

**MARKETPLACE REDEVELOPMENT PROJECT
ENVIRONMENTAL IMPACT REPORT
RESPONSE TO COMMENTS DOCUMENT**

EMERYVILLE, CALIFORNIA

STATE CLEARINGHOUSE #2005122006

LSA

November 2007

**MARKETPLACE REDEVELOPMENT PROJECT
ENVIRONMENTAL IMPACT REPORT
RESPONSE TO COMMENTS DOCUMENT**

EMERYVILLE, CALIFORNIA

STATE CLEARINGHOUSE #2005122006

Submitted to:

Miroo Desai, Senior Planner
City of Emeryville
1333 Park Avenue
Emeryville, CA 94608-3517

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LSA Project No. CEM531

LSA

November 2007

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I. INTRODUCTION

A. PURPOSE OF THE RESPONSES TO COMMENTS DOCUMENT

This document has been prepared to respond to comments received on the Draft Environmental Impact Report (Draft EIR) prepared for the Marketplace Redevelopment Project (SCH# 2005122006). The Draft EIR identifies the likely environmental consequences associated with the implementation of the proposed project, and recommends mitigation measures to reduce potentially significant impacts. This Response to Comments (RTC) Document provides responses to comments on the Draft EIR and makes revisions to the Draft EIR, as necessary, in response to these comments or to amplify or clarify material in the Draft EIR.

This RTC Document, together with the Draft EIR, constitutes the Final EIR for the proposed project.

B. ENVIRONMENTAL REVIEW PROCESS

According to CEQA, lead agencies are required to consult with public agencies having jurisdiction over a proposed project and to provide the general public with an opportunity to comment on the Draft EIR.

The City of Emeryville circulated a Notice of Preparation (NOP) that included a list of potential environmental effects that could result from the proposed project. The NOP was published on December 1, 2005 and a public scoping meeting was conducted on December 15, 2005. Comments received by the City on the NOP were taken into account during the preparation of the EIR.

The Draft EIR was made available for public review on June 21, 2007 and distributed to applicable local and State agencies. Copies of the Notice of Availability of the Draft EIR (NOA) were mailed to all individuals previously requesting to be notified of the Draft EIR, in addition to those agencies and individuals who received a copy of the NOP.

The CEQA-mandated 45-day public comment period for the Draft EIR ended on August 6, 2007. A public hearing was held before the City of Emeryville Planning Commission on July 26, 2007. Copies of all written comments received during the comment period and comments made at the public hearing before the Planning Commission are included in Chapter III of this document.

C. DOCUMENT ORGANIZATION

This RTC Document consists of the following chapters:

- *Chapter I: Introduction.* This chapter discusses the purpose and organization of this RTC Document and the Final EIR, and summarizes the environmental review process for the project.

- *Chapter II: List of Commenting Agencies, Organizations and Individuals.* This chapter contains a list of agencies, organizations, and persons who submitted written comments or spoke at the public comment session on the Draft EIR during the public review period.
- *Chapter III: Comments and Responses.* This chapter contains reproductions of all comment letters received on the Draft EIR as well as a summary of the comments provided at the public comment session. A written response for each CEQA-related comment received during the public review period is provided. Each response is keyed to the preceding comment.
- *Chapter IV: Draft EIR Revisions.* Corrections to the Draft EIR necessary in light of the comments received and responses provided, or necessary to amplify or clarify material in the Draft EIR, are contained in this chapter. Text with underline represents language that has been added to the Draft EIR; text with ~~strikeout~~ has been deleted from the Draft EIR. Revisions to figures are also provided, where appropriate.
- *Chapter V: Reduced Main Street Alternative.* In response to comments received on the Draft EIR, the project applicant has prepared a reduced version of the Main Street alternative. An analysis of this alternative is included in this chapter.
- *Appendix A.* Emeryville Marketplace Redevelopment Project Transportation Management Plan
- *Appendix B.* Analysis of Bicycle and Pedestrian Implications Associated With the Recommended Off-Site Intersection Mitigation Measures
- *Appendix C.* Summary of Impacts and Mitigation Measures for the Reduced Main Street Alternative
- *Appendix D.* Shadow Analysis for the Reduced Main Street Alternative

II. LIST OF COMMENTING AGENCIES, ORGANIZATIONS AND INDIVIDUALS

This chapter presents a list of letters and comments received during the public review period and describes the organization of the letters and comments that are included in Chapter III, Comments and Responses, of this document.

A. ORGANIZATION OF COMMENT LETTERS AND RESPONSES

Chapter III includes a reproduction of each letter received on the Draft EIR and a copy of comments made at the public hearing before the Planning Commission. The comments are grouped by the affiliation of the commentator, as follows: State, local and regional agencies (A); individuals (B); and the public hearing (C).

The comment letters are numbered consecutively following the A, B, and C designations. The letters are annotated in the margin according to the following code:

State, Local and Regional Agencies:	A1-#
Individuals	B1-#
Public Hearing Comments:	C1-#

The letters are numbered and comments within that letter are numbered consecutively after the hyphen.

B. LIST OF AGENCIES, ORGANIZATIONS, AND INDIVIDUALS COMMENTING ON THE DRAFT EIR

The following comment letters were submitted to the City during the public review period and are arranged in order by the date received at the City.

State, Local and Regional Agencies

A1	State of California, Department of Transportation Timothy C. Sable, District Branch Chief	August 2, 2007
A2	Public Utilities Commission Kevin Boles, Environmental Specialist	August 1, 2007
A3	East Bay Municipal Utility District William Kirkpatrick, Manager of Water Distribution Planning	July 20, 2007
A4	City of Berkeley, Department of Public Works Peter Eakland, Associate Traffic Engineer	July 24, 2007
A5	Emeryville Transportation Management Association	July 10, 2007

Wendy Silvani, Director

Individuals

B1	Dimitrios Katsis	July 31, 2007
B2	Kevin Parichan	August 3, 2007
B3	John Scheuerman	July 29, 2007
B4	Steven Keller	August 5, 2007
B5	Geoff Sears	August 6, 2007
B6	Ted W. Dang	August 2, 2007
B7	Denise Pinkston	August 6, 2007

Public Hearing

C1	Planning Commission Minutes	July 26, 2007
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III. COMMENTS AND RESPONSES

Written responses to each comment letter received on the Draft EIR are provided in this chapter. Letters received during the public review period on the Draft EIR are provided in their entirety. Each letter is immediately followed by responses keyed to the specific comments. The letters and comments are grouped by the affiliation of the commenting entity as follows: State, local and regional agencies and commissions (A); individuals (B); and public hearing comments (C).

The reader should note that where text within individual letters is not enumerated, it does not raise environmental issues and does not relate to the adequacy of the information or analysis within the Draft EIR; therefore, no response is required.

A. STATE, LOCAL AND REGIONAL AGENCIES AND COMMISSIONS

DEPARTMENT OF TRANSPORTATION

111 GRAND AVENUE
P. O. BOX 23660
OAKLAND, CA 94623-0660
PHONE (510) 286-5505
FAX (510) 286-5513
TTY (800) 735-2929



*Flex your power!
Be energy efficient!*

August 2, 2007

ALA080142
ALA-80-3.79
SCH#2005122006

Ms. Miroo Desai
City of Emeryville
1333 Park Avenue
Emeryville, CA 94608-3517

Dear Ms. Desai:

Marketplace Redevelopment Project – Draft Environmental Impact Report (DEIR)

Thank you for continuing to include the California Department of Transportation (Department) in the environmental review process for the Marketplace Redevelopment Project. The following comments are based on the DEIR.

Traffic Impact Analysis

The trip rates used are inconsistent when comparing the Institute of Transportation Engineers Trip Generation Manual (7th edition) (ITE) rates to the rates used in Table V.C.-7 for the following land uses:

<u>Category</u>	<u>ITE</u>			<u>Table V.C.-7</u>		
	<u>AM</u>	<u>PM</u>	<u>Sat</u>	<u>AM</u>	<u>PM</u>	<u>Sat</u>
Shopping center	1.03	3.75	4.97	0.98	2.5	4.02
High-turnover (Sit-down) Restaurant*	11.52	10.92	20.00	6.56	6.23	11.40

*The specific restaurant to adopt in the report is not clear. In order to match the majority of other restaurants in the adjacent areas to the project, we reasonably assumed high-turnover (sit-down) restaurant as the land use for a conservative and consistent approach.

We recommend the report use the ITE shopping mall PM and Sat peak hour trip rates as well as the ITE high-turnover (sit-down) restaurant AM, PM and Sat peak hour trip rates.

Ms. Miroo Desai
August 2, 2007
Page 2

The DEIR did not address the impact of the project traffic on eastbound Interstate 80 (I-80) via the existing Potter Street on-ramp or the on-ramp at the proposed modified interchange at Ashby Avenue.

On page 157 of the DEIR, it states that the traffic condition at the intersection of 65th Street and Shellmound Street would be degraded to Level of Service (LOS) F with the project. On page 159, the DEIR indicates that the intersection would operate at LOS A with the implementation of traffic signals. This indicates that increased traffic flow would reach the Potter Street on-ramp to eastbound I-80. A bottleneck is already created during the afternoon peak hours on eastbound I-80 where Ashby Avenue and Potter Street on-ramp traffic merge with the freeway. The additional on-ramp volume would exacerbate this condition and would negatively impact both the drivers entering the freeway as well as the drivers already on the freeway. The impact of the project on eastbound I-80 should be addressed in the DEIR.

Note that a project to modify the I-80/Ashby Avenue interchange is currently under development with the City of Emeryville as the project sponsor. This interchange project proposes significant changes to the interchange configuration which include new connections from Shellmound Street to I-80 and closure of the Potter Street on-ramp. The DEIR does not evaluate potential impacts to the modified interchange at Ashby Avenue. Since the traffic forecasts for the interchange project were developed a couple of years ago, it is likely that traffic generated by the Marketplace Redevelopment Project was not taken into account for the interchange project analysis. Therefore, the Marketplace Redevelopment Project DEIR should evaluate the impact of its project traffic on the proposed interchange improvements.

On page 128, the diagram for intersection number 9, Christie Avenue and Shellmound Way, indicates that westbound traffic movements of 260 vehicles per hour (vph) (137 vph left turn movement from northbound Christie Avenue, 63 vph through movement from westbound Shellmound Way, and 60 vph right turn movement from southbound Christie Avenue) to the parking lot of a commercial building where less than 200 parking spaces are provided. Is this what was intended in the analysis? Also note that according to the existing lane configuration in page 114, no movements are shown on westbound Shellmound Way through the intersection to the parking lot or from the parking lot to eastbound Shellmound Way.

Mitigation measures TRAF-1 and TRAF-2 require encroachment permit approval by Caltrans and right-of-way acquisition, both of which may be significant obstacles to overcome. Although the DEIR acknowledges that failure to resolve these issues would result in significant and unavoidable traffic impacts, these two mitigation measures should not be presented along side other mitigation measures for which similar such obstacles do not exist. These two mitigation measures need to be clearly described as either potential or conditional measures contingent upon the fulfillment of certain requirements.

Encroachment Permit

Any work or traffic control within the State ROW requires an encroachment permit that is issued by the Department. Traffic-related mitigation measures will be incorporated into the construction plans during the encroachment permit process. See the following website link for more information: <http://www.dot.ca.gov/hq/traffops/developserv/permits/>

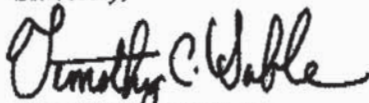
Ms. Miroo Denai
August 2, 2007
Page 3

To apply for an encroachment permit, submit a completed encroachment permit application, environmental documentation, and five (5) sets of plans which clearly indicate State ROW to the address at the top of this letterhead, marked ATTN: Michael Condie, Mail Stop #5E.

7
cont.

Should you have any questions regarding this letter, please call Lisa Carboni of my staff at (510) 622-5491.

Sincerely,



TIMOTHY C. SABLE
District Branch Chief
IGR/CEQA

c: Scott Morgan, State Clearinghouse

LETTER A1

Department of Transportation

Timothy C. Sable, District Branch Chief

August 2, 2007

Response A1-1: The trip generation rates shown in Table V.C-7 represent the net trip generation rates after taking discounts for pass-by trips and a reduction for transit trips. The specific pass-by factors used based on the ITE Trip Generation Handbook are:

- Retail - 30 percent (PM Peak Hour), 15 percent (Saturday peak hour)
- Restaurant - 40 percent (AM, PM, and Saturday peak hour)

In addition, a 5 percent reduction factor was taken to account for the proximity of Emery-Go-Round (a free transit system) to the project site. See page 22 of Appendix B of the Draft EIR for a more detailed discussion.

Response A1-2: The study identified that I-80 eastbound would operate at LOS F (see Table V.C.16 through 19) both without and with the project. When the freeway mainline operates at capacity, the on-ramp traffic to the mainline also operates at capacity. The study determined that the amount of additional traffic caused by the project would not be considerable on the freeway operations.

With respect to the 65th Street/Shellmound Street/Overland Street intersection, the study indicates that the intersection will operate at LOS E after mitigation (see Mitigation Measure TRAF-8, page 167), not LOS A as indicated in the comment.

Response A1-3: The traffic forecasts for the I-80/Ashby Interchange environmental work were completed in 2006 after the Notice of Preparation for the Marketplace project was completed in 2005. However, the interchange project is not funded and as a result it would be too speculative and less conservative for it to be assumed in the baseline transportation infrastructure baseline for the Marketplace project.

Response A1-4: The figures referenced in the comment are correct. It was assumed that the commercial property and associated parking lot would be redeveloped with retail, housing, and hotel uses. The project is currently undergoing study sessions with the community and is known as the Gateway-BRE Development.

Response A1-5: The figures referenced in the comment are correct. The Christie Avenue/Shellmound Way intersection is currently a T-intersection. The west leg would be constructed with redevelopment of the Gateway/BRE site. Site redevelopment was assumed to occur in the Year 2010 and 2030 baseline analyses.

Response A1-6: The City acknowledges that there may be significant obstacles associated with the Implementation of Mitigation Measures TRANS-1 and TRANS-2 and that the

implementation of these measures are outside of the City's jurisdiction and the text of pages 164 and 165 has been revised to provide a brief description of these challenges.

Mitigation Measure TRAF-1a on page 164 of the Draft EIR is revised as shown below:

Mitigation Measure TRAF-1a: This development, in conjunction with other planned/approved developments in the area, would contribute to over capacity conditions at several intersections, including I-80EB Ramps/Powell Street intersection, in the near future. While it is beyond the ability of any one project to mitigate the impacts to the transportation network, measures that aim to (1) improve intersection operation with physical improvements; and (2) reduce dependence on automobile trips, and increase transit, walking and bicycling trips are recommended below. The following improvements to the I-80 EB Ramps/Powell Street intersection shall be implemented:

- 1) Reconstruct the off-ramp to provide dual left-turn and dual right-turn lanes. The additional lane should be about 900 feet.
- 2) Reconstruct the southeast corner of the Powell Street/I-80 Eastbound Ramps intersection improving the curb radii to 40 feet.
- 3) Widen the north side of Powell Street 12 to 14 feet between Christie Avenue and Eastbound I-80 Ramps to align westbound Powell Street through lanes across the intersection with Eastbound I-80 Ramps. This improvement will also allow the widening of the eastbound right-turn lane at the Powell Street/Christie Avenue intersection to 14 feet and construction of a pedestrian median refuge on the west side of the Powell Street/Christie Avenue intersection. This change requires right-of-way along the north side of Powell Street between Christie Avenue and the I-80 Eastbound On-Ramp.

This recommendation should be implemented with Mitigation Measure TRAF-2 to provide corridor benefits.

This impact also occurs in the 2010 and 2030 scenarios and can be attributed to existing traffic in the area, as well as traffic from approved, planned, and potential developments in and around Emeryville. Therefore the City shall update its Traffic Impact Fee Program to include this improvement, and the Project Applicant shall pay their fair share cost of the improvements based on the updated Traffic Impact Fee. Each of the changes to the I-80 EB ramps requires right-of-way acquisition and an encroachment permit from Caltrans to implement, both of which may be significant obstacles to overcome. Thus, the impact would remain significant and unavoidable until sufficient right-of-way can be acquired and Caltrans approves an encroachment permit.

Mitigation Measure TRAF-2a on page 166 of the Draft EIR is revised as shown below:

Mitigation Measure TRAF-2a: Implementation of the mitigation measures by the City detailed below would reduce this impact to a less-than-significant level. However, each of the changes requires right-of-way acquisition to implement. Thus, the impact could remain significant and unavoidable until sufficient right-of-way can be acquired. The following improvements made to the intersection of Powell Street/Christie Avenue shall be implemented:

- 1) Reconstruct the westbound approach to provide a second left turn lane. The resulting two left turn lanes should be 250 feet in length. The south side of the Powell Street bridge would need to be widened by about 12 feet to accommodate the second left turn lane.
- 2) Reconstruct the southbound approach to provide a southbound left-turn lane (in addition to the shared left-through lane). The lane would extend from Powell Street back to Shellmound Way. This change would require widening the west side of Christie Avenue by about 12 feet. This change requires right-of-way along the west side of Christie Avenue.
- 3) ~~Reconstruct the south side of Powell Street, west of the intersection, to provide two dedicated eastbound right turn lanes. The lanes would extend from the Christie Avenue intersection back to the I-80 Eastbound Off Ramp intersection. This lane requires additional right of way of about 12 feet on the south side of Powell Street between Christie Avenue and the I-80 Eastbound Off Ramp.~~
- 3-4) Re-time the Powell/Christie Loop signalized intersections to coordinate the critical movements through the intersection.

These recommendations should be implemented with Mitigation Measure TRAF-1a to provide corridor benefits. Although it is not yet known if these mitigation measures can be implemented as both TRAF-1a and TRAF-2a will require right-of-way acquisition and an encroachment permit from Caltrans to implement, both of which may be significant obstacles to overcome.

This impact also occurs in the 2010 and 2030 scenarios and can be attributed to existing traffic in the area, as well as traffic from approved, planned, and potential developments in and around Emeryville. Therefore, the City shall update its Traffic Impact Fee Program to include this recommendation, and the Project Applicant shall pay their fair share cost of the improvements based on the updated Traffic Impact Fee.

Response A1-7: The City of Emeryville or project applicant will obtain necessary permits for any work done in the State's right-of-way.

STATE OF CALIFORNIA

Arnold Schwarzenegger, Governor

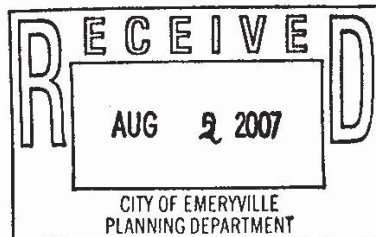
PUBLIC UTILITIES COMMISSION

505 VAN NESS AVENUE
SAN FRANCISCO, CA 94102-3298



August 1, 2007

Miroo Desai
City of Emeryville
1333 Park Avenue
Emeryville, CA 94608



RE: Marketplace Redevelopment Plan, SCH# 2005122006

Dear Ms. Desai:

As the state agency responsible for rail safety within California, we recommend that any development projects planned adjacent to or near the rail corridor in the City be planned with the safety of the rail corridor in mind. New developments may increase traffic volumes not only on streets and at intersections, but also at at-grade highway-rail crossings. This includes considering pedestrian circulation patterns/destinations with respect to railroad right-of-way (ROW).

Specific Concerns for this Project Include:

Closure or Improvement at 66th Street and 67th Street Railroad Crossings

The intersections at Shellmound Street near the 66th Street and 67th Street railroad crossings are problematic because they do not have traffic signals. With only STOP signs at these intersections, and very limited storage distance between the stopping point and the railroad track, motorists generally stop on the track while waiting for a gap in traffic along Shellmound Street. Improvements that should be considered at these crossings include traffic signals with railroad preemption, medians, sidewalks and additional signage. At minimum, the Traffic Impact Fee program should include improvements at the 66th Street and 67th Street railroad crossings.

1

We strongly recommend that the City consider closure of the 66th Street and 67th Street crossings. The anticipated traffic congestion in the area, related to the cumulative development in the vicinity, may lead to motorists using the 66th Street and 67th Street crossings as alternate routes in an attempt to circumvent congestion along 65th Street. It does not appear that the crossings would be able to safely accommodate such traffic. In the event of a stopped train these crossings are unlikely to provide an alternate route since they are so closely spaced to 65th Street.

2

We also recommend that the City consider conversion of these streets to one-way, which would simplify traffic operations and improve traffic safety in the vicinity of the railroad crossing.

3

Impact TRAF-8 states:

"The Shellmound Street/65th Street and the Overland Street/65th Street intersections would operate as one intersection in 2030 and is projected to operate at a service level F with an overall average delay of 96 seconds during the PM peak hour. The addition of project trips during the weekday PM peak hour would increase overall intersection delay to 102 seconds, a six second

4

increase. Additionally the intersection would experience deficient operations when a train crosses over 65th Street."

It states that mitigation measures at this intersection consisting of "protected/permitted left-turns on the southbound Shellmound Street approach" will reduce this impact to less than significant by improving overall intersection operations to LOS E in the PM peak hour in 2030. Specifically it recommends that the City update the Traffic Impact Fee program to include this, and that the applicant contribute a fair share to the project.

While we support the proposed mitigation measure, it does not appear to adequately address the railroad crossing safety issues resulting from the anticipated congestion due to cumulative development in the area, including the proposed project.

Pedestrian Improvements at Crossings

Impact TRAF-16 suggests that there is an expected increase in pedestrian activity around the site. However, it does not discuss pedestrian traffic near the railroad tracks or crossings. We have observed significant existing pedestrian activity at the recently reconstructed 65th Street crossing. Often pedestrians walk along the north side of the roadway where signs have been posted that pedestrians are prohibited, but because the sidewalk leads up to the railroad right-of-way, it is a natural route for pedestrians. The City should consider providing sidewalks on both sides of 65th Street, or otherwise enforcing the pedestrian prohibition.

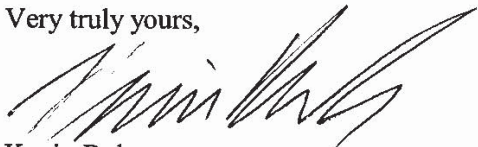
Education and Enforcement

The City should consider education (Operation Lifesaver presentations, informational signage, public awareness campaign) and law enforcement efforts regarding safety at the railroad crossings and in the general vicinity. Pedestrians have been observed walking past activated warning devices and around the end of a stopped train. It is likely that they are unaware that an Amtrak train may be approaching on another track behind a slow or stopped freight train. A fatal pedestrian-train incident occurred in June 2007 at Oakland's Jack London Square last month under such circumstances.

The above-mentioned safety improvements should be considered when approval is sought for the new development. Working with Commission staff early in the conceptual design phase will help improve the safety to motorists and pedestrians in the City.

If you have any questions in this matter, please call me at (415) 703-2795.

Very truly yours,



Kevin Boles
Environmental Specialist
Rail Crossings Engineering Section
Consumer Protection and Safety Division

4
cont.

5

6

7

Letter

A2

cont.

cc: Terrel Anderson, Union Pacific Railroad

LETTER A2

Public Utilities Commission

Kevin Boles, Environmental Specialist

August 1, 2007

- Response A2-1: The comment reflects the at-grade railroad crossings at 66th and 67th Street. The project does not add traffic to either street so would not contribute to the number of railroad crossing movements. The comment further identifies alternative circulation changes to reduce or control vehicle traffic on these streets at the railroad crossings. These changes (traffic signals, crossing closures, and one-way street operations) will be forward to the City Staff for consideration in the general planning process, which is currently underway.
- Response A2-2: See comment A2-1.
- Response A2-3: See comment A2-1.
- Response A2-4: The Shellmound Street/65th Street/Overland Street intersection system has been designed to minimize traffic stops within the railroad right-of-way by prioritizing railroad crossing safety over vehicle delay at the intersection. The City is also considering options to improving safety through the system by consolidating movements crossing the railroad by eliminating the 65th Street eastbound movement and redirecting Shellmound Street southbound traffic to a right turn only onto 65th Street westbound.
- Response A2-5: The City will consider this comment in their Alternative Modes Transportation Study that is currently underway. The project's pedestrian will cross the railroad tracks at the rail transit station near 59th Street where there is a grade-separated pedestrian crossing. The pedestrian activity referenced in the comment at 65th Street is not related to the project and project pedestrian activity would not increase along 65th Street as a result this pedestrian crossing was not specifically address in the Draft EIR.
- Response A2-6: Comment noted. The City will consider education and law enforcement efforts regarding safety at the railroad crossings in the City, independent of this proposed project. No further response is necessary as this comment does not address the adequacy of the EIR.
- Response A2-7: See Response to Comment A2-6.



LSA

JUL 23 2007

RECEIVED
Berkeley

July 20, 2007

Charles S. Bryant, Director of Planning and Building
City of Emeryville Planning and Building Department
1333 Park Avenue
Emeryville, CA 94608

Re: Draft Environmental Impact Report – Marketplace Redevelopment Project,
Emeryville

Dear Mr. Bryant:

East Bay Municipal Utility District (EBMUD) appreciates the opportunity to comment on the Draft Environmental Impact Report (EIR) for the Marketplace Redevelopment Project in the City of Emeryville (City). EBMUD has the following comments.

WATER SERVICE

EBMUD's Central Pressure Zone, with a service elevation between 0 and 100 feet, will serve the proposed development. A main extension, at the project sponsor's expense, may be required to serve the proposed development. When the development plans are finalized, the project sponsor should contact EBMUD's New Business Office and request a water service estimate to determine costs and conditions for providing water service to the proposed development. Engineering and installation of water mains and services requires substantial lead-time, which should be provided for in the project sponsor's development schedule.

1

The Draft EIR indicates the potential for contaminated soils and/or groundwater to be present within the project site boundaries. The project sponsor should be aware that EBMUD will not inspect, install or maintain pipeline in contaminated soil or groundwater (if groundwater is present at any time during the year at the depth piping is to be installed) that must be handled as a hazardous waste or that may pose a health and safety risk to construction or maintenance personnel wearing Level D personal protective equipment. Nor will EBMUD install piping in areas where groundwater contaminant concentrations exceed specified limits for discharge to sanitary sewer systems or sewage treatment plants.

2

Applicants for EBMUD services requiring excavation in contaminated areas must submit copies of existing information regarding soil and groundwater quality within or adjacent to the project boundary. In addition, the applicant must provide a legally sufficient,

Charles S. Bryant, Director of Planning and Building
July 20, 2007
Page 2

complete and specific written remedial plan establishing the methodology, planning and design of all necessary systems for the removal, treatment, and disposal of all identified contaminated soil and/or groundwater. EBMUD will not design the installation of pipelines until such time as soil and groundwater quality data and remediation plans are received and reviewed and will not install pipelines until remediation has been carried out and documentation of the effectiveness of the remediation has been received and reviewed. If no soil or groundwater quality data exists or the information supplied by the applicant is insufficient EBMUD may require the applicant to perform sampling and analysis to characterize the soil being excavated and groundwater that may be encountered during excavation or perform such sampling and analysis itself at the applicant's expense.

2
cont.

WASTEWATER PLANNING

The Draft EIR for the subject project does not contain information regarding proposed water usage or wastewater flows versus the existing condition. Therefore, it is not possible to determine if EBMUD's Main Wastewater Treatment Plant will be able to handle the proposed base flows from the project during wet weather events.

The City's Infiltration/Inflow (I/I) Correction Program set a maximum allowable peak wastewater flow (both base flow and flow from I/I) from each basin within the City and EBMUD agreed to design and construct wet weather conveyance and treatment facilities to accommodate these flows. EBMUD prohibits discharge of wastewater flows above the allocated peak flow for a subbasin because conveyance and treatment capacity for wet weather flows may be adversely impacted by flows above this agreed limit. The developer for this project needs to provide data sufficient to determine the base flows from the redevelopment and confirm with the City that the based flows are within that allocated for the basins the project is in and that the capacity has not been allocated to other developments. Confirmation of available capacity should be included in the environmental documentation. Suggested language to include in the environmental documentation is as follows: "The City of Emeryville Public Works Department has confirmed that there is available wastewater capacity for projected wastewater flows within Subbasin (*insert subbasin number here*) that is reserved for this project."

3

In general, the project should address the replacement or rehabilitation of the existing sanitary sewer collection system to prevent an increase in I/I. Please include a provision to control or reduce the amount of I/I in the environmental documentation for this project. The main concern is the increase in total wet weather flows, which could have an adverse impact if the flows are greater than the maximum allowable flows from this subbasin. In addition, the project applicant must ensure that wastewater meets the standards of EBMUD's Environmental Services Division.

4

Charles S. Bryant, Director of Planning and Building
July 20, 2007
Page 3

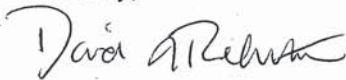
WATER CONSERVATION

The proposed project presents an opportunity to incorporate water conservation measures. EBMUD would request that the City include in its conditions of approval a requirement that the project sponsor comply with Article 9-4.54 of the Municipal Code of the City of Emeryville, Landscape Design and Development Requirements. EBMUD staff would appreciate the opportunity to meet with the project sponsor to discuss water conservation programs and best management practices applicable to the integrated projects. A key objective of this discussion will be to explore timely opportunities to expand water conservation via early consideration of EBMUD's conservation programs and best management practices applicable to the project.

5

If you have any questions concerning this response, please contact David J. Rehnstrom, Senior Civil Engineer, Water Service Planning at (510) 287-1365.

Sincerely,



For William R. Kirkpatrick
Manager of Water Distribution Planning

WRK:NJR:sb
sb07_196.doc

cc: LSA Associates, Inc.
2215 5th Street
Berkeley, CA 94710

LETTER A3

East Bay Municipal Utility District

William Kirkpatrick, Manager of Water Distribution Planning

July 20, 2007

- Response A3-1: Water supply and infrastructure is addressed in the Draft EIR in Chapter V, section K. Public Services and Utilities (pages 322-324). As noted therein, water service would be provided to the project site via existing and proposed water mains. The comment states that an extension of water mains, if required, would be at the Project Applicant's expense and that adequate lead-time should be allowed to complete the engineering and installation of water mains and services. As such, the comment does not relate to the adequacy of the Draft EIR and no further response is necessary.
- Response A3-2: The comment states that evidence of remediation of known contamination or information to confirm the absence of contamination must be provided to EBMUD before the district will design or install pipelines for the project in potentially contaminated areas. The site is well-characterized and potential soil and groundwater contamination are addressed in the Draft EIR in Chapter V, Section F. Hazardous Materials/Public Health and Safety. Known soil and groundwater contamination within the project area is identified and the potential effects of the contamination on project construction and operation are assessed. Recommended mitigation includes health and safety plans and/or soil management plans, which would be prepared in accordance with hazardous waste laws and regulations and submitted to the appropriate overseeing regulatory agency (ies) for review. This information would be available and provided to EBMUD and others for their use and review prior to working at the project site.

To clarify this point the text of the Draft EIR is revised on pages 252-253 to read:

HAZ-1a: Prior to any excavation or subsurface work in the areas subject to the two Covenants to Restrict Use of Property for the Emeryville Marketplace and the Bay Street Extension, the property owner/developer shall submit to DTSC a site health and safety plan in accordance with the requirements of the covenants. The owner shall address all DTSC requirements¹ in the preparation of the plan. In addition to these requirements, the health and safety plan shall include health and safety procedures for workers to follow during potential contact with dewatered groundwater and exposure to methane gas. The health and safety plan shall be prepared by a qualified environmental professional and approved by DTSC prior to implementation. For areas not within the covenant

¹ DTSC, 2000. *Draft Site Specific Health and Safety Plan Guidance Document For Site Assessment/Investigation, Site Mitigation Projects, Hazardous Waste Site Work, Closure, Post Closure, and Operation and Maintenance Activities*. December (or as updated or otherwise required).

areas (i.e., Retail Pad 1 and 2, 64th & Christie building), a health and safety plan shall also be prepared, as described above with regulatory agency oversight and implemented during excavation or subsurface work at these locations. The plan(s) shall be provided to agencies and contractors who would direct others or assign their personnel to construct infrastructure on the project site in areas subject to the requirements of the health and safety plan.

HAZ-1b: A soil management plan shall be developed by the property owner/developer and approved by the City Engineer and DTSC for the proposed project (including the proposed location of the 64th & Christie building). The plan shall be submitted prior to issuance of demolition, grading, or building permits by the City. The plan shall include provisions for management of potentially contaminated excavated soil and dewatered groundwater, requirements for clean imported fill material, inspection of areas for gross contamination prior to backfilling by a qualified environmental professional, and requirements for immediate reporting to DTSC and the City Engineer in the event that previously unidentified contamination is encountered during construction/redevelopment activities. The soil management plan shall also include a contingency plan for sampling and analysis of previously unknown hazardous substances contamination in coordination with, and with oversight from, DTSC (See also Mitigation Measure HYD-2 from the Hydrology and Storm Drainage section). For areas not within the covenant areas (i.e., Retail Pads 1 and 2, and 64th & Christie building), a soil management plan shall also be prepared, as described above, with approval by the City Engineer. The soil management plan(s), including any requirements for remediation, shall be provided to agencies and contractors who would direct others or assign their personnel to construct infrastructure on the project site in areas subject to the plans.

Response A3-3: The comment states that EBMUD prohibits the discharge of wastewater flows above the allocated peak flow for a subbasin and asks that the City confirm that there is adequate available wastewater capacity in the subbasins reserved for the project and include a statement to this effect in the Draft EIR. The City's Public Works Department has confirmed that there is available wastewater capacity for projected wastewater flows within subbasins 20 and 21. The text on page 322 of the Draft EIR is revised to clarify this point as follows:

In regards to the proposed project, the northern portion of the site is located in sewer basin 20. Existing sewer lines are comprised of an 8-inch vitrified clay pipe (VCP), which feeds into a 30-inch terra cotta (TC) pipe that runs under the site. This 30-inch TC pipe connects with the EBMUD 66-inch transmission line west of the site. The Shellmound, 64th & Christie, Retail Pad 2, and Retail Pad 3 buildings would connect to sewer basin 20. ~~There is adequate capacity in these mains to accommodate additional sanitary sewer flows.¹⁰~~ The southern portion of the site is located within sewer basin 21, which consist of 8-inch VCP pipes under Christie Avenue that also connect the EBMUD 66-inch transmission line west of the site via a parallel system of 18-inch TC pipe and

24- to 16-inch cast iron (CI) pipes located under Powell Street. ~~The precise capacity of the southern conveyance system is unclear at this time and may be inadequate to accommodate additional sanitary sewer flows.~~¹¹ Only Retail Pad 1 proposed~~s~~ to connect to sewer basin 21.

The sewer mains that the project would tie into have been reconstructed to control and reduce I/I. As a condition of approval the City will require all connections to the sewer main include new lateral connections to further ensure that I/I is controlled and reduced. The City of Emeryville Public Works Department has confirmed that there is available wastewater capacity for projected wastewater flows within sewer basins 20 and 21 that are reserved for this project.¹⁰

Footnotes 10 and 11 at the bottom of page 322 are revised as follows:

¹⁰ Kaufman, Maurice, ~~2006~~2007. Senior Civil Engineer, City of Emeryville Public Works Department. Personal communications with LSA Associates, Inc. ~~March~~October.

¹¹ ~~Ibid.~~

Response A3-4: The comment states that the project should address the replacement or rehabilitation of the existing sanitary sewer collection system to prevent an increase in infiltration and inflow (I/I) and that the Draft EIR should include a provision to control or reduce the amount of I/I. The City of Emeryville concludes that such a provision is not needed. The City reconstructed the sewer mains that would serve the project. This has eliminated any I/I that previously existed along the sewer main. In addition, potential I/I associated with lateral connections to the main sewer will be controlled and reduced because the City will require, as a condition of approval, that the project construct new sewer lateral connections. The text on page 322 of the Draft EIR is revised to clarify this point. Refer to response to comment A3-3 for the revised text.

Response A3-5: The City concurs with the commentor and, as a condition of approval, will require the applicant to comply with Article 9-4.54 of the Municipal Code of the City of Emeryville, Landscape Design and Development Requirements. The commentor also expresses a desire to meet with the applicant to discuss water conservation programs and best management practices. These comments are noted but do not relate to the adequacy of the Draft EIR and no further response is necessary.



Department of Public Works
Division of Transportation

MEMORANDUM

July 24, 2007

To: Dan Marks, Planning Director

Thru: Hamid Mostowfi, Supervising Traffic Engineer

From: Peter Eakland, Associate Traffic Engineer

Subject: Transportation Comments on the DEIR for the Marketplace Redevelopment Project in Emeryville

The Transportation Division staff has reviewed the Draft Environmental Impact Report for the Marketplace Redevelopment Project and has the following comments:

1. General: Development in Emeryville over the past decade has added significantly to traffic congestion on Ashby Avenue and San Pablo Avenue in southwestern Berkeley. To date, Emeryville has not contributed to any future improvements in this area. Significant impacts have been identified at the San Pablo/Ashby Avenue intersection in 2030 with the Preferred Project and in 2010 for the other three alternatives. Even without any projects, LOS F is expected to occur at this intersection by 2010. Clearly, the EIR process does not provide an adequate planning process to ensure that mitigations are implemented in a timing manner. 1
2. Typos. Minor typo on page 365. In Table VI-3, -178 in third row should be -148. 2
3. Approved and Cumulative Projects. Appendix G contains a listing of Emeryville Cumulative Projects. This list does not contain recent approved and cumulative projects in Berkeley that would impact intersections analyzed in the DEIR, specifically at Ashby Avenue/7th Street and Ashby Avenue/San Pablo Avenue. These projects include the Berkeley Bowl supermarket at Heinz Street/9th Street, which has been approved, several pending mixed-use projects on San Pablo, one of which is at the corner of the Ashby Avenue/San Pablo Avenue intersection, and a large office building on Heinz near Seventh. The City of Berkeley in its DEIR for the Berkeley Bowl included cumulative scenario projects in Emeryville, and we would expect that likewise Emeryville would include Berkeley projects. 3

4. Roadway Improvements for Future Years: The DEIR states that the proposed improvements at the Ashby/Shellmound/I-80 interchange are assumed for 2030 but not 2010. Thus, adjustments in traffic volumes apparently were made for 2030 forecasts but not for 2010 forecasts. However, the same trip distributions and assignments were utilized for all project scenarios, which is incorrect for both of the intersections in Berkeley. Currently, there are no westbound I-80 connections to or from Shellmound Street, with the result that a significant percentage of Emeryville traffic that would utilize these connections now travel through the 7th Street or San Pablo intersections on Ashby. Clearly, the trip distributions should be different for existing and 2010 conditions than for 2030 conditions.

4

5. Selection of Alternative: The City of Berkeley would favor an alternative that would not have any significant impacts on intersections within its boundaries. All of the alternatives have significant impact on the San Pablo Avenue/Ashby Avenue intersection in 2030, and all except the Preferred Alternative have significant impacts at this intersection in 2010. Ideally, the mix of development could be reduced in the adopted alternative to bring impacts at this intersection below the level of significance for the entire study period. Otherwise, the City of Emeryville should work with the City of Berkeley to ensure that mitigations are in place at the time that impacts occur.

5

6. Ashby Avenue at 7th Street. As mentioned above, the volumes for this intersection in 2010 are underestimated since it does not appear that major new developments in Berkeley near the intersection that will be constructed by 2010 have been included and also because the I-80/Shellmound/Ashby interchange improvements will not be in place by that date. Even without these considerations, the delay for several of the alternatives is approximately 50 sec/veh, which is approaching the LOS E threshold of 55 seconds. We think that it likely that this intersection will reach LOS E conditions by 2010 if a more realistic assessment is conducted.

6

7. Ashby at San Pablo Avenue. It should be noted that currently the low westbound left turn volumes in the PM peak do not reflect the real demand since this movement is prohibited from 4-6 pm on weekdays. Although funding has not been secured, implementation of a westbound left turn lane is likely, and the Walgreen's store has been sited so that the additional right-of-way could be provided without impacting the store. However, since it is difficult to estimate what the actual existing demand would be, the analysis conducted is probably acceptable with the assumption that the movement is permitted. It is possible that westbound left turns might decrease at 7th Street if a westbound left turn were added here.

7

A Saturday analysis was performed for the intersections in Emeryville. A similar analysis should be performed for the two Berkeley intersections. Saturday afternoon counts for these intersections are available from the Berkeley Bowl traffic study. The Emeryville retail stores have the highest trip generation on the weekend, and the two Berkeley intersections are major gateways to the area from the north, the east, and even the west. In fact, the Berkeley Bowl DEIR estimated that the most severe congestion for this intersection would occur on the weekend.

8

The Berkeley Bowl DEIR, consistent with this DEIR, states that a second northbound left-turn lane is required. However, the conclusions reached are different in each DEIR, even though the same traffic consultant prepared the analysis. The Berkeley Bowl DEIR states

9

as follows: “Construction of a second northbound left-turn lane is not possible due to the limited right-of-way available at the intersection. As a result, this intersection cannot be mitigated.” On the other hand, the Marketplace Redevelopment Project EIR has a different conclusion: “Construction of this improvement would require elimination of on-street parking along San Pablo Avenue approaching the intersection.” Which statement is correct? The City requests that the traffic consultant provide a diagram showing how the second northbound left-turn lane would be provided. Lane geometry for all four approaches should be shown to indicate how lanes on opposite sides of the street would match up.

LETTER A4

City of Berkeley, Department of Public Works
Peter Eakland, Associate Traffic Engineer
March 26, 2007

Response A4-1: The comment is correct in that the San Pablo Avenue / Ashby Avenue intersection is projected to operate at LOS F in the future. This is due to a combination of existing traffic and forecast traffic from the region including Berkeley, Emeryville, and Oakland. Traffic diversion from the interstate freeway system also plays a role in traffic congestion along the San Pablo Avenue corridor.

Road changes, a westbound to southbound left turn lane, were identified many years ago for the Walgreen's development at the corner. The City of Berkeley has yet to construct these improvements. The Marketplace CEQA document does identify a needed improvement, a second northbound to westbound left turn lane (See Mitigation Measure TRAF-9). This mitigation measure is consistent with measures discussed during Berkeley's recent West Berkeley Bowl environmental process. However, the second left turn lane was not adopted as a West Berkeley Bowl project condition or imposed as a mitigation measure on the project by the City of Berkeley because of its adverse impact to the transit stop location and operation. The mitigation measure was revised prior to the City of Berkeley's certification of the EIR to state: "No later than the year 2030, the City of Berkeley shall modify the traffic signal to provide protected/permitted westbound and eastbound left-turn phases to more effectively make use of the added westbound left-turn pocket."

Response A4-2: The minor typographical error is noted and the text of the Draft EIR on page 365 is hereby revised to read:

Table VI-3: No Project Peak Hour Trip Generation Compared to Proposed Project

Scenario	AM Peak Hour			PM Peak Hour			Saturday Peak Hour		
	In	Out	Total	In	Out	Total	In	Out	Total
Proposed Project	71	148	219	261	198	459	298	246	544
No Project Alternative	0	0	0	0	0	0	0	0	0
Difference: Alternative to Project	-71	-178 -148	-219	-261	-198	-459	-298	-246	-544

Source: Fehr & Peers, 2007.

Response A4-3: The approved and cumulative project list used in the Marketplace environmental document is the same as the list used for the West Berkeley Bowl environmental document recently approved by the City of Berkeley. It did incorporate the projects referenced in the comment letter.

Response A4-4: Project trip generation and the general patterns of project distribution are consistent between existing, 2010, and 2030 conditions. The project trip assignments for existing and 2010 are different than those for 2030. Because the project is located close to Powell Street, project assignments were oriented to the Powell Street interchange. With completion of the Interstate 80/Ashby Avenue/Shellmound Street interchange improvements, project traffic was assumed to shift from Powell Street to the improved interchange.

Response A4-5: The environmental document does identify necessary mitigation measures for Ashby/San Pablo intersections in Berkeley (see Mitigation Measure TRAF-9). However, as indicated in Response to Comment A4-1, intersection improvement was not adopted as a West Berkeley Bowl project condition or imposed as a mitigation measure on the project by the City of Berkeley because of its adverse impact to the transit stop location and operation. The mitigation measure was revised prior to the City of Berkeley's certification of the EIR to state: "No later than the year 2030, the City of Berkeley shall modify the traffic signal to provide protected/permitted westbound and eastbound left-turn phases to more effectively make use of the added westbound left-turn pocket."

Response A4-6: As indicated in Response to Comment A4-3, the list of approved and cumulative development projects used in the marketplace environmental document is consistent with those used in the City of Berkeley's West Berkeley Bowl environmental document. Both the Marketplace and West Berkeley Bowl studies state that signal timing changes can improve traffic flow through the Ashby Avenue/7th Street intersection. The City of Berkeley is also currently undertaking a West Berkeley Area Plan. As part of that plan, alternative circulation improvements such as the 9th Street extension, between Heinz Avenue and Ashby Avenue, and a 5th Street extension south to Ashby Avenue should be considered to better distribute West Berkeley area traffic into and out of the area; thereby, improving traffic conditions on Ashby Avenue.

Response A4-7: The comment is correct. The westbound left-turn movement from Ashby Avenue to San Pablo Avenue is prohibited during peak times. As indicated in the comment once a westbound left turn pocket is provided and the prohibition is removed, there could be a shift in traffic from 7th Street to San Pablo Avenue. This shift would be low, probably less than 50 cars during a peak hour and would not have a noticeable impact on overall traffic operations.

Response A4-8: The Marketplace and West Berkeley Bowl environmental documents are consistent in recommending the same mitigation for the Ashby Avenue/San Pablo Avenue intersection; a second northbound to westbound left-turn lane.

Discussions during the West Berkeley Bowl study process led to the direction that transit stops on San Pablo Avenue should remain with intersection mitigation measures. As a result, right-of-way is required to accommodate both transit stops at their current location and a second northbound left turn lane.

The Marketplace environmental studies illustrate that the measure can be implemented without right-of-way purchase, but the San Pablo Avenue transit stops would need to be relocated.

Response A4-9: See comment A4-9.

