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## **SUNNYVALE TOWN CENTER PROJECT**

**SUBJECT:** **DRAFT Amended Final Conditions of Approval  
(May 23, 2016)**

**LOCATION OF PROPERTY:** **225 S. Taaffe Street  
Sunnyvale, CA 94087**

**APPLICANT:** **STC Venture, LLC**

**PERMITS APPROVED:** **Special Development Permit (2007-0030)**  
City Council – February 6, 2007

**Tentative Map (2007-0030)**  
City Council – February 6, 2007

**Special Development Permit (2007-0611)**  
Planning Commission – July 9, 2007

**Special Development Permit (2007-0516)**  
Planning Commission – July 9, 2007  
Planning Commission – August 13, 2007  
Planning Commission – August 27, 2007

**Special Development Permit (2008-0097)**  
Planning Commission – March 10, 2008

**Special Development Permit (2008-0637)**  
Planning Commission – October 13, 2008  
City Council – October 21, 2008

**Special Development Permit (2016-7290)**  
Planning Commission – May 23, 2016

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**Sunnyvale Town Center Project – 225 S. Taaffe Street**  
**Amended Final Conditions of Approval**

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The amendments of the Final Conditions of Approval shall only apply to the following blocks and lots within the Town Center Project as defined in Tract No. 9925 approved by the City on September 27, 2007 (collectively the “Property”):

- Block 1: Lots 1, 2, 3, 4, 5, 6 and 7
- Block 2: Lots 1, 2, 3 and 4
- Block 3: Lot 1
- Block 4: Unit 2, as shown on the Condominium Plan entitled “Condominium Plan for Lot 1, Tract 10007 Sunnyvale Town Center” and Lot 2 of Tract 10007.
- Block 5: Lots 1, 2 and 3
- Block 6: Lots 1, 2, 3 and 4
- Lot A (public street right-of-way)

In addition to complying with all applicable City, County, State and Federal Statutes, Codes, Ordinances, Resolutions and Regulations, applicant/developer expressly accepts and agrees to comply with the following conditions of approval of this Special Development Permit (SDP):

Unless otherwise noted, all conditions shall be subject to the review and approval by the Director of Community Development.

**Standard Conditions:**

**SC1 INDEMNITY:**

The applicant/developer shall defend, with counsel reasonably approved by the City, indemnify, and hold harmless the City, its boards, commissions, agents, officers, and employees (collectively, "City") from any claim, action, or proceeding against the City to attack, set aside, void, or annul, the approval of the SDP or any subsequent permits and approvals issued in accordance with the SDP when such claim, action, or proceeding is brought within the time period provided for in applicable state and/or local limitation period. If the applicant/developer is required to defend the City, the City shall have the right to approve any and all settlements proposed by the applicant/developer, which approval shall not be unreasonably withheld, conditioned or delayed. The City shall promptly notify the applicant/developer of any such claim, action or proceeding. The City may elect to be represented by separate counsel in any action at its sole cost and expense, except as set forth below. The City shall cooperate in the applicant/developer's defense. If for any reason the applicant/developer does not elect to defend any action to attack, set aside, void or annul the approval of the SDP or any subsequent permits and approvals issued in accordance with the SDP, the City shall have no obligation to mount a defense to any such action. The City's sole remedy for the applicant/developer's failure to comply with this condition shall be the revocation of this SDP (2016-7290).

Applicant/developer and the City shall enter into a joint defense agreement and/or indemnification agreement specifying the terms of this indemnification, including provisions for reimbursement for City costs associated with the City's cooperation with the applicant/developer's defense, advance deposit by the applicant/developer of funds with the City to pay for City's costs incurred cooperating in the applicant/developer's defense, reimbursement from the applicant/developer to pay



for the City's separate litigation counsel if mutually agreed upon by the City and the applicant/developer, and any other matters agreed to by the parties as expeditiously as possible after the approval of this SDP (2016-7290).

**SC2 NOTICE OF FEES PROTEST:**

As required by California Government Code Section 66020, the applicant/developer is hereby notified that the 90-day period has begun as of the date of the approval of this application, in which the applicant/developer may protest any fees, dedications, reservations, or other exactions imposed by the city as part of the approval or as a condition of approval of this development. The fees, dedications, reservations, or other exactions are described in the approved plans, conditions of approval, and/or adopted city impact fee schedule.

**SC3 ALCOHOL BEVERAGE CONTROL (ABC):**

Tenants shall obtain all appropriate permits and/or licenses from the Department of Alcoholic Beverage Control prior to commencement of uses involving alcohol sales or service as allowed under this SDP.

**SC4 ALCOHOL BEVERAGE SALE AND SERVICE AND ABC COMPLIANCE:**

Non-compliance with a specific permit for alcohol beverage sales or service (Special Development Permit pursuant to SMC Section 19.28.070) or the requirements of the Department of Alcoholic Beverage Control at any time may trigger either: a) reconsideration (discretionary review of new application) of the specific permit and/or the imposition of additional conditions of approval, or b) the initiation of the revocation process for the specific permit by the Director of Community Development.

**SC5 TENANT LEASE AGREEMENTS:**

Any new lease agreements shall include the following provisions:

- a) Office tenants shall be notified of their responsibility and shall agree to implement and manage the approved Transportation Demand Management Program, if applicable.
- b) Tenants shall be notified of the SDP's green building requirements and shall agree to construct all tenant improvements to meet applicable green building requirements and maintain facilities consistent with these requirements.

**General Project Conditions**

- G1. Approval of the SDPs (master and subsequent SDPs) for the Sunnyvale Town Center Project includes types and intensity of uses, parking requirements, circulation patterns, public and private street and sidewalk improvements, conceptual landscape design, and general building design and architectural features described herein, allowing for final review of design and architectural details prior to the issuance of building permits. Plan review fees for subsequent design review applications shall apply.
- G2. The project is composed of multiple project elements on multiple parcels that will be developed at different times, operated separately, and potentially owned by different parties. Accordingly, conditions applicable to individual uses and/or structures, such as operational conditions (e.g., hours of operations) and conditions relating to architectural design shall only be enforced against the owner of the lot on which the offending use or structure is located.
- G3. A Notice of Conditions of Approval shall be filed in the official records of the County of Santa Clara and provide proof of such recordation to the City prior to issuance of any City permit or allowed use of the property, as applicable. The Notice of Conditions of



Approval shall be prepared by the Planning Division and shall include a description of the subject property, the Planning Application number, attached conditions of approval and any accompanying subdivision or parcel map, including book and page and recorded document number, if any, and be signed and notarized by each property owner of record. For purposes of determining the record owner of the property, the applicant/developer shall provide the City with evidence in the form of a report from a title insurance company indicating that the record owner(s) are the person(s) who have signed the Notice of Conditions of Approval.

- G4. Following the approval date of this Special Development Permit (2016-7290), if construction activity within the entire Property (excluding completed office buildings on Block 2, Lots 1 and 2, and public improvements on Lot A) lapses or ceases for more than two years, the following shall apply regarding the approval status of the master SDP and subsequent SDPs for the project:

Permit No.	Scope of SDP Permit	Approval Status Following Two-Year Lapse
SDP 2007-0030	Master Land Use and Site Development Plan	No change; approval already exercised within the required time period per Sunnyvale Municipal Core (SMC) Section 19.98.110.
SDP 2007-0611	Adjustment to the allowable height for the hotel and addition of 40,000 SF office space	No change; approval already exercised: amendments are revisions to the Master Land Use and Site Development Plan
SDP 2007-0516	<ol style="list-style-type: none"> <li>1) Redwood Square</li> <li>2) Structures that have NOT commenced construction: Block 1 office/retail building and residential building (Iowa); Block 3 retail buildings, Block 4 residential building (Iowa); and Block 5 theater/retail building</li> <li>3) Structures that have commenced construction: Block 1 residential/retail building (McKinley) and parking structure; Block 2 office buildings, residential/retail buildings (McKinley and Washington) and parking structure; and Block 4 Target building and retail building (McKinley)</li> </ol>	<ol style="list-style-type: none"> <li>1) Amended by SDP 2008-0097 (see below)</li> <li>2) Architectural and landscaping approval for structures and improvements that have not commenced construction shall expire unless extended one year by the Director of Community Development or reapproved by the Planning Commission pursuant to SMC Section 19.92.120</li> <li>3) No change; approval already exercised within the required time period per SMC Section 19.98.110</li> </ol>
SDP 2008-0097	Redwood Square (revised plans)	Excluding temporary improvements, site and landscaping approval shall expire unless extended by the



		Director of Community Development or reapproved by the Planning Commission pursuant to SMC Section 19.98.120
SDP 2008-0637	1) Exclusion of outdoor dining from the 90,000 SF maximum for restaurants; removal of limitation on maximum number of seats per auditorium 2) Block 6 hotel, retail buildings and parking structure	1) No change; approval already exercised: amendments are revisions to the Master Land Use and Site Development Plan 2) Architectural and landscaping approval for structures and improvements that have not commenced construction shall expire unless extended by the Director of Community Development or reapproved by the Planning Commission pursuant to SMC Section 19.98.120

- G5. The Conditions of Approval shall be reproduced or attached on the cover page of the plans submitted for a building permit for this project.  
Building permit and public improvement plans shall be accompanied by an annotated set of the conditions of approval indicating how the plans comply with applicable conditions.
- G6. A complete plan check submittal (except demolition, rough grading, excavation, foundations up to grade level, and utilities) shall be submitted for the first building permit submittal; no partial sets are allowed.
- G7. In addition to complying with conditions listed herein, the Special Development Permit approval is subject to the terms and conditions of the 2016 Modified and Restated Amended Disposition and Development and Ownership Participation Agreement (ADDOPA) dated **[PENDING]**, 2016 and successor agreements with the City of Sunnyvale Successor Agency. In the case of any conflicts between the SDP and the terms and conditions of the final ADDOPA, the SDP and Amended Final Conditions of Approval shall take precedence.
- G8. Prior to submittal of plans for building permits (except demolition, rough grading, excavation, foundations up to grade level, and utilities) the following additional approvals are required:
- Final architectural plans (e.g. elevations, colors, materials, details) are subject to review and approval by the Planning Commission through an additional SDP.
  - Final landscape plan is subject to review and approval by the Planning Commission through an additional SDP. The plan shall include proposed hardscape treatments, colors, materials, pavement design details, landscape palette (trees and shrubs), tree sizes and locations, shading analysis, above ground irrigation system details, location of benches, location of lighting fixtures and other details typically associated with landscape plans.



- c. The final design of Redwood Square, including proposed colors, materials, pavement details, landscape palette (trees and shrubs), tree sizes and locations, and shading analysis, is subject to review and approval through the final landscape plan SDP. Appropriate locations and number of kiosks and/or carts shall be determined as part of the final review of the Redwood Square. (Refer to Condition RS6 for temporary Redwood Square and parking lot improvements)
- d. A Master Sign Program shall be submitted as part of the final architectural plans that are subject to review and approval by the Planning Commission. The Master Sign Program shall address individual tenant wall signs, awnings signage, fin signs, temporary signage allowances, shopping center ground signs, major tenant wall signage, information or directional kiosk signage, cinema marquee, or any other form of commercial advertisement intended to be located within Block 18.
- e. An on-site parking analysis shall be completed by a qualified consultant prior to the issuance of a building permit.
- f. A complete circulation analysis shall be completed by a qualified consultant and approved by the Director of Public Works prior to the issuance of a building permit.
- g. A final stormwater management plan shall be submitted as required by SMC Chapter 12.60 for third party verification subject to final review and approval by the Director of Community Development prior to the issuance of a building permit.

Waste and Recycling Management Plan prepared by a private consultant shall be submitted for review and approval by the Director of Community Development prior to the issuance of a building permit.

G9. All building permit drawings and subsequent construction and operation shall substantially conform to the approved planning application, including: drawings/plans, materials samples, building colors, and other items submitted as part of the approved application. Any proposed amendments to the approved plans or Conditions of Approval are subject to review and approval by the City. The Director of Community Development shall determine whether revisions are considered major or minor. Minor changes are subject to review and approval by the Director of Community Development.

### **Permitted Uses**

- G10. Permitted uses and conditionally permitted uses and required parking uses generally include the residential uses, office, commercial, a hotel, parking, and all other uses which are collectively referred to as the shopping district uses as described below:
- a. Parking shall be maintained at a minimum level of general availability for public use and reserved exclusive residential spaces as calculated for the peak hour of design weekday demand utilizing the 2007 approved Transportation Consultant's shared parking methodology; to be completed as a condition of this permit.
  - b. Maximum of 292 residential housing units for rental or ownership..
  - c. Maximum of 315,000 square feet of commercial office to include the following provisions:
    - 1. All office uses as described by the zoning code as permitted for Block 18 and financial institutions are permitted above the ground floor. Office uses located on the ground floor shall be in conformance with DSP Block 18 restrictions.





