

RESOLUTION NO. ____-14

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF SUNNYVALE CERTIFYING THE ENVIRONMENTAL IMPACT REPORT, MAKING FINDINGS REQUIRED BY THE CALIFORNIA ENVIRONMENTAL QUALITY ACT, ADOPTING THE MITIGATION AND MONITORING REPORTING PROGRAM, AND STATING OVERRIDING CONSIDERATIONS IN THE APPROVAL OF THE LANDBANK CENTRAL & WOLFE CAMPUS PROJECT

WHEREAS, the California Environmental Quality Act (Public Resources Code Sections 21000 *et seq.*, ("CEQA") and the Guidelines for Implementation of the California Environmental Quality Act (14 California Code of Regulations, Sections 15000 *et seq.*) (the "CEQA Guidelines") requires local agencies to consider environmental consequences of projects for which they have discretionary authority; and

WHEREAS, a Draft Environmental Impact Report ("DEIR") and Final Environmental Impact Report ("FEIR", collectively, the "EIR") has been prepared for and by the City of Sunnyvale for the Landbank Central & Wolfe Campus Project ("the Project") pursuant to CEQA and the CEQA Guidelines; and

WHEREAS, the EIR addresses the environmental impacts of the Project, which is further described in Sections VI of Exhibit A attached hereto; and

WHEREAS, in conformance with CEQA, the City has issued notices, held public hearings, and taken other actions as described in Section IV of Exhibit A attached hereto; and

WHEREAS, the EIR is incorporated by this reference in this Resolution, and consists of those documents referenced in Section IV of Exhibit A attached hereto; and

WHEREAS, by motion adopted on August 25, 2014, the Sunnyvale Planning Commission recommended to the City Council the certification of the EIR; and

WHEREAS, a public hearing was held by the City Council on _____, 2014, regarding the Project and the EIR, following notice duly and regularly given as required by law, and all interested persons expressing a desire to comment thereon or object thereto were heard, and the EIR was considered; and

WHEREAS, by this Resolution, the City Council, as the lead agency under CEQA for preparing the EIR and the entity responsible for approving the Project, desires to comply with the requirements of CEQA and the CEQA Guidelines for consideration, certification, and use of the EIR in connection with the approval of the Project.

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Sunnyvale as follows:

1. The City Council hereby finds and certifies that the EIR has been completed in compliance with CEQA and the CEQA Guidelines; that the EIR adequately addresses the environmental issues of the Project; that the EIR was presented to the City Council; that the City Council has reviewed and considered the information contained in the EIR prior to approving the Project; and that the EIR reflects the independent judgment and analysis of the City Council.

2. The City Council hereby identifies the significant effects, adopts the mitigation measures, adopts the monitoring Mitigation Monitoring and Reporting Plan to be implemented for each mitigation measure, makes the findings, and adopts a statement of overriding considerations set forth in detail in the attached Exhibit A, which is incorporated in this Resolution by this reference. The statements, findings and determinations set forth in Exhibit A are based on the above certified EIR and other information available to the City Council , and are made in compliance with Sections 15091, 15092, 15093, and 15096 of the CEQA Guidelines and Sections 21081 and 21081.6 of CEQA.

Adopted as a Resolution of the City of Sunnyvale at a regular meeting of the City Council held on _____, 2014, by the following vote:

AYES:
NOES:
ABSTAIN:
ABSENT:
RECUSAL:

ATTEST:

APPROVED:

City Clerk
(SEAL)

Mayor

APPROVED AS TO FORM:

City Attorney

EXHIBIT A

CITY OF SUNNYVALE

LANDBANK CENTRAL & WOLFE CAMPUS PROJECT

SIGNIFICANT ENVIRONMENTAL EFFECTS, FINDINGS OF FACT, MITIGATION MEASURES, MONITORING PROGRAM, AND STATEMENT OF OVERRIDING CONSIDERATIONS

I. PURPOSE OF THE FINDINGS

The purpose of these findings is to satisfy the requirement of Public Resources Code Section 21000, *et seq.*, and Sections 15091, 15092, 15093 and 15097 of the CEQA Guidelines, 14 Cal. Code Regs. Sections 15000, *et seq.*, associated with approval of the Landbank Central & Wolfe Campus project and associated approvals (Rezone from M-S (Industrial and Service) to M-S 100% (Industrial and Service, allowable FAR of 100%), Development Agreement, Special Development Permit and Vesting Tentative Map). These findings provide the written analysis and conclusions of the City Council regarding the Landbank Campus Project. They are divided into general sections, each of which is further divided into subsections. Each addresses a particular impact topic and/or requirement of law. At times, these findings refer to materials in the administrative record, which is available for review in the City's Planning Division.

II. PROJECT OBJECTIVES

As noted in Section 2.6 of the Draft Environmental Impact Report for the Project, the purpose of the Project is to develop a quality office campus in a manner that is sensitive to its context. Specific project objectives are to:

- Replace the existing underutilized and outdated concrete tilt-up structures with a superior, architecturally significant technology campus that may include office, R&D, lab, test, light manufacturing, biotech, life sciences and other related technology uses, high quality pedestrian and bicycle paths, transit connections, abundant open space and landscaping, abundant on-site amenities and various features to promote enhanced sustainability.
- Develop a Class A, headquarter-style campus of sufficient size and sufficient quality that will attract and accommodate large scaled leading edge technology tenants. Typical components include attractive site configurations, large floor plates, ample on-site amenities, on-site parking, and efficient employee collaboration space.
- Develop a project that is compatible with the land uses in the surrounding area and with the local transportation system.
- Construct an environmentally focused campus that will be LEED Platinum certified.
- Develop a bicycle and pedestrian focused project that is well connected to the road network and public transportation system, including Caltrain, and that maximizes the use of transportation demand management program components and activities to minimize the use of single-occupant motor vehicles.

- Enhance the appearance, streetscape and visual quality of this site by incorporating high quality finishes, varied façade treatments, public art, a highly integrated campus circulation system and open spaces with landscape features, and landscaped streetscapes along adjacent arterial streets.
- Develop a project of a sufficient density and a superior quality that is economically feasible, and that will easily attract investment capital and construction financing.
- Develop a project that provides short-term and long-term employment opportunities.

III. PROJECT DESCRIPTION

The Project under consideration by the City Council is the Landbank Central & Wolfe Campus Project. The Project generally proposes development of three interconnected six-story buildings (four office floors above two floors of podium parking), a two-story amenities building, and associated parking garage on a site currently occupied by several one-story industrial buildings, located at the intersection of East Arques Avenue and North Wolfe Road in Sunnyvale.

The Project site is a 17.84 acre area that is bounded to the north by East Arques Avenue and to the west by North Wolfe Road in Sunnyvale. To the south of the Project site is Central Expressway, and to the east is the City of Sunnyvale corporation yard, the terminus of East California Avenue, and several businesses. The Project site is about one mile south of US Highway 101, and about two miles north of State Highway 82 (El Camino Real). The Project site consists of nine developed parcels, each containing a one-story industrial building, and the current right-of-way for Santa Ana Court.

The main components of the Project include the following:

- Demolition of nine existing, 1-story industrial tilt-up buildings (total floor area 258,279 square feet (sf), each on its own parcel. The nine parcels total 777,170 sf and give a collective Floor Area Ratio (FAR) of 34% for the current site uses. (FAR is the ratio of occupy-able building floor area to lot size, and may be expressed as a percentage.)
- Re-zoning of the Project site, from the existing designation of M-S (Industrial and Service) to the proposed designation of M-S FAR 100% (Industrial and Service, allowable FAR of 100%), or a use permit to authorize FAR of 100%.
- Re-subdivision of the Project site and vacation of an existing public right-of-way easement (Santa Ana Court), along with a Development Agreement.
- A special development permit to allow the construction of three interconnected, six-story (four office floors above two floors of podium parking), Class-A office buildings, a six-level parking garage (including rooftop parking), and a separate two-story amenities building, with a total aggregate floor area of approximately 777,170 square feet (excluding parking, which is not considered in FAR calculations), for a net addition of approximately 519,000 square feet of floor area (excluding parking).

A complete description of the Project is included in Draft EIR Chapter 2, Project Description.