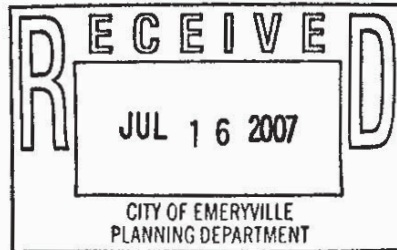


EMERYVILLE TRANSPORTATION MANAGEMENT ASSOCIATION

1300 67th Street
Emeryville CA 94608
Telephone 510-451-3862
Fax 510-465-6637

July 10, 2007

Miroo Desai
Senior Planner
City of Emeryville
1333 Park Avenue
Emeryville, CA 94608



RE: Public Review Draft EIR – Marketplace Redevelopment Project

Dear Ms. Desai,

The Emery Go Round shuttle is an essential part of Emeryville's infrastructure and is referenced several times as an ongoing, necessary service in the Marketplace EIR. The following comments and concerns are intended to make sure that the shuttle can continue to do its job of transporting thousands of people in and out of Emeryville each day as the city continues to develop. The first two comments address what I perceive to be fundamental flaws in how the EIR analyzes movements versus the "reality" that pedestrians, cyclists, buses, and automobiles face.

1. People vs. Vehicles

Let's not forget that the bottom line is NOT how many vehicles are moving in, out, through and within Emeryville, but how many **PEOPLE** are moving; and how long it takes **PEOPLE** to get from one destination to another; to park; to walk or cycle. Impacts for *one bus* operating at capacity equals 35 to 50 **PEOPLE**, even though it only represents ONE VEHICLE (BUS), according to this report.

Currently, the Emery Go Round carries nearly 3,000 PEOPLE through town during the peak AM and PM hours. We do not believe this "current condition" is accurately reflected in the EIR.

2. Individual vs. Cumulative Impacts

Each intersection, driveway, roadway, etc., has been studied independently. While most of these individual components have “insignificant” impacts taken one at a time, when viewed cumulatively, such as representing a “typical trip” someone may be taking that includes several intersections, turns, driveways, etc., the delays when calculated cumulatively, become much more significant. For example, the Emery Go Round bus that serves the Shellmound/65th Street/Christie area, has six stop lights to get through in the “loop” starting at Shellmound/Christie and ending at Powell St. Plaza . Delays of just 20 seconds per signal adds two minutes just to this leg of our trip. Delays from the “spillage” backups as we wait to make a left turn from Shellmound onto 65th Street could easily add another 60 to 90 seconds, as could the compounded back-ups from Shellmound (heading northbound) from vehicles waiting to turn onto 65th, 66th, and 67th Streets while trains are passing. Delays from traffic coming to/from the highway on Powell St.; from more pedestrians crossing busy roadways; from vehicles entering and exiting driveways, will further erode our travel speeds and increase total travel times. *When compounded (because we face similar conditions at each intersection on every roadway throughout the city 150 times daily), a trip that currently takes 15 minutes could well take 20–25 minutes, which makes public transit a less attractive option.* In addition to needing to fund the cost of more vehicles to keep service frequencies high, how transit compares with single passenger vehicles looks much less favorable when you begin to quantify these “travel time value adjustment” factors. For public transit to attract and retain riders, especially “discretionary riders,” it must at minimum be competitive with driving. *This negative impact of reduced travel speeds and increased total travel time on the one route serving the Project affects 35–50 PEOPLE per bus load; 500+ PEOPLE in the peak hour timeframes – or the “equivalent” of another 300–400 vehicles!*

One final general comment – I would urge the city to embrace the principle of concurrence. Key Improvements (signal timing, roadway improvements, etc.) should be done prior to the opening of major projects. Too often, elements such as signal re-timing or becoming fully operational do not happen in a timely fashion.

3

Now, to address some of the specifics we believe will help make sure transit and other alternate modes of transportation will be viable:

1. Widening streets and intersections; extending turning lanes. Designating lanes in the most congested areas of major streets as HOV/Bus Lanes *in peak times* encourage use of alternative modes and make us more efficient. Our current run time on the route that serves the Project Area ranges from 18 to 33 minutes. If ALL of our runs approached the 18-minute time, we would have more SERVICE, more CAPACITY, higher UTILIZATION, and greater EFFICIENCY. This would encourage carpooling, vanpooling, and carsharing – all currently underutilized in Emeryville.
2. Commit to timing and re-timing signals as needed to allow for technology investments such as Traffic Signal Priority that we have invested in to become fully operational and effective. While we made the investment in this technology to help maintain travel times, only a handful of signals have been re-timed and programmed to “allow” us to access this important technology. Making sure this technology is functional from “Day 1” is very important.
3. We support “preferential location and access for buses” – ample bus zones with well-lit shelters, NextBus-equipped – directly in front of both new buildings.
4. We support subsidized, preferential parking for carpools, vanpools and car sharing throughout the project (not only at the two new buildings).
5. We support financially subsidizing car sharing and transit (both through the PBID/TMA and through the provision of public transit passes). We believe that the project will support two or three car sharing pods, each with two vehicles.

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6. Bicycle and Pedestrian access should be convenient, direct and safe. By this, we mean careful attention to potential conflicts with other modes; and direct and “ample” paths from both within the Project Area and as the Project connects with its neighbors. Sidewalks should be “seamless” for pedestrians to walk from the Project Area to neighboring destinations, with wide sidewalks, benches to rest, inviting landscape and streetscaping. The sidewalk should not disappear or change significantly between these destinations. Pathways from bus stops to front doors should be direct, well-lit, secure and inviting. Similarly, cyclists should have safe, pleasant means and entering, getting around and leaving the area.
Pathways within the Project Area should also be ample, well-signed, and go from “door to door” to the extent possible (i.e. from the UA Theatre entry to the Marketplace entry).
7. The number of driveways in and out of the Project Area, both existing and planned, from Shellmound and Christie should be minimized. The location of driveways should be carefully planned so as not to cause back-ups onto streets when vehicles are queued at stoplights, stopped at crosswalks, or traffic is turning in or out of these driveways. They should also not conflict with pedestrians or cyclists. This project is an opportunity to revise what currently exists to operate in safer, more efficient ways.
8. The Project calls for improved pedestrian/bike access to the Amtrak bridge. This is a good idea – special attention should also be paid to security (lighting, security cameras) to discourage vandalism, graffiti and other wanted behavior). Because many users of the pedestrian bridge have luggage, and the number of people with physical disabilities is rising due to weight, age and overall health, perhaps escalators should be considered instead of or in addition to stairs.
9. Financial impact (for shuttle purposes). The current Marketplace generates \$54,000 through the PBID assessment. As configured, the new development will generate \$65,000 – *an insignificant increase* relative to its impact. If the city requires the condominiums to participate in the TMA, another \$34,000 will

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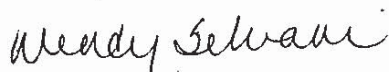
<p>be generated for shuttle services. It should be noted that a minimum of one new bus will need to be added to the BART Shopper route; two are likely; as well as other services (such as a City Loop during the week for non-BART destinations). The cost for these far outweighs the additional revenues.</p>	<p>6 cont.</p>
<p>10. Ridership. Based on other TMA member statistics and ridership trends, we would expect to carry as many as an additional <u>150 customers from the Project Area in peak times.</u> This translates to <u>15 more riders per bus</u> during peak hours (we currently have 5 buses per hour). This route is at or near capacity currently.</p>	<p>7</p>
<p>11. We encourage the establishment of measurable mode split goals: with the availability of transit, required subsidies for carsharing, etc., we believe a 20% + alternative mode split is entirely reasonable. With an anticipated population of some 735 (580 residents plus 155 employees); we would expect 147+ to use transit, carsharing, walk or bicycle. It is common practice to require developers to subsidize these efforts until the mode split goal is attained and then be responsible for making sure it is sustained.</p>	<p>8</p>
<p>Comments on Fehr & Peers traffic analysis:</p>	
<p>1. Assumptions about traffic being diverted to the new MacArthur onramp are not grounded in reality. This onramp has been open for one year; traffic patterns are already established.</p>	<p>9</p>
<p>2. The queuing onto Shellmound from the railroad crossing at 65th Street also applies to 66th and 67th Streets. The backup at 67th Street is of particular concern due to the proximity to the I-80 on and offramps in both directions.</p>	<p>10</p>
<p>3. As the key intersection of Hollis & Powell Street worsens, the queuing, backups and delays along Hollis Street in both directions will also be compounded.</p>	<p>11</p>
<p>4. The number of additional riders for Emery Go Round is inadequate. (See comments above in #10 for what we expect)</p>	<p>12</p>
<p>5. Signal timing which was required of other projects (i.e., Bay Street, IKEA) has still not been fully implemented. Realistically, we should expect to retime the Shellmound/Powell/Christie corridors several times over the next decade, as conditions evolve to take full advantage of this technology.</p>	<p>13</p>

6. There are several improvements that require the approval and/or right of ways from Caltrans. These should NOT be factored in as “givens” with assumptions they will happen within a timeframe until and unless Caltrans has given official approval; funding appropriated, and they are “real” projects. 14
7. Analysis of transit and other mode usage should be recalculated against a scenario that ALL parking for the Project Area (existing tenants plus new residential and businesses) is “unbundled” and not free. Further analysis of anticipated mode usage should a citywide parking policy be adopted would be helpful. 15

In closing, we believe the most sustainable way to continue to redevelop in Emeryville is to be sensitive to connectivity, traffic, quality of life and other issues. Each of these encompasses a broad array of both tangible and intangible factors. In addressing traffic and connectivity issues in particular, new projects must meet higher standards to achieve a multitude of goals that include convenience, safety, aesthetics, economics and options, so that giving up SOV car trips is a choice, not a sacrifice. We need to fill gaps through different services and connection points that link multiple modes of travel and make sure that transit, carsharing, walking and cycling are safe, pleasant and efficient experiences for the users.

Thank you.

Sincerely,



Wendy Silvani
Director

Letter A5

**Emeryville Transportation Management Association
Wendy Silvani, Director**

Response A5-1: The comment states that the Emery-Go-Round system carries about 3,000 passengers during the AM and PM peak hours. There are two routes operating during each peak hour and each route runs about 6 buses (operating at 10 minute intervals) during each peak hour. Thus, Emery-Go-Round makes 24 bus runs during the AM and PM peak hours combined. This means that each bus run would be required to serve 125 people. This is inconsistent with field observations conducted in October 2005 when bus loads were about 70 percent occupied (25 of the 35 seats occupied) during the peak hours.

There are over 14,500 cars that pass Powell Street between Hollis Street and the Frontage Road during the AM and PM peak hours. This is equivalent to about 16,500 people, assuming a 1.15 auto-occupancy factor. During the same two hours there are about 24 Emery-Go-Round buses that also pass Powell Street and these buses carry a total of 600 people. Thus, Emery-Go-Round reflects 3 to 4 percent of the person trips that pass Powell Street within Emeryville.

While the Emery-Go-Round bus carries significantly more people than an automobile, the majority of people are using the automobile and the environmental documents reflects this.

Response A5-2: The comment correctly notes that transit bus travel times are impacted by poor intersection operations and the impact compounds by traveling through congested corridors. While there is not significance criteria for bus transit travel times, the roadway changes identified as mitigation measures in the Marketplace environmental document do reduce vehicle delay which also then reduces transit delay from unmitigated conditions. The intersection improvements identified in the Marketplace environmental studies improve travel through the Powell Street area for all vehicles including buses, which make up 3 to 4 percent of the person trips and automobiles which make up the remaining person trips.

Response A5-3: Comment noted. This comment does not specifically address the adequacy of this EIR; no further response is required.

Response A5-4: The comment makes several specific suggestions. Each is addressed below. Designating lanes for bus/HOV use only through highly congested areas does improve bus travel times and will benefit people using transit that pass through the Powell Street corridor within Emeryville. Even if bus/HOV lanes increased bus ridership by 100 percent, the bus/HOV lanes would benefit less than 10 percent of the total people passing through Powell Street. Road changes

recognize this and identify opportunities to reduce both transit and automobile delays.

Traffic signal priority is an important component to maximizing bus flow through congested intersections. The suggestion that the City should implement traffic signal priority has been forwarded to City planning staff for consideration.

The Marketplace development will improve bus stop locations and amenities to increase transit visibility and provide safe and efficient access for all users.

The Marketplace development includes a comprehensive Transportation Demand Management (TDM) Plan that includes many of the components referenced in the comment. A Draft of the TDM Plan is included in Appendix A of this RTC document.

Response A5-5: The comment requests additional design-level information related to pedestrian and bicycle access to and through the site. The Project Applicant has prepared and submitted a comprehensive TDM Plan that identifies alternative ways to travel to, from and through the site. The provided plans show continuous pedestrian and bicycle facilities, multiple areas for bicycle parking, sidewalks consistent with the Shellmound Streetscape Design Guidelines, and driveway consolidation where feasible. A copy of the TDM plan is included in Appendix A of this document.

Response A5-6: Comment noted. This comment does not specifically address the adequacy of this EIR; no further response is required.

Response A5-7: The comment states that the Marketplace project will add 15 more riders to each bus during the peak hours. As indicated in Response to Comment A5-1, each Emery-Go-Round bus passing Powell Street carries (on average) about 25 riders during the peak hour. Thus, according to the comment calculations, the added Marketplace development would increase bus ridership by 60 percent over current conditions. The increased ridership is inconsistent with the level of Marketplace development change (i.e., 340 housing units and 77,000 square feet of commercial use) when compared to the total development in the area served by the buses.

According to the Marketplace environmental document, the proposed project would generate about 460 peak hour vehicle trips (about 530 person trips) and about 30 peak hour transit trips. The ratio of peak hour transit riders to total person trips is about 5 percent which is slightly higher than the 3 to 4 percent derived from existing observations (see Response to Comment A5-1). Thus, the environmental document accurately reflects the level of transit ridership expected from this one project.

- Response A5-8: The suggestion to establish a measurable mode split goal is noted and has been forwarded to City staff for consideration. The implementation of such a measure would not change the findings of the EIR.
- Response A5-9: The traffic data used as the baseline for the Marketplace environmental document was collected prior to the MacArthur On-ramp being opened. As a result, the baseline data needed to be adjusted to reflect the ramp's opening.
- Response A5-10: Refer to the Response to Comment A2-5 for additional information regarding the railroad crossing operations.
- Response A5-11: The Powell Street/Hollis Street intersection was identified as a significantly impacted intersection and measures to mitigate the impact were identified.
- Response A5-12: Refer to Response to Comment A5-1 and A5-7 for the consultant's estimate of transit ridership.
- Response A5-13: Your comment will be forwarded to the City of Emeryville for consideration.
- Response A5-14: The Draft EIR identifies impacts with mitigation measures that require approval from other jurisdictions such as Caltrans as significant and unavoidable (see Impact TRAF-1 and TRAF-2 on pages 164-166 of the Draft EIR). The revised text of these mitigations also provides an explanation of the potential challenges associated with getting these measures implements. See Response to Comment A1-6.
- Response A5-15: Unbundled parking is not a required mitigation measure to reduce peak hour vehicle traffic and so it is not studied in the Marketplace environmental document. However, the applicant is proposing to unbundled parking as part of the TDM plan.

B. INDIVIDUALS

-----Original Message-----

From: Dimitrios Katsis [mailto:dkatsis@gmail.com]

Sent: Tuesday, July 31, 2007 6:55 PM

To: Miroo Desai

Subject: Comments on the Marketplace Redevelopment Draft EIR

Dear Miroo Desai,

Unfortunately I haven't been able to review the full draft EIR, so my opinion is based on the executive summary of the draft EIR and on the planning commission meeting of July 26th.

1. Comments on current proposal

My understanding is that the project aims among others at creating a pedestrian friendly "downtown" feel, which Emeryville lacks. What I see, however, proposed, are some extra buildings, hardly connected to the existing environment through plain "pedestrian pathways." Specifically, the following points should illustrate how the proposed development does NOT create a pedestrian friendly downtown environment:

a) The parking structure at the lower building floors detach the building from the street-scape, despite the ground-floor retail space. The result is not expected to be visually appealing from the street level.

b) The large surface parking lot is by definition pedestrian hostile, despite the various paths (part of which already exist but are hardly utilized). Decreasing its size by adding ground level retail space, as was proposed on the planning commission meeting, will only add a suburban mall character to the place.

c) The proposed development project fails (particularly since it doesn't attempt) to aesthetically unify the existing structures and create a characterful downtown environment, which would appeal to pedestrians. On the contrary, the only way it attracts pedestrians is through ground floor retail space; the pedestrians will come to the site just because they have to, in order to visit one of the shops.

1

8/2/2007

d) Shellmound street is a busy street; unless alternatives are given to drivers, I doubt that the vehicular and pedestrian traffic can coexist harmonically.

1
cont.

e) The Emeryville station will be around half the day in the shadow of the new structure, facing the garage; I don't know whether this should be a consideration.

2

Concluding, I strongly feel that the current proposal lacks the vision to create a vibrant downtown environment and few minor modifications (just moving buildings around) will not sufficiently address the city's needs.

3

2. New proposal

I think that the Emeryville marketplace has all the location characteristics required to become the "downtown" area our city lacks. The downtown area should be characterful (to attract people not only to shop but also just to visit or live in Emeryville), attract small businesses (as opposed to chain stores), attract residents (condominiums etc.), attract cultural events. If we fail to create such an area within Emeryville, our city will just become the shopping mall of the area.

Based on the significance of the task presented above, the assignment of a single developer to create a project similar to the one proposed in the EIR, would be catastrophic, unless we have reason to patronize a particular developer. On the contrary, I would suggest a national (or international) architectural competition for the site. Despite the small size of our city, our key location and big potential should be able to attract a few developers; at least we won't know unless we try, and we owe it to the city to try.

If for some reason, you would like to continue working with the specific developer, I have a couple of alternatives to suggest:

a) "Santana Row" alternative: Create stand-alone parking structures toward the east side of the site (between the cinemas and the existing tower), and create 2-3 story buildings with ground floor retail and housing at the center of the site along a pedestrian street running on a north-south axis, just west of the existing market. Create a similar narrow curving pedestrian street on the east side of Shellmound, on the southeast of the site, and build 2-3 story buildings around this, instead of the bulky building proposed. Possibly add a small parking structure at the southeast corner, only for residents and employees. The 2-3 story buildings should have distinctive and different style to each other, to appear closer to the human scale (refer to Santana Row in San Jose for example).

4

b) Elevated pedestrian circulation alternative: Dedicate the lower floors to parking (as proposed) and create an elevated pedestrian circulation, by moving all pedestrian activities to a higher level. Place stores at this level (instead of ground level). Place many pedestrian bridges at this level above Shellmound to unify the site. Create a public square/recreation area on top of a parking structure (covering part of the existing surface parking lot) which could be also home to an actual outdoors market. This elevated pedestrian circulation area can extend on top of part of the tracks (with escalators to the station) to further seamlessly unify the sites west and east of the tracks and create more public space. This approach enables pedestrians to move independently of traffic, reduces the perceived bulk of the buildings by placing the parking structure below the elevated pedestrian level, unifies the sites west and east of Shellmound and west and east of the tracks, and creates plenty of public/park space on the roof of the structures without sacrificing valuable real estate. (Similar solutions have been adopted on top of an extended parking structure in Nice, France and in a mixed use complex in London, England.)

May I thank you in advance for your time to read these suggestions, hoping they will be useful in shaping a better city.

Regards,

Dimitrios Katsis

LETTER B1
Dimitrios Katsis
July 31, 2007

Response B1-1: This comment does not specifically address the adequacy of the Draft EIR; rather it raises concerns associated with the project's merits related to pedestrian circulation and aesthetics.

In regards to the pedestrian circulation, the City and project applicant concur that these are important issues. The project applicant did provide pedestrian circulation improvements and diagrams with our project application. These plans and concepts were not included in the Draft EIR, as such a level of detail is not required for EIRs. The plans are available for review at the City Planning Department. To further illustrate the pedestrian and bicycle circulation plans, the applicant has also prepared a supplemental bicycle, pedestrian, and transit illustrative plan and Transportation Management Plan (included in Appendix A). This plan illustrates how pedestrian and bicycle circulation would be improved through the Proposed Project and alternatives with new and enhanced bicycle lanes, sidewalks, plazas, bus shelters, mixed use destinations, and new buildings. The plan also indicates where bicycle parking, car share parking, and bus shelters would be located to illustrate how transit, bike access, and pedestrian circulation will be improved.

Additionally, the City and the project applicant are considering a Revised Main Street alternative, which may be considered for approval in place of the proposed project. (See discussion in Chapter I, Introduction).

Response B1-2: The discussion on page 339 acknowledges that the proposed project would cast shadows on the Amtrak station, but based on the significance criteria this shadow impact was not considered significant as it is not anticipated that the shadows would substantially impair the function of the area/building.

Response B1-3: This comment relates to the project's merits and not the adequacy of the EIR; no further response is necessary.

Response B1-4: This comment relates to the project's merits and not the adequacy of the EIR; no further response is necessary. However, it is noted that the City and the project applicant are considering a Revised Main Street alternative, which may be considered for approval in place of the proposed project. (See discussion in Chapter I, Introduction).

Comments on Marketplace Redevelopment Draft EIR

The Site Characteristics description is slightly misleading when describing local vehicular access. Technically 64th Street is an access point, but since the railroad tracks cut it off from the rest of the city, drivers must traverse either Shellmound or Christie Ave. in order to reach 64th St.

1

The plan to hide the pedestrian bridge behind the new Shellmound building is troubling. Right now it's a clearly visible option to pedestrians. Hiding it behind the new building will create a similar situation as the pedestrian bridge between the Woodfin Hotel and the Power St. bridge, where it's out of view to most pedestrians.

2

Over the years the Powell/Christie interchange has been reworked to mitigate the increasing traffic. What traffic would be like without those changes, I can't say. However, I can say that having lived here since 1990, even with those mitigations, traffic continues to get worse. Now this new project predicts several areas of LOS F by 2010. Do the planners honestly believe the proposed mitigations will solve the traffic problems for this project or the area in general? More businesses and residences, with more parking spaces, mean more cars and more traffic and more pollution, regardless of any mitigation measures that will be put in place. How is this in keeping with the plan's stated goal of adding life, vitality, and improving the pedestrian experience?

3

Kevin Parichan
August, 3, 2007

LETTER B2
Kevin Parichan
August 3, 2007

- Response B2-1: The comment is correct in that 64th Street terminates at the railroad tracks. To access the site driveway from 64th Street drivers must use either Shellmound Street or Christie Avenue.
- Response B2-2: This comment relates to the project merits and not the adequacy of the EIR. The Draft EIR did not include the details of the Amtrak Pedestrian Bridge included in the project application. The design of the Pedestrian Bridge connection will include a grand open-air stair that will make this crossing highly visible to pedestrians and transit users in addition to elevators linked to project elevators for bike and ADA access. The final design of this area will be resolved in the Final Development Plan for the project.
- Response B2-3: The mitigations included in the transportation would mitigate the impacts as described, if they can be implemented. However, it is noted that many of the recommended mitigation measures would require land acquisition and/or approval from other jurisdictions including CalTrans, and as such they will likely be challenging to implement.

July 29, 2007

City of Emeryville
1333 Park Avenue
Emeryville, CA 94608

Attn: Miroo Desai, Sr. Planner

RE: Public Review of Draft EIR – Marketplace Redevelopment Project

Ms. Desai:

Thank you for providing me with a CD of the Marketplace Redevelopment Project EIR. As an immediate neighbor to this project, I am very excited about the Marketplace redevelopment and look forward to working with the developer and city to achieve the objectives stated in the EIR Project Description. If the stated objectives are met, this project will be an asset to Emeryville.

1

I found the CD format of the EIR very helpful in searching for key words. The word searches that I used provide evidence of what I believe to be a deficiency of the EIR and project design. Specifically, my search for 'transit-oriented' yielded four instances of transit-oriented development. Of these four instances two are used in defining the project objectives. The second two instances are used when the objectives are repeated for ease of reference.

Overall, I find that the project and its alternatives, as defined in the EIR, do not adequately address the Project Objectives – especially the transit-oriented aspect of the project. The result of this is a significantly negative impact on quality of life in Emeryville. However, I believe that the project objectives could be met through relatively small design changes and additional mitigation measures.

2

Project Objectives

"The primary objective of the project is to revitalize and redevelop the Marketplace area to create vertical mixed use neighborhood that embodies the principals of smart growth and **transit-oriented development** and results in an improved pedestrian environment and livable streetscape. The project applicant believes the proposed project would achieve the following objectives.

1. Adds residents to an existing mixed use neighborhood to add life, vitality and **improve the pedestrian experience**.
2. Improves and modifies the Marketplace site to **crate a lively transit-oriented mixed use neighborhood with attractive and safe pedestrian pathways**.
3. Proposes buildings situated to create **walking destinations** throughout the Marketplace site with attractive architecture that respects the **pedestrian experience** and surrounding architectural context while adding the residential density necessary to create a lively neighborhood.
4. Improves the site landscape and circulation plan by attractively landscaping new building edges, **adding street trees**, new plazas, attractive hardscape and **clarifying pedestrian routes** through the site. Gathers people traveling through the site to **common walk-ways** to increase their vitality.
5. Promotes smart growth, environmentally sensitive and green design concepts.

3

General Comments

The Marketplace site, if developed as a true transit-oriented development (TOD), has the potential for very high density. Acres of surface parking could be replaced with mixed use development and greatly improve pedestrian and bike connections. Project objectives, as stated, could be met.

Key elements of TOD are transit and bike / pedestrian connections. Providing a focus on these elements is paramount. If these elements are properly addressed, cars / traffic considerations can and should become secondary. The EIR goes into great detail about mitigation measures for traffic but fails to adequately address alternative transit and bike / pedestrian connections. In fact, many of the traffic mitigation measures exacerbate bike / pedestrian problems that already exist.

One Example (many could be cited):

TRAF-1a mitigation measures:

1. Reconstruct the off-ramp to provide dual left-turn and dual right-turn lanes. The additional lane should be about 900 feet.
2. Reconstruct the southeast corner of the Powell Street/I-80 Eastbound Ramps intersection *improving* the curb radii to 40 feet.
3. Widen the north side of Powell Street 12 to 14 feet between Christie Avenue and Eastbound I-80 Ramps to align westbound Powell Street through lanes across the intersection with Eastbound I-80 Ramps. This improvement will also allow the widening of the eastbound right-turn lane at the Powell Street/Christie Avenue intersection to 14 feet and construction of a pedestrian median refuge on the west side of the Powell Street/Christie Avenue intersection. This change requires right-of-way along the north side of Powell Street between Christie Avenue and the I-80 Eastbound On-Ramp.

4

I fully support reconfiguring these intersections in effort to improve traffic flow and reduce confusion at this most significant traffic snarl in Emeryville. However, existing pedestrian/bike connections in this area are some of the worst in the city. **Mitigation measures that improve traffic conditions must also address pedestrian/bike connections.**

Mitigation measure TRAF-1a 2. appears to increase the turning radius from the freeway off-ramp. This ramp crosses the bike/pedestrian Bay Trail corridor. This is already an extremely dangerous place for bikes/pedestrians to cross. Increasing the turning radius will increase the speed at which cars exit the freeway. While this *improvement* is great for car traffic, it will make a dangerous bike/pedestrian crossing even worse.

Incorporating dedicated bus lanes into the intersection reconfiguration should also be considered.

5

TRAF-1b mitigation measures, with the exception of unbundling parking, appear to be “boilerplate” concepts that should be applied to most future development in Emeryville. For true TOD at this location, the TRANSIT in transit-oriented development for this project needs to be clearly defined. Tangible ways of enhancing existing transit and plans for future transit should be identified in the EIR. Examples include:

1. Work with Amtrak to allow and promote trans-bay bus service from the Emeryville Amtrak station to San Francisco.
2. Work with Amtrak to establish free service or significantly reduced fare service from Emeryville to Berkeley and Jack London stations.
3. Identify the number of buses that need to be added to the Emery-Go-Round to provide service to the project.

6

Future transit options, including a streetcar, should also be explored. The currently proposed streetcar plan would provide stops at the Amtrak station and at the 64th Street / Lacoste intersection. Both of these stops provide easy pedestrian access to the Marketplace project. The streetcar system would provide fast and efficient connections to the MacArthur BART Station (Phase I) and the Emeryville Peninsula (Phase II).

7

The Marketplace project should work in concert with the proposed Amtrak transit center. There are opportunities to provide shared parking. Integrating bus bays into the Shellmound site may provide better access for pedestrians and buses than what is currently proposed for the Transit Center.

8

Pedestrian connections within the project should be given a much higher priority. Clear and pedestrian friendly paths should provide direct and obvious access to Amtrak, multiple east/west site connections, and very strong connections to an improved pedestrian corridor connecting to Bay Street shopping center. Within the site, and while making the connection to Amtrak, cars should stop for pedestrians. The Main Street alternative, which may provide the strongest foundation for meeting the project objectives, falls woefully short at making connections to Amtrak. In all scenarios, this project provides an opportunity to replace the problematic public elevator at the west end of the Amtrak pedestrian bridge. Providing a pedestrian bridge over Shellmound with elevator access on the west side of Shellmound is an option that should be considered.

9

This project doesn't appear to make any provisions for enhancing the bicycle experience. Traffic on Shellmound, the main bike corridor through the site, will significantly increase in all scenarios. The Main Street alternative implies that a bike lane would only be provided on one side of Shellmound. Mitigation measures must be identified. Alternative routes and improved bike access to the Horton Street bicycle boulevard should be explored. Improvements could include integrating ramps to the existing bike/pedestrian bridge.

The mixed use proposed in the Main Street alternative is alarming. This alternative includes an anchor retail store of substantial size. While mixed use that includes retail is essential to TOD and the success of this project, regional retail or "big box" stores and their associated traffic impact may not be appropriate for this site and are better suited to other areas of the city. An ideal tenant may be Trader Joe's (which promotes itself as "your neighborhood grocery store"). This would provide Trader Joe's an opportunity to build a store that better suits their needs while relocating from the Powell Street Plaza before it undergoes redevelopment. Trader Joe's would provide the anchor necessary to attract a pharmacy, banking services, and other local serving retail.

10

Project objective 5; Promotes smart growth, environmentally sensitive and green design concepts. This objective does not appear to be met. LEED certification should be part of the project. Green roofs could be incorporated to mitigate storm water runoff. Structured parking roofs, or portions of roofs, could be used as park space. Some of the proposed parking structure locations would provide excellent vistas to The Bay and the Golden Gate Bridge. Rooftops could also be used creatively to provide improved bike/pedestrian connections.

11

The proposed locations for Retail Pad Building #1 and Retail Pad Building #2 would remove most of the only mature trees on the project. These areas should be preserved and enhanced. Improved connections to Christie Avenue Park are needed. This park is relatively small in size and has the feeling of being misplaced in a parking lot. Every effort should be made to remove parking from its perimeter. Restaurants, local serving retail, or office building plazas opening directly on to the park should be considered instead of the designs shown in the EIR.

12

Please include these comments in the Public Review of the Draft EIR – Marketplace Redevelopment Project. This is an exciting time for Emeryville as we work together to create a better living environment at and around the Marketplace.

Thank you,

John Scheuerman
Emeryville Resident

LETTER B3

John Scheuerman

July 29, 2007

- Response B3-1: The comment does not address the adequacy of the EIR; no further response is required.
- Response B3-2: The comment does not address the adequacy of the EIR; no further response is required. Although it is noted that the City and the project applicant are considering a Revised Main Street alternative, which may be considered for approval in place of the proposed project. (See discussion in Chapter I, Introduction).
- Response B3-3: The comment does not address the adequacy of the EIR; no further response is required.
- Response B3-4: Alternative 4 was developed and presented in the environmental document to address several of the issues raised by this comment. This particular alternative removes the surface parking lots and constructs additional transportation infrastructure to provide a grid system of streets to better distribute the different transportation modes.

The comment notes that the transportation mitigation measures should consider pedestrian and bicycle travel. In all cases, the mitigation measures were tested assuming a 3.5 foot/second walk interval to ensure adequate pedestrian crossing times at signalized intersections.

The mitigation measures were also directed to lane channelization improvements in an effort to reduce vehicle weaving, merging, and diverging so that drivers and bicyclists could better coexist in the congested areas.

Median refuges are provided where practical to give refuge to pedestrians crossing signalized intersections. This additional width does increase pedestrian crossing times but reduces the area that the pedestrian is exposed to vehicle traffic.

The comment correctly notes that one of the mitigation measures, to increase the right-turn turning radius at the Interstate 80 eastbound off-ramp, conflicts with the Bay Trail alignment. The change improves the vehicle transition from the freeway off-ramp to Powell Street. The comment asks if there are measures that can be implemented to improve pedestrian crossings. As part of final intersection design, treatments such as setback stop bars, high visibility crosswalk striping, and flashing signs warning of pedestrian crossings can be considered.

A summary of the pedestrian and bicycle implications associated with the recommended off-site traffic mitigation measures is provided in Appendix B.

Response B3-5: See Response to Comment B3-4.

Response B3-6: See Response to Comment A5-4. The Marketplace development includes a comprehensive Transportation Demand Management (TDM) Plan that includes many of the components referenced in the comment. A Draft of the TDM Plan is included in Appendix A of this RTC document.

Response B3-7: The comment does not address the adequacy of the EIR; no further response is required.

Response B3-8: The comment does not address the adequacy of the EIR; no further response is required.

Response B3-9: See Response to Comment B1-1.

Response B3-10: Comment noted. The comment does not address the adequacy of the EIR; no further response is required.

Response B3-11: The comment addresses project merits and does not address the adequacy of the EIR. The project has been accepted as a pilot project for the LEED ND program.

Response B3-12: The comment on the design of the Christie Avenue Park, adjacent parking, and a suggestion for possible future amenities and development around the park are noted, but do not relate to the adequacy of the Draft EIR. No further response is necessary.

Miroo Desai

From: Steven Keller [sckeller@berkeley.edu]
Sent: Sunday, August 05, 2007 10:30 PM
To: Miroo Desai
Cc: john.scheuerman@siemens.com
Subject: Marketplace EIR

Dear Miroo:

I had wanted to write you a longer – more detailed - letter in regards to the Marketplace DRAFT EIR submitted to the Planning Commission on 7/26/07...but, work is at a frantic pace right now and this is all I could get to you.

While I think it is well known that John and I support continued development in Emeryville, we feel that all future development/growth, must be smart growth. At this point in our history we have this one chance to get things right.

I can't support this Draft EIR as it is written, nor can I support the project or project alternatives that it proposes.

As I feel John and my feeling are much in alignment on the subject of city matters – I'd like to say that I wholly concur with John's letter of 7/29/07. I especially agree that the project's "primary objectives" must wholly and clearly be met. In particular, "the transit-oriented aspect of the project." We have got to start thinking about building a newer and better infrastructure if we are ever going to reduce the dependence on cars and their single occupant users. If we don't build smart – especially around transit centers – we will never address; and most certainly, never elevate our snarled traffic.

Let's (as a community) work a bit harder with TMG and see if the challenges of this site can't spawn a real interesting and community beneficial, Marketplace.

Thank you.

And thanx to all the staff and volunteers, for the work they do for us and our City That Could Have It All.

Steven Keller
6363 Christie Av. - PPP

Steven C. Keller, Facilities Specialist
UC Berkeley - School of Public Health
Facilities Management Unit
140 Warren Hall - MC #7360
Berkeley, CA 94720
(510) 643-0553
(510) 642-5945 fax

LETTER B4
Steven Keller
August 5, 2007

Response B4-1: See responses to letter B-3.

Miroo Desai

From: Geoff Sears [GSears@warehamproperties.com]
Sent: Monday, August 06, 2007 11:01 PM
To: Miroo Desai
Subject: FW: Marketplace: Comments

From: Geoff Sears
Sent: Mon 8/6/2007 10:55 PM
To: m.desai@ci.emeryville.ca.us
Cc: Rich Robbins
Subject: Marketplace: Comments

Mirroo:

Obviously many factors related to the proposed project(s) captured in the draft EIR will also be the subject of and discussed in both the Planning Commission and City Council venues due to the actions required of each to move this project forward. Those venues will likely afford us greater opportunity to weigh in with our thoughts and concerns about the proposal, but based on what is captured in the draft EIR we share the following primary thoughts at this point. They are in no particular order:

1) Design of Shellmound project

* Bulk: Too wide and squat:

We find the proposed design to be far too "squat", maximizing its apparent bulk, particularly from the east. The design appears to maximize the blockage of sites to the east from light, air and views. We have thought and continue to think a project that is taller and thinner would be able to achieve the same type of residential density desired by the sponsor while providing vistas from the east past the project out to the west, and vice versa.

* Featureless flat (east) wall:

Related to the above, the project presents a nearly featureless, flat wall to the east, reaching very close to the property line. A different design approach that created more interest and variety when viewed from the east certainly would seem more attractive.

* Garage design/aesthetics:

From the conceptual designs in the EIR no indication of exterior skin/treatment of the garage is indicated. In fact, many of the drawings suggest the garage would be left as a naked, open concrete structure. Also, no underground garage space is indicated. Wareham is the only developer to have created underground parking levels in Emeryville (we now have two projects with them). We have proven it can be done and helps to minimize the bulk of generally less-attractive garage portions and of projects overall. We have also increasingly focused on treating the exteriors of garage structures (with built components and landscaping) to best integrate them into the overall design of the projects and to disguise them. We wish to see both proposed residential developments make real effort to create positive garage aesthetics.

* Pedestrian bridge:

We have real questions about the details of how the new project is proposed to engage the existing bridge. Right now it seems squeezed tightly in a chasm between the two flanking tower portions of the project.

* Greenspace/open areas: We feel much more thought could be given to the landscaping and open space, increasing the amount thereof both at and above grade. Perhaps a much more open and "greened" area at the top of the west side of the pedestrian bridge where it engages the project would be a place to consider?

* Urban design:

The opportunity for the project to positively engage and relate to its neighbor, the Woodfin, had been discussed earlier but does not appear in the latest designs.

1
cont.

* City financial assistance:

Assistance from the City is referenced in the EIR but no detail is given. Can you do so?

2

* Traffic mitigations:

We see the mitigations in the EIR. Generally it seems that the project will contribute funds (in the form of its Traffic Fee, we imagine) to help fund several significant improvements that are identified as benefitting this project and others. That makes sense but we are unsure about what other improvements are being required outside of the mere payment of fees. We certainly think a project of this size and impact likely should include mitigations beyond the traffic fee.

3

* Transit:

We assume the new retail space will be required to contribute to the Emery-Go-Round PBID, but we think the project deserves to mitigate via much greater support to the Emery-Go-Round. The condos should definitely be required to be TMA members as one of their conditions of approval, as has been done with several other recently-approved condo projects. We further think that it may make sense, given the scale of this project, that other TMSA support be considered/required.

* Stormwater:

We assume the project(s) will be required to treat 100% of site-derived stormwater, with an emphasis on organic filtration (i.e. bioswales).

4

These are thoughts we have at this point, and welcome the chance of further study of the EIR as well as any additional information you or the sponsor may have about any of the above.

LETTER B5

Geoff Sears

August 6, 2007

Response B5-1: This comment primarily addresses the project's merits. The project applicant has provided the following in response to this comment.

Response B5-2: The topic of financial assistance does not fall under the purview of CEQA as CEQA focuses on physical environmental effects.

Response B5-3: Mitigation measures for the proposed project are summarized in Table II-1 of the Draft EIR.

Response B5-4: The treatment of site-derived storm water is addressed in the Draft EIR in Chapter V, section H. Hydrology and Storm Drainage (pp. 275-278). As noted therein, various treatment methods, including swales, are available and will be considered to ensure that the proposed project drainage design meets all requirements of the current Countywide NPDES Permit and the City of Emeryville's 2005 *Storm Water Guidelines for Green, Dense Redevelopment*.

Tomorrow Development Co., Inc

1305 Franklin St. #500

Oakland, Ca. 94612

(510)832-2628 x 222

(510)834-

7660 fax

August 2, 2007

Miroo Desai, Senior Planner
City of Emeryville
Planning Division
1333 Park Ave
Emeryville, CA. 94608

RE: Marketplace Redevelopment Draft EIR

I am the President of Tomorrow Development Co, Inc, the Managing General Partner for the project commonly known as Christie Park Towers at 6150 Christie Ave, Emeryville. I have reviewed the above referenced document with my colleagues and we have the following concerns:

1. Adequate communication: Because we have been aware of this project, we have followed its progress for some time and have the opportunity to voice our concerns. However, I am surprised that, even as an adjacent property owner, we were never properly notified by the City or the developer of the availability of this draft EIR. I am wondering if other potentially impacted parties are being notified properly.
2. Density: Our primary concern with the project is the high density of the proposed residential condominiums. Although the Shellmound Building has some of the same problems, our comments will focus primarily on the 64th and Christie building because of its direct impact on our project. This building is just too dense, too bulky, and inappropriate in scale.

With the exception of the Pacific Park Plaza Tower, all of the residential projects in this neighborhood have conformed with the Mixed Use zoning requirements. Most of the residential buildings have been 4 story light weight steel frame construction over a concrete podium. These include the recently completed Avenue 64/Pinnacle Project with 224 units on sq.ft. and the older Emery Bay Club project of 260 units and Bridgewater Condominiums of 220 units. Christie Park Towers will be an 8 story concrete mid rise with 59 residential units on 26,000 sq.ft. of land. The Gateway Project at Powell and Christie is proposing 280 units in low rise buildings with one 8 story tower. A summary of these densities is

provided below:

Project Name <u>Location</u>	No. <u>Units</u>	Land <u>Size</u>	Sq.Ft Land <u>Per unit</u>
Avenue 64 6335 Christie	224	136069	607
Gateway 5801 Christie	280	187960	671
EmeryBay 6400 Christie	424	286590	676
Christie Park Towers 6150 Christie	59	26198	444
Proposed Project Name <u>Location</u>	No. <u>Units</u>	Land <u>Size</u>	Sq.Ft Land <u>Per unit</u>
64th and Christie	180	52845	294
	180	68133	379
Shellmound	160	58688	367

TMG's proposal to rezone the property from Mixed Use to PUD allows them to circumvent the zoning requirements for a much denser project. The 64th/Christie building will have 180 units on a 68,133 sq.ft. lot. In order to qualify for this high density, they are proposing a revision in the lot lines, which artificially enlarges the existing parcels by almost 29% from 52,845 to 68,133 sq.ft.. By rezoning to PUD, they are increasing the maximum density on the original parcels from about 114 units to 180 units, a 58% increase. The resulting design is a building that is more bulky with less open space, less natural light, and less architectural articulation.

The proposed density of the 64th and Christie building on the existing parcels is less than half of the average densities or double the number of units of the adjacent properties under the MU zoning. Even if the lot line adjustment is allowed, the density would be 58% more than the adjacent properties. The proposed density of the Shellmound Building would be 84% greater than these comparable projects.

Section 9-4.85.6 of the RPUD regulations states that the parcel area of a project be no less than 90% of the requirements prior to rezoning to PUD. With 180 units, it would seem that the reconfigured parcel should be no

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cont.

less than 70,200 sq.ft. or the number of units should be no more than 175.

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Before even considering the rezoning, the City must find that that the scale and density proposed must conform to the surrounding neighborhood and to the general plan. The developer's proposal does not meet this criteria.

Notwithstanding, TMG acquired these parcels with City financing as part of the redevelopment program. Any project that uses City funds should generate additional benefits to the City. However, TMG is agreeing only to meet the standard 20% affordable housing requirement, even though they would like to build 62 more units. Should the City even consider allowing the higher density, the financial windfall to the developer should definitely be countered with a greater affordable housing set aside.

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Very truly yours,

Ted W. Dang, President

TD:s

LETTER B6

Ted Dang

August 2, 2007

Response B6-1: The City notified all property owners within 300 feet of the project site.

Response B6-2: This comment primarily addresses the project's merits. The project applicant has provided the following in response to this comment. The Marketplace Project Site is approximately 15 acres. The combined existing and proposed commercial development on the Project Site is well under the existing allowed Floor Area Ratio of 2.0. Similarly, the Shellmound Building proposes 160 for sale units and the 64th & Christie Building proposes 180 units. The overall size of the mixed use Planned Unit Development ("PUD") is 15 acres, which results in an overall residential density within the PUD of less than 24 du/acre, which is less than the 45 du/acre base density. The project will also qualify for a 25% density bonus, because as a development of over 30 units, the project will include affordable units as required by the Affordable Housing Set-Aside Program. The site is adjacent to high density residential and is appropriate for such development. To take any one small area of the overall site and calculate FAR or density is to ignore the purpose of density standard, which must take into consideration the variety of building types and heights, driveways and streets, plazas, landscaping and sidewalks.

In scale, the proposed project buildings are similar to existing built adjacent and proposed or approved projects in height, including the Terraces, Emery Station, Marketplace Tower, and Woodfin Hotel and approved Tomorrow Development proposal, as well as concepts being considered by BRE and other adjacent owners.

Specifically, the Tomorrow Development comment letter suggests that the Marketplace project exceeds allowable zoned densities and heights. The total density and height of the Marketplace Proposed Project buildings are within the density set by the current general plan and zoning ordinance over the entire site. The specific height of the proposed 8-story Shellmound is beneath the zoned height of 175', and the Reduced Main Street Alternative within this height limit. The Proposed Project is below the zoned FAR and residential density limit. The Reduced Main Street Alternative is within these limits. The proposed 8-story 64th and Christie Building is in the same zoning and height district as the commentor's approved 8-story residential project, with much greater architectural variety at the ground floor and above than the commentor's tower. The comment that the parcel area of the 64th and Christie building is too small for the RPUD density limits incorrectly applies the RPUD standards to a MU zoning district (this is not a RPUD site), and ignores that the project takes advantage in the proposed mixed use PUD with Marketplace of shared project entry drives,

sidewalk areas, plazas, varied building heights and no-build zones that lower the density of the this building in its context. The proposed 64th and Christie Building and the rest of the proposed Marketplace project conforms to current zoning densities and existing height patterns in the surrounding area.

Response B6-3: Comment noted. See Response to Comment B6-2 above.

Response B6-4: See Response to Comment B6-2.

TMG PARTNERS 100 BUSH STREET, 26TH FLOOR
SAN FRANCISCO, CALIFORNIA 94104 T 415.772.5900
F 415.772.5911 WWW.TMGPARTNERS.COM



August 6, 2007

City of Emeryville
Planning and Building Department/ Attn: Miroo Desai
1333 Park Ave.
Emeryville, CA 94608

Re: Comments on Marketplace Redevelopment Project Draft Environmental Impact
Report (SCH # 2005122006)

Dear Miroo,

On behalf of the applicants, Marketplace Mortgage, LLC and Rockwood Christie, LLC,
this letter transmits our comments on the Marketplace Redevelopment Project Draft
Environmental Impact Report (SCH # 2005122006) ("DEIR"). Our comments are
outlined below.

