

Process Following Release of the Draft EIR

A Draft Environmental Impact Report (Draft EIR), pursuant to the California Environmental Quality Act (CEQA) (Public Resources Code [PRC] Section 21000 et seq.), was prepared by the City of Menlo Park (City) to disclose the potential environmental effects of the Willow Village Master Plan Project (Proposed Project). The Draft EIR included a description of the Proposed Project, an assessment of its potential effects, a description of mitigation measures to reduce significant effects that were identified, and consideration of alternatives that could address potential significant environmental impacts. The Draft EIR was released for public review on April 8, 2022, for a 45-day review period that ended on May 23, 2022. During this review period, the document was reviewed by various state, regional, and local agencies as well as interested Native American tribes, organizations, and individuals. Comment letters on the Draft EIR were received from five agencies, three Native American tribes, eight organizations, and 25 individuals. The public review period also included a Planning Commission hearing on April 25, 2022, at which the public and planning commissioners provided comments on the Draft EIR. Please see Chapter 2, *List of Commenters*, for a listing of all agencies, Native American tribes, organizations, and individuals who commented on the Draft EIR.

This document responds to written and oral comments on the Draft EIR that were raised during the public review period and Planning Commission hearing. It includes revisions to clarify and amplify the Draft EIR and incorporate minor Project refinements since release of the Draft EIR. No new significant environmental impacts and no substantial increases in the severity of previously identified impacts have resulted after responding to comments. In addition, there are no feasible alternatives or mitigation measures that are considerably different from others previously analyzed that would clearly lessen the environmental impacts of the Proposed Project that the Project proponent has declined to adopt. Together, the previously released Draft EIR and this document constitute the Final Environmental Impact Report (Final EIR). As the Lead Agency, the City must certify the Final EIR before action can be taken on the Proposed Project. Certification requires the Lead Agency to find that the Final EIR complies with CEQA. Certification of this Final EIR in compliance with CEQA is independent of the Lead Agency's final decision on the requested land use entitlements.

Project Description

Peninsula Innovation Partners, LLC (Project Sponsor), a subsidiary of Meta Platforms, Inc. (Meta), is proposing to redevelop an approximately 59-acre industrial site plus three parcels (within two sites) west of Willow Road (collectively, the Project Site) as a multi-phase, mixed-use development.¹ The Proposed Project includes demolition of all buildings and landscaping on the 59-acre portion of the Project Site (main Project Site) and construction of new buildings, the establishment of various open space areas (defined below), and the installation of infrastructure within a new Residential/Shopping District, Town

¹ The Project Site includes the main 59-acre industrial site plus Hamilton Avenue Parcels North and South. However, references to the Project Site will generally focus on the main 59-acre campus; changes and modifications to the two parcels on Hamilton Avenue will generally be discussed separately.

Square District, and Campus District. In addition, the Proposed Project would alter three parcels (Hamilton Avenue Parcels North and South), totaling 3.1 acres, to accommodate realignment of Hamilton Avenue at Willow Road for Project Site access. The City is the Lead Agency for the Proposed Project.

At the main Project Site, the Proposed Project would demolish approximately 1 million square feet (sf) of nonresidential uses and construct approximately 1.8 million sf of nonresidential uses (excluding a proposed hotel), for a net increase of 800,000 sf in nonresidential uses. The new nonresidential uses would be composed of up to 1.6 million sf of office and accessory uses² in the Campus District (with the office space not to exceed 1.25 million sf) and up to approximately 200,000 sf of commercial/retail space, primarily in the Residential/Shopping District and Town Square District. Some of the commercial/retail square footage would be on the east side of Main Street, within the Campus District, and accessible by the public from Main Street. The Proposed Project would also include up to 1,730 multi-family residential units, up to 193 hotel rooms, and, assuming full buildout, approximately 20 acres of open space, including approximately 8 acres of publicly accessible parks, bike paths, and trails.