2. Maximum of 10% of the office square footage may be medical office uses (e.g. acupuncture, chiropractor, optometrist, clinic, same day surgery, dentist); additional medical office may be permitted up to 100% based on available parking with a demand for all medical office uses calculated at a rate of 4.5 spaces per 1,000 square feet
3. Medical office uses in excess of 10% are subject to approval by the Planning Commission.
- d. Maximum commercial retail shopping center square footage of 1,000,000 square feet to include the following uses and restrictions:
  1. Designated outdoor uses (estimated 12,000 sf.); excluding incidental outdoor uses.
  2. Cinema multi-plex of up to 60,000 square feet and 2,950 seats, maximum of 425 seats for all but one single auditorium.
  3. A maximum of 90,000 square feet of restaurants (including: fast food, but excepting (1) enclosed food court uses, (2) "snack bars" within major department stores, and (3) spaces devoted to accessory restaurant uses (e.g. kitchens, bakeries, brew pubs, coffee bars, juice bars, cafes, and delicatessens or sit-down style restaurants) if located within a grocery store/supermarket.
  4. The following uses require approval of an MPP by the Director of Community Development and with the applicant/property owner as required:
    - a. Amusement uses (excepting the cinema), such as arcades, karaoke clubs, pool rooms, sports activity entertainment, etc.
    - b. Incidental outdoor uses with an annual renewal required in accordance with existing procedures in place for similar uses on the 100 Block of South Murphy Avenue.
    - c. Ground floor office or financial institutions with an individual location greater than 1,000 square feet.
    - d. Childcare providers.
    - e. Ground floor commercial/retail uses incidental to and in combination with residential uses with an individual location greater than 1,000 square feet.
    - f. Ground floor recreational facilities open to the public with individual location greater than 3,000 square feet, or along Aries Way only, greater than 7,500 square feet.
  5. The following uses require approval of a Special Development Permit, with the shopping district operator required as applicant:
    - a. Pursuant to SMC Section 19.28.070: package liquor retail sales, when not combined with another permitted use; restaurants that have on sale general alcohol beverage service; and public premises that have on sale beer, wine or general alcohol beverage license.
    - b. Establishments with live entertainment of either performances or dance floors.
  6. All restaurant, amusement, social, and entertainment uses may be required, as conditions of approval of a planning permit, to coordinate hours of operation throughout the shopping district for staggered closing times.
  7. A recreational facility up to 40,000 square feet is allowed on a second building level, except that the lobby/entrance area may be on the ground floor.



- e. Maximum 200 room hotel.

**General Operations and Limitations**

- G11. General business hours for non-residential uses shall be limited to 6:00 a.m. to 2:00 a.m.; additional hours of operation for expanded holiday seasonal hours or "special sale events" may be considered through an MPP. More restrictive hours of operation may be imposed on specific uses requiring a MPP or Special Development Permit. More expansive hours for any non-residential use shall require a MPP. Exception: office uses and athletic clubs/fitness centers located in Buildings A, B and C on Mathilda Avenue and commercial/retail uses incidental to and in combination with residential uses are not subject to this business hour limitation.
- G12. Special events shall require approval by the City at least 30 days prior to the event. Special events that include closing a public street for any purpose shall require a permit from the Public Works Department. Regular promotions or events such as movies in Redwood Square, book signings, or musical ensembles utilizing the Redwood Square are permitted by this Special Development Permit.
- G13. Out-of-door loudspeakers shall be prohibited, except amplified sound in conjunction with special events in the Redwood Square. Subtle background music may be permitted during individual businesses hours of operation, but not to exceed 11:00 p.m. adjacent to residential units
- G14. All service entrances shall remain closed when not used for the purposes of loading and unloading of vehicles and deliveries. Uses which generate noise shall keep doors closed.
- G15. The parking structure design shall be analyzed to accommodate possible future paid and valet parking. Valet services with designated reserved parking require approval from the Director of Community Development through a MPP.
- G16. Outdoor furniture shall be of durable material such as metal, concrete, wood (e.g. no plastic furniture). Cloth and other material awnings (which fade or weather) shall be replaced at least every five years.
- G17. Parking spaces reserved for residential use shall be maintained so as to allow for vehicle parking at all times (e.g. they may not be used for storage of other materials or recreational vehicles).
- G18. A minimum of 10 feet shall remain clear for pedestrian passage along all sidewalks with incidental or designated outdoor uses at all times, unless otherwise approved by the Director of Community Development and Director of Public Works.
- G19. Each residential unit shall have at least one assigned parking space per unit. If more than one space is assigned to a unit, the total parking requirement may be increased to assure sufficient total parking to accommodate guests and residents. Applicant/developer shall specify the number of spaces that will be assigned, or available to be assigned as part of the completion of the parking analysis for the entire project; all remaining spaces (referred to as unassigned parking) shall not be offered for sale or lease.
- G20. In the case of residential units that have a two-car garage, those two spaces shall be assigned to the attached residential unit.
- G21. Unless otherwise approved, as described below, unassigned residential parking shall be for the collective use of all residents and guests. Subject to approval of the Director of Community Development, unassigned parking may be limited to the use of residents only, if sufficient additional parking is available for shared use in the other garage areas servicing the commercial and office portions of the development.





**Deviations Permitted**

G22. Parking drive aisle proposed at 24-feet with a 9-foot wide spaces where 26-feet is the minimum allowed. Parking structures shall not have compact parking spaces included in the design unless approved by Director of Community Development to address awkward configurations and left over spaces. Columns may interrupt up to 5” into the 9-foot wide parking spaces.

**Site Plan Elements**

- S1. General – A revised site plan is required to be submitted and approved by the Director of Community Development and Director of Public Works that shall include the following elements:
- a. Service area requirements of the approved waste and recycling management plan with adequate access allowances for service vehicles.
  - b. Accessible parking spaces number and location as required per Title 24.
  - c. Circulation design requirements of the Transportation Consultant’s Circulation Study and as required by the Transportation and Traffic Division.
  - d. Provision of 78 open bicycle spaces (Class II) and 110 secured bicycle spaces (Class I), all spaces shall be available for employees, shopping patrons, and residents.
  - e. Potential location of required art.
  - f. Designated emergency vehicle parking only along McKinley Avenue.
  - g. The applicant/developer shall work with the Director of Public Works on the design of the entrances to parking lots, parking structures, and service bays, which may include raised grade (elevated to curb height) to assure safety for pedestrian circulation (except Aries Way extension).
  - h. Provide detailed design elevations for the proposed pedestrian bridges. Bridges are to be a character element or gateway structure of the streetscape design.
  - i. Details on any proposed kiosks, ramblas buildings, or other freestanding retail features, including number and location are subject to review and approval by the Director of Community Development.
  - j. Subject to final review and approval of the Director of Community Development, sufficient space for small outdoor retail facilities (e.g. valet parking station, coffee stop, newsstand) shall be provided within the 160 foot open area at the west side of the Sunnyvale Avenue parking structure across from the east Macy’s entrance. The intent is to create active pedestrian interest.
  - k. Subject to final review and approval of the Director of Community Development, a wayfinding sign shall be added at the pedestrian exit of the Sunnyvale Avenue parking structure (entrance nearest Macy’s) indicating the direction of Historic S. Murphy Avenue. The sign may be incorporated into a larger directional sign for the new project. The final wording is subject to approval by the Director of Community Development.
  - l. All angle points removed from the parking bays on all streets. Instead a radius shall be applied.
  - m. The intersection of Murphy and McKinley Avenues shall be realigned so that the centerlines are aligned across the intersection.
  - n. The intersection of Taaffe and Washington Avenues shall be realigned so that the centerlines are aligned across the intersection.
  - o. The Taaffe Avenue intersection (old and new Taaffe Avenue) geometries at the Washington and Iowa Avenues intersections shall be aligned to provide as close to 90 degree intersections as possible.



- p. All circular intersections shall be eliminated from the site plan. Curve radii shall be reduced, and a program of high visibility crosswalks, refuge islands, pavement treatments, or other improvements to the pedestrian realm shall be incorporated.
- q. Adequate continuous sidewalk/pedestrian access shall be provided on the new Aries Way, south of McKinley Avenue.
- r. All building footprints shall be modified to provide adequate sidewalk width at the following: northeast corner of the intersection of McKinley and Taaffe Avenues, garage “B” entrance from Taaffe Avenue, and garage “A” southeast corner.
- s. Provide a plan for Class I/II bicycle parking spaces per Santa Clara Valley Transportation Authority (VTA) Bicycle Technical Guidelines for review and approval by the Director of Community Development. Bike lockers shall be the most current VTA standard.

**S2. Site Design**

- a. Refine the Murphy Avenue extension, alignment, building placement, and street cross section to better match the character of the 100 Block of South Murphy Avenue. Consider setting back the building on the northeast corner of Murphy and McKinley Avenues to provide a continuous view corridor from the Washington and Murphy Avenue intersection to the theater marquee on the southeast corner of McKinley and Murphy Avenues, subject to the review and approval of the Director of Community Development and to not be unreasonably withheld.
- b. Consider redesigning the residential blocks that intersect with Taaffe to minimize the impacts of height by relocating the open space to the Taaffe side of the project.

**S3. Residential Units**

- a. There shall be at least two clubhouses of at least 450 square feet (including a catering kitchen and restrooms), serving the residential units in Buildings D, E and F.
- b. All residential units shall have private secured storage of a minimum of 300 cubic feet, per SMC Section 19.38.040.
- c. Residential serving amenities (open space area, recreational amenities, private landscaping) shall be incorporated into the residential component of this project on the revised site plans.
- d. If the applicant/developer creates a Homeowner’s Association that comports with the state law requirements for Common Interest Developments, Covenants, conditions and restrictions (CC&Rs) relating to the development are subject to approval by the City Attorney and Director of Community Development prior to approval of the Final Map.
- e. Eight units are allowed under this SDP to be located on Iowa Avenue, against the new Target building. The eight units will be part of the 292 total units allowed under the Downtown Specific Plan.

**S4. Streets**

- a. The Murphy Avenue extension shall have the same or similar building face-to-face dimension as the 100 Block of South Murphy Avenue, and shall have the same or similar curb-to-curb dimension and location of street trees. The intent is to provide a seamless extension of the 100 Block of S. Murphy Avenue into and through the project.



**S5. Redwood Square**

- a. Open space (Redwood Square) centrally located around the historic redwood trees with a minimum effective square footage as defined by the surrounding face of buildings or outermost edge of covered walkways or arcades or the nearest public sidewalk, whichever is more confined, of 33,000 square feet of effective usable area. Area including the closure of McKinley Avenue immediately abutting the open space shall have a minimum effective usable area of 1 acre.
- b. The uses to be permitted in the Redwood Square include designated and incidental outdoor uses, café, and an area for performances and gatherings in accordance with the final approved design plan.

**Revised Site Plan**

- RSP1. The total commercial/retail square footage that shall be required for this project is approximately 931,385 square feet as approved under SDP 2007-0030 (February 6, 2007) and subsequently amended by SDP 2007-0611 (July 7, 2007), unless amended through a subsequent SDP amendment approved by the Planning Commission.
- RSP2. The parking structure located under the Target building shall be made available for use by all patrons of the project and shall not be for the exclusive use of Target patrons.
- RSP3. All residential guest shared parking areas shall be available on a 24-hr basis for residential guest parking use.
- RSP4. The first floor hotel lobby area must remain an active pedestrian use, including such uses as restaurant, retail, hotel gift shop, or other similar retail/active use.
- RSP5. Sheet 2.11 is not part of this approval package since all section dimensions (R-O-W/property line, easement line, street curb line, and median curb line locations) could not be confirmed. This sheet is for reference only.
- RSP6. The general location, number, design, and operational details of all electronic changeable copy signs must be approved as part of the Master Sign Program for Block 18. The signs are intended for use as general downtown or project information signs, directional signs, seasonal events, Redwood Square events, etc., that are used on a limited basis. The signs are not intended to be used by retailers as off-site signage or for advertising any products or stores.

**Landscape Plan Elements**

- L1. Final landscape and irrigation plan shall be submitted for Planning Commission approval and shall comply with the City's water efficient landscaping requirements. (Refer to Condition RS6 for temporary Redwood Square improvements.)
- L2. Preservation of the oak tree near Taaffe/Washington shall be considered when siting the proposed retail building at this location. If the oak tree cannot feasibly be saved in this location, it shall be moved to another appropriate location on-site, as approved by the Director of Community Development.
- L3. Street trees on Murphy Avenue shall be designed with infrastructure to include "twinkle lights."
- L4. A children's play area (tot lot) shall contain a playground features (play structures) for use by children. Final review and approval is subject to the Director of Community Development prior to issuance of a building permit for the children's play area.
- L5. Street trees shall be a minimum of 48-inch box trees or as determined appropriate of a smaller size by the City arborist. Final selection of street tree species shall be approved by the City arborist.



