

RESOLUTION NO. 20-8873

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF SANTA CLARA, CALIFORNIA, APPROVING A DEVELOPMENT AREA PLAN FOR PHASE TWO OF THE RELATED SANTA CLARA PROJECT SITUATED ON APPROXIMATELY 44.5 ACRES OF LAND LOCATED AT 5155 STARS AND STRIPES DRIVE (APN 104-03-036)

SCH#2014072078
CEQ2014-11180 (EIR)
PLN2019-14249 (Development Area Plan)

BE IT RESOLVED BY THE CITY OF SANTA CLARA AS FOLLOWS:

WHEREAS, on June 28, 2016, the Santa Clara City Council approved a number of entitlements for the proposed construction by Related Santa Clara, LLC (the "Applicant") of a new multi-phased, mixed-use development known as the Related Santa Clara Project (the "Project");

WHEREAS, the Project entitlements approved by the City Council on June 28, 2016, included Resolution No. 16-8339, which rezoned the Project site to the PD-MC (Planned Development-Master Community) zoning district;

WHEREAS, on June 28, 2016, the City Council adopted Resolution No. 16-8337, certifying a Final Environmental Impact Report ("Final EIR") pursuant to the provisions of the California Environmental Quality Act (Cal. Pub. Res. §§ 21000 et seq.) ("CEQA") together with the State CEQA Guidelines (14 CCR § 15000 et seq.) ("CEQA Guidelines") and adopting CEQA findings and a Mitigation Monitoring and Reporting Program ("MMRP") in accordance with CEQA and the CEQA Guidelines;

WHEREAS, pursuant to Resolution No. 16-8339, buildout of the Project is governed by a Master Community Plan (the "MCP") dated April 5, 2017, which anticipates up to seven potential phases of development, each of which would be governed by a "Development Area Plan," or "DAP";

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WHEREAS, after certification of the Final EIR, on March 24, 2020, the City Council adopted a First Addendum to the Environmental Impact Report ("First Addendum") in connection with the approval of a Development Area Plan for Phase One of the Project ("DAP 1"), and references to the Final EIR in this Resolution shall include both the Final EIR and the First Addendum;

WHEREAS, the Project analyzed in the Final EIR and approved via the MCP consists of up to 9.16 million gross square feet of office buildings, retail and entertainment facilities, residential units, hotel rooms, surface and structured parking facilities, new open space and roads, landscaping and tree replacement, and new/upgraded/expanded infrastructure and utilities;

WHEREAS, on December 11, 2019, in conformance with the Development Area Plans and Architectural Review Submittal and Approval Procedures (the "DAP Procedures") attached as Appendix C to the MCP, the Applicant filed an application for City Council approval of a Development Area Plan ("DAP 2 Application") for Phase Two of the Project;

WHEREAS, the Development Area Plan for Phase Two of the Project ("DAP 2") consists of components from the DAP 2 Application which incorporate City comments on the DAP 2 Application and that is dated December 11, 2019;

WHEREAS, the DAP 2 Application proposes certain modifications to the Project analyzed in the Final EIR, First Addendum and approved via the MCP, consisting of minor changes to the boundaries of Phase Two of the Project, and minor differences in the square footages proposed within Phase Two of the Project with a decrease in all uses except for office space;

WHEREAS, in order to ensure that all potential environmental impacts of the Project as modified by the DAP 2 Application were thoroughly analyzed, the City caused an addendum to the Final EIR (the "Second Addendum") to be prepared pursuant to CEQA Guidelines 15164;

WHEREAS, prior to taking action on this Resolution, the City Council has exercised its independent judgement and reviewed and considered the final EIR, together with the Second Addendum thereto, and determined that no further environmental review is required for the modifications to the Project contemplated by the DAP 2 Application;

WHEREAS, the City Council separately has adopted the Second Addendum in connection with its consideration of DAP 2;

WHEREAS, Section 2.7.2.4 of the DAP Procedures provides for the review and recommendation of the City's Planning Commission of each DAP application before action is taken by the City Council;

WHEREAS, on May 27, 2020, the Planning Commission held a duly noticed public hearing to consider DAP 2, at the conclusion of which, the Planning Commission adopted Resolution No. 20-007 making findings pursuant to Section 2.7.2.6 of the DAP Procedures and recommending that the City Council approve DAP 2 as conditioned in Attachment 1 to Resolution No. 20-007;

WHEREAS, Section 2.7.2.5 of the DAP Procedures provides that the City Council shall consider the DAP application at a public meeting after receiving the Planning Commission's recommendation;

WHEREAS, Section 2.7.2.6 of the DAP Procedures provides that the City Council may approve or conditionally approve a DAP application upon making specified findings; and,

WHEREAS, on July 13, 2020, the City Council held a duly noticed public hearing to consider DAP 2, at which time interested persons were given an opportunity to give testimony and provide evidence in support of and in opposition to the proposed DAP 2.