1. Figure IV-2: The cross-hatching on the "Footprints of Proposed Buildings" and "Footprints of Existing Buildings" is reversed in the legend. | 1
2. Page 39: Both of the buildings on the 64th and Christie site are vacant. | 2
3. Page 68: The strip of property adjacent to the City Park has been sold to the City of Emeryville. | 3
4. Page 183, final paragraph and page 184 first partial paragraph: Please delete the following statement/recommendation: "The minimum dimensions of an assigned resident stall are 9 feet by 18 feet long. Although City Code does permit some compact stalls in residential developments, residents assigned to a compact vehicle which would impede vehicle circulation though the lot." It is our understanding that this standard does not apply to structured parking environments. | 4
5. Page 186, first bullet: Please delete the recommendation "Redesign assigned residential parking stalls to meet standard City dimensions." Again, the 9-foot standard does not apply to parking structures. | 5

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6. Page 231, Mitigation Measure NOISE-2b: Please delete "triple-paned" so that the sentence reads "Windows with a minimum rating of STC-32 shall be installed...". We would like the flexibility to apply the most efficient technology available to achieve the desired end, rather than being required to utilize only one method (triple pane windows).

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We appreciate your time and assistance with this project. Please do not hesitate to contact me at (415) 772-5900 if you have any questions about our comments.

Sincerely,

A handwritten signature in black ink, appearing to read 'Denise Pinkston', with a long horizontal flourish extending to the right.

Denise Pinkston
Partner
TMG Partners

Cc: Tamsen Plume, Holland & Knight LLP

LETTER B7
Denise Pinkston
August 6, 2007

Response B7-1: The comment incorrectly states that the cross-hatching on the “Footprints of Proposed Buildings” and “Footprints of Existing Buildings” is reversed in the legend of Figure IV-2; the legend in Figure IV-2 is correct. However, the cross-hatching is reversed in the legend of Figure IV-4. The minor error is noted but, as it does not change the analysis or conclusions of the Draft EIR, no further response is necessary.

Response B7-2: The comment is noted that both buildings on the 64th and Christie site are presently vacant. As this fact does not change the analysis or conclusions of the Draft EIR, no further response is necessary.

Response B7-3: The strip of property to which the comment refers is occupied by a sidewalk that parallels the south side of the Christie Avenue Park. This minor change to the project area would not result in any additional environmental impacts beyond those set forth in the Draft EIR. Final Development Plans for the site will clarify that this narrow strip of property is not part of the redevelopment area. No further response is necessary.

Response B7-4: The comment is correct. The Draft EIR is hereby revised on page 183, final paragraph and page 185, first partial paragraph, to read:

This parking structure design review includes the 64th & Christie building and Shellmound Building parking structures. It considers consistency with accepted design standards for parking structures as well as a qualitative review of the circulation plan to identify potential conflict locations. Design standards for parking are set by the City of Emeryville Municipal Code in section 9-4.55.7. Generally, parking stall and drive aisle dimensions in the proposed garages meet City standards. However, stalls in the resident only areas of the 64th & Christie building and Shellmound buildings garages are designated as compact stalls. ~~The minimum dimensions of an assigned resident stall are 9 feet wide by 18 feet long. Although City Code does permit some compact stalls in residential developments, residents assigned to a compact space may not have a compact vehicle which would impede vehicle circulation through the lot.~~

Response B7-5: The comment is correct. The beginning of the bulleted list on page 186 in the Draft EIR is hereby revised to read:

Parking Structure Recommendations:

- ~~Redesign assigned resident parking stalls to meet standard City dimensions~~
- Review the ramping system of the 64th & Christie building garage during permit approval to ensure compliance with City of Emeryville design guidelines

Response B7-6: The proposed change would not change the level of mitigation provided for the impact and the Draft EIR is hereby revised on page 231, in Mitigation Measure NOISE-2b, to accommodate the commentor's request.

Mitigation Measure NOISE-2b: ~~Triple paned w~~ Windows with a minimum rating of STC-32 shall be installed for all units within the Shellmound building directly exposed to the railroad tracks at all heights. (LTS)

C. PUBLIC HEARING COMMENTS

EMERYVILLE CITY PLANNING COMMISSION
ACTION RECAP

THURSDAY, JULY 26, 2007

I. CONVENE, ROLL CALL, AND PLEDGE OF ALLEGIANCE

The meeting was called to order at 6:30 p.m. by Vice Chair Donaldson. Commissioners present: Arthur Hoff, Patricia Jeffery, Gail Donaldson, Frank Flores, Lawrence Cardoza and Angela Baranco. Jim Martin absent.

New Commissioner, Angela Baranco, was welcomed by Commissioners and Planning Director, Charles Bryant.

Karen Hemphill, City Clerk, performed the swearing in ceremony of the new Commissioner and welcomed her to the Commission.

II. CITIZENS TO BE HEARD

None

III. ACTION RECAP – June 28, 2007

Motion: To approve the action recap of June 28, 2007.

Moved: Jeffery
Seconded: Cardoza
Vote: Ayes: Flores, Hoff, Jeffery, Donaldson, Cardoza
Abstained: Baranco
Absent: Martin

Chair Martin arrived at 6:38 p.m.

IV. ELECTION OF OFFICERS

Motion: Commissioner Jeffery nominated Commissioner Martin for a second term as Chair and Commissioner Donaldson for a second term as Vice Chair. Motion passed without exception.

Commissioner Hoff was nominated to replace past Commissioner Paul Germain on the General Plan Update Steering Committee. Motion passed without exception. It was noted that the City Council will make the appointment on August 7.

V. DIRECTORS REPORT

Director Bryant congratulated Commissioner Baranco on her appointment; she was appointed by the City Council on July 17 to fill the vacancy created by Paul Germain's retirement.

Director Bryant then reported on City Council actions at their July 17 meeting. A study session on the "Big 4 Traffic Study" was held; however, due to time constraints, there was no opportunity for discussion, so a special meeting was scheduled for Saturday, September 15. The Redevelopment Agency had a presentation on the "Vision for the East BayBridge Center", which was the same presentation that the Commission will be seeing tonight. A contract for an "Alternative Transportation Study" was considered by the Council and referred to the Transportation Committee; it will be considered again by the Council on August 7. The Council approved amendments to the contracts with MIG and Dyett and Bhatia for the General Plan update. They also granted a noise waiver for roof tear-off work at night at Borders bookstore.

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Finally, the Council heard an informational report on the permit parking program and approved a permanent permit parking area on the north side of 62nd Street between Hollis and Overland.

The General Plan Update Steering Committee held a bus tour of the City's "change areas" last Saturday, July 21. The last regular meeting was Tuesday, July 24. The Committee began going through the "change areas" one by one and debating the future land uses and building forms, for development of a preferred plan. They only got through areas "A" and "B", and still have to get through area "L" plus the transportation policies, so the process will continue through the summer. Following development of the preferred plan, a joint Planning Commission/City Council meeting will be scheduled to present and discuss it.

The next regular quarterly meeting of the Park Avenue District Advisory Committee is Wednesday, August 8. The Committee will review the status of private projects and public improvements in the district, and the implementing ordinances. There are three vacancies on the Committee, two for residents and one for a business representative. There is one resident applicant, who is expected to be appointed by the City Council on August 7. Two more applicants are needed, one resident and one business.

Director Bryant then reported back on the status of Commissioner Jeffery's request from the last meeting for a comparison of Emeryville's impact fees with those of other cities. MuniFinancial was hired to prepare a development impact fee study, and came up with recommendations for two fees: a Parks and Recreation Facilities fee and a General Government facilities fee. This study was presented the City Council on May 1. The Finance Director was directed to meet with developers and the business community to discuss the fee. As a result of that meeting, MuniFinancial has now been directed to prepare a comprehensive study of all development impact fees of seven other East Bay cities. That study is expected to be completed by October. In addition, the developers have been given until November to have their own consultants review the City's proposed fees. Therefore, it will be November or later when revised impact fee proposal will be brought back to the City Council.

VI. STUDY SESSIONS

- A. **East BayBridge Vision Plan** – The Redevelopment Agency retained SZFM Design Studio to produce a design feasibility study for the East BayBridge Center consisting of renovations to the existing facilities; circulation improvements for bicycles and pedestrians both into and within the center; and redevelopment of underutilized portions of the site, such as surface parking lots, for additional commercial and residential uses. The resulting "Vision Plan" was presented for information and discussion.

Michelle DeGuzman made the staff presentation and introduced the consultant, Sudhish Mohindroo, who made a presentation.

Public Comment:

Lisa Findley, resident at 6019 Christie Avenue, spoke briefly and expressed concerns regarding traffic from this project which she stated this plan has ignored.

Commissioner Flores said the applicant had done a great job. He thinks it would be great to have trellises and landscaping in this area.

Commissioner Jeffery commended the applicant on the presentation. She said it was a good start, however it needs further exploration. She would like to have some concepts taking it to the next level. This project needs to open up, because it turns inward.

Commissioner Cardoza said it needs to be more creative. It would be more efficient if the City takes the lead and bring property owners into this vision.

Commissioner Donaldson agrees with bringing owners into the process. She said this is a good first step and she appreciates the effort on intensifying the use. She would encourage property owners to participate in the cosmetic portion.

Commissioner Hoff said it is a nice plan and would like to see what the property owner has to say.

Commissioner Baranco said she thought the consultant answered the questions that the Commissioners asked when he made his presentation.

Commissioner Martin said it does not make sense to extend the trellis. He needs to hear from the property owner before going forward. He does not want to see the development component going to the Steering Committee yet. Too much work still needs to be done at this point. He liked what the U.C. students presented in their study. He stated they should not be building around the uses already in the area.

Michelle DeGuzman stated they would proceed to the next step and revise the plans.

Commissioner Martin said the Commission would like a periodic update from the staff on how things are progressing.

Planning Director Bryant said staff could certainly provide that information, perhaps on a quarterly basis.

At 8:00 p.m. there was a short break; the meeting reconvened at 8:07.

VII. PUBLIC HEARINGS

- A. **Marketplace Redevelopment Project, Shellmound Street, 6340 and 6390 Christie Avenue (PUD 04-02)** – A public hearing to accept comments on the Draft Environmental Impact Report (DEIR) prepared for the Marketplace Redevelopment project. The Notice of Availability for the DEIR was published on June 21, 2007 and the 45-day comment period will end on August 6, 2007. General Plan Designation: Mixed Use (M-U) Zoning Classification: Mixed Use (M-U) (Applicant: TMG Partners) (Owners: Marketplace Mortgage, LLC and Rockwood Christie, LLC) (APN: 49-1492-6-1; 49-1492-8; 1492-10-2; 49-1492-11; 49-1493-1; 49-1493-9-2; 49-1493-9-3; 49-1493-10-2; 49-1493-10-3; 49-1493-13; 49-1493-14; 49-1493-15)

Commissioner Donaldson was recused due to a possible conflict of interest.

Senior Planner, Miroo Desai, presented the staff report.

Dennis Brown of LSA made a brief presentation.

Commissioner Hoff wanted to know the traffic impact for this project. Rob Rees from Fehr & Peers, traffic consultants, reviewed the traffic impacts.

Commissioner Jeffery said she wanted to see a reduced height scenario for the "Main Street Alternative".

Commissioner Martin said he would also like to see a mid-rise "Main Street" alternative.

The public hearing was opened. There was no one wishing to speak, the public hearing was closed.

There was considerable discussion regarding the traffic, pedestrian and bicycle circulation, parking, noise and ways to reduce vehicle use. Suggestions were to reduce the bulk of large buildings and increase size of other buildings. Eliminate large areas of

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asphalt, reduce height and fill in areas with other buildings.

Commissioner Martin stated he had not finished reading the material and would provide written comments later. He said that on Figure IV-4, the cross-hatching representing the existing and new buildings was reversed on the map. The Traffic Section, like the Big 4 Study, focuses on cars and does not address alternate modes of transportation (public, ped/bike) and on-site circulation sufficiently. He suggested considering reduced parking requirements and discussing the effects in the Traffic Section. He requested that staff look at the pile driving sound attenuation measures applied to Pixar be reviewed and applied to pile driving activity. He also asked that the shade analysis cover a larger area to include the whole shadow, using the Main Street Alternative at 4 p.m. on 12/31 as the example. Director Bryant noted that was a particularly extreme example, but that the shadow analysis would be reviewed to generally include the full length of shadows. Commissioner Martin requested a "low/mid rise" version of the project to reduce impacts.

Commissioner Jeffery asked staff for clarification about the purpose of an alternatives section. She was surprised to see more intense alternatives and thought they were all supposed to reduce impacts. She said she had spoken at the scoping meeting and specifically asked for a low rise alternative and was disappointed that it was not included. She echoed Commissioner Martin's request for the low/mid rise alternative, the request for focus on ped/bike/alternative forms of transportation in the Traffic Section and request to consider the effects of reduced parking requirements in the EIR. She asked when the studies (Big 4, Alternative Transportation, and Parking) were going to be done and Director Bryant confirmed this project would be heard in advance of these studies. Commissioner Jeffery said she did not want to "load things on the first project," but just worried that all these good ideas are talked about and never implemented. The applicant had done a good job in outreaching to the community, City and local interest groups about the project. She will provide additional written comments.

Commissioner Hoff said he thought the proposed project was the best alternative and was happy it included residential and not office space. He thought the main street alternative would load too many cars in an active area and cause conflicts. The bulk of the proposed project buildings could be reduced into more low rise retail. He wanted to know when the traffic fees would be applied to the development.

Commissioner Flores agreed with the comments by Commissioners Martin and Jeffery on the alternatives analysis and ped/bike issues. He asked that the Amtrak Bridge include wayfinding signs.

Commissioner Cardoza thanked the staff for a job well done. He responded to Commissioner Jeffery's requests to include reduced parking and more TDM in the project as "perhaps too hypothetical" and more appropriate for a condition of approval at "project merits" stage. He asked staff to confirm that they could add conditions at project approval, even if not included in the EIR and Director Bryant and Assistant City Attorney Guina said yes.

There was a five minute break at 9:30 – the meeting reconvened at 9:35.

- B. West Elm Furniture Store, Shellmound Street (FDP07-01)** – A Final Development Plan (FDP) for a new, approximately 16,000 square foot retail (furniture) store in accordance with Preliminary Development Plan (PDP) approved for the South Bayfront Retail/Mixed Use Project (Site A) in September 1999. CEQA Status: Final Environmental Impact Report for the South Bayfront Retail/Mixed Use Project certified by the City Council on February 2, 1999. General Plan Designation: Mixed Use (M-U); Zoning Classification: Planned Unit Development – Mixed Use (PUD-Mixed Use) (Applicant: McCall Design Group) (Owner: Madison Marquette) (APN: 49-1039-7)

Senior Planner, Miroo Desai, presented the staff report.

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Charlie Abrams, Transportation Engineer, for Madison Marquette, spoke briefly. Cedric Young of Madison Marquette made a brief presentation. Mike McCall of McCall Design Group spoke briefly and Brent Beckman of Roundtree made brief comments.

The Senior Manager of West Elm expressed excitement about the proposed project in Emeryville and stated their headquarters are in San Francisco.

The public hearing was opened. There was no one wishing to speak, the public hearing was closed.

Commissioner Jeffery wanted to know the type of stucco that would be used on the building and the applicant said it would be their standard look.

Commissioner Martin said the entire AMC building has been turned into a billboard and he does not want this for the West Elm building.

Commissioner Cardoza said it is an appalling design, there is no continuity.

Commissioner Jeffery said she really appreciates the design and is glad to see a green building in town. She thinks it is a great package and great project.

Commissioner Baranco said she thinks it is a fabulous project.

Commissioner Donaldson said it is a good project, well designed and tasteful things have been done. She is glad to see a green building, but they need a more flexible landscape for size of plants.

Commissioner Flores agreed it is a great project.

Motion: To forward the FDP for the West Elm Furniture Store to the City Council with a recommendation for approval, with modified conditions regarding window signage and landscaping.

Moved: Flores

Seconded: Hoff

Vote: Ayes: Flores, Hoff, Jeffery, Martin, Donaldson, Baranco

Abstained: Cardoza

- C. **Stormwater Treatment Facilities Ordinance, City-Wide (ORD07-01)** - Ordinance amending Chapter 13 of Title 6 of the Emeryville Municipal Code entitled "Stormwater Management and Discharge Control Program" with a revised chapter entitled "Stormwater Treatment Design, Management, and Discharge Control Program". The ordinance will refer to the Stormwater Design Guidelines for Green, Dense Redevelopment, and will address design, inspection and maintenance of stormwater treatment measures in development projects. CEQA Status: This project is exempt from environmental review under State CEQA Guidelines Section 15307, which applies to actions by regulatory agencies for protection of natural resources, and Section 15308, which applies to actions by regulatory agencies for protection of the environment.

This item was continued to a future meeting.

VIII. COMMISSIONERS COMMENTS

Commissioner Martin welcomed Commissioner Baranco. Commissioner Flores asked when the "roast" for former Commissioner Germain would be; Director Bryant said he would check and

July 26, 2007

Page 6 of 6

report back. Commissioner Hoff asked when the Council would formally appoint him to the General Plan Update Steering Committee; Director Bryant said it was anticipated for the August 7 Council meeting. Commissioners Baranco and Martin asked who is on the Emeryville/Oakland Joint Planning Authority; Director Bryant said he would check and report back.

IX. ADJOURNMENT – The meeting was adjourned at 11:10

Emeryville Planning Commission Minutes July 26, 2007

- Response C1-1: Commissioners Jeffery and Martin both expressed a desire to see a less intense version of the Main Street alternative. In response to this comment, the project applicant has worked with the City to prepare a Revised Main Street Alternative. The analysis of this alternative is included in Chapter V of this Response to Comment Document.
- Response C1-2: See Responses to Comments C1-1
- Response C1-3: See Response to Comment A5-4, A5-5, B1-2, and B7-1
- Response C1-4: Options for reduced parking are discussed in the TDM Plan and are being considered as part of the project merits in the conditions of approval. No significant CEQA impacts would occur from providing less parking.
- Response C1-5: The comment requests that noise mitigation from a previous project in Emeryville be reviewed and applied to pile driving activity. The recommended documents and other sources were reviewed and the text at the end of Mitigation Measure NOISE-4 on page 233 of the Draft EIR is revised as follows:

Mitigation Measure NOISE-4: The project construction contractors shall comply with the following noise reduction measures:

- All heavy construction equipment used on the project site shall be maintained in good operating condition, with all internal combustion, engine-driven equipment equipped with intake and exhaust mufflers that are in good condition.
- All stationary noise-generating equipment shall be located as far away as possible from neighboring property lines, especially residential uses.
- Prohibit and post signs prohibiting unnecessary idling of internal combustion engines.
- Designate a “noise disturbance coordinator” who would be responsible for responding to any local complaints about construction noise. The disturbance coordinator would determine the cause of the noise complaints (e.g., beginning work too early, bad muffler) and institute reasonable measures warranted to correct the problem. A telephone number for the disturbance coordinator would be conspicuously posted at the construction site.
- Utilize “quiet” models of air compressors and other stationary noise sources where such technology exists. ~~(LTS)~~

To further reduce potential pile driving and/or other extreme noise generating construction impacts greater than 90dBA, as many additional noise-attenuating technologies, such as the following, shall be implemented as feasible:

- Erect temporary plywood noise barriers around the construction site, particularly in areas adjacent to residential buildings;
- Implement “quiet” pile driving technology (such as pre-drilling of piles or the use of more than one pile driver to shorten the total pile driving duration), where feasible, in consideration of geotechnical and structural requirements and conditions;
- Evaluate the feasibility of noise control at the receivers by temporarily improving the noise reduction capability of adjacent buildings by the use of sound blankets for example; and
- Monitor the effectiveness of noise attenuation measures by taking noise measurements. (LTS)

Response C1-6: As noted by Director Bryant during the public hearing the shadow analysis referred to by Commissioner Martin shows a representation of shadows late in the day (within an hour of sunset) at the winter solstice. At this time and date most areas are in shadow or shade due to the low angle of the sun. The simulations for the time and date cited by Commissioner Martin are the only simulations that do not show the entire length of shadows for some buildings; all other shadow simulations show complete shadows. Although extending the view further out would provide information for individual receptors, it would not affect the analysis or the conclusions of the EIR.

Response C1-7: The *CEQA Guidelines* require the analysis of a range of reasonable alternatives to the project, or to the location of the project, which would feasibly attain most of the project's basic objectives and avoid or substantially lessen any of the significant effects of the project. The range of alternatives required in an EIR is governed by a “rule of reason” that requires the EIR to set forth only those alternatives necessary to permit a reasoned choice.¹ An EIR need not consider every conceivable alternative to a project. Rather, it must consider a reasonable range of potentially feasible alternatives that will foster informed decision-making and public participation. The No Project and Reduced Footprint alternatives meet the intent of this requirement.

Under some circumstances, as with this EIR, in addition to considering alternatives that lessen the significant project impacts, additional “Non-CEQA” alternatives are analyzed. The Non-CEQA alternatives in this EIR are evaluated primarily to consider variants to the project that may be desirable to the project developer, the City, and/or members of the community, but might not lessen or avoid any of the significant, adverse environmental effects of the project. Non-CEQA alternatives

¹ *CEQA Guidelines*, Section 15126.6.

may result in similar or more severe environmental impacts, but address an objective outside of CEQA (i.e., community interest, economics). The two Non-CEQA alternatives to the proposed project include the Tower and Main Street alternatives.

In addition, the Project Applicant requested that each Alternative at an equal level of detail to give the City the flexibility to consider how all parts of this site might best fit to create a new lively mixed-use neighborhood. We have worked with the City to develop the "Reduced Main Street Alternative" to address public concerns including building height, the desirability of a big box retailer in a dense urban neighborhood, traffic impacts, and phasing.

Response C1-8: The comment expresses an opinion on the project and will be considered by City of Emeryville decision-makers during review of the merits of the project.

Response C1-9: The commenter states that he agrees with the comments expressed by Commissioners Martin and Jeffery. He also asks for way finding signs for the Amtrak pedestrian bridge. Refer to Responses to Comments C1-1 through C1-8 for responses to the comments made by Commissioners Martin and Jeffery. The comment regarding way finding signage does not identify a new impact of the project and will be considered by City of Emeryville decision-makers during review of the merits of the project.

Response C1-10: Refer to Response to Comment C1-8.

IV. TEXT REVISIONS

This chapter presents specific revisions to the text of the Draft EIR that are being made in response to comments, or to amplify and clarify material in the Draft EIR. Where revisions to the main text are called for, the page and paragraph are set forth, followed by the appropriate revision. Added text is indicated with underlined text. Deletions to text in the Draft EIR are shown with ~~strikeout~~. Page numbers correspond to the page numbers of the Draft EIR. The revisions to the Draft EIR derive from two sources: (1) comments raised in one or more of the comment letters received the City of Emeryville on the Draft EIR; and (2) staff-initiated changes that correct minor inaccuracies, typographical errors or clarify material found in the Draft EIR subsequent to its publication and circulation. None of the changes or clarifications presented in this chapter significantly alters the conclusions or findings of the Draft EIR.

Table II-1, Summary of Impacts and Mitigation Measures on pages 8-33 of the Draft EIR is revised as shown on the following pages. Only revised lines of the table are shown.

<p><u>TRAF-1:</u> The I-80 EB Ramps/Powell Street intersection currently operates at LOS E during the PM peak hour and Saturday peak hour. Under the Existing Plus Project scenario, the intersection operation would degrade to LOS F during the PM peak hour and delay would increase by 10 seconds. On Saturday, the addition of project traffic would increase delay by 8 seconds. The addition of project traffic would also increase the 95th percentile queue lengths to four approaches that currently exceed or are projected to exceed the available storage capacity.</p>	<p>S</p>	<p><u>TRAF-1a:</u> This development, in conjunction with other planned/approved developments in the area, would contribute to over capacity conditions at several intersections, including I-80EB Ramps/Powell Street intersection, in the near future. While it is beyond the ability of any one project to mitigate the impacts to the transportation network, measures that aim to (1) improve intersection operation with physical improvements; and (2) reduce dependence on automobile trips, and increase transit, walking and bicycling trips are recommended below. The following improvements to the I-80 EB Ramps/Powell Street intersection shall be implemented:</p> <ol style="list-style-type: none"> 1) Reconstruct the off-ramp to provide dual left-turn and dual right-turn lanes. The additional lane should be about 900 feet. 2) Reconstruct the southeast corner of the Powell Street/I-80 Eastbound Ramps intersection improving the curb radii to 40 feet. 3) Widen the north side of Powell Street 12 to 14 feet between Christie Avenue and Eastbound I-80 Ramps to align westbound Powell Street through lanes across the intersection with Eastbound I-80 Ramps. This improvement will also allow the widening of the eastbound right-turn lane at the Powell Street/Christie Avenue intersection to 14 feet and construction of a pedestrian median refuge on the west side of the Powell Street/Christie Avenue intersection. This change requires right-of-way along the north side of Powell Street between Christie Avenue and the I-80 Eastbound On-Ramp. <p>This recommendation should be implemented with Mitigation Measure TRAF-2 to provide corridor benefits.</p> <p>This impact also occurs in the 2010 and 2030 scenarios and can be attributed to existing traffic in the area, as well as traffic from approved, planned, and potential developments in and around Emeryville. Therefore the City shall update its Traffic Impact Fee Program to include this improvement, and the Project Applicant shall pay their fair share cost of the improvements <u>based on the updated Traffic Impact Fee</u>. Each of the changes to the I-80 EB ramps requires right-of-way acquisition and an encroachment permit from Caltrans to implement, <u>both of which may be significant obstacles to overcome</u>. Thus, the impact would remain significant and unavoidable until sufficient right-of-way can be acquired and Caltrans approves an encroachment permit.</p>	<p>PSU</p>
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<p><u>TRAF-2:</u> The Powell Street/Christie Avenue intersection would operate at an acceptable service level under the Existing Plus Project scenario. However, vehicle queue spillback affects overall intersection and system operations. The addition of project traffic would exacerbate existing queuing problems, contributing poor operations on three intersection approaches (See Table V.C-11).</p>	<p>S</p>	<p><u>TRAF-2a:</u> Implementation of the mitigation measures by the City detailed below would reduce this impact to a less-than-significant level. However, each of the changes requires right-of-way acquisition to implement. Thus, the impact could remain significant and unavoidable until sufficient right-of-way can be acquired. The following improvements made to the intersection of Powell/Christie Avenue shall be implemented:</p> <ol style="list-style-type: none"> 1) Reconstruct the westbound approach to provide a second left turn lane. The resulting two left turn lanes should be 250 feet in length. The south side of the Powell Street bridge would need to be widened by about 12 feet to accommodate the second left turn lane. 2) Reconstruct the southbound approach to provide a southbound left-turn lane (in addition to the shared left-through lane). The lane would extend from Powell Street back to Shellmound Way. This change would require widening the west side of Christie Avenue by about 12 feet. This change requires right-of-way along the west side of Christie Avenue. 3) Reconstruct the south side of Powell Street, west of the intersection, to provide two dedicated eastbound right turn lanes. The lanes would extend from the Christie Avenue intersection back to the I 80 Eastbound Off Ramp intersection. This lane requires additional right-of-way of about 12 feet on the south side of Powell Street between Christie Avenue and the I 80 Eastbound Off Ramp. 3-4) Re-time the Powell/Christie Loop signalized intersections to coordinate the critical movements through the intersection. <p>These recommendations should be implemented with Mitigation Measure TRAF-1a to provide corridor benefits. <u>Although it is not yet known if these mitigation measures can be implemented as both TRAF-1a and TRAF-2a will require right-of-way acquisition and an encroachment permit from Caltrans to implement, both of which may be significant obstacles to overcome.</u></p> <p>This impact also occurs in the 2010 and 2030 scenarios and can be attributed to existing traffic in the area, as well as traffic from approved, planned, and potential developments in and around Emeryville. Therefore, the City shall update its Traffic Impact Fee Program to include this recommendation, and the Project Applicant shall pay their fair share cost of the improvements <u>based on the updated Traffic Impact Fee.</u></p>	<p>PSU</p>
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<p><u>TRAF-8:</u> The Shellmound Street/65th Street and the Overland Street/65th Street would operate as one intersection in 2030 and is projected to operate at a service level F with an overall average delay of 96 seconds during the PM peak hour. The addition of project trips during the weekday PM peak hour would increase overall intersection delay to 102 seconds, a six second increase. Additionally the intersection would experience deficient operations when a train crosses over 65th Street.</p>	<p>S</p>	<p><u>TRAF-8:</u> Implement Mitigation Measure TRAF-1a and modify signal operations to provide protected/permitted left-turns on the southbound Shellmound Street approach. Implementation of this improvement by the City would improve the overall intersection operations to LOS E in the PM peak hour in 2030, reducing the impact to a less-than-significant level. This impact can be attributed to existing traffic in the area, as well as traffic from approved, planned, and potential developments in and around Emeryville. Therefore, it is recommended that the City update the Traffic Impact Fee Program to include this recommendation, and that the project applicant contribute their fair share to these improvements through the payment of fees <u>based on the updated Traffic Impact Fee</u>.</p>	<p>LTS</p>
<p><u>TRAF-11:</u> The Powell Street/Hollis Street intersection is projected to operate at LOS F with an overall average delay of 114 seconds during the PM peak hour in 2030. The addition of project trips during the weekday PM peak hour would increase overall intersection delay to 120 seconds, a 6 second increase.</p>	<p>S</p>	<p><u>TRAF-11:</u> Implement Mitigation Measure 1b and protected-permitted signal phasing for the north/south left turn movements. This will require a 5- to 6-foot lane shift for northbound Hollis Street traffic approaching Powell Street and reconstruction of the southwest corner of the intersection to accommodate tractor-trailer trucks making a right-turn from Powell Street to Hollis Street. The lane shift will require right-of-way along the west side of Hollis Street. Implementation of this measure by the City would reduce the project impact to a less-than-significant level. This impact can be attributed to traffic from approved, planned, and potential developments in and around Emeryville. Therefore, it is recommended that the City update the Traffic Impact Fee Program to include the recommendation, and that the Project Applicant contribute their fair share to these improvements through the payment of fees <u>based on the updated Traffic Impact Fee</u>. Additionally, it should be noted that right-of-way for this improvement is reliant on the redevelopment of the adjacent parcels should the needed right-of-way not be acquired the impact would remain significant and unavoidable.</p>	<p>PSU</p>

<p><u>HAZ-1:</u> Exposure of construction workers and the public to existing contamination in soil, soil gas, and/or groundwater could result in adverse health effects.</p>	<p>S</p>	<p><u>HAZ-1a:</u> Prior to any excavation or subsurface work in the areas subject to the two Covenants to Restrict Use of Property for the Emeryville Marketplace and the Bay Street Extension, the property owner/developer shall submit to DTSC a site health and safety plan in accordance with the requirements of the covenants. The owner shall address all DTSC requirements in the preparation of the plan. In addition to these requirements, the health and safety plan shall include health and safety procedures for workers to follow during potential contact with dewatered groundwater and exposure to methane gas. The health and safety plan shall be prepared by a qualified environmental professional and approved by DTSC prior to implementation. For areas not within the covenant areas (i.e., Retail Pad 1 and 2, 64th & Christie building), a health and safety plan shall also be prepared, as described above with regulatory agency oversight and implemented during excavation or subsurface work at these locations. <u>The plan(s) shall be provided to agencies and contractors who would direct others or assign their personnel to construct infrastructure on the project site in areas subject to the requirements of the health and safety plan.</u></p> <p><u>HAZ-1b:</u> A soil management plan shall be developed by the property owner/developer and approved by the City Engineer and DTSC for the proposed project (including the proposed location of the 64th & Christie building). The plan shall be submitted prior to issuance of demolition, grading, or building permits by the City. The plan shall include provisions for management of potentially contaminated excavated soil and dewatered groundwater, requirements for clean imported fill material, inspection of areas for gross contamination prior to backfilling by a qualified environmental professional, and requirements for immediate reporting to DTSC and the City Engineer in the event that previously unidentified contamination is encountered during construction/redevelopment activities. The soil management plan shall also include a contingency plan for sampling and analysis of previously unknown hazardous substances contamination in coordination with, and with oversight from, DTSC (See also Mitigation Measure HYD-2 from the Hydrology and Storm Drainage section). For areas not within the covenant areas (i.e., Retail Pads 1 and 2, and 64th & Christie building), a soil management plan shall also be prepared, as described above, with approval by the City Engineer. <u>The soil management plan(s), including any requirements for remediation, shall be provided to agencies and contractors who would direct others or assign their personnel to construct infrastructure on the project site in areas subject to the plans.</u></p>	<p>LTS</p>
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<p><u>NOISE-4</u>: On-site construction activities would potentially result in short-term noise impacts on adjacent residential uses.</p>	<p>S</p>	<p><u>NOISE-4</u>: The project construction contractors shall comply with the following noise reduction measures:</p> <ul style="list-style-type: none"> • All heavy construction equipment used on the project site shall be maintained in good operating condition, with all internal combustion, engine-driven equipment equipped with intake and exhaust mufflers that are in good condition. • All stationary noise-generating equipment shall be located as far away as possible from neighboring property lines, especially residential uses. • Prohibit and post signs prohibiting unnecessary idling of internal combustion engines. • Designate a “noise disturbance coordinator” who would be responsible for responding to any local complaints about construction noise. The disturbance coordinator would determine the cause of the noise complaints (e.g., beginning work too early, bad muffler) and institute reasonable measures warranted to correct the problem. A telephone number for the disturbance coordinator would be conspicuously posted at the construction site. • Utilize “quiet” models of air compressors and other stationary noise sources where such technology exists. <p><u>To further reduce potential pile driving and/or other extreme noise generating construction impacts greater than 90dBA, as many additional noise-attenuating technologies, such as the following, shall be implemented as feasible:</u></p> <ul style="list-style-type: none"> • <u>Erect temporary plywood noise barriers around the construction site, particularly in areas adjacent to residential buildings;</u> • <u>Implement “quiet” pile driving technology (such as pre-drilling of piles or the use of more than one pile driver to shorten the total pile driving duration), where feasible, in consideration of geotechnical and structural requirements and conditions;</u> • <u>Evaluate the feasibility of noise control at the receivers by temporarily improving the noise reduction capability of adjacent buildings by the use of sound blankets for example; and</u> • <u>Monitor the effectiveness of noise attenuation measures by taking noise measurements.</u> 	<p>LTS</p>
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Page 164 of the Draft EIR is revised as follows:

Mitigation Measure TRAF-1a: This development, in conjunction with other planned/approved developments in the area, would contribute to over capacity conditions at several intersections, including I-80EB Ramps/Powell Street intersection, in the near future. While it is beyond the ability of any one project to mitigate the impacts to the transportation network, measures that aim to (1) improve intersection operation with physical improvements; and (2) reduce dependence on automobile trips, and increase transit, walking and bicycling trips are recommended below. The following improvements to the I-80 EB Ramps/Powell Street intersection shall be implemented:

- 1) Reconstruct the off-ramp to provide dual left-turn and dual right-turn lanes. The additional lane should be about 900 feet.
- 2) Reconstruct the southeast corner of the Powell Street/I-80 Eastbound Ramps intersection improving the curb radii to 40 feet.
- 3) Widen the north side of Powell Street 12 to 14 feet between Christie Avenue and Eastbound I-80 Ramps to align westbound Powell Street through lanes across the intersection with Eastbound I-80 Ramps. This improvement will also allow the widening of the eastbound right-turn lane at the Powell Street/Christie Avenue intersection to 14 feet and construction of a pedestrian median refuge on the west side of the Powell Street/Christie Avenue intersection. This change requires right-of-way along the north side of Powell Street between Christie Avenue and the I-80 Eastbound On-Ramp.

This recommendation should be implemented with Mitigation Measure TRAF-2 to provide corridor benefits.

This impact also occurs in the 2010 and 2030 scenarios and can be attributed to existing traffic in the area, as well as traffic from approved, planned, and potential developments in and around Emeryville. Therefore the City shall update its Traffic Impact Fee Program to include this improvement, and the Project Applicant shall pay their fair share cost of the improvements based on the updated Traffic Impact Fee. Each of the changes to the I-80 EB ramps requires right-of-way acquisition and an encroachment permit from Caltrans to implement, both of which may be significant obstacles to overcome. Thus, the impact would remain significant and unavoidable until sufficient right-of-way can be acquired and Caltrans approves an encroachment permit.

Page 166 of the Draft EIR is revised as follows:

Mitigation Measure TRAF-2a: Implementation of the mitigation measures by the City detailed below would reduce this impact to a less-than-significant level. However, each of the changes requires right-of-way acquisition to implement. Thus, the impact could remain significant and unavoidable until sufficient right-of-way can

be acquired. The following improvements made to the intersection of Powell Street/Christie Avenue shall be implemented:

- 1) Reconstruct the westbound approach to provide a second left turn lane. The resulting two left turn lanes should be 250 feet in length. The south side of the Powell Street bridge would need to be widened by about 12 feet to accommodate the second left turn lane.
- 2) Reconstruct the southbound approach to provide a southbound left-turn lane (in addition to the shared left-through lane). The lane would extend from Powell Street back to Shellmound Way. This change would require widening the west side of Christie Avenue by about 12 feet. This change requires right-of-way along the west side of Christie Avenue.
- 3) ~~Reconstruct the south side of Powell Street, west of the intersection, to provide two dedicated eastbound right turn lanes. The lanes would extend from the Christie Avenue intersection back to the I-80 Eastbound Off Ramp intersection. This lane requires additional right-of-way of about 12 feet on the south side of Powell Street between Christie Avenue and the I-80 Eastbound Off-Ramp.~~
- 3-4) Re-time the Powell/Christie Loop signalized intersections to coordinate the critical movements through the intersection.

These recommendations should be implemented with Mitigation Measure TRAF-1a to provide corridor benefits. Although it is not yet known if these mitigation measures can be implemented as both TRAF-1a and TRAF-2a will require right-of-way acquisition and an encroachment permit from Caltrans to implement, both of which may be significant obstacles to overcome.

This impact also occurs in the 2010 and 2030 scenarios and can be attributed to existing traffic in the area, as well as traffic from approved, planned, and potential developments in and around Emeryville. Therefore, the City shall update its Traffic Impact Fee Program to include this recommendation, and the Project Applicant shall pay their fair share cost of the improvements based on the updated Traffic Impact Fee.

Page 167 of the Draft EIR is revised as follows:

IMPACT TRAF-8: The Shellmound Street/65th Street and the Overland Street/65th Street would operate as one intersection in 2030 and is projected to operate at a service level F with an overall average delay of 96 seconds during the PM peak hour. The addition of project trips during the weekday PM peak hour would increase overall intersection delay to 102 seconds, a six second increase. Additionally the intersection would experience deficient operations when a train crosses over 65th Street. (S)

Mitigation Measure TRAF-8: Implement Mitigation Measure TRAF-1a and modify signal operations to provide protected/permitted left-turns on the southbound Shellmound Street approach. Implementation of this improvement by the City would improve the overall intersection operations to LOS E in the PM peak hour in 2030, reducing the impact to a less-than-significant level.

This impact can be attributed to existing traffic in the area, as well as traffic from approved, planned, and potential developments in and around Emeryville. Therefore, it is recommended that the City update the Traffic Impact Fee Program to include this recommendation, and that the project applicant contribute their fair share to these improvements through the payment of fees based on the updated Traffic Impact Fee. (LTS)

Page 168 of the Draft EIR is revised as follows:

Impact TRAF-11: The Powell Street/Hollis Street intersection is projected to operate at LOS F with an overall average delay of 114 seconds during the PM peak hour in 2030. The addition of project trips during the weekday PM peak hour would increase overall intersection delay to 120 seconds, a 6 second increase. (S)

Mitigation Measure TRAF-11: Implement Mitigation Measure 1b and protected-permitted signal phasing for the north/south left turn movements. This will require a 5- to 6-foot lane shift for northbound Hollis Street traffic approaching Powell Street and reconstruction of the southwest corner of the intersection to accommodate tractor-trailer trucks making a right-turn from Powell Street to Hollis Street. The lane shift will require right-of-way along the west side of Hollis Street. Implementation of this measure by the City would reduce the project impact to a less-than-significant level.

This impact can be attributed to traffic from approved, planned, and potential developments in and around Emeryville. Therefore, it is recommended that the City update the Traffic Impact Fee Program to include the recommendation, and that the Project Applicant contribute their fair share to these improvements through the payment of fees based on the updated Traffic Impact Fee. Additionally, it should be noted that right-of-way for this improvement is reliant on the redevelopment of the adjacent parcels should the needed right-of-way not be acquired the impact would remain significant and unavoidable. (PSU)

Page 183, final paragraph and page 185, first partial paragraph of the Draft EIR is revised as follows:

This parking structure design review includes the 64th & Christie building and Shellmound Building parking structures. It considers consistency with accepted design standards for parking structures as well as a qualitative review of the circulation plan to identify potential conflict locations. Design standards for parking are set by the City of Emeryville Municipal Code in section 9-4.55.7. Generally, parking stall and drive aisle dimensions in the proposed garages meet City standards. However, stalls in the resident only areas of the 64th & Christie building and

Shellmound buildings garages are designated as compact stalls. ~~The minimum dimensions of an assigned resident stall are 9 feet wide by 18 feet long. Although City Code does permit some compact stalls in residential developments, residents assigned to a compact space may not have a compact vehicle which would impede vehicle circulation through the lot.~~

Page 186 of the Draft EIR is revised as follows:

Parking Structure Recommendations:

- ~~• Redesign assigned resident parking stalls to meet standard City dimensions~~
- Review the ramping system of the 64th & Christie building garage during permit approval to ensure compliance with City of Emeryville design guidelines

Page 231 of the Draft EIR is revised as follows:

Mitigation Measure NOISE-2b: Triple paned wWindows with a minimum rating of STC-32 shall be installed for all units within the Shellmound building directly exposed to the railroad tracks at all heights. (LTS)

Page 233 of the Draft EIR is revised as follows:

Mitigation Measure NOISE-4: The project construction contractors shall comply with the following noise reduction measures:

- All heavy construction equipment used on the project site shall be maintained in good operating condition, with all internal combustion, engine-driven equipment equipped with intake and exhaust mufflers that are in good condition.
- All stationary noise-generating equipment shall be located as far away as possible from neighboring property lines, especially residential uses.
- Prohibit and post signs prohibiting unnecessary idling of internal combustion engines.
- Designate a “noise disturbance coordinator” who would be responsible for responding to any local complaints about construction noise. The disturbance coordinator would determine the cause of the noise complaints (e.g., beginning work too early, bad muffler) and institute reasonable measures warranted to correct the problem. A telephone number for the disturbance coordinator would be conspicuously posted at the construction site.
- Utilize “quiet” models of air compressors and other stationary noise sources where such technology exists. ~~(LTS)~~

To further reduce potential pile driving and/or other extreme noise generating construction impacts greater than 90dBA, as many additional noise-attenuating technologies, such as the following, shall be implemented as feasible:

- Erect temporary plywood noise barriers around the construction site, particularly in areas adjacent to residential buildings;

- Implement “quiet” pile driving technology (such as pre-drilling of piles or the use of more than one pile driver to shorten the total pile driving duration), where feasible, in consideration of geotechnical and structural requirements and conditions;
- Evaluate the feasibility of noise control at the receivers by temporarily improving the noise reduction capability of adjacent buildings by the use of sound blankets for example; and
- Monitor the effectiveness of noise attenuation measures by taking noise measurements. (LTS)

Pages 252-253 of the Draft EIR are revised as follows:

HAZ-1a: Prior to any excavation or subsurface work in the areas subject to the two Covenants to Restrict Use of Property for the Emeryville Marketplace and the Bay Street Extension, the property owner/developer shall submit to DTSC a site health and safety plan in accordance with the requirements of the covenants. The owner shall address all DTSC requirements¹ in the preparation of the plan. In addition to these requirements, the health and safety plan shall include health and safety procedures for workers to follow during potential contact with dewatered groundwater and exposure to methane gas. The health and safety plan shall be prepared by a qualified environmental professional and approved by DTSC prior to implementation. For areas not within the covenant areas (i.e., Retail Pad 1 and 2, 64th & Christie building), a health and safety plan shall also be prepared, as described above with regulatory agency oversight and implemented during excavation or subsurface work at these locations. The plan(s) shall be provided to agencies and contractors who would direct others or assign their personnel to construct infrastructure on the project site in areas subject to the requirements of the health and safety plan.

HAZ-1b: A soil management plan shall be developed by the property owner/developer and approved by the City Engineer and DTSC for the proposed project (including the proposed location of the 64th & Christie building). The plan shall be submitted prior to issuance of demolition, grading, or building permits by the City. The plan shall include provisions for management of potentially contaminated excavated soil and dewatered groundwater, requirements for clean imported fill material, inspection of areas for gross contamination prior to backfilling by a qualified environmental professional, and requirements for immediate reporting to DTSC and the City Engineer in the event that previously unidentified contamination is encountered during construction/redevelopment activities. The soil management plan shall also include a contingency plan for sampling and analysis of previously unknown hazardous substances contamination in coordination with, and with oversight from, DTSC (See also Mitigation Measure HYD-2 from the Hydrology and Storm Drainage section). For areas not within the covenant areas (i.e., Retail Pads 1

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¹ DTSC, 2000. *Draft Site Specific Health and Safety Plan Guidance Document For Site Assessment/Investigation, Site Mitigation Projects, Hazardous Waste Site Work, Closure, Post Closure, and Operation and Maintenance Activities*. December (or as updated or otherwise required).

and 2, and 64th & Christie building), a soil management plan shall also be prepared, as described above, with approval by the City Engineer. The soil management plan(s), including any requirements for remediation, shall be provided to agencies and contractors who would direct others or assign their personnel to construct infrastructure on the project site in areas subject to the plans.

