections -- See attached list

1. Existing General Plan study intersections – 50
2. New Facebook intersections per Fehr and Peers – 12
3. New Facebook intersections per City – 2
4. Total study intersections -- 64
5. Total Facebook only study intersections -- 50 per Fehr and Peers and City

Study Segments – See attached list

1. From General Plan – 86
2. New from City – 1
3. Bayfront Expressway – SR 84 – 6
4. SR 101 -- 3
5. Total = 96
6. CMP included
7. Routes of regional significance included

Intersection LOS Analysis

HCM 2010 Methodology using Vistro software

Pleasanton

4305 Hacienda Drive

Suite 550

Pleasanton, CA

94588-2798

925.463.0611

925.463.3690 fax

Fresno

516 W. Shaw Avenue

Suite 200

Fresno, CA

93704-2515

559.325.7530

559.221.4940 fax

Traffic Forecasting Software

TJKM will develop a new City of Menlo Park Cube 4-step model based on existing C/CAG model
 TJKM will post-process City of Menlo Park Cube peak hour model results using Cube DTA software
 TJKM will have appropriate discussions with Caltrans on use of DTA approach

Material to be provided by City

1. All intersection and segment traffic counts
2. Signal timing for all signalized intersections
3. Listing and details of background (approved but undeveloped) projects
4. New traffic analysis zone (TAZ) structure along with existing, near term and build out land use
5. Approved trip generation for Facebook expansion project, based on Fehr and Peers data

Scope of Services

The following information is appropriate primarily for the Facebook Campus Expansion EIR but also has application for the Menlo Park General Plan Update EIR, which will be a separate document

Coordination with General Plan

TJKM will subcontract with PlaceWorks, the contractor for the current update of the Menlo Park General Plan. PlaceWorks will coordinate the overall approach, integration with the General Plan and the General Plan's EIR, and the two contracts and teams. In addition, Nelson\Nygaard will provide direction on circulation and coordinate multi-modal strategies

Environmental Setting

1. Description of roadway system – regional and local
2. Study intersections
3. Level of service methodology – include Vistro description
4. Multi-modal level of service discussion
5. Existing levels of service – study intersections and study segments
6. Existing pedestrian facilities
7. Existing bicycle facilities
8. Existing transit facilities

Regulatory Framework

1. Existing General Plan and applicable policies
2. Menlo Park Standards of significance
3. Proposed General Plan and applicable policies

Methodology

1. Description of scenarios and assumptions
2. Discussion of Menlo Park Model (MPM) derived from C/CAG existing model

3. Discussion of Dynamic Traffic Assignment (DTA) and applicability to General Plan and Facebook Campus Expansion project

Project Description

1. Description of Project and relationships with nearby existing Facebook campuses
2. Description of Project's proposed changes including new driveways and signalized intersections on adjacent sections of Bayfront Expressway and Chilco Street
3. Trip generation utilized for Project including comprehensive discussion of derivation, assumptions, and applicability to Facebook Campus Expansion project. Include discussion of internal trips related to the planned on-site hotel that is part of the Project.
4. Description of proposed pedestrian overpass, parking garages, on-site pedestrian and bicycle facilities and general circulation
5. Proposed Project parking generation
6. Description of existing/proposed TDM practices, home locations of existing employees, and proposed on-campus circulation and parking plans

Impact Analysis

1. Presentation of level of service results for all study intersections and study segments for six scenarios
2. Vehicle miles traveled (VMT) under for each scenario based on MPM/DTA output
3. Impacts on transit, bicycle and pedestrian facilities, operations and capacity
4. Description of feasible improvements needed to achieve Menlo Park standards for each non-project scenario and depiction of resulting levels of service
5. Comprehensive discussion of impacts on the Belle Haven neighborhood and appropriate mitigation measures
6. Description of feasible mitigation requirements for study intersections and segments for each project scenario to achieve Menlo Park standards and depiction of resulting levels of service
7. Discussion of how Project phasing could impact implementation of mitigation measures
8. Construction traffic impacts
9. Discussion of adequacy of on-site circulation and parking
10. Discussion of emergency access
11. Prepare alternatives analysis that may include a sensitivity analysis, and/or calculating trip generation for a pre-defined project. The sensitivity analysis could include defining a reduced square footage project to lessen intersection impacts.
12. Summary of Project mitigation requirements