IV. THE CEQA PROCESS

A draft and a final Environmental Impact Report (collectively, the “EIR”) has been prepared for and by the City in accordance with the California Environmental Quality Act (“CEQA”, Public Resources Code

Sec 21000 *et seq.*), and the State CEQA Guidelines (14 Cal. Code of Regulations, Sections 15000 *et seq.*) in connection with the Project. The EIR for the Project consists of the following:

- A. Draft Environmental Impact Report (“DEIR”), issued April 2014;
- B. All appendices to the DEIR;
- C. Final Environmental Impact Report (“FEIR”), issued August 15, 2014, containing all written comments and responses on the DEIR, refinements and clarifications to the DEIR, the mitigation monitoring and reporting program, and technical appendices;
- D. All of the comments and staff responses entered into the record orally and in writing, as well as accompanying technical memoranda or evidence entered into the record.

In conformance with CEQA, the City has taken the following actions in relation to the EIR:

- A. On August 30, 2013, a Notice of Preparation (NOP) was distributed appropriate agencies and parties for the purpose of obtaining written comments from the agencies and parties regarding the scope and content of environmental information and analysis which they wanted addressed in the EIR.
- B. On September 19, 2013, the City held a scoping meeting with interested parties for the purpose of receiving comments on the scope of the EIR.
- C. A Draft Environmental Impact Report (DEIR) was prepared for the Project and was circulated for public review and comment from April 18, 2014 through June 2, 2014. The DEIR was submitted to the State Clearinghouse for review on April 18, 2014 (State Clearinghouse No. 2013082063). Also on this date, notice of the availability of the DEIR was provided to appropriate agencies and the general public via a Notice of Completion sent to the State Clearinghouse and via mailed notice to all interested parties, and to persons living within 2,000 feet of the Project site.
- D. On May 28, 2014, the City of Sunnyvale Planning Commission held a public hearing to receive oral comment on the DEIR.
- E. On August 15, 2014, all comments received on the DEIR during the public comment period were responded to and included in a Final EIR, made available for public review on August 15, 2014.
- F. Pursuant to CEQA Guidelines §15088(b), a written response was provided to each public agency on comments made by that public agency at least 10 days prior to the date of this certification.
- G. On August 25, 2014, the Planning Commission conducted a duly and properly noticed public hearing on the Project and the EIR, and recommended that the City Council certify the EIR and approve the Project.
- H. The Project and the EIR came before the City Council on September 16, 2014, at a duly and properly noticed public hearing. On this date, the City Council adopted the following findings, Mitigation Monitoring and Reporting Program, and Statement of Overriding Considerations.

V. FINDINGS ARE DETERMINATIVE

The City Council certifies that the EIR has been completed in compliance with CEQA and that it was presented to, and reviewed and considered by, the City Council prior to acting on the Project. In so certifying, the City Council recognizes that there may be differences in and among the different sources of information and opinions offered in the documents and testimony that make up the EIR and the administrative record; that experts disagree; and that the City Council must base its decision and these findings on the substantial evidence in the record that it finds most compelling. Therefore, by these findings, the City Council ratifies, clarifies, and/or makes insignificant modifications to the EIR and resolves that these findings shall control and are determinative of the significant impacts of the Project.

The mitigation measures proposed in the EIR are adopted in this Exhibit A, substantially in the form proposed in the EIR, with such clarifications and non-substantive modifications as the City Council has deemed appropriate to implement the mitigation measures. Further, the mitigation measures adopted in this Exhibit A are expressly incorporated into the Project pursuant to the adopted conditions of approval.

The findings and determinations in this Exhibit A are to be considered as an integrated whole and, whether or not any subdivision of this Exhibit A fails to cross-reference or incorporate by reference any other subdivision of this Exhibit A, that any finding or determination required or permitted to be made shall be deemed made if it appears in any portion of this document. All of the text included in this document constitutes findings and determinations, whether or not any particular caption sentence or clause includes a statement to that effect.

Each finding herein is based on the entire record. The omission of any relevant fact from the summary discussions below is not an indication that a particular finding is not based in part on the omitted fact.

Many of the mitigation measures imposed or adopted pursuant to this Exhibit A to mitigate the environmental impacts identified in the administrative record may have the effect of mitigating multiple impacts (e.g., conditions imposed primarily to mitigate traffic impacts may also secondarily mitigate air quality impacts, etc.). The City Council has not attempted to exhaustively cross-reference all potential impacts mitigated by the imposition of a particular mitigation measure; however, such failure to cross-reference shall not be construed as a limitation on the potential scope or effect of any such mitigation measure.

Reference numbers to impacts, mitigation measures, and page numbers in the following sections are to the page numbers used in the EIR, as specified.

VI. IMPACTS, MITIGATION MEASURES AND FINDINGS

In conformance with Section 15091 of the State CEQA Guidelines, this section of the findings lists each significant environmental effect of the project listed in the EIR; describes those mitigation measures recommended in the EIR; and, as required by Section 15091(a), finds that either: the adopted mitigation measures have substantially lessened the significant effect; the adopted mitigation measures, though implemented, do not substantially lessen the significant effect; the mitigation measures cannot be adopted and implemented because they are the responsibility of another public agency; or that specific considerations make infeasible the mitigation measures identified in the EIR.

All feasible mitigation measures listed below have been incorporated into the Mitigation Monitoring and Reporting Program (“MMRP”), further described in Section X, below. Compliance with the MMRP is a condition of approval of the Project, and the construction of the Project will incorporate all conditions contained in the MMRP.

A. Aesthetics

1. Impact AES-4: The Project could create a new source of glare.

(a) **Significant Environmental Effect:** Potential new source of daytime glare. This impact is further described on pages 3.3-22 of the Draft EIR.

(b) **Mitigation Measure AES-4:** Prior to issuance of Project building permits, the applicant shall complete and submit to the City of Sunnyvale Community Development Department documents showing that the potential for the proposed new buildings to cause a new source of reflected light and glare has been examined, and that any necessary design alterations have been made to avoid an impact of this kind. Design alterations may include, but are not limited to, selection of exterior building materials that are less reflective; use of exterior building elements that break up reflective surfaces; and re-design of the shape or orientation of the buildings. These documents and any necessary design alterations shall be to the satisfaction of the Community Development Director.

(c) **Finding:** Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant environments effects identified in the EIR (14 California Code of Regulations § 15091(a)(1).) (Less than significant)

(e) **Facts Supporting Finding:** Mitigation Measure AES-4 is included in the MMRP. Compliance with this measure would put into place a review and approval mechanism that would ensure that the proposed buildings would not result in a substantial new source of daytime glare (reflected light). Consequently, implementation of this mitigation measure will reduce this potentially significant impact to a less-than-significant level as defined by CEQA.

B. Traffic and Transportation

1. Impact TR-1: The Project would increase traffic volumes at area intersections, affecting traffic flow conditions.

(a) **Significant Environmental Effect:** Under the “existing plus Project” traffic analysis scenario, increased traffic related to Project operation would result in a substantial decrease in level of service at the intersection of Commercial Street and Central Expressway. The impact is further described on pages 3.4-14 through 3.4-19 of the Draft EIR.

(b) **Mitigation Measure:** The Draft EIR identified Mitigation Measure TR-1, under which the City of Sunnyvale, in cooperation with Santa Clara County, would reconstruct and reconfigure the Commercial Street / Central Expressway intersection to a full four-legged signalized intersection. Because Central Expressway is a County roadway, it was recognized in the Draft EIR that implementation of this mitigation measure would require the concurrence and cooperation of Santa Clara County. Because County concurrence and cooperation could not be assured, the Draft EIR concluded that Impact TR-1 (and related impacts TR-2 and CUM-TR) were significant and unavoidable.

As discussed in Comment C-2 on page II-10 of the Final EIR, Santa Clara County indicated the County’s unwillingness to implement this measure. Furthermore, as discussed in the response to Comment C-2 on pages II-12 through II-19 of the Final EIR, additional analysis of the consequences of implementing this measure, conducted in preparation of the Final EIR, revealed that reconfiguring the Commercial Street / Central Expressway intersection would result in decrease of level of service at another intersection in the vicinity. For these reasons, Mitigation Measure TR-1 was removed in the Final EIR. Other mitigation

measures were considered, as discussed on page II-13 of the Final EIR, but were found to be ineffective or infeasible, for the reasons stated in the Final EIR.

(c) **Finding:** Specific considerations make infeasible the mitigation measure identified in the Draft EIR. This constitutes a **significant and unavoidable** impact under CEQA.

(d) **Facts Supporting Finding:** Mitigation Measure TR-1 would have required the concurrence and cooperation of Santa Clara County, but the County expressed opposition to this measure. Further analysis described in the Final EIR found that Mitigation Measure TR-1 would cause a secondary impact of a similar nature and level of significance. For these reasons, Mitigation Measure TR-1 was removed in the Final EIR. Other mitigation measures were considered but rejected as infeasible. No mitigation measure has been identified that would avoid or substantially reduce this impact.

