

RESOLUTION NO. ____-20

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF SUNNYVALE CERTIFYING THE ENVIRONMENTAL IMPACT REPORT, MAKING FINDINGS REQUIRED BY THE CALIFORNIA ENVIRONMENTAL QUALITY ACT, ADOPTING THE MITIGATION AND MONITORING REPORTING PROGRAM, STATING OVERRIDING CONSIDERATIONS IN THE APPROVAL OF THE AMENDED DOWNTOWN SPECIFIC PLAN, ADOPTING THE WATER SUPPLY ASSESSMENT, AND ADOPTING AN AMENDED SPECIFIC PLAN FOR THE DOWNTOWN SPECIFIC PLAN AREA

WHEREAS, the City Council adopted Sunnyvale's first Downtown Specific Plan (DSP) in 1993 with the goal of revitalizing the City's original central core area; and

WHEREAS, on October 14, 2003, the City Council adopted a substantially revised DSP (Resolution 149-03), which was subsequently amended in 2004, 2007, and 2013 (Resolution Nos. 149-03, 126-04, 271-07, and 569-130); and

WHEREAS, on May 3, 2016, the City Council initiated a study of proposed amendments to the DSP affecting Block 1a of the DSP area, to change the primary land use designation to office including a possible increase in the height limit; and

WHEREAS, on July 24, 2017, the City Council initiated a study of proposed amendments to the DSP affecting DSP Blocks 18 and 22 to consider increases in allowable office space and residential units, elimination of the hotel, a reduction in allowable retail space and modified development standards including increased building height; and

WHEREAS, the proposed amendments to DSP were developed with extensive community input, and the policy and regulatory elements of the DSP reflect consultation with business and property owners, developers, staff, and the general public, to serve as a land-use policy document to regulate future development within the DSP area; and

WHEREAS, implementation of the DSP will require (1) adoption of amendments to the City of Sunnyvale General Plan, (2) adoption of the DSP, (3) adoption of amendments to the City's Zoning Code and Precise Zoning Plan/Zoning District Map; and

WHEREAS, the amended DSP has been prepared, along with related zoning code amendments, governing land uses for the Project area as described and depicted in the map attached hereto as "Exhibit A" and incorporated herein by reference; and

WHEREAS, the California Environmental Quality Act (Public Resources Code Sections 21000 *et seq.*, ("CEQA") and the Guidelines for Implementation of the California Environmental Quality Act (14 California Code of Regulations, Sections 15000 *et seq.*) (the "CEQA Guidelines")

requires local agencies to consider environmental consequences of projects for which they have discretionary authority; and

WHEREAS, a Draft Environmental Impact Report (“DEIR”) and Final Environmental Impact Report (“FEIR”, collectively, the “EIR”) have been prepared for and by the City of Sunnyvale for the Project pursuant to CEQA and the CEQA Guidelines; and

WHEREAS, the EIR contains a programmatic analysis of the environmental effects of the DSP amendments as well as project-level analyses of six specific development projects within the DSP area (collectively, “the Project”); and

WHEREAS, the EIR addresses the environmental impacts of the Project, which are further described in Exhibit B attached hereto and incorporated herein by reference; and

WHEREAS, pursuant to CEQA Guidelines Section 15043 the City Council has the authority to approve the Project even though it may cause significant effects on the environment so long as the City Council makes a fully informed and publicly disclosed decision that there is no feasible way to lessen or avoid the significant impacts (CEQA Guideline Section 15091) and that there are specifically identified expected benefits from the project that outweigh the policy of reducing or avoiding significant environmental impacts of the projects (CEQA Guidelines Section 15093); and

WHEREAS, in conformance with CEQA, the City has issued notices, held public hearings, and taken other actions as described in Section 3.0 of Exhibit B attached hereto; and

WHEREAS, the EIR is incorporated by this reference in this Resolution, and consists of those documents referenced in Section 4.0 of Exhibit B attached hereto; and

WHEREAS, pursuant to Section 10910 of the Water Code and Section 15155 of the CEQA Guidelines, a Water Supply Assessment was prepared for purpose of assessing the water supply for the DSP area; and

WHEREAS, the Sunnyvale Bicycle and Pedestrian Advisory Commission, Sustainability Commission, and Heritage Preservation Commission held meetings on July 16, 2020, July 20, 2020, and July 22, 2020, respectively, and made recommendations related to the Project; and

WHEREAS, by motion adopted on July 27, 2020, the Sunnyvale Planning Commission recommended that the City Council certify the EIR, adopt the DSP, and make related amendments to the City’s Zoning Code; and

WHEREAS, a public hearing was held by the City Council on August 11, 2020, regarding the Project and the EIR, following notice duly and regularly given as required by law, and all interested persons expressing a desire to comment thereon or object thereto were heard, and the EIR was considered; and

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

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

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

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

3. WATER SUPPLY ASSESSMENT. The City Council hereby finds that projected water supplies are sufficient to satisfy the demands of the Project in addition to existing and future uses. The City Council hereby approves the Water Supply Assessment (WSA) in compliance with Section 10910 of the Water Code and Section 15155 of the CEQA Guidelines, and adopts the WSA as a technical addendum to the Environmental Impact Report.

4. ADOPTION OF AMENDED DOWNTOWN SPECIFIC PLAN. Based on the foregoing findings, the City Council finds and determines that adoption of the amendments to the DSP constitutes a suitable and logical change in the plan for the physical development of the City of Sunnyvale, and it is in the public interest to approve the amendments. The City Council finds that the amended DSP is consistent with the City's General Plan, and supports the City's long-term goals for the area. Based upon the DSP's consistency with the General Plan, and subject to the implementation of the Mitigation Monitoring and Reporting Program as a condition of approval, the City Council approves and adopts the DSP. Copies of the DSP are on file in the office of the City Clerk.

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

Adopted by the City Council at a regular meeting held on August 11, 2020, by the following vote:

AYES:
NOES:
ABSTAIN:
ABSENT:
RECUSAL:

ATTEST:

APPROVED:

City Clerk
(SEAL)

Mayor

APPROVED AS TO FORM:

City Attorney

Attachment 4
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EXHIBIT B

**FINDINGS OF FACT AND
STATEMENT OF OVERRIDING CONSIDERATIONS
FOR THE DOWNTOWN SPECIFIC PLAN AND
SPECIFIC DEVELOPMENT PROJECTS
(SCH# 2018052020)**

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SECTION 1.0 INTRODUCTION

The purpose of these findings is to satisfy the requirements of Sections 15091, 15092, and 15093 of the California Environmental Quality Act (CEQA) Guidelines, associated with approval of the Downtown Specific Plan (DSP) Amendments and Specific Developments project.

The CEQA Statutes (California Public Resources Code [PRC] Sections 21000, et seq.) and Guidelines (California Code of Regulations Sections 15000, et seq.) state that if it has been determined that a project may or will have significant impacts on the environment, then an Environmental Impact Report (EIR) must be prepared. Prior to approval of the project, the EIR must be certified pursuant to CEQA Guidelines Section 15090. When an EIR has been certified that identifies one or more significant environmental impacts, the approving agency must make one or more of the following findings, accompanied by a brief explanation of the rationale, pursuant to CEQA Guidelines Section 15091(a), for each identified significant impact:

- (1) Changes or alterations have been required in, or incorporated into, such project which avoid or substantially lessen the significant environmental effect as identified in the final environmental impact report.
- (2) Such changes or alterations are within the responsibility and jurisdiction of another public agency and not the agency making the finding. Such changes have been adopted by such other agency, or can and should be adopted by such other agency.
- (3) Specific economic, legal, social, technological, or other considerations, including provision of employment opportunities for highly trained workers, make infeasible the mitigation measures or project alternatives identified in the environmental impact report.

CEQA Guidelines Section 15092 states that after consideration of an EIR, and in conjunction with making the findings identified above, the lead agency may decide whether or how to approve or carry out the project. A project that would result in a significant environmental impact cannot be approved if feasible mitigation measures or feasible alternatives can avoid or substantially lessen the impact. In the event specific economic, social, or other conditions make infeasible such mitigation measure or project alternatives, individual projects may be approved in spite of one or more significant effects thereof. CEQA Guidelines Section 15093 requires the lead agency to document and substantiate any such determination in a “statement of overriding considerations” as a part of the record.

The requirements of CEQA Guidelines Sections 15091, 15092, and 15093 (as summarized above) are all addressed herein. This document summarizes the findings of fact and statement of overriding considerations for the project authorized by those provisions of CEQA and the CEQA Guidelines.

SECTION 2.0 PROJECT LOCATION AND DESCRIPTION

2.1 PROJECT LOCATION

The project includes six project sites within DSP Blocks 1/1a, 18, and 22:

- **100 Altair Way** (within DSP Block 1a but proposed to be shifted into Block 1): An approximately 0.5-acre site located at the south side of Altair Way between Aries Way and South Taaffe Street (APN: 209-07-007);
- **300 Mathilda Avenue** (within DSP Block 18, Sub-block 1): An approximately 1.8-acre site on South Mathilda Avenue (APN: 209-34-019), south of West McKinley Avenue;
- **300 West Washington Avenue** (within DSP Block 18, Sub-block 2): An approximately 0.9-acre site at the southwest corner of West Washington Avenue and South Taaffe Street (APNs: 209-41-002 and -003);
- **Macy's and Redwood Square** (DSP Block 18, Sub-block 3): An approximately 7.3-acre site south of West Washington Avenue, between South Murphy Avenue and South Taaffe Street, and north of McKinley Avenue (APN: 209-35-022 and -023);
- **Town Center Sub-block 6** (DSP Block 18, Sub-block 6): An approximately 3.9-acre site located between West Washington Avenue, West McKinley Avenue, South Murphy Avenue and South Sunnyvale Avenue (APNs: 209-35-016 through -019); and
- **Murphy Square** (within DSP Block 22): An approximately 1.5-acre site located at the northwest corner of West Evelyn Avenue and South Sunnyvale Avenue (APN: 209-06-083).

2.2 PROJECT DESCRIPTION

The project consists of two primary components: (1) amendments to the DSP which relate primarily to the commercial core, and (2) specific development proposals for the above six sites.

2.2.1 DSP Amendments

The six project sites have a total of 20 residential units, 181,000 square feet of commercial space, and 8,000 square feet of office space. In addition, a development of 50 residential units and 8,720 square feet of commercial uses is currently under construction at the 300 West Washington Avenue site. Full buildout of all six sites under the adopted DSP would result in a total of 93 residential units, 545,898 square feet of commercial uses, 17,896 square feet of office uses, and 200 hotel rooms.

The proposed DSP amendments would allow for the development of a total of 843 residential units (an increase of 750 units compared to the adopted DSP), 253,054 square feet of commercial uses (a decrease of 292,844 square feet compared to the adopted DSP), 867,633 square feet of office uses (an increase of 849,737 square feet compared to the adopted DSP), and no hotel rooms (a decrease of 200 hotel rooms compared to the adopted DSP).

The primary amendments to the DSP are as follows:

- Changing the boundary between Blocks 1 and 1a in the DSP to include the 100 Altair Way site (APN: 209-07-007), which is currently part of Block 1a into Block 1;

- Amending text and tables as needed to reflect the proposed development capacity for the six project sites;
- Amending text and tables as needed to allow for the development standards proposed by specific development projects described in Section 2.2.2 below;
- Enhance the design guidelines for buildings, streetscapes and other public spaces; and
- Making other minor modifications to the DSP to ensure internal consistency.

The DSP amendments would also require amendments to Sunnyvale Municipal Code (SMC) Chapter 19.28 (Downtown Specific Plan) to conform the development standards in the zoning code to the amended DSP.

2.2.2 Six Development Projects

It is estimated that each specific development proposal would take approximately one to 3.5 years to complete construction, starting as early as late 2019 and concluding as early as mid-2023. It is likely the proposed developments would overlap in construction. It is anticipated that all developments would be complete by 2024.

2.2.2.1 *100 Altair Way (within DSP Block 1a, but proposed to be part of DSP Block 1)*

The 100 Altair Way site is approximately 0.5-acre in size and located in DSP Block 1a at the southwest corner of Plaza Del Sol. The proposed development would demolish the existing buildings on-site and construct a seven-story (up to 125 feet in height), 141,333 square-foot office building with four levels of below ground parking. The proposed office building would include an approximately 9,500 square-foot rooftop terrace with passive recreational amenities such as walking paths, bocce ball area, and picnic tables.

2.2.2.2 *300 Mathilda Avenue (within DSP Block 18, Sub-block 1)*

The 300 Mathilda Avenue site is an approximately 1.8-acre, undeveloped and vacant site. The proposed development would construct a five-story (up to 108 feet in height to the top of the elevator shaft), mixed-use building with 8,732 square feet of commercial uses and 155,469 square feet of office uses with two levels of below ground parking. An approximately 2,500 square foot open space area with passive recreational amenities including outdoor dining space and landscaped areas is proposed north of the building. A surface parking lot would be constructed south of the proposed building with access to the existing, adjacent three-story parking garage to the east of the site.

2.2.2.3 *Macy's and Redwood Square (DSP Block 18, Sub-block 3)*

The Macy's and Redwood Square site constitute a single sub-block of approximately 7.3-acres in size between West Washington Avenue, South Murphy Avenue, West McKinley Avenue, and South Taaffe Street. The northern portion of the site along Washington Avenue is currently occupied a Macy's department store (the "Macy's building"). The southern portion of the site along McKinley Avenue consists of a large landscaped area with a grove of heritage redwood trees and a small parking lot. The northern portion of this site is referred to as "Macy's" and the southern portion of this site is referred to as "Redwood Square."

The proposed development would demolish the Macy's building and construct four new buildings on the site, as discussed below, while preserving most of the heritage redwood grove and creating an approximately one-acre plaza in the southwest corner of the site. The four proposed buildings would include the following:

- Two, seven-story (up to 124 feet in height) mixed-use buildings on the northern portion of the site with a total of 84,596 square feet of commercial uses¹ and 497,332 square feet of office uses.
- Two, 12-story (up to 157 feet in height) mixed-use buildings on the southern portion of the site with a total of 48,129 square feet of ground floor commercial uses and up to 467 residential units. The ground floor would consist of mostly commercial uses emphasizing entertainment and restaurants.

In summary, this site would be developed with a total of 467 residential units, 132,725 square feet of commercial uses, and 497,332 square feet of office uses. Parking would be provided in a two-level, below-ground parking structure extending beneath all four buildings.

The existing heritage trees would be integrated into the landscaping of the approximate one-acre outdoor plaza at the southeast corner of the site. The outdoor plaza could include a combination of movable or temporary commercial structures totaling 2,100 square feet and passive recreational amenities such as landscaped areas, seating, play areas, and outdoor eating areas. As part of the development proposal, one of the existing redwood trees would be relocated to a different location in the plaza or some other appropriate area of the City.

In addition, South Frances Street would be extended south through the northern portion of the site. A new east-west internal driveway would bisect the site, intersecting the proposed South Frances Street extension, and providing a connection between South Taaffe Street and Murphy Avenue.

2.2.2.4 *Town Center Sub-block 6 (DSP Block 18, Sub-block 6)*

The Town Center Sub-block 6 site is approximately 3.9-acres in size and is developed with a large surface parking lot (Macy's parking lot). The development proposes to redevelop the site with a seven-story (up to 97 feet in height) mixed use building with 40,474 square feet of ground floor commercial uses and 325 residential units. The proposed building would include one level of below ground parking, two levels of above ground parking with ground floor commercial uses and residential units lining the exterior of the parking and capped by a podium structure, and three to five levels of residential units above the podium. The number of residential levels is expected to vary across the site. The residential units on top of the podium structure would be situated around common open space areas which would include passive recreational amenities such as a pool, outdoor BBQ grills, gardens, landscaped areas, and seating areas.

¹ Of the approximately 77,600 square feet of commercial uses, approximately 38,000 square feet is proposed as "flex" space that could be used as either commercial or office.

2.2.2.5 *Murphy Square (within DSP Block 22)*

The Murphy Square site is approximately 1.5-acres in size and located at the northwest corner of West Evelyn and North Sunnyvale Avenues. The Murphy Square site is currently developed with a surface parking lot that provides parking for the existing, adjacent building to the west. The proposed development would replace the existing surface parking lot with a four-story (up to 76 feet in height) 69,100-square foot office building with three levels of below ground parking.

2.3 PROJECT OBJECTIVES

The City's vision for the DSP area is a vibrant and traditional downtown that serves the local community with a desirable mix of retailers, restaurants, corporate tenants, residents, and is a regional destination providing a unique and highly active environment. To achieve this vision, the City's objectives for the DSP amendments are as follows:

1. Enhance the prominence of downtown as the center of the community with the addition of iconic and high quality architecture.
2. Create an urban downtown containing a wide range of live/work options while supporting market trends for retail services and entertainment opportunities in an area that is adjacent to the transit center.
3. Maximize employment opportunities that are responsive to future job market needs, such as research and development and technology businesses, to enhance local economic vitality.
4. Maximize opportunities for higher-density housing to increase the number of new housing units that are affordable at a range of income levels and that serve a variety of household types to help address regional housing needs.
5. Create a distinct and strong sense of place by providing enhanced connections and dynamic gathering places while accommodating taller buildings with larger community gathering spaces.
6. Allow sufficient density and intensity to attract financially feasible private development that will support community benefits, such as parks, open space, affordable housing accessible to lower and moderate income households.
7. Create a district that promotes the use of a variety of sustainable transportation modes such as; bikes, pedestrian, ride-share, transit, and discourages the use of single-occupancy/private automobiles.
8. Maximize employment and housing density in proximity to major transit stops, consistent with the statewide sustainability goals of reducing vehicle miles traveled and minimizing greenhouse gas emissions per service population.