- L6. Specimen trees shall be incorporated into the landscape palette to replace the removal of existing substantial Block 18 trees.
- L7. Streetscape elements shall be designed in accordance with Downtown Streetscape Standard Details and Specifications of the City of Sunnyvale.
- L8. Stamped concrete is not allowed to be used as ornamental hardscape in this project, but may be considered for decorative crosswalks at intersections along Mathilda Avenue and other public streets as approved by the Director of Public Works. All ornamental hardscape must use pavers or other equivalent enhanced material, unless otherwise approved by the Director of Community Development.
- L9. Backflow devices, water pipes, and other appurtenances (e.g. irrigation, standpipes, DCDAs) not placed underground are to include screening and covers as approved by the Director of Community Development. Covers should be black, metal mesh with rounded top covers (i.e. – “mailbox style”), or equivalent.
- L10. Install root barrier and engineered soil per Downtown Streetscape Standard Details and Specifications, (Cornell University Structural Soil or equivalent subsurface soil mitigation measure approved by the Director of Public Works) for all trees placed in restricted areas (such as tree wells) to the approval of the Director of Community Development or the Director of Public Works. Utilities and adjacent paving should be designed to accommodate the trees and avoid direct conflicts.
- L11. Final landscape plan should consider exclusion of palm trees.
- L12. News racks shall be of the same design as the 100 Block of South Murphy Avenue News Rack District.
- L13. Consider using large species native trees, as large as appropriate, for the site.
- L14. Unless otherwise noted, minor deviations from the Downtown Streetscape Standard Details and Specifications may be approved by the Director of Community Development.
- L15. Per the Downtown Streetscape Standard Details and Specifications:
  - a. All trees in tree wells require Cornell University Structural Soil.
  - b. All Cornell University Structural Soil root zones shall be irrigated using inline drip irrigation.
  - c. All street trees shall have electrical connections installed at their base.
- L16. Street trees on McKinley Avenue, Murphy Avenue, and Redwood Square shall have the City approved “twinkle” lights installed. Lights shall be periodically removed and adjusted to accommodate tree growth and shall be operated by a centrally controlled system.
- L17. Review entire landscape palette with the City Arborist for possible use of more California native trees.
- ~~L18. (Deleted).~~
- L19. Save as many of the large Canary Island Pines on Iowa as possible. If large trees are lost, the applicant/developer shall be responsible for planting new trees and ground cover to the satisfaction of the Director of Public Works. Tree replacement shall be per the City’s Tree Replacement Policy.
- L20. The yellow truncated domes shall be changed to Federal Gray, subject to review and approval of the Director of Community Development and Director of Public Works.
- L21. The landscape and streetscape plans shall supersede any utility permits previously issued by the City of Sunnyvale or any other agency.

### **Landscaping – Paving Details**

- L22. The final design and construction of the Redwood Square block of McKinley (portion of McKinley between Taaffe and Murphy) shall be primarily unit pavers set in



concrete or an alternative paving material as may be approved by the Directors of Community Development and Public Works.

- L23. The street material of Aries is permitted to be grey concrete; crossing areas may be more textured.
- L24. The following streets shall use the Downtown Streetscape Standard Details and Specifications for the sidewalk paving: Sunnyvale Ave, Iowa Ave, Mathilda Ave, Washington Ave, and Taaffe St.
- L25. The sidewalks on Murphy and McKinley are permitted to be different from the Downtown Streetscape Standard Details and Specifications, provided that the sidewalk colors, scoring patterns, and surface finishes are consistent within the project. These streets are also required to incorporate banding of unit pavers, similar to the City's Standard Design. The Community Development Director and Director of Public Works shall have final approval of the sidewalks.
- L26. The Murphy Avenue sidewalks shall be the same, or in substantial conformance with, the approved Murphy Avenue Streetscape Revitalization sidewalk detail.
- L27. All sidewalk paving colors, scoring patterns, and surface finishes for the private paved areas (smaller courtyards, pedestrian paseos, plaza areas in front of buildings, private walkways) are subject to approval by the Director of Community Development. These paving areas shall be allowed to encroach into the public sidewalks in order to highlight the passageways and entrances to retail buildings, subject to approval by the Director of Community Development.
- L28. Final or permanent improvement plans for Redwood Square shall use unit pavers set in concrete, natural stone, or integral color/patterned concrete with the pattern integrated with the Redwood Square portion of McKinley Avenue, for all paved areas on the Square.

#### **Redwood Square Landscaping**

- RS1. Irrigation in the Redwood Plaza shall be potable water, not reclaimed water from Sunnyvale's Water Pollution Control Plant.
- RS2. Reduce the amount of elevated decking and bridges with the intent of eliminating elevated these areas (except performance stage), subject to approval by the Director of Community Development.
- RS3. Increase the size of the performance stage area to accommodate larger public event capabilities, subject to approval by the Director of Community Development.
- RS4. Reduce or eliminate the enclosed planter areas (bushes, flowers proposed) under the redwood trees with the intent of consolidating larger open, usable space areas connected to the proposed lawns, subject to approval by the Director of Community Development. These areas shall include decomposed granite, wood decking, or other ground covers that are accessible to the public.
- RS5. The kiosk or information boards located on the Redwood Square paseos shall reflect or display the location of the 100 block of Historic Murphy Avenue. This display is not required to part of any interactive menu but shall simply reflect the adjacent location of Historic Murphy Avenue.

#### **Temporary Redwood Square Landscaping and Parking Lot Improvements**

- RS6. Following the demolition of the existing steel framing in Block 3, temporary Redwood Square landscaping improvements shall be installed in a portion of Block 3. Temporary parking lot improvements may also be installed. Applicant/developer shall submit an MPP application with detailed plans for review and approval by the Directors of Community Development and Public Works and Fire Marshal. The





maximum term of the MPP shall be two years unless extended by the Planning Commission. The plans shall comply with the following requirements:

- a. Approximately fifty percent (50%) of the total footprint of Redwood Square shall consist of temporary landscaping (including irrigated and non-irrigated improvements, and excluding temporary parking lots) that is accessible by the general public with basic amenities (e.g. seating and paved pathways);
- b. Preservation and maintenance of the existing redwood trees with protection measures to reduce impacts during construction and public use, consistent with the City's tree preservation standards and the conditions and mitigation measures required for this SDP;
- c. City standards for water efficient landscaping, stormwater quality, site drainage and other applicable standards;
- d. City parking lot standards pertaining to driveway widths, parking spaces, aisle dimensions and fire access; installation of permeable surfaces to the extent feasible;
- e. Provision of temporary security lighting for the parking lot and Redwood Square landscaping; and
- f. Installation of a water meter and backflow prevention device for temporary landscaping.
- g. Installation of fire hydrants every 300 feet along the emergency vehicular access road, or as otherwise approved by the Fire Marshal.

### **Streetscape Details**

SD1. Landscape pockets (not parkways) are approved as shown on the landscape plans. Any modifications are subject to approval by the Director of Community Development.

SD2. Exterior Streets (Mathilda, Washington, Sunnyvale, Iowa)

- a. Street light fixtures shall be City standard Double Acorn fixtures required at 14 feet high (min and max).
- b. Tree spacing shall be approximately 30 feet.
- c. Street light spacing shall be per IES illumination standards.
- d. Sidewalk minimum widths shall be as follows:
  - Ten (10) feet for new portions of sidewalks on Washington
  - Six (6) feet for existing portions by Macy's; wider sidewalks are allowed adjacent to Macy's
  - Ten (10) feet for Sunnyvale
  - Five (5) feet plus five (5) feet parkway for Iowa
  - Fifteen (15) foot sidewalks for Mathilda
- e. Parkway widths shall be as follows:
  - Not permitted on Mathilda
  - Not permitted on Washington
  - Not permitted on Sunnyvale, except five (5) feet allowed for portion adjacent to townhouses near Iowa only
  - Five (5) feet for Iowa
  - Accent landscaping permitted at intersection curbs, as shown on the approved landscaping plans.

SD3. Interior N/S Streets (Aries, Taaffe, Murphy)

- a. Street light fixtures shall be City standard Single Acorn fixtures required at 14 feet high (min and max). Acorn style lights mounted on the walls of the structures on the portions north of McKinley may be approved by the Director



- of Community Development and Director of Public Works. All street lighting to be LEDs.
- b. Tree spacing:
    - 20-40 feet (approx. min and max) permitted on Aries
    - 20-40 feet (approx. min and max) permitted on Taaffe (columnar tree species required)
    - 25-30 feet (approx. min and max) required on Murphy
  - c. Street light spacing:
    - 20-40 feet (approx. min and max) required on Aries and Taaffe. Final spacing is to be determined after photometric analysis is submitted for staff review and approval.
    - 30 feet (approx.) required for Murphy, subject to photometric analysis.
  - d. Sidewalk minimum widths shall be as follows:
    - Aries north of McKinley provide a design, subject to approval by the Director of Community Development that will provide safe pedestrian flow consistent with Condition P13.
    - Ten (10) feet for Aries south of McKinley
    - Ten (10) feet for Taaffe
    - Ten (10) feet for Murphy south of McKinley
    - Fifteen (15) feet for Murphy north of McKinley
  - e. Parkway locations:
    - Not permitted on Aries, except the landscaped medians at the entrances to the underground parking levels, and the landscape strip on the Bank of the West site (west side of Aries).
    - Permitted on both sides of Taaffe north of McKinley if breaks for pedestrian crossing are appropriately placed, to be approved by the Director of Community Development and Director of Public Works.
    - Permitted on both sides of Taaffe south of McKinley, except adjacent to any on-street parking spaces, to be approved by the Director of Community Development and Director of Public Works.
    - Not permitted on Murphy, except at the landscape planter adjacent to the hotel lobby on the east side on Murphy.
    - Accent landscaping permitted at intersection curbs, as shown on the approved landscaping plans.

**SD4. McKinley Avenue**

- a. Street light fixtures shall be City Standard Double Acorn fixtures required at 14 feet height for all but the Redwood Square block.
- b. Alternative lighting in the Redwood square block is acceptable. Final design of the lighting fixtures shall be reviewed in the context of the final Redwood Square architectural plans.
- c. Tree spacing shall be at 30 feet, except the Redwood Square block which may be between 25-40 feet (min and max).
- d. Street light spacing shall be at 30 feet, except the Redwood Square block which may be between 25-40 feet (min and max).
- e. Sidewalk minimum widths shall be as follows:
  - 15 feet for Mathilda to Taaffe sections
  - 15-25 feet for Taaffe to Sunnyvale sections
- f. Parkways are not permitted on any portion of McKinley.
- g. Accent landscaping permitted at intersection curbs, as shown on the approved landscaping plans.



SD5. Install decorative crosswalks on Sunnyvale Avenue at McKinley.

**Architectural Plans**

- A1. Final architectural plan approval by the Planning Commission is required for all elevations, streetscapes, and buildings under this SDP.
- a. The applicant/developer shall submit a new SDP application as the mechanism for approval of the architectural plans. Review by the Commission of the new SDP is limited to matters of architectural design; the Commission may not reconsider matters of location or size of uses as approved in the Special Development Permit. Decisions of the Planning Commission may be appealed to the City Council only by the applicant.
- A2. The proposed architecture shall be in compliance with the Downtown Design Guidelines and development standards of the Downtown Specific Plan, with special attention given to the following areas:
- a. Mathilda and McKinley Avenues intersection, with emphasis on the building massing north and south of McKinley Avenue which creates a gateway to the project.
- b. East and west facades of the Murphy Avenue extension from Washington Avenue to McKinley Avenue, with emphasis on providing as continuous a retail frontage as possible at the scale and rhythm of the buildings in the 100 Block of Murphy Avenue, and minimizing the visual impact of the new parking structure. The new retail buildings east and west of Murphy Avenue extension at the intersection shall have an apparent two-story massing, and the parking structure shall be set back from the building face on Washington Avenue so as to emphasize the retail building massing. In order to accommodate this, the applicant/developer may consider constructing the new retail building at the 10-foot minimum sidewall dimension along Washington Avenue to accommodate additional setback area (20 feet or greater) on the new Murphy Avenue extension side of the building.
- c. Sunnyvale Avenue elevation of the new parking structure, with the intent of reducing the visual impact of the height and bulk of this structure upon the public right-of-way and businesses and residents on the east side of Sunnyvale Avenue.
- All parking structures shall have exterior architectural treatments that create visual interest and minimize their appearances as parking structures. All building facades surrounding Redwood Square, including those south of McKinley Avenue, with emphasis of defining the edges of the Square with a series of apparently individual buildings as in a traditional Town Square. The architectural design should be integrated with the final landscape design of the Square. The exit staircase design and location from the Sunnyvale Avenue parking garage shall be reviewed and approved by the Director of Community Development for opportunities to move the pedestrian exit location to be oriented towards, or moved as close as possible to, the Washington and Murphy Avenues intersection.
- A3. Provide a "gateway" type feature for the intersection of Murphy and Washington Avenue; may include art, enhanced paving, arches, columns/pilasters, or other features, to the approval of the Director of Community Development. Gateway feature shall be consistent with the 2005 Murphy Avenue Streetscape Revitalization Plans.
- A4. All first floor retail levels throughout the project shall be a minimum of 18 feet high, in accordance with the Downtown Specific Plan.



- A5. Up to 25 feet of additional height may be allowed for architectural features such as spires, towers, cupolas, etc., except the areas along Iowa and Sunnyvale Avenues.
- A6. Consider reflecting the architecture and character of Historic Murphy Avenue in the final architecture for buildings facing the Murphy Avenue extension.
- A7. Consider including windows in the uses adjacent to the tot lot for additional security.
- A8. Consider increasing the setbacks of upper stories of buildings fronting exterior streets that are over 60 feet in height to reduce the overall mass of the buildings.