2. Impact TR-2: The Project, in combination with approved developments in the study area that are not yet built or occupied, would increase traffic volumes at area intersections, affecting traffic flow conditions.

(a) **Significant Environmental Effect:** Under the “Background Plus Project Conditions” traffic analysis scenario, increased traffic related to Project operation, in combination with traffic generated by approved City of Sunnyvale developments that are not yet built or occupied, would result in a substantial decrease in level of service at the intersection of Commercial Street and Central Expressway. The impact is further described on pages 3.4-19 and 3.4-20 of the Draft EIR.

(b) **Mitigation Measure:** The Draft EIR identified Mitigation Measure TR-1, under which the City of Sunnyvale, in cooperation with Santa Clara County, would reconstruct and reconfigure the Commercial Street / Central Expressway intersection to a full four-legged signalized intersection. Because Central Expressway is a County roadway, it was recognized in the Draft EIR that implementation of this mitigation measure would require the concurrence and cooperation of Santa Clara County. Because County concurrence and cooperation could not be assured, the Draft EIR concluded that Impact TR-1 (and related impacts TR-2 and CUM-TR) were significant and unavoidable.

As discussed in Comment C-2 on page II-10 of the Final EIR, a mitigation measure which provided an overpass to Central Expressway or an underpass to Central Expressway requires the concurrence of Santa Clara County. As discussed in the response to Comment C-2 on pages II-12 through II-19 of the Final EIR, additional analysis of the consequences of implementing this measure, conducted in preparation of the Final EIR, revealed that reconfiguring the Commercial Street / Central Expressway intersection would result in decrease of level of service at another intersection in the vicinity. For these reasons, the County indicated its unwillingness to implement such measures. Additional traffic modeling conducted revealed that reconfiguring the Commercial/Central intersection would result in more severe traffic and decreased level of service at other intersections, most notably the intersection of Kifer Road and Lawrence Expressway. City staff concluded that reconfiguring Central Expressway with a new overpass over Commercial Street, or a new underpass beneath Commercial Street, would severely disrupt traffic during construction, would be very expensive, and would be out-of-scale with the impact. Following extensive analysis, Mitigation Measure TR-1 was removed in the Final EIR.

The other mitigation measures, more thoroughly analyzed in the FIER, Response C-2, were evaluated. Other mitigation measures were considered, as discussed on page II-13 of the Final EIR, but were found to be ineffective or infeasible, for the reasons stated in the Final EIR.

(c) **Finding:** Specific considerations make infeasible the mitigation measure identified in the Draft EIR. This constitutes a **significant and unavoidable** impact under CEQA.

(d) **Facts Supporting Finding:** Mitigation Measure TR-1 would have required the concurrence and cooperation of Santa Clara County, but the County expressed opposition to this measure. Further analysis described in the Final EIR found that Mitigation Measure TR-1 would cause a secondary impact of a similar nature and level of significance. For these reasons, Mitigation Measure TR-1 was removed in the Final EIR. Other mitigation measures discussed above were considered but rejected as infeasible. No mitigation measure has been identified that would avoid or substantially reduce this impact.

3. Impact TR-4: The Project would increase traffic volumes on area roadways and at area intersections, potentially affecting traffic safety.

(a) **Significant Environmental Effect:** A high rate of collisions and hazardous weaving maneuvers occur along the segment of the Central Expressway in the vicinity of the Project site. The proposed Project would contribute additional traffic volumes that would exacerbate this existing road segment deficiency. The Santa Clara County Roads Department has identified a Central Expressway Project that would add auxiliary lanes in both directions between North Wolfe Road and Lawrence Expressway, to address the high rate of collisions and weaving maneuvers along this segment. The impact is further described on page 3.4-23 of the Draft EIR.

(b) **Mitigation Measure TR-4:** The proposed Project would contribute a fair share payment (proportionate to added proposed Project traffic volumes) to the Santa Clara County Roads Department's Central Expressway Project that would add auxiliary lanes in both directions between North Wolfe Road and Lawrence Expressway.

(c) **Finding:** Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant environments effects identified in the EIR (14 California Code of Regulations § 15091(a)(1).)

(d) **Facts Supporting Finding:** Mitigation Measure TR-4 is included in the MMRP. The proposed Project would contribute a fair share payment (proportionate to added proposed Project traffic volumes) to the Santa Clara County Roads Department's Central Expressway Project that would add auxiliary lanes in both directions between North Wolfe Road and Lawrence Expressway. The Project's fair share contribution, and the eventual implementation of the planned Central Expressway Project, will ensure that any potential impacts associated with increased traffic safety problems on Central Expressway will be reduced to levels considered less than significant. Consequently, implementation of this mitigation measure will reduce this potentially significant impact to a less-than-significant level as defined by CEQA.

4. Impact TR-8: The Project could conflict with adopted policies and standards regarding site access by automobiles, pedestrians and bicyclists.

(a) **Significant Environmental Effect:** The joint use of streets and driveways create the potential for conflicts between motor vehicles, pedestrians and bicyclists. The impact is further described on pages 3.4-25 and 3.4-26 of the Draft EIR.

(b) **Mitigation Measure TR-8a:** *Design Changes to Improve Vehicle Access.*

1. Widen driveway #4 to accommodate three lanes: one inbound and two outbound (one for left turns and one for right turns). This three-lane cross section shall be 36 feet wide to accommodate three 12-foot lanes and be extended for the entire 488-foot length shown in the site plan to accommodate maximum queues. The widened section can be achieved by increasing the pavement width in the direction of the easternmost property line shown in the site plan.

2. The same 36-foot cross section shall be provided at East Arques Avenue Driveway #3 between the Project's auto court and East Arques Avenue to accommodate maximum queues that may result from up to 25 outbound left turns and 50 outbound right turns during the p.m. peak hour. This 36-foot width shall also meet City fire access standards.

(c) **Mitigation Measure TR-8b:** *Design Changes to Improve Pedestrian Access.* The Project applicant shall work with the City to provide new sidewalk to close the remaining gap between the east edge of the Project site and the East Arques Avenue / Commercial Street intersection. The resulting continuous sidewalk is expected to increase transit use to the Project site, as well as enhance existing Project pedestrian and bicycle access, thereby helping the Project meet City peak hour vehicle trip reduction goals.

(d) **Mitigation Measure TR-8c:** *Design Changes to Improve Bicycle Access.* To meet the City's CBCIP's requirement, the Project applicant shall work with the City to establish an easement on East Arques Avenue Project frontage to accommodate widening for a Class II bicycle lane to eliminate the existing bike lane gap in the eastbound direction. That improvement is expected to enhance existing Project bicycle access, as well as increase transit use to the Project site, thereby helping the Project meet City peak-hour vehicle trip reduction goals.

(e) **Finding:** Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant environments effects identified in the EIR (14 California Code of Regulations § 15091(a)(1).)

(f) **Facts Supporting Finding:** Mitigation Measures TR-8a, TR-8b, and TR-8c are included in the MMRP. The proposed Project will incorporate design changes to ensure adequate access is provided to the site for vehicles, pedestrians, and bicycles. Compliance with the measures will ensure that any potential impacts associated with site access will be reduced to levels considered less than significant. Consequently, implementation of this mitigation measure will reduce this potentially significant impact to a less-than-significant level as defined by CEQA.

C. Air Quality

1. Impact AIR-1: Project construction would result in increased emissions of criteria air pollutants.

(a) **Significant Environmental Effect:** Construction-related emissions of oxides of nitrogen (NOx), reactive organic gases (ROG) and fine particulate matter (PM10) could exceed the Bay Area Air Quality Management District (BAAQMD) threshold of significance for these pollutants. This impact is further described on pages 3.5-13 and 3.5-14 of the Draft EIR.

(b) **Mitigation Measure AIR-1a:** *Off-Road Equipment Control Measures.* All off-road equipment greater than 25 hp and operating for more than 20 total hours over the duration of construction activities shall meet the following requirements:

- a. Where access to alternative sources of power is available, portable diesel generators shall be prohibited;
- b. All off-road equipment shall have:
 - i. Engines that meet or exceed either U.S. Environmental Protection Agency (U.S. EPA) Tier 3 off-road emission standards, or
 - ii. Engines that are retrofitted with an ARB Level 3 Verified Diesel Emissions Control Strategy (VDECS).