The three proposed districts within the main Project Site would be situated as follows: the approximately 17.7-acre Residential/Shopping District in the southwestern portion of the main Project Site, the approximately 4.3-acre Town Square District in the northwestern portion of the Project Site, and the approximately 32-acre Campus District in the eastern portion of the main Project Site.³ The Campus District would include office uses and amenity space, accessory uses,⁴ publicly accessible retail space, and a publicly accessible elevated park (i.e., the Elevated Park) that would connect the main Project Site to the adjacent Belle Haven neighborhood via an overpass at Willow Road. The Proposed Project could also include an undercrossing (Willow Road Tunnel) to provide tram and bicyclist/pedestrian access to the neighboring Meta campuses from the Campus District.

The main Project Site would be bisected by a new north-south street (Main Street) as well as an east-west street that would provide access to all three districts. The Proposed Project would include a circulation network for vehicles, bicycles, and pedestrians, inclusive of both public rights-of-way and private streets, that would be generally aligned to an east-to-west and a north-to-south grid. The Proposed Project would also alter parcels west of the main Project Site, across Willow Road, on both the north and south sides of Hamilton Avenue (Hamilton Avenue Parcels North and South) to support realignment of the Hamilton Avenue right-of-way and provide access to the new Elevated Park. The realignment of Hamilton Avenue would require demolition and reconstruction of an existing Chevron gas station (with a potential increase in area of approximately 1,000 sf) at Hamilton Avenue Parcel South and enable the potential addition of up to 6,700 sf of retail uses at the existing neighborhood shopping center (Belle Haven Retail Center) on Hamilton Avenue Parcel North.

Offsite transportation and utility improvements would also be constructed to serve the Proposed Project. These would include various intersection improvements, which may be required to bring intersection congestion back to pre-Project conditions per the City's transportation impact analysis

² Accessory uses could include the following types of spaces: meeting/collaboration space, orientation space, training space, event space, incubator space, a business partner center, an event building (including pre-function space, collaboration areas, and meeting/event rooms), a visitors center, product demonstration areas, a film studio, gathering terraces and private gardens, and space for other Meta accessory uses. Accessory uses could occur in spaces anywhere throughout the Campus District.

³ The Proposed Project would also include approximately 5.6 acres of land that have been designated as a public right-of-way.

⁴ Accessory uses are defined in footnote 2, above.

guidelines; expansion of the Pacific Gas and Electric (PG&E) Ravenswood substation; installation of a new conduit to connect the Ravenswood substation to the main Project Site; construction of a sanitary sewer force main and recycled waterline within the same trench in Hamilton Avenue; installation of a new sanitary sewer force main from the main Project Site to an existing wastewater pipeline in Chilco Street; and extension of the wastewater line in Willow Road, extending it from O'Brien Drive to a proposed southwest sanitary sewer pump station.

In 2016, the main Project Site's zoning was changed from M-2 (General Industrial) to O-B (Office Bonus) and R-MU-B (Residential Mixed-Use Bonus) as part of the City of Menlo Park's General Plan and M-2 Area Zoning Update (ConnectMenlo). The updated zoning provisions created three new zoning districts (Office, Residential-Mixed Use, and Life Science) and established standards for new projects, including restrictions regarding height, density, use, sustainability, circulation, and open space. As part of the ConnectMenlo rezoning effort, nearly half of the main Project Site was rezoned for housing and mixed-use development (R-MU), with the remainder zoned for office use (O). The "base-level" development standards in the R-MU zoning district allow for up to 30 dwelling units per acre (du/acre) and a maximum height of up to 40 feet. For the O zoning district, the base-level development standards allow for a floor area ratio (FAR) of 0.45 (plus 10 percent for non-office commercial uses and 175 percent for hotels) and a maximum height of 35 feet (110 feet for hotels). The Proposed Project would be developed using the bonus-level development provisions of the City Zoning Ordinance that allow for an increase in density, intensity, and height in exchange for community amenities.