**Architecture – General**

- A9. The final exterior materials and color schemes of all buildings in the project are subject to the review and approval of the Director of Community Development prior to issuance of a building permit for the building shells.
  - 1) The final exterior materials and color schemes includes, but is not limited to, architectural details such as windows, canopies, awnings, cornice details, railings, arches, etc.
- A10. No signage or graphics (type or location) are approved by this application. Refer to condition of approval #G9.d.
- A11. Submit plans showing enriched and enhanced detail on the pedestrian levels of the retail buildings subject to the review and approval of the Director of Community Development, in accordance with the DSP Goal B.12.
- A12. All roof mounted mechanical equipment screening for all buildings shall be architecturally significant or integrated into the building's architecture, and shall be subject to final approval by the Director of Community Development.
- A13. Visible roof material shall be of a high quality and durable materials that may include various tiles, slates, or metal, as approved by the Director of Community Development.
- A14. At least one public restroom maintained by the applicant/developer shall be incorporated into this project in a central location. The final location(s) shall be subject to review and approval by the Director of Community Development.
- A15. All service areas (residential, office, commercial) shall be enclosed or fully screened from public view with a solid screen, subject to the review and approval of the Director of Community Development. To the extent feasible, consider features that replicate building walls, doors, or other features that conceal the service areas from public view. Opportunities for kiosks or carts to fill these spaces should be considered.
- A16. All details for the waste and recycling management system, including service area access, dimensions, heights, screening, and locations, will be reviewed for architectural approval through a separate application subject to review and approval by the Director of Community Development. Refer to condition of approval #SW2.
- A17. **Architecture - Materials**
  - 1) In accordance with the 2003 DSP, the following materials are not permitted in this project: EIFS, composition roofing, glazed tiles (except as accents and on the base of buildings), mirrored glass, and foam trim (unless the material can be shown to be of a quality, appearance, and longevity equivalent to real wood, concrete, or stone).
  - 2) All plaster or stucco materials must have controlled surface textures and shall be of a high quality that is subject to review and approval by the Director of Community Development, in accordance with the 2003 DSP.



- 3) All awnings shall be replaced every five years (minimum).

**A18. Architecture – Commercial/Retail**

- 1) All individual storefront tenant improvements require approval of a Miscellaneous Plan Permit (MPP) prior to the issuance of a building permit to ensure compliance with the “Final Tenant Design Criteria Manual”.
- 2) Individual storefront tenant improvements shall be designed within the rhythm and pattern of the Downtown buildings so that the regular storefronts will maintain regular intervals and so that large tenants will not create long, expansive storefronts. Buildings A, B, C (buildings facing Mathilda and Aries), R, S, and T (buildings facing McKinley on Block 5 and 6) are exceptions where larger tenants are allowed.
- 3) Exterior retail elevations shall use clear glass (continuous vision glass), unless an exception is granted by the Director of Community Development. No exterior retail elevations shall have the storefronts obscured by opaque materials (i.e. paper, colored glass), product displays (i.e. back side of display cases or shelving), or signage (temporary or permanent), unless the tenant space is vacant. This shall not prohibit showcase window displays.
- 4) Stone work or other comparable materials shall be designed into a majority of the building façade bases on McKinley (Aries-Sunnyvale) and are subject to review and approved by the Director of Community Development.
- 5) Murphy Avenue extension storefronts elevations shall be revised to incorporate elements that reflect the historic character of the 100 Block of S. Murphy Avenue. The revised elevations shall be consistent with the Murphy Avenue Design Guidelines. The revisions should include the following potential features:
  - a. Historic roofline treatments.
  - b. Glazed tiles on building façade bases.
  - c. Bulkheads and transom windows on storefronts.
  - d. Recessed storefront doors.
- 6) Architectural details for all proposed kiosks (temporary or permanent) are subject to review and approval by the Director of Community Development.
- 7) A Final “Tenant Design Criteria Manual” which regulates the storefront treatments and displays, is required and is subject to the review and approval of the Planning Commission. The Final “Tenant Design Criteria Manual” shall reference compliance with the Downtown Specific Plan design guidelines.
- 8) The design of the pedestrian bridges is subject to the review and approval of the Director of Community Development. The bridges shall be designed to incorporate the architecture of the adjacent buildings or to be unique and artistic architectural statements.
- 9) Decorative features shall be added to the pedestrian bridges for Macy’s. This may include a curved glass enclosure that would match the escalator(s), so the bridges will not be so plain.
- 10) The applicant/developer shall continue to work with staff to reflect more historic character and differences on the extension of Murphy Avenue, leaving those around Redwood Square as is, including:
  - a. More curved building forms, with the doors on the curves,
  - b. More fluctuation of the roof heights (possibly a broken pediment type design on the parapets),
  - c. Mosaics,
  - d. Stained glass features,
  - e. Balconies,





f. Bay windows.

- 11) The applicant/developer shall work with the Director of Community Development to help break up the row of windows on the market building with a column (or other similar type feature).
- 12) The revised elevations for the retail building (Building Q) on Washington Avenue shall be consistent with the Murphy Avenue Design Guidelines. The revisions shall include the following, or other equivalent features:
  - a. The building shall incorporate glazed tiles on building façade bases.
  - b. All buildings shall have bulkheads on storefronts.
  - c. Transom windows on storefronts shall be incorporated
  - d. The building shall incorporate recessed storefront doors.

~~A19. (Deleted)~~

**A20. Architecture – Redwood Square**

- 1) The final colors of the tower building (shown on Sheet 31.20) shall be stronger colors, subject to the review and approval of the Director of Community Development.
- 2) The buildings on the west side of Redwood Square shall be revised to integrate well with the open space plaza. The revision may include the center building's facade extending outward towards the plaza, creating a short colonnade on any second level.
- 3) The food court area of the square shall include a memorable rooftop feature (trellis, etc.) that generally covers the outdoor dining area on the second level. This feature should be large but does not need to be overwhelming or massively bulky, so that it detracts from the other features of the square. The feature should serve to define the space and provide partial weather protection.
- 4) The stairway up from Redwood Square to the food court area shall be redesigned from a utilitarian design to a memorable project feature. The new stairs should be incorporated into the memorable rooftop feature.
- 5) Staff and the applicant/developer shall review the different materials for the banding up the tower building (shown on Sheet 31.20), and if it would improve the look of the tower, faceting shall be added to provide more dimension.

**A21. Architecture - Cinema Building**

- 1) The marquee posters on the cinema building are not approved as part of this project and are subject to final approval of all signage for this project.
- 2) The marquee posters on the Sunnyvale Avenue side shall be replaced with similar architectural features.

~~A22. (Deleted)~~

**A23. Architecture - Target**

- 1) The white concrete panels shown on the southwest corner of Murphy/Iowa shall be revised per the following:
  - a. Incorporate a scoring pattern similar to the Iowa elevation.
  - b. The scoring shall be at least one-half inch in width and depth, unless otherwise approved by the Director of Community Development.
  - c. Incorporate high story windows, glass, metal, or other material feature that creates a horizontal band or two-story element to the Murphy and Iowa elevations.
- 2) The long “prefinished corrugated metal panels” on the south and east elevations shall be broken up with additional architectural features, details, or materials.



- 3) The finish of the “prefinished corrugated metal panels” shall not be reflective.
- 4) The “precast concrete with textured paint” band shown on the first level of the building shall be changed to a different material (stone, tile, brick, metal), preferably a natural material to be reviewed and approved by the Director of Community Development.
- 5) Target signs and graphic displays (signs in the second level storefront displays) are not approved under this application and shall be reviewed under a separate master sign permit application.
- 6) The glass on the exterior walls shall be low reflectivity.
- 7) Any glass on the exterior walls facing towards adjacent residential properties shall have the natural reflection minimized or eliminated.
- 8) All building light shall be shielded to prevent glare onto adjacent residential properties.
- 9) The red round bollards are allowed only near the Target entrance (first level of the building) at the intersection of McKinley/Taaffe as shown on the plans sheet 31.21. The red bollards may be allowed in additional locations (McKinley or Murphy) with approval of a Miscellaneous Plan Permit (MPP) by the Director of Community Development.
- 10) The “Future Townhomes” area adjacent to Target shall be used as green space (landscaping, trees, bushes, grass) or residential townhome units only (such units may be offered for rent or for sale.) The area shall not be used for parking, either temporary or permanent.

**A24. Architecture – Office Buildings**

- 1) All lights in the office buildings shall be on automatic timers so they turn off after workers leave each day.
- 2) To the extent feasible, interior lighting design shall minimize spill-over of light to the exterior during evening hours. Specifications shall be subject to review and approval of the Director of Community Development.
- 3) The glass on the exterior walls shall be low reflectivity.
- 4) Exterior office building glass facing towards adjacent residential properties shall have the natural reflection minimized or eliminated.
- 5) Details for the Mathilda and McKinley gateway elements shall be subject to review and approval by the Director of Community Development. If the gateway elements consist of sculptures of artwork, further review by the Arts Commission may be required.
- 6) The applicant/developer shall incorporate a significant feature at the McKinley/Mathilda intersection; which may be satisfied by inclusion of art adjacent to or integrated into Office Building A - similar to the scale and impact as reflected in the conceptual plans, or with a gateway element which may or may not include artwork; subject to review and approval by the Director of Community Development. *(Modified by Planning Commission on 9-10-2007)*

**A25. Architecture – Parking Structures (Blocks 1 and 2 only)**

- 1) As shown on the approved plans, the parking structures elevations shall incorporate the following:
  - a. Murals or other strong features may serve as prominent visual features on the structures.
  - b. The base material of the structures at the pedestrian level shall be stone.



- 2) Any proposed signage or advertising panels are not approved as part of this permit, but may be selectively considered with review and approval of the master sign program for the overall project.
- 3) The concrete shear panels shown on the second and third levels shall be studied for use as public art/murals, opaque glass, or other visually attractive element.
- 4) Parking structure stairways and elevator waiting areas shall be designed to be visually open, with attention to security and visibility.

**A26. Architecture – Residential/Commercial – McKinley Avenue**

- 1) The interior building elevations of the residential buildings shall be substantially similar to the exterior elevation of the same building. Minor deviations of the approved plans (e.g. colors, materials, window placement) may be approved administratively by the Director of Community Development.
- 2) As reflected in the approved plans, the building elevations shall reflect a series of individual buildings (three to five per block on McKinley), through building articulation, variations in architectural styles and detailing, and use of different rooflines.
- 3) Materials used on the ground floor retail shall be extended to the upper floors of the residential buildings, as represented on the approved plans.
- 4) The rooftop features (cornices, eaves, other overhangs) shall be visually strengthened to create a more prominent top to the buildings. This may include enlarging the element, increasing its projection, or strengthening its detail as seen from the pedestrian level.
- 5) The red “brick or concrete masonry” buildings as shown on pages 31.12 and 31.16 \*McKinley Ave.) shall be brick, not cement block.
- 6) Consider floor to ceiling windows on the top floor of some of the residential buildings.

**A27. Architecture – Residential – Iowa Avenue (Aries - Taaffe)**

- 1) The vertical offsets between adjoining walls facing Iowa Avenue shall vary from minimum two feet to six feet in depth, subject to the review and approval by the Director of Community Development.
- 2) Accent elements and a material such as stone or tile, different from the residential units above, shall be introduced on the townhome level (not stucco).
- 3) Heavy wood timbers or other suitable horizontal materials approved by the Director of Community Development shall be used between the townhomes (level 1) and the residential units above (levels 2-4) so that the elevation reads clearly as a two-story townhome buildings separated from the residential levels above.
- 4) As shown of the approved plans, heavy wood timbers shall be used on the upper floors, balconies, and roofline where appropriate.
- 5) The interior building elevations of the residential buildings shall be substantially similar to the exterior elevation of the same building. Minor deviations of the approved plans (e.g. colors, materials, window placement) may be approved administratively by the Director of Community Development.
- 6) Front yard enclosures (walls, fences, hedges, etc.) shall be a maximum of three feet high unless otherwise approved by the Director of Community Development.
- 7) A third major color pallet shall be added to the residential buildings.
- 8) All changes shown in the revised perspective drawings shall be incorporated in the final plans.



**A28. Architecture – Residential – Iowa Avenue (Target)**

- 1) Floor plans for the townhomes on Iowa are subject to review and approval of the Director of Community Development.
- 2) Front yard enclosures (walls, fences, hedges, etc.) shall be a maximum of three feet high unless otherwise approved by the Director of Community Development.
- 3) The interior building elevations of the residential buildings shall be substantially similar to the exterior elevation of the same building. Minor deviations of the approved plans (e.g. colors, materials, window placement) may be approved administratively by the Director of Community Development.
- 4) Trees shall be placed between eight townhomes nearest Target and the Target building.
- 5) The townhomes shall be architecturally modified so they are distinguished as eight individual units.

**A29. Architecture – Residential – Washington Avenue**

- 1) The interior building elevations of the residential buildings shall be substantially similar to the exterior elevation of the same building. Minor deviations of the approved plans (e.g. colors, materials, window placement) may be approved administratively by the Director of Community Development.
- 2) The rooftop features (cornices, eaves, other overhangs) shall be visually strengthened to create a more prominent top to the buildings. This may include enlarging the element, increasing its projection, or strengthening its detail as seen from the pedestrian level.
- 3) Consider floor to ceiling windows on the top floor of some of the residential buildings.
- 4) Consider incorporating more modern architectural features to the Washington side of Building D.