(c) **Mitigation Measure AIR-1b: Architectural Coatings.** ROG emissions from the use of architectural coatings shall be reduced by implementing either or both of the following measures:

- i. Architectural coatings shall be applied over the course of 4 months or longer, in order to reduce daily ROG emissions to below the significance threshold.
- ii. A minimum of 67% of exterior building materials shall be prefinished to reduce ROG emissions as a condition of the building permit.

(d) **Mitigation Measure AIR-1c: Best Management Practices for Controlling Particulate Emissions.** The following BAAQMD Best Management Practices for particulate control will be required for all construction activities within the Project site. These measures will reduce particulate emissions primarily during soil movement, grading and demolition activities but also during vehicle and equipment movement on unpaved project sites.

1. All exposed surfaces (e.g., parking areas, staging areas, soil piles, graded areas, and unpaved access roads) shall be watered two times per day.
2. All haul trucks transporting soil, sand, or other loose material off-site shall be covered.
3. All visible mud or dirt track-out onto adjacent public roads shall be removed using wet power vacuum street sweepers at least once per day. The use of dry power sweeping is prohibited.
4. All vehicle speeds on unpaved roads shall be limited to 15 mph.
5. All roadways, driveways, and sidewalks to be paved shall be completed as soon as possible. Building pads shall be laid as soon as possible after grading unless seeding or soil binders are used.
6. Idling times shall be minimized either by shutting equipment off when not in use or reducing the maximum idling time to 5 minutes (as required by the California airborne toxics control measure Title 13, § 2485 of California Code of Regulations [CCR]). Clear signage shall be provided for construction workers at all access points.
7. All construction equipment shall be maintained and properly tuned in accordance with manufacturer's specifications. All equipment shall be checked by a certified mechanic and determined to be running in proper condition prior to operation.

(e) **Finding:** Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant environments effects identified in the EIR (14 California Code of Regulations § 15091(a)(1).)

(f) **Facts Supporting Finding:** Mitigation Measures AIR-1a, AIR-1b, and AIR-1c are included in the MMRP. The proposed Project will adhere to specific measures to reduce NO_x, ROG, and particulate emissions from construction activities. Compliance with the measures will ensure that construction-related emissions are below the BAAQMD threshold of significance. Consequently, implementation of this mitigation measure will reduce this potentially significant impact to a less-than-significant level as defined by CEQA.

2. **Impact AIR-3: Operation of the Project would result in increased emissions of criteria air pollutants.**

(a) **Significant Environmental Effect:** Project operation could result in NO_x emissions in excess of the BAAQMD threshold of significance. This impact is further described on pages 3.5- 16 and 3.5-17 of the Draft EIR.

(b) **Mitigation Measure AIR-3: Low Emission Backup Diesel Generator.** The engine for the proposed back-up diesel generator shall meet U.S. EPA Tier Level 3 emission requirements.

(c) **Finding:** Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant environments effects identified in the EIR (14 California Code of Regulations § 15091 (a)(1).)

(d) **Facts Supporting Finding:** Mitigation Measure AIR-3 is included in the MMRP. The proposed Project will be required to use an emergency backup generator that meets high standards for emission reductions. Compliance with the measure will ensure that operational emissions of criteria air pollutants will be reduced to levels considered less than significant. Consequently, implementation of this mitigation measure will reduce this potentially significant impact to a less-than-significant level as defined by CEQA.

D. Climate Change and Greenhouse Gas Emissions

1. Impact GHG-1: The Project would result in an increase in GHG emissions.

(a) **Significant Environmental Effect:** Construction-related emissions of greenhouse gases could be excessive if best management practices are not followed. This impact is further described on pages 3.6-12 through 3.6-15 of the Draft EIR.

(b) **Mitigation Measure GHG-1: Construction-Related GHG Reduction Measures.** The following BAAQMD-suggested measures shall be implemented during Project construction:

- Use alternative fueled (e.g., biodiesel, electric) construction vehicles/equipment of at least 15% of the fleet;
- Use locally sourced building materials for at least 10% of overall materials brought to site; and
- Recycle or reuse at least 50% of construction waste or demolition materials.

(c) **Finding:** Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant environments effects identified in the EIR (14 California Code of Regulations § 15091(a)(1).)

(d) **Facts Supporting Finding:** Mitigation Measure GHG-1 is included in the MMRP. The proposed Project will be required to adhere to best management practices for reducing construction-related GHG emissions, as promulgated by the BAAQMD. Compliance with the measure will ensure that construction-related emissions of GHGs will be reduced to levels considered less than significant. Consequently, implementation of this mitigation measure will reduce this potentially significant impact to a less-than-significant level as defined by CEQA.

E. Noise

1. Impact NOI-1: Construction of the Project would result in a temporary increase in ambient noise levels.

(a) **Significant Environmental Effect:** Construction-related noise would increase ambient noise levels at nearby sensitive receptors. This impact is further described on pages 3.7-9 and 3.7-11 of the Draft EIR.

(b) **Mitigation Measure NOI-1 a: Construction Noise Control Measures.** The applicant shall employ site-specific noise attenuation measures during Project construction to reduce the generation of construction noise. These measures shall be described in a Noise Control Plan that shall be submitted for review and approval by the City of Sunnyvale Building Services Division to ensure that construction noise is consistent with the standards set forth in the City's Noise ordinance. Measures specified in the Noise Control Plan and implemented during Project construction shall include, at a minimum, the following noise control strategies:

- Equipment and trucks used for construction shall use the best available noise control techniques (e.g., improved mufflers, equipment redesign, use of intake silencers, ducts, engine enclosures, and acoustically attenuating shields or shrouds);
- Impact tools (e.g., jack hammers, pavement breakers, and rock drills) used for construction shall be hydraulically or electrically powered wherever possible to avoid noise associated with compressed air exhaust from pneumatically powered tools. Where use of pneumatic tools is unavoidable, an exhaust muffler on the compressed air exhaust shall be used; this muffler can lower noise levels from the exhaust by up to about 10 dBA. External jackets on the tools themselves shall be used where feasible; this could achieve a reduction of 5 dBA. Quieter procedures, such as use of drills rather than impact tools, shall be used;
- Stationary noise sources shall be located as far from adjacent receptors as possible and they shall be muffled and enclosed within temporary sheds, incorporate insulation barriers, or include other measures.

(c) **Mitigation Measure NOI-1b: Pile Driving Noise-Reducing Techniques and Muffling Devices.** Noise-reducing pile-driving techniques shall be employed during Project construction. These techniques shall include:

- Installing intake and exhaust mufflers on pile-driving equipment;
- Vibrating piles into place when feasible, and installing shrouds around the pile-driving hammer where feasible;
- Implement "quiet" pile-driving technology (such as pre-drilling of piles and 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;
- Use cushion blocks to dampen impact noise, if feasible based on soil conditions. Cushion blocks are blocks of material that are used with impact hammer pile drivers. They consist of blocks of material placed atop a piling during installation to minimize noise generated when driving the pile. Materials typically used for cushion blocks include wood, nylon and micarta (a composite material);
- At least 48 hours prior to pile-driving activities, the applicant shall notify building owners and occupants within 600 feet of the Project site of the dates, hours, and expected duration of such activities.

(d) **Finding:** the adopted mitigation measures, though implemented, do not substantially lessen the significant effect. This constitutes a **significant and unavoidable** impact under CEQA.

(e) **Facts Supporting Finding:** Mitigation Measures NOI-1a and NOI-1b are included in the MMRP. The proposed Project will be required to implement measures to minimize construction-related noise. Even with implementation of these measures, however, Project construction could still increase ambient noise levels at the location of nearby sensitive receptors in excess of standards established by the City. Consequently, implementation of this mitigation measures will not reduce this potentially significant impact to a less-than-significant level as defined by CEQA, and the impact is significant and unavoidable.

F. Biological Resources

1. Impact BIO-1: Project construction could kill or injure special status birds at the Project site.

(a) **Significant Environmental Effect:** Initial vegetation clearing activity associated with Project development, including tree removal, could result in the mortality of individual birds, including special-status birds such as red-shouldered hawk, red-tailed hawk, Cooper's hawk, or American kestrel, and/or destruction of nests and nestlings, if nests are present and occupied. This could directly harm individuals and could threaten reproductive success. This impact is further described on pages 3.8-9 and 3.8-10 of the Draft EIR.

(b) **Mitigation Measure BIO-1a: Avoidance.** Initial site development activities, including vegetation clearing, shall be scheduled to avoid the nesting season. If Project activities are scheduled to take place outside the nesting season, all impacts to nesting birds would be avoided. The nesting season is considered to be from February 1 through August 31.