ConnectMenlo EIR

The Project Site is within the General Plan and M-2 Area Zoning Update (ConnectMenlo) study area. ConnectMenlo, which updated the City General Plan Land Use and Circulation Elements and rezoned land in the M-2 area, now referred to as the Bayfront Area, was approved on November 29, 2016. It serves as the City's comprehensive and long-range guide to land use and infrastructure development. Because the City General Plan is a long-range planning document, the ConnectMenlo EIR was prepared as a Program EIR, pursuant to CEQA Guidelines Section 15168, discussed below. ConnectMenlo's Land Use Element identifies an allowable increase in net new development potential of up to 2.3 million sf for nonresidential uses, up to 4,500 residential units, and up to 400 hotel rooms in the Bayfront Area.

CEQA Guidelines Section 15152 defines "tiering" as using the analysis of general matters contained in a broader EIR, such as one prepared for a general plan or policy statement, for later EIRs on more narrowly focused projects; incorporating by reference the general discussions from the broader EIR; and concentrating the later EIR solely on the issues specific to the later project (CEQA Guidelines Section 15152[a]). This approach can eliminate repetitive discussions of the same issues and focus the later EIR on the actual issues that are ripe for decision at each level of environmental review (CEQA Guidelines Section 15152[b]). Where an EIR has been prepared and certified for a program, plan, policy, or ordinance, the EIR for a later project pursuant to or consistent with the program, plan, policy, or ordinance should limit its analysis to effects that (1) were not examined as significant effects on the environment in the prior EIR or (2) are susceptible to substantial reduction or avoidance by the choice of specific revisions in the project, by the imposition of conditions, or other means (CEQA Guidelines Section 15152[d]).

CEQA Guidelines Section 15168 provides additional provisions for tiering from a Program EIR. Once a Program EIR has been certified, subsequent activities within the program must be evaluated, pursuant to CEQA Guidelines Section 15162, to determine whether additional CEQA review is needed (CEQA Guidelines Section 15168[c]).

Section 15162 provides that, once an EIR has been certified for a project, no subsequent EIR shall be prepared, unless the Lead Agency determines one or more of the following:

- Substantial changes are proposed in the project that will require major revisions to the previous EIR due to the involvement of new or substantially more severe environmental effects than shown in the previous EIR.
- Substantial changes have occurred regarding the circumstances under which the project will be undertaken that require major revisions to the previous EIR due to the involvement of new or substantially more severe environmental effects than shown in the previous EIR.
- New information of substantial importance that was not known and could not reasonably have been known at the time of the previous EIR shows that the project will have new or substantially more severe environmental effects than shown in the previous EIR; that mitigation measures or alternatives previously thought to be infeasible would in fact be feasible and would substantially reduce significant effects, but the project proponent declines to adopt them; or mitigation measures or alternatives considerably different from those analyzed in the previous EIR would substantially reduce significant effects, but the project proponent declines to adopt them.

If the Lead Agency finds, pursuant to CEQA Guidelines Section 15162, that no subsequent EIR would be required for the later activity within a program, the Lead Agency can approve the activity as being within the Program EIR's scope, and additional environmental review is not required (CEQA Guidelines Section 15168[c]). If the Lead Agency finds, pursuant to CEQA Guidelines Section 15162, that the later activity would have effects that were not examined in the Program EIR, a new negative declaration or EIR would be prepared, which may tier from the Program EIR, as provided in Section 15152 (CEQA Guidelines Section 15168[c]). When a Program EIR is relied on for subsequent activities, the Lead Agency must incorporate feasible mitigation measures and alternatives developed in the Program EIR into subsequent activities in the program (CEQA Guidelines Section 15168[c][3]). A Program EIR also may be incorporated by reference to deal with regional influences, secondary effects, cumulative impacts, broad alternatives, and other factors that apply to the program as a whole (CEQA Guidelines Section 15168[d][2]). In addition, CEQA provides that, if a project is consistent with the development density established in a general plan for which an EIR was certified, CEQA review of the project shall be limited to effects on the environment that are peculiar to the parcel or the project, effects that were not addressed as significant effects in the prior EIR, effects that would result in potentially significant offsite and cumulative impacts that were not discussed in the prior EIR, or previously identified significant effects that, because of new information that was not known at the time of the prior EIR, would be more severe than described in the prior EIR (Public Resources Code Section 20183.3[b], CEQA Guidelines Section 15183[a], [b]). If an impact is not peculiar to the parcel or project, has been addressed as significant in the prior EIR, or can be substantially mitigated by the imposition of uniformly applied development polices or standards, then an additional EIR need not be prepared for the project, based solely on that impact (CEQA Guidelines Section 15183[c], [f]).