SECTION 3.0 PROCEDURAL FINDINGS

Based on the nature and scope of the project, the City of Sunnyvale determined, based on substantial evidence, that the project may have a significant effect on the environment and prepared an EIR for the project. The EIR (State Clearinghouse No. 2018052020) was prepared, noticed, published, circulated, reviewed, and completed in full compliance with CEQA and the CEQA Guidelines, and additional noticing and opportunities for public comment were also provided, as follows:

- A. A Notice of Preparation (NOP) was prepared and circulated on May 7, 2018, for a minimum 30-day period of public and agency comment. The NOP was submitted to the State Clearinghouse, Santa Clara County Clerk-Recorder, and responsible and trustee agencies; and posted on the City's website (<https://sunnyvale.ca.gov/news/topics/dsp/default.htm>).
- B. A public scoping meeting to receive comments regarding the issues to be covered in the EIR was held on May 23, 2018 in the City Council Chambers at 456 W. Olive Avenue, Sunnyvale, CA 94086.
- C. A Notice of Completion and copies of the Draft EIR (DEIR) were distributed to the Office of Planning and Research on November 22, 2019, to those public agencies that have jurisdiction by law with respect to the project, or which exercise authority over resources that may be affected by the project, and to other interested parties and agencies as required by law. The comments of such persons and agencies were sought.
- D. A Notice of Availability of the DEIR was mailed on November 22, 2019, to all interested groups, organizations, and individuals who had previously requested notice in writing. The Notice of Availability stated that City had completed the DEIR and that copies were available on the City's website: <http://www.sunnyvale.ca.gov>. Hard copies of the DEIR were made available at the City's One-Stop Permit Center at 456 West Olive Avenue, Sunnyvale CA, 94086 and the Sunnyvale Public Library at 665 West Olive Avenue, Sunnyvale, CA 94086.
- E. The public comment period on the DEIR began on November 22, 2019 and concluded on January 6, 2020.
- F. A public hearing was held on December 16, 2019 before the Planning Commission to receive input from agencies and the public on the DEIR.
- G. Pursuant to Assembly Bill (AB) 52, the City distributed letters dated August 23, 2018 to the California tribes that are culturally and geographically affiliated with the project area. Representatives for the following tribes were notified: Ohlone/Costanoan Bay Miwok, Plains Miwok and Patwin; Amah Mutsun Tribal Band (Galt, Davis); Amah Mutsun Tribal Band Ohlone/Costanoan Northern Valley Yokuts; Amah Mutsun Tribal Band of Mission San Juan Bautista; Indian Canyon Mutsun Band of Costanoan (Hollister); Muwekma Ohlone Indian Tribe of the SF Bay Area; Ohlone/Costanoan (Seaside, Linden); Ohlone/Costanoan Northern Valley Yokuts and Bay Miwok; Ohlone Indian Tribe Bay Miwok, Plains Miwok and Patwin. Two written requests to consult were received within the required 30-day time period and their suggestions and concerns were incorporated into the DEIR. Therefore, the consultation process under PRC Section 21080.3.1(b) was concluded.
- H. The City provided written responses to all comments received on the DEIR during the comment period referenced above and revisions to the DEIR were included in the Final EIR (FEIR).
- I. The FEIR was released on July 10, 2020. The FEIR consists of the following items:

- a. The DEIR released on November 22, 2019;
 - b. Responses to Comments; and
 - c. Revisions to the DEIR.
- J. The EIR and project came before the Bicycle and Pedestrian Advisory Commission (BPAC) on July 16, 2020, at a duly and properly noticed public hearing. On this date, the BPAC made recommendations related to the project.
- K. The EIR and project came before the Sustainability Commission on July 20, 2020, at a duly and properly noticed public hearing. On this date, the Sustainability Commission made recommendations related to the project.
- L. The EIR and project came before the Heritage Preservation Commission (HPC) on July 22, 2020, at a duly and properly noticed public hearing. On this date, the HPC made recommendations related to the project.
- M. The EIR and project came before the Planning Commission on July 27, 2020, at a duly and properly noticed public hearing. On this date, the Planning Commission recommended that the City Council adopt the following findings, Mitigation Monitoring and Reporting Program, and Statement of Overriding Considerations.
- N. The EIR and project came before the City Council on August 11, 2020, at a duly and properly noticed public hearing. On this date, the City Council adopted the following findings, Mitigation Monitoring and Reporting Program, and Statement of Overriding Considerations.

As required by CEQA Guidelines Section 15088(b), public agencies that commented on the DEIR were provided at least 10 days to review the proposed responses prior to the date for consideration of the FEIR for certification.

SECTION 4.0 RECORD OF PROCEEDINGS

In accordance with PRC Section 21167.6, subdivision (e), the record of proceedings for the City's decision on the project includes the following documents, which are incorporated by reference and made part of the record supporting these findings:

- The application package, and all attachments and supplemental information thereto;
- City staff reports and all attachments;
- The DEIR and all appendices to the DEIR;
- The FEIR and all appendices to the FEIR;
- All notices required by CEQA and presentation materials related to the project;
- All comments submitted by agencies or members of the public during the comment period on the NOP and the DEIR;
- All studies conducted for the project and contained or referenced in the DEIR and the FEIR;
- All documents cited or referenced in the DEIR and the FEIR;
- All public reports and documents related to the project prepared for City and other agencies;
- All documentary and oral evidence received and reviewed at public hearings and all transcripts and minutes of those hearings related to the project, the DEIR, and the FEIR;
- All other documents related to the project;
- The mitigation monitoring and reporting program (MMRP) for the project; and
- Any additional items not included above if otherwise required by law.

The documents constituting the record of proceedings are available for review by responsible agencies and interested members of the public during normal business hours at the City of Sunnyvale offices at 456 West Olive Avenue, Sunnyvale, CA 94086.

The FEIR is incorporated into these findings in its entirety, unless and only to the extent these findings expressly do not incorporate by reference the FEIR. Without limitation, this incorporation is intended to elaborate on the scope and nature of mitigation measures, the basis for determining the significance of impacts, the comparative analysis of alternatives, and the reasons for approving the project in spite of significant and unavoidable adverse physical environmental impacts.

SECTION 5.0 FINDINGS REQUIRED UNDER CEQA

PRC Section 21002 provides that “public agencies should not approve projects as proposed if there are feasible alternatives or feasible mitigation measures available which would substantially lessen the significant environmental effects of such projects[.]” The same statute states that the procedures required by CEQA “are intended to assist public agencies in systematically identifying both the significant effects of projects and the feasible alternatives or feasible mitigation measures which will avoid or substantially lessen such significant effects.” PRC Section 21002 of the goes on to state that “in the event [that] specific economic, social, or other conditions make infeasible such project alternatives or such mitigation measures, individual projects may be approved in spite of one or more significant effects thereof.”

The mandate and principles in PRC Section 21002 are implemented, in part, through the requirement that agencies must adopt findings before approving projects for which EIRs are required. For each significant environmental effect identified in an EIR for a project, the approving agency must issue a written finding reaching one or more of three permissible conclusions.

The first such finding is that changes or alterations have been required in, or incorporated into, the project that avoid or substantially lessen the significant environmental effect as identified in the FEIR (CEQA Guidelines Section 15091[a][1]). For purposes of these findings, the term “avoid” refers to the effectiveness of one or more mitigation measures to reduce an otherwise significant effect to a less than significant level. In contrast, the term “substantially lessen” refers to the effectiveness of such measure or measures to substantially reduce the severity of a significant effect, but not to reduce that effect to a less than significant level.

The second permissible finding is that such changes or alterations are within the responsibility and jurisdiction of another public agency and not the agency making the finding, and that such changes have been adopted by such other agency or can and should be adopted by such other agency (CEQA Guidelines Section 15091[a][2]).

The third potential conclusion is that specific economic, legal, social, technological, or other considerations, including provision of employment opportunities for highly trained workers, make infeasible the mitigation measures or project alternatives identified in the FEIR (CEQA Guidelines Section 15091[a][3]). “Feasible” means capable of being accomplished in a successful manner within a reasonable period of time, taking into account economic, environmental, social, legal, and technological factors (CEQA Guidelines Section 15364). The concept of “feasibility” also encompasses the question of whether a particular alternative or mitigation measure promotes the underlying goals and objectives of a project. Moreover, “feasibility” under CEQA encompasses “desirability” to the extent that desirability is based on a reasonable balancing of the relevant economic, environmental, social, legal, and technological factors” (City of Del Mar v. City of San Diego (1982) 133 Cal.App.3d 410, 417).

In the process of adopting mitigation measures, the City has made a determination regarding whether the mitigation proposed in the EIR is “feasible.” In some cases, modifications may have been made to the mitigation measures proposed in the EIR to update, clarify, streamline, or revise those measures.

With respect to a project for which significant impacts are not avoided or substantially lessened, a lead agency, after adopting proper findings, may nevertheless approve the project if the agency first adopts a statement of overriding considerations setting forth the specific reasons in support of the finding that the project benefits outweigh its unavoidable adverse environmental effects. In the process of considering the EIR for certification, the City has recognized that impact avoidance is not possible in all instances. To the extent that significant adverse environmental impacts will not be reduced to a less than significant level with the adopted mitigation, the City has found that specific economic, social, and other considerations support approval of the project. Those findings are reflected herein in Section 5.0 Findings Required Under CEQA and in Section 7.0 Statement of Overriding Considerations below.

5.1 SUMMARY OF FINDINGS

The DEIR identified a number of no impacts and less than significant impacts associated with the project that do not require mitigation. The DEIR also identified a number of significant environmental effects (or impacts) that may be caused in whole or in part by the project. Some of these significant effects can be fully avoided or substantially lessened through the adoption of feasible mitigation measures. Other effects cannot be, and thus are significant and unavoidable. For reasons set forth in Section 7.0 Statement of Overriding Considerations, the City has determined that overriding economic, social, and other considerations outweigh the significant, unavoidable effects of the project.

The findings of the City with respect to the project's significant effects and mitigation measures are set forth in the FEIR and these Findings of Fact. For the full analysis of each environmental impact, refer to the DEIR and the FEIR.

The following provides a summary description of each significant impact, describes the applicable mitigation measures identified in the FEIR and adopted by the City, and states the findings of the City regarding the significance of each impact after imposition of the adopted mitigation measures. A full explanation of these environmental findings and conclusions can be found in the FEIR and associated record (described herein), both of which are incorporated by reference. The City hereby ratifies, adopts, and incorporates the analysis and explanation in the record into these findings, and ratifies, adopts, and incorporates in these findings the determinations and conclusions of the FEIR relating to environmental impacts and mitigation measures, except to the extent any such determinations and conclusions are specifically and expressly modified by these findings.

Some of the mitigation measures identified below are within the jurisdiction and control of other agencies. To the extent any of the mitigation measures are within the jurisdiction of other agencies, the City finds those agencies can and should implement those measures within their jurisdiction and control (CEQA Guidelines Section 15091[a][2]).

5.1.1 Findings Regarding EIR Recirculation

CEQA Guidelines Section 15088.5 requires a lead agency to recirculate an EIR when "significant new information" is added to the EIR after the lead agency gives public notice of the availability of the DEIR but before certification. "Information" may include project changes, changes to the environmental setting, or additional data or other information. The CEQA Guidelines do not consider

new information to be significant unless the lead agency changes the EIR in a way that deprives the public of a meaningful opportunity to comment on a substantial adverse environmental effect or a feasible way to mitigate the impact that the agency or project proponent has declined to implement. CEQA Guidelines Section 15088.5 states “significant new information” requiring recirculation may include:

- (1) A new significant environmental impact that had not previously been disclosed in the draft EIR would result from the project or from a new mitigation measure;
- (2) A substantial increase in the severity of an environmental impact that had already been identified unless mitigation measures would be adopted to reduce the impact to a level of insignificance;
- (3) A feasible project alternative or mitigation measure would considerably lessen the significant environmental impacts of the project, but the proponents will not adopt it; or
- (4) The draft EIR was so inadequate and conclusory that meaningful public review and comment were precluded.

Recirculation is not required if new information added to the EIR just clarifies or makes minor modifications to an otherwise adequate EIR.

The City made changes to the DEIR after it was released, which are described in Section 5.0 Draft EIR Text Revisions of the FEIR. Minor clarifications were made to mitigation measure MM AQ-2.4 and the description of the existing road conditions in Section 3.17 Transportation/Traffic and Appendix I (Transportation Impact Analysis) of the DEIR. These changes are described in the FEIR. No new or substantially more severe impacts would result from the clarifications. There are no new feasible alternatives or mitigation measures that are considerably different from those considered in the EIR that the City has declined to adopt.

5.1.2 Findings Regarding No Impacts and Less than Significant Impacts (No Mitigation Required)

The City agrees with the characterization in the FEIR of all project-specific impacts identified as “less than significant” and finds that those impacts have been described accurately and are either less than significant or have no impact, as described in the FEIR. Section 15091 of the CEQA Guidelines does not require specific findings to address environmental effects that an EIR identifies as having “no impact” or a “less than significant” impact.

The impacts where the project would result in either no impact or a less than significant impact, and which require no mitigation, are identified in the bulleted list below. Please refer to the DEIR for more detail.

Aesthetics

- Impact AES-1: The project would not result in significant aesthetic impacts.
- Impact AES-C: The project would not have a cumulatively considerable contribution to a significant cumulative aesthetic impacts.

Agricultural and Forestry Resources

- Impact AG-1: The project would not convert farmland, conflict with zoning for agricultural use, or conflict with a Williamson Act contract.
- Impact AG-2: The project would not conflict with existing zoning of forest land or timberland, or result in the loss or conversion of forest land.
- Impact AG-C: The project would not contribute to a significant cumulative impact on agricultural and forestry resources.

Air Quality

- Impact AQ-1: The project would not conflict with or obstruct implementation of the applicable air quality plan.
- Impact AQ-5: The project would not create objectionable odors affecting a substantial number of people.

Biological Resources

- Impact BIO-2: The project would not have a substantial adverse effect on riparian habitat, wetland, or other sensitive natural community.
- Impact BIO-3: The project would not interfere substantially with the movement of fish or wildlife species or with established wildlife corridors, or impede the use of native wildlife nursery sites.
- Impact BIO-4: The project would not conflict with local policies or ordinances protecting biological resources, such as a tree preservation policy or ordinance.
- Impact BIO-5: The project would not conflict with the provisions of an adopted Habitat Conservation Plan, Natural Community Conservation Plan, or other approved habitat conservation plan.

Cultural Resources

- Impact CR-3: The project would not destroy a unique paleontological resource or site or unique geological feature.

Geology and Soils

- Impact GEO-1: The project would not expose people or structures to substantial adverse effects from rupture of a known fault, strong seismic ground shaking, seismic-related ground failure (including liquefaction), and/or landslides.
- Impact GEO-2: The project would not result in substantial soil erosion or loss of topsoil or create substantial risks to life or property due to expansive soil.
- Impact GEO-3: The project would not be located on a geologic unit or soil that is unstable, or that would become unstable as a result of the project, and potentially result in on- or off-site landslide, lateral spreading or subsidence.

- Impact GEO-4: The project would not be located on soils incapable of adequately supporting the use of septic tanks or alternative waste water disposal systems where sewers are not available for the disposal of waste water.
- Impact GEO-C: The project would not have a cumulatively considerable contribution to a significant cumulative geology and soil impact.

Hazards and Hazardous Materials

- Impact HAZ-2: The project would not emit hazardous emissions or hazardous materials within one-quarter mile of an existing or proposed school.
- Impact HAZ-3: The project is not located on a site which is included on a list of hazardous materials sites compiled pursuant to Government Code Section 65962.5.
- Impact HAZ-5: The project would not impair implementation of or physically interfere with an adopted emergency response plan or emergency evacuation plan.
- Impact HAZ-6: The project would not expose people or structures to a significant risk of loss, injury, or death involving wildland fires.

Hydrology and Water Quality

- Impact HYD-2: The project would not substantially deplete groundwater supplies or interfere substantially with groundwater recharge such that there would be a net deficit in aquifer volume or a lowering of the local groundwater table.
- Impact HYD-4: The project would not place housing within a 100-year flood hazard area; impede or redirect flood flows; expose people or structures to significant risk involving flooding; or be inundated by seiche, tsunami, or mudflow.

Land Use and Planning

- Impact LU-1: The project would not physically divide an established community.
- Impact LU-2: The project would not conflict with applicable land use plan, policy, or regulation of an agency with jurisdiction over the project adopted for the purpose of avoiding or mitigating an environmental effect.
- Impact LU-3: The project would not conflict with applicable habitat conservation plan or natural community conservation plan.
- Impact LU-C: The project would not have a cumulatively considerable contribution to a significant cumulative land use impact.

Mineral Resources

- Impact MIN-1: The project would not result in the loss of availability of a known mineral resource or locally-important mineral resource recovery site.
- Impact MIN-C: The project would not contribute to a significant cumulative mineral resources impact.