Deliverables

1. Administrative draft of combined GP and Facebook TIA including text, tables and figures consistent with master EIR documents
2. Response to comments and delivery of Draft Combined TIA.
3. Response to comments and delivery of Final Combined TIA.
4. Preparation of Facebook ADEIR following format specified by ICF with Technical material (LOS sheets, etc.) to be included in a separate EIR appendix

5. Response to comments and delivery of second draft Facebook ADEIR
6. Response to comments and delivery of Facebook DEIR traffic section
7. Prepare revised Facebook DEIR transportation section
8. Response to comments of Facebook Circulating DEIR traffic section
9. Revised response to comments after internal review
10. General Plan Update DEIR transportation section preparation not included in this scope

Budget

The combined TJKM budget is \$238,545. This includes \$115,000 for TJKM modeling services including DTA, \$102,105 for non-modeling TJKM services, \$9,200 for subcontractor Nelson Nygaard and \$12,240 for subcontractor PlaceWorks. See detailed breakdown of costs.

TJKM Facebook EIR Study Intersections

1	Sand Hill Rd. & Hwy 280 NB Off-Ramp	28	El Camino Real & Ravenswood Ave.
2	Sand Hill Rd. & Sand Hill Cir.	29	El Camino Real & Roble Ave.
3	Sand Hill Rd. & Addison-Wesley	30	El Camino Real & Middle Ave.
4	Saga Ln. & Sand Hill Rd.	31	El Camino Real & Cambridge Ave.
5	Branner Dr. & Sand Hill Rd.	32	Willow Rd. & Bay Rd.
6	Sharon Park Dr. & Sand Hill Rd.	33	Willow Rd. & Newbridge St.
7	Alpine Rd./ Santa Cruz & Junipero Serra Blvd	34	Willow Rd. & O'Brien Dr.
8	Santa Cruz Ave. & Sand Hill Rd.	35	Willow Rd. & Ivy Dr.
9	Oak Ave./ Vine Rd. & Sand Hill Rd.	36	Willow Rd. & Hamilton Ave.
10	Santa Cruz Ave. & Elder Ave.	37	Willow Rd. & Bayfront Expwy.
11	Valparaiso Ave. & University Dr.	38	Bayfront Expwy. & University Ave.
12	Santa Cruz Ave. & University Dr. (S)	39	University Ave. & O'Brien Dr.
13	Oak Grove Ave. & Laurel St.	40	Bayfront Expwy. & Chilco St.
14	Ravenswood Ave. & Laurel St.	41	Bayfront Expwy. & Chrysler Dr.
15	Middlefield Rd. & Ravenswood Ave.	42	Bayfront Expwy. & Marsh Rd.
16	Middlefield Rd. & Ringwood Ave.	43	Marsh Rd. & US-101 SB
17	Middlefield Rd. & Willow Rd.	44	Marsh Rd. & US-101 NB
18	Willow Rd. & Gilbert Ave.	45	Chilco St. & Constitution Dr.
19	Willow Rd. & Coleman Ave.	46	Chrysler Dr. & Constitution Dr.
20	Willow Rd. & Durham St.	47	University Ave. & Adams Dr.
21	Marsh Rd. & Bay Rd.	48	Chrysler Dr. & Jefferson Dr.
22	Marsh Rd. & Bohannon Dr.	49	Chrysler Dr. & Independence Dr.
23	Marsh Rd. & Scott Dr.	50	Jefferson Dr. & Constitution Dr.
24	El Camino Real & Encinal Ave.	51	University Ave. & Bay Rd.
25	El Camino Real & Glenwood Ave.	52	University Ave. & Runnymede St.
26	El Camino Real & Oak Grove Ave.	53	University Ave. & Bell St.
27	El Camino Real & Santa Cruz Ave.	54	University Ave. & Donohoe St. (East Palo Alto)
		55	US 101 NB Ramps & Donohoe St.