**A30. Architecture – Hotel**

- 1) The interior building elevations of the hotel buildings shall be substantially similar to the exterior elevation of the same building. Minor deviations of the approved plans (e.g. colors, materials, window placement) may be approved administratively by the Director of Community Development.
- 2) The windows should be recessed, not flush mounted, which emphasizes a flat appearance.
- 3) The colors, materials, and other architectural accents shall be reviewed with staff with the intent of increasing the diversity and amount of the proposed elements.
- 4) The “exterior cement plaster” shall be reviewed and approved by the Director of Community Development, with the intent of making the material/finish a controlled surface texture and shall be of a high quality.
- 5) The finish of the “aluminum composite panel system” shall not be reflective.
- 6) All signs and graphic displays shown in the plans are not approved under this application and shall be reviewed under a separate master sign permit application.
- 7) The exterior cement scoring shall be at least one-half inch in width and depth, unless otherwise approved by the Director of Community Development.
- 8) The glass on the exterior walls facing Sunnyvale Avenue shall be low reflectivity.
- 9) The applicant/developer shall work with staff to redesign the brick canopies with a more traditional downtown appearance.



**A31. Architecture – Parking Structures (Block 6)**

- 1) As shown on the approved plans, the parking structures elevations shall incorporate the following:
  - a. A strong architectural styling (Art Deco) as the prominent visual feature of the structure.
  - b. The base material of the structures at the pedestrian level shall be stone.
- 2) The open spaces between columns, shown in the second through fifth levels, should be studied for use as public art/murals, spandrel glass, or other visually attractive element, with the intent of creating visual interest and minimizing the appearance as parking structures.
- 3) Any proposed signage or advertising panels are not approved as part of this permit, but may be selectively considered with review and approval of the master sign program for the overall project.
- 4) Parking structure stairways and elevator waiting areas shall be designed to be visually open, with attention to security and visibility.
- 5) Redesign the northeast corner of the parking garage to match, or be of a similarly significant design as, the northwest corner of the garage.

**Green Building/Sustainability/Smart City Technology**

**GB1. Green Building Upgrades and Building Code Compliance:**

- 1) For existing residential portions of structures with building permits issued prior to May 23, 2016 (Buildings D, E, F on Blocks 1 and 2), the following requirements shall apply:
  - a. Revised building permit plans shall include a completed GreenPoint Rated Checklist that verifies that the residential component of the structure will achieve a minimum of 80 points as verified by a GreenPoint Rater pursuant to SMC Chapter 19.39.
  - b. Revised building permit plans shall comply with the State's CALGreen mandatory measures (incorporated in SMC Chapter 16.43) in effect at time of submittal of revised building permit plans.
  - c. The City recognizes that full compliance with the current State's Title 24 energy efficiency requirements will be infeasible for the residential portions of structures that were partially completed under building permits issued in 2007-08; however, applicant/developer has agreed to incorporate measures to achieve greater compliance with Title 24 energy efficiency requirements than currently specified in the building permit plans. Prior to issuance of any revised building permit for the residential portions of Buildings D, E and F, applicant/developer shall submit a proposal for review and approval by the Chief Building Official that specifies measures targeting a goal of 75-85 percent compliance with the 2013 Title 24 energy efficiency requirements.
- 2) For existing non-residential portions of structures with building permits issued prior to May 23, 2016 (Buildings D, E, F and N on Blocks 1, 2 and 4), the following requirements shall apply:
  - a) Building Shell and Core: Compliance with SMC Chapter 19.39 and the associated Green Building Tables adopted by the Council Resolution (collectively, "the City's Green Building Program") is not required and the existing approved building permit plans shall apply.
  - b) Initial Storefront/Tenant Improvements: The City recognizes that the shell and core for the above structures were partially completed under building permits issued in 2007-08 prior to adoption of the City's Green Building





- Program, which will make compliance with the City's Green Building Program for initial storefront/tenant improvements challenging, and in some cases, infeasible. Building permit plans for individual initial storefront/tenant improvements exceeding 5,000 square feet shall strive to meet a LEED Silver standard; however, a hardship or infeasibility exemption can be granted by the Director of Community Development pursuant to SMC Section 19.39.060. Storefront and tenant improvements shall comply with the State's CALGreen mandatory measures and Title 24 energy efficiency requirements in effect at time of building permit application.
- 3) For existing parking structures, the following requirements shall apply:
    - a) Parking Facility A and B on Blocks 1 and 2: Compliance with the City's Green Building Program is not required for completion of these structures and the existing approved building permit plans shall apply.
    - b) Penney's Parking Structure on Block 5: Building permit plans for renovation of this structure shall be reviewed with the Chief Building Official to assess the feasibility of complying with the City's Green Building Program, State CALGreen mandatory measures, and Title 24 energy efficiency requirements in effect at time of building permit application. The level of compliance required by the City will depend on the scope of proposed modifications.
  - 4) New structures with building permits first issued after May 23, 2016, shall comply with the City's Green Building Program in effect at time of building permit application.

GB2. Consider green roof placement as appropriate. Consider using photo-voltaic covers (or providing infrastructure for future installation) on top levels of parking garages.

GB3 By June 30, 2017, applicant/developer shall work with the City to submit a proposal for review and approval by the Director of Community Development that incorporates smart city technology or infrastructure into the project. The proposal shall specify measures and locations, if applicable, for the use of smart city technology within the project and include an implementation program and schedule. Since smart city technology is rapidly evolving, the City acknowledges that further research will be necessary to determine the appropriate technology measures, with sensitivity to cost, physical feasibility, sustainability and relative public benefit. Items to research shall include, but are not limited to, open data sharing through smartphone apps, interactive kiosks, signage and/or a downtown Wi-Fi network. Real-time information shall be considered for the convenience of downtown customers and workers, such as information on parking, transit, shuttles, downtown activities/events, downtown businesses and site security. Integrating smart technology into the required public art program for the project should also be explored.

### **Development Fees**

- DF1. Traffic Impact Fee - Projects resulting in intensification of a use or increase in floor area are subject to a citywide traffic impact fee. The fee is calculated based upon the type of development/intensification proposed and the number of net new trips generated (SMC Sections 3.50.050(c) & 3.50.060), and is based on the actual fee in place at the time of payment. Payment is due prior to issuance of a building permit for construction or expansion of any uses excepting parking structures.
- DF2. Park Dedication In Lieu Fee - The Park Dedication In-Lieu Fee shall be paid in accordance with SMC Chapter 18.10. prior to issuance of a building permit for each residential building.



- DF3. To the extent that building permits for which impact fees have been paid expire, and/or there are any impact fees that have been paid but not yet incurred, such fees shall be credited toward the impact fees owed for future construction of the portion of the Town Center Project for which the fee was collected.

### **Public Improvements**

All Public Improvements shall be included in the building permit plan submittal, and shall be completed and funded pursuant to the construction phasing schedule attached to the updated Subdivision Agreement and other applicable agreements, unless otherwise approved by the Director or Public Works. Previously approved improvement plans shall be updated by the applicant/developer to meet current City standards for all unconstructed work and submitted to the Public Works Department for review and approval. The applicant/developer may enhance or modify any of the standards referenced in Conditions P1 through P15 with approval of the Directors of Community Development and Public Works.

- P1. The applicant/developer is required to install sidewalks on all public rights-of-way abutting and through the project in accordance with the Downtown Streetscape Standard Details and Specifications, including concrete pavement, accent pavers, curbs and gutters, all sidewalks, driveway approaches, curb ramps, street intersection enhanced pavements, utility extensions and connections, meters/vaults, trees and landscaping, street furniture, traffic signal/signs, striping, street lights, etc. The applicant/developer may enhance or modify these standards with approval of the Directors of Community Development and Public Works.
- P2. The applicant/developer shall construct and landscape medians in Washington Avenue and Sunnyvale Avenue, and modify the median in Iowa Avenue as required in the Downtown Specific Plan, including modifications which may be required by the Transportation and Traffic Division. The City will reimburse the applicant/developer for one-half the cost of constructing the median in Sunnyvale Avenue, provided that the total contribution of the City to the cost of improving or reconstructing Sunnyvale Avenue, including the median (between Washington Avenue and Iowa Avenue and between the east and west curbs of the street) shall not exceed \$750,000. This amount is based on 2007 construction costs and shall be updated based on current costs and the original assumptions for determining the City's and Developer's respective contribution per the approval of the Director of Public Works.
- P3. The applicant/developer shall restore any street damaged by the construction, and shall specifically be responsible for any surface restoration (including a new top coat seal or pavement) and striping of that portion of all roadways, abutting the project between the median and the curb line along the project boundary as may be required and approved by the Director of Public Works. Improvement plans from 2007 will be re-examined to update paving and striping required for the project.
- P4. Provide neighborhood gateway features along Sunnyvale Avenue and Iowa Avenue for five locations in accordance with design determinations of the Directors of Community Development and Public Works and not to exceed \$250,000 total. This amount is based on 2007 construction costs and shall be updated based on current costs and the original assumptions for determining the City's and Developer's respective contribution, if applicable, per the approval of the Director of Public Works.
- P5. All public improvements shall be completed pursuant to the updated Subdivision Agreement, unless otherwise approved by the Director of Public Works. For all improvements completed on or after May, 2016, applicant/developer shall provide



- copies of photographs and/or video tapes acceptable to the City for improvement conditions before, during and after project construction.
- P6. All public improvements shall be installed per City's design standards pursuant to Sunnyvale Municipal Code Sections 18.12 and other applicable design criteria unless otherwise approved by the Director of Public Works.
- P7. Where applicant/developer is disturbing or tying into any existing public improvements they are required to bring them up to current standards, including ADA requirements.
- P8. Traffic signals – Traffic signals shall be installed, removed or modified as required by roadway geometry changes, project frontage improvements, or construction impacts caused by the project site layout. Traffic signal removal is required at the following intersections: Town Center Lane/Washington, Iowa/Target Driveway. Traffic signal modification is required at the following intersections: Sunnyvale/McKinley, Mathilda/McKinley, Sunnyvale/Washington, Mathilda/Washington and Mathilda/Iowa. New traffic signals and interconnection are required at the following intersections: Taaffe/Washington, Taaffe/Iowa, Washington/Murphy and Murphy/Iowa. Replacement of interconnection due to project-related traffic signal modifications is required on Mathilda Avenue and Sunnyvale Avenue. All new and modified traffic signals are required to be upgraded to Downtown Standard Specifications and current City standards. This list does not absolve the applicant/developer from fully complying with condition P1.
- P9. Payment of a fair share contribution for intersection improvements at the intersection of Homestead Road and De Anza Boulevard is required in the amount of \$75,924 (See EM5 for details).
- P10. Fair share contribution for the modification to the Mathilda/Washington intersection. The total calculated fair share cost shall not exceed \$779,000 (See EM6 for details). This amount is based on 2007 construction costs and shall be updated to reflect current costs and the original assumptions for determining the City's and Developer's respective contribution per the approval of the Director of Public Works.
- P11. The applicant/developer shall modify the plans at the following intersections for safe pedestrian flow, as well as for the placement of traffic signal poles and equipment – Iowa/Taaffe, Sunnyvale/McKinley, Sunnyvale/Washington, Washington/Murphy, and Washington/Taaffe. This must be addressed prior to issuance of building permits for streetscape improvements.
- P12. Adequate and safe vehicle access must be achieved on Aries Way from the office vehicular corridor into/out of the parking structure ramps.
- P13. Adequate pedestrian access must be provided on Aries Way north of McKinley. At a minimum, there shall be a five (5) foot sidewalk on the west side of Aeries Way continuous between Washington and McKinley Avenues.
- P14. The final determination for the installation of curb ramps, including number of ramps per intersection, angle, depth, design, and locations are subject to the final review and approval of the Directors of Public Works and Development Director.
- P15. The final location and decorative material for crosswalks and mid-block crosswalks are subject to the review and approval of the Directors of Public Works and Community Development.

### **Transportation and Traffic**

Unless otherwise noted, the following Transportation and Traffic conditions shall be satisfied prior to building permit issuance (except demolition, rough grading, excavation, foundations up to grade level, and utilities), or shown on the building permit plan submittal.