(c) **Mitigation Measure BIO-1b: Pre-construction/Pre-disturbance Surveys.** Pre-construction surveys for nesting birds shall be conducted by a qualified ornithologist to ensure that no nests will be disturbed or destroyed during Project implementation. Surveys shall be conducted no more than ten days prior to the initiation of Project activities. During the survey, the ornithologist will inspect all trees and other potential nesting habitats (e.g., trees, shrubs, and buildings) within and immediately adjacent to the impact areas for nests. If an active nest is found sufficiently close to work areas to be disturbed by Project activities, the ornithologist will determine the extent of a work free buffer zone to be established around the nest (typically 300- 500 feet for raptors [i.e., hawks and owls] and 100 250 feet for songbirds) to ensure that no nests of species protected by the MBTA and California Fish and Game Code will be disturbed during Project implementation. The extent of the work-free buffer zone shall be determined by the ornithologist based on the species' sensitivity to disturbance (which can vary among species); the level of noise or construction disturbance; line of sight between the nest and disturbance; ambient noise levels; and consideration of other topographical or artificial barriers. Work-free buffer zones shall be maintained until after the breeding season or until after the qualified ornithologist determines the young have fledged (usually late June through mid-July).

(d) **Mitigation Measure BIO-1c: Inhibition of Nesting.** If Project activities will not be initiated until after the start of the nesting season, then all potential nesting substrates (e.g., bushes, trees, grasses, and other vegetation, as well as buildings) that are scheduled to be removed shall be removed prior to the start of the nesting season (i.e., prior to 1 February). This will preclude the initiation of nests on these substrates, and minimize the potential for delay of the Project due to the presence of active nests.

(e) **Finding:** Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant environmental effects identified in the EIR (14 California Code of Regulations § 15091(a)(1).)

(f) **Facts Supporting Finding:** Mitigation Measures BIO-1a, BIO-1b, and BIO-1c are included in the MMRP. The proposed Project will adhere to the scheduling limitations and pre-construction survey requirements described in the measures. Compliance with the measures will ensure that any potential construction impacts on special status bird species will be reduced to levels considered less than significant. Consequently, implementation of this mitigation measure will reduce this potentially significant impact to a less-than-significant level as defined by CEQA.

2. **Impact BIO-4: Project construction could kill or injure roosting and breeding bats.**

(a) **Significant Environmental Effect:** Project development could kill and/or injure, roosting and breeding special-status bats if roost sites occur in vegetation or buildings that will be removed. Direct impacts include the mortality of individual bats and/or destruction of maternal roosts and pups. This impact is further described on page 3.8-12 of the Draft EIR.

(b) **Mitigation Measure BIO-4: Pre-Construction Bat Surveys.** No more than two weeks in advance of tree removal or demolition of underutilized or vacant buildings onsite, a qualified bat biologist shall conduct pre-construction surveys for bat roosts. If a bat colony is located within the Project site during pre-construction surveys, the Project shall be redesigned to avoid impacts. A no-disturbance buffer of 100 feet shall be established around active bat roosts being used for maternity or hibernation purposes. If there is a maternity colony present and the Project cannot be redesigned to avoid removal of the tree or structure inhabited by the bats, demolition of that tree or structure shall not commence until after young are flying (i.e., after July 31, confirmed by a qualified bat biologist) or before maternity colonies form the following year (i.e. prior to March 1). Bat roosts initiated during construction are presumed to be unaffected, and no buffer would be necessary. However, the “take” of individuals is prohibited.

(c) **Finding:** Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant environments effects identified in the EIR (14 California Code of Regulations § 15091(a)(1).)

(d) **Facts Supporting Finding:** Mitigation Measure BIO-4 is included in the MMRP. The proposed Project will conduct pre-construction bat surveys and adhere to any necessary restrictions on demolition activities during Project construction. Compliance with this measure will ensure that any potential impacts on roosting and breeding bats will be reduced to levels considered less than significant. Consequently, implementation of this mitigation measure will reduce this potentially significant impact to a less-than-significant level as defined by CEQA.

G. **Cultural Resources**

1. **Impact CUL-2: The Project could cause a substantial adverse change in the significance of an archaeological resource.**

(a) **Significant Environmental Effect:** No archaeological sites have been identified within the Project site. However, ground visibility is limited and many archaeological sites in this region are buried several feet below the ground surface. The potential for buried archaeological resources to be uncovered during Project ground disturbing activities cannot be ruled out. Causing a substantial adverse change in the significance of an archaeological resource would be a significant impact. This impact is further described on pages 3.12-14 and 3.12-15 of the Draft EIR.

(b) **Mitigation Measure CUL-2:** Archaeological Monitoring Program. Prior to authorization to proceed, or issuance of grading permits, an archaeologist meeting the Secretary of the Interior's Qualification Standards (qualified archaeologist) shall prepare an archaeological monitoring plan. The plan shall include (but not be limited to) the following issues:

- Training program for all construction and field workers involved in ground disturbance;
- Person(s) responsible for conducting monitoring activities, including Native American monitor(s), if deemed necessary;
- Person(s) responsible for overseeing and directing the monitors;
- How the monitoring shall be conducted and the required format and content of monitoring reports;
- Schedule for submittal of monitoring reports and person(s) responsible for review and approval of monitoring reports;
- Protocol for notifications in case of encountering cultural resources, as well as methods for evaluating significance, developing and implementing plan to avoid or mitigate significant resource impacts, Native American participation and consultation, collection and curation plan, and consistency with applicable laws including California Health and Safety Code §7050.5 and PRC §5097.98;
- Methods to ensure security of cultural resources sites if identified;
- Protocol for notifying the City of Sunnyvale, Native Americans, and local authorities (i.e. Sheriff, Police) should site looting and other illegal activities occur during construction with reference to PRC §5097.99.

Monitoring shall be conducted following removal of the existing buildings and during initial grading of the Project site as well as during all deep (greater than 5 feet) ground disturbing activities. During the course of the monitoring, the qualified archaeologist may adjust the frequency—from continuous to intermittent—of the monitoring based on the conditions and professional judgment regarding the potential to impact resources.

If prehistoric or historic-period cultural materials are encountered, all construction activities within 100 feet shall halt and the Project applicant and the City of Sunnyvale shall be notified. Prehistoric archaeological materials might include obsidian and chert flaked-stone tools (e.g., projectile points, knives, scrapers) or toolmaking debris; culturally darkened soil (“midden”) containing heat-affected rocks, artifacts, or shellfish remains; and stone milling equipment (e.g., mortars, pestles, handstones, or milling slabs); and battered stone tools, such as hammerstones and pitted stones. Historic-period materials might include stone, concrete, or adobe footings and walls; filled wells or privies; and deposits of metal, glass, and/or ceramic refuse.

If the find is determined to be potentially significant qualifying as either a historical resource pursuant to CEQA Guidelines §15064.5 or as a unique archaeological resource as defined by PRC §21083.2, the archaeologist in consultation with the City of Sunnyvale and the appropriate Native American representative shall determine whether preservation in place is feasible. Consistent with CEQA Guidelines §15126.4(b)(3), preservation in place may be accomplished through planning construction to avoid the resource; incorporating the resource within open space; capping and covering the resource; or

deeding the site into a permanent conservation easement. If avoidance is not feasible, a qualified archaeologist, in consultation with the City of Sunnyvale and the appropriate Native American representative, shall prepare and implement a detailed Archaeological Research Design and Treatment Plan (ARDTP). Treatment of unique archaeological resources shall follow the applicable requirements of PRC §21083.2. Treatment for most resources would consist of (but would not be not limited to) sample excavation, artifact collection, site documentation, and historical research, with the aim to target the recovery of important scientific data contained in the portion(s) of the significant resource to be impacted by the Project. The ARDTP shall include provisions for analysis of data in a regional context, reporting of results within a timely manner and subject to review and comments by the appropriate Native American representative before being finalized, curation of artifacts and data at a local facility acceptable to the appropriate Native American representative, and dissemination of final confidential reports to the appropriate Native American representative, the Northwest Information Center of the California Historical Resources Information System, the City of Sunnyvale, and interested professionals.

(c) ***Finding:*** Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant environmental effects identified in the EIR (14 California Code of Regulations § 15091(a)(1).)

(d) ***Facts Supporting Finding.*** Mitigation Measure CUL-2 is included in the MMRP. This measure requires the Project sponsor to retain a qualified archaeologist to develop and implement an Archaeological Monitoring Program so that in the event of an archaeological discovery, the resource is evaluated and treated appropriately. Compliance with the measure will ensure that any potential impacts associated with accidental discovery of archeological resources will be reduced to levels considered less than significant. Consequently, implementation of this mitigation measure will reduce this potentially significant impact to a less-than-significant level as defined by CEQA.