- | | | | |
|----|--|----|--|
| 56 | University Ave. & US 101 SB Ramps | 61 | Chilco St. & Terminal Ave. |
| 57 | University Ave. & Woodland Ave. (E. Palo Alto) | 62 | Chilco St. & Ivy Dr. |
| 58 | University Ave. & Middlefield Rd. (Palo Alto) | 63 | Chilco St. & Newbridge St. |
| 59 | Middlefield Rd. & Lytton Ave. (Palo Alto) | 64 | Marsh Rd. & Middlefield Rd. (Atherton) |
| 60 | Chilco St. & Hamilton Ave. | | |

Study Segments

1	Alameda De Las Pulgas	Avy Ave.	Santa Cruz Ave.
2	Alameda De Las Pulgas	Valparaiso Ave.	Avy Ave.
3	Alameda De Las Pulgas	City Limits	Valparaiso Ave.
4	Alma St.	Ravenswood Ave	Oak Grove Ave.
5	Alma St.	Willow Rd.	Ravenswood Ave.
6	Alpine Rd.	City Limits	Junipero Serra Blvd.
7	Avy Ave.	City Limit	Alameda de las Pulgas
8	Avy Ave.	Alameda de las Pulgas	Santa Cruz Ave.
9	Bay Rd.	Greenwood Dr.	Marsh Rd.
10	Bay Rd.	Ringwood Ave.	Greenwood Dr.
11	Bay Rd.	Willow Rd.	Ringwood Ave.
12	Bohannon Dr.	Campbell Ave.	Marsh Rd.
13	Chilco St	Constitution Dr.	Bayfront Expwy.
14	Chrysler Dr.	Constitution Dr.	Bayfront Expwy.
15	Constitution Dr.	Chilco St.	Chrysler Dr.
16	Crane St.	Oak Grove Ave.	Santa Cruz Ave.
17	Crane St.	Santa Cruz Ave.	Menlo Ave.
18	Encinal Ave.	El Camino Real	Laurel St.
19	Encinal Ave.	Laurel St.	Middlefield Rd.
20	Glenwood Ave.	El Camino Real	Laurel St.
21	Hamilton Ave.	Willow Rd.	Chilco St.
22	Haven Ave.	Bayfront Expwy./Marsh Rd.	City Limit
23	Junipero Serra Blvd.	City Limit	Alpine Rd.
24	Laurel St.	Oak Grove Ave.	Glenwood Ave.
25	Laurel St.	Ravenswood Ave.	Oak Grove Ave.
26	Laurel St.	Willow Rd.	Ravenswood Ave.
27	Marsh Rd.	City Limit	Bay Rd.
28	Marsh Rd.	Bay Rd.	Bohannon Dr.
29	Marsh Rd.	Bohannon Dr.	Scott Dr.
30	Menlo Ave.	University Ave.	Crane St.
31	Menlo Ave.	Crane St.	El Camino Real
32	Middle Ave.	Olive St.	University Dr.
33	Middle Ave.	University Dr.	El Camino Real
34	Middlefield Rd.	Ravenswood Ave.	Oak Grove Ave.
35	Middlefield Rd.	Willow Rd.	Ravenswood Ave.
36	Middlefield Rd.	City Limits	Willow Rd.
37	Newbridge St.	Willow Rd.	Chilco St.

Study Segments

38	Oak Grove Ave.	University Dr.	Crane St.
39	Oak Grove Ave.	Crane St.	El Camino Real
40	Oak Grove Ave.	El Camino Real	Laurel St.
41	Oak Grove Ave.	Laurel St.	Middlefield Rd.
42	O'Brien Dr.	Kavanaugh Dr.	Willow Rd.
43	O'Brien Dr.	University Ave.	Kavanaugh Dr.
44	Ravenswood Ave.	El Camino Real	Alma St.
45	Ravenswood Ave.	Alma St.	Laurel St.
46	Ravenswood Ave.	Laurel St.	Middlefield Rd.
47	Ringwood Ave.	Middlefield Rd.	Bay Rd.
48	Sand Hill Rd.	I-280	Sharon Park Dr.
49	Sand Hill Rd.	Santa Cruz Ave.	Sharon Park Dr.
50	Sand Hill Rd.	Santa Cruz Ave.	City Limits
51	Santa Cruz Ave.	Junipero Serra Blvd	Sand Hill Rd.
52	Santa Cruz Ave.	Sand Hill Rd.	Alameda de las Pulgas
53	Santa Cruz Ave.	Alameda de las Pulgas	Avy Ave./Orange Ave.
54	Santa Cruz Ave.	Avy Ave./Orange Ave	Olive St.
55	Santa Cruz Ave.	Olive St.	University Dr.
56	Santa Cruz Ave.	University Dr.	Crane St.
57	Santa Cruz Ave.	Crane St.	El Camino Real
58	Scott Dr.	Marsh Rd.	Campbell Ave.
59	Sharon Park Dr.	Sand Hill Rd.	Sharon Rd.
60	Sharon Rd.	Sharon Park Dr.	Alameda de las Pulgas
61	University Dr.	Middle Ave.	Menlo Ave.
62	University Dr.	Menlo Ave.	Santa Cruz Ave.
63	University Dr.	Santa Cruz Ave.	Oak Grove Ave.
64	University Dr.	Oak Grove Ave.	Valparaiso Ave.
65	Valparaiso Ave.	Alameda de las Pulgas	Cotton St.
66	Valparaiso Ave.	Cotton St.	University Ave.
67	Valparaiso Ave.	University Dr.	El Camino Real
68	Willow Rd.	Alma St.	Laurel St.
69	Willow Rd.	Laurel St.	Middlefield Rd.
70	Willow Rd.	Middlefield Rd.	Gilbert Ave.
71	Chilco St.	Hamilton Ave.	Terminal Ave.
72	Chilco St.	Ivy Dr.	Hamilton Ave.
73	Chilco St.	Newbridge St.	Ivy Dr.
74	Hamilton Ave.	Willow Rd.	Hamilton Ct.