The City (as Lead Agency) has determined that the Proposed Project's location and development parameters, including density, are consistent with ConnectMenlo and that the Proposed Project is within the scope of the ConnectMenlo Program EIR. Thus, the Draft EIR tiers from the ConnectMenlo Program EIR, pursuant to CEQA Guidelines Sections 15152, 15162, 15168, and 15183. The ConnectMenlo Program EIR is available for public examination at menlopark.org/connectmenlo.

In many topic areas, the impacts of the Proposed Project are within the scope of the ConnectMenlo Program EIR, as determined in accordance with CEQA Guidelines Sections 15168 and 15162. In those cases, the Proposed Project would not have new or substantially more severe impacts than those identified in the ConnectMenlo EIR, and there are no new or considerably different mitigation measures or alternatives that would substantially reduce significant impacts that the applicant has declined to adopt. Likewise, in many topic areas, there are no impacts peculiar to the Proposed Project that were not addressed in the ConnectMenlo EIR or that would be substantially more severe than those identified in the ConnectMenlo EIR or that cannot be substantially mitigated by the imposition of uniformly applied development policies or standards, as determined in accordance with CEQA Guidelines Section 15183. For these reasons, CEQA does not require preparation of a new EIR. Nonetheless, given the magnitude of the Proposed Project and the substantial public interest, the City chose to prepare an EIR that discusses all CEQA impacts of the Proposed Project, including those that were adequately addressed in the ConnectMenlo EIR. Thus, although the EIR tiers from the ConnectMenlo EIR, in accordance with CEQA, for purposes of providing comprehensive information, the Draft EIR discusses all impacts, even when not required by CEQA.

On December 29, 2016, the City of East Palo Alto filed suit to challenge certification of the ConnectMenlo Final EIR. The City of East Palo Alto alleged that the City of Menlo Park did not comply with CEQA because the EIR underestimated the amount of new employment and failed to adequately analyze the traffic impacts that would result from development under ConnectMenlo. To resolve the litigation, the City of Menlo Park and the City of East Palo Alto entered into a settlement agreement. The Draft EIR was prepared in accordance with the settlement agreement, the key terms of which are as follows:

- *Reciprocal Environmental Review for Future Development Projects.* Menlo Park will prepare an EIR for any project located in the Office (O), Life Science (LS), or Residential Mixed-Use (R-MU) district⁵ that exceeds 250,000 net new square feet and requires a use permit, that proposes bonus-level development, that proposes a master plan project, or that may have a significant environmental impact. Menlo Park may, with the exception of housing and traffic (which were the focus of East Palo Alto's challenge), simplify the environmental review for future development projects by incorporating analysis and discussions from the ConnectMenlo Final EIR, pursuant to CEQA Guidelines Section 15168(d). East Palo Alto will prepare an Initial Study for future development projects to determine the appropriate level of environmental review and conduct that review, which can be simplified by incorporating by reference analysis and discussions from its general plan, referred to as Vista 2035.
- *Reciprocal Traffic Studies.* Menlo Park and East Palo Alto will work together to ensure that future development projects' potentially significant traffic impacts on the other jurisdiction are analyzed and mitigated.
- *Reciprocal Study of Multiplier Effect.* When the preparation of an EIR is required, as described above, Menlo Park or East Palo Alto, as applicable, will conduct a Housing Needs Assessment, which, to the extent possible, will include an analysis of the multiplier effect for indirect and induced employment.⁶