Page 322 of the Draft EIR is revised as follows:

In regards to the proposed project, the northern portion of the site is located in sewer basin 20. Existing sewer lines are comprised of an 8-inch vitrified clay pipe (VCP), which feeds into a 30-inch terra cotta (TC) pipe that runs under the site. This 30-inch TC pipe connects with the EBMUD 66-inch transmission line west of the site. The Shellmound, 64th & Christie, Retail Pad 2, and Retail Pad 3 buildings would connect to sewer basin 20. ~~There is adequate capacity in these mains to accommodate additional sanitary sewer flows.¹⁰~~ The southern portion of the site is located within sewer basin 21, which consist of 8-inch VCP pipes under Christie Avenue that also connect the EBMUD 66-inch transmission line west of the site via a parallel system of 18-inch TC pipe and 24- to 16-inch cast iron (CI) pipes located under Powell Street. ~~The precise capacity of the southern conveyance system is unclear at this time and may be inadequate to accommodate additional sanitary sewer flows.¹¹~~ Only Retail Pad 1 proposeds to connect to sewer basin 21.

The sewer mains that the project would tie into have been reconstructed to control and reduce I/I. As a condition of approval the City will require all connections to the sewer main include new lateral connections to further ensure that I/I is controlled and reduced. The City of Emeryville Public Works Department has confirmed that there is available wastewater capacity for projected wastewater flows within sewer basins 20 and 21 that are reserved for this project.¹⁰

Footnotes 10 and 11 at the bottom of page 322 are revised as follows:

¹⁰ Kaufman, Maurice, ~~2006~~2007. Senior Civil Engineer, City of Emeryville Public Works Department. Personal communications with LSA Associates, Inc. ~~March~~October.

¹¹ ~~Ibid.~~

Page 365 of the Draft EIR is revised as follows:

Table VI-3: No Project Peak Hour Trip Generation Compared to Proposed Project

Scenario	AM Peak Hour			PM Peak Hour			Saturday Peak Hour		
	In	Out	Total	In	Out	Total	In	Out	Total
Proposed Project	71	148	219	261	198	459	298	246	544
No Project Alternative	0	0	0	0	0	0	0	0	0
Difference: Alternative to Project	-71	-178 -148	-219	-261	-198	-459	-298	-246	-544

Source: Fehr & Peers, 2007.

V. REDUCED MAIN STREET ALTERNATIVE

In response to comments received on the Draft EIR, as well as comments on the project merits, the Project Applicant has worked with the City to develop the “Reduced Main Street alternative” to address public concerns including building height, the concerns about a big-box retailer in a dense urban neighborhood, and circulation issues. This alternative is described and analyzed below followed by a summary table which compares this alternative to the Draft EIR analysis of the proposed project and the Main Street alternative.

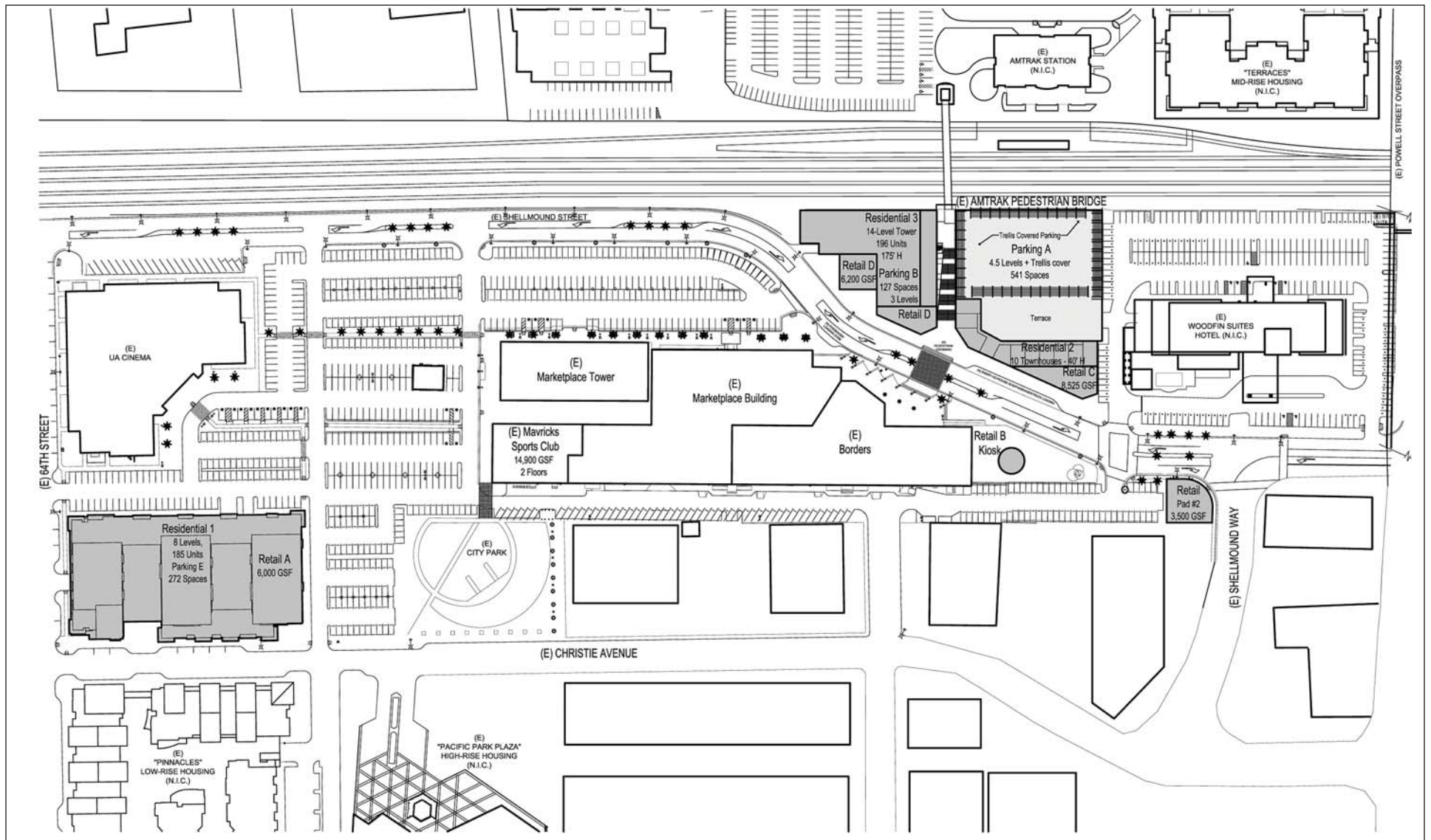
This alternative is being presented primarily in response to concerns about the project’s merits and not CEQA-related impacts, although it does also reduce the CEQA impacts identified for the Main Street Alternative. The Reduced Main Street alternative is a modified/reduced version of the Main Street alternative considered in the Draft EIR. As described in more detail below, like the Main Street Alternative, the Reduced Main Street alternative would result in a more intense development scenario than the proposed project and results in some impacts that are greater than the proposed project. However, the Reduced Main Street alternative reduces the impacts identified for the Main Street Alternative. Similarly, while some modified traffic mitigation measures are identified to address the on-site circulation for the Reduced Main Street Alternative, the Project Applicant has stated a willingness to accept the recommended mitigation measures if the City prefers to approve the Reduced Main Street alternative. Because the Reduced Main Street Alternative does not result in any new or substantially more severe impacts than analyzed in the Main Street Alternative, these revisions do not require recirculation of the Draft EIR. A summary of each of the impacts and mitigation measures applicable to this alternative is provided in Appendix C.

A. PRINCIPAL CHARACTERISTICS

The following discussion describes the Reduced Main Street alternative and analyzes the alternative’s potential impacts compared to those of the proposed project and the Main Street alternative, as appropriate.

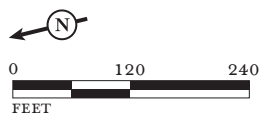
Under the Reduced Main Street alternative, the 15-acre project site would be substantially redeveloped to replace surface level parking; realign Shellmound Street directly in front of the Marketplace Tower and Public Market buildings; add two new street segments with on-street parking (63rd and 62nd Streets); and add nine new buildings within the site and enlarge City Park.

Compared to the proposed project, the Reduced Main Street alternative would provide 334 more dwelling units, an additional 179,875 square feet of retail/restaurant space, 105,140 square feet of additional office space, and 40,000 fewer square feet of entertainment space (due to removal of UA Cinema movie theaters). A summary of the proposed build-out of this alternative compared to the proposed project and Main Street alternative is provided in Table V-1. Figures V-1 through V-7 provides site plan and axonometric views and phasing of this alternative. Table V-1 compares the Reduced Main Street alternative to the proposed project and the Main Street alternative.



LSA

FIGURE V-1



Marketplace Redevelopment Project EIR
Reduced Main Street Alternative
Phase I

SOURCE: HELLER-MANUS ARCHITECTS, NOVEMBER 15, 2007.

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AR0834

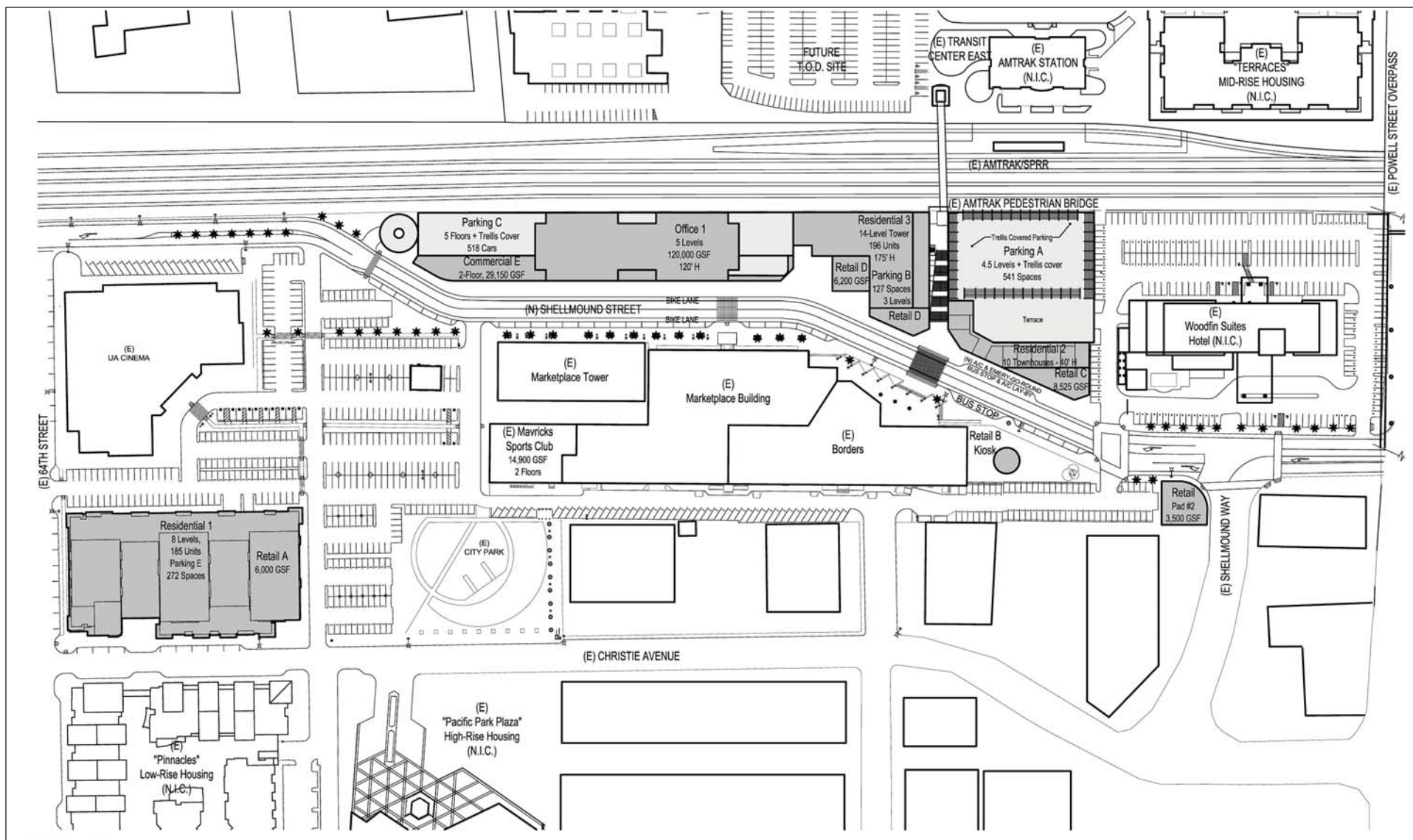
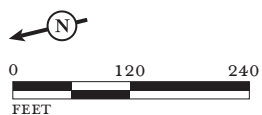


FIGURE V-2

LSA

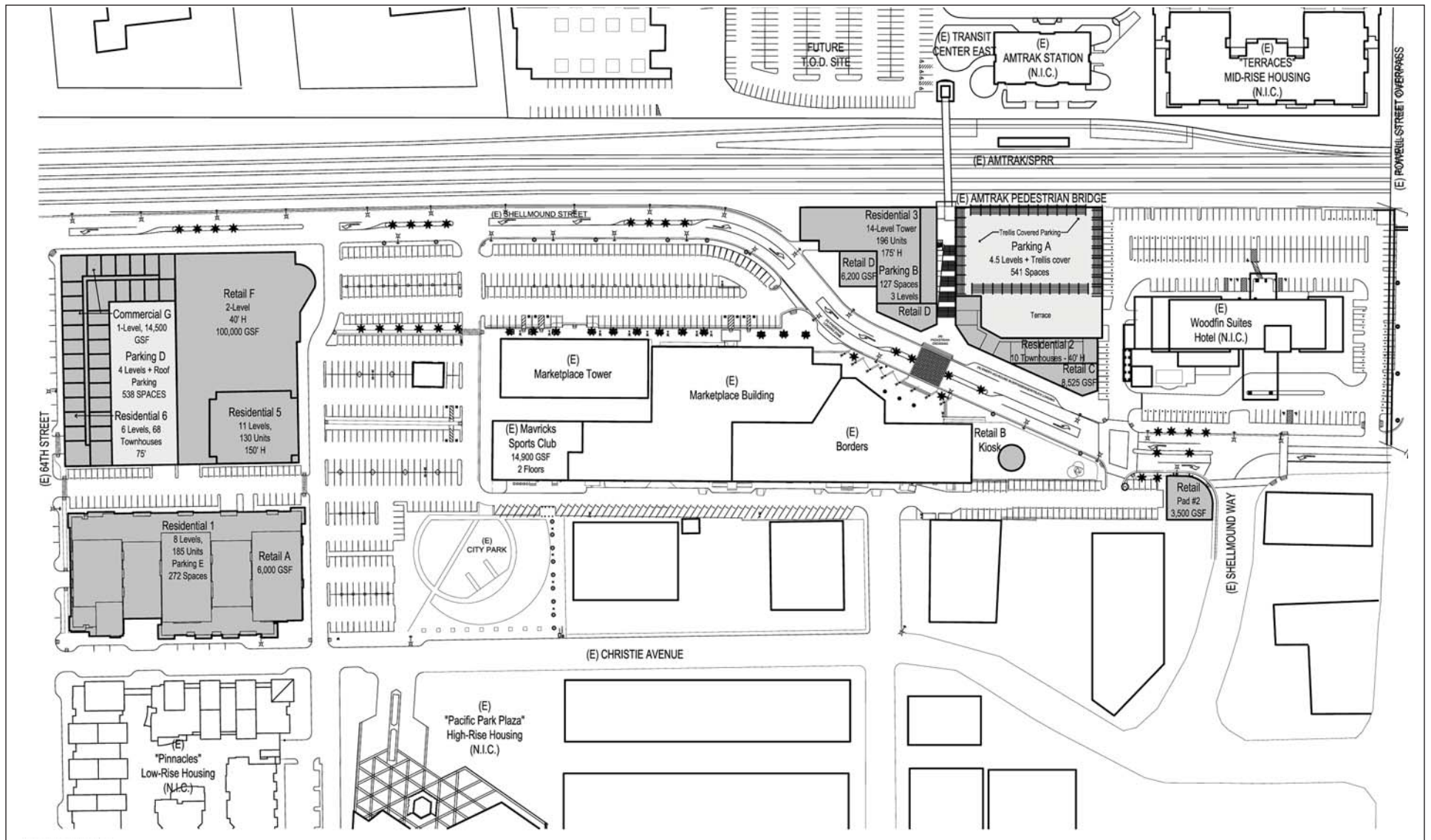


Marketplace Redevelopment Project EIR
Reduced Main Street Alternative
Phase IIA - (Option 1)

SOURCE: HELLER-MANUS ARCHITECTS, NOVEMBER 15, 2007.

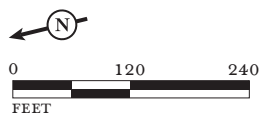
I:\CEM531 marketplace\figures\Fig_V2.ai (11/21/07)

AR0835



LSA

FIGURE V-3

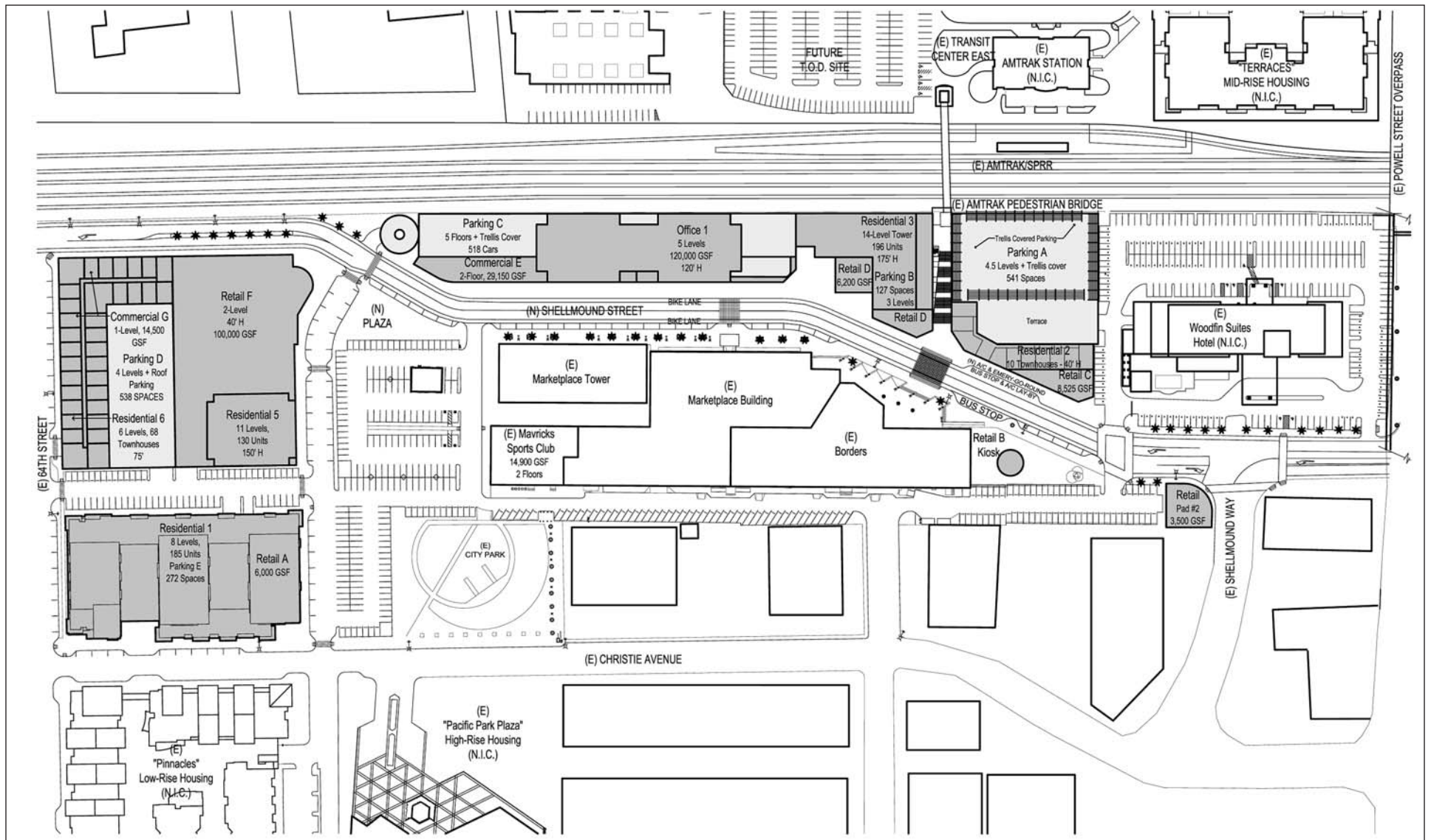


Marketplace Redevelopment Project EIR
Reduced Main Street Alternative
Phase IIA - (Option 2)

SOURCE: HELLER-MANUS ARCHITECTS, NOVEMBER 15, 2007.

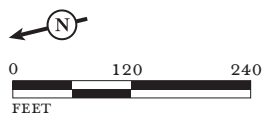
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AR0836



LSA

FIGURE V-4

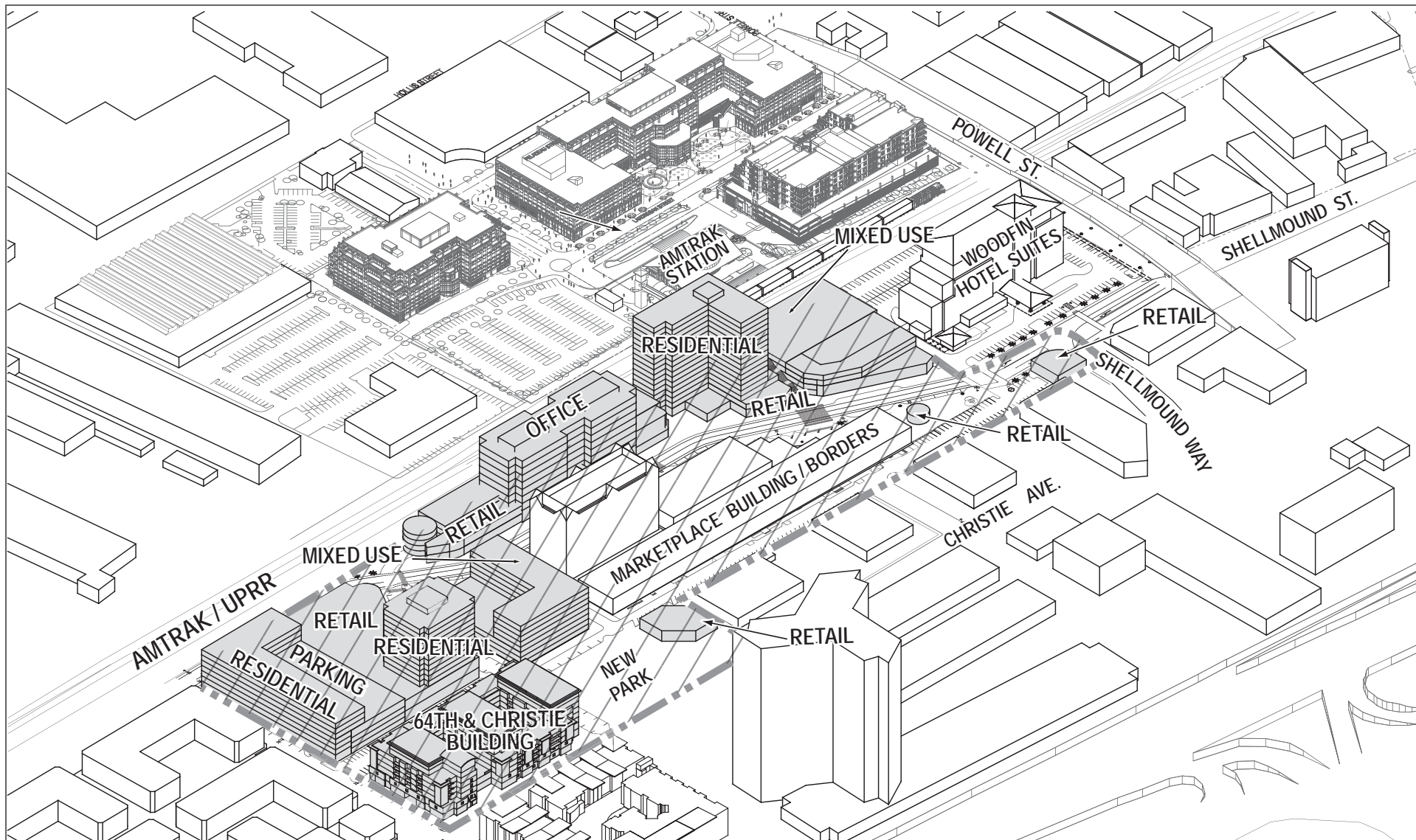


Marketplace Redevelopment Project EIR
Reduced Main Street Alternative
Phase IIB

SOURCE: HELLER-MANUS ARCHITECTS, NOVEMBER 15, 2007.

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AR0837



LSA

FIGURE V-6

NOT TO SCALE

LEGEND

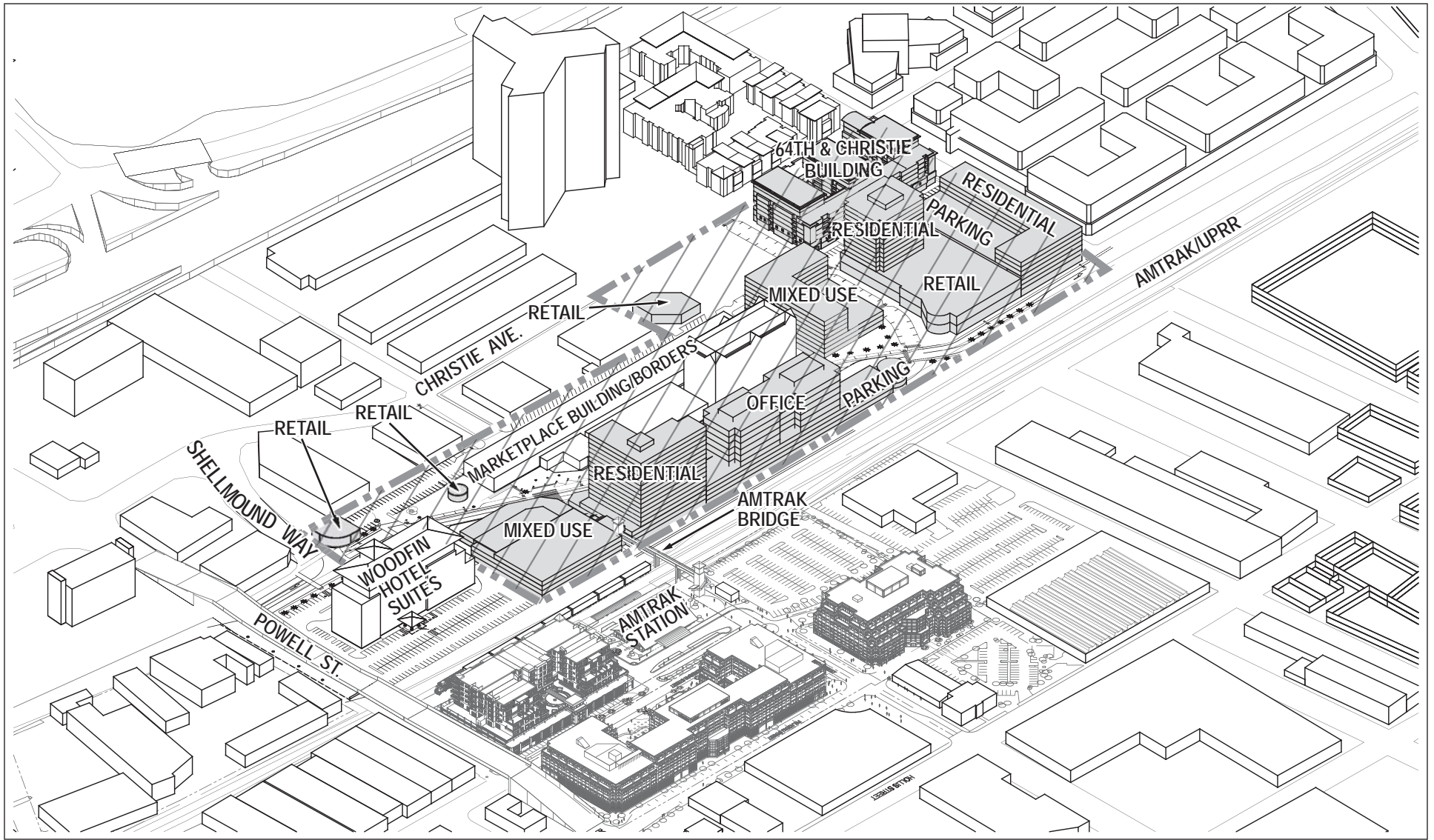


PROJECT SITE



PROPOSED BUILDINGS

*Marketplace Redevelopment Project EIR
Reduced Main Street Alternative
Illustrative Axonometric
(Bird's Eye View) of Built Project*



LSA

FIGURE V-7

NOT TO SCALE

LEGEND



PROJECT SITE



PROPOSED BUILDINGS

Marketplace Redevelopment Project EIR
Reduced Main Street Alternative
Illustrative Axonometric
(Bird's Eye View) of Built Project:
Amtrak Pedestrian Bridge

SOURCE: HELLER-MANUS ARCHITECTS, SEPTEMBER 2007.

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AR0840

The development of this alternative is proposed to occur in four phases as described below.

Table V-1: Reduced Main Street Alternative Development Scenario Compared to the Proposed Project and Main Street Alternative

Use	Existing	Proposed Project		Reduced Main Street Alternative		Difference	Difference
		Prop. Project	Project + Existing	Red. Main Street Alt.	Red. Main Street + Existing	Red Main Street to Project	Red Main Street to Main Street
Multi-Family (units)	0	340	340	674	674	334	336
Retail/Restaurant (SqFt)	94,665	77,000	169,665	179,875	292,475	179,875	-11,690
Office (SqFt)	121,260	0	121,260	120,000	226,400	105,140	-309,860
Entertainment (SqFt)	40,000	0	40,000	-40,000	-40,000	-40,000	0
Industrial (SqFt)	26,000	-26,000	-26,000	-26,000	-26,000	0	0

Source: LSA Associates, 2007.

Phase I would include the development of five buildings including the two buildings proposed east of Shellmound, just north of the Woodfin Suites Hotel; a retail and residential mixed use building at 64th & Christie (and demolition of the two existing light industrial buildings currently at this location); a small retail building southwest of the intersection of Shellmound Way and Shellmound Street, and a retail kiosk adjacent to Borders. A new 4-way stop would be installed at the relocated 63rd Street driveway to Marketplace at Christie Avenue to provide a controlled driveway for the project site. The development of 63rd as a City Street would occur in a later phase.

In response to comments from neighboring residents concerned with view impacts, the most southern portion of the Shellmound site would be developed with low-rise retail space, townhome units and structured parking. The portion of the site just north of the pedestrian bridge would be occupied by a residential tower, low-rise retail and structured parking. The building developed on the southern half of this site would be approximately 40 feet tall where it abuts Shellmound Street and pedestrian activity areas. The front (west) portion of this building would provide 8,525 square feet of retail space and 10 townhome units. The rear (east) portion of the buildings base would provide four levels plus roof level structured parking (541 spaces). The only surface parking area that would remain on this area of the site would be located south of this building, adjacent to the Woodfin Hotel.

In response to resident comments, density has been consolidated away from resident view sheds to the east of the Railroad tracts with development of the northern portion of the Shellmound site that would entail construction of a high-rise (14 levels, 175 feet maximum height) mixed use building immediately north of the Amtrak pedestrian bridge that would include 6,200 square feet of ground-floor retail, 196 residential units, and 127 structured parking spaces

Phase I would also include the development of a 3,500 square-foot retail pad northwest of the intersection of Shellmound Street and Way and a 1,000 square-foot retail kiosk immediately south of Borders.

The massing of the buildings is shown in Figures V-6 and V-7.

Phase IIA (Option 1) would realign a portion of Shellmound to the west to allow for the development of the northern portion of the Shellmound site with a 120,000 square feet of mid-rise office (5 levels, 120 feet), five levels of structured parking, and 29,150 square feet of low rise (2 levels) commercial between the structured parking and Shellmound Street.

Phase IIA (Option 2) would the redevelopment of the existing UA Theater to a new mixed use building between 63rd and 64th streets and will include a up to 100,000 square feet of retail (2 levels, 40 feet; a 130 units of mid-rise (11 levels, 150 feet) residential above parking at the southwest corner; a 68 townhomes (6-levels, 75 feet) above one level of commercial (14,500 square feet) adjacent to 64th Street; and a 4-level plus roof parking structure (538 spaces).

Either Phase IIA (Option 1) and IIA (Option 2) may occur first, depending on market conditions and parking phasing requirements of existing tenants.

Phase IIB would include the improvement of 63rd as a City street between Shellmound and Christie Avenue.

Phase III would include development of a mid-rise (ground floor retail adjacent to 3 levels of parking, 5 levels of residential, maximum height of 85 feet) residential and retail building west of Shellmound Street between 63rd and 62nd streets. The building would include 86 residential units, 5,000 square feet of retail, and 150 parking spaces. A retail pad would also be located south of 62nd Street in the area currently occupied by City Park and the park would be shifted to the north and slightly enlarged. A new segment of 62nd Street would be improved on the project site between the park and Shellmound Street. 62nd Street would extend to Christie Avenue through the park only as a pedestrian pathway.

Existing Uses. Under this alternative, the Marketplace Tower and Public Market buildings would be retained, and the two light industrial buildings on the corner of 64th Street and Christie Avenue would be removed, which is the same as the proposed project. Unlike the proposed project, the UA Cinema buildings would be removed under this alternative. City Park on Christie Avenue would be shifted north to provide for a larger park area and the construction of a retail building.

Amtrak Pedestrian Connection. The western tower of the Amtrak bridge would remain a stand-alone structure that would abut the parking structure to the south. The existing elevator in the western Amtrak tower would be retained. The Shellmound Buildings and surrounding landscaping and circulation improvements would provide a clear connection from Shellmound Street to the existing Amtrak tower via a grand staircase.

Site Improvements. At full build-out, this alternative would substantially alter vehicular, bicycle and pedestrian circulation through the project site by removing a substantial portion of the surface parking spaces, realigning the portion of Shellmound Street adjacent to the Public Market and Tower building to the west, improving 63rd Street within the project site, adding a portion of 62nd Street on the site between Shellmound Street and the eastern border of the park, and adding parallel, on-street parking throughout the site.

In addition, a four-way stop sign would be installed at the intersection of 63rd Street and Christie Avenue, similar to the proposed project, which would slow traffic and increase pedestrian crossing safety and ease. Improvements to 64th Street and Christie Avenue proposed by the project would also

occur under this alternative, including narrowing of the roadway with bulb-outs to slow vehicular traffic and enhanced sidewalk landscaping and shade trees. These improvements would also be incorporated in the 63rd and 62nd Street areas in the site.

Many of the pedestrian improvements on Shellmound Street provided by the proposed project would also be provided by this alternative, including the wide pedestrian street crossing and a new plaza at the site's connection with the Amtrak bridge. This plaza would provide a transit center with a bus lay-over area and transit information kiosk. An additional large plaza would be incorporated into this alternative, adjacent to the new intersection of 63rd Street and Shellmound Street. The location of the new plaza and enhanced street crossings would create pedestrian visual connections across the site from the existing Marketplace buildings to the new buildings at the northern end of the site. Bike lanes would be accommodated on Shellmound Street.

Project Objectives. The Reduced Main Street alternative would achieve all of the objectives of the proposed project.

B. ANALYSIS OF THE REDUCED MAIN STREET ALTERNATIVE

The Reduced Main Street alternative would add development to the site in similar locations as the proposed project and would also develop a substantial portion of the existing surface parking areas. Impacts related to site demolition and construction would be similar to the proposed project; however, because more area would be redeveloped as part of this alternative compared to the proposed project, this alternative would generate more construction on surface parking, and therefore more demolition and construction material to be hauled off site than the proposed project, although similar to the Main Street alternative.

Once constructed, the Reduced Main Street alternative would provide similar pedestrian and bicycle improvements as the proposed project. It would increase pedestrian safety by removing areas where vehicular and pedestrian conflict could occur. The 179,875 square feet of additional retail space, 105,140 square feet of additional office space, and 334 additional dwelling units included in this alternative would generate more AM, PM, and Saturday peak hour trips compared to the proposed project (and substantially less than the Main Street alternative except for the AM peak hour outbound trips which would be slightly higher). Similar to the Main Street alternative, these additional trips would reduce level of service at nine intersections in addition to the intersections substantially adversely affected by the proposed project; these new impacts would require additional mitigation beyond that identified for the project, but similar to what was recommended for the Main Street alternative in the Draft EIR. Noise impacts due to vehicular trips would be similar to the proposed project. Similar to the Main Street alternative, regional air quality impacts would require additional mitigation but would remain significant and unavoidable.

Similar to the Main Street alternative, this alternative would have some greater aesthetic, wind, and shade and shadow impacts than the project due to the blocking of views not obstructed by the proposed project, the development of building shapes/masses that could accelerate ground-level winds, and the development of new buildings that would cast shadows onto outdoor public areas that would not be shaded by the proposed project. However, the Reduced Main Street Alternative would have fewer impacts than the proposed project on views from the Terraces residential project due to the adjustment of building massing. The Reduced Main Street Alternative has fewer impacts than the Main Street Alternative because building heights have been substantially reduced. The Reduced

Main Street Alternative would have a greater hazardous materials/public health and safety impact than the Proposed Project because it proposes residential development within the Department of Toxic Substances Control deed restricted area, however these impacts are similar to the Main Street alternative. This alternative, similar to the Main Street alternative, would also have greater water and wastewater impacts than the proposed project.

The following discussion provides a detailed comparison of the potential impacts of the Reduced Main Street alternative compared with those of the proposed project. A comparison to the Main Street alternative is also provided in instances when the impacts of the Reduced Main Street alternative are anticipated to be greater than the proposed project but less than the Main Street alternative to demonstrate that the consideration of this new alternative would not result in new impacts beyond the impacts identified in the Draft EIR for either the project or the Main Street alternative.

a. Land Use. Under the Reduced Main Street alternative, the existing mixed, retail and office uses in the Marketplace Public Market and Tower buildings would remain. The UA Cinema and light industrial buildings and uses would be removed. The site would be infilled with a mix of office, multi-family residential and retail uses. Similar to the proposed project, the existing and proposed uses on-site under this alternative would be compatible with the surrounding mixed uses on adjacent properties.

This alternative would realign Shellmound Street through the site, add two east-west streets through the site, and provide on-street parking along these roadways. These roadway improvements, resembling a traditional downtown main street grid pattern and setting, would allow for more efficient pedestrian and vehicular movement through the site by narrowing the street to two lanes with on-street parking and well-defined pedestrian crossing areas and plazas. These improvements would not impair or constrain travel from one side of town to the other; instead, they would provide additional routes through the site, and would distribute trips to and throughout the site.

Unlike the proposed project, this alternative would remove most surface-level parking areas on the Marketplace site, relocating site patron, employee, and resident parking into structures incorporated into five of the eight new buildings. Vehicles would be confined to the roadways, all of which would have well-defined and frequent pedestrian crossing areas. As a result, potential pedestrian/bicycle and vehicular conflict in the proposed project's large surface parking areas would be removed. Further, the grid street pattern and location of new buildings would create pedestrian visual connections across the site, similar to the proposed project.

The scale, bulk, and height of this alternative would be similar to development on adjacent properties, similar to the proposed project. The mix of low-, mid- and high-rise buildings would provide defining structures for the site, elevating the skyline for the project area and reducing the dominance of the adjacent, 30-story Pacific Park Plaza high-rise building. Similar to the project, upper floors would be stepped-back, away from pedestrian areas, and would reduce the apparent overall mass of these structures at street level.

The addition of residential uses to the site is in keeping with the goals of the redevelopment plan for the area and General Plan policies for mixed use sites, similar to the proposed project.

No land use conflicts would result from this alternative, consistent with the proposed project. Because the Reduced Main Street alternative would relocate nearly all surface parking into structures, reconfigure roadways through the site to slow vehicular traffic and reduce pedestrian-vehicular conflict, intensify the site with four additional mixed use and retail buildings, and distribute residential uses across more of the site, it would create a more efficient, accessible, and usable neighborhood compared to the proposed project.

b. Population, Employment and Housing. The Reduced Main Street alternative would add 674 multi-family units, including some affordable for lower income households, that would increase the City's resident population by approximately 1,145 persons. The additional office and retail space would add approximately 60 jobs over what currently exist at the site. Emeryville currently provides more jobs than dwelling units, making its jobs-to-employed-residents ratio out of balance. The proposed project would accommodate 578 residents and 155 new jobs. The Reduced Main Street alternative would provide substantially more housing, which is needed to support the City's job force, than the proposed project and would create fewer jobs than the project or the Main Street alternative. Therefore, the Reduced Main Street alternative would have a greater beneficial effect on the City's jobs-to-employed residents ratio compared to the proposed project or the Main Street alternative.

c. Transportation, Circulation, and Parking. Table V-2 provides the peak hour trip generation for the Reduced Main Street alternative compared to the proposed project. As shown in this table, the Reduced Main Street alternative would increase the peak hour trip generation compared to the proposed project, but not as significant as the Main Street alternative.

Table V-2: Reduced Main Street Alternative Peak Hour Trip Generation Compared to Proposed Project

Development Scenario	AM Peak Hour			PM Peak Hour			Saturday Peak Hour		
	In	Out	Total	In	Out	Total	In	Out	Total
Proposed Project	71	148	219	261	198	459	298	246	544
Main Street Alternative	776	379	1,155	564	863	1,427	783	635	1,418
Reduced Main Street Alternative	452	466	699	422	365	787	625	406	1,031
Difference: Reduced Main Street Alternative to Project	381	318	936	161	167	328	327	160	487

Source: Fehr & Peers, 2007.

Table V-3 compares the intersection delay and LOS for the Reduced Main Street alternative to that associated with the proposed project. As indicated in this table, the Reduced Main Street alternative would result in nine additional intersection impacts that would not occur with the proposed project but were identified by the Main Street alternative, and would exacerbate the queuing impacts identified for the project. Some measures identified to mitigate the impacts of the proposed project may not be sufficient to mitigate the Reduced Main Street alternative's impacts, and like the Main Street alternative, additional measures would be required. Implementation of the proposed project's mitigation measures, in addition to the following measures, would be required to address this

Table V-3: Project Intersection Delay and LOS Compared to Reduced Main Street Alternative for Existing, 2010, and 2030 Conditions

Intersections	Control ¹	Peak Hour	Existing Condition				2010 Condition				2030 Condition			
			Proposed Project		Reduced Main Street Alternative		Proposed Project		Reduced Main Street Alternative		Proposed Project		Reduced Main Street Alternative	
			Delay (in seconds) ²	LOS	Delay (in seconds) ²	LOS	Delay (in seconds) ²	LOS	Delay (in seconds) ²	LOS	Delay (in seconds) ²	LOS	Delay (in seconds) ²	LOS
2. Ashby Avenue/San Pablo Avenue	Signal	AM PM	33 42	C D	34 44	C D	33 84	C F	35 90	D F	41 134	D F	48 145	D F
4. 65th Street/Shellmound Street	AWSC	AM PM SAT	10 72 52	A F F	14 106 96	B F F	25 51 32	C D C	26 57 40	C E D	32 102 53	C F D	41 119 >80	D F F
6. 65th Street/Hollis Street	Signal	AM PM	14 25	B C	17 29	B C	16 36	B D	22 47	C D	16 46	B D	23 59	C E
13. Powell Street/I-80 Eastbound Ramps	Signal	AM PM SAT	27 >80 62	C F E	29 >80 62	C F E	30 >80 >80	C F F	31 >80 >80	C F F	39 >80 >80	D F F	40 >80 >80	D F F
14. Powell Street/Christie Avenue	Signal	AM PM SAT	28 46 45	C D D	29 48 52	C D D	33 >80 >80	C F F	32 >80 >80	C F F	55 >80 >80	E F F	54 >80 >80	D F F
16. Powell Street/Hollis Street	Signal	AM PM SAT	30 55 24	C D C	31 56 25	C E C	38 >80 30	D F C	39 >80 32	D F C	51 >80 50	D F D	53 >80 53	D F D
17. Stanford Avenue/San Pablo Avenue	Signal	AM PM	29 39	C D	29 39	C D	31 69	C E	31 69	C E	32 >80	C F	32 >80	C F
18. 40th Street/Horton Street	Signal	AM PM	20 28	C C	21 29	C C	23 34	C C	24 35	C D	37 >80	D F	37 >80	D F
19. 40th Street/Hollis Street	Signal	AM PM	27 39	C D	28 40	C D	29 52	C D	34 56	C E	38 >80	D F	44 >80	D F
20. 40th Street/Harlan Street	SSSC	AM PM	3 (25) 5 (>50)	A (C) A (F)	3 (26) 60 (61)	A (D) A (F)	2 (36) 10 (>50)	A (E) A (F)	3 (39) 11 (145)	A (E) B (F)	3 (>50) >50 (>50)	A (F) F (F)	3(76) >50 (>50)	A (F) F (F)
21. 40th Street/Emery Street	Signal	AM PM SAT	24 32 20	C C C	24 32 25	C C C	23 36 24	C D C	22 37 28	C D C	29 >80 >80	C F F	29 >80 >80	C F F
22. 40th Street/San Pablo Avenue	Signal	AM PM SAT	33 45 39	C D D	33 46 40	C D D	36 74 72	D E E	36 77 74	D E E	45 >80 >80	D F F	44 >80 >80	D F F
24. Mandela Pkwy/Horton Street	AWSC	AM PM	8 15	A C	8 17	A C	9 24	A C	10 29	A D	10 75	B E	11 >80	B F
25. MacArthur Boulevard/Emery Street	Signal	AM PM	24 11	C B	24 11	C B	15 18	B B	15 18	B B	21 >80	C F	21 >80	C F
27. 36th Street/San Pablo Avenue	Signal	AM PM	28 24	C C	12 24	B C	28 60	C E	28 60	C E	48 74	D E	48 74	D E
28. 35th Street/San Pablo Avenue	Signal	AM PM	13 30	B C	12 30	B C	18 38	B D	18 38	B D	21 62	C E	21 62	C E

Notes: Results in bold indicate deficient levels of service.

1. SSSC = side-street stop controlled intersection; AWSC = all-way stop controlled intersection; Signal = signalized intersection.