Noise and Vibration

- Impact NOI-2: The project would not result in the exposure of persons to or generation of excessive groundborne vibration.
- Impact NOI-3: The project would not result in a substantial permanent increase in ambient noise levels in the project vicinity above levels existing without the project.
- Impact NOI-5: The six project sites are not located within an airport land use plan, or within the vicinity of a private airstrip.
- Impact NOI-6: The six project sites are not within the vicinity of a private airstrip.

Population and Housing

- Impact POP-1: The project would not induce substantial population growth in the area.
- Impact POP-2: The project would not displace substantial numbers of existing housing or residents, necessitating the construction of replacement housing elsewhere.
- Impact POP-C: The project would not have a cumulatively considerable contribution to a significant cumulative population and housing impact.

Public Services

- Impact PS-1: The project would not require new or physically altered fire protection facilities (the construction of which could cause significant environmental impacts) in order to maintain acceptable service ratios, response times, or other performance objectives.
- Impact PS-2: The project would not require new or physically altered police protection facilities (the construction of which could cause significant environmental impacts) in order to maintain acceptable service ratios, response times, or other performance objectives.
- Impact PS-3: The project would not require new or physically altered school facilities (the construction of which could cause significant environmental impacts) in order to maintain acceptable service ratios, response times, or other performance objectives.
- Impact PS-4: The project would not require new or physically altered library facilities (the construction of which could cause significant environmental impacts) in order to maintain acceptable service ratios, response times, or other performance objectives.
- Impact PS-5: The project would not require new or physically altered park facilities (the construction of which could cause significant environmental impacts) in order to maintain acceptable service ratios, response times, or other performance objectives.
- Impact PS-C: The project would not result in significant cumulative impacts to public services.

Recreation

- Impact REC-1: The project would not increase the use of existing neighborhood and regional parks or other recreational facilities such that substantial physical deterioration of the facility would occur or be accelerated. The project would not include recreational facilities or require

the construction or expansion of recreational facilities which might have an adverse physical effect on the environment.

- Impact REC-C: The project would not result in significant cumulative impacts to recreational facilities.

Transportation/Traffic

- Impact TRN-3: The project would not result in a change in air traffic patterns, including either an increase in traffic levels or a change in location that results in substantial safety risks.
- Impact TRN-4: The project would not substantially increase hazards due to a geometric design feature (e.g., sharp curves or dangerous intersections) or incompatible uses (e.g., farm equipment).
- Impact TRN-5: The project would not result in inadequate emergency access.
- Impact TRN-6: The project would not conflict with adopted policies, plans, or programs regarding public transit, bicycle, or pedestrian facilities or otherwise decrease the performance or safety of such facilities.

Utilities and Service Systems

- Impact UTL-1: The project would not exceed wastewater treatment requirements of the applicable Regional Water Quality Control Board.
- Impact UTL-2: The project would require improvements to the existing sewer system, the construction of which would not cause significant environmental effects.
- Impact UTL-3: The wastewater treatment facility (WPCP) would have adequate capacity to serve the project demand in addition to the provider's existing commitments.
- Impact UTL-5: The project would have sufficient water supply available to serve the project from existing entitlements and resources. The construction of water system improvements to provide adequate service would not result in significant environmental effects.
- Impact UTL-6: The project would be served by a landfill with sufficient permitted capacity to accommodate the project's solid waste disposal and would comply with applicable statutes and regulations related to solid waste.

5.1.3 Findings Regarding Impacts Mitigated to a Levels of Less than Significant

The City hereby finds that feasible mitigation measures have been identified in the FEIR that will avoid or substantially lessen the below described significant environmental impacts to a less than significant level. The findings in this section are based on the FEIR, the discussion and analysis in which is hereby incorporated in full by this reference.

5.1.3.1 *Air Quality*

Impact AQ-2: The project would not violate any air quality standard or contribute substantially to an existing or projected air quality violation. **(Less than Significant Impact with Mitigation Incorporated)**

DSP Amendments

The EIR finds that implementation of the proposed DSP amendments would result in short-term emissions from construction activities associated with development. The EIR finds that the overlapping of construction and operational emissions from future development proposed under the DSP amendments may exceed Bay Area Air Quality Management District's (BAAQMD) significance threshold for criteria air pollutant emissions.

Mitigation: **MM AQ-2.1: All Project Sites (except 300 West Washington Avenue):** Prior to issuance of demolition and grading permits, applicants for future development under the DSP amendments shall complete a project-specific air quality analysis to evaluate construction period air pollutant emissions in accordance with the current BAAQMD CEQA Guidelines. Overlapping construction and operation air pollutant emissions shall also be evaluated, if future development of the project sites overlap. If construction or overlapping construction and operational air pollutant period emissions exceed the BAAQMD thresholds of significance, development-specific mitigation measures shall be implemented to reduce emissions. Mitigation measures could include, but are not limited to, implementing best management practices to control dust, particulate matter, and diesel exhaust and restricting the project wide fleet-average percent of NO_x emissions.

Finding: Future development under the proposed DSP amendments, with the implementation of mitigation measure MM AQ-2.1, would not result in significant construction period emissions or significant overlapping construction and operation period emissions by completing a project-specific analysis at the time a specific development is proposed and implementing measures to control and reduce emissions (such as implementing BAAQMD best management practices and restricting the project wide fleet-average percent of NO_x emissions) to be below BAAQMD thresholds of significance (DEIR pages 61 through 62). Thus, the project's impact would be reduced to a less than significant level.

Six Development Projects

The EIR finds that the construction period emissions for the six development projects would be below the BAAQMD significance thresholds. The EIR finds that the overlapping construction and operation period emissions of the six development projects would exceed the BAAQMD threshold of 54 pounds per day for NO_x emissions during construction.

Mitigation: **MM AQ-2.2: All Project Sites (except 300 West Washington Avenue):** The six development projects shall implement the below BAAQMD-recommended measures to control dust, particulate matter, and diesel exhaust emissions during construction. This list of BAAQMD measures shall be incorporated into the approved building plan set.

1. All exposed surfaces (e.g., parking areas, staging areas, soil piles, graded areas, and unpaved access roads) shall be watered two times per day.
2. All haul trucks transporting soil, sand, or other loose material off-site shall be covered.
3. All visible mud or dirt track-out onto adjacent public roads shall be removed using wet power vacuum street sweepers at least once per day. The use of dry power sweeping is prohibited.
4. All vehicle speeds on unpaved roads shall be limited to 15 miles per hour (mph).
5. All roadways, driveways, and sidewalks to be paved shall be completed as soon as possible. Building pads shall be laid as soon as possible after grading unless seeding or soil binders are used.
6. Idling times shall be minimized either by shutting equipment off when not in use or reducing the maximum idling time to five minutes (as required by the California airborne toxics control measure Title 13, Section 2485 of California Code of Regulations). Clear signage shall be provided for construction workers at all access points.
7. All construction equipment shall be maintained and properly tuned in accordance with manufacturer's specifications. All equipment shall be checked by a certified mechanic and determined to be running in proper condition prior to operation.
8. Post a publicly visible sign with the telephone number and person to contact at the City regarding dust complaints. This person shall respond and take corrective action within 48 hours. BAAQMD's phone number shall also be visible to ensure compliance with applicable regulations.
9. All exposed surfaces shall be watered at a frequency adequate to maintain minimum soil moisture of 12 percent. Moisture content can be verified by lab samples or moisture probe.
10. All excavation, grading, and/or demolition activities shall be suspended when average wind speeds exceed 20 mph and visible dust extends beyond site boundaries.
11. Wind breaks (e.g., trees, fences) shall be installed on the windward side(s) of actively disturbed areas of construction adjacent to sensitive receptors. Wind breaks should have at maximum 50 percent air porosity.
12. Vegetative ground cover (e.g., fast-germinating native grass seed) shall be planted in disturbed areas as soon as possible and watered appropriately until vegetation is established.

13. The simultaneous occurrence of excavation, grading, and ground-disturbing construction activities on the same area at any one time shall be limited. Activities shall be phased to reduce the amount of disturbed surfaces at any one time.
14. Avoid tracking of visible soil material on to public roadways by employing the following measures if necessary: (1) treat site accesses to a distance of 100 feet from public paved roads with a six to 12-inch compacted layer of wood chips, mulch, or gravel; (2) wash truck tires and construction equipment of prior to leaving the site, or (3) other methods to reduce the deposition of soil material on public roadways.
15. Sandbags or other erosion control measures shall be installed to prevent silt runoff to public roadways from sites with a slope greater than one percent.
16. Minimizing the idling time of diesel-powered construction equipment to two minutes.

MM AQ-2.3: All Project Sites (except 300 West Washington Avenue): Prior to construction activities, the project applicant(s) shall develop a plan demonstrating that the off-road equipment (more than 25 horsepower) to be used in the construction project (i.e., owned, leased, and subcontractor vehicles) would achieve a project wide fleet-average 46 percent NO_x reduction. The Macy's and Redwood Square, Town Center Sub-block 6, and Murphy Square sites shall demonstrate an overall 90 percent particulate matter exhaust reduction compared to modeling results in Appendix C of the DEIR. The 100 Altair and 300 Mathilda Avenue sites shall demonstrate a 97 percent reduction compared to modeling results in Appendix C of the DEIR. Acceptable options for reducing emissions include the use of late model engines, low-emission diesel products, alternative fuels, engine retrofit technology, after-treatment products, add-on devices such as particulate filters, and/or other options as such become available. The following feasible methods shall be used unless an alternative plan that achieves this requirement is submitted and approved by the Community Development Department prior to the issuance of the building permit and shall be included in the approved plan set:

1. All construction equipment larger than 25 horsepower used at the site for more than two continuous days or 20 hours total shall meet EPA Tier 4 emission standards for NO_x and particulate matter, if feasible, otherwise,
 - a. All construction equipment larger than 25 horsepower used at the site for more than two continuous days or 20 hours total shall meet EPA emission standards for Tier 3 engines and include particulate matter emissions control equivalent to CARB Level 3 verifiable diesel emission control devices that altogether achieve an 85 percent reduction in particulate matter exhaust; alternatively (or in combination); or
 - b. Use of alternatively-fueled equipment with lower NO_x emissions that meet the NO_x and particulate matter reduction requirements above.
 - c. For special exceptions, a waiver to use other equipment for specialized purposes would have to be obtained from the City after

review of evidence that use of such equipment meeting the above mitigation requirements is not feasible.

2. Diesel engines, whether for off-road equipment or on-road vehicles, shall not idle for more than two minutes, except as provided in exceptions to the applicable state regulations (e.g., traffic conditions, safe operating conditions). The construction sites shall have posted legible and visible signs in designated queuing areas and at the construction site to clearly notify operators of idling limit.
3. All on-road heavy duty diesel trucks with a gross vehicle weight rating of 33,000 pounds or greater (Emission FACTors [EMFAC] Category heavy-duty diesel truck [HDDT]) used at the six project sites (such as haul trucks, water trucks, dump trucks, and concrete trucks) shall be model year 2010 or newer.
4. Provide line power to the sites during the early phases of construction (demolition, site preparation, grading/excavation, and trenching) to minimize the use of diesel-powered stationary equipment, such as generators. Use of diesel powered-portable equipment for the 100 Altair and 300 Mathilda Ave sites shall be limited to 100 hours for generators, 100 hours for compressors and 100 hours for cranes.

Finding: Modeling was completed to determine the effectiveness of mitigation measure MM AQ-2.2 and MM AQ-2.3 at reducing criteria pollutant emissions (particularly NO_x). The modeling results show that with the implementation of mitigation measures MM AQ-2.2 and MM AQ-2.3, the six development projects' significant construction and overlapping construction and operation period NO_x emissions would be reduced to 26.3 pounds per day, which is below the significance threshold of 54 pounds per day (DEIR pages 62 through 66). Thus, the project's impact would be reduced to a less than significant level.

DSP Amendments and Six Development Projects

The EIR finds that the average daily operational emissions of ROG and NO_x from the project (i.e., the DSP amendments and six development projects) would exceed the BAAQMD average daily significance threshold of 54 pounds per day.

Mitigation: **MM AQ-2.4: All Project Sites (except 300 West Washington Avenue):** Approval of a TDM Plan to reduced operational NO_x emissions consistent with City requirements. This Plan shall demonstrate a minimum six percent overall reduction in vehicle trips and shall be approved by the Public Works Director or designee. For buildings with an identified tenant, the project applicant(s) shall submit to the City, and the City approve, a TDM plan prior to issuance of building permits. For buildings without an identified tenant, the project applicant shall submit, and the City approve, the TDM Plan prior to the building occupancy. Potential measures in the TDM plan can include, but are not limited to, the following:

1. Unbundled parking
2. VTA SmartPass (formerly Eco Pass) for residents
3. On-site bicycle repair station

4. A bike share program
5. An on-site TDM coordinator that would provide rideshare matching services and coordinate walking/biking groups for residents
6. An on-site transportation kiosk that would provide information to residents and visitors about multi-modal wayfinding and transit information
7. Caltrain Go Pass

Finding: Modeling was completed to determine the effectiveness of mitigation measure MM AQ-2.4 at reducing future project-related vehicle trips. The modeling results show that, with the implementation of mitigation measure MM AQ-2.4, the project's average daily operational emissions of ROG and NO_x emissions would be reduced to 53 and 52 pounds per day (respectively), which is below the threshold of significance of 54 pounds per day (DEIR pages 66 through 68). Thus, the project's impact would be reduced to a less than significant level.

Impact AQ-3: The project would not result in a cumulatively considerable net increase of criteria pollutants (ROG, NO_x, PM₁₀, and/or PM_{2.5}) for which the project region is non-attainment under an applicable federal or state ambient air quality standard. **(Less than Significant Impact with Mitigation Incorporated)**

DSP Amendments and Six Development Projects

The EIR finds that, since the project's average daily operational emissions of ROG and NO_x exceed the BAAQMD significance thresholds, its emissions of ROG and NO_x would be cumulatively considerable.

Mitigation: Refer to MM AQ-2.1 through MM AQ-2.4 above.

Finding: As discussed under the findings for Impact AQ-2, with implementation of mitigation measures MM AQ-2.1 through MM AQ-2.4, the project's individual (and therefore, cumulative) net increase of criteria pollutants or precursors (ROG, NO_x, PM₁₀, and PM_{2.5}) would be reduced to below thresholds of significance (DEIR page 68). Thus, the project's impact would be reduced to a less than significant level.

Impact AQ-4: The project would not expose sensitive receptors to substantial pollutant concentrations. **(Less than Significant Impact with Mitigation Incorporated)**

DSP Amendments

The EIR finds that the emissions during construction and combined construction and operational emissions from future development under the DSP amendments would likely exceed BAAQMD's significance threshold for health risks.

Mitigation: **MM AQ-4.1: All Project Sites (except 300 West Washington Avenue):** Prior to issuance of grading and demolition permits, applicants for future development

projects shall prepare a project-specific community health risk assessment (including a cumulative assessment) to evaluate construction period air pollutant emissions in accordance with the current BAAQMD CEQA Guidelines. The health risk from overlapping construction and operational air pollutant emissions shall also be evaluated. If the health risk for future development proposals exceed the BAAQMD thresholds of significance, measures shall be implemented to reduce the health risk. Measures could include limiting use of diesel equipment and restricting diesel emissions.

Finding: Future development under the proposed DSP amendments, with the implementation of mitigation measure MM AQ-4.1, would reduce its significant construction period health risks and significant overlapping construction and operation period health risks by completing a project-specific analysis at the time a development is proposed and implementing measures (if required) to reduce the health risk to below the BAAQMD thresholds of significance (DEIR pages 69 through 70). Thus, the project's impact would be reduced to a less than significant level.

Six Development Projects

The EIR finds that, based on a project-specific community health risk assessment, the construction and combined construction and operational health risk impacts from the six development projects exceeds the BAAQMD single-source thresholds for incremental cancer risk and PM_{2.5} concentration.

Mitigation: Refer to mitigation measures MM AQ-2.2 and MM AQ-2.3 above.

Finding: Modeling was completed to determine the effectiveness of mitigation measures MM AQ-2.2 and MM AQ-2.3. Modeling results show that implementation of mitigation measures MM AQ-2.2 and MM AQ-2.3 would reduce the construction and overlapping construction and operation cancer risk and PM_{2.5} emissions at the MEI from the six development projects to below the BAAQMD thresholds of significance (DEIR pages 70 through 72). Thus, the project's impact would be reduced to a less than significant level.

Impact AQ-C: The project would not cumulatively contribute to a cumulative significant air quality impact. **(Less than Significant Cumulative Impact with Mitigation Incorporated)**

DSP Amendments and Six Development Projects

The EIR finds that the project would not have a cumulatively considerable impact to the implementation of the Clean Air Plan.

The EIR finds that, since the project's average daily operational emissions of ROG and NO_x exceed the BAAQMD significance thresholds, its emissions would be cumulatively considerable.

Mitigation: Refer to MM AQ-2.1 through MM AQ-2.4 above.

Finding: As discussed under the finding for Impact AQ-2, with implementation of mitigation measures MM AQ-2.1 through MM AQ-2.4, the project's individual (and therefore, cumulative) net increase of criteria pollutants or precursors (ROG, NO_x, PM₁₀, and PM_{2.5}) would be reduced to below thresholds of significance (DEIR page 68). Thus, the project's cumulatively considerable contribution would be reduced to a less than significant level.