⁵ As discussed in Section 3.1, *Land Use and Planning*, of the Draft EIR, the main Project Site was previously zoned M-2 (General Industrial), which permitted office and general industrial uses, such as warehousing, manufacturing, printing, and assembling, but did not allow housing, retail, or any form of mixed-use development. In 2016, as part of ConnectMenlo and an associated rezoning effort, nearly half of the main Project Site was rezoned for residential mixed-use development (R-MU), with the remainder zoned for office development (O). Hamilton Avenue Parcels North and South continued to be zoned Neighborhood Commercial, Special (C-2-S); no changes to the C-2-S zoning district were incorporated into ConnectMenlo.

⁶ Nothing in the settlement agreement was intended to suggest that the analysis of the multiplier effect for indirect and induced employment is required by CEQA.

The Proposed Project would be required to comply with all applicable mitigation measures identified in the ConnectMenlo Mitigation Monitoring and Reporting Program (MMRP), which is an existing and enforceable MMRP prepared for the ConnectMenlo Final EIR and a requirement of any proposed development project in the city. Applicable mitigation measures identified in this EIR from ConnectMenlo EIR are provided in Table ES-1 of the *Executive Summary*.

Significant and Unavoidable Environmental Impacts

Section 21100(b)(2)(A) of the CEQA Guidelines (California Code of Regulations, Title 14, Section 15000 et seq.) requires an EIR to identify any significant environmental effects that cannot be avoided if a future project is implemented. Most impacts of the Proposed Project would either be less than significant or mitigated to a less-than-significant level. Chapter 4, *Other CEQA Considerations*, of the Draft EIR summarizes the significant and unavoidable impacts that would result from implementation of the Proposed Project, as outlined below.

Project-Level Impacts

- **Impact AQ-1:** Project operations would disrupt or hinder implementation of the Bay Area Air Quality Management District's (BAAQMD's) 2017 Clean Air Plan. Prior to adoption of the 2017 Clean Air Plan, the ConnectMenlo EIR determined that emissions of criteria air pollutants and precursors associated with the operation of new development under ConnectMenlo would generate a substantial net increase in emissions that would exceed the BAAQMD regional significance thresholds and that operational impacts would be significant and unavoidable. Similarly, Project operations would exceed BAAQMD's operational reactive organic gas (ROG) threshold (see Impact AQ-2, below). The Proposed Project would not result in a substantial change in the ConnectMenlo project and would not cause new or substantially more severe significant impacts than those analyzed in the ConnectMenlo EIR. However, as discussed under Impact AQ-2, below, implementation of Mitigation Measure AQ-1.2 would decrease the Proposed Project's operational ROG emissions at full buildout, but there is no feasible mitigation available to reduce the Proposed Project's operational ROG emissions to a level below the BAAQMD threshold. The Proposed Project's ROG emissions would remain above the BAAQMD ROG threshold after implementation of all feasible mitigation measures.
- **Impact AQ-2:** Operation of the Proposed Project would generate levels of net ROG that would exceed BAAQMD's ROG threshold. As discussed above, the ConnectMenlo EIR determined that emissions of criteria air pollutants and precursors associated with operation of new development under ConnectMenlo would result in significant and unavoidable impacts. The Proposed Project would implement Mitigation Measure AQ-1.2, which would require use of super-compliant architectural coatings during operations at all buildings. However, ROG emissions from consumer products constitute most of the operational ROG emissions associated with the Proposed Project. The City of Menlo Park and Project Sponsor would have minimal control over what consumer products Project occupants would purchase. There are no additional mitigation measures to reduce ROG from consumer products. Thus, although the Proposed Project would not result in a substantial change in the ConnectMenlo project and would not cause new or substantially more severe significant impacts than those analyzed in the ConnectMenlo EIR, net mitigated operational ROG emissions would still exceed BAAQMD's ROG threshold after implementation of all feasible mitigation measures.