- TT1. A dynamic parking supply system shall be evaluated for implementation that incorporates the North of Washington Parking District area. Identification of available parking spaces for each parking deck and directional guides to convenient parking for uses within Block 18 shall be included in the final site plan approval. Applicant/developer shall be responsible for implementation of that portion of the system which directs motorists to parking in Block 18.
- TT2. An on-site kiosk or display case is required to provide transit and rideshare information. The case needs to be a minimum of 34 inches wide to accommodate a VTA map and may be located on a building, wall, trellis, or other on-site feature to the approval of the Director of Community Development.
- TT3. Provide a traffic analysis that evaluates anticipated traffic flow at peak periods at McKinley/Taaffe, McKinley/Aries and McKinley/Murphy and determines the appropriate type of traffic control for these locations. Stop control, yield control, or signalization may be potential candidates. Supporting warrant analysis shall be included.
- TT4. Public street improvements plans shall be prepared and constructed for Iowa, Mathilda, Sunnyvale and Washington as detailed in the Downtown Specific Plan, for the approval of the Transportation and Traffic Manager, and public improvements shall be provided. These include:
- a. Bus stop improvements on Mathilda and Sunnyvale.
  - b. 10 foot for new portions of sidewalks on Washington and 6 feet for existing portions by Macy's, 10 foot sidewalks/landscaping on Iowa, 10 foot sidewalks on Sunnyvale, 15 foot sidewalks on Mathilda.
  - c. Improvements to Washington Avenue from Mathilda Avenue to Taaffe, including right of way dedication, frontage improvement, and a fair share improvement contribution, consistent with City plans to provide an additional westbound left turn lane.
  - d. Improvements at the Murphy/Washington intersection, including gateway features.
  - e. Construction drawings shall show all traffic signal modifications, roadway construction, signing and striping plans, streetlight plans, photometric streetlight study, intersection modifications, traffic control plans (per MUTCD).
  - f. Due to the complexity and timeframe of the project, and due to the connection between the public improvement plan approval and the grading permit, a detailed, comprehensive schedule for public street improvement plan submittal and review shall be developed for the approval of the Director of Public Works. The schedule should show plan submittal, plan review and revision times separately for all public improvement plan set submittals.
  - g. The driveway leading into the porte-cochere for the two office buildings at Mathilda and Washington shall be reconfigured at the first level (driveway only, not the porte-cochere area), to the satisfaction of the Director of Public Works.
- TT5. Design of gateway feature at the intersection of Washington and Murphy Avenues should be coordinated with roadway public improvement plans.
- TT6. Provide a pedestrian circulation plan showing pedestrian desire lines between major sources of pedestrian activity (e.g. from garages to retail project entrances). Utilize the plan to support the location of mid-block crosswalks.
- TT7. Provide two perpendicular curb ramps at each intersection corner.
- TT8. Street improvement plans:
- a. Redlines shall be returned with new plan submittal, otherwise it will be considered an incomplete submittal and rejected.





- b. Revised street improvement plans shall be submitted at 90% and 100% for review. Additional reviews may be necessary based on Public Works review of plans and any issues that arise.
  - c. Electronic set of final approved plans shall be submitted in AutoCad format for Division of Transportation and Traffic records.
- TT9. A Transportation Demand Management (TDM) Plan shall be prepared per environmental mitigation EM.10 as identified in the conditions of approval for the environmental clearance of the previous Town Center Mall plan. This plan requires a detailed feasibility analysis of various measures, documentation of how goals are to be achieved, a monitoring program and a penalty system for non-compliance. This plan must be submitted to and approved by the Director of Community Development prior to issuance of building occupancy for the office buildings (either temporary or final) by the Building Division. TDM requirements shall be incorporated into lease agreements with tenants, which will require documentation of compliance.
- TT10. A bicycle parking plan should be prepared showing types of parking devices and placement of bicycle parking and shall be approved by the Transportation and Traffic Manager.
- TT11. On-site and offsite circulation shall take into account circulation design requirements identified by the transportation consulting firm. This shall account for features identified in the various transportation consultant studies including, but not limited to, traffic requirements and mitigation identified in the Final Environmental Impact Report; the Forum Site Analysis dated August 2003; the Urban Design Plan Analysis of 2001, and any subsequent analyses.
- TT12. Streetscape elements shall explicitly reference the Santa Clara Valley Transportation Authority Community Design and Transportation Manual and Pedestrian Technical Guidelines. Provision of a list or write-up summarizing and confirming referencing of this guidance will facilitate review and approval.
- TT13. A transportation consultant's analysis shall be provided that reviews the following changes proposed by the new plans which were not part of the previously approved 2004 SDP:
- a. The new site access from Sunnyvale Avenue to garage "C" and City owned garage "D" to the public roadway system shall be reviewed by quantifying and assigning trips to and through the site and site access and evaluating adequacy.
  - b. The service access areas that lead directly from Sunnyvale Avenue near Garage "D". These new service areas are a change to the traffic circulation and require additional defined information of roadway configuration plans to provide a center median. A transportation consultant shall provide for the review and approval by the Director of Public Works:
    - 1. A detailed operations and geometric analysis showing that service vehicle access is operationally feasible and will not cause significant traffic delays or hazards to public street traffic; or
    - 2. A modification to the site plan so that service access is from streets internal to the site; or
    - 3. A modification to the plan to eliminate a service access at this location.
  - c. The new "street" generally along the former Aries Way, that creates a new intersection at McKinley and Aries, shall be reviewed by the consultant to demonstrate that traffic utilizing the new street will not cause impacts to traffic safety or traffic operations and determines the appropriate configuration and traffic control for the intersection of Aries Way and McKinley Avenue.





- TT14. A transportation consultant's analysis shall ensure that sufficient parking is provided for each phase of the project as it becomes open for public access. The transportation consultant's report shall study and recommend the appropriate number of spaces for each phase. The results of this analysis, as may be supplemented by the applicant/developer, shall conclusively establish the parking requirements for each phase and location within the project.
- TT15. The traffic circulation analysis shall include a review of roundabouts with stop signs at internal intersections as an option for traffic flow and pedestrian safety.

### **Tentative Map Requirements**

- TM1. This tentative map approval is based upon project data shown on the plan dated January 26, 2007. Recordation of multiple final maps is authorized for subsequent re-subdivision of lots as specified on the subject tentative map for condominium and/or air space fee simple purposes. Any subsequent re-subdivision of any lot shown on the tentative map with project data different from the ones shown on the plan dated January 26, 2007, shall require application for a separate tentative map and recordation of another final or parcel map. Amendment of this tentative map may also be considered if project data change.
- TM2. In order to allow the existing Macy's building to maintain its existing type of construction, the property lines between the Macy's Parcel and Project Site parcels are shared and shall not be subject to the property line restrictions in the adopted building codes for purposes of determining distance from the building to the property lines, allowable wall openings, allowable floor area, utility locations, egress/ingress, and other similar applications.
- TM3. Applicant/developer shall execute an amended Subdivision Agreement and post updated surety bond(s) and/or cash deposit(s) for all proposed public and/or private street and/or utility improvements prior to the first and/or any subsequent final map recordation, or prior to any permit issuance, whichever occurs first, unless otherwise approved by the Director of Public Works.
- a. There shall be provisions of immunity or waiver of City's liability in the Subdivision Agreement in regards to roadways in City owned land that do not conform to City's standard roadway geometry and design.
  - b. There shall be provisions of succession and/or assignment in the Subdivision Agreement for subsequent final maps where applicant/developer is different from the applicant/developer of the first final map. A memorandum of the Subdivision Agreement should be recorded providing notice to future land owners of the obligations, conditions and benefits that run with the land within the subdivision.
- TM4. Applicant/developer shall pay all applicable Public Works development fees associated with the project, including but not limited to, utility frontage and/or connection fees prior to the first and/or any subsequent final map recordation, or prior to any permit issuance, whichever occurs first, unless otherwise approved by the Director of Public Works. Unpaid fees shall be per the most recent fee schedule at the time of improvement plan approval, unless otherwise provided in the SMC.
- TM5. Applicant/developer shall pay Engineering and Inspection Services fees at the time of improvement plan submittal in the amount as specified in City published fee schedules, unless otherwise approved by the Director of Public Works.
- a. This project is subject to high complexity factor of 1.5 times fee, additional fees after second plan checks, after hour plan check fees and third part plan check fees as specified in City published fee schedules, unless otherwise approved by the Director of Public Works.



- TM6. This project is subject to dedication and/or reservation of easements as required by the 2003 Downtown Specific Plan, unless otherwise approved by the Director of Community Development. Easements shall be recorded prior to issuance of building permits for adjacent buildings.
- TM7. This project is subject to a separate approval of exhibits of typical roadway sections that clearly illustrate sidewalk width and location of easement and right-of-way lines with dimensions by the Director of Public Works and the Director of Community Development.
- TM8. This project is subject to street vacation of Barson Terrace (if not owned by the City in fee).
- TM9. This project requires a separate Covenant of Easements to be recorded concurrently with the final map and referenced on the first final map and all applicable subsequent final maps, unless otherwise an alternative mechanism is provided for perpetual cross-lot access/improvement issues with respect to the entire project.
- TM10. This project requires reservation of adequate public utility easements along all street frontages. All utility companies shall be contacted to establish appropriate easements to provide services to each lot and/or building.
- ~~TM11. (Deleted)~~
- TM12. This project requires reservation of emergency vehicle ingress-egress easements as needed and required by the Director of Public Safety.
- TM13. Reservation of new and/or abandonment of existing public/private utility easement(s), ingress/egress easement(s) necessary for the project shall be recorded with the final map(s) or prior to occupancy. Quitclaim Deed is required for abandonment of private easements. No permanent structures are allowed within any of the easement limits.
- TM14. A “NOTICE AND COVENANT RELATED TO PRIVATE IMPROVEMENT OVER PUBLIC EASEMENT” or an alternative document shall be recorded for all private facilities (e.g. sign monuments, planter walls, street furniture) located within the public right-of-way or public utility easement, to the satisfaction of the Director of Public Works and the Director of Community Development. The subject Notice and Covenant shall be referenced in the CC&Rs.
- TM15. Applicant/developer and subsequent property owners’ association is responsible for perpetual maintenance of all public improvements along perimeter streets, including but not limited to, landscaping, City trees, public sidewalk, and public decorative streetlight, as stipulated in the Public Street Maintenance Agreement to be executed concurrently with the Subdivision Agreement.
- TM16. Applicant/developer and subsequent property owners’ associations are responsible for perpetual maintenance of surface improvements and underground utilities in all interior streets, including but not limited to landscaping, sidewalks, streetlights, water, sanitary sewer, storm drain, fire line and their apparatuses, stormwater vaults, grease interceptors, etc., as stipulated in the Public Street Maintenance Agreement to be executed concurrently with the Subdivision Agreement.
- TM17. This project requires Conditions, Covenants, and Restrictions (CC&Rs) to be recorded, with provisions including but not limited to the following items:
- a. All public/private easements pertaining to the project shall be identified and/or defined and made aware to the property owners in the CC&Rs.
  - b. The property owners’ associations shall be made aware of any documents executed between the City and applicant/developer in regards to maintenance responsibilities.
  - c. Property owners are prohibited from modifying drainage facilities and/or flow patterns of their lots without first obtaining permission from the City.



- d. There shall be provisions of post construction Best Management Practices in the CC&Rs in regards to the stormwater management and maintenance responsibilities.
- TM18. Applicant/developer is responsible for all changes or modifications to existing city utilities, streets and other public utilities within or adjacent to the project site, including but not limited to utility facilities/conduits/vaults relocation, extension and upgrade as needed for the development.
- TM19. Construction of this project requires connection to all City utilities or private utilities operating under a City franchise which provide adequate levels of service.
- TM20. The preliminary utility plans submitted as part of the tentative map application are subject to change during the plan check process. Utility plans shall be submitted at 100% review. Existing facilities are subject to modification or upgrade and improvements beyond the project limits may be required as needed. The approved public improvement plans from 2007 are subject to review and revision for all improvements which have not been constructed.
- TM21. All existing utility lines and/or their appurtenances not serving the project and/or having conflicts with the project, shall be capped, abandoned, removed, relocated and/or disposed to the satisfaction of the Director of Public Works.
- TM22. All lots/buildings shall be served by separate utilities, allowing each lot/building to function separately from one another, and/or by a central plant permitted by the City.
- TM23. Applicant/developer shall be responsible for researching private utility lines (e.g. PG&E, telephone, cable, irrigation) to ensure there are no conflicts with the project.
- TM24. All utility plans (e.g. PG&E, telephone, cable TV, fiber optic) shall be submitted to the Public Works Department for review and approval prior to the issuance of any permits for utility work within public right-of-way or public utility easements.
- TM25. This project requires a complete and thorough sanitary sewer system evaluation to identify the existing sewer load and the incremental impact of the sewer discharge as a result of the new development, to be approved by the Director of Public Works. Replacement and upgrade of existing sanitary sewer main along the project frontage and beyond the project limits may be required as needed because of this project.
- TM26. Manhole(s) must be installed at the property line for sanitary sewer and storm drain mains that are to be maintained privately for this project, unless otherwise approved by the Director of Public Works.
- TM27. Installation of the water system shall conform to current City standards and shall be part of the City (or franchised utility) system up to the master water meter serving the project. Analysis of proposed water distribution system based upon available water hydraulic model is required during the plan check process. Replacement of existing water main along project frontage and beyond project limits may be required as needed because of this project.
- TM28. Water meter placement shall be subject to approval by the Director of Public Works. Installation of new radio read meters will be required.
- TM29. Any existing fire hydrant to remain for project use shall be upgraded to Clow-Rich 75.
- TM30. Fire service and domestic water service shall be separate (other than residential). Install new double check detector assembly for fire services. Backflow devices require a special permit issued by Utility Billing.
- TM31. This project shall follow existing drainage pattern for the project site, unless otherwise approved by the Director of Public Works.
- TM32. Adequate drainage/erosion control shall be provided at all times during each phase of the development.