2. Average intersection control delay reported for signalized and all-way stop controlled intersections. Average intersection delay and worst case approach delay reported for side-street stop controlled intersections.
 3. Intersection vehicular control is AWSC in Existing Condition scenario only. Intersection control converted to signal by 2010.
- Source: Fehr & Peers, 2007

Table V-4: PROJECT ALTERNATIVES IMPACT COMPARISON SUMMARY

Intersection	Proposed Project	Draft EIR Alternative 2 No Lot Line Alt.	Draft EIR Alternative 3 Tower Alt.	Draft EIR Alternative 4 Main Street Alt.	Reduced Main Street Alternative
Ashby Avenue/San Pablo Avenue	2030	2030	2010, 2030	2010, 2030	2010, 2030
65th Street/Shellmound Street/Overland Street	Existing, 2030	Existing, 2030	Existing, 2010, 2030	Existing, 2010, 2030	Existing, 2010, 2030
65th Street/Hollis Street	Impact less than Significant	Impact less than Significant	2030	2010, 2030	2030
64th Street/Shellmound Street	Impact less than Significant	Impact less than Significant	2010, 2030	2010, 2030	2010, 2030
I-80 Hook Ramps/ Frontage Road	Impact less than Significant	Impact less than Significant	Impact less than Significant	2010, 2030	Impact less than Significant
Powell Street/I-80 Eastbound Ramps	Existing, 2010, 2030	Existing, 2010, 2030	Existing, 2010, 2030	Existing, 2010, 2030	Existing, 2010, 2030
Powell Street/Christie Street	Queuing impact identified in Existing Condition	Queuing impact identified in Existing Condition	2010 – Queuing impact identified in Existing Condition	2010 – Queuing impact identified in Existing Condition	2010 – queuing impact identified in Existing Condition
Shellmound Way/Christie Street	Queuing impact identified in 2010 and 2030 Conditions	Queuing impact identified in 2010 and 2030 Conditions	Queuing impact identified in 2010 and 2030 Conditions	Queuing impact identified in 2010 and 2030 Conditions	Queuing impact identified in 2010 and 2030 Conditions
Shellmound Way/Shellmound Street	Queuing impact identified in 2010 Condition	Queuing impact identified in 2010 Condition	Queuing impact identified in 2010 Condition	Queuing impact identified in 2010 Condition	Queuing impact identified in 2010 Condition
Powell Street/Hollis Street	2030	2010, 2030	Existing, 2010, 2030	Existing, 2010, 2030	Existing, 2010, 2030
40th Street/Horton Street	Impact less than Significant	Impact less than Significant	2030	2030	2030
40th Street/Hollis Street	Impact less than Significant	2010, 2030	2010, 2030	2010, 2030	2010, 2030
40th Street/Emery Street	Impact less than Significant	Impact less than Significant	2030	2030	2030
40th Street/San Pablo Avenue	Impact less than Significant	Impact less than Significant	2010, 2030	2010, 2030	2010, 2030
Mandela Parkway/Horton Street	Impact less than Significant	Impact less than Significant	2030	2030	2030
Source: Fehr & Peers, 2007.					

alternative's impacts. Although this alternative would result in more impacts than the proposed project, the impacts would be similar and never greater than the impacts identified for the Main Street alternative in the Draft EIR as highlighted in Table V-4 and described below. A comprehensive list of the impacts and mitigation measures that would be applicable to this alternative is provided in Table V-5 following the discussion of impacts below.

Existing Plus Reduced Main Street Alternative

Based on the significance criteria presented in the Draft EIR, the Reduced Main Street alternative would result in the following significant off-site impacts in the Existing condition:

- Shellmound Street/65th Street (weekday PM peak hour, Saturday afternoon peak)
- Powell Street/I-80 Eastbound Ramps (weekday PM peak hour, Saturday afternoon peak)
- Powell Street/Hollis Street (weekday PM peak hour)

Significant impacts at these intersections were also identified in the Draft EIR for the project and/or the Main Street alternative. No new existing conditions significant impacts would occur with the Reduced Main Street alternative. Additionally, similar to the proposed project, the Reduced Main Street alternative would exacerbate vehicle queue spillback at the Powell Street/Christie Street intersection in the existing condition, although the intersection would continue to operate at an overall acceptable service level.

Future 2010

Based on the significance criteria presented in the Draft EIR, the Reduced Main Street alternative would result in the following significant impacts in the near-term condition:

- Ashby Avenue/San Pablo Avenue (weekday PM peak hour)
- 65th Street/Shellmound Street and 65th Street/Overland Street (weekday PM peak hour)
- 64th Avenue/Shellmound Street (weekday PM peak hour, Saturday afternoon peak)
- Powell Street/I-80 Eastbound Ramps (weekday PM peak hour, Saturday afternoon peak)
- Powell Street/Christie Avenue (Saturday afternoon peak hour)
- Powell Street/Hollis Street (weekday PM peak hour)
- 40th Street/Hollis Street (weekday PM peak hour)
- 40th Street/San Pablo Avenue (weekday PM peak hour, Saturday afternoon peak)

Significant impacts at these intersections were also identified in the Draft EIR for the project and/or the Main Street alternative. No new near-term condition significant impacts would occur with the Reduced Main Street alternative.

Similar to the proposed project and Draft EIR Project Alternatives, the Reduced Main Street alternative would exacerbate vehicle queue spillback at the Shellmound Way/Christie Street and Shellmound Street/Shellmound Way intersections in the near-term condition, although the intersections would continue to operate at an overall acceptable service level.

Future 2030

Based on the significance criteria presented in the Draft EIR, the Reduced Main Street alternative would result in the following significant off-site impacts in the cumulative condition:

- Ashby Avenue/San Pablo Avenue (weekday PM peak hour)

- 65th Street/Shellmound Street and 65th Street/Overland Street (weekday PM peak hour, Saturday afternoon peak hour)
- 65th Street/Hollis Street (weekday PM peak hour)
- 64th Avenue/Shellmound Street (weekday PM peak hour, Saturday afternoon peak)
- Powell Street/I-80 Eastbound Ramps (weekday PM peak hour, Saturday afternoon peak hour)
- Powell Street/Hollis Street (weekday PM peak hour)
- 40th Street/Horton Street (weekday PM peak hour)
- 40th Street/Hollis Street (weekday PM peak hour)
- 40th Street/Emery Street (weekday PM peak hour, Saturday afternoon peak hour)
- 40th Street/San Pablo Avenue (weekday PM peak hour, Saturday afternoon peak hour)
- Mandela Parkway/Horton Street (weekday PM peak hour)

Significant impacts at these intersections were also identified in the Draft EIR for the project and/or the Main Street alternative. No new cumulative condition significant impacts would occur with the Reduced Main Street alternative.

Similar to the proposed project and Draft EIR Project Alternatives, the Reduced Main Street alternative would exacerbate vehicle queue spillback at the Shellmound Way/Christie Street and Shellmound Street/Shellmound Way intersections in the cumulative condition, although the intersection would continue to operate at an overall acceptable service level.

On-Site Circulation

The following analysis identifies the significant on-site impacts that would result for each phase of the proposed Reduced Main Street alternative and recommends mitigation measures to reduce the potential impacts to a less-than-significant level. Recommendations for on-site improvements that should accompany each phase of development to maintain pedestrian, bicycle, transit and vehicle circulation around the project site are also included for on-site impacts that would not be considered significant based on the significance criteria included in the Draft EIR.

Phase I

Phase I of the Reduced Main Street project is similar in size and circulation changes to the project analyzed in the Draft EIR. Consistent with the analysis for the Phase I of the proposed project and the Main Street alternative, the Reduced Main Street alternative would result in three significant on-site impacts as discussed below and included in Table V-5 (see Impacts TRAF-27 to TRAF-29).

- The additional traffic that would result from implementation of the proposed project or the Reduced Main Street alternative would result in deficient LOS operation at the Shellmound Street/Marketplace driveway/Shellmound Garage driveway. Signalization of this intersection was recommended with the proposed project. However, under the Reduced Main Street alternative it is recognized that this garage entry would be removed with construction of Phase IIA (option 1), and signalization would likely not be needed until other planned developments in the area are constructed. As a result Impact and Mitigation Measure TRAF-14 identified for the proposed project in the Draft EIR would not be applicable to the Reduced Main Street alternative.

- The driveway serving the Woodfin Hotel cannot accommodate significant additional traffic flows (see Impact TRAF-27 in Table V-1). The implementation of Mitigation Measure TRAF-27 which requires the parking area serving the new land uses on the Shellmound site be designed to orient the majority of traffic, about 80 percent, away from the shared driveway. When Phase II A (option 1) is developed, an internal connection between the two garages would be constructed. Internal signage when the Phase II A (option 1) garage is built, shall direct vehicles to exit from the driveway aligned with 63rd Street.
- Vehicle queues at the pedestrian crossing are expected to increase as pedestrian activity increases around the project site. This queuing would contribute to deficient operations at the Shellmound Street/Woodfin Hotel/Marketplace Driveway and the Shellmound Street/Marketplace Drive-way/Shellmound Garage driveway (see Impact TRAF-28). Implementation of Mitigation Measure TRAF-28, which includes installation of a pedestrian signal at the mid-block pedestrian crossing on Shellmound Street, would reduce this impact to a less-than-significant level. It should be noted that the Shellmound Street corridor, from Shellmound Way through the Marketplace Driveway, would operate better in the mitigated scenario than the unmitigated scenario even though vehicle queues would periodically spill back through the corridor. Installation of a pedestrian signal would improve pedestrian safety across Shellmound Street as traffic volumes increase through the corridor.

As part of the analysis of on-site conditions, Fehr & Peers identified several recommendations to improve on-site circulation. The recommendations are not included as mitigation measures as the associated impacts would not be considered significant based on the significance criteria detailed in the Draft EIR. The City will consider the recommendations as part of its review of the project's merits and may include them as conditions of approval. The recommendations, which are similar to those detailed in the Draft EIR for the proposed project and Main Street alternative, include:

- *Recommendation TRAF-1 (Phase 1).* The project applicant should continue contributions to the Emery Go Round system, as currently performed under the Property based Business Improvement District (PBID). Contributions are based on building square footage. Therefore, as development occurs, contributions would increase.
- *Recommendation TRAF-2 (Phase 1).* Reorient Route 57 through the study area in conjunction with providing a formal layover with bathroom facilities for AC Transit drivers. Provide a bus layover on the south side of 64th Street, with bathroom access provided to AC Transit drivers at the proposed retail portion of the 64th & Shellmound building. Provide a bus stop with a pullout on the east side of Shellmound Street, north of the pedestrian crossing, for northbound buses. Provide a southbound bus stop on the west side of Shellmound Street, south of the Shellmound Street/Marketplace driveway.
- *Recommendation TRAF-3 (Phase 1).* Concentrate pedestrian crossing movements through design treatments to the mid-block crossing on Shellmound Street. Construct sidewalks on Shellmound Street to a minimum of 12 feet wide and provide appropriate landscaping along Shellmound Street to maintain pedestrian visibility and sight distance.
- *Recommendation TRAF-4 (Phase 1).* The Shellmound Building elevators proposed to serve the Amtrak pedestrian bridge should be large enough to accommodate bicyclists.
- *Recommendation TRAF-5 (Phase 1).* As the project is developed, the provision of additional bicycle parking spaces is recommended as demand warrants. Three distinct types of bicycle

parking shall be provided: 1) secured bicycle lockers on the upper levels of the garage reserved for resident use only; 2) secured bicycle lockers on the lower levels of the garage for employee parking; and 3) bicycle parking on the ground floor reserved for retail patrons.

- *Recommendation TRAF-6 (Phase I).* Review delivery vehicle access prior to final site plan approval.
- *Recommendation TRAF-7 (Phase I).* Install a parking space counting system at the Shellmound building garage to minimize excessive circulation within the site.

Phases II (A & B)

With development of Phase II (A & B), Shellmound Street would be realigned and the northern portion of the Shellmound site would be redeveloped and the UA site would be redeveloped. Similar to the Main Street alternative, implementation of these two phases under the Reduced Main Street alternative would result in one additional significant impact. The Draft EIR identified the following impact and mitigation measure for the Main Street alternative.

Impact TRAF-10 (Main Street alternative): The Main Street alternative could result in vehicle, pedestrian, and bicycle conflicts and inadequate pedestrian and bicycle access. (S)

Mitigation Measure TRAF-10 (Main Street alternative): The applicant shall prepare a detailed circulation plan that clearly depicts vehicle, pedestrian, and bicycle access and associated routes prior to obtaining a grading or building permit. The City shall review the plan for adequacy based on applicable pedestrian, bicycle, and parking safety standards prior to issuing a grading or building permit. (LTS)

This same impact is applicable to the Reduced Main Street alternative (identified as TRAF-29 in Table V-5 of this Chapter). However, since the Reduced Main Street alternative is being considered for adoption, the project applicant prepared a more detailed circulation plan depicting vehicle, pedestrian, and bicycle access. Based on the review of the circulation, additional mitigation which includes converting Shellmound Street to one-way northbound between Shellmound Way and 65th Street, is recommended to ensure adequate vehicle, pedestrian, and bicycle access.

The above mitigation measure would reduce this impact to a less-than-significant level and the project applicant has stated a willingness to implement if the City decides it is a desired improvement. The concept of converting Shellmound Street to a one-way street has been previously discussed and been the subject of political controversy. As a result, the City may decide that it is preferable to adopt a Statement of Overriding Consideration for this impact.

With the conversion of Shellmound Street to one-way between Shellmound Way and 65th Street, southbound Shellmound Street traffic would be routed to Christie Avenue. Intersections on Christie Avenue have sufficient capacity to accommodate the additional traffic volumes. However, to maintain traffic flow through the corridor, maximize circulation for local trips, and to calm Christie Avenue traffic, the following additional road changes are recommended:

- *Recommendation TRAF-8 (Phase II (A & B)).* Install a traffic signal at the 63rd Street/Christie Avenue intersection.

- *Recommendation TRAF-9 (Phase II (A & B)).* With traffic signal installation, reorienting the Pacific Park Plaza (PPP) entry to align with 63rd Street would improve access for residents of PPP
- *Recommendation TRAF-10 (Phase II (A & B)).* To minimize vehicle circulation on Shellmound Street, additional recommendations should be considered including an internal connection between the two garages on the east side of Shellmound Street and a parking space counting system at the garage.
- *Recommendation TRAF-11 (Phase II A&B)/III).* Install pedestrian signals on Shellmound Avenue at the major crossing points
- *Recommendation TRAF-12 (Phase II A&B)/III).* Relocate the 64th Street driveway into Parking Area D to improve driveway spacing.
- *Recommendation TRAF-13 (Phase II A&B)/III).* Align the new intersection at 63rd Street
- *Recommendation TRAF-14 (Phase II A&B)/III).* Consider extending 62nd Street to Christie Avenue to provide a grid network of streets.
- *Recommendation TRAF-15 (Phase II A&B)/III).* Construct a high visibility crosswalk across Christie Avenue at 62nd Street

Table V-5: Traffic Impacts and Mitigation Measures

Impacts	Level of Significance <u>Without</u> Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
TRAF-1: The I-80 EB Ramps/Powell Street intersection currently operates at LOS E during the PM peak hour and Saturday peak hour. Under the Existing Plus Project scenario, the intersection operation would degrade to LOS F during the PM peak hour and delay would increase by 10 seconds. On Saturday, the addition of project traffic would increase delay by 8 seconds. The addition of project traffic would also increase the 95th percentile queue lengths to four approaches that currently exceed or are projected to exceed the available storage capacity.	S	S	S	<p>TRAF-1a: This development, in conjunction with other planned/approved developments in the area, would contribute to over capacity conditions at several intersections, including I-80EB Ramps/Powell Street intersection, in the near future. While it is beyond the ability of any one project to mitigate the impacts to the transportation network, measures that aim to (1) improve intersection operation with physical improvements; and (2) reduce dependence on automobile trips, and increase transit, walking and bicycling trips are recommended below. The following improvements to the I-80 EB Ramps/Powell Street intersection shall be implemented:</p> <ol style="list-style-type: none"> 1) Reconstruct the off-ramp to provide dual left-turn and dual right-turn lanes. The additional lane should be about 900 feet. 2) Reconstruct the southeast corner of the Powell Street/I-80 Eastbound Ramps intersection improving the curb radii to 40 feet. 3) Widen the north side of Powell Street 12 to 14 feet between Christie Avenue and Eastbound I-80 Ramps to align westbound Powell Street through lanes across the intersection with Eastbound I-80 Ramps. This improvement will also allow the widening of the eastbound right-turn lane at the Powell Street/Christie Avenue intersection to 14 feet and construction of a pedestrian median refuge on the west side of the Powell Street/Christie Avenue intersection. This change requires right-of-way along the north side of Powell Street between Christie Avenue and the I-80 Eastbound On-Ramp. <p>This recommendation should be implemented with Mitigation Measure TRAF-2 to provide corridor benefits.</p>	PSU	PSU	PSU

Impacts	Level of Significance <u>Without</u> Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
TRAF-1 <i>Continued</i>				<p>This impact also occurs in the 2010 and 2030 scenarios and can be attributed to existing traffic in the area, as well as traffic from approved, planned, and potential developments in and around Emeryville. Therefore the City shall update its Traffic Impact Fee Program to include this improvement, and the Project Applicant shall pay their fair share cost of the improvements based on the updated Traffic Impact Fee. Each of the changes to the I-80 EB ramps requires right-of-way acquisition and an encroachment permit from Caltrans to implement both of which may be significant obstacles to overcome. Thus, the impact would remain significant and unavoidable until sufficient right-of-way can be acquired and Caltrans approves an encroachment permit.</p> <p><u>TRAF-1b:</u> Implementation of the following mitigation measure will help minimize the project's impacts on intersection operation; however as it is difficult to quantify the effects of TDM measures implementation of this measure alone would not reduce this impact to a less-than-significant level.</p> <p>The project applicant shall prepare and implement a comprehensive TDM program that includes the following elements to encourage and enhance alternate modes of travel:</p> <ul style="list-style-type: none"> • Transit amenities, including bus pull-outs, transit information and ticket kiosks, and discounted transit passes for employees and residents. • Carpool/vanpool support, including preferential parking spaces and ride-matching programs. • Carshare support, including free parking spaces, on-site information and advertising, and discounted rates/long-term contracts. • Bicycle amenities, including bicycle parking racks, pilot bicycle rental program, new bicycle paths, and shower/locker facilities. 			

Impacts	Level of Significance <u>Without</u> Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
TRAF-1 <i>Continued</i>				<p>In addition, the TDM plan should discourage automobile use by incorporating the following elements:</p> <ul style="list-style-type: none"> Residential parking spaces should be unbundled from the units. All non-residential parking should be paid parking. Monthly parking permits should not be provided for employees. <p>Provision of car sharing facilities on-site could help reduce auto ownership amongst future residents/tenants of the building and encourage alternative modes for trips generated by the site. The TDM program shall be submitted to City staff for review and acceptance prior to approval of any Final Development Plans.</p>			
<p>TRAF-2: The Powell Street/Christie Avenue intersection would operate at an acceptable service level under the Existing Plus Project scenario. However, vehicle queue spillback affects overall intersection and system operations. The addition of project traffic would exacerbate existing queuing problems, contributing poor operations on three intersection approaches (See Table V.C-11).</p>	S	S	S	<p>TRAF-2a: Implementation of the mitigation measures by the City detailed below would reduce this impact to a less-than-significant level. However, each of the changes requires right-of-way acquisition to implement. Thus, the impact could remain significant and unavoidable until sufficient right-of-way can be acquired. The following improvements made to the intersection of Powell/Christie Avenue shall be implemented:</p> <ol style="list-style-type: none"> 1) Reconstruct the westbound approach to provide a second left turn lane. The resulting two left turn lanes should be 250 feet in length. The south side of the Powell Street bridge would need to be widened by about 12 feet to accommodate the second left turn lane. 2) Reconstruct the southbound approach to provide a southbound left-turn lane (in addition to the shared left-through lane). The lane would extend from Powell Street back to Shellmound Way. This change would require widening the west side of Christie Avenue by about 12 feet. This change requires right-of-way along the west side of Christie Avenue. 	PSU	PSU	PSU

Impacts	Level of Significance <u>Without</u> Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
TRAF-2 <i>Continued</i>				<p>3) Re-time the Powell/Christie Loop signalized intersections to coordinate the critical movements through the intersection.</p> <p>These recommendations should be implemented with Mitigation Measure TRAF-1a to provide corridor benefits. Although it is not known if these mitigation measures can be implemented as both TRAF-1a and TRAF-2a will require right-of-way acquisition and an encroachment permit from Caltrans to implement, both of which may be significant obstacles to overcome.</p> <p>This impact also occurs in the 2010 and 2030 scenarios and can be attributed to existing traffic in the area, as well as traffic from approved, planned, and potential developments in and around Emeryville. Therefore, improvement the City shall update its Traffic Impact Fee Program to include this recommendation, and that the Project Applicant shall pay their fair share cost of the improvements based on the updated Traffic Impact Fee.</p> <p><u>TRAF-2b</u>: Mitigation Measure 1b, which required a TDM Plan, shall also be implemented to further minimize the project's impacts on intersection operations.</p>			

Impacts	Level of Significance <u>Without</u> Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
TRAF-3: Under the Existing Plus Project scenario, the Powell Street/Hollis Street intersection is projected to degrade from a LOS D to LOS E. The addition of project trips during the weekday PM peak hour would increase overall intersection delay to 56 seconds, a 5-second increase.	LTS	S	S	<p>TRAF-3: Implement Mitigation Measure 1b and protected-permitted signal phasing for the north/south left turn movements. This will require a 5- to 6-foot lane shift for northbound Hollis Street traffic approaching Powell Street and reconstruction of the southwest corner of the intersection to accommodate tractor-trailer trucks making a right-turn from Powell Street to Hollis Street. The lane shift will require right-of-way along the west side of Hollis Street. Implementation of this measure by the City would reduce the project impact to a less-than-significant level.</p> <p>This impact can be attributed to traffic from approved, planned, and potential developments in and around Emeryville. Therefore, it is recommended that the City update the Traffic Impact Fee Program to include the recommendation, and that the Project Applicant contribute their fair share to these improvements through the payment of fees based on the updated Traffic Impact Fee. Additionally, it should be noted that right-of-way for this improvement is reliant on the redevelopment of the adjacent parcels should the needed right-of-way not be acquired the impact would remain significant and unavoidable.</p>	--	PSU	PSU
TRAF-4: The Ashby Avenue/San Pablo Avenue intersection is projected to operate at LOS F with an overall average delay of 81 seconds during the PM peak hour in 2010 . The addition of project trips during the weekday PM peak hour would increase overall intersection delay to 90 seconds, a 9 second increase.	LTS	S	S	<p>TRAF-4: To reduce this impact to a less than significant level, the intersection would have to be modified, when traffic conditions warrant, to provide dual northbound left-turn lanes similar to the northbound left-turn lane design on San Pablo Avenue at 40th Street. Construction of this improvement would require elimination of on-street parking along San Pablo Avenue approaching the intersection. Relocation of the bus stop for buses operating along San Pablo Avenue would also be required.</p>	PSU	PSU	PSU

Impacts	Level of Significance <u>Without</u> Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
TRAF-4 <i>Continued</i>				The applicant shall pay a fee based on its fair share of the project's anticipated growth in traffic to the intersection toward the cost to implement this improvement. The payment shall be made to the City of Emeryville, for the benefit of the City of Berkeley, prior to issuance of the temporary certificate of occupancy for the last building. However, this intersection is located in the City of Berkeley and is also under the jurisdiction of Caltrans, since both Ashby Avenue and San Pablo Avenue are state highways at this intersection. Therefore, the final selection of the appropriate intersection design, as well as implementation of the modifications, are not within the jurisdiction of the City of Emeryville. Therefore, this impact would be significant and unavoidable.			
TRAF-5: The Shellmound Street/65th Street and the Overland Street/65th Street intersections would operate as one intersection in 2010 and is projected to operate at an acceptable LOS D with an overall average delay of 46 seconds during the PM peak hour. The addition of project trips during the weekday PM peak hour would degrade the LOS to E and increase overall intersection delay to 56 seconds, an 11 second increase. Additionally the intersection would experience deficient operations when a train crosses over 65th Street.	LTS	S	S	TRAF-5: Implement Mitigation Measure TRAF-1a and modify signal operations to provide protected/permitted left-turns on the southbound Shellmound Street approach. Implementation of this improvement by the City would improve the overall intersection operations to LOS E in the PM peak hour in 2030, reducing the impact to a less-than-significant level. This impact also occurs in the 2010 and 2030 scenarios and can be attributed to existing traffic in the area, as well as traffic from approved, planned, and potential developments in and around Emeryville. Therefore, it is recommended that the City update the Traffic Impact Fee Program to include this recommendation, and that the project applicant contribute their fair share to these improvements through the payment of fees based on the updated Traffic Impact Fee.	--	LTS	LTS
TRAF-6: The 64th Street/Shellmound Street intersection , a side-street stop-controlled intersection, is projected to operate at an overall acceptable service level in 2010 . The side-street is also expected to operate acceptably prior to the addition of project traffic in 2010. The addition of project traffic would result in unacceptable side-street operations in 2010, although the intersection would continue to operate at an overall acceptable service level.	LTS	S	S	TRAF-6: The Applicant shall install a traffic signal at the intersection of 64 th Street/Shellmound Street when warranted by actual conditions. At the occupancy of each phase, the applicant shall provide a traffic report prepared by a licensed traffic engineer to determine whether conditions warrant a traffic signal at this intersection.	--	LTS	LTS

Impacts	Level of Significance <u>Without</u> Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
TRAF-7: The I-80 EB Ramps/Powell Street intersection is projected to operate at LOS F during the PM peak hour and Saturday peak hour in 2010 . The addition of project traffic would increase delay by more than 4 seconds during both the PM and Saturday peak hours. The addition of project traffic would also increase the 95th percentile queue lengths for several approaches that currently exceed or are projected to exceed the available storage capacity.	S	S	S	TRAF-7: Implement Mitigation Measure TRAF-1a and 1b.	PSU	PSU	PSU
TRAF-8: The Powell Street/Hollis Street intersection is projected to operate at unacceptable LOS E with an overall average delay of 80 seconds during the PM peak hour in 2010 . The addition of project trips during the weekday PM peak hour would degrade the intersection to LOS F with an overall intersection delay of 76 seconds, a 6 second increase.	LTS	S	S	TRAF-8: Implement Mitigation Measure TRAF-1a and 1b and 3.	--	PSU	PSU
TRAF-9: The 40th Street/Hollis Street intersection is projected to operate at an acceptable LOS D with an overall average delay of 50 seconds during the PM peak hour in 2010 . The addition of project trips during the weekday PM peak hour would degrade the intersection to LOS E with an overall intersection delay of 56 seconds, a six second increase.	LTS	S	S	TRAF-9: Retime the traffic signals on the 40th Street corridor to improve traffic flow and minimize delay and queuing. This impact can be attributed to traffic from approved, planned, and potential developments in and around Emeryville. Therefore, it is recommended that the City update the Traffic Impact Fee Program to include the recommendation, and that the Project Applicant contribute their fair share to these improvements through the payment of fees based on the updated Traffic Impact Fee.	--	PSU	PSU

Impacts	Level of Significance <u>Without</u> Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
TRAF-10: The 40th Street/San Pablo Avenue (CA-123) intersection is projected to operate at an unacceptable service level E during the PM and Saturday peak hours in 2010 . The addition of project traffic would increase delay by more than 4 seconds during both the PM and Saturday peak hours.	LTS	S	S	TRAF- 10: Implement Mitigation Measure TRAF-1a and 1b and the planned improvements to the 40th Street/San Pablo Avenue intersection, including the provision of an exclusive eastbound right turn lane. Install this improvement with a right turn overlap phase and retiming of the signals on the 40th Street and San Pablo Avenue corridors, taking into account BRT operation. However, as San Pablo Avenue is a Caltrans facility, the City cannot assure the implementation of this measure, the impact may remain significant and unavoidable.	--	PSU	PSU
TRAF-11: The Shellmound Way/Christie Avenue intersection is projected to operate at an acceptable service level both without and with the project in 2010 . However, the addition of project traffic would result in the westbound left-turn movements, exceeding the available storage length and spilling back to Shellmound Street.	S	S	S	TRAF11: Implement Mitigation Measure TRAF-2a and 1b.	PSU	PSU	PSU
TRAF-12: The Shellmound Way/Shellmound Street intersection is projected to operate at an acceptable service level both without and with the project in 2010 . However, the addition of project traffic would result in the 95th percentile eastbound vehicle queues exceeding the available storage, resulting in vehicle queue spillback to Christie Avenue.	S	S	S	TRAF-12: Implement Mitigation Measure TRAF-2 and 1b.	PSU	PSU	PSU

Impacts	Level of Significance <u>Without</u> Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
TRAF-13: The Powell Street/Christie Avenue intersection would operate at an acceptable service level in 2010 , both without and with the project. However, vehicle queue spillback would affect overall intersection and system operations. The addition of project traffic would exacerbate existing queuing problems, contributing to poor operations for the southbound through movement, the westbound right-turn movement and the eastbound right-turn movement during the weekday PM and Saturday afternoon peak hours.	S	S	S	TRAF-13: Implement Mitigation Measures TRAF-2a and 1b.	PSU	PSU	PSU
TRAF-14: The Ashby Avenue/San Pablo Avenue intersection is projected to operate at LOS F with an overall average delay of 128 seconds during the PM peak hour in 2030 . The addition of project trips during the weekday PM peak hour would increase overall intersection delay to 135 seconds, a seven second increase.	S	S	S	TRAF-14: Implement Mitigation Measures TRAF-4 and 1b.	PSU	PSU	PSU

Impacts	Level of Significance <u>Without</u> Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
TRAF-15: The Shellmound Street/65th Street and the Overland Street/65th Street would operate as one intersection in 2030 and is projected to operate at an unacceptable service level F with an overall average delay of 96 seconds during the PM peak hour and at an acceptable service level D with an overall average delay of 43 seconds during the Saturday peak hour. The addition of project trips during the weekday PM peak hour would increase overall intersection delay to 119 seconds, a 23 second increase. The addition of project trips during the Saturday afternoon peak hour would degrade the intersection to LOS F and increase overall intersection delay to 156 seconds, a 113 second increase. The addition of project traffic would also increase the 95th percentile queue lengths for several approaches that currently exceed or are projected to exceed the available storage capacity during the weekday PM and Saturday afternoon peak hours.	S	S	S	TRAF-15: Implement Mitigation Measures TRAF-5 and 1b.	S	LTS	LTS
TRAF-16: The 65th Street/Hollis Street intersection is projected to operate at an acceptable service level D with an overall average delay of 40 seconds during the PM peak hour in 2030 . The addition of project trips during the weekday PM peak hour would degrade the intersection to LOS E with an overall intersection delay of 59 seconds, a 19 second increase.	LTS	S	S	TRAF-16: Retime this traffic signal to improve traffic flow and minimize delay and queuing. This impact can be attributed to traffic from approved, planned, and potential developments in and around Emeryville. Therefore, it is recommended that the City update the Traffic Impact Fee Program to include the recommendation, and that the Project Applicant contribute their fair share to these improvements through the payment of fees based on the updated Traffic Impact Fee.	--	S	S

Impacts	Level of Significance <u>Without</u> Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
TRAF-17: The 64th Street/Shellmound Street intersection , a side-street stop-controlled intersection, is projected to operate at an overall acceptable service level in 2030 . The side-street is also expected to operate acceptably prior to the addition of project traffic in 2030. The addition of project traffic would result in unacceptable side-street operations in 2030, although the intersection would continue to operate at an overall acceptable service level.	LTS	S	S	TRAF-17: Implement Mitigation Measures TRAF-6 and 1b.	--	LTS	LTS
TRAF-18: The I-80 EB Ramps/Powell Street intersection is projected to operate at LOS F during the PM peak hour and Saturday peak hour in 2030 . The addition of project traffic would increase delay by more than 4 seconds during both the PM and Saturday peak hours. The addition of project traffic would also increase the 95th percentile queue lengths for several approaches that currently exceed or are projected to exceed the available storage capacity.	S	S	S	TRAF-18: Implement Mitigation Measure TRAF-1a and 1b.	PSU	PSU	PSU
TRAF-19: The Powell Street/Hollis Street intersection is projected to operate at LOS F with an overall average delay of 114 seconds during the PM peak hour in 2030 . The addition of project trips during the weekday PM peak hour would increase overall intersection delay to 122 seconds, a 8 second increase.	S	S	S	TRAF-19: Implement Mitigation Measure 1b and 8.	PSU	PSU	PSU

Impacts	Level of Significance <u>Without</u> Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
TRAF-20: The 40thStreet/Horton Street intersection is projected to operate at an unacceptable service level F during the PM peak hour in 2030 . The addition of project trips during the weekday PM peak hour would increase delay by more than 4 seconds. The addition of project traffic would also increase the 95th percentile queue lengths for several approaches that currently exceed or are projected to exceed the available storage capacity during the weekday PM peak hour.	LTS	S	S	TRAF-20: Construct an exclusive southbound left-turn lane and change the phasing of the northbound and southbound approaches from split phasing to simultaneous north/south left-turn phasing. Implement with Mitigation Measures TRAF-1a and 1b to provide corridor benefits.	--	LTS	LTS
TRAF-21: The 40thStreet/Hollis Street intersection is projected to operate at an unacceptable service level F with an overall average delay of 82 seconds during the PM peak hour in 2030 . The addition of project trips during the weekday PM peak hour would increase intersection delay to 90 seconds, an eight second increase. The addition of project traffic would also increase the 95th percentile queue lengths for several approaches that currently exceed or are projected to exceed the available storage capacity during the weekday PM peak hour.	LTS	S	S	TRAF-21: Implement Mitigation Measure TRAF-1b and 9	--	LTS	LTS

Impacts	Level of Significance <u>Without</u> Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
TRAF-22: The 40th Street/Emery Street intersection is projected to operate at an unacceptable service level F during both the PM and Saturday peak hours in 2030 . The addition of project trips during the weekday PM and Saturday afternoon peak hours would increase delay by more than 4 seconds. The addition of project traffic would also increase the 95th percentile queue lengths for several approaches that currently exceed or are projected to exceed the available storage capacity during the weekday PM and Saturday afternoon peak hours.	LTS	S	S	TRAF-22: Construct an exclusive southbound left-turn lane and re-stripe the northbound approach to provide an exclusive left-turn lane and a shared through/right-turn lane. Change the phasing of the northbound and southbound approaches from split phasing to phasing that allows for protected north/south lag/lead left turns with a lagging northbound left turn and a leading southbound left-turn. This lead/lag configuration is needed because these turns cannot be served at the same time since their paths would cross. Implement with Mitigation Measures TRAF-1a and 1b to provide corridor benefits. This impact can be attributed to traffic from approved, planned, and potential developments in and around Emeryville. Therefore, it is recommended that the City update the Traffic Impact Fee Program to include the recommendation, and that the Project Applicant contribute their fair share to these improvements through the payment of fees based on the updated Traffic Impact Fee. Additionally, it should be noted that right-of-way for this improvement is reliant on the redevelopment of the adjacent parcels.	--	LTS	LTS
TRAF-23: The 40th Street/San Pablo Avenue (CA-123) intersection is projected to operate at an unacceptable service level F during the PM and Saturday peak hours in 2030 . The addition of project traffic would increase delay by more than 4 seconds during both the PM and Saturday peak hours.	LTS	S	S	TRAF-23: Implement Mitigation Measure TRAF-1b and 10.	--	PSU	PSU

Impacts	Level of Significance <u>Without</u> Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
TRAF-24: The Mandela Parkway/Horton Street intersection is projected to operate at an unacceptable service level F during both the PM and Saturday peak hours in 2030 . The addition of project trips during the weekday PM and Saturday afternoon peak hours would increase delay by more than 4 seconds.	LTS	S	S	TRAF-24: Install a traffic signal and construct an exclusive southbound right-turn lane with overlap phasing. Implementation of this measure would reduce the project impact to a less-than-significant level. Implement with Mitigation Measures TRAF-1a and 1b to provide corridor benefits. This impact can be attributed to traffic from approved, planned, and potential developments in and around Emeryville. The applicant shall pay a fee based on its fair share of the project's anticipated growth in traffic to the intersection toward the cost to implement this improvement. The payment shall be made to the City of Emeryville, for the benefit of the City of Berkeley, prior to issuance of the temporary certificate of occupancy for the last building. However, this intersection is located in the City of Oakland. Therefore, the final selection of the appropriate intersection design, as well as implementation of the modifications, are not within the jurisdiction of the City of Emeryville. Therefore, this impact would be significant and unavoidable.	--	PSU	PSU
TRAF-25: The Shellmound Way/Christie Avenue intersection is projected to operate at an acceptable service level both without and with the project in 2030 . However, the addition of project traffic would result in the westbound left-turn movements exceeding the available storage length and spilling back to Shellmound Street during the Saturday peak hour.	S	S	S	TRAF-25: Implement Mitigation Measure TRAF-1b and 2.	PSU	PSU	PSU
TRAF-26: The Powell Street/Christie Avenue intersection would operate at an acceptable service level in 2030 , both without and with the project. However, the addition of project traffic would exacerbate existing queuing problems, contributing to poor operations on some intersection approaches.	S	S	S	TRAF-26: Implement Mitigation Measures TRAF-1b and 2.	PSU	PSU	PSU

Impacts	Level of Significance <u>Without</u> Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
<u>TRAF-27</u> : The addition of project traffic would worsen side street operations at the Shellmound Street/Woodfin Hotel/Marketplace Driveway intersection to LOS F with buildout of the project.	S	S	S	<u>TRAF-27</u> : The driveway serving the Woodfin Hotel cannot accommodate significant additional traffic flows. The parking area serving the new land uses on the Shellmound site shall be designed to orient the majority of outbound traffic, about 80 percent, away from the shared driveway. Alternatively, this driveway could be restricted to right-in/right out operation. When Phase IIA (option 1) is developed, an internal connection between the two garages would be constructed. Internal signage when the Phase II A (option 1) garage is built, shall direct vehicles to exit from the driveway aligned with 63rd Street. The Final Development Plan submittals shall be reviewed by the City Engineer prior to approval to ensure this is accomplished.	LTS	LTS	LTS
<u>TRAF-28</u> Vehicle queues at the pedestrian crossing are expected to increase as pedestrian activity increases around the project site. This queuing would contribute to deficient operations at the Shellmound Street/Woodfin Hotel/Marketplace Driveway and the Shellmound Street/Marketplace Driveway/Shellmound Garage driveway.	S			<u>TRAF-28</u> : Install a pedestrian signal at the pedestrian crossing on Shellmound Street. Through design treatments, such as landscaping, consolidate pedestrian activity from the Shellmound Street/Woodfin Hotel/Marketplace Driveway and the Shellmound Street/Marketplace Driveway/Shellmound Garage driveway to the pedestrian crossing. The pedestrian signal shall be interconnected and coordinated with the signal at the Shellmound Street/Shellmound Way intersection and the Shellmound Street/Marketplace Driveway/Shellmound Garage intersection. Each of these improvements to be implemented by the applicant shall be detailed in the Final Development Plans for Phase I and approved prior to issuance of building permit.			
				It should be noted that the Shellmound Street corridor from Shellmound Way through the Marketplace Driveway would operate better in the mitigated scenario than the unmitigated scenario even though vehicle queues would periodically spill back through the corridor, re-sulting in a significant and unavoidable queuing impact on the Shellmound Street corridor. However, the installation of a pedestrian signal would improve pedestrian safety across Shellmound Street as traffic volumes increase through the corridor, reducing the pedestrian impact to a less-than-significant level.			

Impacts	Level of Significance <u>Without</u> Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
<p>TRAF-29: The Reduced Main Street alternative could result in vehicle, pedestrian, and bicycle conflicts and inadequate pedestrian and bicycle access.</p>	LTS	S	S	<p>TRAF-29a: The applicant shall prepare a detailed circulation plan that clearly depicts vehicle, pedestrian, and bicycle access and associated routes prior to obtaining a grading or building permit. The City shall review the plan for adequacy based on applicable pedestrian, bicycle, and parking safety standards prior to issuing a grading or building permit.</p> <p>Additional mitigation has been identified as a result of the Applicant submitting a detailed circulation plan depicting vehicle, pedestrian, and bicycle access.</p> <p><u>Mitigation Measure TRAF-29b.</u> Prior to completion of Phase IIA (Option 1), convert Shellmound Street to a one-way northbound operation between Shellmound Way and 65th Street. The two northbound lanes would transition to a single lane north of the 65th Street intersection. With this conversion, the roadway cross section should be designed for multi-modal use including:</p> <ul style="list-style-type: none"> o Bus transit only lane o Bicycle lane o Two mixed flow automobile lanes o On-street parking <p>Note 1. Typically, Christie Avenue would be converted to a one-way southbound operation to compliment Shellmound Street as one-way northbound. However, a Christie Avenue conversion is not necessary for automobile traffic capacity. Christie Avenue can be maintained for two-way operations.</p> <p>Note 2. The above mitigation measure would reduce this impact to a less-than-significant level and the project applicant has stated a willingness to implement if the City decides it is a desired improvement. The concept of converting Shellmound Street to a one-way street has been previously discussed and been the subject of political controversy. As a result, the City may decide that it is preferable to adopt a Statement of Overriding Consideration for this impact.</p>	--	LTS	LTS

Air Quality. Air quality impacts associated with the Reduced Main Street alternative would be greater than those that would result from the proposed project. The Reduced Main Street alternative would have more construction activity. Implementation of Mitigation Measure **AIR-1** would reduce construction activity impacts to a less-than-significant level. The Reduced Main Street alternative would not result in CO hot-spots, similar to the proposed project.

The Reduced Main Street alternative would not conflict with the Bay Area 2005 Ozone Strategy. However, as depicted in Table 1, regional emissions would exceed the BAAQMD standards for ozone precursor emissions and PM₁₀. Implementation of the recommended mitigation measure as described below would reduce the impact to the greatest extent feasible but the impact would remain significant and unavoidable.

Table V-6: Reduced Main Street Alternative Regional Emissions in Pounds Per Day Compared to the Proposed Project

	Reactive Organic Gases		Nitrogen Oxides		PM ₁₀	
	Proposed Project	RMS Alternative	Proposed Project	RMS Alternative	Proposed Project	RMS Alternative
Regional Emissions	52.74	115.6	67.35	150.2	40.25	90.4
BAAQMD Significance Threshold	80.0	80.0	80.0	80.0	80.0	80.0
Exceed?	No	Yes	No	Yes	No	No

Source: LSA Associates, 2007.

Impact AIR-1 (Reduced Main Street alternative): Implementation of the Reduced Main Street alternative would result in regional emissions that exceed the BAAQMD standards for ozone precursor emissions. (S)

Mitigation Measure AIR-1 (Reduced Main Street alternative): The *BAAQMD CEQA Guidelines* document identifies potential mitigation measures for various types of projects. The following are considered to be feasible and effective in further reducing vehicle trip generation and resulting emissions from the project. These measures shall be implemented at the project site:

- Provide transit facilities (e.g., bus bulbs/turnouts, benches, shelters).
- Provide bicycle lanes and/or paths, connected to community-wide network.
- Provide sidewalks and/or paths, connected to adjacent land uses, transit stops, and/or community-wide network.
- Provide secure and conveniently located bicycle and storage.
- Implement feasible transportation demand management (TDM) measures including a ride-matching program, coordination with regional ridesharing organizations and provision of transit information.

Implementation of an aggressive trip reduction program with the appropriate incentives for non-auto travel would reduce impacts of the alternative by approximately 10 to 15 percent. Even with this reduction, ozone precursor emissions would still exceed the significance thresholds. As a result, the Reduced Main Street alternative would have a greater impact on

regional air quality impacts than the proposed project, and the impact would remain significant and unavoidable after implementation of available mitigation measures. (SU)

e. Noise and Vibration. Noise and vibration impacts that would result from the Reduced Main Street alternative would be similar to those associated with the proposed project. As shown in Table 2, modeled traffic noise levels for the alternative would not differ substantially from the modeled traffic noise levels for the proposed project. Railroad noise and ground-borne vibration impacts would remain unchanged after implementation of the alternative from those that would result from the project. Short-term construction related impacts would also not significantly differ from those that would result from the project. Noise impacts and mitigation measures **NOISE-1 through NOISE-5** identified for the proposed project would be applicable to the Reduced Main Street alternative. Implementation of Mitigation Measures NOISE-1 to NOISE-5 would reduce noise and vibration impacts to a less-than-significant level.

Table V-7: Reduced Main Street Alternative Traffic Noise Levels ^a

Roadway Segment	Existing			2010			2030		
	Proposed Project (dBA)	Reduced Main Street Alt. (dBA)	Change	Proposed Project (dBA)	Reduced Main Street Alt. (dBA)	Change	Proposed Project (dBA)	Reduced Main Street Alt. (dBA)	Change
Powell Street (Christie Avenue to Hollis Street)	66.8	66.4	-0.4	67.8	67.1	-0.7	68.2	67.4	-0.8
40th Street (Harlan Street to Emery Street)	63.5	63.6	0.1	64.3	64.4	0.1	65.4	65.4	0.0
40th Street (Emery Street to San Pablo Avenue)	62.7	62.8	0.1	63.6	63.6	0.0	64.3	64.4	0.1
40th Street (San Pablo Avenue to Adeline Street)	61.2	61.3	0.1	62.2	62.2	0.0	62.9	62.9	0.0
San Pablo Avenue (Adeline Street to 36th Street)	64.3	64.4	0.1	65.3	65.4	0.1	65.9	66.0	0.1

^a Data provided indicates LDN (dBA) 50 feet from Centerline of Outermost Lane.

Source: LSA Associates, Inc., 2007.

f. Hazardous Materials/Public Health and Safety. Under the Reduced Main Street alternative, the mixed use building located north of the Marketplace Tower and Public Market would be constructed within the area covered by the Covenants to Restrict Use of Property, as would portions of the building complex on the northern portion of the Shellmound site (see Figure V.F-1). The buildings on the northern portion of the Shellmound site would be used for retail, residential, and structured parking—uses that are allowed by the Covenants. However, residential use is not currently allowed by the Covenants in the area north of the Marketplace Tower and Public Market where the mixed used building would be located.

The UA Cinema would be demolished and replaced with multi-family units, a retail anchor store and structured parking. The light industrial buildings on the 64th & Christie site would be demolished and

replaced with a residential building similar to the proposed project. Both the UA Cinema and 64th & Christie sites are located outside the covenant area.