The EIR finds that the project would have a cumulatively considerable contribution to a significant cumulative cancer risk and annual PM_{2.5} impact.

Mitigation: Refer to mitigation measures MM AQ-4.1, MM AQ-2.2, and MM AQ-2.3.

Finding: As discussed under the finding for Impact AQ-4, the modeling results show that the implementation of mitigation measures MM AQ-4.1, MM AQ-2.2, and MM AQ-2.3 would reduce the project's cumulatively significant cancer risk and annual PM_{2.5} impact to below the BAAQMD cumulative thresholds of significance (DEIR pages 74 through 76). Thus, the project's cumulatively considerable contribution would be reduced to a less than significant level.

5.1.3.2 *Biological Resources*

Impact BIO-1: The project would not have a substantial adverse effect on species identified as a candidate, sensitive, or special status species. **(Less than Significant Impact with Mitigation Incorporated)**

DSP Amendments and Six Development Projects

The EIR finds that construction activities, such as exterior architectural improvements, tree removal, and site grading, that disturb a nesting bird or raptor on a site or immediately adjacent to the construction zone would constitute a significant impact.

Mitigation: **MM BIO-1.1: All Project Sites (except 300 West Washington Avenue):** When possible, construction shall be scheduled to avoid the nesting season to the extent feasible. The nesting season for most birds, including most raptors, in the San Francisco Bay area extends from February 1 through August 31.

If it is not possible to schedule construction and tree removal between September and January, then pre-construction surveys for nesting birds shall be completed by a qualified ornithologist to ensure that no nests shall be disturbed during project implementation. This survey shall be completed no more than 14 days prior to the initiation of grading, tree removal, or other demolition or construction activities during the early part of the breeding season (February through April) and no more than 30 days prior to the initiation of these activities during the late part of the breeding season (May through August).

During this survey, the ornithologist shall inspect all trees and other possible nesting habitats within and immediately adjacent to the construction area for nests. If an active nest is found sufficiently close to work areas to be disturbed by construction, the ornithologist, in consultation with CDFW, shall determine the extent of a construction-free buffer zone to be established around the nest to ensure that nests of bird species protected by the MBTA or Fish and Game code shall not be disturbed during project construction.

A final report of nesting birds, including any protection measures, shall be submitted to the Director of Community Development prior to the start of grading or tree removal.

Finding: Future construction under the proposed project, with the implementation of mitigation measure MM BIO-1.1, would result in less than significant impacts to nesting birds by avoiding construction activities during the nesting season and conducting preconstruction surveys in order to avoid disturbing active nests that may be affected by project construction (DEIR pages 82 through 83). Thus, the project's impact would be reduced to a less than significant level.

Impact BIO-C: The project would not have a cumulatively considerable contribution to a significant cumulative biological resources impact. **(Less than Significant Cumulative Impact with Mitigation Incorporated)**

DSP Amendments and Six Development Projects

The EIR finds that, the project would have no impact on sensitive habitat, movement of fish or wildlife species, established wildlife corridors, native wildlife nursery sites, riparian habitat, wetlands, or other sensitive natural communities. The project would not conflict with SMC Chapters 13.16 and 19.94, or an adopted habitat conservation plan. Thus, the project would have no cumulative impact on these resources.

The EIR finds that, cumulatively, the proposed project and other development projects in the area could result in a significant impact to nesting birds.

Mitigation: Refer to mitigation measure MM BIO-1.1 above.

Finding: Each development project is subject to federal, state, and local regulations (including the Migratory Bird Treaty Act, Fish and Game Code, and SMC) which avoid and/or minimize impacts to nesting birds, such as MM BIO-1.1. For these reasons, the proposed project would not have a cumulatively considerable contribution to a significant cumulative biological resources impact to nesting birds (DEIR page 87).

5.1.3.3 *Cultural Resources*

Impact CR-2: The project would not significantly impact archaeological resources, human remains, or tribal cultural resources. **(Less than Significant Impact with Mitigation Incorporated)**

DSP Amendments and Six Development Projects

The EIR finds that there is a moderate to high potential for specific historic archaeological features associated with early Sunnyvale residences in all of the project sites, except for the Murphy Square site because it includes below ground loading docks and associated modifications that would have destroyed archaeological features, if any previously present.

Mitigation: **MM CR-2.1: All Project Sites (except for 300 West Washington Avenue):** Mechanical presence/absence exploration for Native American resources shall be completed prior to development related ground-disturbance or in conjunction with any remediation efforts. This work shall be conducted by an archaeologist who is trained in both local prehistoric and historical archaeology. Exploring for specific historic-era features shall consist of creating shallow wide trenches down to the historic surface based on areas identified from historic-era maps. If any archaeological resources or human remains are exposed, these shall be briefly documented, tarped for protection, and left in place. Deeper trenches should be placed beyond the areas considered sensitive for historical resources.

If archaeological deposits or features that appear potentially eligible to the CRHR are identified during exploration, an archaeological research design and work plan shall be prepared. The plan shall be designed to facilitate archaeological excavation and evaluate any cultural resources discovered to the CRHR to assess if any are historic properties.

The project applicant shall notify the City of Sunnyvale Community Development Director who shall notify the applicable Native American tribal representatives if any Native American resources are identified during presence/absence exploration.

MM CR-2.2: All Project Sites (except for 300 West Washington Avenue): Prior to ground-disturbing activities, the project applicants shall have a qualified archaeologist or qualified Native American tribal representative provide appropriate cultural sensitivity training to all contractors and employees involved in the trenching and excavation.

MM CR-2.3: All Project Sites (except for 300 West Washington Avenue): In the event that human remains are discovered during excavation and/or grading of the site, all activity within a 50-foot radius of the find shall be stopped. The Santa Clara County Coroner shall be notified and shall make a determination as to whether the remains are of Native American origin or whether an investigation into the cause of death is required. If the remains are determined to be Native American, the Coroner shall notify the NAHC immediately. Once NAHC identifies the most likely descendants, the descendants will make recommendations regarding proper burial, which will be implemented in accordance with Section 15064.5(e) of the CEQA Guidelines.

Finding: The proposed project would not result in significant impacts to buried archaeological resources, human remains, or tribal cultural resources, with the implementation of the mitigation measures MM CR-2.1 through CR-2.3 by conducting a mechanical presence/absence exploration prior to ground-disturbance activities, preparing an archeological research design and work plan if potentially CRHR-eligible deposits or features are discovered, notifying applicable Native American tribal representatives if resources are discovered, providing cultural sensitivity training to all contractors, and halting ground-disturbing activities in the vicinity of a resource if discovered (DEIR pages 96 through 97). Thus, the project's impact would be reduced to a less than significant level.

Impact CR-C: The project would not result in a cumulatively considerable contribution to a significant cumulative cultural resources impact. **(Less than Significant Cumulative Impact with Mitigation Incorporated)**

DSP Amendments and Six Development Projects

The EIR finds that the project would not have a cumulatively considerable contribution to a significant cumulative impact to historic, paleontological, or unique geologic resources.

The EIR finds that the development of cumulative projects in proximity to the project sites, in conjunction with the development of the proposed project, could significantly impact unknown buried archaeological resources.

Mitigation: Refer to mitigation measure MM CR-2.1 through MM CR-2.3 above.

Finding: Each development project is required to comply with federal, state, and local regulations to protect cultural resources. The proposed project would comply with all regulations and implement mitigation measures MM CR-2.1 through MM CR-2.3 to avoid and/or minimize impacts to buried cultural resources to a less than significant level. Thus, the cumulative projects (including the proposed project) would not result in a significant cumulative impact to buried cultural resources and the project would not have a cumulatively considerable contribution to a significant cumulative impact to those resources.

5.1.3.4 *Energy*

Impact EN-1: The project would not result in a potentially significant environmental impact due to wasteful, inefficient, or unnecessary consumption of energy, or wasteful use of energy resources, during project construction or operation.
(Less than Significant Impact with Mitigation Incorporated)

DSP Amendments and Six Development Projects

The EIR finds that the construction of the proposed six development projects would require energy for the manufacture and transportation of building materials, preparation of the sites (e.g., demolition and grading), and construction of buildings and other improvements.

Mitigation: Refer to mitigation measures MM AQ-2.1 through MM AQ-2.4 above.

Finding: Future development under the proposed project is required to implement BAAQMD Best Management Practices (mitigation measures MM AQ-2.1 and MM AQ-2.2) to restrict equipment idling times and require signs be posted on the project site reminding workers to shut off idle equipment, thus reducing the potential for energy waste. In addition, consistent with mitigation measures MM AQ-2.3 and MM AQ-2.4, equipment would be selected to reduce emissions during construction; therefore, energy would not be wasted or used inefficiently by construction equipment and waste from idling. Future development under the project would also comply with the City's requirements to recycle and/or salvage for reuse a minimum of 65 percent of nonhazardous construction and demolition waste, minimizing energy impacts from the creation of excessive waste. For these reasons, construction activities would not use fuel or energy in a wasteful manner (DEIR page 104). Thus, the project's impact would be reduced to a less than significant level.

The EIR finds that occupation and operation of the project would consume energy for multiple purposes and would result in a net energy increase compared to existing conditions.

Mitigation: Refer to mitigation measure MM AQ-2.4 above.

Finding: The project would not represent a wasteful or inefficient use of energy resources because the project is required to comply with the City's Green Building Program, Title 24, and CALGreen requirements to reduce energy consumption. In addition, the design and location of the project would reduce gasoline usage given the project's proximity to existing transit, implementation of a TDM program required under mitigation measure MM AQ-2.4, placement of jobs near housing (and vice versa), and proposed mix of uses (DEIR pages 105 through 106). Thus, the project's impact would be reduced to a less than significant level.

Impact EN-2: The project would not conflict with or obstruct a state or local plan for renewable energy or energy efficiency. **(Less than Significant Impact with Mitigation Incorporated)**

DSP Amendments and Six Development Projects

The EIR finds that the project is consistent with the state's RPS program, SB 350, Title 24, CALGreen standards, and Sunnyvale Green Building standards. The EIR finds that the project is consistent with City's Climate Action Playbook plays by promoting energy reduction by creating high density housing near transit (Play 3.A), implementing a TDM program as required by mitigation measure MM AQ-2.4 in Section 3.3 Air Quality (Play 3.C), reducing landfilled waste (Play 4.C), and promoting urban forestry (Play 4.F).

Mitigation: Refer to mitigation measure MM AQ-2.4 above.

Finding: The proposed project would not conflict with or obstruct a state or local plan for renewable energy or energy efficiency given its conformance with applicable regulations; development location, proposal, and design; and implementation of the TDM program required under mitigation measure MM AQ-2.4 (DEIR page 107).

Impact EN-3: The project would not result in a substantial increase in demand upon energy resources in relation to projected supplies. **(Less than Significant Impact with Mitigation Incorporated)**

DSP Amendments and Six Development Projects

The EIR finds that the project's electricity and natural gas demand would not have a substantial effect on supply of those resources. The project's fuel demand would not have a substantial effect on supply though it would represent a net increase in demand compared to existing conditions. The project is within walking distance of existing transit services (i.e., Caltrain and VTA bus service) and proposes to include a TDM program (refer to mitigation measure MM AQ-2.4) to reduce vehicle trips.

Mitigation: Refer to mitigation measure MM AQ-2.4 above.

Finding: Project compliance with existing regulations would reduce energy consumption. In addition, reduction in vehicle trips required by mitigation measure MM AQ-2.4 reduces gasoline consumption. For these reasons, the proposed project would not result in a significant increase in demand upon energy resources in relation to projected supply (DEIR page 108).

Impact EN-C: The project would not result in a cumulatively considerable contribution to a significant energy impact. **(Less than Significant Cumulative Impact with Mitigation Incorporated)**

DSP Amendments and Six Development Projects

Energy is a cumulative resource, therefore, if the project is determined to have a significant energy impact, it is concluded that the impact is a cumulative impact. The project, as identified under Impact EN-1, Impact EN-2, and Impact EN-3, would result in a significant energy impact.

Mitigation: Refer to mitigation measures MM AQ-2.1 through MM AQ-2.4 above.

Finding: The project would not have a significant cumulative energy impact because:

- The construction processes are designed to be efficient;
- The project site is located in an urban area proximate to roadways, construction supplies, and construction workers;
- The project shall implement measures (mitigation measures MM AQ-2.1, MM AQ-2.2, and MM AQ-2.3) that would reduce equipment idling;
- Most nonhazardous construction and demolition waste would be recycled and/or salvaged;
- The project would be constructed in accordance with the City's Green Building Program, Title 24, and CALGreen;
- The project would implement a TDM program (mitigation measure MM AQ-2.4);
- The project site is served by existing transit, bicycle, and pedestrian facilities; and
- The project facilitates lower VMT because of its proximate location to transit and the proposed complementary land uses.

Thus, the project would not have a cumulatively considerable contribution to a significant cumulative energy impact (DEIR page 109).

5.1.3.5 Greenhouse Gas Emissions

Impact GHG-1: The project would not generate GHG emissions, either directly or indirectly, that may have a significant impact on the environment. **(Less than Significant Impact with Mitigation Incorporated)**

The EIR finds that the construction of the project would generate a total of approximately 9,700 MTCO₂e of GHG emissions. The project would not result in significant operational GHG emissions.

Mitigation: Refer to mitigation measures MM AQ-2.1 and MM AQ-2.3 above.

Finding: Neither the City nor BAAQMD have an adopted threshold of significance for construction-related GHG emissions. There is nothing atypical or unusual about the

project's construction. In addition, the project would implement mitigation measures MM AQ-2.1 through MM AQ-2.3, to restrict idling of construction equipment, which would in turn reduce GHG emissions. For these reasons, the project's construction GHG emissions are less than significant.

Impact GHG-2: The project would not conflict with an applicable plan, policy or regulation adopted for the purpose of reducing the emissions of GHGs. **(Less than Significant Impact with Mitigation Incorporated)**

DSP Amendments and Six Development Projects

The EIR finds that the project would support the Plan Bay Area 2040 goal of building compact, high-density, mixed-use near transit, which reduces GHG emissions. The project is consistent with the Clean Air Plan, and would comply with existing regulations (i.e., CALGreen, Title 24). The project, with the implementation of mitigation measure MM AQ-2.4, would be consistent with the City's Climate Action Playbook.

Mitigation: Refer to mitigation measure MM AQ-2.4 above.

Finding: Given the project's proposed density, mix of land uses, design, and location, as well as implementation of MM AQ-2.4, the project does not conflict with an applicable plan, policy, or regulation adopted for the purpose of reducing GHG emissions (DEIR pages 123 through 126).

Impact GHG-C: The project would not result in a cumulatively considerable contribution to a GHG emissions impact. **(Less than Significant Cumulative Impact with Mitigation Incorporated)**

GHG emissions have a broader, global impact; therefore, if a project is determined to have a significant GHG impact, it is concluded that impact is also a significant cumulative impact. As discussed under Impact GHG-1 and Impact GHG-2, the project would have a significant project-level and cumulative GHG impact.

Mitigation: Refer to mitigation measures MM AQ-2.1 through MM AQ-2.4 above.

Finding: The project would not result in significant GHG impacts due to the density of development, proximity to public transit, implementation of measures to reduce idling of construction equipment (mitigation measures MM AQ-2.1 through MM AQ-2.3), and compliance with the City's Climate Action Playbook (which includes the implementation of mitigation measure MM AQ-2.4). Therefore, the project would not have a cumulatively considerable contribution to a significant cumulative GHG emissions impact (DEIR page 126).

5.1.3.6 *Hazards and Hazardous Materials*

Impact HAZ-1: The project would not create a significant hazard to the public or the environment through routine transport, use, disposal, or foreseeable upset of hazardous materials. **(Less than Significant Impact with Mitigation Incorporated)**

DSP Amendments and Six Development Projects

The EIR finds that the project would not produce, store, or emit hazardous materials other than small quantities of herbicides and pesticides for landscaping maintenance. Existing chemical storage and use occurs on 100 Altair Way and Macy's site. If the existing hazardous materials stored and used on the sites are not removed and properly disposed, the redevelopment of the six project sites could create a hazard to the public or the environment.

Mitigation: **MM HAZ-1.1: 100 Altair Way and Macy's:** All remaining hazardous materials at the 100 Altair Way site (e.g., the hydraulic fluids from the elevator) and the Macy's building (e.g., emergency diesel generator with a 27-gallon AST, hydraulic fluids within the elevator equipment, cardboard bailer, trash compactor, shoe cleaning products, building maintenance products, and paint related products,) shall be removed and properly disposed of prior to demolition.

During removal of the equipment with hydraulic fluids, contractors shall observe for staining and spilled oil. If stains and/or spills are observed, an Environmental Professional shall be retained to collect soil samples for laboratory analysis in accordance with commonly accepted environmental protocols. If contaminants are identified at concentrations exceeding applicable screening levels published by the RWQCB, DTSC and/or EPA², appropriate mitigation measures shall be incorporated into the demolition permit. Approval by an appropriate regulatory agency (i.e., RWQCB, DTSC or DEH) shall be obtained prior to conducting earthwork activities in the vicinity of the impacted soil.

Finding: Future development under the proposed project, with the implementation of mitigation measure MM HAZ-1.1, would reduce impacts associated with existing hazardous materials storage and use on the 100 Altair Way and Macy's sites by requiring proper removal and disposal of the hazardous materials and mitigation of contamination, if found (DEIR pages 138 through 139). Thus, the project's impact would be reduced to a less than significant level.