- **Impact C-AQ-1:** Cumulative development in the San Francisco Bay Area Air Basin would result in a significant unavoidable cumulative impact with respect to air quality as a result of an exceedance of BAAQMD criteria pollutant thresholds, even with implementation of all feasible mitigation. The ConnectMenlo EIR determined that criteria air pollutant emissions generated by cumulative development would exceed BAAQMD’s project-level significance thresholds and that cumulative impacts related to criteria air pollutants under ConnectMenlo would be significant and unavoidable. The Proposed Project would not result in a substantial change in the ConnectMenlo project and would not cause new or substantially more severe significant impacts than those analyzed in the ConnectMenlo EIR. As a result of its operational ROG emissions, which would be in excess of the BAAQMD ROG threshold, even after implementation of all feasible mitigation (see Impact AQ-2, above), the Proposed Project would be a cumulatively considerable contributor to a significant and unavoidable cumulative impact on air quality with respect to criteria pollutants.
- **Impact NOI-1a:** Noise impacts related to construction during the day, construction during non-exempt daytime hours, construction during the night, construction of potential intersection improvements, and construction of offsite improvements would be significant. The ConnectMenlo EIR determined that future projects in Menlo Park could result in construction-related noise levels that would exceed noise limits; however, with implementation of mitigation measures and compliance with the City Noise Ordinance, impacts would be less than significant. Since adopting ConnectMenlo, the City has implemented a construction noise threshold under CEQA that is more stringent than the threshold used to evaluate construction noise in the ConnectMenlo EIR. With respect to the Proposed Project, noise impacts on offsite uses (e.g., schools, residences) from construction, including the construction of certain offsite improvements, would remain significant, even after implementation of feasible mitigation measures. In addition, although not a CEQA impact, construction noise impacts on onsite Project land uses during early morning and evening hours would be significant, even after implementation of feasible mitigation measures. Thus, the Proposed Project would cause a new or substantially more severe significant construction noise impact than that analyzed in the ConnectMenlo EIR.
- **Impact NOI-2:** Offsite vibration levels may exceed applicable vibration-related annoyance thresholds at nearby sensitive uses during daytime and nighttime construction on the site. The impacts would be significant, even after implementation of feasible mitigation. Likewise, vibration from construction of offsite improvements would exceed annoyance thresholds. The impacts would be significant, even after mitigation. The ConnectMenlo EIR determined that future projects in Menlo Park could expose people to or generate excessive ground-borne vibration or ground-borne noise levels but, with implementation of mitigation measures, impacts would be less than significant. Thus, the Proposed Project could cause a new or substantially more severe significant construction vibration impact than that analyzed in the ConnectMenlo EIR.

Project Alternatives

CEQA and the CEQA Guidelines require an EIR to “describe a range of reasonable alternatives to the project, or the location of the project, that would feasibly attain most of the basic objectives of the project but avoid or substantially lessen any of the significant effects of the project and evaluate the comparative merits of the alternatives” (CEQA Guidelines Section 15126.6[a]). This EIR discusses and analyzes the No Project Alternative, No Willow Road Tunnel Alternative, Base Level Development

Alternative, and Reduced Intensity Alternative. Furthermore, the EIR analyzes the impacts of the alternatives and compares the significant impacts of the alternatives to the significant environmental impacts of the Project as proposed. These alternatives are described in more detail in Chapter 6, *Alternatives*, of the Draft EIR.