All impacts (**HAZ-1 to HAZ-4**) and mitigation measures for the proposed project would be applicable to the Reduced Main Street alternative, with the following modifications. Like the Main Street Alternative, Mitigation Measure HAZ-1a, which requires preparation of a site health and safety plan for construction workers, and Mitigation Measure HAZ-1b, which requires preparation of a soil management plan, would need to be expanded to include construction on the UA Cinema site, the mixed use building on the northern half of the Shellmound site, and the mixed use building north of the Marketplace Tower and Public Market. Further, Mitigation Measure HAZ-2, which requires asbestos and lead-based paints surveys, abatement, and proper management and disposal of other hazardous building materials, would need to be expanded to cover the demolition of the UA Cinema building. Implementation of the proposed project's mitigation measures, with the modifications above, would reduce these hazards-related impacts associated with the Reduced Main Street alternative to a less-than-significant level.

In addition to HAZ-1 to HAZ-4, a mitigation measure is recommended to address potential exposure of future residents of the mixed use building that would be constructed within the Covenant area north of the Marketplace Tower and Public Market. Because one of the covenants on the site states that "the Property shall be used in such a manner as to avoid potential harm to persons or property which may result from any waste materials remaining on the Property," residential use is generally not allowed within the Covenant area. However, in other portions of the Covenant area where vapors in the soil gas are a concern, DTSC has agreed to allow residential use on the upper floors of buildings, without amendment of the Covenant, if it could be shown that soil vapors do not present an unacceptable risk to future residents. Thus, the DTSC must be consulted to determine whether residential use would be allowed on upper floors of the mixed use building. The following measure is recommended to address this impact.

Impact HAZ-1 (Reduced Main Street alternative): The Mixed Use Building located north of the Marketplace Tower and Public Market would be within the Covenant Area, which does not currently allow residential use because existing contamination may present an unacceptable risk to future residents. (S)

Mitigation Measure HAZ-1 (Reduced Main Street alternative): The property owner/developer shall work with the City and DTSC to determine whether contaminants in soil vapor or other media in the area north of the Marketplace Tower and Public Market present an unacceptable risk to future residents. Environmental samples shall be collected and analyzed to determine whether chemicals present in environmental media, including vapors in air, are present in concentrations that would potentially harm future residents. If sample concentrations exceed California Human Health Screening Levels (CHHSLs), risk management measures that would prevent harm to future residents and that are acceptable to the DTSC shall be implemented. (LTS)

g. Geology, Soils and Seismicity. Under the Reduced Main Street alternative, there would be a sizeable increase in total development added to the site compared to the proposed project, but the same as the Main Street Alternative. This alternative would increase grading activities, total developed area, and building heights compared to the proposed project but would be subject to

similar geologic and seismic conditions and constraints. An earthquake on a nearby fault, such as the Hayward, San Andreas, or other regional faults, could result in strong seismic shaking at the project site. The primary geologic concerns at the site are direct damage to structures from seismic shaking, seismically induced liquefaction and attendant ground failure, expansive soils, and settlement or differential settlement. In addition, the construction of several mid- and high-rise buildings would likely result in increased loads on foundation structures, such as piers. Each of the impacts and mitigation measures identified for the proposed project (**GEO-1 to GEO-4**) would be applicable to the Reduced Main Street alternative. Implementation of Mitigation Measures GEO-1 to GEO-4, identified for the proposed project, would reduce the impacts from the Reduced Main Street alternative to a less-than-significant level, similar to the proposed project.

h. Hydrology and Storm Drainage. Like the Main Street Alternative, while the intensity of development considered under the Reduced Main Street alternative would be sizably greater than the proposed project, the area of impervious surfaces that would generate stormwater is similar for the alternative and the proposed project. As with the proposed project, the alternative would be required to comply with City and County permit specifications for treatment of stormwater runoff prior to discharge. Each of the impacts and mitigation measures identified for the proposed project (**HYD-1 to HYD-3**) would also be applicable to this alternative. Implementation of Mitigation Measures HYD-1, HYD-2, and HYD-3, identified for the proposed project, would ensure that impacts to runoff water quality that would result from this alternative would be less than significant for both the construction and the operational phases, similar to the proposed project.

i. Cultural and Paleontological Resources. Under the Reduced Main Street alternative, new buildings would be developed and the site would be subject to grading and other ground disturbing activities, similar to the proposed project and the Main Street Alternative. As described, the project area is sensitive for subsurface historical, archaeological, and paleontological resources, which could be unearthed during site preparation and construction of the alternative. The Reduced Main Street alternative would disturb a larger portion of the site compared to the proposed project. Impacts and mitigation measures **CULT-1 to CULT-3** would be applicable to the Reduced Main Street alternative. Implementation of Mitigation Measures CULT-1 to CULT-3 would reduce the Reduced Main Street alternative's impacts to cultural and paleontological resources to a less-than-significant level.

j. Aesthetic Resources. The Reduced Main Street alternative would add nine new buildings to the project site, including: two single-story retail pad buildings, small retail kiosk structure; a low-rise building with retail and parking; a mixed use building with a 14-story residential and a 5-story mixed use retail and office building; a mixed use building with a 11-story residential tower and mid-rise townhomes on the UA Cinema site, and mid-rise mixed use buildings with multi-family units, retail space and parking. However, heights of the Reduced Main Street Alternative are substantially reduced from the Main Street Alternative.

On the Shellmound site, the western Amtrak bridge tower would be flanked to the north and south by taller buildings. As a result, views to the northwest of San Francisco Bay and Mt. Tamalpais from the western tower would be permanently blocked; these views would be preserved by the proposed project. Further, placement of the high-rise tower on a portion of the Shellmound site would partially block northwest views from the Powell Street overcrossing. The high-rise office tower on the north end of the Shellmound site and the residential tower on the mixed use building would also be visible

from this vantage point. However, because the tower on the Shellmound site is narrower, views from neighborhoods to the east of the Shellmound site would be less impacted by the Reduced Project Alternative than either the proposed project or the Main Street Alternative.

South-facing views on Shellmound Street would be substantially different under the Reduced Main Street alternative due to the realignment of the roadway west, directly adjacent to the Public Market building, removing the surface parking areas, and adding the parking structure, retail space and office tower building adjacent to the UPRR tracks. Placement of the mixed use buildings adjacent to the UPRR tracks would block views east of the site (beyond the railroad tracks). The alternative would refine the open, auto-oriented character of this street by creating an urban streetwall front with taller buildings abutting pedestrian travel and rest areas. The high-rise and mid-rise towers on the Shellmound site would dominate views to the northeast and southeast on Shellmound Street.

The residential tower associated with the mixed use building and the mid-rise residential building on the UA Cinema site would dominate views up Shellmound Street to the north. From a distance, the high-rise tower on the UA Cinema site would appear to be much more pronounced than the existing UA Cinema building. Under the Reduced Main Street alternative, this building would be 11 stories and 150 feet tall, approximately 90 feet taller than the UA Cinema. However, the impacts of this alternative would be less than the Main Street alternative as the building is substantially reduced.

Impacts and mitigation measures **AES-1 and AES-2** identified for the proposed project would be applicable to the Reduced Main Street alternative. Similar to the proposed project, the two high-rise towers and three mid-rise buildings would be of a size and mass that would alter the intrinsic architectural character of the project site and surroundings. Implementation of Mitigation Measure AES-1 would ensure that these buildings would be visually compatible with the surrounding area. Like the project, the development proposed under this alternative would create additional sources of glare and light. Implementation of Mitigation Measure AES-2 would ensure that light and glare sources would be appropriately designed and that associated adverse effects would be minimized.

Because the Reduced Main Street alternative would realign Shellmound Street and add a substantially greater amount of development than the proposed project, it would have a greater effect on aesthetic resources than the proposed project but less than the Main Street Alternative.

k. Public Services and Utilities. The additional office, retail, and residential uses added to the project site under this alternative would create a greater demand for fire and police protection, schools, library services, parks, water supply, wastewater collection and treatment, and post-construction solid waste facilities and infrastructure compared to the proposed project. Impacts to schools, library services, and parks, which are typically affected most by residential uses, would be similar to the proposed project, albeit slightly greater due to the net increase of 48 units under this alternative.

Impacts and mitigation measures **PS-1 and PS-2** identified for the proposed project would be applicable to the Reduced Main Street alternative. Implementation of Mitigation Measures PS-1 and PS-2 would ensure that demolition, construction, and on-going operation of the Reduced Main Street alternative would conform to Measure D solid waste recycling requirements, and would reduce impacts associated with solid waste generation to a less-than-significant level, similar to the proposed project.

Impacts to fire and police protection services and facilities could be substantially greater for the alternative than the proposed project due to the sizeable increase in residential population on the site (i.e., a net increase of 1,145 residents). Impacts to water supply and wastewater collection and treatment would also be substantially greater than the proposed project. The alternative could require facilities upgrades (e.g., enlargement of pipes, expansion of treatment facilities) to service the additional development. Additional mitigation measures, listed below, would be required to reduce the Reduced Main Street alternative's impacts on fire, police, water, and wastewater services and facilities to a less-than-significant level. Overall, the Reduced Main Street alternative would have greater impacts on public services and utilities than the proposed project, but less than the Main Street Alternative.

Impact PS-3 (Reduced Main Street alternative): Implementation of the Reduced Main Street alternative could increase demand for fire and police services, requiring the construction of new facilities. (S)

Population and employment generated by the Reduced Main Street alternative would increase demand for fire and police services compared to the proposed project. New police and fire facilities may need to be constructed to Reduced Maintain adequate emergency response times to the site. Implementation of the following mitigation measure would reduce this impact to a less-than-significant level:

Mitigation Measure PS-3 (Reduced Main Street alternative): The Emeryville Police and Fire Departments shall review proposed development plans for the Reduced Main Street alternative to determine whether existing police and fire facilities would be able to accommodate increased demand for emergency services. If existing facilities would be inadequate, the project sponsor shall contribute a pro rata share of the cost to construct new facilities. (LTS)

Impact PS-4 (Reduced Main Street alternative): Implementation of the Reduced Main Street alternative would substantially increase demand for water. (S)

The population and employment increase associated with the Reduced Main Street alternative would increase water demand on the site compared to the proposed project. This demand may not be met by the East Bay Municipal Utility District's (EBMUD's) existing water entitlements. Implementation of the following mitigation measure would reduce this impact to a less-than-significant level:

Mitigation Measure PS-4 (Reduced Main Street alternative): A Water Supply Assessment shall be prepared for the Reduced Main Street alternative. If the Water Supply Assessment shows that existing water supplies would be inadequate to serve the proposed alternative, the alternative shall be modified to reduce water demand (e.g., through the reduction of water-intensive commercial or residential uses, water conservation measures, and/or recycling of rain and graywater) such that existing water entitlements would be adequate to serve the site. (LTS)

Impact PS-5 (Reduced Main Street alternative): Wastewater conveyance pipes may have inadequate capacity to accommodate additional wastewater flows from the Reduced Main Street alternative. (S)

City sewer Reduced Mains within and around the site may have inadequate capacity to accommodate additional wastewater flows from the Reduced Main Street alternative. This impact would be mitigated to a less-than-significant level through implementation of the following mitigation measure:

Mitigation Measure PS-5 (Reduced Main Street alternative): The applicant shall prepare a sewer capacity study to determine if there is adequate sanitary sewer conveyance capacity to accommodate the proposed alternative, as shown in the utility plan. If it is determined that there is inadequate capacity for additional flows from the Reduced Main Street alternative, either of the following actions shall occur:

PS-5.a: The utility plan shall be designed to convey all sewage flows on the site to the 30-inch TC pipe in the northern portion of the site. If the topography of the site is such that sanitary sewer flows would not be able to gravity feed into the 30-inch TC pipe, a sewage lift pump shall be included in the utility plan to convey wastewater to the northern basin; or

PS-5.b: The project applicant shall design and fund its fair share of construction of additional downstream improvements to accommodate the increased flows from the project in the southern system which drains to the EBMUD interceptor via the existing system in Powell Street. If downstream improvements to the existing system in Powell Street are required to accommodate additional flows draining to the south, additional environmental review may be required if construction would occur outside of the existing right-of-way or involve construction beyond the scope of standard construction methods evaluated in this EIR. (LTS)

1. Wind. The single-story retail/restaurant pads and small kiosk retail buildings would not extend in height above surrounding structures or be of a large enough mass to substantially increase local winds.

The rectangular shape of the retail anchor building (on the UA Cinema site) would create an extension of the east-west axis of the building on the 64th & Christie site. The low-rise portion of this building would be a similar height as those located north of 64th Street. The rectangular shape and long, extended flat surfaces of this building could increase ground-level winds, if not properly designed; this impact would not occur with the proposed project. An additional mitigation measure, WIND-1 (Reduced Main Street alternative), described below, would be required to ensure that the final design of the building is reviewed by a wind consultant and incorporates sufficient building articulation, modulation, and porous materials (e.g. landscaping) to ensure pedestrian comfort. Implementation of Mitigation Measure WIND-1 (Reduced Main Street alternative), described below, would reduce this impact to a less-than-significant level.

The low-rise parking and retail structure on the Shellmound site would be oriented on a north-south axis and would be similar in height to the Marketplace Public Market, below the Marketplace Tower, and below the adjoining residential and office towers. The stepped-back shape of the building and variation in surrounding building height would break-up and decelerate westerly winds at ground level. The residential and office towers on the Shellmound site would generally be oriented along a north/south axis and would extend in height over surrounding buildings. The orientation and massing of the towers are of a size large enough to intercept westerly winds year round, as well as southeasterly winds, which occur during the winter. However, similar to the project, the massing and shape of these buildings would direct wind acceleration along the roofs and the low rise portions of

the building, resulting in wind accelerations in roof deck parking areas. Impact and Mitigation Measure WIND-1 required for the proposed project would be applicable to this alternative. Implementation of Mitigation Measure WIND-1a would ensure that roof areas that would be used by site patrons or residents would be designed such that wind acceleration would be reduced to less-than-significant levels.

The mixed use building north of the Marketplace Tower and Public Market buildings would be oriented along an east-west axis. The stepped shape of this building would ensure that it abuts both Marketplace Tower and Public Market buildings but at a lower height (see Figure VI-2). This building could intercept westerly and southwesterly winds. Impact and Mitigation Measure WIND-1 required for the proposed project would be applicable to this alternative. Interception of westerly winds could accelerate ground-level winds along Christie Avenue; this impact would not occur with the proposed project. An additional mitigation measure, WIND-1 (Reduced Main Street alternative), described below, would be required to reduce the potential for ground level wind acceleration by incorporating sufficient building articulation, modulation and porous materials into final building design. A wind consultant would review the final building design to ensure it reduces wind accelerations adequately to provide for pedestrian comfort.

Unlike the proposed project, the shape and massing for the 150-foot and 175-foot tall towers would not be broken-up or articulated, particularly for the UA Cinema site and north office, which could contain flat, extended wall surfaces. As a result, intercepted westerly winds could accelerate along these surfaces, resulting in increased ground level winds. As with the two-story retail building, additional mitigation, WIND-2 (Reduced Main Street alternative) described below, would be required to reduce the potential for ground level wind acceleration by incorporating sufficient building articulation, modulation and porous materials into final building design. A wind consultant would be required to review the final building design to ensure it would decrease wind accelerations adequately to provide for pedestrian comfort.

Under this alternative, the Amtrak bridge connection to Shellmound Street would not be enclosed or incorporated into either of the two flanking buildings. This design, similar to the proposed project, would create a breezeway that would, under prevailing wind conditions, result in accelerated winds that would adversely affect pedestrian comfort. Impact and Mitigation Measure WIND-1 for the proposed project would be applicable to this alternative. Implementation of Mitigation Measure WIND-1b would identify how fast speed winds may be accelerated to in this breezeway, as well as which design modifications would be required to reduce these speeds to a less-than-significant level.

Because the Reduced Main Street alternative has the potential to increase ground level winds, it would result in greater wind impacts than the proposed project, but less than the Main Street Alternative.

Impact WIND-2 (Reduced Main Street alternative): The construction of the Shellmound mixed use and high-rise tower buildings and UA Cinema site could substantially increase ground-level winds. (S)

Mitigation Measure WIND-2 (Reduced Main Street alternative): Final design of the buildings constructed on the Shellmound and UA Cinema building sites shall be subject to review by a qualified wind consultant. The design review shall evaluate the architect's employment of one

or more of the following design guidelines to reduce wind impacts to a less-than-significant level:

- West or southeasterly building faces shall be articulated and modulated through the use of architectural devices such as surface articulation, variation, variation of planes, wall surfaces and heights, as well as the placement of step-backs and other features.
- Utilize properly-located landscaping to mitigate winds. Porous materials (vegetation, hedges, screens, latticework, perforated or expanded metal) offer superior wind shelter compared to a solid surface.
- Avoid narrow gaps between buildings where westerly or southeasterly winds could be accelerated.
- Avoid “breezeways” or notches at the upwind corners of the building.

Wind tunnel or computerized computational fluid dynamics testing shall be required if a review of the final architectural design of the proposed mid-rise buildings is insufficient to determine whether the buildings would result in adverse wind impacts. Testing shall be used to determine if wind accelerations generated by the structure could reach hazardous levels and to develop design modifications that would reduce impacts to a less-than-significant level. (LTS)

m. Shade and Shadow. The sizeable increase in development considered under this alternative would create many new shadows over the project site and surrounding area that would not occur with the proposed project. Shadow pattern simulations for the Reduced Main Street alternative compared to those for the proposed project are depicted in Appendix D.

In particular, this alternative would infill the proposed project’s surface parking areas with mid-rise buildings, all of which contribute to the darkening of the site during times when the sun is low on the horizon, such as the winter solstice.

The 175-foot tall tower on the southern portion of the Shellmound site would be 80-feet taller than the 95-foot tall Shellmound building proposed by the project. As a result, shadows cast by this tower would be more extensive throughout the year. In the early morning hours, the Shellmound tower would cast new shadows on Shellmound Street, extending northwest onto a portion of the public seating area in front (east) of the Public Market Reduced Main entry. During the winter solstice, shadows cast by this tower would be extensive, extending over the transit center plaza, over Shellmound Street and the plaza seating area outside the Public Market buildings, as well as onto the roof of the Public Market buildings.

The UA Cinema site would also be redeveloped under this alternative with a 150-foot tall residential tower and 75-foot mid-rise residential and parking structure building that would be much taller than the existing theater. The tower is 60 feet taller than the 90-foot tall building proposed for the nearby 64th & Christie building as part of the project. Similar to the towers on the Shellmound site, shadows that would be cast by this tower would be more extensive than those for the proposed project throughout the year. Early morning shadows would extend northwest across the 64th Street. During the winter solstice, shadows cast by this tower would extend north of Christie Avenue onto the EmeryBay Apartments and Offices roofs, as well as the roadway and sidewalk. The residential tower,

combined with the retail anchor building would cast new shadows east and northeast that would darken 64th Street, particularly during the spring and fall equinoxes.

The long, rectangular shaped mid-rise office structure and retail space building on the northern portion of the Shellmound site would be located between and abut Shellmound Street and the UPRR tracts. As a result, during the spring and fall equinoxes and winter solstice, early morning hour shadows cast by this building would extend west onto and across Shellmound Street, and late afternoon shadows would extend east onto and across the UPRR tracks. None of these shadows would occur with the proposed project.

The 85-foot tall mixed use building north of the Marketplace Tower and Public Market buildings would cast new shadows onto the site that would not occur with the proposed project. In particular, this alternative would provide for a new public plaza located directly east of this building. Shadows cast by the 50-foot tall building during all time periods, excepting the summer solstice, would extend east, northeast, or north onto 63rd Street or either the new outdoor plaza areas.

No new shade or shadows would be cast on the relocated Christie Park; however, new shadows would be cast onto the outdoor seating area in front (east) of the Public Market building in the early morning and late afternoon hours, and extensive shadows would be cast onto the realigned Shellmound Street and the new plaza located on the northern half of the site.

The Reduced Main Street alternative would result in greater impacts to shade and shadow on public places compared to the proposed project, but less than the Main Street Alternative. The following new impact would result from implementation of the Reduced Main Street alternative. No mitigation measure is available to reduce this impact to a less-than-significant level.

Impact SHADE-1 (Reduced Main Street alternative): The Reduced Main Street alternative would create substantial shadow coverage over public spaces throughout the site. (S)

The Reduced Main Street alternative would substantially diminish sunlight availability throughout the site, including on streets and public plazas. Shadow associated with the project could substantially impair public use of outdoor spaces. Reducing this impact would involve undertaking a major reconfiguration of the alternative. Therefore, this impact would be significant and unavoidable.

Mitigation Measure SHADE-1 (Reduced Main Street alternative): No mitigation measure is available to reduce this impact to a less-than-significant level. (SU)

APPENDIX A

EMERYVILLE MARKETPLACE REDEVELOPMENT PROJECT TRANSPORTATION MANAGEMENT PLAN

Emeryville Marketplace
REDEVELOPMENT PROJECT
TRANSPORTATION MANAGEMENT PLAN



OCTOBER 2007



GATES + ASSOCIATES

SEPTEMBER 2007

EMERYVILLE MARKETPLACE REDEVELOPMENT PROJECT
TRANSPORTATION MANAGEMENT PLAN
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EMERYVILLE MARKETPLACE REDEVELOPMENT PROJECT TRANSPORTATION MANAGEMENT PLAN

OBJECTIVES OF MARKETPLACE TMP

The overall objective of an effective Transportation Management Plan (TMP) is to reduce the amount of vehicle use (especially single-occupant vehicles) and to encourage employees and visitors to use alternative modes of travel, such as transit, walking, and bicycling. This is best accomplished through creating a physical environment that invites people to stroll and gather throughout the day and evening as well as physical and programmatic support for alternative means of travel that makes leaving the single-occupant vehicle behind an easy choice, particularly during peak times. Critical to an effective TMP is the creation of a place where people want to walk, bike, and linger rather than drive to or through.

The programs and improvements proposed in this TMP along with the overall Marketplace Redevelopment program will dramatically improve this place as an active place where people will happily walk, bike, work, and live, transforming an auto-oriented commercial center into a thriving community center. The Marketplace Redevelopment project and its TMP creates a place where people will want to walk, bike, and linger by:

- Creating synergy through density and concentration
- Creating a community with places to live and spend quality time
- Creating vitality. Where there was once an isolated retail/commercial node is now a destination with vitality, where there were once just streets and parking lots is now a place with "eyes on the street".
- Bringing activity to the streets. Shellmound now has architectural edges, the retail locations are brought to life, the new plazas bring outdoor living spaces to the site, and there is now access to AMTRAK, instead of merely an isolated stairway.
- Creating 24-7 activity to the site with living areas. There area now places to live, shop, play and work.
- Creating active corridors, walking and biking, that improves connectivity to other parts of town and other communities. This becomes a transportation node where train, bike, pedestrian, bus, car share, and even private vehicles all come together.
- Establishes a scale to the street with the architectural edges of the project.

- Blocks wind patters with buffer zones to the Bay to improve desirability of outdoor walks and plazas.
- Views to the water are retained. The visual relationship to the water is strengthened by the orientation of the buildings to the site and the view corridors being preserved between them.

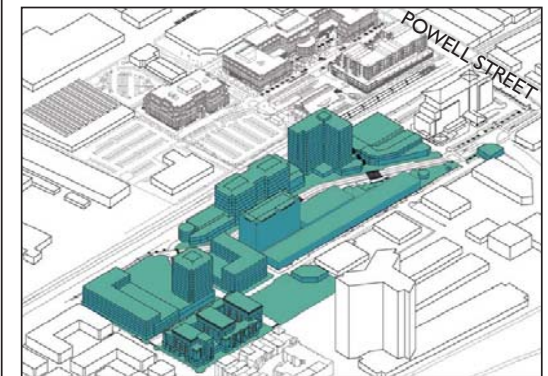
This TMP for the Emeryville Marketplace Redevelopment Project will be consistent with the policies and objectives of the City of Emeryville, and work seamlessly with the ongoing plans at nearby developments.

This TMP addresses residents, employees and visitors, and includes the following elements: residential parking, employee/visitor parking, carpools/vanpools, car share, transit, bicycles, and trip reduction measures.

The physical improvements proposed for the Marketplace site under different development alternatives from the Marketplace EIR and how the TMP would be implemented with each alternative are shown in the illustrative drawings attached. These drawings show how redevelopment of the Marketplace site will support the TMP through the creation of clear bus pull-outs and transit shelters; bicycle paths and parking locations at key building entrances; free parking for car share vehicles and car share pod support and parking throughout the project; and enhanced pedestrian sidewalks and plazas throughout the site.

What follows is a description of TMP program components, and how they will be implemented at the Marketplace Redevelopment Project.

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RESIDENTIAL PARKING ELEMENTS

- Residents will not be guaranteed a parking space free with their units. Instead, parking will be "unbundled" from the units as each structured parking space will be leased separately to individual units. A movable security separation between public and leased secured residential parking will allow residences to have a safe and secure parking. As resident demand for parking changes, the security separation can be moved to adjust the location of the gate depending on the number of required secure stalls or number of generally available public spaces within each garage.
- Residential parking rates will be set equivalent to fair market value.
- The following parking maximums will be permitted:
 - No more than one space for each residential bedroom, not to exceed two spaces per unit.
- No residential guest parking will be provided in parking structures. Guests will share garage space shared with commercial uses on site.

EMPLOYEE/VISITOR PARKING ELEMENTS

- All new on-street and off-street parking will be paid parking, paid for by the hour or fraction thereof. Parking rates will be set equivalent to fair market value and not subsidized by tenants or building operators.
- All existing on-street and off-street parking will be converted to paid parking within five years of start of construction of the first new building except where prohibited by previous lease agreements in the existing Marketplace buildings. Short term free or validated retail parking will be allowed.
- No discounts will be allowed for "early bird" or "in by / out by" long-term parking, and no discounted monthly parking passes will be allowed.
- The requirement for paid parking will be included in all new buildings.
- Employee (long-term) parking spaces will be located in non-preferred areas of the off-street parking facilities.
- Preferred parking spaces will be reserved for carpool/vanpool/car share vehicles.

CARPOOLS/VANPOOLS ELEMENTS

- Within all off-street parking facilities, preferential parking spaces will be reserved for carpoolers.
- A database of carpool/vanpool participants will be collected and maintained by each tenant and provided to the Travel Coordinator, who will be an employee of the owner.
- A "real-time" carpool match will be provided on the Marketplace website.
- A carpool/vanpool ride-match program will be established.
- All employees who are registered carpool/vanpool users will be guaranteed a ride home (provided free rental car or taxi in the event of an emergency) when carpooling.
- For informal carpooling, a casual carpool pick-up point will be designated.

CAR SHARE ELEMENTS

- Within all off-street parking facilities, free parking spaces will be reserved for short-term car share parking (two spaces within each retail/restaurant parking area on site and in garages).
- Car Share vehicle hubs will be established throughout the site (three hubs of two vehicles each), additional cars and or hubs may be added as demand for cars increases.
- All car share parking spaces and hub locations will be clearly identified and directional signage will be provided, and real-time availability will be provided on the Marketplace website.
- Registered residents and employers will be allowed a subsidy to offset the annual car share program membership fees.
- Long-term contracts with car share operators will be established to increase continuity and decrease costs. Contracts with Emeryville TMA shall be a means to accomplish this.
- Project sponsor shall purchase one car share car per parking structure to be operated as part of a car sharing program.

IMAGES



- The availability of car sharing and information on the various car share operators will be included in all rental and leasing information and on the Marketplace website.

TRANSIT ELEMENTS

- All registered residents and employees will be eligible for a free AC Transit 31-day local pass each month.
- Employers with more than 50 employees will be required to offer commuter checks to eligible employees.
- A central transit kiosk will be created that provides transit maps, schedules, fare, and other rider information. This kiosk will also sell monthly passes, dollar-value tickets, and single trip fares, as appropriate, for BART, AC Transit and Capital Corridor, plus other operators if requested.
- Transit maps, schedules, on-line passes, real-time arrival information, and Internet links will be provided on the Marketplace website for all nearby transit operators. Real-time bus arrival information and passenger waiting shelters will be provided at AC Transit and Emery-Go-Round stops.
- All transit stops will be clearly marked on the pavement, and will include either bus bulbs or bus pullouts if requested by the transit operators.
- A bicycle station will be provided near the central transit kiosk (bicycle stations allow for users to “borrow” bicycles for the day). Bicycle use will be free for registered residents and employees, and a nominal fee will be charged for visitors.

BICYCLE ELEMENTS

- Safe and secure bicycle parking will be provided within each off-street parking facility or within each building. Supplemental bicycle parking racks will be provided near major destinations. Overall, a bicycle parking supply of a minimum of 15 percent of the total vehicle parking supply will be provided, of which at least 25 percent will be indoor secured bicycle spaces.

- Bicycle parking spaces will be located throughout the site, including near entrances to the commercial buildings and office buildings, and within each residential parking garage.
- Showers and locker facilities will be provided within each new commercial building with greater than 20,000 square feet of uses.
- Bicycle facilities will be established along major roadways, consistent with the City’s current guidelines and bicycle plans.
- Bicycle routes will be identified through the development, with directional signage to indicate routing to key destinations.
- A bicycle map, highlighting all routes and bicycle parking spaces, will be included on the Marketplace website and the transit kiosk.
- A bicycle station will be provided at key transit stops and within the development (bicycle stations allow for users to “borrow” bicycles for the day). Bicycle use will be free for registered residents and employees, and a fee will be charged for visitors.

TRIP REDUCTION MEASURES

- Individual employers will be required to encourage telecommuting, alternative work hours, and flexible work schedules.
- Business centers will be established within the residential buildings that provide computers, teleconference facilities, fax machines, and printers.
- Support services, such as banking, childcare, post office, dry cleaners, and convenience goods will be included in the commercial land use program.

IMPLEMENTATION

This TMP will be overseen by an on-site Transportation Coordinator, an employee of the owner, who would also be accountable for the coordination with the City, the various transit agencies, and nearby tenants. In addition, the Transportation Coordinator will be responsible for operating and maintain a website for the Marketplace which will present all transportation-related data and “real-time” information.

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Each year, the Transportation Coordinator will be responsible for conducting surveys of residents, employees, and visitors to determine the current modal split (percentage of travelers who drive alone, carpool, ride transit, walk, or bike) and to identify measures that would decrease the use of single occupant vehicles. The Transportation Coordinator will report annually to the City of Emeryville on the status of the TMP, and recommend measures to improve trip reduction. The City shall approve any trip reduction measures that conflict with this TMP.

All carpool/vanpool, car share, transit, and bicycle users will be requested to register with the Transportation Coordinator. This registration could be done through the Marketplace website or at the coordinator's office, and will require proof of residence or employment at the Marketplace. This registration program will allow for easier implementation of travel surveys, distribution of transit passes and subsidies, and tracking of bicycle library use.

ILLUSTRATIVE GRAPHICS

The attached illustrative graphics demonstrate how the TMP policies outline above would appear on the Marketplace Redevelopment site under the different alternative potential building scenarios considered in the Marketplace Redevelopment Project EIR. The Illustrative Graphics show how under different development options, the Marketplace site will be enhanced to support the TMP program and encourage people to walk, bike, or take transit for their travel to this area of Emeryville.

BICYCLES:

The graphics identify paths of travel and parking throughout the site for bicycles. Bicycle lanes and parking areas will be clearly painted on streets or driveways, on project signage and directories. Bike parking is located at the entry to each major land use area or building group to facilitate bike travel. The bicycle station is at the foot of the AMTRAK transit hub.

PEDESTRIANS:

New and improved pedestrian plazas and sidewalks along active building edges and plazas are planned throughout the site to create clear pedestrian travel paths to all major land use areas and to improve the pedestrian experience throughout the property.

PREFERENTIAL FREE PARKING LOCATIONS FOR CAR SHARE AND POOL VEHICLES:

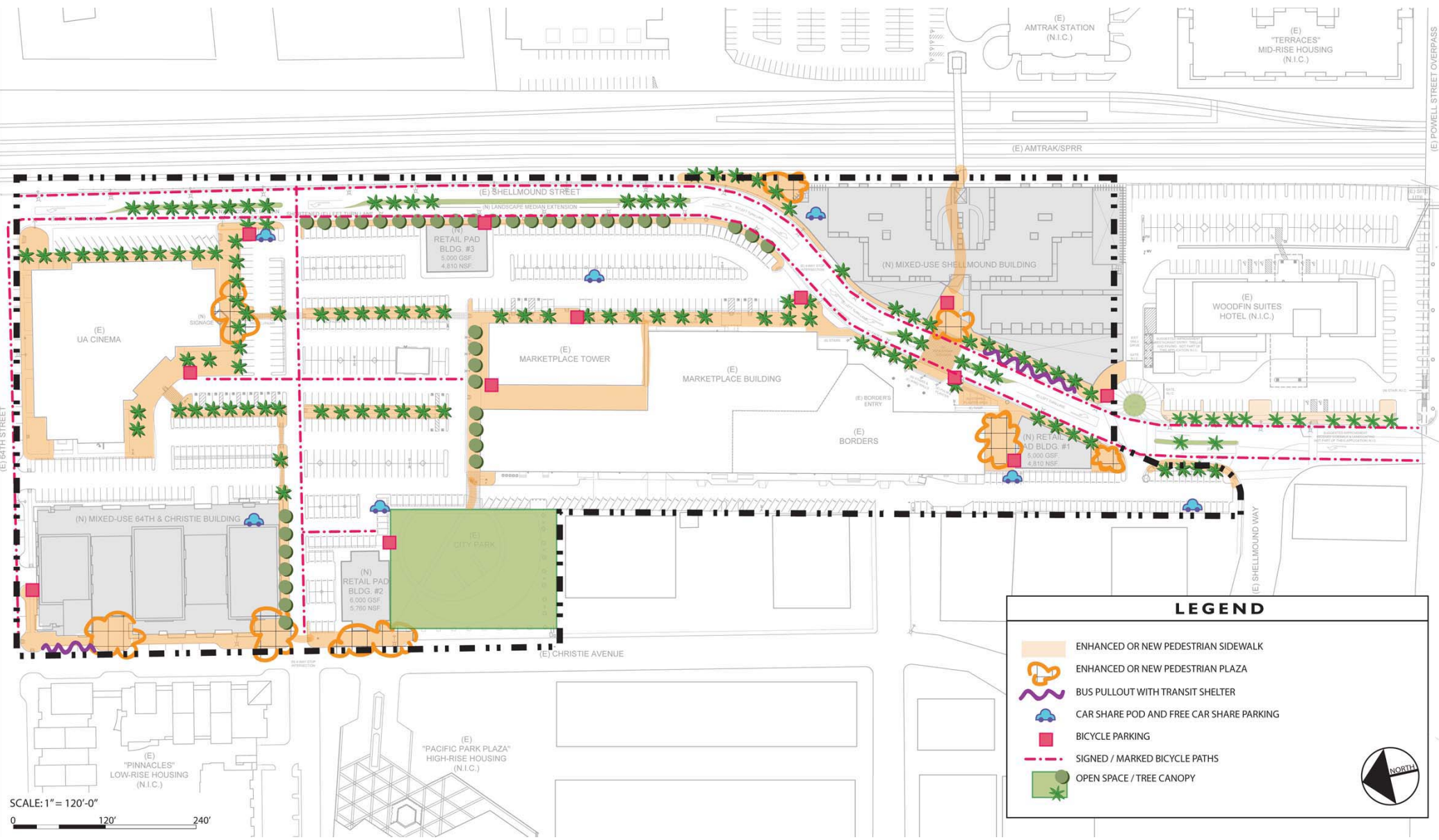
Preferential parking areas for car share vehicles and car share pods are shown on the illustrative graphics. Preferential parking areas for carpools and vanpools will be designated in similar areas of the site.

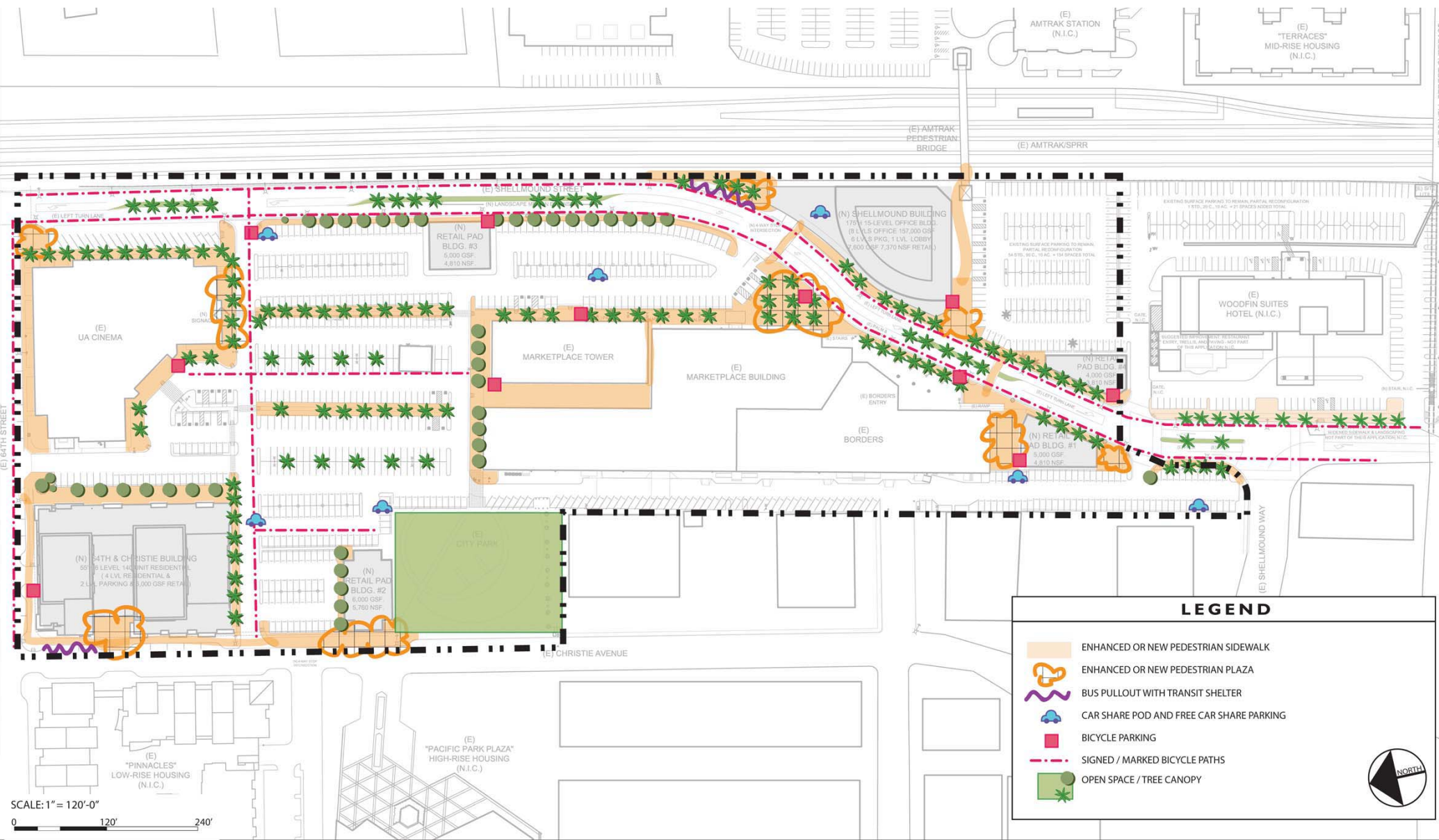
IMPROVED TRANSIT ZONES:

Proposed locations of new bus shelters and bus pullouts are noted in areas where they will enhance transit connections to AMTRAK and Emery-Go-Round, and create convenient access to all Marketplace destinations. A major transit information kiosk and a bicycle station will be located at the foot of the AMTRAK Bridge near the bus shelter to enhance this transit hub by providing easy access to multi-modal travel options.

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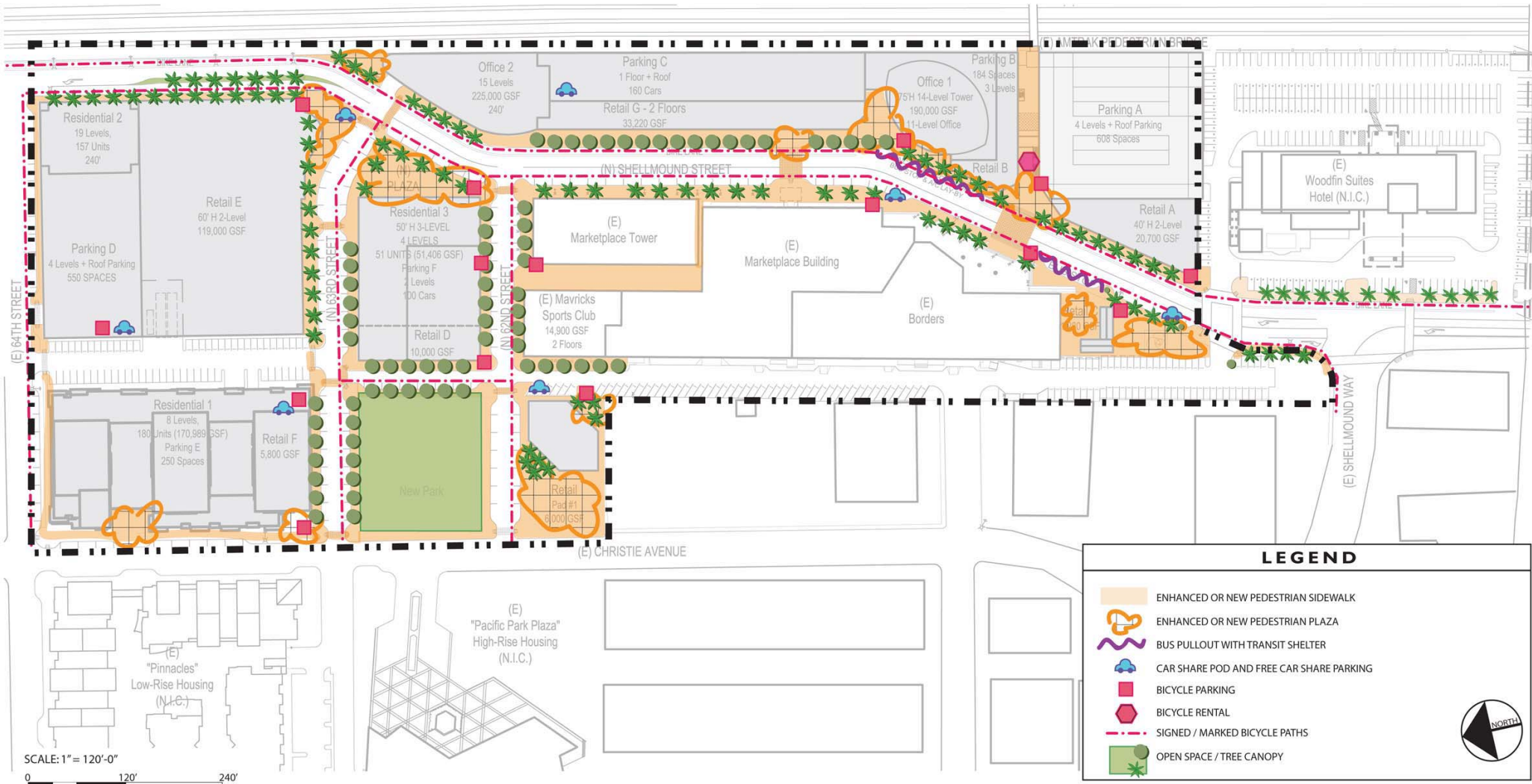
GATES + ASSOCIATES

EMERYVILLE MARKETPLACE EMERYVILLE, CALIFORNIA

REDUCED PROJECT ALTERNATIVE

8

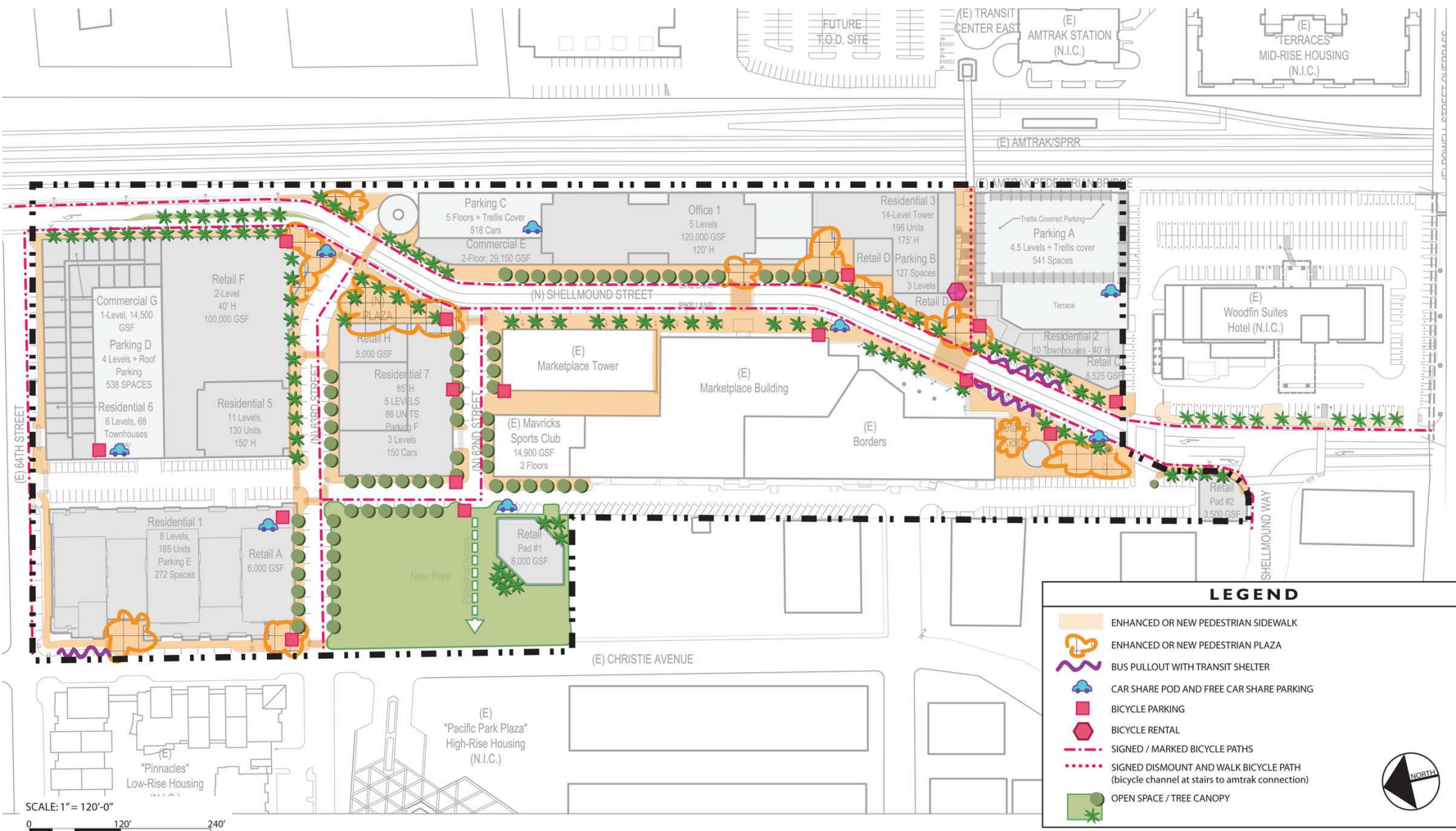
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EMERYVILLE MARKETPLACE EMERYVILLE, CALIFORNIA

MAIN STREET ALTERNATIVE 10



APPENDIX B

ANALYSIS OF BICYCLE AND PEDESTRIAN IMPLICATIONS ASSOCIATED WITH THE RECOMMENDED OFF-SITE INTERSECTION MITIGATION MEASURES



MEMORANDUM

Date: October 29, 2007

To: Lynette Dias, RRM Design Group

From: Rob Rees

Subject: Off-Site Intersection Mitigations – Implications to Pedestrians and Bicycles
WC05-2272

The following table addresses pedestrian and bicycle implications associated with the off-site traffic mitigation measures.