If hazardous materials contamination is not removed or mitigated appropriately, future redevelopment of the six project sites could create a significant hazard to the public or environment from oil, soil vapor, and/or groundwater contamination.

² Note that naturally occurring background concentrations of metals, such as arsenic, amongst others, in soil may exceed their respective screening levels. Regulatory agencies generally do not require cleanup of soil to below background concentrations. Thus, concentrations of metals are compared to regional published background concentrations to establish if regulatory agency approval is warranted.

Mitigation: **MM HAZ-1.2: All Project Sites (except 300 West Washington Avenue):** A SMP and Health Safety Plan (HSP) shall be prepared and implemented for construction-related earthwork activities under the proposed project at each of the project sites (except for 300 West Washington Avenue). The purpose of the SMP and HSP is to establish appropriate management practices for handling impacted soil, soil vapor, and groundwater or other materials that may potentially be encountered during construction activities. The SMPs shall provide the protocols for accepting imported fill materials and protocols for sampling of in-place soil to facilitate profiling of the soil for appropriate off-site disposal or reuse.

To evaluate potential impacts associated with prior on-site structures, the soil profiling shall include (but not be limited to) the collection of shallow soil samples (upper one-foot) and analyses for lead and organochlorine pesticides.

Because contaminants are known to be present on the Macy's and Redwood Square and Town Center Sub-block 6 sites, the SMPs for these sites shall address currently proposed uses and currently applicable screening levels (including current guidance on PCE), and shall be reviewed and approved by an appropriate regulatory agency (i.e., RWQCB, DTSC or DEH) and the HSPs and approved SMPs shall be submitted to the City prior to the issuance of a permit for grading and excavation.

If there are no contaminants identified on the other project sites (i.e., 100 Altair Way, 300 Mathilda Avenue, and Murphy Square) that exceed applicable screening levels published by the RWQCB, DTSC and/or EPA³, their respective SMPs do not need to be submitted to an oversight agency and only submitted to the City prior to construction earthwork activities. If contaminants are identified at concentrations exceeding applicable screening levels at the other project sites (i.e., 100 Altair Way, 300 Mathilda Avenue, and Murphy Square), the respective SMPs and planned remedial measures shall be reviewed and approved by an appropriate regulatory agency (i.e., RWQCB, DTSC or DEH), and the HSPs and approved SMPs shall be submitted to the City prior to the issuance of a permit for grading and excavation.

MM HAZ-1.3: Town Center Sub-block 6: Future development shall implement the provisions in the RWQCB approved May 4, 2012 RAP prepared by Ground Zero Analysis, Inc., as may be amended or updated, which includes completing soil vapor sampling prior to construction to determine if VOC levels exceed the most recently adopted ESLs for the currently proposed uses. If VOC levels exceed their respective ESLs, the project shall install vapor mitigation systems in proposed building(s), unless it can be demonstrated to the satisfaction of RWQCB (or similar oversight agency) that these measures are not required for the currently proposed development. The vapor mitigation systems shall consist of impermeable vapor barriers installed beneath building foundations, passive or active sub-foundation venting systems, or other equivalent measures, and regular monitoring programs, and be approved by the overseeing regulatory agency. Other provisions of the RAP are summarized in

³ Ibid.

Appendix G of the DEIR. Final approval that the site is suitable for the proposed land uses and development with the implementation of mitigation measures (including vapor mitigation systems) shall be issued by RWQCB and copied to the City prior to commencement of new construction activities.

MM HAZ-1.4:Macy's and Redwood Square: A vapor mitigation system design shall be incorporated in proposed building(s), unless it can be demonstrated to the satisfaction of RWQCB (or similar oversight agency) that these measures are not required for the currently proposed development. The vapor mitigation systems shall consist of impermeable vapor barriers installed beneath building foundations, passive or active sub-foundation venting systems, or other equivalent measures, and regular monitoring programs, and be approved by the overseeing regulatory agency. Due to (1) changes in regulatory guidance subsequent to the RWQCB's 2011 no further action letter for Block 3, (2) the continued presence of elevated PCE concentrations, and (3) changes in the proposed development, the RWQCB's 2011 no further action letter for Sub-block 3 is not considered adequate to fulfill the requirements of MM HAZ-1.4.

MM HAZ-1.5:Murphy Square: Soil, soil vapor, and groundwater sampling shall be completed prior to construction earthwork activities to evaluate the extent of impact from up-gradient VOC releases at Town Center Sub-block 6. Groundwater shall also be analyzed for petroleum hydrocarbons due to the reported former presence of up-gradient gasoline service stations.

The evaluation of soil quality at the Murphy Square parcel shall include an evaluation of shallow soil (upper one-foot) for contaminants commonly found along rail lines, such as metals, petroleum hydrocarbons, PAHs, PCBs and pesticides. Sampling of shallow soil on the parcel also shall include testing for constituents within the fungicides and insecticides reported to have been stored by Del Monte Corporation if they are typically considered to be persistent within the environment.

All soil, soil vapor, and groundwater sampling and laboratory analyses shall be conducted in accordance with commonly accepted environmental protocols.

If contaminants are identified at concentrations exceeding applicable screening levels published by the RWQCB, DTSC and/or EPA, appropriate mitigation measures shall be incorporated into the proposed development and approved by an appropriate regulatory agency (i.e., RWQCB, DTSC or DEH)⁴. Approval that the site is suitable for the proposed land uses and development with the implementation of the mitigation measures shall be issued by the overseeing regulatory agency and copied to the City prior to the issuance of a permit for grading and excavation.

⁴ Note that naturally occurring background concentrations of metals, such as arsenic, amongst others, in soil may exceed their respective screening levels. Regulatory agencies generally do not require cleanup of soil to below background concentrations. Thus, concentrations of metals are compared to regional published background concentrations to establish if regulatory agency approval is warranted.

Finding: Future development under the proposed project, with the implementation of mitigation measures MM HAZ-1.2 through MM HAZ-1.5, would reduce soil, soil vapor, and groundwater quality impacts to a less than significant level by requiring soil, soil vapor, and groundwater sampling for contaminants, proper handling of hazardous materials contamination, and mitigation of contamination under regulatory agency oversight (DEIR pages 139 through 142).

Two gasoline stations were historically located on the Macy's and 300 Mathilda Avenue sites. No records documenting the removal of USTs from the former gasoline stations have been identified and construction of the proposed project could result in the leaking of these USTs.

Mitigation: **MM HAZ-1.6: Macy's and 300 Mathilda Avenue:** Prior to commencement of earthwork activities, geophysical surveys shall be completed of both former gasoline service station locations to evaluate if USTs remain on these sites. If identified, the USTs shall be removed under permit from the Sunnyvale Bureau of Fire Services and underlying soil and groundwater shall be sampled and evaluated for potential contaminants of concern.

Finding: Future development under the proposed project, with the implementation of mitigation measure MM HAZ-1.6, would reduce impacts from underground storage tanks to less than significant by requiring a survey be completed to identify locations of USTs on the sites and removing any USTs under the oversight of the Sunnyvale Bureau of Fire Services (DEIR pages 142 through 143). Thus, the project's impact would be reduced to a less than significant level.

Several groundwater monitoring and soil vapor monitoring and/or extraction wells are present on Town Center Sub-block 6 and Redwood Square sites. A groundwater monitoring well is also present on the 100 Altair Way site. These wells should be protected during redevelopment or properly destroyed.

Mitigation: **MM HAZ-1.7: Redwood Square, Town Center Sub-block 6, and 100 Altair Way:** All wells shall be protected during construction activities or properly destroyed prior to construction. This work shall be coordinated with RWQCB and Valley Water. Wells to be destroyed shall be destroyed in accordance with Valley Water requirements (Ordinance 90-1, as may be subsequently amended) prior to any work that could potentially damage or obscure the wells, such as demolition or earthwork activities. Destroyed wells may be required to be replaced by the oversight regulatory agency after project construction is completed.

Finding: Future development under the proposed project, with the implementation of mitigation measure MM HAZ-1.7, would reduce impacts from groundwater monitoring and soil vapor wells to less than significant by protecting or properly destroying the wells in coordination with the RWQCB and Valley Water (DEIR page 143).

Due to the age of the existing structures on the 100 Altair Way and Macy's sites, building materials may contain asbestos and/or lead-based paint.⁵

Mitigation: **MM HAZ-1.8: 100 Altair Way and Macy's:** Prior to the issuance of a demolition permit, an asbestos survey shall be completed for existing buildings on the 100 Altair Way and Macy's sites prior to demolition in accordance with the National Emissions Standards for Hazardous Air Pollutants (NESHAP) guidelines. NESHAP guidelines require the removal of potentially friable ACMs prior to building demolition or renovation that may disturb the ACM.

MM HAZ-1.9:100 Altair Way and Macy's: Prior to the issuance of a demolition permit, a lead-based paint survey shall be completed for the existing buildings on the 100 Altair Way and Macy's sites in accordance with the Cal/OSHA guidelines. If lead-based paint is bonded to the building materials, the removal of lead-based paint is not required. If the lead-based paint is flaking, peeling, or blistering, it shall be removed prior to demolition. In either case, applicable OSHA regulations shall be followed; these include requirements for worker training and air monitoring and dust control. Any debris containing lead shall be disposed appropriately.

Finding: Future development under the proposed project, with the implementation of the above mitigation measures MM HAZ-1.8 and MM HAZ-1.9, would reduce impacts from asbestos containing building materials and lead-based paint to less than significant by requiring a survey for asbestos and its removal in accordance with NESHAP guidelines to control asbestos emissions and removal and disposal of lead-based paint in accordance with OSHA regulations to protect worker health and safety (DEIR pages 143 through 144).

Impact HAZ-4: The project is not located within the vicinity of a private airstrip and is located within two miles of a public airport. The project would not result in a safety hazard for people residing or working in the project area. **(Less than Significant Impact with Mitigation Incorporated)**

DSP Amendments and Six Development Projects

Only the Murphy Square site is within the Moffett Federal Airfield's Airport Influence Area and its future development would need to comply with Federal Aviation Regulation (FAR) Part 77. Future development under the proposed project can introduce potential sources of hazards (including construction cranes and buildings) to airfield operations with equipment or structures that exceed FAR Part 77 surfaces.

⁵ There are no existing building on the other project sites.

Mitigation: **MM HAZ-4.1: All Project Sites (except 300 West Washington Avenue):** Prior to the issuance of a building permit for above ground construction, if proposed structures exceed the FAA Part 77 Surface, the project applicant shall submit an FAA Form 7460-1 for the permanent structure prior to submittal for the temporary construction equipment (outlined in mitigation measure MM HAZ-4.2 below). A “Determination of No Hazard” or “Determination of No Hazard with Conditions” shall be obtained prior to permit issuance for any above ground improvements. If a “Determination of No Hazard with Conditions” is issued, the conditions shall be included on the approved plan set and implemented.

MM HAZ-4.2: All Project Sites (except 300 West Washington Avenue): Prior to the issuance of a building permit, if construction equipment has the potential to exceed the FAA Part 77 Surface, the project applicant shall submit an FAA Form 7460-1, “Notice of Proposed Construction or Alteration” to the FAA at least 45 days (60 to 90 days recommended) prior to construction of the project, which shall specify the equipment type (e.g., crane) and duration to be used. An Aeronautical Study Number for the permanent structure shall be included in the submittal form. A “Determination of No Hazard” or “Determination of No Hazard with Conditions” shall be obtained prior to permit issuance for above ground activities. If a “Determination of No Hazard with Conditions” is issued, all conditions shall be included on the approved plan set and implemented.

Finding: With the implementation of mitigation measures MM HAZ-4.1 and MM HAZ-4.2, future development projects (including the six development projects) would not result in a significant safety hazard to airport operations by obtaining a “Determination of No Hazard” or “Determination of No Hazard with Conditions” (and complying with any conditions set forth by the FAA in its determination) to ensure the development (including construction equipment) would not result in an aviation hazard (DEIR pages 145 through 148).

Impact HAZ-C: The project would not have a cumulatively considerable contribution to a significant cumulative hazardous materials impact. **(Less than Significant Cumulative Impact with Mitigation Incorporated)**

DSP Amendments and Six Development Projects

Some of the cumulative projects in the area are proposed on properties previously developed with commercial or industrial uses and may have stored hazardous materials. In addition, cumulative sites with older buildings may contain lead, ACMs, or pesticides. Based on these conditions, which are present on most sites in Sunnyvale to varying degrees, significant cumulative environmental impacts could occur because such conditions can lead to the exposure of people and the environment to hazardous materials. All cumulative projects within the Airfield’s AIA or FAR Part 77 Surfaces would be subject to applicable CLUP and FAA regulations and review to prevent aviation-related hazards.

Mitigation: Refer to mitigation measures MM HAZ-1.1 through MM HAZ-1.9, MM HAZ-4.1, and MM HAZ-4.2 above.

Findings: For each of the cumulative development projects, mitigation measures would be implemented as a condition of development approval for the risks associated with exposure to hazardous materials. Measures would include incorporating the requirements of applicable existing local, state, and federal laws, regulations, and agencies such as the DTSC and Cal/OSHA, during development. With the inclusion of development-specific mitigation and compliance with existing statutes and regulations, the cumulative projects (including the proposed project), would not result in significant cumulative hazardous materials impacts (DEIR pages 148 through 149).

5.1.3.7 *Hydrology and Water Quality*

Impact HYD-1: The project would not violate water quality standards or waste discharge requirements, or otherwise substantially degrade water quality. **(Less than Significant Impact with Mitigation Incorporated)**

DSP Amendments and Six Development Projects

The EIR finds that future development under the proposed project would comply with applicable regulations to reduce surface water quality impacts during and post construction to a less than significant level.

The EIR finds that, due to the age of the existing structures on the 100 Altair Way and Macy's sites, building materials may contain polychlorinated biphenyls (PCBs). During demolition, building materials containing PCBs would impact stormwater quality if not properly abated.

Mitigation: **MM HYD-1.1: 100 Altair Way and Macy's:** Prior to issuance of a demolition permit the project shall comply with MRP Provision C.12.f and the City's adopted PCB screening process. Sampling of priority building materials (i.e., calk, fiberglass insulation, thermal insulation, adhesive mastics, and rubber window gaskets) shall be collected to test for PCBs per BASMAA's Protocol for Evaluating Priority PCBs-Containing Materials before Building Demolition. If collected samples contain PCBs concentrations are equal to or greater than 50 parts per million (ppm) in one or more priority materials, abatement procedures shall be completed in accordance with federal and state regulations.

Finding: Future development under the proposed project, with the implementation of mitigation measure MM HYD-1.1, would reduce impacts from PCBs in stormwater to less than significant by requiring sampling and abatement of the contaminated materials accordance with federal and state regulations (DEIR page 156 through 157).

Impact HYD-3: The project would not substantially alter the existing drainage pattern of the site or area which would result in substantial erosion, siltation, or flooding on or off-site; or create or contribute runoff water which would exceed the capacity of existing or planned stormwater drainage systems or provide substantial additional sources of polluted runoff. **(Less than Significant Impact with Mitigation Incorporated)**

DSP Amendments

The EIR finds that it is possible that future development implementing the DSP amendments could result in an increase in impervious surfaces compared to existing conditions. If there is not sufficient capacity in the storm drain system to accommodate stormwater runoff from the site, off-site flooding could occur.

Mitigation: **MM HYD-3.1: All Project Sites (except 300 West Washington Avenue):** If future development implementing the proposed DSP amendments would result in an increase in impervious surfaces compared to existing conditions, the developer(s) shall complete additional analysis to determine if the existing and planned storm drain system has sufficient capacity to accommodate development runoff flows. Future development shall be responsible for completing improvements to the storm drain system to ensure there is sufficient storm drains system capacity to serve the proposed development and not result in off-site flooding, or the development shall provide adequate facilities on-site to offset peak flows from the development, thereby removing any capacity issues.

Finding: Future development implementing the proposed DSP amendments, in conformance with applicable regulations and with the implementation of mitigation measure MM HYD-3.1, would not result in substantial erosion, siltation, or flooding or significant water quality impacts (DEIR pages 159 through 160).

Six Development Projects

The EIR finds that the net increase of 0.36 acres of impervious surfaces from the six development projects would not result in substantial erosion, siltation, or flooding; or exceed the capacity of the storm drain system based on the additional analysis completed for the six development projects (DEIR pages 160 and 161).

Impact HYD-C: The project would not have a cumulatively considerable contribution to a significant cumulative hydrology and water quality impact. **(Less than Significant Cumulative Impact with Mitigation Incorporated)**

DSP Amendments and Six Development Projects

The EIR finds that the project would not have a cumulatively considerable contribution to significant cumulative flooding and inundation impacts. Buildout of the cumulative projects would involve redevelopment of existing or previously developed sites that contain substantial impervious surfaces,

and these projects would be required to conform to applicable General Plan goals, policies, and strategies regarding stormwater runoff, infrastructure, and flooding. Cumulative projects would also be required to comply with applicable requirements in the statewide Construction General Permit, MRP (including Provisions C.3 and C.12.f), City requirements and mitigation, and NPDES permits standards to avoid hydrology and water quality impacts or reduce them to a less than significant level.

Mitigation: Refer to mitigation measures MM HYD-1.1 and MM HYD-3.1 above.