2. **Impact CUL-4: The Project could disturb human remains, including those interred outside of formal cemeteries.**

(a) ***Significant Environmental Effect:*** While no discoveries of human remains have been documented within the Project site, there is a possibility of inadvertently uncovering human remains during Project construction, especially given the archaeological sensitivity of the general area. This impact is further described on page 3.12-17 of the Draft EIR.

(b) ***Mitigation Measure CUL-4: Inadvertent Discovery of Human Remains.*** In the event of discovery or recognition of any human remains during construction activities, such activities within 100 feet of the find shall cease. The Santa Clara County Coroner shall be contacted immediately. The Coroner will determine if the remains are Native American. If the remains are determined to be Native American, and no investigation of the cause of death is required, the Native American Heritage Commission (NAHC) will be contacted within 24 hours. The NAHC will then identify and contact the person or persons it believes to be the Most Likely Descendant (MLD) of the deceased Native American(s), who in turn would make recommendations to the Project applicant and the City of Sunnyvale for the appropriate means of treating the human remains and any grave goods.

(c) ***Finding:*** Changes or alterations have been required in, or incorporated into, the Project that avoid or substantially lessen the significant environments effects identified in the EIR (14 California Code of Regulations § 15091 (a)(1).)

(d) ***Facts Supporting Finding:*** Mitigation Measure CUL-4 is included in the MMRP. Compliance with the measures will ensure that if human remains are uncovered during Project construction the Most Likely Descendant would be contacted and the remains would be treated appropriately. Compliance with

the measure will ensure that any potential impacts associated with accidental discovery of human remains will be reduced to levels considered less than significant. Consequently, implementation of this mitigation measure will reduce this potentially significant impact to a less-than-significant level as defined by CEQA.

H. Cumulative Effects

1. Impact CUM-TR: The Project, in combination with reasonably foreseeable future development Projects in the study area, would increase traffic volumes at area intersections.

(a) **Significant Environmental Effect:** Under the “Cumulative Plus Project Conditions” traffic analysis scenario, increased traffic related to Project operation, in combination with expected increases in traffic in the year 2023, would result in a substantial decrease in level of service at the intersection of Commercial Street and Central Expressway. The impact is further described on pages 4-8 through 4-11 of the Draft EIR.

(b) **Mitigation Measure:** The Draft EIR identified Mitigation Measure TR-1, under which the City of Sunnyvale, in cooperation with Santa Clara County, would reconstruct and reconfigure the Commercial Street / Central Expressway intersection to a full four-legged signalized intersection. Because Central Expressway is a County roadway, it was recognized in the Draft EIR that implementation of this mitigation measure would require the concurrence and cooperation of Santa Clara County. Because County concurrence and cooperation could not be assured, the Draft EIR concluded that Impact TR-1 (and related impacts TR-2 and CUM-TR) were significant and unavoidable.

As discussed in Comment C-2 on page II-10 of the Final EIR, Santa Clara County indicated the County’s unwillingness to implement this measure. Furthermore, as discussed in the response to Comment C-2 on pages II-12 through II-19 of the Final EIR, additional analysis of the consequences of implementing this measure, conducted in preparation of the Final EIR, revealed that reconfiguring the Commercial Street / Central Expressway intersection would result in decrease of level of service at another intersection in the vicinity. For these reasons, Mitigation Measure TR-1 was removed in the Final EIR. Other mitigation measures were considered, as discussed on page II-13 of the Final EIR, but were found to be ineffective or infeasible, for the reasons stated in the Final EIR.

(c) **Finding:** Specific considerations make infeasible the mitigation measure identified in the Draft EIR. This constitutes a significant and unavoidable impact under CEQA.

(d) **Facts Supporting Finding:** Mitigation Measure TR-1 would have required the concurrence and cooperation of Santa Clara County, but the County expressed opposition to this measure. Further analysis described in the Final EIR found that Mitigation Measure TR-1 would cause a secondary impact of a similar nature and level of significance. For these reasons, Mitigation Measure TR-1 was removed in the Final EIR. Other mitigation measures were considered but rejected as infeasible. No mitigation measure has been identified that would avoid or substantially reduce this impact.

VII. SUMMARY OF UNAVOIDABLE SIGNIFICANT ADVERSE EFFECTS.

The following significant adverse effects of the Project are found to be unavoidable; no feasible mitigation measures could be identified that would reduce or avoid these effects:

Impact TR-1: The Project would increase traffic volumes at area intersections, affecting traffic flow conditions.

Impact TR-2: The Project plus background conditions would increase traffic volumes at area intersections affecting traffic flow conditions.

Impact NOI-1: Construction of the Project would result in a temporary increase in ambient noise levels.

Impact CUM-TR: The Project, in combination with reasonably foreseeable future development projects in the study area, would increase traffic volumes at area intersections.

VIII. PROJECT ALTERNATIVES

A. Legal Requirements

Section 15126.6(a) of the State CEQA Guidelines requires that an environmental impact report include a “reasonable range of alternatives to the project, or to the location of the project, which would avoid or substantially lessen any significant effects of the project.” Based on the analysis in the EIR, the Project would be expected to result in significant and unavoidable impacts to Traffic and Noise. The EIR alternatives were designed to avoid or reduce these significant unavoidable impacts, while attaining at least some of the proposed objectives of the Project. The City Council has reviewed the significant impacts associated with the reasonable range of alternatives as compared to the Project, and in evaluating the alternatives has also considered each alternative’s feasibility, taking into account a range of economic, environmental, social, legal, and other factors. In evaluating the alternatives, the City Council has also considered the important factors listed in the Statement of Overriding Considerations listed in Section IX below.

Public Resources Code Section 21081(a)(3) provides that when approving a project for which an environmental impact report has been prepared, a public agency may find that specific economic, legal, social, technological, or other considerations, including considerations for the provision of employment opportunities for highly trained workers, make infeasible the mitigation measures or alternatives identified in the environmental impact report and, pursuant to Section 21081(b) with respect to significant effects which were subject to a finding under paragraph (3) of subdivision (a), the public agency finds that specific overriding economic, legal, social, technological, or other benefits of the project outweigh the significant effects on the environment as more fully set forth in Article IX below.

B. Range of Alternatives

Chapter 5 of the Draft EIR describes the alternatives considered and compares their impacts to the Project. The Draft EIR evaluated three alternatives to the Project: Alternative 1: No Project Alternative; Alternative 2: Reduced Development Alternative; and Alternative 3: Alternative Transportation Alternative.

C. Alternative 1: No Project Alternative

Pursuant to CEQA Guidelines, Section 15126.6 (e)(3)(B), when the project is other than a land use or regulatory plan, for example a development project on identifiable property, the “no project” alternative is the circumstance under which the project does not proceed. Here the discussion would compare the environmental effects of the property remaining in its existing state against environmental effects which would occur if the project is approved. If disapproval of the project under consideration would result in predictable actions by others, such as the proposal of some other project, this “no project” consequence should be discussed. In certain instances, the no project alternative means “no build” wherein the existing environmental setting is maintained. However, where failure to proceed with the project will not result in

preservation of existing environmental conditions, the analysis should identify the practical result of the project's non-approval and not create and analyze a set of artificial assumptions that would be required to preserve the existing physical environment.

Under the No Project Alternative, conditions at the Project site would be expected to remain largely the same as described in Draft EIR Chapter 2, Project Description. The existing buildings would not be demolished, and the existing light industrial and research and development uses would continue at the Project site. However, the portion of the existing office and commercial space that is vacant would presumably be rented out, and traffic levels on local roadways providing access to the site would increase. Traffic increases on local roadways and intersections under this alternative would result in less-than-significant traffic impacts, as it is assumed that traffic levels would remain at Background Conditions and all study intersections would operate at acceptable levels other than the Commercial Street / Central Expressway intersection, which presently does not operate at an acceptable level. This alternative would also eliminate potential increases in construction-related noise and air quality impacts, as well as operational GHG emissions.

Finding: The No Project Alternative has the least environmental impact among the alternatives assessed in the EIR. This alternative would avoid all significant environmental impacts that would occur under the proposed Project. However, specific economic, legal, social, technological, or other considerations make infeasible the No Project Alternative, and therefore, this alternative is rejected for the following reasons. The No Project Alternative would not fully meet any of the Project objectives and would meet two only partially. This alternative would result in a continued lack of next-generation Class-A office space necessary to attract and accommodate large scale leading edge technology tenants. Moreover, the need for expanded and updated facilities would continue to persist and would not be satisfied by interior remodeling of the existing buildings on the Project site.