While not specifically addressed, transit operations are improved with the road capacity changes. The exception is along San Pablo Avenue where bus stops would need to be relocated and additional road capacity would preclude future queue jump lanes at major intersections.

Intersection Location	Mitigation Measure	Pedestrian Implications	Bicycle Implications
Ashby Avenue / San Pablo Avenue	<p>Provide dual northbound left-turn lanes on San Pablo Avenue onto Ashby Avenue by eliminating on-street parking along San Pablo Avenue approaching Ashby Avenue. San Pablo Avenue bus stops would need to be relocated about 300 feet north or south of Ashby Avenue.</p> <p>(Note: the dual northbound left-turn lanes would preclude bus only queue jump lanes on San Pablo Avenue)</p>	<p>Pedestrian circulation transferring buses between systems on San Pablo Avenue and Ashby Avenue would significantly increase because the San Pablo Avenue bus stops would be relocated about 300 feet north and south of Ashby Avenue.</p> <p>Way finding for the San Pablo Avenue bus stops would be more difficult since the stops would be located at minor intersection crossings.</p> <p>Existing San Pablo Avenue mid-block pedestrian crosswalks would be relocated further south outside the influence of the two northbound left-turn lanes.</p> <p>Median landscaping on San Pablo Avenue north and south of Ashby Avenue would be eliminated.</p>	Bicycle riders currently ride along San Pablo Avenue in the vehicle lane adjacent to on-street parking. With the second northbound left turn lane, bicycle riders would ride in the vehicle lane adjacent to the curb.
65 th Street / Shellmound Street	Re-phase and re-time the traffic signal.	No change.	No change.
65 th Street / Hollis Street	Re-time the traffic signals.	No change.	No change.
64 th Street / Shellmound Street	Signalize the intersection.	Traffic signals insure that adequate crossing times (3.5 feet per second) are provided for pedestrians.	No change with installation of bicycle detection loops, but bicyclist would need to stop at a red light.
I-80 WB Hook Ramps/Frontage Road	Re-time the traffic signals.	No change.	No change.

Intersection Location	Mitigation Measure	Pedestrian Implications	Bicycle Implications
I-80EB Ramps/Powell Street	<p>Widen the off-ramp to provide dual left-turn and dual right-turn lanes. Reconstruct the southeast corner of the Powell Street/I-80 Eastbound Ramps intersection increasing the curb radii to 40 feet.</p> <p>Widen the north side of Powell Street 12 to 14 feet between Christie Avenue and Eastbound I-80 Ramps to align westbound Powell Street through lanes across the intersection with Eastbound I-80 Ramps.</p>	<p>The additional off-ramp lane increases the pedestrian crossing distance at this intersection from about 40 feet to 52 feet. This crossing is part of the Bay Trail alignment.</p> <p>Widening the north side of Powell Street a) increases the crossing time for pedestrians crossing Powell Street at Christie Avenue and b) allows for a 15-foot pedestrian refuge median for pedestrians crossing Powell Street at Christie Avenue.</p>	<p>The additional off-ramp lane increases the bicycle crossing distance at this intersection from about 40 feet to 52 feet. This crossing is part of the Bay Trail alignment.</p> <p>The westbound lane off-set for Powell Street under the freeway over crossing is eliminated, improving lane channelization for bicycles.</p>
Powell Street/Christie Avenue	<p>Widen the south side of the Powell Street bridge, east of Christie Avenue, to provide a second westbound left turn lane from Powell Street onto Christie Avenue. The south side of the Powell Street bridge would need to be widened by about 12 feet to accommodate the second left turn lane.</p> <p>Widen the west side of Christie Avenue, between Powell Street and Shellmound Way, 24 feet to provide a southbound left-turn lane at Powell Street and a northbound left turn lane into the Gateway/BRE site.</p> <p>Widen the south side of Powell Street, west of the intersection, to provide two dedicated eastbound right turn lanes. The lanes would extend from the Christie Avenue intersection back to the I-80 Eastbound Off-Ramp intersection.</p> <p>Re-time the Powell/Christie Loop signalized intersections to coordinate the critical movements through the intersection.</p>	<p>Widening the south side of the Powell Street bridge does not change pedestrian characteristics.</p> <p>Widening the west side of Christie Avenue a) allows pedestrian crossings on Christie Avenue at Powell Street and Shellmound Way where none exist today, b) allows for 10-foot pedestrian refuge medians for pedestrians crossing these movements, and c) eliminates an angled crosswalk at Powell Street.</p> <p>Widening the south side of Powell Street a) increases the crossing distance for pedestrians crossing Powell Street at Christie Avenue and b) results in an angled crosswalk at the I-80 eastbound off-ramp.</p>	<p>Widening the south side of the Powell Street bridge eliminates the eastbound Powell Street lane offset, improving lane channelization for bicycles.</p> <p>Widening the west side of Christie Avenue for a southbound left turn lane separates through and left-turn traffic, improving channelization for bicycles.</p> <p>Widening the south side of Powell Street separates through and right turning traffic, improving channelization for bicycles.</p>
Shellmound Way/Christie Avenue	<p>Widen the west side of Christie Avenue, between Powell Street and Shellmound Way, 24 feet to provide a southbound left-turn lane at Powell Street and a northbound left turn lane into the Gateway/BRE site.</p>	<p>Widening the west side of Christie Avenue a) allows pedestrian crossings on Christie Avenue at Powell Street and Shellmound Way where none exist today, b) allows for 10-foot pedestrian refuge medians for pedestrians crossing these movements, and c) eliminates an angled crosswalk at Powell Street.</p>	<p>Widening the west side of Christie Avenue for a southbound left turn lane separates through and left-turn traffic, improving channelization for bicycles.</p>
Shellmound Way/Shellmound Street	Re-time the traffic signals.	No change.	No change.

Intersection Location	Mitigation Measure	Pedestrian Implications	Bicycle Implications
Powell Street / Hollis Street	<p>Widen Hollis Avenue approaching Powell Street by 5- to 6-feet and provide two northbound and two southbound lanes on Hollis Street between Stanford Avenue and Powell Street.</p> <p>Retime the traffic signal to allow for north/south protected and permitted left turn phasing.</p>	The pedestrian crossing distance along the south side of Powell Street, crossing Hollis Street, would increase from about 44 feet to 50 feet.	No change.
Stanford Avenue / San Pablo Avenue	<p>Provide dual northbound left-turn lanes on San Pablo Avenue onto Stanford Avenue by eliminating on-street parking along San Pablo Avenue approaching Stanford Avenue. Stanford Avenue bus stops would need to be relocated about 300 feet north or south of Stanford Avenue.</p> <p>(Note: the dual northbound left-turn lanes would preclude bus only queue jump lanes on San Pablo Avenue)</p>	<p>Way finding for the San Pablo Avenue bus stops would be more difficult since the stops would be located at minor intersection crossings.</p> <p>Existing San Pablo Avenue mid-block pedestrian crosswalks would be relocated further south outside the influence of the two northbound left-turn lanes.</p> <p>Median landscaping on San Pablo Avenue north and south of Stanford Avenue would be eliminated.</p>	Bicycle riders currently ride along San Pablo Avenue in the vehicle lane adjacent to on-street parking. With the second northbound left turn lane, bicycle riders would ride in the vehicle lane adjacent to the curb.
40 th Street / Horton Street	Provide a southbound left turn lane from Horton Street to 40 th Street by eliminating on-street parking on Horton Street between Park Avenue and 40 th Street.	No change.	Precludes the installation of bike lanes on Horton Street between Park Avenue and 40 th Street.
40 th Street / Hollis Street	Re-time the traffic signals.	No change.	No change.
40 th Street / Emery Street	Provide a southbound left turn lane from Emery Street to 40 th Street by eliminating on-street parking on Emery Street between Park Avenue and 40 th Street.	No change.	Precludes the installation of bike lanes on Emery Street between Park Avenue and 40 th Street.
40 th Street / San Pablo Avenue	Widen the north side of 40 th Street 5 to 6 feet to provide an eastbound right turn lane from 40 th Street onto San Pablo Avenue.	The pedestrian crossing distance along the west side of San Pablo Avenue would be increased from 74 to 80 feet.	The bike lanes on 40 th Street would remain.
Mandela Parkway/Horton Street	Widen the west side of Horton Street 12 feet to provide a southbound right turn lane onto Mandela Parkway.	The pedestrian crossing distance along the north side of Mandela Parkway would be increased from 46 to 58 feet.	The bike lane on Horton Street would remain.

APPENDIX C

SUMMARY OF IMPACTS AND MITIGATION MEASURES FOR THE REDUCED MAIN STREET ALTERNATIVE

Table C-1: Summary of Impacts and Mitigation Measures for the Reduced Main Street Alternative

Impacts	Level of Significance <u>Without</u> Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
A. Land Use							
<i>There are no significant Land Use impacts.</i>							
B. Population, Employment, and Housing							
<i>There are no significant Population, Employment and Housing Impacts</i>							
C. Transportation and Circulation							
<u>TRAF-1:</u> The I-80 EB Ramps/Powell Street intersection currently operates at LOS E during the PM peak hour and Saturday peak hour. Under the Existing Plus Project scenario, the intersection operation would degrade to LOS F during the PM peak hour and delay would increase by 10 seconds. On Saturday, the addition of project traffic would increase delay by 8 seconds. The addition of project traffic would also increase the 95th percentile queue lengths to four approaches that currently exceed or are projected to exceed the available storage capacity.	S	S	S	<u>TRAF-1a:</u> This development, in conjunction with other planned/approved developments in the area, would contribute to over capacity conditions at several intersections, including I-80EB Ramps/Powell Street intersection, in the near future. While it is beyond the ability of any one project to mitigate the impacts to the transportation network, measures that aim to (1) improve intersection operation with physical improvements; and (2) reduce dependence on automobile trips, and increase transit, walking and bicycling trips are recommended below. The following improvements to the I-80 EB Ramps/Powell Street intersection shall be implemented: 1) Reconstruct the off-ramp to provide dual left-turn and dual right-turn lanes. The additional lane should be about 900 feet. 2) Reconstruct the southeast corner of the Powell Street/I-80 Eastbound Ramps intersection improving the curb radii to 40 feet.	PSU	PSU	PSU

Impacts	Level of Significance Without Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance With Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
TRAF-1 <i>Continued</i>				<p><u>TRAF-1a (continued):</u></p> <p>3) Widen the north side of Powell Street 12 to 14 feet between Christie Avenue and Eastbound I-80 Ramps to align westbound Powell Street through lanes across the intersection with Eastbound I-80 Ramps. This improvement will also allow the widening of the eastbound right-turn lane at the Powell Street/Christie Avenue intersection to 14 feet and construction of a pedestrian median refuge on the west side of the Powell Street/Christie Avenue intersection. This change requires right-of-way along the north side of Powell Street between Christie Avenue and the I-80 Eastbound On-Ramp.</p> <p>This recommendation should be implemented with Mitigation Measure TRAF-2 to provide corridor benefits.</p> <p>This impact also occurs in the 2010 and 2030 scenarios and can be attributed to existing traffic in the area, as well as traffic from approved, planned, and potential developments in and around Emeryville. Therefore the City shall update its Traffic Impact Fee Program to include this improvement, and the Project Applicant shall pay their fair share cost of the improvements based on the updated Traffic Impact Fee. Each of the changes to the I-80 EB ramps requires right-of-way acquisition and an encroachment permit from Caltrans to implement both of which may be significant obstacles to overcome. Thus, the impact would remain significant and unavoidable until sufficient right-of-way can be acquired and Caltrans approves an encroachment permit.</p> <p><u>TRAF-1b:</u> Implementation of the following mitigation measure will help minimize the project's impacts on intersection operation; however as it is difficult to quantify the effects of TDM measures implementation of this measure alone would not reduce this impact to a less-than-significant level.</p> <p>The project applicant shall prepare and implement a comprehensive TDM program that includes the following elements to encourage and enhance alternate modes of travel:</p>			

Impacts	Level of Significance Without Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
TRAF-1 <i>Continued</i>				<ul style="list-style-type: none"> Transit amenities, including bus pull-outs, transit information and ticket kiosks, and discounted transit passes for employees and residents. Carpool/vanpool support, including preferential parking spaces and ride-matching programs. Carshare support, including free parking spaces, on-site information and advertising, and discounted rates/long-term contracts. Bicycle amenities, including bicycle parking racks, pilot bicycle rental program, new bicycle paths, and shower/locker facilities. <p>In addition, the TDM plan should discourage automobile use by incorporating the following elements:</p> <ul style="list-style-type: none"> Residential parking spaces should be unbundled from the units. All non-residential parking should be paid parking. Monthly parking permits should not be provided for employees. <p>Provision of car sharing facilities on-site could help reduce auto ownership amongst future residents/tenants of the building and encourage alternative modes for trips generated by the site. The TDM program shall be submitted to City staff for review and acceptance prior to approval of any Final Development Plans.</p>			

Impacts	Level of Significance Without Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
TRAF-2: The Powell Street/Christie Avenue intersection would operate at an acceptable service level under the Existing Plus Project scenario. However, vehicle queue spillback affects overall intersection and system operations. The addition of project traffic would exacerbate existing queuing problems, contributing poor operations on three intersection approaches (See Table V.C-11).	S	S	S	<p>TRAF-2a: Implementation of the mitigation measures by the City detailed below would reduce this impact to a less-than-significant level. However, each of the changes requires right-of-way acquisition to implement. Thus, the impact could remain significant and unavoidable until sufficient right-of-way can be acquired. The following improvements made to the intersection of Powell/Christie Avenue shall be implemented:</p> <ol style="list-style-type: none"> 1) Reconstruct the westbound approach to provide a second left turn lane. The resulting two left turn lanes should be 250 feet in length. The south side of the Powell Street bridge would need to be widened by about 12 feet to accommodate the second left turn lane. 2) Reconstruct the southbound approach to provide a southbound left-turn lane (in addition to the shared left-through lane). The lane would extend from Powell Street back to Shellmound Way. This change would require widening the west side of Christie Avenue by about 12 feet. This change requires right-of-way along the west side of Christie Avenue. 3) Re-time the Powell/Christie Loop signalized intersections to coordinate the critical movements through the intersection. 	PSU	PSU	PSU

Impacts	Level of Significance <u>Without Recommended</u> Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
TRAF-2 <i>Continued</i>				<p>These recommendations should be implemented with Mitigation Measure TRAF-1a to provide corridor benefits. Although it is not yet known if these mitigation measures can be implemented as both TRAF-1a and TRAF-2a will require right-of-way acquisition and an encroachment permit from Caltrans to implement, both of which may be significant obstacles to overcome.</p> <p>This impact also occurs in the 2010 and 2030 scenarios and can be attributed to existing traffic in the area, as well as traffic from approved, planned, and potential developments in and around Emeryville. Therefore, improvement the City shall update its Traffic Impact Fee Program to include this recommendation, and that the Project Applicant shall pay their fair share cost of the improvements based on the updated Traffic Impact Fee.</p> <p><u>TRAF-2b:</u> Mitigation Measure 1b, which required a TDM Plan, shall also be implemented to further minimize the project's impacts on intersection operations.</p>			

Impacts	Level of Significance Without Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance With Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
TRAF-3: Under the Existing Plus Project scenario, the Powell Street/Hollis Street intersection is projected to degrade from a LOS D to LOS E. The addition of project trips during the weekday PM peak hour would increase overall intersection delay to 56 seconds, a 5-second increase.	LTS	S	S	TRAF-3: Implement Mitigation Measure 1b and protected-permitted signal phasing for the north/south left turn movements. This will require a 5- to 6-foot lane shift for northbound Hollis Street traffic approaching Powell Street and reconstruction of the southwest corner of the intersection to accommodate tractor-trailer trucks making a right-turn from Powell Street to Hollis Street. The lane shift will require right-of-way along the west side of Hollis Street. Implementation of this measure by the City would reduce the project impact to a less-than-significant level. This impact can be attributed to traffic from approved, planned, and potential developments in and around Emeryville. Therefore, it is recommended that the City update the Traffic Impact Fee Program to include the recommendation, and that the Project Applicant contribute their fair share to these improvements through the payment of fees based on the updated Traffic Impact Fee. Additionally, it should be noted that right-of-way for this improvement is reliant on the redevelopment of the adjacent parcels should the needed right-of-way not be acquired the impact would remain significant and unavoidable.	--	PSU	PSU
TRAF-4: The Ashby Avenue/San Pablo Avenue intersection is projected to operate at LOS F with an overall average delay of 81 seconds during the PM peak hour in 2010 . The addition of project trips during the weekday PM peak hour would increase overall intersection delay to 90 seconds, a 9 second increase.	LTS	S	S	TRAF-4: To reduce this impact to a less than significant level, the intersection would have to be modified, when traffic conditions warrant, to provide dual northbound left-turn lanes similar to the northbound left-turn lane design on San Pablo Avenue at 40th Street. Construction of this improvement would require elimination of on-street parking along San Pablo Avenue approaching the intersection. Relocation of the bus stop for buses operating along San Pablo Avenue would also be required.	PSU	PSU	PSU

Impacts	Level of Significance <u>Without Recommended Mitigation Measures</u>			Recommended Mitigation Measures	Level of Significance <u>With Recommended Mitigation Measures</u>		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
TRAF-4 <i>Continued</i>				The applicant shall pay a fee based on its fair share of the project's anticipated growth in traffic to the intersection toward the cost to implement this improvement. The payment shall be made to the City of Emeryville, for the benefit of the City of Berkeley, prior to issuance of the temporary certificate of occupancy for the last building. However, this intersection is located in the City of Berkeley and is also under the jurisdiction of Caltrans, since both Ashby Avenue and San Pablo Avenue are state highways at this intersection. Therefore, the final selection of the appropriate intersection design, as well as implementation of the modifications, are not within the jurisdiction of the City of Emeryville. Therefore, this impact would be significant and unavoidable.			
TRAF-5: The Shellmound Street/65th Street and the Overland Street/65th Street intersections would operate as one intersection in 2010 and is projected to operate at an acceptable LOS D with an overall average delay of 46 seconds during the PM peak hour. The addition of project trips during the weekday PM peak hour would degrade the LOS to E and increase overall intersection delay to 56 seconds, an 11 second increase. Additionally the intersection would experience deficient operations when a train crosses over 65th Street.	LTS	S	S	TRAF-5: Implement Mitigation Measure TRAF-1a and modify signal operations to provide protected/permitted left-turns on the southbound Shellmound Street approach. Implementation of this improvement by the City would improve the overall intersection operations to LOS E in the PM peak hour in 2030, reducing the impact to a less-than-significant level. This impact also occurs in the 2010 and 2030 scenarios and can be attributed to existing traffic in the area, as well as traffic from approved, planned, and potential developments in and around Emeryville. Therefore, it is recommended that the City update the Traffic Impact Fee Program to include this recommendation, and that the project applicant contribute their fair share to these improvements through the payment of fees based on the updated Traffic Impact Fee.	--	LTS	LTS

Impacts	Level of Significance <u>Without Recommended Mitigation Measures</u>			Recommended Mitigation Measures	Level of Significance <u>With Recommended Mitigation Measures</u>		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
TRAF-6: The 64th Street/Shellmound Street intersection , a side-street stop-controlled intersection, is projected to operate at an overall acceptable service level in 2010 . The side-street is also expected to operate acceptably prior to the addition of project traffic in 2010. The addition of project traffic would result in unacceptable side-street operations in 2010, although the intersection would continue to operate at an overall acceptable service level.	LTS	S	S	TRAF-6: The applicant shall install a traffic signal at the intersection of 64 th Street/Shellmound Street when warranted by actual conditions. At the occupancy of each phase the applicant shall provide a traffic report prepared by a licensed traffic engineer to determine whether conditions warrant a traffic signal at this intersection.	--	LTS	LTS
TRAF-7: The I-80 EB Ramps/Powell Street intersection is projected to operate at LOS F during the PM peak hour and Saturday peak hour in 2010 . The addition of project traffic would increase delay by more than 4 seconds during both the PM and Saturday peak hours. The addition of project traffic would also increase the 95th percentile queue lengths for several approaches that currently exceed or are projected to exceed the available storage capacity.	S	S	S	TRAF-7: Implement Mitigation Measure TRAF-1a and 1b.	PSU	PSU	PSU
TRAF-8: The Powell Street/Hollis Street intersection is projected to operate at unacceptable LOS E with an overall average delay of 80 seconds during the PM peak hour in 2010 . The addition of project trips during the weekday PM peak hour would degrade the intersection to LOS F with an overall intersection delay of 76 seconds, a 6 second increase.	LTS	S	S	TRAF-8: Implement Mitigation Measure TRAF-1a and 1b and 3.	--	PSU	PSU

Impacts	Level of Significance Without Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance With Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
TRAF-9: The 40th Street/Hollis Street intersection is projected to operate at an acceptable LOS D with an overall average delay of 50 seconds during the PM peak hour in 2010 . The addition of project trips during the weekday PM peak hour would degrade the intersection to LOS E with an overall intersection delay of 56 seconds, a six second increase.	LTS	S	S	TRAF- 9: Retime the traffic signals on the 40th Street corridor to improve traffic flow and minimize delay and queuing. This impact can be attributed to traffic from approved, planned, and potential developments in and around Emeryville. Therefore, it is recommended that the City update the Traffic Impact Fee Program to include the recommendation, and that the Project Applicant contribute their fair share to these improvements through the payment of fees based on the updated Traffic Impact Fee.	--	PSU	PSU
TRAF-10: The 40th Street/San Pablo Avenue (CA-123) intersection is projected to operate at an unacceptable service level E during the PM and Saturday peak hours in 2010 . The addition of project traffic would increase delay by more than 4 seconds during both the PM and Saturday peak hours.	LTS	S	S	TRAF- 10: Implement Mitigation Measure TRAF-1a and 1b and the planned improvements to the 40th Street/San Pablo Avenue intersection, including the provision of an exclusive eastbound right turn lane. Install this improvement with a right turn overlap phase and retiming of the signals on the 40th Street and San Pablo Avenue corridors, taking into account BRT operation. However, as San Pablo Avenue is a Caltrans facility, the City cannot assure the implementation of this measure, the impact may remain significant and unavoidable.	--	PSU	PSU
TRAF-11: The Shellmound Way/Christie Avenue intersection is projected to operate at an acceptable service level both without and with the project in 2010 . However, the addition of project traffic would result in the westbound left-turn movements, exceeding the available storage length and spilling back to Shellmound Street.	S	S	S	TRAF-11: Implement Mitigation Measure TRAF-2a and 1b.	PSU	PSU	PSU

Impacts	Level of Significance <u>Without Recommended</u> Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
TRAF-12: The Shellmound Way/Shellmound Street intersection is projected to operate at an acceptable service level both without and with the project in 2010 . However, the addition of project traffic would result in the 95th percentile eastbound vehicle queues exceeding the available storage, resulting in vehicle queue spillback to Christie Avenue.	S	S	S	TRAF-12: Implement Mitigation Measure TRAF-2 and 1b.	PSU	PSU	PSU
TRAF-13: The Powell Street/Christie Avenue intersection would operate at an acceptable service level in 2010 , both without and with the project. However, vehicle queue spillback would affect overall intersection and system operations. The addition of project traffic would exacerbate existing queuing problems, contributing to poor operations for the southbound through movement, the westbound right-turn movement and the eastbound right-turn movement during the weekday PM and Saturday afternoon peak hours.	S	S	S	TRAF-13: Implement Mitigation Measures TRAF-2a and 1b.	PSU	PSU	PSU
TRAF-14: The Ashby Avenue/San Pablo Avenue intersection is projected to operate at LOS F with an overall average delay of 128 seconds during the PM peak hour in 2030 . The addition of project trips during the weekday PM peak hour would increase overall intersection delay to 135 seconds, a seven second increase.	S	S	S	TRAF-14: Implement Mitigation Measures TRAF-4 and 1b.	PSU	PSU	PSU

Impacts	Level of Significance <u>Without Recommended Mitigation Measures</u>			Recommended Mitigation Measures	Level of Significance <u>With Recommended Mitigation Measures</u>		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
TRAF-15: The Shellmound Street/65th Street and the Overland Street/65th Street would operate as one intersection in 2030 and is projected to operate at an unacceptable service level F with an overall average delay of 96 seconds during the PM peak hour and at an acceptable service level D with an overall average delay of 43 seconds during the Saturday peak hour. The addition of project trips during the weekday PM peak hour would increase overall intersection delay to 119 seconds, a 23 second increase. The addition of project trips during the Saturday afternoon peak hour would degrade the intersection to LOS F and increase overall intersection delay to 156 seconds, a 113 second increase. The addition of project traffic would also increase the 95th percentile queue lengths for several approaches that currently exceed or are projected to exceed the available storage capacity during the weekday PM and Saturday afternoon peak hours.	S	S	S	TRAF-15: Implement Mitigation Measures TRAF-5 and 1b.	S	LTS	LTS
TRAF-16: The 65th Street/Hollis Street intersection is projected to operate at an acceptable service level D with an overall average delay of 40 seconds during the PM peak hour in 2030 . The addition of project trips during the weekday PM peak hour would degrade the intersection to LOS E with an overall intersection delay of 59 seconds, a 19 second increase.	LTS	S	S	TRAF-16: Retime this traffic signal to improve traffic flow and minimize delay and queuing. This impact can be attributed to traffic from approved, planned, and potential developments in and around Emeryville. Therefore, it is recommended that the City update the Traffic Impact Fee Program to include the recommendation, and that the Project Applicant contribute their fair share to these improvements through the payment of fees based on the updated Traffic Impact Fee.	--	S	S

Impacts	Level of Significance Without Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
TRAF-17: The 64th Street/Shellmound Street intersection , a side-street stop-controlled intersection, is projected to operate at an overall acceptable service level in 2030 . The side-street is also expected to operate acceptably prior to the addition of project traffic in 2030. The addition of project traffic would result in unacceptable side-street operations in 2030, although the intersection would continue to operate at an overall acceptable service level.	LTS	S	S	TRAF-17: Implement Mitigation Measures TRAF-6 and 1b.	--	LTS	LTS
TRAF-18: The I-80 EB Ramps/Powell Street intersection is projected to operate at LOS F during the PM peak hour and Saturday peak hour in 2030 . The addition of project traffic would increase delay by more than 4 seconds during both the PM and Saturday peak hours. The addition of project traffic would also increase the 95th percentile queue lengths for several approaches that currently exceed or are projected to exceed the available storage capacity.	S	S	S	TRAF-18: Implement Mitigation Measure TRAF-1a and 1b.	PSU	PSU	PSU
TRAF-19: The Powell Street/Hollis Street intersection is projected to operate at LOS F with an overall average delay of 114 seconds during the PM peak hour in 2030 . The addition of project trips during the weekday PM peak hour would increase overall intersection delay to 122 seconds, a 8 second increase.	S	S	S	TRAF-19: Implement Mitigation Measure 1b and 8.	PSU	PSU	PSU

Impacts	Level of Significance Without Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
TRAF-20: The 40thStreet/Horton Street intersection is projected to operate at an unacceptable service level F during the PM peak hour in 2030 . The addition of project trips during the weekday PM peak hour would increase delay by more than 4 seconds. The addition of project traffic would also increase the 95th percentile queue lengths for several approaches that currently exceed or are projected to exceed the available storage capacity during the weekday PM peak hour.	LTS	S	S	TRAF-20: Construct an exclusive southbound left-turn lane and change the phasing of the northbound and southbound approaches from split phasing to simultaneous north/south left-turn phasing. Implement with Mitigation Measures TRAF-1a and 1b to provide corridor benefits.	--	LTS	LTS
TRAF-21: The 40thStreet/Hollis Street intersection is projected to operate at an unacceptable service level F with an overall average delay of 82 seconds during the PM peak hour in 2030 . The addition of project trips during the weekday PM peak hour would increase intersection delay to 90 seconds, an eight second increase. The addition of project traffic would also increase the 95th percentile queue lengths for several approaches that currently exceed or are projected to exceed the available storage capacity during the weekday PM peak hour.	LTS	S	S	TRAF-21: Implement Mitigation Measure TRAF-1b and 9	--	LTS	LTS

Impacts	Level of Significance Without Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
TRAF-22: The 40th Street/Emery Street intersection is projected to operate at an unacceptable service level F during both the PM and Saturday peak hours in 2030 . The addition of project trips during the weekday PM and Saturday afternoon peak hours would increase delay by more than 4 seconds. The addition of project traffic would also increase the 95th percentile queue lengths for several approaches that currently exceed or are projected to exceed the available storage capacity during the weekday PM and Saturday afternoon peak hours.	LTS	S	S	TRAF-22: Construct an exclusive southbound left-turn lane and re-stripe the northbound approach to provide an exclusive left-turn lane and a shared through/right-turn lane. Change the phasing of the northbound and southbound approaches from split phasing to phasing that allows for protected north/south lag/lead left turns with a lagging northbound left turn and a leading southbound left-turn. This lead/lag configuration is needed because these turns cannot be served at the same time since their paths would cross. Implement with Mitigation Measures TRAF-1a and 1b to provide corridor benefits. This impact can be attributed to traffic from approved, planned, and potential developments in and around Emeryville. Therefore, it is recommended that the City update the Traffic Impact Fee Program to include the recommendation, and that the Project Applicant contribute their fair share to these improvements through the payment of fees based on the updated Traffic Impact Fee. Additionally, it should be noted that right-of-way for this improvement is reliant on the redevelopment of the adjacent parcels.	--	LTS	LTS
TRAF-23: The 40th Street/San Pablo Avenue (CA-123) intersection is projected to operate at an unacceptable service level F during the PM and Saturday peak hours in 2030 . The addition of project traffic would increase delay by more than 4 seconds during both the PM and Saturday peak hours.	LTS	S	S	TRAF-23: Implement Mitigation Measure TRAF-1b and 10.	--	PSU	PSU

Impacts	Level of Significance Without Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance With Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
TRAF-24: The Mandela Parkway/Horton Street intersection is projected to operate at an unacceptable service level F during both the PM and Saturday peak hours in 2030 . The addition of project trips during the weekday PM and Saturday afternoon peak hours would increase delay by more than 4 seconds.	LTS	S	S	TRAF-24: Install a traffic signal and construct an exclusive southbound right-turn lane with overlap phasing. Implementation of this measure would reduce the project impact to a less-than-significant level. Implement with Mitigation Measures TRAF-1a and 1b to provide corridor benefits. This impact can be attributed to traffic from approved, planned, and potential developments in and around Emeryville. The applicant shall pay a fee based on its fair share of the project's anticipated growth in traffic to the intersection toward the cost to implement this improvement. The payment shall be made to the City of Emeryville, for the benefit of the City of Berkeley, prior to issuance of the temporary certificate of occupancy for the last building. However, this intersection is located in the City of Oakland. Therefore, the final selection of the appropriate intersection design, as well as implementation of the modifications, are not within the jurisdiction of the City of Emeryville. Therefore, this impact would be significant and unavoidable.	--	PSU	PSU
TRAF-25: The Shellmound Way/Christie Avenue intersection is projected to operate at an acceptable service level both without and with the project in 2030 . However, the addition of project traffic would result in the westbound left-turn movements exceeding the available storage length and spilling back to Shellmound Street during the Saturday peak hour.	S	S	S	TRAF-25: Implement Mitigation Measure TRAF-1b and 2.	PSU	PSU	PSU
TRAF-26: The Powell Street/Christie Avenue intersection would operate at an acceptable service level in 2030 , both without and with the project. However, the addition of project traffic would exacerbate existing queuing problems, contributing to poor operations on some intersection approaches.	S	S	S	TRAF-26: Implement Mitigation Measures TRAF-1b and 2.	PSU	PSU	PSU

Impacts	Level of Significance Without Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance With Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
TRAF-27: The addition of project traffic would worsen side street operations at the Shellmound Street/Woodfin Hotel/Marketplace Driveway intersection to LOS F with buildout of the project.	S	S	S	TRAF-27: The driveway serving the Woodfin Hotel cannot accommodate significant additional traffic flows. The parking area serving the new land uses on the Shellmound site shall be designed to orient the majority of outbound traffic, about 80 percent, away from the shared driveway. Alternatively, this driveway could be restricted to right-in/right out operation. When Phase IIA (option 1) is developed, an internal connection between the two garages would be constructed. Internal signage when the Phase II A (option 1) garage is built, shall direct vehicles to exit from the driveway aligned with 63rd Street. The Final Development Plan submittals shall be reviewed by the City Engineer prior to approval to ensure this is accomplished.	LTS	LTS	LTS
TRAF-28 Vehicle queues at the pedestrian crossing are expected to increase as pedestrian activity increases around the project site. This queuing would contribute to deficient operations at the Shellmound Street/Woodfin Hotel/Marketplace Driveway and the Shellmound Street/Marketplace Driveway/Shellmound Garage driveway.	S	S	S	TRAF-28: Install a pedestrian signal at the pedestrian crossing on Shellmound Street. Through design treatments, such as landscaping, consolidate pedestrian activity from the Shellmound Street/Woodfin Hotel/Marketplace Driveway and the Shellmound Street/Marketplace Driveway/Shellmound Garage driveway to the pedestrian crossing. The pedestrian signal shall be interconnected and coordinated with the signal at the Shellmound Street/Shellmound Way intersection and the Shellmound Street/Marketplace Driveway/Shellmound Garage intersection. Each of these improvements to be implemented by the applicant shall be detailed in the Final Development Plans for Phase I and approved prior to issuance of building permit. It should be noted that the Shellmound Street corridor from Shellmound Way through the Marketplace Driveway would operate better in the mitigated scenario than the unmitigated scenario even though vehicle queues would periodically spill back through the corridor, resulting in a significant and unavoidable queuing impact on the Shellmound Street corridor. However, the installation of a pedestrian signal would improve pedestrian safety across Shellmound Street as traffic volumes increase through the corridor, reducing the pedestrian impact to a less-than-significant level.	PSU	PSU	PSU

Impacts	Level of Significance Without Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance With Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
<p><u>TRAF-29</u>: The Reduced Main Street alternative could result in vehicle, pedestrian, and bicycle conflicts and inadequate pedestrian and bicycle access.</p>	LTS	S	S	<p><u>TRAF-29a</u>: The applicant shall prepare a detailed circulation plan that clearly depicts vehicle, pedestrian, and bicycle access and associated routes prior to obtaining a grading or building permit. The City shall review the plan for adequacy based on applicable pedestrian, bicycle, and parking safety standards prior to issuing a grading or building permit.</p> <p>Additional mitigation has been identified as a result of the Applicant submitting a detailed circulation plan depicting vehicle, pedestrian, and bicycle access.</p> <p><u>TRAF-29b</u>. Prior to completion of Phase IIA (Option 1), convert Shellmound Street to a one-way northbound operation between Shellmound Way and 65th Street. The two northbound lanes would transition to a single lane north of the 65th Street intersection. With this conversion, the roadway cross section should be designed for multi-modal use including:</p> <ul style="list-style-type: none"> ○ Bus transit only lane ○ Bicycle lane ○ Two mixed flow automobile lanes ○ On-street parking <p>Note 1. Typically, Christie Avenue would be converted to a one-way southbound operation to compliment Shellmound Street as one-way northbound. However, a Christie Avenue conversion is not necessary for automobile traffic capacity. Christie Avenue can be maintained for two-way operations.</p> <p>Note 2. The above mitigation measure would reduce this impact to a less-than-significant level and the project applicant has stated a willingness to implement if the City decides it is a desired improvement. The concept of converting Shellmound Street to a one-way street has been previously discussed and been the subject of political controversy. As a result, the City may decide that it is preferable to adopt a Statement of Overriding Consideration for this impact.</p>	--	LTS	LTS

Impacts	Level of Significance Without Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
D. Air Quality							
<u>AIR-1</u> : Demolition and construction period activities could generate significant dust, exhaust, and organic emissions.	S	S	S	<p><u>AIR-1</u>: Consistent with guidance from the BAAQMD, the following actions shall be required of construction contracts and specifications for the project.</p> <p><i>Demolition.</i> The following controls shall be implemented during demolition:</p> <ul style="list-style-type: none"> • Water during demolition of structures and break-up of pavement to control dust generation; • Cover all trucks hauling demolition debris from the site; and • Use dust-proof chutes to load debris into trucks whenever feasible. <p><i>Construction.</i> The following controls shall be implemented at all construction sites:</p> <ul style="list-style-type: none"> • Water all active construction areas at least twice daily and more often during windy periods; active areas adjacent to existing land uses shall be kept damp at all times, or shall be treated with non-toxic stabilizers to control dust; • Cover all trucks hauling soil, sand, and other loose materials; • Pave, apply water three times daily, or apply (non-toxic) soil stabilizers on all unpaved access roads, parking areas, and staging areas at construction sites; • Sweep daily (with water sweepers) all paved access roads, parking areas, and staging areas at construction sites; water sweepers shall vacuum up excess water to avoid runoff-related impacts to water quality; • Sweep streets daily (with water sweepers) if visible soil material is carried onto adjacent public streets; • Apply non-toxic soil stabilizers to inactive construction areas; • Enclose, cover, water twice daily, or apply non-toxic soil binders to exposed stockpiles (dirt, sand, etc.); 	LTS	LTS	LTS

Impacts	Level of Significance Without Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance With Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
AIR-1 <i>Continued</i>				<ul style="list-style-type: none"> Limit traffic speeds on unpaved roads to 15 mph; leaving the site; and Suspend excavation and grading activity when winds (instantaneous gusts) exceed 25 mph. <p>Implementation of this mitigation measure would reduce construction period air quality impacts to a less-than-significant level.</p> <ul style="list-style-type: none"> Install sandbags or other erosion control measures to prevent silt runoff to public roadways; Replant vegetation in disturbed areas as quickly as possible; Install baserock at entryways for all exiting trucks, and wash off the tires or tracks of all trucks and equipment in designated areas before 			
<u>AIR-1 (Main Street and Reduced Main Street alternatives)</u> : Implementation of the Reduced Main Street alternative would result in regional emissions that exceed the BAAQMD standards for ozone precursor emissions.	LTS	S	S	<p><u>AIR-1 (Main Street and Reduced Main Street alternatives)</u>: The <i>BAAQMD CEQA Guidelines</i> document identifies potential mitigation measures for various types of projects. The following are considered to be feasible and effective in further reducing vehicle trip generation and resulting emissions from the project. These measures shall be implemented at the project site:</p> <ul style="list-style-type: none"> Provide transit facilities (e.g., bus bulbs/turnouts, benches, shelters). Provide bicycle lanes and/or paths, connected to community-wide network. Provide sidewalks and/or paths, connected to adjacent land uses, transit stops, and/or community-wide network. Provide secure and conveniently located bicycle and storage. 	--	SU	SU

Impacts	Level of Significance <u>Without Recommended Mitigation Measures</u>			Recommended Mitigation Measures	Level of Significance <u>With Recommended Mitigation Measures</u>		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
AIR-2 (<u>Main Street and Reduced Main Street alternatives</u>) <i>Continued</i>				<ul style="list-style-type: none"> Implement feasible transportation demand management (TDM) measures including a ride-matching program, coordination with regional ridesharing organizations and provision of transit information. <p>Implementation of an aggressive trip reduction program with the appropriate incentives for non-auto travel would reduce impacts of the alternative by approximately 10 to 15 percent. Even with this reduction, ozone precursor emissions would still exceed the significance thresholds. As a result, the Reduced Main Street alternative would have a greater impact on regional air quality impacts than the proposed project, and the impact would remain significant and unavoidable after implementation of available mitigation measures.</p>			
E. Noise and Vibration							
<u>NOISE-1</u> : Local traffic will generate long-term exterior noise exceeding Normally Acceptable levels on the project site and could expose site users to unacceptable noise levels.	S	S	S	<u>NOISE-1</u> : Mechanical ventilation, such as air conditioning systems or passive ventilation, shall be included in the design for all units in the Shellmound building and units of the mixed use 64th & Christie building that face 64th Street or Christie Avenue to ensure that windows can remain closed for prolonged periods of time to meet the interior noise standard and Uniform Building Code Requirements.	LTS	LTS	LTS
<u>NOISE-2</u> : Train activity from tracks adjacent to the proposed Shellmound building site would generate long-term exterior noise exceeding Normally Acceptable levels on the project site.	S	S	S	<u>NOISE-2a</u> : Mitigation Measure Noise-1 shall be implemented. <u>NOISE-2b</u> : Windows with a minimum rating of STC-32 shall be installed for all units within the Shellmound building directly exposed to the railroad tracks at all heights.	LTS	LTS	LTS

Impacts	Level of Significance Without Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
<u>NOISE-3</u> : The proposed project could expose future residents of the Shellmound building to excessive ground-borne vibration levels.	S	S	S	<u>NOISE-3</u> : An acoustical engineer shall prepare a detailed ground-borne noise assessment for the proposed project. The assessment shall include an analysis of the vibration isolation provided in the proposed construction design and provide future calculations for the vibration levels on each of the floors to be used for residential dwellings. The assessment shall include recommendations if necessary to reduce vibration levels to 72 VdB or less. Any vibration isolation and reduction design features provided by the acoustical engineer shall be incorporated in the final engineering plans for the project. The assessment shall be submitted and accepted by the City prior to the issuance of building permits for the Shellmound building.	LTS	LTS	LTS
<u>NOISE-4</u> : On-site construction activities would potentially result in short-term noise impacts on adjacent residential uses.	S	S	S	<u>NOISE-4</u> : The project construction contractors shall comply with the following noise reduction measures: <ul style="list-style-type: none"> All heavy construction equipment used on the project site shall be maintained in good operating condition, with all internal combustion, engine-driven equipment equipped with intake and exhaust mufflers that are in good condition. All stationary noise-generating equipment shall be located as far away as possible from neighboring property lines, especially residential uses. 	LTS	LTS	LTS

Impacts	Level of Significance Without Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance With Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
				<ul style="list-style-type: none"> Prohibit and post signs prohibiting unnecessary idling of internal combustion engines. Designate a “noise disturbance coordinator” who would be responsible for responding to any local complaints about construction noise. The disturbance coordinator would determine the cause of the noise complaints (e.g., beginning work too early, bad muffler) and institute reasonable measures warranted to correct the problem. A telephone number for the disturbance coordinator would be conspicuously posted at the construction site. <p>Utilize “quiet” models of air compressors and other stationary noise sources where such technology exists.</p> <p>To further reduce potential pile driving and/or other extreme noise generating construction impacts greater than 90dBA, as many additional noise-attenuating technologies, such as the following, shall be implemented as feasible:</p> <ul style="list-style-type: none"> Erect temporary plywood noise barriers around the construction site, particularly in areas adjacent to residential buildings; Implement “quiet” pile driving technology (such as pre-drilling of piles or the use of more than one pile driver to shorten the total pile driving duration), where feasible, in consideration of geotechnical and structural requirements and conditions; Evaluate the feasibility of noise control at the receivers by temporarily improving the noise reduction capability of adjacent buildings by the use of sound blankets for example; and Monitor the effectiveness of noise attenuation measures by taking noise measurements. (LTS) 			

Impacts	Level of Significance <u>Without Recommended Mitigation Measures</u>			Recommended Mitigation Measures	Level of Significance <u>With Recommended Mitigation Measures</u>		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
<u>NOISE-5</u> : Based on the upper range of predicted construction vibration levels, pile driving on the project site has the potential to generate ground-borne vibration levels in excess of 0.2 inches per second at structures adjacent to and within the site.	S	S	S	<u>NOISE-5</u> : Based on the construction vibration damage criteria for specific building categories established by the FTA as shown in Table IV.E-13, the project applicant shall prepare a vibration impact assessment to determine potential vibration impacts to structures located within 75 feet of new construction based on the types of construction activities proposed on the project site. Recommendations shall be made for impacts that exceed the vibration damage criteria for adjacent building types (as indicated in Table IV.E-13) to ensure construction activities would not damage adjacent buildings. All recommendations in the impact assessment shall be incorporated into construction plans for the project.	LTS	LTS	LTS
F. Hazardous Materials/Public Health and Safety							
<u>HAZ-1</u> : Exposure of construction workers and the public to existing contamination in soil, soil gas, and/or groundwater could result in adverse health effects.	S	S	S	<u>HAZ-1a</u> : Prior to any excavation or subsurface work in the areas subject to the two Covenants to Restrict Use of Property for the Emeryville Marketplace and the Bay Street Extension, the property owner/developer shall submit to DTSC a site health and safety plan in accordance with the requirements of the covenants. The owner shall address all DTSC requirements in the preparation of the plan. In addition to these requirements, the health and safety plan shall include health and safety procedures for workers to follow during potential contact with dewatered groundwater and exposure to methane gas. The health and safety plan shall be prepared by a qualified environmental professional and approved by DTSC prior to implementation. For areas not within the covenant areas (i.e., Retail Pad 1 and 2, 64th & Christie building), a health and safety plan shall also be prepared, as described above with regulatory agency oversight and implemented during excavation or subsurface work at these locations. The plan(s) shall be provided to agencies and contractors who would direct others or assign their personnel to construct infrastructure on the project site in areas subject to the requirements of the health and safety plan.	LTS	LTS	LTS

Impacts	Level of Significance Without Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
HAZ-1 <i>Continued</i>				<u>HAZ-1b:</u> A soil management plan shall be developed by the property owner/developer and approved by the City Engineer and DTSC for the proposed project (including the proposed location of the 64th & Christie building). The plan shall be submitted prior to issuance of demolition, grading, or building permits by the City. The plan shall include provisions for management of potentially contaminated excavated soil and dewatered groundwater, requirements for clean imported fill material, inspection of areas for gross contamination prior to backfilling by a qualified environmental professional, and requirements for immediate reporting to DTSC and the City Engineer in the event that previously unidentified contamination is encountered during construction/redevelopment activities. The soil management plan shall also include a contingency plan for sampling and analysis of previously unknown hazardous substances contamination in coordination with, and with oversight from, DTSC (See also Mitigation Measure HYD-2 from the Hydrology and Storm Drainage section). For areas not within the covenant areas (i.e., Retail Pads 1 and 2, and 64th & Christie building), a soil management plan shall also be prepared, as described above, with approval by the City Engineer. The soil management plan(s), including any requirements for remediation, shall be provided to agencies and contractors who would direct others or assign their personnel to construct infrastructure on the project site in areas subject to the plans.			