Finding: Future development implementing the proposed DSP amendments, in conformance with applicable regulations and with the implementation of mitigation measures MM HYD-1.1 and MM HYD-3.1, and with the City's implementation of planned CIPs (including Line C), would not have a cumulatively considerable contribution to significant cumulative water quality, groundwater, or drainage impacts (DEIR page 162).

5.1.3.8 *Noise and Vibration*

Impact NOI-1: The project would not result in the exposure of persons to or generation of noise levels in excess of standards established in the local general plan or noise ordinance, or local general plan or noise ordinance, or applicable standards of other agencies. **(Less than Significant Impact with Mitigation Incorporated)**

DSP Amendments and Six Development Projects

The EIR finds that noise associated with future parking facilities would not exceed the City's daytime or nighttime noise limits at surrounding residential uses. The EIR finds that mechanical equipment associated with future development on the six sites could exceed the City's 50 dBA L_{eq} nighttime and/or 60 dBA L_{eq} daytime standards at adjacent residentially zoned properties.

Mitigation: **MM NOI-1.1: All Project Sites (except 300 West Washington Avenue):** Prior to the issuance of building permits, a qualified acoustical consultant shall prepare a report documenting the projected mechanical and emergency generator noise and identify specific noise reduction measures necessary to reduce noise to comply with the City's 50 dBA L_{eq} nighttime residential noise limit at the shared property lines. Noise reduction measures could include, but are not limited to, selection of equipment that emits low noise levels and/or installation of noise barriers such as enclosures and parapet walls to block the line of sight between the noise source and the nearest receptors. The specific equipment shall be included on the approved building permit plan set.

Finding: Future development, with the implementation of mitigation measure MM NOI-1.1, would reduce mechanical equipment noise impacts of the project to a less than significant level at surrounding receptors by selecting and designing mechanical equipment and generators to meet City standards (DEIR pages 180 through 181).

5.1.3.9 *Utilities and Services Systems*

Impact UTL-4: The project would require the construction of new stormwater drainage facilities or expansion of existing facilities, the construction of which would not cause significant environmental effects. **(Less than Significant Impact with Mitigation Incorporated)**

DSP Amendments

It is possible that future development implementing the DSP amendments could result in an increase in impervious surfaces compared to existing conditions. If there is not sufficient capacity in the storm drain system to accommodate stormwater runoff from the site, off-site flooding could occur.

Mitigation: Refer to mitigation measure MM HYD-3.1 above.

Finding: Future development implementing the proposed DSP amendments, in conformance with applicable regulations and with the implementation of mitigation measure MM HYD-3.1 (which requires improvements to the storm drainage system as needed to ensure site runoff is adequately accommodated), would not result in significant impacts to the storm drain system (DEIR page 294).

Six Development Projects

The EIR finds that the net increase of 0.36 acres of impervious surfaces from the six development projects would not result in substantial erosion, siltation, or flooding; or exceed the capacity of the storm drain system based on the additional analysis completed for the six development projects (DEIR pages 294 and 295).

5.1.4 **Findings Regarding Environmental Impacts not Fully Mitigated to a Level of Less than Significant**

The following significant impacts of the project are unavoidable and cannot be mitigated in a manner that would substantially less the environmental impact.

5.1.4.1 *Cultural Resources*

Impact CR-1: The project would cause a substantial change in the significance of a historic resource. **(Significant and Unavoidable Impact with Mitigation Incorporated)**

DSP Amendments and Six Development Projects

Future development of the Macy's and Redwood Square site could result in the removal or relocation of one of the heritage trees in Heritage Grove.

Mitigation: **MM CR-1.1: Macy's and Redwood Square:** If a heritage tree is removed or relocated, the relocation of a heritage tree shall be done under the supervision of a

certified arborist, in consultation with the City arborist. The new location for a relocated tree shall be approved by the City prior to the tree's removal.

MM CR-1.2: Macy's and Redwood Square: If a heritage tree is removed or relocated, the project applicant shall install a replacement plaque for the heritage tree with the same inscription as on the original plaques, which are noted in the 2006 Department of Parks and Recreation form. The final design of the plaque shall be approved by the City prior to its installation.

Finding: The implementation of mitigation measures MM CR-1.1 and MM CR-1.2 would reduce impacts to Heritage Grove by ensuring proper protection of existing trees to remain, requiring professional relocation and tree care for the relocated tree, and requiring a commemorative plaque for each heritage tree removed/relocated. The impact would not be reduced to a less than significant level because the successful relocation of a heritage tree cannot be guaranteed and the change in the number or location of the heritage trees within the grove alters the original context in which they were designated. For these reasons, the impact is considered significant and unavoidable with mitigation incorporated (DEIR pages 94 through 95).

5.1.4.2 *Noise and Vibration*

Impact NOI-4: The project would result in a substantial temporary or periodic increase in ambient noise levels in the project vicinity above levels existing without the project. **(Significant and Unavoidable with Mitigation Incorporated)**

DSP Amendments and Six Development Projects

The EIR finds that, based on the location of nearby receptors and typical construction noise level at a distance of 50 feet, construction of future development under the project would exceed the threshold of 60 dBA L_{eq} at residences and 70 dBA L_{eq} at commercial uses, and the ambient noise environment by five dBA L_{eq} for more than one year.

Mitigation: **MM NOI-4.1: All Project Sites (except 300 West Washington Avenue):** Future development shall prepare a noise control plan to be submitted for review and approval by the City prior to construction. The noise control plan shall be included in the approved building permit plan sets and address, at a minimum, the following:

1. Equipment and trucks used for construction shall use the best available noise control techniques (e.g., improved mufflers, equipment redesign, use of intake silencers, ducts, engine enclosures, and acoustically attenuating shields or shrouds).
2. Impact tools (e.g., jackhammers, pavement breakers, and rock drills) used for construction shall be hydraulically or electrically powered wherever possible to avoid noise associated with compressed air exhaust from pneumatically powered tools.

3. Construct temporary noise barriers, where feasible as determined by the City, to screen stationary noise-generating equipment. Temporary noise barrier fences would provide a five dBA noise reduction if the noise barrier interrupts the line-of-sight between the noise source and receptor and if the barrier is constructed in a manner that eliminates any cracks or gaps.
4. Unnecessary idling of internal combustion engines shall be strictly prohibited.
5. Construction staging areas shall be established at locations that would create the greatest distance between the construction-related noise sources and noise-sensitive receptors nearest the project site during all project construction. Locate material stockpiles, as well as maintenance/equipment staging and parking areas, as far as feasible as determined by the City, from residential receptors.
6. Control noise from construction workers' radios to a point where they are not audible at existing residences bordering the project site.
7. Where feasible as determined by the City, temporary power service from local utility companies shall be used instead of portable generators.
8. Locate cranes as far from adjoining noise-sensitive receptors as possible.
9. During final grading, substitute graders for bulldozers where feasible as determined by the City. Wheeled heavy equipment are quieter than track equipment and should be used where feasible, as determined by the City.
10. Substitute nail guns for manual hammering, where feasible as determined by the City.
11. Avoid the use of circular saws, miter/chop saws, and radial arm saws near the adjoining noise-sensitive receptors. Where feasible as determined by the City, shield saws with a solid screen with material having a minimum surface density of two pounds per square foot (e.g., such as ¾-inch plywood).
12. Maintain smooth vehicle pathways for trucks and equipment accessing the site, and avoid local residential neighborhoods as much as possible.
13. During interior construction, the exterior windows facing noise-sensitive receptors shall be closed.
14. During interior construction, locate noise-generating equipment within the building to break the line-of-sight to the adjoining receptors.
15. The contractor shall prepare a detailed construction schedule for major noise-generating construction activities. The construction plan shall identify a procedure for coordination with adjacent residential land uses so that construction activities can be scheduled to minimize noise disturbance.
16. Designate a "disturbance coordinator" who would be responsible for responding to any complaints about construction noise. The disturbance coordinator would determine the cause of the noise complaint (e.g., bad muffler, etc.) and would require that reasonable measures be implemented to correct the problem. Conspicuously post a telephone number for the disturbance coordinator at the construction site and include in it the notice sent to neighbors regarding the construction schedule.

Finding: Future development would be required to conform with the SMC limits on allowable construction hours and implement mitigation measures MM NOI-4.1 by preparing a noise control plan to reduce construction noise to the extent feasible; however, construction noise would still exceed the noise limits of 60 dBA L_{eq} for residential and 70 dBA L_{eq} for commercial uses for more than one year. For these reasons, the proposed project would result in a significant and unavoidable construction noise impact with mitigation incorporated (DEIR pages 184 through 188).

Impact NOI-C The project would result in a cumulatively considerable noise or vibration impacts. **(Significant and Unavoidable Cumulative Impact with Mitigation Incorporated)**

DSP Amendments and Six Development Projects

The EIR finds that the mechanical equipment noise from the project and one reasonably foreseeable residential mixed-use project proposed within 300 feet of the six project sites (311 South Mathilda Avenue, which is about 150 feet from the 300 Mathilda Avenue site) may result in a significant, cumulative operational noise impact.

Mitigation: Refer to mitigation measure MM NOI-1.1 above.

Finding: The operational noise from cumulative projects, in compliance with the City's Code limits (see mitigation measure MM NOI-1.1), would not be discernable above noise levels generated by existing vehicular traffic along South Mathilda Avenue. Thus, the significant cumulative impact would be reduced to a less than significant level.

The EIR finds that the construction of the project with three other cumulative projects within 500 feet of the six project sites would result in a significant, cumulative construction noise impact. Given the magnitude of the project's construction compared to the construction of the three other cumulative projects, the project's contribution to the significant cumulative noise impact is cumulatively considerable (DEIR page 190).

Mitigation: Refer to mitigation measure MM NOI-4.1 above.

Finding: The cumulative projects would be required to comply with the same applicable standard construction best management practices and SMC regulations as the proposed project and would contribute to the project's significant and unavoidable construction noise impact. The project shall implement mitigation measure MM NOI-4.1 of preparing a noise control plan to reduce construction noise to the extent feasible. The implementation of mitigation measure MM NOI-4.1 would not, however, reduce the project's construction noise impact to a less than significant level as discussed under the finding for Impact NOI-4.

5.1.4.3 *Transportation/Traffic*

Impact TRN-1: The project would conflict with an applicable plan, ordinance, or policy establishing measures of effectiveness for the performance of the circulation system, taking into account all modes of transportation including mass transit and non-motorized travel and relevant components of the circulation system, including but not limited to intersections, streets, highways and freeways, pedestrian and bicycle paths, and mass transit. **(Significant and Unavoidable Impact with Mitigation Incorporated)**

DSP Amendments and Six Development Projects

The EIR finds that, under existing plus project conditions, the project would result in a significant impact at one freeway segment:

- SR 237, Mathilda Avenue to Fair Oaks Avenue (VTA) – PM peak hour

Mitigation: **MM TRN-1.1: All Project Sites:** Prior to issuance of building permits, future development under the proposed project shall pay a fair-share payment contribution to VTA's VTP 2040 Improvement VTP ID H3: SR 237 Express Lanes (North First Street to Mathilda Avenue). This improvement would convert HOV lanes to express lanes on SR 237 between North First Street and Mathilda Avenue.

Finding: The conversion (i.e., re-designation via new signage) of the HOV lanes to express lanes would not result in significant physical impacts on the environment. The project, with the implementation of mitigation measure MM TRN-1.1, would improve the LOS on SR 237 between North First Street and Mathilda Avenue by allowing single-occupancy vehicles to access lanes previously reserved only for HOVs but not to a less than significant level. Complete mitigation of freeway impacts is considered beyond the scope of an individual project, due to the inability of any individual project or City to fully fund a major freeway mainline improvement. In addition, implementation of the VTP projects is outside of the City of Sunnyvale's jurisdiction and the City cannot guarantee that it would be constructed. For these reasons, the project's impact on SR 237, Mathilda Avenue to Fair Oaks Avenue, is significant and unavoidable with mitigation incorporated (DEIR pages 245 through 252).

The EIR finds that, under background plus project conditions, the project would result in significant LOS impacts at the following intersections:

- Intersection 26: Mathilda Avenue/Indio Avenue (Sunnyvale) – AM and PM peak hours
- Intersection 55: De Anza Boulevard/Homestead Road (Cupertino/VTA) – AM peak hour
- Intersection 76: Lawrence Expressway/Homestead Road (VTA/Santa Clara County) – PM peak hour

Mitigation: No feasible mitigation available for Intersection 26.

Finding: Intersection 26: Mathilda Avenue/Indio Avenue (City of Sunnyvale) – To mitigate the project’s significant LOS impact at this intersection to a less than significant level, the addition of a southbound through lane on Mathilda Avenue is required. However, there are right-of-way constraints that limit the physical feasibility of this improvement. An additional southbound through lane would require an additional 11 feet of right-of-way from privately owned properties along the west side of Mathilda Avenue. For these reasons, the project’s significant impact at this intersection is significant and unavoidable.

Mitigation: **MM TRN-1.2: All Project Sites:** Intersection 55: De Anza Boulevard/Homestead Road (Cupertino) – The project shall pay its fair-share payment contribution towards the addition of a third westbound left-turn lane. This improvement can be accommodated within the existing right-of-way with modifications to the median and lane widths.

Finding: With the additional third westbound left-turn lane, the LOS at the intersection would improve from an unacceptable LOS E to an acceptable LOS D during the AM peak hour. Thus, the project’s impact would be reduced to a less than significant level. The implementation of this improvement, however, is outside the City of Sunnyvale’s jurisdiction and the City cannot guarantee that it would be constructed. For this reason, the project’s impact at this intersection is considered significant and unavoidable with mitigation incorporated.

Mitigation: **MM TRN-1.3 All Project Sites:** Intersection 76: Lawrence Expressway/Homestead Road (VTA/Santa Clara County) – Santa Clara County’s Expressway Plan 2040 Study identifies an interim (near-term) improvement that includes the addition of an eastbound through lane on Homestead Road. With this improvement, intersection operations would improve, but the intersection would continue to operate at LOS F under both background and background plus project conditions. The ultimate improvement identified by the County’s Expressway Plan 2040 is to grade-separate the intersection. The County designates the grade separation as a Tier 1 improvement and the project shall pay a fair-share contribution to this improvement.

Finding: With the implementation of the grade separation, this intersection would no longer exist and the impact would not occur. The implementation of this improvement, however, is outside the City of Sunnyvale’s jurisdiction and the City cannot guarantee that it would be constructed. For this reason, the project’s impact at this intersection is considered significant and unavoidable with mitigation incorporated (DEIR pages 252 through 261).

Impact TRN-2: The project would conflict with an applicable congestion management program, including, but not limited to level of service standards and travel demand measures, or other standards established by the county congestion management agency for designated roads or highways. **(Significant and Unavoidable Impact with Mitigation Incorporated)**

DSP Amendments and Six Development Projects

The EIR finds that the project would result in a significant impact at two CMP intersections (Intersection 55, De Anza Boulevard and Homestead Road and Intersection 76, Lawrence Expressway and Homestead Road) and one freeway segment (SR 237 between Mathilda Avenue and Fair Oaks Avenue).

Mitigation: Refer to mitigation measure MM TRN-1.2, MM TRN-1.3, and MM TRN-1.1.

Finding: As discussed under the finding for Impact TRN-1, the project shall implement mitigation measures MM TRN-1.2 and MM TRN-1.3 to reduce the project's impact to a less than significant level. Since the implementation of these mitigation measures is outside of the City's jurisdiction, the project's impact is considered significant and unavoidable. As discussed under the finding for Impact TRN-1, the project implements mitigation measure MM TRN-1.1, which would improve the LOS but not to a less than significant level (DEIR page 262). For these reasons, the project's impact to the CMP intersections and freeway segment is significant and unavoidable with mitigation incorporated.

Impact TRN-C: The project would result in a cumulatively considerable contribution to a significant transportation impact. **(Significant and Unavoidable Cumulative Impact with Mitigation Incorporated)**

DSP Amendments and Six Development Projects

The EIR finds that the project would not result in a cumulatively considerable contribution to a significant impact to public transit, bicycle, and pedestrian facilities; hazards due to geometric design or incompatible uses; or inadequate emergency access. The EIR finds that, under cumulative plus project conditions, the project would result in significant LOS impacts at the following intersections:

- Intersection 19: Hollenbeck Avenue/Remington Drive (City of Sunnyvale) – PM peak hour
- Intersection 20: Hollenbeck Avenue/Fremont Avenue (City of Sunnyvale) – PM peak hour
- Intersection 26: Mathilda Avenue/Indio Avenue (City of Sunnyvale) – AM and PM peak hours
- Intersection 27: Mathilda Avenue/California Avenue (City of Sunnyvale) – AM and PM peak hours
- Intersection 29: Mathilda Avenue/Washington Avenue (City of Sunnyvale) – AM and PM peak hours
- Intersection 30: Mathilda Avenue/McKinley Avenue (City of Sunnyvale) – AM peak hour

- Intersection 33: Mathilda Avenue/El Camino Real (City of Sunnyvale) – AM peak hour
- Intersection 38: Washington Avenue/Frances Street (City of Sunnyvale) – PM peak hour
- Intersection 52: Sunnyvale-Saratoga Road/Remington Drive (City of Sunnyvale) – AM and PM peak hours
- Intersection 53: Sunnyvale-Saratoga Road/Fremont Avenue (City of Sunnyvale) – AM and PM peak hours
- Intersection 55: De Anza Boulevard/Homestead Road (City of Cupertino) – AM and PM peak hour
- Intersection 60: Fair Oaks Avenue/Duane Avenue (City of Sunnyvale) – PM peak hour
- Intersection 76: Lawrence Expressway/Homestead Road (Santa Clara County) – AM and PM peak hour

Mitigation: **MM TRN-C.1: All Project Sites:** Intersection 19: Hollenbeck Avenue/Remington Drive – The project shall pay its fair-share payment contribution towards restriping the northbound and southbound approaches on Hollenbeck Avenue to provide for a dedicated left-turn and a shared through/right-turn lane. This improvement would require parking restrictions on east side of the northbound approach and the west side of the southbound approach for between 75 and 125 feet to accommodate the striping of the dedicated left-turn lane. The signal phasing on the northbound and southbound approaches could remain “permitted.”