The No Project Alternative would not meet the City's General Plan vision of environmental sustainability because it would not result in the construction of sustainable, energy efficient buildings. This Alternative would not meet the General Plan vision for a robust economy, as it would not result in the development of a next-generation, Class-A campus that would attract businesses which provide jobs and tax revenue. The No Project Alternative would not meet some of the goals, policies, and action statements of the General Plan, such as to develop clear, safe, and convenient linkages between all modes of travel, including access to transit stations and stops, and connections between work, home, and commercial sites (Action Statement LT-5.6a). The No Project Alternative would not meet the General Plan Goal LT-6 or supporting policies LT-6.2 and LT-7.2, as it would not promote economic development or business opportunities.

Section 15126(e)(2) of the CEQA Guidelines states that if the environmentally superior alternative is the No Project Alternative, the EIR shall also identify an environmentally superior alternative among the other alternatives.

D. Alternative 2: Reduced Development Alternative

The Reduced Development Alternative would limit the amount of development allowed within the Project Site. Specifically, this Alternative would re-zone the Project site not to M-S 100% (allowable FAR of 100%) as proposed, but rather to M-S 70% (allowable FAR of 70%, plus an additional 5% FAR for a LEED Gold or Platinum project). This would limit the occupiable floor space within the buildings to about 582,877 square feet (sf), or an increase of 324,600 above the existing development at the Project site. This would reduce the expected number of employees working in the new buildings from the anticipated 2,500 employees for the Project as proposed, to about 1,875, which would allow for the

elimination of one occupied floor, thus reducing the development from four to three floors of occupied space, or a reduction in the footprint of the buildings. This would also reduce the need for parking, as the Project as proposed includes about one parking space for each anticipated employee. Under this Alternative, parking spaces would be reduced by 25%, from the proposed 2,541 to 1,906. Reducing the number of parking spaces would enable a substantial decrease in the size of the Proposed parking garage, or elimination of one of the podium parking levels from the buildings.

The smaller development allowed under this Alternative would enable a slightly shorter construction period, and reduced use of equipment and materials for construction. Once constructed, the development would generate fewer vehicle trips, which would also be reduced by about 25%, from the anticipated 5,234 trips per day for the Project as proposed to 3,925 trips per day. The existing development generates about 2,211 trips per day, so the net increase in daily vehicle trips under this Alternative would be 1,715 trips per day.

The Reduced Development Alternative was crafted specifically to reduce significant traffic impacts associated with the anticipated increase in daily vehicle trips. It would also reduce the already less-than-significant impacts of the Project as proposed on scenic views and visual character of the area, and could reduce construction-related noise impacts.

Finding: The Reduced Development Alternative appears to have the ability to partially meet the Project Objectives, while reducing Project impacts. However, this alternative is rejected for the following reasons:

1. The Reduced Development Alternative would not reduce any significant and unavoidable impacts of the Project to a level of insignificance. The same land area would be developed, and significant and unavoidable impacts regarding traffic and construction-related noise would remain. Reduction of the size of the Project will at best only marginally lessen the Project impacts.

2. Based on comments received and included in the Final EIR, the Reduced Development Alternative would be less effective at achieving the key Project goal of attracting and accommodating large scale leading edge technology tenants, which seek the largest possible project size in order to accommodate future growth.

3. The Reduced Development Alternative would not meet the key Project objective of developing a next-generation office campus of sufficient size and density to support the proposed abundant on-site amenities.

4. Per the “Central Sunnyvale Campus Fiscal and Economic Impact Analysis” dated February 13, 2104, the Reduced Development Alternative would significantly reduce the net positive contribution of the Project to City revenues, would result in fewer jobs and associated benefits, and would generate fewer development fee proceeds and monetary contributions available to fund capital improvements in the City.

E. Alternative 3: Alternative Transportation Alternative

This Alternative emphasizes use of alternative, non-automobile transportation for employees of the proposed research and development campus. Alternative forms of transportation include walking, bicycling, use of car pools and vanpools, and use of mass transit. This Alternative does not reduce occupiable floor space for the proposed buildings, compared to the Project as proposed, but does reduce

on-site parking. When combined with provision of non-automobile choices for transportation, limiting parking can be an effective means of encouraging employees to use alternative means of transportation. Specifically, this Alternative includes the following:

- Reduced parking spaces, from the proposed 2,541 (which represents 3.27 spaces per 1,000 sf of occupiable space), to 2,137 spaces (which represents 2.75 spaces per 1,000 sf of occupiable space). This is a decrease of 404 spaces, or about 16%. As a consequence of reduced space allocated for parking, either the parking garage could be reduced in size from six stories to four or five, or some of the area dedicated to parking on the podium levels of the buildings could be eliminated, possibly resulting in a reduction in the height of the office buildings from six stories to five without reducing occupiable floor space.
- Implementation of the applicant's Travel Demand Management (TDM) Program. This Alternative uses a goal of meeting the requirements of Sunnyvale Municipal Code Section 19.22.035(d) to generate no more traffic than a 70% FAR project, and combines the measures included in the applicant's TDM program with the reduction in parking spaces specified above. Measures included in the TDM Program include, but are not limited to, vanpool and bus service for employees; pricing incentives and disincentives including charging employees for parking and providing cash allowances for use of alternative transportation; availability of shared vehicles and bicycles; guaranteed ride home for employees who use transit and who may work late; shuttle service to Caltrain and regional transit hubs, including off-hour service, and other measures.

Environmentally Superior Alternative. CEQA requires the identification of an Environmentally Superior Alternative among the alternatives to the Project. The Environmentally Superior Alternative is the alternative that would avoid or substantially lessen, to the greatest extent, the environmental impacts associated with the project while feasibly obtaining most of the major objectives of the Project. Additionally, if the No Project Alternative is determined to be the Environmentally Superior Alternative, CEQA requires that the EIR identify an Environmentally Superior Alternative among the other alternatives (CEQA Guidelines Section 15126.6(e)).

The identification of the Environmentally Superior Alternative results from a comparison of the impacts associated with each alternative to the project. The No Project Alternative would be environmentally superior because it would have the fewest environmental impacts. However, as required by CEQA (CEQA Guidelines Section 15126.6(e)), another alternative must be identified as the Environmentally Superior Alternative.

Among the other alternatives, the Alternative Transportation Alternative would lessen several impacts related to traffic, including intersection level of service and air quality impacts. While this alternative would not eliminate the significant unavoidable impacts of the Project as proposed, it would lessen the severity of impacts. Therefore, the Alternative Transportation Alternative is considered to be the environmentally superior alternative. Note, however, that this alternative would, from an environmental perspective, be only marginally superior to the Project as proposed.

Finding: The Alternative Transportation Alternative is less desirable than the Project. Specific economic, legal, social, technological, or other considerations make infeasible the Alternative Transportation Alternative, and therefore, this alternative is rejected for the following reasons:

1. Although the Alternative Transportation Alternative has been found to be the environmentally superior alternative, it does not reduce any significant and unavoidable impacts of the Project to a level of insignificance. It would consist of the same occupiable area as the Project, but with fewer parking spaces,

and the applicant's TDM program, which could lessen the severity of some of the traffic impacts but not mitigate to a level of insignificance significant unavoidable impacts related to traffic and construction noise.

2. Based on comments received in the Final EIR, the Alternative Transportation Alternative would be less effective at achieving the key Project goal of attracting large scale leading edge technology tenants, because a project without what is perceived in the market as ample parking is not considered viable.

3. The Alternative Transportation Alternative could cause secondary off-site adverse traffic and air quality impacts as on-site Project employees search for off-site parking in the surrounding neighborhoods.

F. Conclusion

After consideration of this reasonable range of identified alternatives to the Project, the City Council finds that each identified alternative is rejected as being infeasible, as described above.

IX. STATEMENT OF OVERRIDING CONSIDERATIONS

In approving the Project, the Council makes the following Statement of Overriding Considerations in support of its findings on the EIR. The Council has considered the information contained in the EIR and all other public comments, responses to comments, and accompanying technical memoranda and staff reports included in the public record.