Study Segments

75	Willow Rd.	Gilbert Ave.	Coleman Ave.
76	Willow Rd.	Coleman Ave.	Durham St.
77	Willow Rd.	Durham St.	Bay Rd.
78	Chilco St.	Terminal Ave.	Constitution Dr.
79	Chrysler Dr.	Constitution Dr.	Independence Dr.
80	Chrysler Dr.	Independence Dr.	Commonwealth Dr.
81	Adams Dr.	University Dr.	Adams Ct.
82	Olive St.	Santa Cruz Ave.	Middle Ave.
83	Olive St.	Middle Ave.	Oak Ave.
84	Cambridge Ave.	University Dr.	El Camino Real
85	Linfield Dr.	Middlefield Rd.	Waverley St.
86	Waverley St.	Laurel St.	Linfield Dr.
87	Ivy Drive	Chilco St.	Willow Rd.
88	Bayfront Expressway	Dumbarton Br.	University Dr.
89	Bayfront Expressway	University Dr.	Facebook Int.
90	Bayfront Expressway	Facebook Int.	New Facebook Int.
91	Bayfront Expressway	New Facebook Int.	Chilco St.
92	Bayfront Expressway	Chilco St.	Chrysler Dr.
93	Bayfront Expressway	Chrysler Dr.	Marsh Rd.
94	U.S. 101	University Dr.	Willow Rd.
95	U.S. 101	Willow Rd.	Marsh Rd.
96	U.S. 101	Marsh Rd.	Woodside Rd.

Budget - Facebook DEIR
June 11, 2015

Company Consultant Title	C. Kinzel Manager	L. Liao Director	A. Chen Ast. Engineer	A. Rajagopalan Engineer	P. Dullu Ast. Engineer	J. Spuller Ast. Engineer	Graphics	NIN		PlacesWorks		TOTALS
								J. Alba Multi-Modal	C. Knox P.I.C.	T. McCracken Sr. Assoc.	R. Dudley Sr. Assoc.	
Loaded Hourly Rate	\$ 250.00	\$ 210.00	\$ 175.00	\$ 155.00	\$ 145.00	\$ 155.00	\$ 55.00	\$ 230.00	\$ 210.00	\$ 160.00	\$ 160.00	Hours Cost
TASKS												
1. - Meetings and Coordination	30	10						40	40	16		144 31,040
2. - Environmental Review	20			60	210	80	20					390 58,250
3. - Develop 4-Step Cube Model	5	125	300									430 65,000
3.1. - DTA Model	5	115	200									320 50,400
4. - Admin. Drafts and Updates	65			15		90	20					190 33,625
Sub-total	Hours Cost \$ 31,250	250 \$ 52,500	500 \$ 62,500	75 \$ 11,625	210 \$ 30,450	170 \$ 26,350	40 \$ 2,200	40 \$ 9,200	40 \$ 8,400	16 \$ 2,560	8 \$ 1,280	1,474 \$ 238,315
Sub-total	Sub-total											

DIRECT EXPENSES		Quantity	Cost
Mileage @ \$0.575/mile		400	230
Sub-total			230
TOTAL			\$ 238,545