Finding: With the implementation of MM TRN-C.1, the LOS at this intersection would improve from an unacceptable LOS E to an acceptable LOS D during the PM peak hour. Thus, the project’s cumulative impact would be reduced to a less than significant level.

Mitigation: **MM TRN-C.2: All Project Sites:** Intersection 20: Hollenbeck Avenue/Fremont Avenue – The project shall pay its fair-share payment contribution towards adding an eastbound right-turn lane from Fremont Avenue onto southbound Hollenbeck Avenue is required. A dedicated right-turn lane, through lane, and a bike lane would require a minimum width of 25 feet. The available width between the number two through lane and the curb is about 19 feet. This mitigation measure would require removing the raised median on the eastbound approach to allow for adequate ROW.

Finding: With implementation of MM TRN-C.2, the LOS at this intersection would improve from an unacceptable LOS E to an acceptable LOS D during the PM peak hour. Thus, the project’s cumulative impact would be reduced to a less than significant level.

Mitigation: No feasible mitigation available for Intersection 26.

Finding: Intersection 26: Mathilda Avenue/Indio Avenue – Like discussed under the findings for Impact TRN-1, to mitigate the significant LOS impact at this intersection to a less than significant level requires the addition of a southbound through lane on Mathilda Avenue. However, there are ROW constraints that limit the physical feasibility of this mitigation measure. For this reason, the cumulative impact at this intersection is significant and unavoidable.

Mitigation: No feasible mitigation available for Intersection 27.

Finding: Intersection 27: Mathilda Avenue/California Avenue – To mitigate the project’s significant cumulative LOS impact at this intersection to a less than significant level, the addition of a northbound right-turn lane from Mathilda Avenue onto eastbound California Avenue or a fourth southbound through lane on Mathilda Avenue is required. However, there are ROW constraints that limit the physical feasibility of either mitigation measure. A dedicated right-turn lane, through lane, and a bike lane would require a minimum width of 25 feet. The available width between the number two through lane and the curb on northbound Mathilda Avenue is about 18 feet. An additional southbound through lane would require an additional 11 feet of right-of-way from privately owned properties along the west side of Mathilda Avenue. For these reasons, the mitigation is not feasible and the cumulative impact at this intersection is significant and unavoidable.

Mitigation: **MM TRN-C.3: All Project Sites:** Intersections 29: Mathilda Avenue/Washington Avenue and Intersection 30: Mathilda Avenue/McKinley Avenue – The project shall pay its fair-share payment contribution to the City’s planned improvements along Mathilda Avenue of providing bike lanes between El Camino Real and Washington Avenue, including ROW costs for both the northbound and southbound sections.

Finding: Intersection 29 – To mitigate the project’s significant LOS impact at this intersection to a less than significant level, the addition of a fourth southbound through lane on Mathilda Avenue is required. However, there are ROW constraints that limit the physical feasibility of this improvement. An additional southbound through lane would require an additional 11 feet of ROW from existing properties along the west side of Mathilda Avenue. Consistent with General Plan Goal LT-3 of prioritizing investment in pedestrian, bicycle, and transit improvements to achieve greater mobility within the community, the project shall alternatively improve bicycle mobility at this intersection since the improvement to address LOS is infeasible.

Intersection 30 – To mitigate the project’s significant LOS impact at this intersection, the addition of a southbound right-turn lane on Mathilda Avenue is required. However, there are ROW constraints that limit the physical feasibility of this improvement. An additional southbound right-turn lane would require an additional 11 feet of right-of-way from existing properties along the west side of Mathilda Avenue. Consistent with General Plan Goal LT-3 of prioritizing investment in pedestrian, bicycle, and transit improvements to achieve greater mobility within the community, the project shall alternatively improve bicycle mobility at this intersection since the improvement to address LOS is infeasible.

With the implementation of MM TRN-C.3, consistent with General Plan Goal LT-3 to prioritize investments in improvements to achieve greater mobility, bicycle mobility would be improved at this intersection. However, the project’s significant LOS impact at this intersection would not be mitigated to a less than significant level.

Mitigation: **MM TRN-C.4: All Project Sites:** Intersection 33: Mathilda Avenue/El Camino Real – The project shall pay its fair-share payment contribution toward the installation of a third eastbound left-turn lane.

Finding: Installation of a third eastbound left-turn lane would improve the LOS at this intersection from an unacceptable LOS F to an acceptable LOS E during the AM peak hour and, therefore, mitigate the project’s significant cumulative impact to this intersection to a less than significant level.

Mitigation: **MM TRN-C.5: All Project Sites:** Intersection 38: Washington Avenue/Frances Street – The project shall pay its fair-share payment contribution towards converting the intersection to an all-way stop-controlled intersection.

Finding: Converting the intersection to an all-way stop-controlled intersection would mitigate the significant cumulative impact to a less than significant level.

Mitigation: **MM TRN-C.6: All Project Sites:** Intersection 52: Sunnyvale-Saratoga Road/Remington Drive – The project shall pay its fair-share payment contribution towards the City’s TIF Program, specifically towards the identified improvement of adding a northbound right-turn lane from Sunnyvale-Saratoga Road onto eastbound Remington Drive. In addition, the project shall pay a fair-share contribution for the installation of the separated eastbound right-turn lane.⁶

Finding: With the additional northbound and eastbound right-turn lanes, the intersection would improve from unacceptable LOS F to acceptable LOS E during the AM and PM peak hours. A separated eastbound right-turn lane would require an additional five to 11 feet of right-of-way from existing properties along the south side of Remington Drive. The project, with the implementation of MM TRN-C.5, would mitigate its significant cumulative impact to a less than significant level.

Mitigation: **MM TRN-C.7: All Project Sites:** Intersection 53: Sunnyvale-Saratoga Road/Fremont Avenue – The project shall pay its fair-share payment contribution to the addition of a dedicated southbound right-turn lane from Sunnyvale-Saratoga Road onto westbound Fremont Avenue. The additional southbound right-turn lane would require modifying the bus duckout and northwest corner at Sunnyvale-Saratoga Road and Fremont Avenue.

Finding: With the implementation of this mitigation, the LOS at this intersection would improve from an unacceptable LOS F to an acceptable LOS E during the AM and PM peak hours. Thus, the project’s significant cumulative impact would be reduced to a less than significant level.

⁶ With the additional northbound right-turn lane, the intersection would improve from unacceptable LOS F to acceptable LOS E during the AM peak hour but would remain an unacceptable LOS F during the PM peak hour. This is consistent with the results presented in the TIF Nexus Study. A dedicated southbound right-turn lane would be needed to fully mitigate the impact. However, there are right-of-way constraints that limit the physical feasibility of the dedicated southbound right-turn lane. An additional southbound right-turn lane would require an additional 11 feet of right-of-way from existing properties along the west side of Mathilda Avenue.

Mitigation: Refer to mitigation measure MM TRN-1.2 above.

Finding: Intersection 55: De Anza Boulevard/Homestead Road – As discussed under Impact TRN-1, the project shall implement mitigation measure MM TRN-1.2, which is to pay a fair-share contribution to the addition of a third westbound left-turn lane. The intersection would operate with less delay than under no project conditions with the improvement. Thus, the project's cumulative impact would be reduced to a less than significant level. The implementation of this improvement, however, is outside the City of Sunnyvale's jurisdiction and the City cannot guarantee that it would be constructed. For this reason, the project's cumulative impact at this intersection is considered significant and unavoidable with mitigation incorporated.

Mitigation: **MM TRN-C.8 All Project Sites:** Intersection 60: Fair Oaks Avenue/Duane Avenue – The project shall pay its fair-share payment contribution towards providing a second westbound left-turn lane from Duane Avenue onto southbound Fair Oaks Avenue and restripe the intersection and remove the on-street parking on the south side of Duane Avenue for about 200 feet from the intersection. This improvement requires modification to the traffic signal and relocation of the bus stop on the south side of Duane Avenue. The City, when implementing this improvement, shall coordinate with VTA to relocate the existing bus stop.

Finding: With the implementation of MM TRN-C.8, the intersection LOS would improve from an unacceptable LOS E to an acceptable LOS D during the PM peak hour. Since the relocation of the existing bus stop is outside the City of Sunnyvale's jurisdiction, the project's impact at this intersection is conservatively concluded to be significant and unavoidable with mitigation incorporated.

Mitigation: Refer to mitigation measure MM TRN-1.2 above.

Finding: Intersection 76: Lawrence Expressway/Homestead Road – The Santa Clara County's Expressway Plan 2040 Study identifies an interim (near-term) improvement that includes the addition of an eastbound through lane on Homestead Road. With this improvement, intersection operations would improve, but the intersection would continue to operate at LOS F with delays greater than the cumulative without project scenario. The ultimate improvement identified by the County's Expressway Plan 2040 is to grade-separate the intersection. As identified in MM TRN-1.2, the project shall pay a fair-share contribution to the grade separation. With the implementation of mitigation measure MM TRN-1.2 (grade separation), this intersection would no longer exist and the impact would not occur. The implementation of this improvement, however, is outside the City of Sunnyvale's jurisdiction and the City cannot guarantee that it would be constructed. For this reason, the project's cumulative impact at this intersection is significant and unavoidable (DEIR pages 266 through 278).

5.1.4.4 *Utilities and Service Systems*

Impact UTL-C: The project would result in significant cumulative impacts to utilities and service systems. **(Significant and Unavoidable Cumulative Impact with Mitigation Incorporated)**

DSP Amendments and Six Development Projects

The EIR finds there would not be a significant, cumulative impact to water supply, the water system, or fire flow (DEIR page 301). The EIR finds there would not be a significant, cumulative solid waste impact (DEIR page 302).

The EIR finds that the existing and planned sanitary sewer system is adequate to serve the buildout of the General Plan and proposed project. The EIR finds that there is insufficient planned capacity at the WPCP to treat wastewater for existing and planned development and the proposed project.

Mitigation: See mitigation measure MM HYD-3.1 above.

Finding: The City will be updating the WPCP Master Plan in the near future to ensure sufficient treatment capacity for existing and planned development and additional growth including the proposed project. Subsequent environmental review for the WPCP Master Plan update shall be completed by the City.

Until the WPCP Master Plan is updated, there would be insufficient planned capacity at the WPCP to treat wastewater for existing and planned development and the proposed project. The cumulative impact to wastewater treatment, therefore, is significant and unavoidable (DEIR pages 299 through 300).

The EIR finds that it is possible the implementation of the cumulative projects would result in a net increase in pervious surfaces and the storm drain system may not be adequately sized to handle increased surface runoff.

Mitigation: Refer to mitigation measure MM HYD-3.1 above.

Finding: In cases where individual projects would result in a net increase in impervious surfaces, the City would require improvements to the storm drain system to ensure the system operates adequately (see mitigation measure MM HYD-3.1) (DEIR page 301). Thus, the project's cumulative impact would be reduced to a less than significant level.

5.2 **MITIGATION MONITORING**

A mitigation monitoring and reporting plan (MMRP) was prepared for the project and approved by the City (see Public Resources Code, Section 21081.6, subd. [a][1]; CEQA Guidelines Section 15097). The City will use the MMRP to track compliance with project mitigation measures. The MMRP will remain available for public review during the compliance period.

5.3 SIGNIFICANT IRREVERSIBLE ENVIRONMENT EFFECTS

CEQA Guidelines Section 15126 requires a discussion of the significant irreversible environmental changes that would result from the implementation of a proposed project.

5.3.1 Use of Nonrenewable Resources

During construction and operation of the project, nonrenewable resources would be consumed. Unlike renewable resources, nonrenewable resources cannot be regenerated over time. Nonrenewable resources include fossil fuels and metals. Renewable resources, such as lumber and other wood byproducts, could also be used.

Energy would be consumed during both the construction and operational phases of the project. The construction phase would require the use of nonrenewable construction material, such as concrete, metals, and plastics, and glass. Energy and nonrenewable resources would also be consumed during the manufacturing and transportation of building materials, site preparation, and construction of the buildings. The operational phase would consume energy for multiple purposes including building heating and cooling, lighting, appliances, and electronics. Energy, in the form of fossil fuels, would be used to fuel vehicles traveling to and from six project sites.

The project would result in a substantial increase in demand for nonrenewable resources; however, the project is subject to the standard California Code of Regulations Title 24 Part 6, CALGreen standards, and Sunnyvale Green Building requirements. The project would be consistent with the intent of applicable Climate Action Playbook plays to reduce energy consumption by creating high density mixed-use development near transit (Play 3.1) and implementing a TDM program (Play 3.2). In addition, the electricity for the project would be provided by SVCE from sources that are 100 percent carbon-free. For these reasons, future projects would minimize the use of nonrenewable energy resources.

5.3.2 Commitment of Future Generations to Similar Use

The project would be developed on sites that are or have been previously developed for urban uses. Development of the proposed project would commit a substantial amount of resources to prepare the sites, construct the buildings, and operate them, but it would not result in development of previously undeveloped areas.

5.3.3 Irreversible Damage from Environmental Accidents

The project does not propose any new or uniquely hazardous uses, and its operation would not be expected to cause environmental accidents that would impact other areas. As discussed in the DEIR, there are no significant unmitigable hazards and hazardous materials conditions on-site or off-site that would substantially affect the public and surrounding environment. There are no significant unmitigable geology and soils impacts from implementation of the project. For these reasons, the project would not result in irreversible damage that may result from environmental accidents.

5.4 GROWTH INDUCEMENT

The CEQA Guidelines require that an EIR identify the likelihood that a proposed project could “foster economic or population growth, or the construction of additional housing, either directly or indirectly, in the surrounding environment” (Section 15126.2[d]). Examples of projects likely to have significant growth-inducing impacts include removing obstacle to population growth, for example by extending or expanding infrastructure beyond what is needed to serve the project. Other examples of growth inducement include increases in population that may tax existing community service facilities, requiring construction of new facilities that could cause significant environmental effects.

The project would result in direct economic growth because the proposed uses include new employment, and other land uses that generate tax revenues for public services. The project would also result in direct population growth. The residential population growth from the project would not constitute substantial population growth in the area because it would occur on an urbanized infill site currently served by existing roads, transit, utilities, and public services, is consistent with General Plan goals for focused and sustainable growth, and supports the intensification of development in a PDA. The project proposes a greater number of residential units and office square footages, resulting in greater population and employees, than what is planned in the General Plan. The increase in development would change the City’s jobs/housing ratio from 1.73 to 1.75 at buildout. The resulting increase in the City’s jobs/housing ratio is not considered substantial.

The six project sites are located on urbanized, infill sites that are served by existing infrastructure, including roadways and utilities. The growth resulting from the implementation of the proposed project would increase the use of existing community service facilities. The project includes infrastructure improvements (i.e., roadway mitigation, and sewer system, storm drain, and water system improvements) to mitigate the project’s impacts on community service facilities to a less than significant level. Utility improvements would be sized to serve the project and existing and planned development, and would not be sized to have excess capacity. In addition, the project would pay all applicable impact fees and taxes, which would offset fiscal and service impacts to public facilities and services, including police and fire, schools, and parks. As a result, growth associated with the implementation of the project would not have a significant impact on community service facilities, nor would it make a cumulatively considerable contribution to such impacts, requiring construction of new facilities that could cause significant environmental effects.

For the reasons discussed above, the project would not result in significant indirect growth-including impacts.

SECTION 6.0 PROJECT ALTERNATIVES

CEQA requires that an EIR identify alternatives to a project as it is proposed that “would feasibly attain most of the basic objectives of the project but would avoid or substantially lessen any of the significant effects of the project.” The alternatives analyzed in the DEIR are briefly summarized below.

6.1 ALTERNATIVE CONSIDERED BUT REJECTED

6.1.1 Alternative Location

The project objectives focus on updating the land uses, standards, and density downtown. For this reason, locations outside of downtown were not considered further. Alternative sites within the downtown were considered but would not avoid the project’s significant impacts. Redeveloping and increasing density on sites within the Murphy Station Heritage Landmark District would avoid the project’s significant and unavoidable impact to Heritage Grove but would result in a more significant impact to a historic resource by substantially modifying the integrity of the historic district. Other sites downtown have recently been redeveloped and cannot accommodate the net increase in development the City desires with this project. For these reasons, alternative locations and sites were considered but rejected for further analysis.