- **No Project Alternative.** The No Project Alternative is provided in this EIR to compare the impacts of the Proposed Project with what would be reasonably expected to occur in the foreseeable future if the Proposed Project is not approved and no additional construction occurs at the Project Site (CEQA Guidelines Section 15126.6 [e][2]). The No Project Alternative is considered to be the environmentally superior alternative.
- **No Willow Road Tunnel Alternative.** The No Willow Road Tunnel Alternative would consist of the Proposed Project but without the Willow Road Tunnel. Trams would use the public street network, Bayfront Expressway, and Willow Road to access the proposed Campus District. Historically, three tram routes have served the Willow Village campus. Without the Willow Road Tunnel, trams would continue to operate as they do under baseline conditions. Most bicyclists and pedestrians would use on-street bicycle lanes and sidewalk improvements when accessing the proposed Campus District by traveling along the Willow Road corridor and crossing the Willow Road and Main Street/Hamilton Avenue intersection.
- **Base Level Development Alternative.** The Base Level Alternative assumes a FAR consistent with the base-level development standards in the R-MU zoning district, which allow for a maximum density of up to 30 du/acre, a maximum height of up to 40 feet, and a maximum nonresidential FAR of 0.15. For the O zoning district, the base-level development standards allow for a FAR of 0.45 (plus 10 percent for non-office commercial uses and 175 percent for hotels) and a maximum height of 35 feet (110 for hotels).
- **Reduced Intensity Alternative.** The Reduced Intensity Alternative would consist of the Proposed Project, developed using the bonus-level development provisions of the City Zoning Ordinance, but at a lesser intensity. Both total residential and nonresidential square footage would be reduced compared to that of the Proposed Project. Under this alternative, approximately 1,225,000 sf of office uses, 87,690 sf of non-office commercial/retail uses, 172,000 sf of hotel uses, and 1,499,909 sf of residential uses would be provided.

Variants to the Proposed Project

The Draft EIR included an environmental analysis of variants to the Proposed Project. These are variations of the Proposed Project at the same Project Site and with the same objectives, background, and development controls but with a specific variation. With the exception of the Increased Residential Density Variant (studied for policy purposes in the event the City desires to consider it), the variants are slightly different versions of the Proposed Project that could occur, based on the action or inaction of agencies other than the City, property owners outside the Project Site, or an applicant's decision not to build certain components (e.g., the Willow Road Tunnel). Because the variants could increase or reduce environmental impacts, the Draft EIR described and analyzed associated environmental impacts for the following four variants to the Proposed Project:

- **Variant 1: No Willow Road Tunnel Variant.** This variant considers a scenario where the Willow Road Tunnel would not be constructed as part of the Proposed Project and Meta trams would continue to use the public street network, Bayfront Expressway, and Willow Road to

access the proposed Campus District. Without the Willow Road Tunnel, cyclists and pedestrians traveling between the main Project Site and the West/East Campus would need to use at-grade crossings. All other development components of the Proposed Project would continue to be proposed under this variant. This variant is analyzed to disclose environmental impacts that would occur if agencies other than the City with jurisdiction over the Willow Road Tunnel do not approve the Willow Road Tunnel or if the applicant elects not to build it. In addition, because this option would avoid significant noise impacts associated with constructing the Willow Road Tunnel, this option is included as an alternative to the Project that could be selected by the City Council; thus, it is fully analyzed in Chapter 6, *Alternatives*, of the Draft EIR.