- TM33. Any landscaping proposed within a public utility easement is subject to approval by the Directors of Public Works and Community Development.
- TM34. All landscape and irrigation systems located in the park strip and/or tree well areas along project frontage shall be connected to the water system metered and maintained by the applicant/developer.
- TM35. A separate irrigation water meter with backflow prevention device shall be installed.
- TM36. This project will disturb five or more acres of land, therefore is subject to the General Construction Permit for stormwater discharges. The applicant/developer is required to file a Notice of Intent (NOI) with the State Water Resources Control Board (SWRCB) for construction activities. A Storm Water Pollution Prevention Plan (SWPPP) shall be prepared and be available at the job site at all times. A copy of the Waste Discharger's Identification Number (WDID) from the SWRCB shall be provided to the City prior to the issuance of grading or building permits.
- TM37. All catch basins and storm drain inlet facilities shall be stenciled with the appropriate "No Dumping" message as supplied by the Environmental Services Department.
- TM38. Existing and proposed overhead utility lines (electrical, telephone and cable TV) on-site and along street frontage (if any) shall be placed underground prior to occupancy.
- TM39. Record drawings in CAD and PDF formats of all public improvements and/or improvements on public easements (including street, sewer, water, storm drain and off-site landscaping plans) shall be submitted to the Director of Public Works prior to occupancy release.
- TM40. Prior to approval of the final map, a copy of the draft CC&Rs shall be provided to the City Attorney.

#### **Solid Waste**

- SW1. Waste and Recycling Management Plan, prepared by a private consultant approved by the City with scope of work approved by the City, shall be submitted to the Director of Community Development prior to building permit issuance. The consultant shall:
  - a. Identify and plan for type and quantity of projected waste/recycling generation.
  - b. Design collection systems for operational efficiency & safety.
  - c. Integrate recycling and waste diversion systems into design.
  - d. Consolidate sites to reduce waste storage locations where possible.
  - e. Design to minimize visual and traffic impacts of collection vehicles and garbage/recycling facilities.
- SW2. Final architectural plan shall illustrate Waste and Recycling service bays in streetscape elevations, and reflect how issues with aesthetics will be mitigated. Per municipal code section 19.38.030, all waste and recycling service and storage areas shall be fully screened from public view, with all gates, doors, and lids kept closed at all times. Site will comply with requirements for Waste and Recycling Management per municipal code section 8.16.
- SW3. Waste and Recycling and receiving/delivery areas must be designed and/or operated to not to be in conflict with each other.
- SW4. Integrate Recycling and Waste Diversion systems into facilities and tenant improvements.
- SW5. All Waste and Recycling services for all similar uses shall be maintained under master accounts held by the property management or owner's associations, except in the case of non-shared facilities or services (such as major department stores). The property management/owners will be responsible for ensuring adequate services and





that all locations, sidewalks and streets are kept free of litter and stains. Requirements shall be specified in CC&Rs or other appropriate documents.

- SW6. To mitigate the impacts of large projects on local waste disposal and recycling levels, construction weights/volumes, demolition waste weights/volumes, and recycling weights/volumes are to be reported to the City, per City's "Waste & Recycling Reporting Form" (electronic copy available) or a similar chart. As part of the project's demolition and construction specifications, the applicant/developer shall track the type, quantity, and disposition of materials generated, and forward a complete report the Department of Public Works, Solid Waste Division both periodically and at project completion.
- SW7. Service area requirements of the approved waste and recycling management plan shall be provided with adequate access allowances for service vehicles and adequate space allotment for facilities, based on the approved Waste and Recycling Management Plan specifications.

### **Art in Private Development**

- ART1. Comply with the art in private development requirements as noted in Sunnyvale Municipal Code Chapter 19.52 for art approval, installation and maintenance including the following requirements:
- a. The applicant/developer shall provide artwork by a qualified artisan(s) as approved by the Arts Commission and Director of Community Development equal to the monetary value of one percent of the construction valuation of the project. Construction valuation is based on the building permit valuation for new building commercial construction (*excluding residential construction, streets, and parking structures*) provided by the Chief Building Official. In the event of multi-phased development, valuation for all artwork shall be based on the valuation of all phases, even though all phases may not be completed at the same time.
  - b. No new or revised building permit will be issued for any new construction of a building, expansion, or portion thereof, pursuant to Sunnyvale Municipal Code section 19.52.060 until a permit for required artwork has been issued pursuant to Sunnyvale Municipal Code section 19.52.060 or a detailed schedule for complying with the provisions of the artwork in Private Development requirement, including bonding for phasing, has been approved by the Director of Community Development.
  - c. A bond, letter of credit, cash deposit or other similar security instrument for 1% of the construction valuation of the development project or based on the valuation of each phase, will be required prior to issuance of a building permit for site improvements or new commercial building construction. The bond will not be released until completion and installation of the artwork requirement including related landscaping, lighting, base work and commemorative plaque. For partially-built structures that are proposed for demolition for which a bond, letter of credit cash deposit or other security was previously submitted, the security shall be released upon issuance of the demolition permit.
  - d. Artwork shall be installed prior to occupancy of any new commercial building, excluding parking structures, except that Artwork may be implemented in relation to phases of construction with approval of the Director of Community Development.
  - e. Upon approval by the Arts Commission the plan shall be forwarded for review and approval by the City Council.





- ART2. The artwork may be free-standing works or can be integrated throughout the site. Artwork can be designed to screen the loading docks, service bays, and solid waste enclosures (compactors) as one part of the public art proposal for the site.
- ART3. The required artwork for this project should integrate artwork which reflects the unique history and/or the character of Sunnyvale and which establishes a unique Sunnyvale identity for the project.
- ART4. Consider opportunities for incorporating areas designed for periodic display or news racks as art or sculpture, although they will not be counted towards the required public art.

**Below Market Rate Program**

BMR1. The project is entitled for 292 units and shall provide twelve and one half percent (12.5%) of the total dwelling units (36.5 units in total, with 25 of these provided within Buildings D, E and F) as Below Market Rate (BMR) dwelling units. The dwelling units may be constructed as either rental or ownership units. The first portion of the residential project, 198 dwelling units located in Buildings D, E, and F (“Phase 1”), is proposed by the applicant/developer to be completed as rental units. Applicant/developer shall provide 12.5% of the units (25 units) in Phase 1 as BMR Rental units at rents affordable to low-income households for a minimum affordability term of 55 years as defined in SMC Chapter 19.69. The units shall be administered in accordance with the Affordable Housing Developer Agreement, as provided in paragraph “a” below. If a subsequent phase of the residential project will be for-sale units, that portion of the project shall provide 12.5% of the units (11 units) as BMR ownership units, available for sale at prices affordable to moderate income households, and shall be subject to SMC Chapter 19.67 and the BMR Home Ownership Program Guidelines. If a subsequent phase will be rental units, those portions shall provide 12.5% of the units (11 units) as BMR Rental units, consistent with the terms set forth above for Phase 1. An in-lieu fee equivalent to any fraction of a unit required subsequent to Phase 1 shall be calculated pursuant to methodology determined by the City and paid by the applicant/developer at time of building permit issuance for any units not included in Phase 1.

- a. Prior to issuance of a new or revised building permit for any residential building, the applicant/developer shall enter into an Affordable Housing Developer Agreement (also known as BMR Agreement) with the City that establishes the affordable units and defines the standards for setting the affordable rents, the income qualifications for eligible occupants, the type, size and location of the affordable units within the project, and other applicable terms for renting or selling the affordable units.
- b. All affordable units shall be constructed and offered for rent or sale, as applicable, concurrently with market rate units in that phase, and shall be dispersed throughout the project and shall generally reflect the range in numbers of bedrooms provided in the total project and shall not be distinguished by exterior design, construction or materials. However, because the size of the units in Buildings D, E and F are relatively large for rental units, the Community Development Director shall work with the applicant/developer to designate a larger proportion of the required affordable units within these buildings to be the smaller one-bedroom and two-bedroom units. The specific mix and locations of units shall be more specifically established in the Affordable Housing Developer Agreement.



- c. BMR units shall be constructed concurrently and in proportion with the non BMR units so that upon completion of each residential phase, 12.5% of the completed units will be BMR units.
- d. The City is making this amendment to the SDP to allow the BMR dwelling units to be rental units (rather than for sale units, as approved in the original SDP) at the request of the applicant/developer and for the benefit of the applicant. The Costa-Hawkins Rental Housing Act (California Civil Code Section 1954.50 et seq., the “Costa-Hawkins Act”) does not and in no way shall limit or otherwise affect the restriction of rental charges (rents) for the BMR units. The City approval of this amendment to the SDP falls within an express exception to the Costa-Hawkins Act because the BMR Agreement and the ADDOPA are contracts with a public entity in consideration for a direct financial contribution or other form of assistance specified in Chapter 4.3 (commencing with Section 65915) of Division 1 of Title 7 of the California Government Code.

### **Public Safety**

- PS1. Fire apparatus roads that serve buildings that are four or more stories in height, or 50 feet or greater in height, shall have an unobstructed width of 26 feet (SMC Section 16.52.180).
- PS2. A “pre-fire survey” shall be provided by the applicant/developer to the Public Safety Department in both hard copy and electronic format. The survey must be completed using the “Visio” computer aided design software program. The specific items to include on the pre-fire survey can be provided by the Fire Prevention Unit of the Public Safety Department. This document must be delivered to the Fire Prevention Unit two months before new areas of the site are open to the public.
- PS3. Water supply for fire protection and fire fighting shall be approved by the Department of Public Safety prior to the issuance of a building permit for new construction.
- PS4. All elevators in the mall and parking structures shall accommodate an ambulance gurney in the lying down, or “flat” position.
- PS5. Knox Box system (key switch) shall be provided. The box shall be located in accordance with the Fire Prevention Bureau requirements.
- PS6. Applicant/developer shall consult with Crime Prevention Division at the Public Safety Department for crime prevention measures appropriate to the proposed development prior to issuance of a building permit. Applicant/developer shall incorporate features recommended by crime prevention or explain why the features cannot be incorporated, subject to review and approval by the Director of Community Development
- PS7. Applicant/developer shall install and maintain sufficient defibrillation units as specified by the Public Safety Department in locations determined by mutual agreement of the shopping district and office owners and the Public Safety Department. The defibrillators must be installed one week prior to occupancy of new shopping district or office buildings.
- PS8. All of the shopping district security staff shall be trained in CPR, basic first aid and the use of the defibrillator specified by the Public Safety Department. Staff must have completed their training one month before areas of the site are open to the public.
- PS9. If the total number of EMS (emergency medical service) calls for service exceeds 120 per year for the first year the shopping district is open, then shopping district Security staff will be trained in advanced first aid skills as specified by the American Red Cross.
- PS10. Applicant/developer shall provide a comprehensive emergency and security plan subject to annual review and approval by the Director of Public Safety prior to issuance to a



building permit. Decisions of the Director of Public Safety may be referred by the applicant/developer to the City Manager for a final determination. The plan shall include at a minimum:

- a. A closed circuit television system visually monitoring the interior and all exterior entrances to include concourses and corridors, trash compactors, loading docks and parking facilities. Specifications of the closed circuit television system are subject to review and approval by the Director of Public Safety. The specifications shall address: sensitivity of the camera, hours of operation, maintenance of videos, areas of the shopping district to be monitored;
- b. Level of private security staffing, subject to annual review. Private shopping district security staffing program shall address staffing levels, hours, vehicles and meeting schedules between mall management and Public Safety Department to meet and confer on security staffing issues within the shopping district;
- c. Annual training program for private security officers assigned to the mall;
- d. Locations of security telephones in parking structures and the shopping district site and protocols for routing of calls to private security initially with secondary routing to the City of Sunnyvale Public Safety Department;
- e. Other procedures or features related to emergency response and evacuation of the area deemed necessary for safety and security.

PS11. Applicant/developer shall provide necessary infrastructure for the Department of Public Safety radios to receive and send radio transmissions throughout the shopping district and parking structures.

### **Construction Mitigation**

CM1. Applicant/developer shall prepare a detailed construction phasing and mitigation plan. The plan shall be subject to review and approval by the Director of Community Development with input from Public Safety and Public Works Departments, to include at a minimum the number of parking spaces available at any one time, location of construction activities and routes of construction vehicles, public safety and protection measures. Plan shall include measures to protect downtown businesses and residents from construction related impacts and include measures to assure compliance and accountability. Condition of Approval EM 8 addresses other provisions for the plan.

CM2. If multiple general contractors are utilized for development of this project, construction mitigation shall be coordinated amongst the contractors.

CM3. Climate Action Plan Compliance and Air Quality Conditions:

- a. Idling times will 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, Section 2485 of the California Code of Regulations [CCR]), or less. Clear signage will be provided at all access points to remind construction workers of idling restrictions.
- b. Construction equipment must be maintained per manufacturer's specifications.
- c. Planning and Building staff will work with project applicants to limit GHG emissions from construction equipment by selecting one of the following measures, at a minimum, as appropriate to the construction project:
  1. Substitute electrified or hybrid equipment for diesel- and gasoline-powered equipment where practical.



2. Use alternatively fueled construction equipment on-site, where feasible, such as compressed natural gas (CNG), liquefied natural gas (LNG), propane, or biodiesel.
  3. Avoid the use of on-site generators by connecting to grid electricity or utilizing solar-powered equipment.
  4. Limit heavy-duty equipment idling time to a period of 3 minutes or less, exceeding CARB regulation minimum requirements of 5 minutes.
- CM4. Dust Control: At all times, the Bay Area Air Quality Management District's CEQA Guidelines and "Basic Construction Mitigation Measures Recommended for All Proposed Projects" shall be implemented.