Impacts	Level of Significance Without Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
HAZ-1 <i>Continued</i>				<p><u>HAZ-1c:</u> The property owner/developer shall satisfy all requirements of the Alameda County Department of Environmental Health to obtain closure for the former leaking underground storage tank located at 6340 Christie Avenue. The requirements shall be satisfied prior to issuance of demolition, grading or building permits by the City for this property. If a deed restriction is required as a condition of closure, the restriction shall be recorded in Alameda County and all conditions of the deed restriction shall be met during and following construction by the property owner/developer.</p> <p><u>HAZ-1d:</u> The property owner/developer shall ensure that appropriate design elements are incorporated into the building design for proposed on-site structures to address the potential for methane gas venting (e.g., installation of a vapor barrier, passive soil venting system or active soil venting systems). The design shall comply with California Title 27 Section 20919 et seq, including the requirement that the concentration of methane in facility structures not exceed 25 percent of the lower explosive limit¹ for methane in facility structures (excluding gas control or recovery system components). The design shall be submitted to the City Engineer, Emeryville Fire Department, and DTSC for review. The Emeryville Fire Department, the local enforcement agency for methane, shall provide final approval of the methane mitigation design prior to issuance of building permits and shall inspect the system(s) implemented annually or as otherwise required.</p> <p><u>HAZ-1e:</u> All cracks/cap damage in the existing capped areas of the Emeryville Marketplace site shall be sealed at the time of site redevelopment activities by the contractor(s) in accordance with DTSC's recommendations in the five-year review. All existing and areas proposed for capping under the proposed project shall also be maintained by the site owner/developer to prevent exposures to contaminants in soil and groundwater.</p>			

¹ The Lower Explosive Limit (LEL) is the lowest percent by volume of explosive gases in air that will propagate a flame at 25 degrees Celsius and atmospheric pressure.

Impacts	Level of Significance Without Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance With Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
<u>HAZ-2:</u> Demolition of structures containing lead-based paint, asbestos-containing building materials, or other hazardous materials could release airborne particles of hazardous materials, which may affect construction workers and the general public.	S	S	S	<p><u>HAZ-2a:</u> As a condition of approval for a demolition permit for the buildings located at 6340 and 6390 Christie Avenue, a lead-based paint and asbestos survey shall be performed by a qualified environmental professional. Based on the findings of the survey, all loose and peeling lead-based paint and identified asbestos hazards shall be abated by a certified contractor in accordance with local, state, and federal requirements, including the requirements of the Bay Area Air Quality Management District (Regulation 11, Rule 2). The findings of the survey shall be documented by the qualified environmental professional and submitted to the City.</p> <p><u>HAZ-2b:</u> Other hazardous materials and wastes generated during demolition activities, such as fluorescent light tubes and mercury switches, shall be managed and disposed of by the demolition contractor(s) in accordance with applicable universal and hazardous waste regulations. Federal, State and local worker health and safety regulations shall apply to demolition activities, and required worker health and safety procedures shall be incorporated into the contractor's specifications for the project.</p>	LTS	LTS	LTS
<u>HAZ-3:</u> Use and potential accidental spills of hazardous materials during the construction of the proposed project could result in soil and/or groundwater contamination and adverse health effects to construction workers, the public, and the environment.	S	S	S	<p><u>HAZ-3a:</u> The Storm Water Pollution Prevention Plan (SWPPP) required for the project (See Mitigation Measure HYD-1 in the Hydrology and Storm Drainage Section) shall include emergency procedures for incidental hazardous materials releases.</p> <p><u>HAZ-3b:</u> Best Management Practices for the project include requirements for hazardous materials storage during construction to minimize the potential for releases to occur (See Mitigation Measure HYD-1 in the Hydrology and Storm Drainage Section). All use, storage, transport, and disposal of hazardous materials during construction activities shall be performed in accordance with existing local, state, and federal hazardous materials regulations.</p>	LTS	LTS	LTS

Impacts	Level of Significance <u>Without Recommended Mitigation Measures</u>			Recommended Mitigation Measures	Level of Significance <u>With Recommended Mitigation Measures</u>		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
HAZ-3 <i>Continued</i>				HAZ-3c: The Health and Safety plan required under Mitigation Measure HAZ-1b requires the inclusion of an emergency response plan for safe and effective responses to emergencies, including the necessary personal protective equipment and other equipment, and spill containment procedures.			
HAZ-4: The proposed project is identified on a hazardous materials release site database compiled pursuant to Government Code Section 65962.5 and could result in a safety hazard for people residing or working in the area.	S	S	S	HAZ-4: See Mitigation Measures HAZ-1a through HAZ-1f, above, for mitigation.	LTS	LTS	LTS
HAZ-1 (Main Street and Reduced Main Street alternatives): The Mixed Use Building located north of the Marketplace Tower and Public Market would be within the Covenant Area, which does not currently allow residential use because existing contamination may present an unacceptable risk to future residents.	LTS	S	S	HAZ-1 (Main Street and Reduced Main Street alternatives): The property owner/developer shall work with the City and DTSC to determine whether contaminants in soil vapor or other media in the area north of the Marketplace Tower and Public Market present an unacceptable risk to future residents. Environmental samples shall be collected and analyzed to determine whether chemicals present in environmental media, including vapors in air, are present in concentrations that would potentially harm future residents. If sample concentrations exceed California Human Health Screening Levels (CHHSLs), risk management measures that would prevent harm to future residents and that are acceptable to the DTSC shall be implemented.	--	LTS	LTS

Impacts	Level of Significance <u>Without</u> Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
G. Geology, Soils and Seismicity							
GEO-1: Seismically-induced ground shaking at the project site could result in damage to life and/or property.	S	S	S	<u>GEO-1:</u> Prior to the issuance of any site-specific grading or building permits, a design-level geotechnical investigation shall be prepared and submitted to the City of Emeryville Planning and Building Department for review and confirmation that the proposed development fully complies with the California Building Code (Seismic Zone 4). The report shall determine the project site’s geotechnical conditions and address potential seismic hazards such as liquefaction. The report shall identify building techniques appropriate to minimize seismic damage. In addition, the geotechnical investigation shall conform to the California Division of Mines and Geology (CDMG) recommendations presented in the <i>Guidelines for Evaluating Seismic Hazards in California</i> , CDMG Special Publication 117. All mitigation measures, design criteria, and specifications set forth in the geotechnical and soils report shall be followed. It is acknowledged that seismic hazards cannot be completely eliminated even with site-specific geotechnical investigation and advanced building practices (as provided in the mitigation measure above). However, exposure to seismic hazards is a generally accepted part of living in the San Francisco Bay Area and therefore the mitigation measure described above would reduce the potential hazards associated with seismic activity to a less-than-significant level	LTS	LTS	LTS

Impacts	Level of Significance <u>Without Recommended Mitigation Measures</u>			Recommended Mitigation Measures	Level of Significance <u>With Recommended Mitigation Measures</u>		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
<u>GEO-2:</u> Structures or property at the project site could be adversely affected by expansive soils or by settlement of project soils.	S	S	S	<u>GEO-2:</u> In locations underlain by expansive soils and/or non-engineered fill, the designers of building foundations and other improvements (including sidewalks, roads, and underground utilities) shall consider these conditions. The design-level geotechnical investigation, to be prepared by licensed professionals and approved by the Emeryville Planning and Building Department, shall include measures to ensure potential damages related to expansive soils and non-uniformly compacted fill are minimized. Mitigation options may range from removal of the problematic soils and replacement, as needed, with properly conditioned and compacted fill to design and construction of improvements to withstand the forces exerted during the expected shrink-swell cycles and settlements. All mitigation measures, design criteria, and specifications set forth in the geotechnical investigation shall be followed to reduce impacts associated with shrink-swell soils and settlement to a less-than-significant level.	LTS	LTS	LTS
<u>GEO-3:</u> Differential settlement at the project site could result in damage to project buildings and other improvements.	S	S	S	<u>GEO-3:</u> Prior to issuance of a grading permit, a site-specific grading plan shall be prepared by a licensed professional and submitted to the Emeryville Planning and Building Department for review and approval. The plan shall include specific recommendations for mitigating potential differential settlement associated with Bay Mud, fill placement and areas of different fill thickness.	LTS	LTS	LTS
<u>GEO-4:</u> Liquefaction at the project site could result in damage to buildings and other improvements.	S	S	S	<u>GEO-4:</u> The Emeryville Planning and Building Department shall approve all final design and engineering plans. Project design and construction shall be in conformance with current best standards for earthquake resistant construction in accordance with the California Building Code (Seismic Zone 4), applicable local codes and in accordance with the generally accepted standard of geotechnical practice for seismic design in Northern California. The design-level geotechnical investigation shall include measures to minimize that potential damage related to liquefaction.	LTS	LTS	LTS

Impacts	Level of Significance <u>Without</u> Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
H. Hydrology and Storm Drainage							
HYD-1: Construction activities could result in degradation of water quality in the Bay by reducing the quality of storm water runoff.	S	S	S	<u>HYD-1</u> : The project contractor shall comply with the City of Emeryville Municipal Code relating to grading projects and erosion control (Section 6-13.204): <i>Any person engaged in activities which will or may result in pollutants entering the City storm sewer system shall undertake all practicable measures to reduce such pollutants.</i> <i>Best Management Practices for New Developments and Redevelopments. Any construction contractor performing work in the City shall endeavor, whenever possible, to provide filter materials at the catchbasin to retain any debris and dirt flowing into the City’s storm sewer system. The Director of Public Works may establish controls on the volume and rate of storm water runoff from new developments and redevelopments as may be appropriate to minimize the discharge and transport of pollutants.</i> In addition, the project proponent shall prepare a SWPPP designed to reduce potential impacts to surface water quality through the construction period of the project. The SWPPP must be maintained on-site and made available to City inspectors and/or RWQCB staff upon request. The SWPPP shall include specific and detailed BMPs designed to mitigate construction-related pollutants. At a minimum, BMPs shall include practices to minimize the contact of construction materials, equipment, and maintenance supplies (e.g., fuels, lubricants, paints, solvents, adhesives) with storm water. The SWPPP shall specify properly designed centralized storage areas that keep these materials out of the rain.	LTS	LTS	LTS

Impacts	Level of Significance <u>Without Recommended Mitigation Measures</u>			Recommended Mitigation Measures	Level of Significance <u>With Recommended Mitigation Measures</u>		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
HYD-1 <i>Continued</i>				BMPs designed to reduce erosion of exposed soil may include, but are not limited to: soil stabilization controls, watering for dust control, perimeter silt fences, placement of hay bales, and sediment basins. The potential for erosion is generally increased if grading is performed during the rainy season as disturbed soil can be exposed to rainfall and storm runoff. If grading must be conducted during the rainy season, the primary BMPs selected shall focus on erosion control that is, keeping sediment on the site. End-of-pipe sediment control measures (e.g., basins and traps) shall be used only as secondary measures. Entry and egress from the construction site shall be carefully controlled to minimize off-site tracking of sediment. Vehicle and equipment wash-down facilities shall be designed to be accessible and functional during both dry and wet conditions.			
<u>HYD-2</u> : Dewatering effluent may contain contaminants and if not properly managed could cause impacts to construction workers and the environment.	S	S	S	<u>HYD-2</u> : The construction-period SWPPP shall include provisions for the proper management of construction-period dewatering effluent. At minimum, all dewatering effluent shall be contained prior to discharge to allow the sediment to settle out, and filtered, if necessary, to ensure that only clear water is discharged to the storm or sanitary sewer system, as appropriate. In areas of suspected groundwater contamination (i.e., underlain by fill or near sites where chemical releases are known or suspected to have occurred), groundwater shall be analyzed by a State-certified laboratory for the suspected pollutants prior to discharge. Based on the results of the analytical testing, the project proponent shall acquire the appropriate permit(s) prior to discharge of the effluent. Discharge of the dewatering effluent would require a permit from the RWQCB (for discharge to the storm sewer system or to San Francisco Bay) and/or East Bay Municipal Utility District (EBMUD) (for discharge to the sanitary sewer system).	LTS	LTS	LTS

Impacts	Level of Significance <u>Without Recommended Mitigation Measures</u>			Recommended Mitigation Measures	Level of Significance <u>With Recommended Mitigation Measures</u>		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
HYD-3: Operation-phase use of the site could result in degradation of water quality in the Bay by reducing the quality of storm water runoff.	S	S	S	<p>HYD-3: The City shall ensure that the proposed project drainage design meets all the requirements of the current Countywide NPDES Permit (NPDES Permit No. CAS0029831). The drainage plan shall include features and operational Best Management Practices to reduce potential impacts to surface water quality associated with operation of the project. These features shall be included in the project drainage plan and final development drawings. Specifically, the final design shall include measures designed to mitigate potential water quality degradation of runoff from all applicable portions of the completed development. In general, "passive," low-maintenance BMPs (e.g., storm water planters, rain gardens, grassy swales, porous pavements) are preferred over active filtering or treatment systems. As required by the City of Emeryville's 2005 <i>Storm Water Guidelines for Green, Dense Redevelopment</i>.</p> <p><i>Storm Water Quality Solutions: The storm water treatment design consultant shall make a good faith effort to meet the entire treatment requirement using vegetative solutions. If the storm water treatment design consultant concludes that vegetative solutions are not feasible due to site characteristics, building uses or other legitimate reasons, and the City concurs, the City will consider allowing on-site mechanical solutions. In some cases, upon recommendation of the storm water treatment design consultant, a combination of vegetative and mechanical solutions may be allowed. If mechanical solutions are utilized, the mechanism must be approved by the City, and the developer must demonstrate that the mechanical design will remove fine sediments and dissolved metals as well as trash and oil.</i></p> <p>An operations and maintenance plan shall be developed and implemented to inspect and maintain BMPs in perpetuity. If paved surfaces within covered parking areas are washed with water, this water shall not be directed to the storm drainage system. This wash water effluent shall either be directed to the sanitary sewer or contained and transported off-site for proper disposal.</p>	LTS	LTS	LTS

Impacts	Level of Significance Without Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
HYD-3 <i>Continued</i>				The project would not be required to evaluate or mitigate potential impacts associated with hydromodification of downstream creeks because the downstream receiving waters between the site and the Bay are concrete lined and not subject to erosion. The final design team for the project shall review and incorporate as many concepts as practicable from <i>Start at the Source, Design Guidance Manual for Storm water Quality Protection</i> ² and the California Storm water Quality Association's <i>Storm water Best Management Practice Handbook, Development and Redevelopment</i> , the City of Emeryville 2005 <i>Storm Water Guidelines for Green, Dense Redevelopment</i> , and forthcoming Alameda County Clean Water Program (ACCWP) technical guidelines. The City Public Works Department shall review and approve the drainage plan prior to approval of the grading plan.			

² Bay Area Storm water Management Agencies Association, 1999. *Start at the Source*, Design Guidance Manual for Storm water Quality Protection.

Impacts	Level of Significance <u>Without</u> Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
I. Cultural and Paleontological Resources							
<u>CULT-1</u> : The proposed project may result in the destruction of possibly significant archaeological deposits.	S	S	S	<u>CULT-1a</u> : Prior to project construction, a qualified professional archaeologist ³ shall prepare a monitoring plan to address potentially significant cultural resources encountered during construction. Preparing the plan may require subsurface examination to determine the presence, nature, extent, and potential significance of archaeological deposits that may be encountered by project activities. At a minimum, the monitoring plan should (1) refine the understanding of the project site’s archaeological sensitivity; (2) determine the likelihood that archaeological deposits have retained integrity; (3) identify the types of artifacts and features that may be encountered during project construction; (4) determine during which phases of construction subsurface deposits may be encountered; and (5) provide guidelines for in-field assessment of archaeological deposits identified during monitoring. Based on the information noted above, the monitoring plan should determine the appropriate level of construction monitoring necessary to avoid significant impacts to archaeological resources, and provide guidance for the implementation of such monitoring. <u>CULT-1b</u> : A qualified professional archaeologist shall monitor all ground-disturbing activities that occur at depths within the project area determined to be archaeologically sensitive in the archaeological monitoring plan. Monitoring shall continue until the archaeologist determines that impacts to archaeological deposits are unlikely to occur.	LTS	LTS	LTS

³ "Qualified" is defined as meeting the professional standards established by the Secretary of the Interior. These standards can be found at: <http://www.cr.nps.gov/local-law/archstnds9.html>.

Impacts	Level of Significance Without Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
CULT-1 <i>Continued</i>				In the event that archaeological deposits are identified during monitoring, the monitor must be empowered to redirect all work within 25 feet of the find. Any such archaeological deposits identified during monitoring shall be recorded and, if possible, avoided by project activities. If avoidance is not feasible, as determined by the City after consultation with the project engineer, these deposits shall be evaluated by a qualified archaeologist to determine their eligibility for listing on the California Register. If the deposits <i>are not</i> eligible for the California Register, then no further study or protection is necessary. If the deposits <i>are</i> eligible for the California Register, they shall be avoided by project activities. If avoidance is not feasible, project impacts shall be mitigated in a manner consistent with CEQA Guidelines PRC Section 15126.4 (b)(3)(C) and the recommendations of the evaluating archaeologist. Human remains shall be handled in accordance with Health and Safety Code Section 70505.5. Following the completion of the archaeological monitoring, a report shall be prepared to document the methods and findings of the monitoring archaeologist. The report shall be submitted to the City, the project applicant, and the Northwest Information Center (NWIC) at Sonoma State University in Rohnert Park, California.			

Impacts	Level of Significance <u>Without</u> Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
CULT-1 <i>Continued</i>				<p><u>CULT-1c</u>: In the event that archaeological deposits are identified during project activities <u>not</u> monitored by an archaeologist, it is recommended that project impacts to such deposits be avoided. If impact avoidance is not feasible, work within 25 feet of the finds shall be redirected and a qualified professional archaeologist shall be contracted to record the find and evaluate its California Register eligibility. If the deposits <u>are not</u> eligible for the California Register, then no further study or protection is necessary. If the deposits <u>are</u> eligible for the California Register, they shall be avoided by project activities. If avoidance is not feasible, project impacts shall be mitigated in a manner consistent with CEQA Guidelines PRC Section 15126.4 (b)(3)(C) and treatment of human remains in accordance with Health and Safety Code Section 70505. Following the completion of the archaeological monitoring, a report shall be prepared to document the methods and findings of the monitoring archaeologist. The report shall be submitted to the City, the project applicant, and the NWIC.</p> <p>Prehistoric materials can include flaked-stone tools (e.g. projectile points, knives, choppers) or obsidian, chert, basalt, or quartzite toolmaking debris; bone tools; culturally darkened soil (i.e., midden soil often containing heat-affected rock, ash and charcoal, shellfish remains, faunal bones, and cultural materials); and stone milling equipment (e.g., mortars, pestles, handstones). Prehistoric archaeological sites often contain human remains. Historical materials can include wood, stone, concrete, or adobe footings, walls and other structural remains; debris-filled wells or privies; and deposits of wood, glass, ceramics, metal, and other refuse. Implementation of Mitigation Measures CULT-1a, -1b, and -1c would reduce this impact to less-than-significant level.</p>			

Impacts	Level of Significance Without Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
<u>CULT-2</u> : Ground disturbance associated with the proposed project may disturb human remains, including those interred outside of formal cemeteries.	S	S	S	<u>CULT-2</u> : If human remains are encountered, work within 25 feet of the discovery shall be redirected, and the County Coroner shall be notified immediately. At the same time, an archaeologist shall be contacted to assess the situation. If the human remains are of Native American origin, the Coroner must notify the Native American Heritage Commission within 24 hours of this identification. The Native American Heritage Commission will identify a Most Likely Descendant (MLD) to inspect the site and provide recommendations for the proper treatment of the remains and associated grave goods. Upon completion of the assessment, the archaeologist shall prepare a report documenting the methods and results, and provide recommendations for the treatment of the human remains and any associated cultural materials, as appropriate and in coordination with the recommendations of the MLD. The report shall be submitted to the City, the project applicant, and the NWIC.	LTS	LTS	LTS
<u>CULT-3</u> : Ground disturbing activities within the proposed project site could adversely impact paleontological resources.	S	S	S	<u>CULT 3a</u> : A qualified paleontologist shall be present during initial project ground-disturbance at or below 5 feet from original ground surface. The paleontologist will then determine if further monitoring, periodic site inspections, or if no further monitoring is necessary. Prior to project ground-disturbing construction, pre-field preparation by a qualified paleontologist shall take into account specific details of project construction plans for the project area, as well as information from available paleontological, geological, and geotechnical studies. Limited subsurface investigations may be appropriate for defining areas of paleontological sensitivity prior to ground disturbance.	LTS	LTS	LTS

Impacts	Level of Significance Without Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
CULT-3 <i>Continued</i>				<u>CULT-3b</u> : A qualified paleontologist shall monitor ground-disturbing activities at and below 5 feet from the original ground surface in accordance with the initial monitoring needs assessment. The monitoring shall continue until the paleontologist determines that impacts to paleontological resources are unlikely to occur. If paleontological resources are encountered during project activities, all work within 25 feet of the discovery shall be redirected until the paleontological monitor can evaluate the resources and make recommendations. If paleontological deposits are identified, it is recommended that such deposits be avoided by project activities. Paleontological monitors must be empowered to halt construction activities within 25 feet of the discovery to review the possible paleontological material and to protect the resource while it is being evaluated. If avoidance is not feasible, as determined by the City after consultation with the project engineer, adverse effects to such resources shall be mitigated in accordance with the recommendations of a qualified paleontologist. At a minimum, mitigation shall include data recovery and analysis, preparation of a data recovery report or other reports as appropriate, and accessioning fossil material recovered to an accredited paleontological repository, such as the University of California Museum of Paleontology (UCMP). Upon project completion, a report shall be prepared documenting the methods and results of monitoring, and copies of this report shall be submitted to the City, project applicant, and to the repository at which any fossils are accessioned.			

Impacts	Level of Significance Without Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
CULT-3 <i>Continued</i>				<u>CULT-3c</u> : In the event that paleontological resources are identified in the soil layer for which paleontological monitoring is <i>not</i> recommended, all work within 25 feet of the discovery shall be redirected until a qualified paleontologist has evaluated the discoveries, prepared a fossil locality form documenting the discovery and made recommendations regarding the treatment of the resources. If the paleontological resources are found to be significant, adverse effects to such resources shall be avoided by project activities. If project activities cannot avoid the resources, adverse effects should be mitigated. At a minimum, mitigation shall include data recovery and analysis, preparation of a data recovery report or other reports, as appropriate, and accessioning fossil material recovered to an accredited paleontological repository, such as the University of California Museum of Paleontology (UCMP). Upon completion of project activities, a report that documents the methods and findings of the mitigation shall be prepared and copies submitted to the City, project applicant, and to the repository at which any fossils are accessioned.			
J. Aesthetic Resources							
<u>AES-1</u> : The proposed project would alter the intrinsic architectural character of the project site and its surroundings.	S	S	S	<u>AES-1</u> : Each of the following five measures shall be incorporated into the final project design: <ul style="list-style-type: none"> The proposed structures shall adequately reference, and be visually compatible with and not detract from the surrounding industrial buildings. Create streetscape vitality and enhance the pedestrian experience through detailed treatment of building facades, including entryways, fenestration, and signage, vertical walls broken up with architectural detailing, protruded and recessed tower elements, stepped-back upper floors to provide appropriate building height transitions to adjacent buildings, and through the use of carefully chosen building materials, texture, and color. 	LTS	LTS	LTS

Impacts	Level of Significance <u>Without Recommended Mitigation Measures</u>			Recommended Mitigation Measures	Level of Significance <u>With Recommended Mitigation Measures</u>		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
AES-1 <i>Continued</i>				<ul style="list-style-type: none"> Design of building facades shall include sufficient articulation and detail to avoid the appearance of blank walls or box-like forms. Exterior materials utilized in construction of new buildings, as well as site and landscape improvements, shall be high quality and shall be selected for both their enduring aesthetic quality and for their long term durability, and their compatibility with the design motif of surrounding buildings. <p>Detailed designs for the public plazas shall be developed. The plaza designs shall emphasize the public nature of the space and pedestrian comfort and sun/shade patterns during mid-day hours throughout the year. The plaza designs shall be sensitively integrated with the streetscape.</p>			
<u>AES-2</u> : The proposed development would provide additional sources of day and nighttime light and glare in Emeryville.	S	S	S	<p><u>AES-2a</u>: The specific reflective properties of project building materials shall be assessed by the City during review of the Final Development Plans for the proposed project. Final Development Plan review shall ensure that the use of reflective exterior materials is minimized and that proposed reflective material would not create additional daytime or nighttime glare.</p> <p><u>AES-2b</u>: Specific lighting proposals shall be submitted and reviewed as part of each Final Development Plan for each new building on the project site and approved by the City prior to issuance of building permit. This review shall ensure that any outdoor night lighting for the project is downward facing and shielded so as not to create additional nighttime glare and shall conform with light and glare performance standards established by Zoning Ordinance Article 59 and the Maximum Intensity of Light Sources table.</p>	LTS	LTS	LTS

Impacts	Level of Significance <u>Without</u> Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance <u>With</u> Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
K. Public Services and Utilities							
PS-1: Demolition and construction waste generated by the project could conflict with Measure D requirements.	S	S	S	PS-1: The project applicant shall recycle 75 percent of the waste materials generated by project construction. The applicant shall submit a pre-construction recycling management plan to the City Public Works Department for review and approval prior to the issuance of a grading permit. Prior to issuance of the Certificate of Occupancy, the project applicant shall post a construction report with weight tags stating where construction materials were recycled, and demonstrating that the 75 percent recycling rate of Measure D has been achieved.	LTS	LTS	LTS
PS-2: The waste generated by the on-going operation of the project could conflict with Measure D requirements.	S	S	S	PS-2: The project applicant shall install an internal system designed to increase recycling and composting. The recycling and composting system shall include dedicated chutes for garbage, recycling and green waste (including food scraps). Final design plans shall include areas for the storage and loading of recycling materials and containers in accordance with Emeryville Municipal Code Title 6, Chapter 4, Collection of Solid Waste and Recyclables and Title 6, Chapter 14, Food Service Waste Reduction.	LTS	LTS	LTS
PS-1 (Main Street and Reduced Main Street alternatives): Implementation of the Reduced Main Street alternative could increase demand for fire and police services, requiring the construction of new facilities.	LTS	S	S	PS-1 (Main Street and Reduced Main Street alternatives): The Emeryville Police and Fire Departments shall review proposed development plans for the Reduced Main Street alternative to determine whether existing police and fire facilities would be able to accommodate increased demand for emergency services. If existing facilities would be inadequate, the project sponsor shall contribute a pro rata share of the cost to construct new facilities.	--	LTS	LTS
PS-2 (Main Street and Reduced Main Street alternatives): Implementation of the Reduced Main Street alternative would substantially increase demand for water.	LTS	S	S	PS-2 (Main Street and Reduced Main Street alternatives): A Water Supply Assessment shall be prepared for the Reduced Main Street alternative. If the Water Supply Assessment shows that existing water supplies would be inadequate to serve the proposed alternative, the alternative shall be modified to reduce water demand (e.g., through the reduction of water-intensive commercial or residential uses, water conservation measures, and/or recycling of rain and graywater) such that existing water entitlements would be adequate to serve the site.	--	LTS	LTS

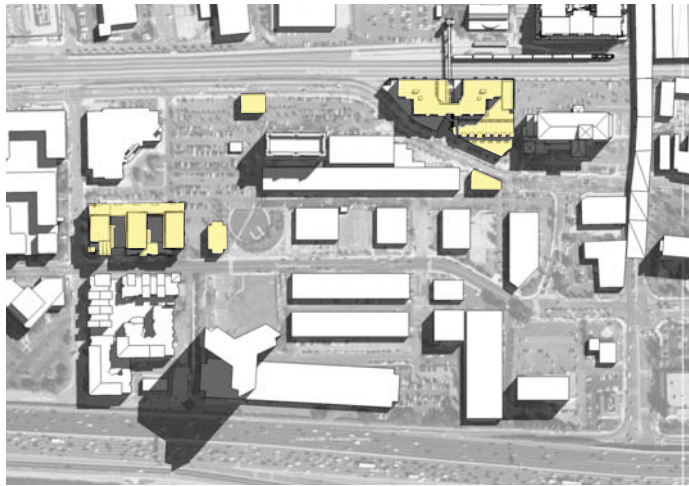
Impacts	Level of Significance Without Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance With Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
<u>PS-3 (Main Street and Reduced Main Street alternatives)</u> : Wastewater conveyance pipes may have inadequate capacity to accommodate additional wastewater flows from the Reduced Main Street alternative.	LTS	S	S	<u>PS-3 (Main Street and Reduced Main Street alternatives)</u> : The applicant shall prepare a sewer capacity study to determine if there is adequate sanitary sewer conveyance capacity to accommodate the proposed alternative, as shown in the utility plan. If it is determined that there is inadequate capacity for additional flows from the Reduced Main Street alternative, either of the following actions shall occur: <u>PS-3a</u> : The utility plan shall be designed to convey all sewage flows on the site to the 30-inch TC pipe in the northern portion of the site. If the topography of the site is such that sanitary sewer flows would not be able to gravity feed into the 30-inch TC pipe, a sewage lift pump shall be included in the utility plan to convey wastewater to the northern basin; or <u>PS-3b</u> : The project applicant shall design and fund its fair share of construction of additional downstream improvements to accommodate the increased flows from the project in the southern system which drains to the EBMUD interceptor via the existing system in Powell Street. If downstream improvements to the existing system in Powell Street are required to accommodate additional flows draining to the south, additional environmental review may be required if construction would occur outside of the existing right-of-way or involve construction beyond the scope of standard construction methods evaluated in this EIR.	--	LTS	LTS
L. Wind							
<u>WIND-1</u> : The proposed massing and shape of the Shellmound building could create accelerated wind areas in roof deck terraces and within the fourth floor pedestrian crossing connection with the Amtrak bridge that could substantially affect pedestrian comfort.	S	S	S	<u>WIND-1a</u> : Final design of the roof deck open space terraces on the Shellmound building shall be heavily landscaped to reduce wind and improve usability and shall incorporate porous materials or structures (e.g., vegetation, hedges, screens, latticework, perforated or expanded metal) which offer superior wind shelter compared to solid surfaces. Outdoor furnishings, such as tables, shall either be either weighted or attached to the deck.	LTS	LTS	LTS

Impacts	Level of Significance Without Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance With Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
WIND-1 <i>Continued</i>				<u>WIND-1b:</u> Scale model wind tunnel or computerized computational fluid dynamics testing shall be conducted to determine how strong winds will be through the fourth floor breezeway between the Amtrak pedestrian bridge to the west side of the building. If winds through the breezeway exceed 36 mph, the breezeways design shall be altered to reduce wind speeds below this threshold. Alternatively, to avoid testing, the design of the breezeway could be altered with the addition of glazing at the west side opening. Testing or design modifications would reduce this impact to a less-than-significant level.			
<u>WIND-1 (Main Street and Reduced Main Street alternatives):</u> The construction of the Shellmound mixed use and high-rise tower buildings and UA Cinema site could substantially increase ground-level winds.	LTS	S	S	<u>WIND-1 (Main Street and Reduced Main Street alternatives):</u> Final design of the buildings constructed on the Shellmound and UA Cinema building sites shall be subject to review by a qualified wind consultant. The design review shall evaluate the architect's employment of one or more of the following design guidelines to reduce wind impacts to a less-than-significant level: <ul style="list-style-type: none"> • West or southeasterly building faces shall be articulated and modulated through the use of architectural devices such as surface articulation, variation, variation of planes, wall surfaces and heights, as well as the placement of step-backs and other features. • Utilize properly-located landscaping to mitigate winds. Porous materials (vegetation, hedges, screens, latticework, perforated or expanded metal) offer superior wind shelter compared to a solid surface. 	--	LTS	LTS

Impacts	Level of Significance Without Recommended Mitigation Measures			Recommended Mitigation Measures	Level of Significance With Recommended Mitigation Measures		
	Project	Main Street	Red. Main Street		Project	Main Street	Red. Main Street
WIND-1 <i>Continued</i>				<ul style="list-style-type: none"> Avoid narrow gaps between buildings where westerly or southeasterly winds could be accelerated. Avoid “breezeways” or notches at the upwind corners of the building. <p>Wind tunnel or computerized computational fluid dynamics testing shall be required if a review of the final architectural design of the proposed mid-rise buildings is insufficient to determine whether the buildings would result in adverse wind impacts. Testing shall be used to determine if wind accelerations generated by the structure could reach hazardous levels and to develop design modifications that would reduce impacts to a less-than-significant level.</p>			
M. Shade and Shadow							
<u>SHADE-1 (Main Street and Reduced Main Street alternatives):</u> The Reduced Main Street alternative would create substantial shadow coverage over public spaces throughout the site.	LTS	S	S	<u>SHADE-1 (Main Street and Reduced Main Street alternatives):</u> No mitigation measure is available to reduce this impact to a less-than-significant level.	--	SU	SU

APPENDIX D

SHADOW ANALYSIS FOR THE REDUCED MAIN STREET ALTERNATIVE



Proposed Project - 10:00 AM



Proposed Project - 12:00 noon



Alternative - 10:00 AM



Alternative - 12:00 noon

LSA

FIGURE A.H-25



NOT TO SCALE



PROPOSED BUILDINGS

SOURCE: HELLER-MANUS ARCHITECTS, NOVEMBER 15, 2007.

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Marketplace Redevelopment Project EIR

Shadow Patterns:

Reduced Main Street Alternative

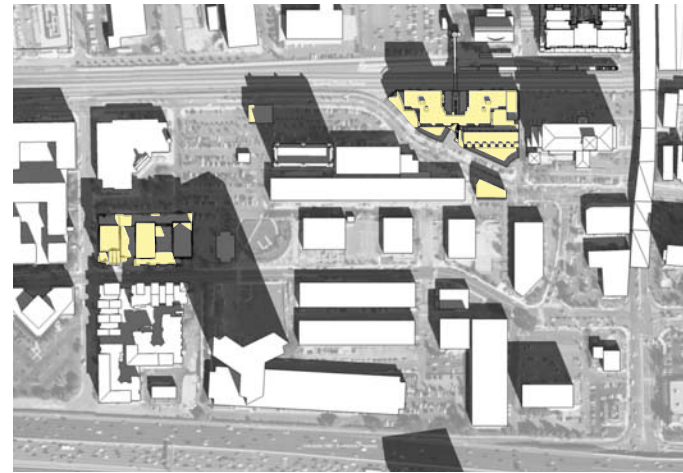
Spring/Fall Equinox - March 21/September 21

10 AM - 12 Noon

AR0944



Proposed Project - 2:00 PM



Proposed Project - 4:00 PM



Alternative - 2:00 PM



Alternative - 4:00 PM

LSA

FIGURE A.H-26



NOT TO SCALE



PROPOSED BUILDINGS

SOURCE: HELLER-MANUS ARCHITECTS, NOVEMBER 15, 2007.

I:\CEM531 marketplace\figures\ADEIR #2\Fig_AH26.ai (11/19/07)

Marketplace Redevelopment Project EIR

Shadow Patterns:

Reduced Main Street Alternative

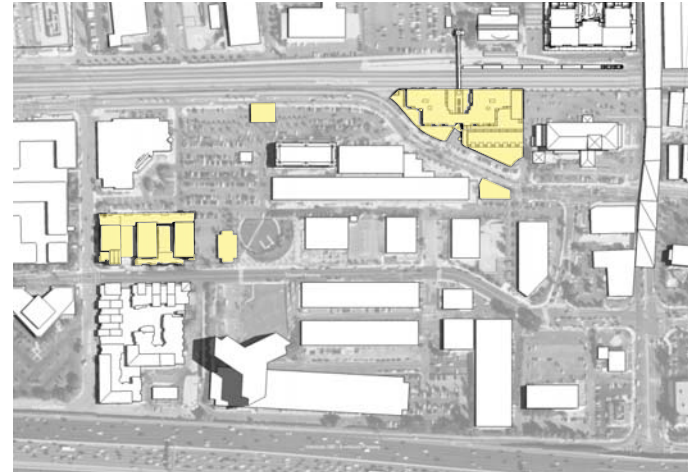
Spring/Fall Equinox - March 21/September 21

2 PM - 4 PM

AR0945



Proposed Project - 10:00 AM



Proposed Project - 12:00 noon



Alternative - 10:00 AM



Alternative - 12:00 noon

LSA

FIGURE A.H-27



NOT TO SCALE



PROPOSED BUILDINGS

Marketplace Redevelopment Project EIR

Shadow Patterns:

Reduced Main Street Alternative

Summer Solstice - June 21

10 AM - 12 Noon

SOURCE: HELLER-MANUS ARCHITECTS, NOVEMBER 15, 2007.

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AR0946



Proposed Project - 2:00 PM



Proposed Project - 4:00 PM



Alternative - 2:00 PM



Alternative - 4:00 PM

LSA

FIGURE A.H-28



NOT TO SCALE



PROPOSED BUILDINGS

Marketplace Redevelopment Project EIR

Shadow Patterns:

Reduced Main Street Alternative

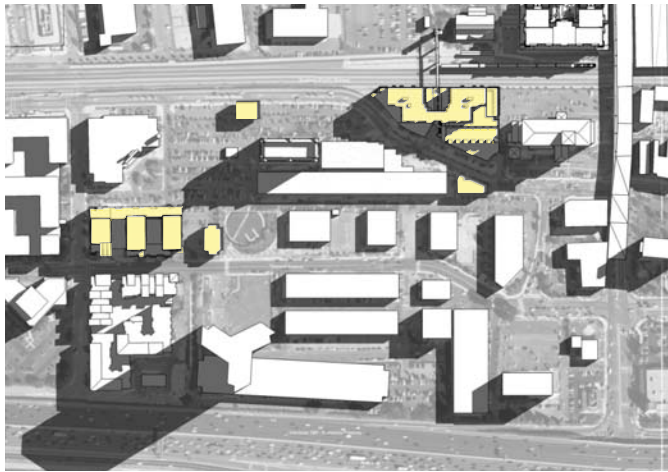
Summer Solstice - June 21

2 PM - 4 PM

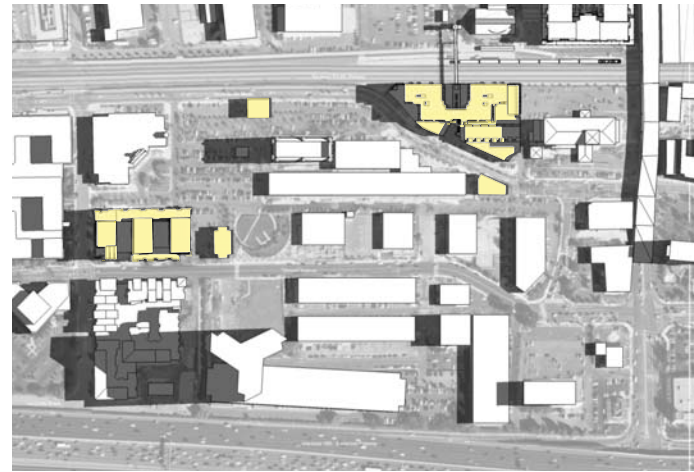
AR0947

SOURCE: HELLER-MANUS ARCHITECTS, NOVEMBER 15, 2007.

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Proposed Project - 10:00 AM



Proposed Project - 12:00 noon



Alternative - 10:00 AM



Alternative - 12:00 noon

LSA

FIGURE A.H-29



NOT TO SCALE



PROPOSED BUILDINGS

SOURCE: HELLER-MANUS ARCHITECTS, NOVEMBER 15, 2007.

I:\CEM531 marketplace\figures\ADEIR #2\Fig_AH29.ai (11/19/07)

Marketplace Redevelopment Project EIR

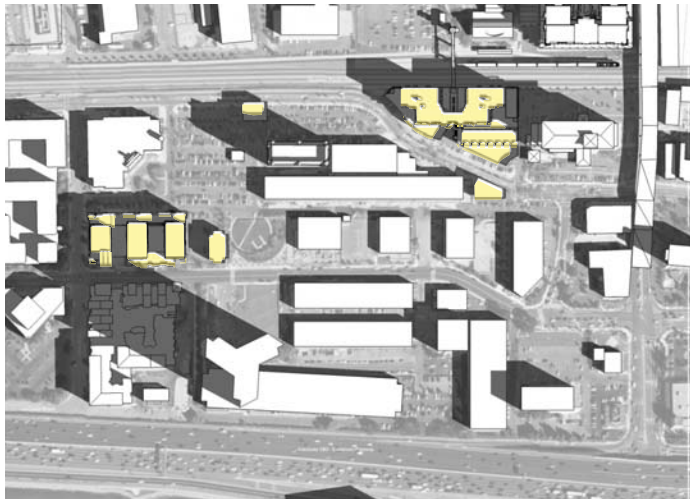
Shadow Patterns:

Reduced Main Street Alternative

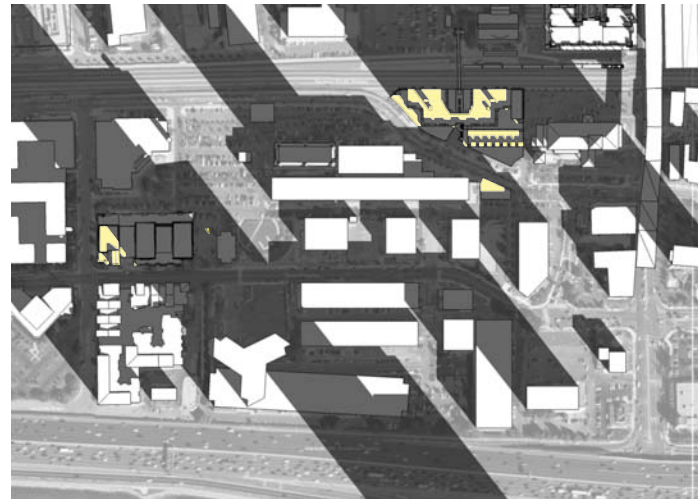
Winter Solstice - December 21

10 AM - 12 Noon

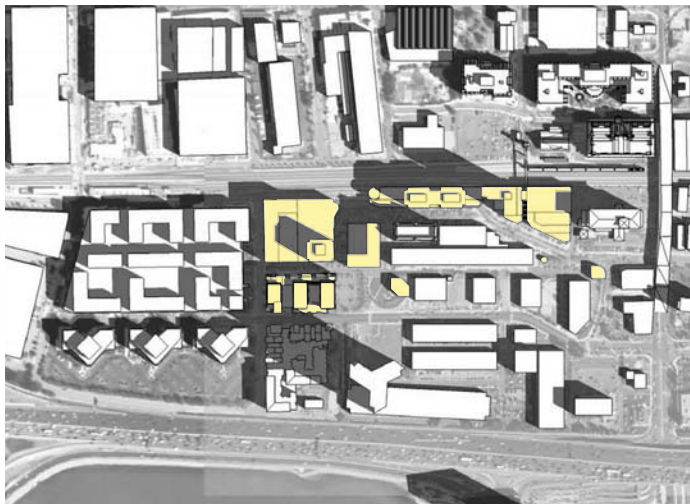
AR0948



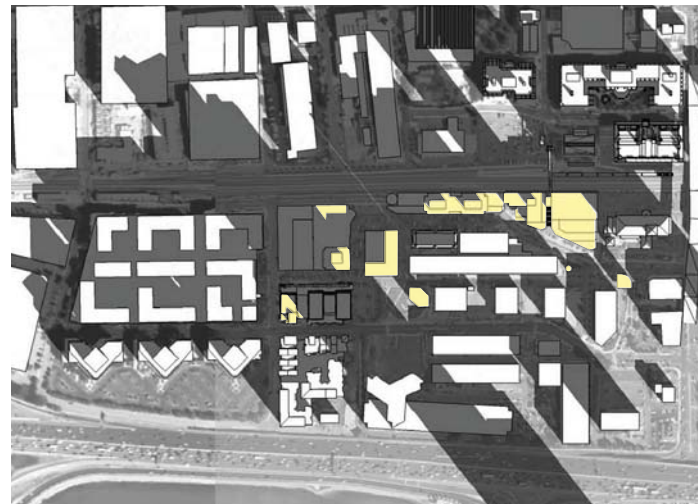
Proposed Project - 2:00 PM



Proposed Project - 4:00 PM



Alternative - 2:00 PM



Alternative - 4:00 PM

LSA

FIGURE A.H-30



NOT TO SCALE



PROPOSED BUILDINGS

Marketplace Redevelopment Project EIR

Shadow Patterns:

Reduced Main Street Alternative

Winter Solstice - December 21

2 PM - 4 PM

SOURCE: HELLER-MANUS ARCHITECTS, NOVEMBER 15, 2007.

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AR0949