- **Variant 2: Increased Residential Density Variant.** This variant would increase the number of residential dwelling units by approximately 200, for a total of 1,930 residential units at the main Project Site. All other components of the Proposed Project would remain. This variant is analyzed to disclose environmental impacts that would occur in the event that the City Council desires to increase the number of residential units under the Proposed Project.
- **Variant 3: No Hamilton Avenue Realignment Variant.** This variant would alter the proposed circulation network east of Willow Road to accommodate retaining the Willow Road/Hamilton Avenue intersection in its current alignment. The overall development program for the Proposed Project would remain unchanged. This variant is analyzed to disclose environmental impacts that would occur if affected property owners and/or agencies other than the City with jurisdiction over the Hamilton Avenue Realignment do not approve the Hamilton Avenue Realignment.
- **Variant 4: Onsite Recycled Water Variant.** This variant would provide recycled water to the main Project Site through onsite treatment of wastewater. The onsite treatment and production of recycled water would involve capturing wastewater, including blackwater (e.g., water from toilet flushing, food preparation drains), from all proposed buildings. All other proposed features of the Project would remain the same. This variant is analyzed to disclose environmental impacts that would occur if the West Bay Sanitary District does not construct its project to provide recycled water to the main Project Site in time to serve the Proposed Project and the applicant instead constructs onsite treatment facilities.

The variants would modify limited "features" or aspects of the Proposed Project to address potential variations in the Proposed Project that could occur. In contrast, the alternatives to the Proposed Project (as described and analyzed in Chapter 6, *Alternatives*, of the Draft EIR) are designed to meet the requirements of CEQA Guidelines Section 15162.6. Alternatives must meet most of the basic Project objectives and avoid or lessen one or more of the significant environmental impacts of the Proposed Project.

The proposed variants would not change the basic characteristics of the Proposed Project. Rather, each variant would change the design of the Proposed Project in a discrete way. Each variant is analyzed at the same level of detail as the Proposed Project, when warranted, and available for selection by the Project Sponsor and decision-makers as part of an approval action.

Purpose of This Responses-to-Comments Document

This responses-to-comments document has been prepared to respond to comments received from public agencies, Native American tribes, and the general public. The Draft EIR for the Proposed Project was circulated for a 45-day public review period, from April 8 to May 23, 2022. Comments were also

received at the Planning Commission hearing on April 25, 2022. This document contains the public comments received on the Draft EIR, written responses to environmental issues raised in those comments, and changes made to the Draft EIR in response to the comments or initiated by City personnel.

The responses-to-comments document provides clarification and further substantiation for the analysis and conclusions presented in the Draft EIR. In addition, the responses correct and remedy minor technical mistakes or errors in the Draft EIR. The purpose of the responses-to-comments document is to address concerns raised about the environmental effects of the Proposed Project and the process by which the City conducted the CEQA evaluation. Comments that express an opinion about the merits of the Proposed Project or its alternatives, rather than raise questions about environmental impacts or mitigation measures and alternatives, the adequacy of the Draft EIR, or compliance with CEQA, are not examined in detail in this document. In addition, this document does not provide a response regarding financial concerns or Project designs that would not have a physical environmental impact. Section 15088 of the CEQA Guidelines stipulates that responses should pertain to major or significant environmental issues raised by commenters. As explained earlier, the previously released Draft EIR and this responses-to-comments document together constitute the Final EIR.

How to Use This Report

This document, which addresses substantive comments received during the public review period, consists of four sections:

- Chapter 1 – *Introduction*. Reviews the purpose and contents of the responses-to-comments document.
- Chapter 2 – *List of Commenters*. Lists the public agencies, Native American tribes, organizations, and individuals who submitted comments on the Draft EIR.
- Chapter 3 – *Responses to Comments*. Contains master responses, each comment letter, and written responses to the individual comments. In Chapter 3, specific comments within each comment letter have been bracketed and enumerated in the margin of the letter. Each commenter has been assigned a discrete comment letter number, as listed in Chapter 2. Responses to each comment follow each comment letter in Chapter 3. For the most part, the responses provide explanatory information or additional discussion of the text contained in the Draft EIR. In some instances, the response refines or supplements the text of the Draft EIR for accuracy or clarification. New text that has been added to the Draft EIR is indicated with underlining. Text that has been deleted is indicated with strikethrough.
- Chapter 4 – *Revisions to the Draft EIR*. Provides a comprehensive listing of the text changes to the Draft EIR that have resulted from responding to comments or City staff-initiated changes.