The Council has carefully balanced the benefits of the Project against any adverse impacts identified in the EIR that could not be feasibly mitigated to a level of insignificance. Notwithstanding the identification and analysis of impacts that are identified in the EIR as being significant and which have not been eliminated, lessened or mitigated to a level of insignificance, the Council, acting pursuant to CEQA Guidelines Section 15092 and 15093, hereby determines that significant effects on the environment found to be unavoidable in Section VII above (above (temporary noise effect during construction; decrease in intersection level of service under Project, Project plus background, and Project plus cumulative conditions), is acceptable due to overriding concerns described herein. Specifically, the benefits of the Project outweigh the unmitigated adverse impacts described immediately below and the Project should be approved.

Based on the objectives identified in the proposed Project and EIR, the Council has determined that the Project should be approved, and the unmitigated environmental impacts attributable to the Project are outweighed by the following specific environmental, economic, fiscal, social, housing and other overriding considerations, each one being a separate and independent basis upon which to approve the Project. Substantial evidence in the record demonstrates the City would derive the following benefits from adoption and implementation of the Project:

- A The Project incorporates all feasible mitigation measures to reduce potential environmental impacts to the greatest extent feasible. No feasible mitigation measures or alternatives have been identified to mitigate the significant and unavoidable adverse effects of the Project.
- B The City Council finds that the development of the site with an office campus environment, containing three six-story office buildings, where uses would range from research and development (R&D) to corporate office uses, would be consistent with the City of Sunnyvale's

General Plan. The creation of an office campus environment that brings jobs to the residents of Sunnyvale and the surrounding area would meet several major goals of the City including developing and maintaining a strong economic base.

- C The proposed Project would increase City revenues via additional business tax, property tax and sales tax revenues which, in turn, will be used to enhance City services.
- D The proposed Project would provide more opportunities for businesses to be located in Sunnyvale, which would provide more employment opportunities for residents and attract new residents to the City.
- E The proposed Project would increase the number of employees in the central Sunnyvale area which would provide additional opportunities for existing businesses in the area.
- F The proposed Project would replace older buildings with modern office buildings that are more energy efficient and incorporate “green building” construction materials and design standards.
- G The proposed Project, which will include a TDM program, would increase the number of employment opportunities that can be served by mass transit in the central Sunnyvale area.
- H The proposed Project would provide monetary contributions that may be applied to fund improvements to the Central Expressway and/or for other City projects.

The above statements of overriding considerations are consistent with, and substantially advance, the following goals and policies of the City’s General Plan:

Policy LT-1.2: Support coordinated regional transportation system planning and improvements. **Policy LT-1.3:** Promote integrated and coordinated local land use and transportation planning.

Policy LT-1.7a: Locate higher intensity land uses and developments so that they have easy access to transit services.

Policy LT-1.9b: Promote modes of travel and actions that reduce single-occupant vehicle trips and trip lengths.

Policy LT-2.2b: Diversification of building forms and intensities.

Policy LT-4.2a: Integration of new development into existing neighborhoods.

Policy LT-4.3c: Design streets, pedestrian paths and bicycle paths to link neighborhoods with services.

Policy LT-4.4e: Require amenities with new development that serve the needs of residents.

Policy LT-4.10b: Encourage commercial enterprises and offices to provide support facilities for bicycles and pedestrians.

Policy LT-4.13e: Provide pedestrian and bicycling opportunities to neighborhood and commercial services.

Policy LT-4.14d: Encourage employers to provide on-site facilities such as usable open space, health club facilities and child care where appropriate.

Policy LT-5.1g: Minimize the total number of vehicle miles traveled by Sunnyvale residents and commuters.

Policy LT-5.5a: Promote alternative modes of travel to the automobile.

Policy LT-5.5b: Require sidewalk installation in subdivisions of land and in new reconstructed or expanded development.

Policy LT-5.5d: Maximize the provision of bicycle and pedestrian facilities. **Policy LT-5.5e:** Implement the City of Sunnyvale Bicycle Plan.

Policy LT-5.5f: Support an efficient and effective paratransit service and transportation facilities for people with special transportation needs.

Policy LT-5.5h: Work to improve bus service within the City including linkages to rail.

Policy LT-5.6a: Develop clear, safe and convenient linkages between all modes of travel; including, access to transit stations and stops and connections between work, home and commercial sites.

Policy LT-5.8: Provide a safe and comfortable system of pedestrian and bicycle pathways.

GOAL LT-6: Supportive Economic Environment. Sustain a strong local economy that contributes fiscal support for desired City services and provides a mix of jobs and commercial opportunities.

Policy LT-6.2: Promote business opportunities and business retention in Sunnyvale.

Policy LT-6.4: Encourage sustainable industries that emphasize resource efficiency, environmental responsibility, and the prevention of pollution and waste.

GOAL LT-7: Balanced Economic Base. A balanced economic base that can resist downturns of any one industry and provides revenue for city services.

Policy LT-7.1: Maintain a diversity of commercial enterprises and industrial uses to sustain and bolster the local economy.

Policy LT-7.1a: Promote a variety of commercial, retail and industrial uses, including Neighborhood Shopping, General Business, Office, Clean Technology, and Industrial/Research and Development.

Policy LT-7.5: Encourage the attraction and retention of businesses that provide a range of job opportunities.

Policy EM-1.2: Maximize recycled water use for all approved purposes both within and in areas adjacent to the City, where feasible.

GOAL EM-2: Water Conservation. Promote more efficient use of the City's water resources to reduce the demands placed on the City's water supplies.

Policy EM-7.4: Produce quality recycled water and seek to maximize the use of this resource.

Policy EM-8.6: Minimize the impacts from storm water and urban runoff on the biological integrity of natural drainage systems and water bodies.

GOAL EM-10: Reduce runoff and pollutant discharge. Minimize the quantity of runoff and discharge of pollutants to the maximum extent practicable by integrating surface runoff controls into new development and redevelopment land use decisions.

Policy EM-10.1: Consider the impacts of surface runoff as part of land use and development decisions and implement best management practices to minimize the total volume and rate of runoff of waste quality and quantity of surface runoff as part of land use and development decisions.

Policy EM-10.3: Require the incorporation of appropriate storm water treatment and control measures for industrial and commercial facilities as identified in the storm water Municipal Regional Permit.

Based on the detailed findings made above, the City Council hereby finds that economic and social considerations outweigh the remaining environmental effects of approval and implementation of the Project, and the City Council hereby concludes that the Project should be approved.

X. MITIGATION MONITORING AND REPORTING PROGRAM

The Mitigation Monitoring and Reporting Program (“MMRP”) contained in Chapter IV of the Final EIR sets forth specific monitoring actions, timing requirements and monitoring/verification entities for each mitigation measure adopted in this Exhibit A, in compliance with Public Resources Code Section 21081.6(a)(1) and CEQA Guidelines Section 15097. The City Council hereby adopts the MMRP and determines that compliance with the MMRP is a condition of approval of the Project.

XI. THE RECORD

The environmental analysis provided in the EIR and these findings are based on and are supported by the following documents, materials and other evidence, which constitute the administrative record for the approval of the Project:

- A. All application materials for the Project and supporting documents submitted by the applicant, including but not limited to those materials constituting the Project and listed in Section III of this Exhibit A.
- B. The NOP, comments received on the NOP and all other public notices issued by the City in relation to the EIR (e.g., Notice of Availability).
- C. The Draft EIR, the Final EIR, all appendices to any part of the EIR, all technical materials cited in any part of the EIR, comment letters, oral testimony, responses to comments, as well as all of the comments and staff responses entered into the record orally and in writing between May 28, 2014 and September 16, 2014.
- D. All non-draft and/or non-confidential reports and memoranda prepared by the City and consultants related to the EIR, its analysis and findings.
- E. Minutes and transcripts of the discussions regarding the Project and/or Project components at public hearings or scoping meetings held by the Planning Commission and the City Council.
- G. Staff reports associated with Planning Commission and Council Meetings on the Project and supporting technical memoranda and any letters or other material submitted into the record by any party.

- H. Matters of common knowledge to the City Council which they consider, such as the Sunnyvale General Plan, any other applicable specific plans or other similar plans, and the Sunnyvale Municipal Code.

XII. LOCATION AND CUSTODIAN OF RECORDS

The documents and other materials that constitute the record of proceedings on which the Council findings regarding the mitigation measures and statement of overriding considerations are based are located and in the custody of the Community Development Department, 456 West Olive Avenue, Sunnyvale, California 94086. The location and custodian of these documents is provided in compliance with Public Resources Code Section 21081.6(a)(2) and CEQA Guidelines Section 15091(e).

XIII. FILING NOTICE OF DETERMINATION

The Council hereby directs the Planning Division to file a Notice of Determination regarding the approval of the Project within five business days of adoption of this resolution.