### **Mitigation Monitoring Program Compliance** **(project specific)**

**The following Mitigation Measures are taken from the 2003 Downtown Sunnyvale EIR. They are restated in the project conditions of approval for reference only. The developer will comply with all Mitigation Measures listed below.**

#### ***Mitigated Negative Declaration Mitigations***

EM1. What and Where: Protection of the six heritage resource redwood trees located in the current courtyard of the existing Town Center Mall during demolition of the existing mall and construction of the proposed project.

##### How:

1. The courtyard area of both the demolition plan and construction plans shall indicate that the existing paved area shall remain and be fenced off at the perimeter of the courtyard, not just the drip line of the trees, until preparation and installation of the new hardscape and landscape improvements are to commence.
2. Irrigation shall be provided for the trees throughout the demolition and construction of the project; an automatic sprinkler system shall be incorporated as practical, including the provision of a temporary waterline for said irrigation.
3. Grading Plan shall take into account the tree root system and be developed so as to preserve the root system during excavation work; the current grade around the trees shall not be disturbed without approval by the City Arborist.
4. Alternative means of preservation that results in an equivalent or superior level of protection may be approved by the City Arborist.
5. All plan details and oversight of installation of measures by a certified Arborist.

When: Prior to issuance of building permit for demolition of the mall, plans shall be submitted for review and approval that include the above measures and other conditions of approval regarding landscaping and grading that are included as conditions of approval for the project fencing and irrigation shall commence on the first day of activity on the site or sooner if feasible.

Who: The City will require this to be indicated on the building permit plans prior to issuance and will verify installation and performance during building permit inspections.

EM2. What and Where: Install signal at location #4, noted in the Fehr and Peers circulation study, of the intersection of Murphy Avenue and Washington Avenue.

How: The developer shall improve the street section from Sunnyvale Avenue to Frances Street per the Downtown Standard Street Specifications and as specified in the conditions of approval to include a traffic signal to control all directions of traffic at the intersection of Murphy Avenue and Washington Avenue. The signals shall permit left hand turn movements from Washington Avenue onto Murphy Avenue and allow for controlled pedestrian crossings.





When: Prior to the issuance of a building permit for the site improvements allowing for the construction of Parking Deck "C," an encroachment permit and public improvement permits shall be approved for the modifications to Washington Avenue and the construction of Murphy Avenue extension that include provisions for the traffic signal. The traffic signal shall be installed prior to building permit final. Operational details of the signal shall be determined by the Transportation and Traffic Manager after installation.

Who: The City will require this measure to be indicated on the public improvement plans for the construction of the project prior to its issuance and will verify installation and maintain operation of the signal.

***Program EIR Mitigation Monitoring Program Requirements***

**EM3. Aesthetic Impact 5.1 Mathilda Corridor**

The proposed project building height along Mathilda Avenue ranges from 40-75 feet in height, lower than the maximum height of 100 feet reviewed by the EIR. The architectural design review process of the Special Development Permit process and application of the DSP Design Guidelines and Downtown Streetscape Standard Details and Specifications, will address the general visual continuity, height, colors, and materials, allowing the Planning Commission to determine compatibility by approving the project. Approval of the project in conformance with the DSP will result in less-than-significant visual impact.

**EM4. Aesthetic Impact 5-2 Light and Glare Buildings Exceeding 50 feet in height**

Exterior building illumination above 50 feet in height has potential impacts of light trespass on nearby properties. The project contains commercial office buildings along Mathilda Avenue that exceed 50 feet height.

Requirement: Exterior illumination of architectural features along the Mathilda Corridor Office buildings above the third floor after 10:00 PM is prohibited. In addition, a detailed lighting plan is a condition of approval of the project that will ensure "soft" lighting of architectural features, appropriate signage locations and illumination to further ensure mitigation of potential light trespass. Compliance with SMC Section 19.42.050 and enforcement of these restrictions and design conditions will result in less than significant impact.

**EM5. Transportation Impact 7-4 Cumulative Intersection level of service**

Improvements to intersections reviewed for Impact 7.4 of the EIR for cumulative traffic impacts for the year 2020 conditions.

Requirement: Proportional share of intersection improvements within the City of Sunnyvale is addressed by payment of the Citywide Transportation Impact Fee. The impact fee is based upon net new peak hour trips created from the commercial, office, and housing uses within Block 18, and is to be collected at the rate as established by ordinance at the time of issuance for a building permit for the construction of each building. In addition, a fair share of the costs for improvement to De Anza Boulevard and Homestead Road in Cupertino of a southbound right turn lane shall be collected prior to the issuance of a building permit for construction of a building. The City of Cupertino has established an estimated improvement cost of \$333,000. The estimated impact to the intersection by the project is 22.8% for fair



share cost not to exceed \$75,924. Payment of required impact fees will address fair share impacts of the proposed project and result in a less than significant impact.

**EM6. Transportation Environmental Setting** *Washington Mathilda Intersection*

The project description for the EIR included improvements for additional capacity of the intersection of Washington and Mathilda.

Requirement: A fair share contribution for this improvement is incumbent upon this project for the compliance with the environmental setting of the EIR. The fair share contribution for this improvement is improvement by the project applicant of the project frontage and modification of the Mathilda/Washington traffic signal to provide an additional left turn lane. The fair share cost shall include credit for right-of-way dedication and may include monetary contributions and work performed. The City shall provide the project applicant with previously received monetary contributions for modification of this intersection to offset construction costs. Performance of fair share responsibilities will result in a less than significant impact.

**EM7. Noise Impact 9-1** *New Development Exposure to Excessive Env. Noise*

The EIR identifies that the subject site may be exposed to levels of noise that would exceed interior noise levels established in the Noise Element. The subject site is located within outdoor noise contours of 60 Ldn or greater from the roadway noise and the Moffett Field Airport Approach.

Requirements: Although standard construction techniques minimize exposure to noise in compliance with Title 24 of the California Code of Regulations, an acoustical analysis shall be performed for the purpose of analyzing effects of exposure to continuous roadway noise sources and instantaneous noise levels related to aircraft as related to the design and construction techniques of the project. The analysis shall include recommendations for changes to the design and construction of the project to ensure feasible conformance with noise thresholds. Prior to submission of plans for a building permit for construction of a building, the analysis shall be submitted for review and approval the Director of Community Development. The approved analysis and mitigations, if any, shall be incorporated in the building design plans at the time submittal to the city. Adherence to the findings of the acoustical analysis will result in a less than significant impact.

**EM8. Noise Impact 9-2** *Temporary Construction Noise*

Project related construction activities including, demolition, grading, and building may expose adjacent sensitive uses to noise level that may interfere normal activities.

Requirement: To address project related temporary noise the following performance conditions shall be adhered to per Mitigation 9-2 of the EIR as required per the final approved construction mitigation plan.

1. Erect standard plywood construction barriers (minimum height eight feet) around the construction sites to shield adjacent commercial and distant residential receptors. Barriers shall be painted and kept in good repair and free of graffiti.



2. Equip all internal combustion engine driven equipment with mufflers which are in good condition and appropriate for the equipment; utilize "quiet" air compressors and other stationery noise sources where technology exists.
3. Locate stationary noise-generating equipment as far as possible from sensitive receptors when sensitive receptors adjoin or are near a construction project area.
4. Route all construction traffic to and from the project site via Mathilda Avenue and McKinley Avenue entrance, with Washington Avenue as secondary access. Prohibit heavy construction related truck traffic on residential streets.
5. Schedule construction activities to have the least impact on nearby receptors. Noise inducing activities are restricted to 7:00AM to 8:00 PM Monday – Friday, 8:00AM to 5:00PM Saturday, and no activity on Sunday. The construction lunch break should coincide with the prime lunch hours of the restaurants and other adjacent commercial land uses to enable peaceful use of outdoor dining facilities or services by patrons of local commercial businesses.
6. If pile driving occurs, expedite the pile driving schedule through the use of two or three pile drivers at once to reduce the amount of time taken to drive piles for a foundation. Reducing the duration of this construction activity can significantly minimize the impact to adjacent land uses.
7. Evaluate noise control treatment for pile drivers. It is possible to shroud pile drivers and reduce the amount of noise emitted by 10 dBA or more.
8. Pre-drill holes for piles. A technique that has been found effective in reducing the number of blows to seat a pile is to pre-drill the holes so that only a few blows are required to seat each pile. This would reduce the amount of pile driving noise exposure.
9. (blank)
10. 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 complaint (e.g. starting too early, bad muffler) and would require that reasonable measures warranted to correct the problem be implemented. Conspicuously post a telephone number for the disturbance coordinator at the construction site and include it in the notice sent to neighbors regarding the construction schedule.

Implementation of the above mitigations measures will reduce the potential impact to less than significant.

**EM9. Air Quality 10-1 Construction Impacts**

Dust from associated construction activities may affect air quality.

Requirement: Adhere to the following operational conditions for Mitigation 10-1.

1. Water all active construction areas at least twice daily.
2. Water or cover stockpiles of debris, soil, sand or other materials that can be blown by the wind.
3. Cover all trucks hauling soil, sand, and other loose materials or require all trucks to maintain at least two feet of freeboard.
4. 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.
5. Sweep daily (preferably with water sweepers) all paved access road, parking areas and staging areas at construction sites.



6. Sweep streets daily (preferably with water sweepers) if visible soil material is carried onto adjacent public streets.
7. Limit traffic speeds on unpaved roads to 15 miles per hour.

In addition, require the following practices during demolition:

8. Use dust-proof chutes whenever possible for loading construction debris onto trucks.
9. Use continuous watering to control dust penetration during demolition of the structure and break-up of pavement.
10. Cover all trucks hauling debris from the site.

Implementation of the above mitigation measures will reduce impacts to a level of less than significant.

**EM10. Air Quality 10-2 Regional Long Term Impacts**

Long term air quality impacts are related to regional transportation emission impacts. Complete mitigation was not considered feasible and is a significant and unavoidable impact. Partial mitigation can be provided for in terms of design techniques, site improvements, and operational procedures.

Requirements: To address the primary impact of Peak Hour trip generation and associated congestion a Transportation Demand Management Program (TDM) is required. The TDM shall address potential trip reduction practices for all uses within the development. Provisions for off-peak shift changes, subsidized transit passes, information kiosks for employees and customers shall be analyzed for feasibility. Specifically the plan shall account for a 15% peak hour trip reduction goal for the office component or a 10% total peak hour trip reduction for all uses (commercial, housing, and office) within the project. The TDM shall include an annual monitoring program and a penalty system for lack of achievement. The TDM shall be submitted for review and approval by the Director of Community Development Department prior to the issuance of the final building permit. The TDM is required to be implemented in accordance with the Director of Community Development Department approval, but at a minimum shall require implementation upon occupancy of 20% of the office space entitlement for the project. Compliance with TDM provisions shall be incorporated into lease agreements for office tenants. Incorporation of the TDM measures will potentially reduce project impacts but the impact shall remain significant and unavoidable as identified in the certified Program EIR.

**EM11. Water Quality Impact 11-1 Urban Runoff**

Construction and Operation pollution of stormwater runoff from on-site uses, as well as the rate of flow into the storm drainage system, may have an impact on facility capacity and downstream degradation of San Francisco Bay receiving waters.

Requirement:

1. Obtain a permit from the Regional Board for water quality and include a "Blue Print for Clean Bay" with adequate BMPs as part of the plan submittal for demolition permit and a separate plan as part of the plan submittal for the first building permit.



2. Operation runoff impacts of the uses of the site shall be addressed in certified Storm Water Management Plan that is to address, pollutant sources, volume of flow, and on going maintenance. The Storm Water Management Plan be developed in accordance with the draft Storm Water Management Plan provisions and the requirement of SMC Chapter 12.60. Third party certification of the plan is required prior to its approval by the City.

Implementation of both mitigation measures BMP will result in a less than significant impact.

**EM12. Geology and Soils Impact 12-1 *Expansive Soils***

Project improvement may be affected by damage from expansive soils, ground water, or settlement of soils.

Requirement: Consistent with standard City practices, a geologic report shall be submitted for review and approval to the Director of Community Development. Prior to submittal for a grading or site improvement related building permit that report shall be submitted for review and approval. Implementation of the report's findings will result in a less than significant impact.

**EM13. Cultural Resources 15-1 *Disturbance of an Archaeological Resources***

Although staff has no evidence of archaeological resources being located on-site within the proposed area of construction area, previous construction related to the construction of the garage (Deck D) uncovered Native American remains. As a precautionary measure, standard city procedures address the potential unearthing of discovered sensitive resources.

Requirement: If evidence of prehistoric or historic artifacts or remains is uncovered during the course of excavation or grading for the project, grading activity in the immediate area shall cease and a qualified archaeologist shall be contacted so that appropriate mitigation programs can be developed. Implementation of this mitigation measure will reduce the potential impact to archaeological resources to a less-than-significant level.

**EM14. Cultural Resources 15-2 *Degrade existing Historic Resources***

The proposed project contains six historic resource redwood trees and is adjacent to historic landmark districts. Condition EM.1 addresses on-site preservation of the historic redwoods trees. No other historic resources are anticipated to be affected by the proposed project. No additional mitigation is required.