6.2 ALTERNATIVES CONSIDERED IN THE EIR

6.2.1 No Project Alternatives

The CEQA Guidelines specifically require consideration of a “No Project” Alternative. The purpose of including a No Project Alternative is to allow decision makers to compare the impacts of approving the project with the impacts of not approving the project. The Guidelines specifically advise that the No Project Alternative is “what would be reasonably expected to occur in the foreseeable future if the project were not approved, based on current plans and consistent with available infrastructure and community services.” The Guidelines emphasize that an EIR should take a practical approach, and not “...create and analyze a set of artificial assumptions that would be required to preserve the existing physical environment (Section 15126.6[e][3][B]).”

Under the No Project Alternative, the six project sites could remain as they are or the sites could be redeveloped with uses consistent with the existing DSP zoning designation.

6.2.1.1 *No Project/No New Development Alternative*

The No Project/No New Development Alternative assumes that the six project sites would remain as they are today; developed with a total of 20 residential units, 181,000 square feet of commercial uses, and 8,000 square feet of office uses.

The No Project/No New Development Alternative would avoid all of the environmental impacts of the project. The No Project/No New Development Alternative would partially meet Objective 2 and would not meet the other seven project objectives (Objectives 1 and 3 through 8).

For the foregoing reasons, the No Project/No New Development Alternative is hereby rejected.

6.2.1.2 *No Project/New Development Alternative*

This alternative assumes that the project is not approved and the project sites are redeveloped consistent with the adopted DSP. For the purpose of this analysis, it is assumed the No Project/New Development Alternative would result in the development of a total of 93 residential units, 545,898 square feet of commercial uses, 17,896 square feet of office uses, and 200 hotel rooms could be developed on the sites.

The No Project/New Development Alternative would avoid the project's significant traffic LOS impacts and could avoid the project's significant impact to a historic resource. This alternative would result in lesser construction noise, population and housing, and land use and planning impacts than the proposed project. The No Project/New Development Alternative would result in the same or similar impacts to aesthetics, air quality, energy, agricultural and forestry resources, biological resources, archaeological resources, geology and soils, hazards and hazardous materials, hydrology and water quality, mineral resources, exterior noise, public services, recreation, and utility and service systems. The No Project/New Development Alternative would have greater GHG impacts than the proposed project (DEIR pages 312 through 314).

The No Project/New Development Alternative would partially meet Objectives 1, 2, and 5 through 7. The No Project/New Development Alternative would not meet Objectives 3, 4, and 8.

For the foregoing reasons, the No Project/New Development Alternative is hereby rejected.

6.2.2 Reduced Housing and Office Alternative

The Reduced Housing and Office Alternative includes 520 residential units, 260,063 square feet of commercial uses, and 408,000 square feet of office uses.

The Reduced Housing and Office Alternative could avoid the project's impact to a historic resource and would result in lesser construction noise, population and housing, and transportation impacts than the project. This alternative would result in the same or similar impacts to aesthetics, air quality, energy, agricultural and forestry resources, biological resources, archaeological resources, geology and soils, hazards and hazardous materials, hydrology and water quality, mineral resources, exterior noise, public services, recreation, and utility and service systems. The Reduced Housing and Office Alternative would result in greater GHG emissions per service population than the project (DEIR pages 314 through 318).

The Reduced Housing and Office Alternative would partially meet Objectives 1, 2, and 5 through 7. The Reduced Housing and Office Alternative would not meet Objectives 3, 4, and 8.

For the foregoing reasons, the Reduced Housing and Office Alternative is hereby rejected.

6.2.3 Design Alternative

The Design Alternative would require future development of the Macy's and Redwood Square site be designed to avoid impacting the heritage trees. The total residential, commercial, and office development would be the same under this alternative as the proposed project.

The Design Alternative would avoid the project's significant and unavoidable impact to cultural resources. This alternative would result in the same or similar impacts to all other environmental resources (DEIR page 319). The Project Design Alternative would meet most of the project objectives (Objectives 1 through 4, and 6 through 8) and partially meet Objective 5.

For the foregoing reasons, the Design Alternative is hereby rejected.

6.2.4 Hotel and Reduced Office Development Alternative

While not an alternative derived to minimize an identified impact, the Hotel and Reduced Office Alternative includes 200 hotel rooms, 843 residential units, 260,063 square feet of commercial space, and 714,000 square feet of office space.

The Hotel and Reduced Office Alternative could avoid the project's significant impact to a historic resource and result in the same or similar impacts to all other environmental resources as the project except for GHG emissions. This alternative would result in a greater GHG per service population than the proposed project (DEIR pages 320 through 321).

The Hotel and Reduced Office Development Alternative would meet most of the project objectives (Objectives 1, 2, and 4 through 7) and would not meet Objectives 3 and 8.

For the foregoing reasons, the Hotel and Reduced Office Development Alternative is hereby rejected.

6.2.5 Environmentally Superior Alternative

The CEQA Guidelines state that an EIR shall identify an environmentally superior alternative. Based on the analysis in the DEIR, the environmentally superior alternative to the proposed project is the No Project/No Development Alternative because all of the project's significant environmental impacts would be avoided. However, CEQA Guidelines Section 15126.6(e)(2) states that "if the environmentally superior alternative is the No Project Alternative, the EIR shall also identify an environmentally superior alternative among the other alternatives." In addition to the No Project/No Development Alternative (as well as the No Project/New Development Alternative), the Reduced Housing and Office Alternative is the environmentally superior alternative to the project.

SECTION 7.0 STATEMENT OF OVERRIDING CONSIDERATIONS

Pursuant to Section 21081 of the PRC and Section 15093 of the CEQA Guidelines, the City adopts and makes the following statement of overriding considerations regarding the remaining significant unavoidable impacts of the project, as discussed above, and the anticipated economic, social, and other benefits of the project.

Based on the record of proceedings, the City finds and determines that (1) the majority of the significant impacts of the project will be reduced to less than significant levels by implementation of the mitigation measures recommended in these findings; (2) the City's approval of the project as proposed will result in certain significant adverse environmental effects that cannot be avoided or reduced to a less than significant level even with the incorporation of all feasible mitigation measures into the project; and (3) there are no other feasible mitigation measures or feasible project alternatives that will further mitigate, avoid, or reduce to a less than significant level the remaining significant environmental effects.

In light of the environmental, social, economic, and other considerations identified in the findings for the project, the objectives of the project, and the considerations set forth below related to this project, the City chooses to approve the project because, in its view, the economic, social, technological, and other benefits resulting from the project substantially outweigh the project's significant and unavoidable adverse environmental effects.

The following statements identify the reasons why, in the City's judgment and based on substantial evidence, the benefits of the project outweigh the significant and unavoidable effects. The substantial evidence supporting the enumerated benefits of the project can be found in the preceding findings, which are herein incorporated by reference; in the project itself; and in the record of proceedings as defined above. Each of the overriding considerations set forth below constitutes a separate and independent ground for finding that the benefits of the project outweigh its significant adverse environmental effects and is an overriding consideration warranting approval.

The City finds that the project, as conditionally approved, will have the following economic, social, technological, and environmental benefits, which constitute overriding considerations:

- The redevelopment of downtown Sunnyvale, particularly Block 18 (the Town Center), has been a high priority for the City since the closure of the Sunnyvale mall twenty years ago, which left major parts of the downtown core in a vacant and under-utilized state that continues to the present day. The City has lost millions of dollars of sales tax and other revenue as a result of the failure of previous developers to complete their approved projects in the Town Center. In the meantime, changing economic and societal conditions have provided an opportunity to re-envision the future of the downtown as a vibrant, pedestrian and bike-friendly urban neighborhood that combines housing, jobs, entertainment, recreation, and open space in close proximity to high-quality public transit. In order to ensure the economic feasibility of this goal, while ensuring that development will serve the needs of all Sunnyvale residents, the amended DSP authorizes the City Council to approve, through development agreements, additional height and density in the downtown in return for community benefits such as affordable housing and publicly-accessible open space. These

community benefits, as well as the overall economic, social, and cultural benefits of creating a lively, inclusive, and successful downtown district in the heart of Sunnyvale, offset the significant and unavoidable environmental effects of the Project.

- The proposed Project incorporates all feasible mitigation measures to reduce potential environmental impacts to the greatest extent feasible. No feasible mitigation measures or alternatives have been identified that would mitigate the significant and unavoidable adverse effects of the Project and still meet the Project objectives.
- The proposed project concentrates growth in existing urbanized areas as infill development and thereby results in fewer impacts from the construction of new infrastructure. The provision of infill office and residential development is needed by the City and is anticipated under the Land Use and Transportation Element.
- The proposed project will promote greater use of public transit by placing new office and residential buildings within 0.5 mile of the Sunnyvale CalTrain station, thereby reducing local and regional Vehicles Miles Traveled (VMT), which translates into air quality and greenhouse gas emissions benefits and increases in resources and energy efficiency, as recognized by California Department of Transportation (Caltrans), Santa Clara Valley Transportation Authority (VTA), Metropolitan Transportation Commission (MTC) and Association of Bay Area Governments (ABAG).
- The City and the surrounding Silicon Valley region are currently experiencing a severe housing shortage. The project will create much-needed housing and increase the variety of housing options available in the City of Sunnyvale, including a substantial number of affordable units, in a walkable, transit-oriented, amenity-rich neighborhood.
- The improvements to Redwood Square will ensure the preservation of five of the six heritage redwood trees while creating an inclusive and inviting publicly-accessible open space that will help create a sense of place in the Downtown, increase opportunities for passive recreation and special events, encourage walking and biking in the Downtown, and reduce the need for nearby workers and residents to drive elsewhere to enjoy parks and recreation. Although the redwood grove is a symbol of Sunnyvale's history and its preservation is a high priority, the City should consider removal or relocation of the northernmost heritage redwood tree in order to achieve the ideal layout of the below grade parking and decrease the amount of excavation and cost to build the project's parking. The proposed layout would assure the remaining five trees are protected from excavation and construction activity by not disturbing the roots or soil in and around the trees. The removal of the northernmost tree also facilitates the layout of buildings to achieve larger, more usable open space that extends to the corner of McKinley Avenue and Murphy Avenue, which will also maximize the amount of open space, provide sufficient space and sunlight to sustain the continued health and growth of the redwood grove, and allow public access and visibility of the trees and surrounding park from both the south and east directions.
- The proposed project will increase local government revenues through additional business taxes, impact fees for transportation improvements and affordable housing, and community benefits payments.
- The project will create short-term construction jobs that will provide income to local residents.

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

Community Vision Goals

Community Vision Goal IX: Dynamic Downtown: To create and support a strong and attractive traditional downtown which serves as the community's central marketplace, common gathering place and symbolic center. The vitality and attractiveness of Sunnyvale are not reflected in its Downtown today. Vacant storefronts and a shuttered mall suggest a distressed community, lacking in positive identity. It is clear that both the desire of the public and the demand of the market are to recreate a traditional downtown of shops, restaurants, offices and residences, as a common gathering place, central market place and symbolic center for the City of Sunnyvale.

Community Vision Goal II: Attractive Community: To maintain and enhance the appearance of Sunnyvale, and to distinguish it from surrounding communities, through the promotion of high quality architecture, the preservation of historic districts and structures, the maintenance of a healthy urban forest, and the provision of abundant and attractive open space.

Community Vision Goal VI: Affordable Housing Options: To provide a variety of housing options by style, size, density and tenure, so all segments of the population may find appropriate high-quality housing in Sunnyvale that is affordable to them.

Community Vision Goal X: Robust Economy: To retain, attract and support strong and innovative businesses, which provide quality jobs for the City's workforce, tax revenue to support public services, and a positive reputation for Sunnyvale as a center of creativity and productivity.

Community Vision Goal XIII: Community Identity: To foster a strong sense of community which promotes participation in civic affairs, community pride and a sense of place.

Downtown Specific Plan (2003)

Vision: "An enhanced, traditional downtown serving the community with a variety of destinations in a pedestrian-friendly environment."

Land Use and Transportation

Policy LT-1.2a: Promote transit-oriented and mixed-use development near transit centers such as Lawrence Station, Downtown, and El Camino Real and in neighborhood villages.

Policy LT-1.3: Contribute to a healthy job-to-housing ratio in the region by considering jobs, housing, transportation, and quality of life as inseparable when making planning decisions that affect any of these components.

Policy LT-1.6a: Promote shorter commute trips and ease congestion by advocating that all communities provide housing and employment opportunities.

Policy LT-1.6b: Support regional efforts which promote higher densities near major transit and travel facilities.

Policy LT-1.7: Emphasize efforts to reduce regional vehicle miles traveled by supporting active modes of transportation including walking, biking, and public transit.

GOAL LT-2: Support the sustainable vision by incorporating sustainable features into land use and transportation decisions and practices.

Policy LT-2.1: Enhance the public's health and welfare by promoting the city's environmental and economic health through sustainable practices for the design, construction, maintenance, operation, and deconstruction of buildings, including measures in the Climate Action Plan.

Policy LT-2.2: Reduce greenhouse gas emissions that affect climate and the environment through land use and transportation planning and development.

Policy LT-3.23a: Provide clear, safe, and convenient links between all modes of travel, including access to transit stations/stops and connections between work, home, commercial uses, and public/quasi-public uses.

Policy LT-3.30c: Explore public and private opportunities to provide transportation and complete street improvements near regional-serving transit.

Policy LT-3.6: Promote modes of travel and actions that provide safe access to city streets and reduce single-occupant vehicle trip lengths locally and regionally.

Policy LT-4.1: Preserve and enhance an attractive community, with a positive image, a sense of place, landscaping, and a human scale.

Policy LT-4.2: Encourage nodes of interest and activity, public open spaces, well-planned development, mixed-use projects, signature commercial uses, and buildings and other desirable uses, locations, and physical attractions.

Policy LT-5.2: Preserve and enhance the character of Sunnyvale's residential neighborhoods by promoting land use patterns and transportation opportunities that support a neighborhood concept as a place to live, work, shop, entertain, and enjoy public services, open space, and community near one's home and without significant travel.

Policy LT-6.2a: Where appropriate, use higher-density residential and higher-intensity uses as buffers between neighborhood commercial centers and transportation and rail corridors.

GOAL LT-7: Ensure the availability of ownership and rental housing options with a variety of dwelling types, sizes, and densities that contribute positively to the surrounding area and the health of the community.

Policy LT-7.2: Determine the appropriate residential density for a site by evaluating the site planning opportunities and proximity of services (such as transportation, open space, jobs, and supporting commercial and public uses).

Policy LT-9.1: Ensure that the planned availability of open space in both the city and the region is adequate.

Policy LT-9.9: Support the acquisition or joint use through agreements with partners of suitable sites to enhance Sunnyvale's open spaces and recreation facilities based on community need and through such strategies as development of easements and rights-of-way for open space use, conversion of sites to open space from developed use of land, and land banking.

Policy LT-12.6: Create a strong, identifiable downtown that offers regional and citywide shopping opportunities and entertainment.

Policy LT-13.6: Support a regional commercial district in Downtown Sunnyvale.

GOAL LT-14: Provide land use and design guidance so that special and unique areas and land uses can fulfill their distinctive purposes and provide a diverse and complete community fabric.

Policy LT-14.2: Support the following adopted specialized plans and zoning tools, and update them as needed to keep up with evolving values and new challenges in the community: Downtown Specific Plan [...]

Policy LT-14.3: Use special area plans to guide land use and development in areas that support alternative travel modes, Village Centers, economic development, and a better jobs/housing ratio.

Policy LT-14.4: Use specialized zoning districts and other zoning tools to address issues in the community; and update as needed to keep up with evolving values and new challenges in the community.

Policy LT-14.8: Ensure that development projects provide appropriate improvements or resources to meet the city's future infrastructure and facility needs; and provide development incentives that result in community benefits and enhance the quality of life for residents and workers.

Community Character

Policy CC-3.1: Place a priority on quality architecture and site design which will enhance the image of Sunnyvale and create a vital and attractive environment for businesses, residents, and visitors, and be reasonably balanced with the need for economic development to assure Sunnyvale's economic prosperity.

Policy CC-3.2: Ensure site design is compatible with the natural and surrounding built environment.

Policy CC-4.2: Maintain beautiful and comfortable outdoor public places which provide a shared sense of ownership and belonging for Sunnyvale residents, business owners and visitors.

Housing

GOAL HE-1: Assist in the provision of adequate housing to meet the diverse needs of Sunnyvale's households of all income levels.

Policy HE-1.1: Encourage diversity in the type, size, price and tenure of residential development in Sunnyvale, including single-family homes, townhomes, apartments, mixed-use housing, transit-oriented development and live-work housing.

Policy HE-1.2: Facilitate the development of affordable housing through regulatory incentives and concessions, and/or financial assistance.

Policy HE-1.3: Utilize the Below Market Rate (BMR) Housing requirements as a tool to integrate affordable units within market rate developments, and increase the availability of affordable housing throughout the community.

Policy HE-1.4: Continue to require office and industrial development to mitigate the demand for affordable housing.

GOAL HE-4: Provide adequate sites for the development of new housing through appropriate land use and zoning to address the diverse needs of Sunnyvale's residents and workforce.

Policy HE-4.1: Provide site opportunities for development of housing that responds to diverse community needs in terms of density, tenure type, location and cost.

Policy HE-4.2: Continue to direct new residential development into specific plan areas, near transit, and close to employment and activity centers.

Policy HE-4.3: Require new development to build to at least 75 percent of the maximum zoning density, unless an exception is granted by the City Council.

Policy HE-4.5: Provide opportunities and incentives for mixed use, multi-family infill, and transit-oriented development in Downtown Sunnyvale as part of the City's overall revitalization strategy for the area.