NOW THEREFORE, BE IT FURTHER RESOLVED BY THE CITY OF SANTA CLARA AS FOLLOWS:

1. Recitals. That the City Council hereby finds that the above Recitals are true and correct and by this reference makes them a part hereof.

2. Findings. Pursuant to Section 2.7.2.6 of the DAP Procedures, the City Council makes the following findings:

A. *DAP 2 conforms to and is consistent with the applicable Development Requirements and the MCP.*

As defined in the MCP, the Development Requirements mean the project approvals taken following certification of the Final EIR, the various project transaction documents, and the documents approved under the DAP Procedures. Except as specifically modified by the DAP 2 conditions of approval, all of the conditions of approval adopted in connection with the earlier project approvals continue to apply to development within the DAP 2 area. In addition, the Second Addendum identifies which mitigation measures adopted in connection with the Final EIR are applicable to the DAP 2 development. In summary, DAP 2 includes a mixed-use development program featuring approximately 1,750,000 square feet of office, retail, residential, and hotel uses that is within the development program contemplated by the MCP to establish the heart of the City Center Mixed Use Zone on a portion of Parcel 4. As allowed by the MCP, DAP 2 requests a parking reduction of 14% that is justified by the parking demand utilization decreasing from 2016 due to changes in behavioral patterns such as the influx of Transportation Network Companies (TNCs), an anticipated reduction in vehicle ownership, close proximity to Santa Clara / Great America Transit Center, and the proposal to develop serviced apartments. Shared parking is provided in parking structures and is arranged to maximize shared parking opportunities to reduce the overall demand for parking within the DAP 2 area. The DAP 2 development is further consistent with other MCP standards regarding phasing, lot coverage, massing, floor area ratios, and similar design criteria. The DAP 2 conditions of approval will require all construction documents and building permits to meet applicable City standards. Accordingly, as proposed and conditioned, DAP 2 conforms to all applicable City standards.

B. The Infrastructure that the Applicant proposes to construct in connection with Phase Two is sufficient to serve the DAP 2 proposed development on the subject property.

As defined in the MCP, Infrastructure means those items identified in the Infrastructure Master Plan, which include open space improvements, streets and transportation improvements, sewer and storm drainage systems, water systems, traffic signal systems, dry utilities, and other necessary improvements. All shared outdoor space improvements required to serve Phases One

and Two of the Project are provided in DAP 2. DAP 2 includes conceptual plans for a new network of streets to serve the development. Finally, DAP 2 includes conceptual information about how the project will accommodate all of the necessary dry utilities and other necessary improvements. The DAP 2 conditions of approval will require all construction documents and building permits to meet applicable City standards. Accordingly, as proposed and conditioned, DAP 2 will include Infrastructure that is sufficient to serve the proposed development.

C. The proposed shared outdoor space provided for Phase Two in accordance with the MCP is reasonable and appropriate to the proposed level of development under DAP 2.

DAP 1 included residential development triggering the requirement to provide 1.21 acres of open space. Consistent with Section 4.3.5 of the Development Agreement, the applicant deferred the requirement to DAP 2. Based on the deferral and the requirements for DAP 2, the total required open space in DAP 2 is 4.25 acres. DAP 2 would provide 4.25 acres of open space provided in a 3.9-acre park between Avenue C and the rail line (2.9 acres south of Second Street and one acre north of Second Street) and an approximately 0.75-acre private rooftop open space on Block 4D (counted at 50 percent). The proposed open space will serve residents within DAP 1 and DAP 2, and it consistent with the MCP requirements for appropriate open space to serve the proposed development under the first two phases of the Project.

3. Approval. That the City Council hereby approves DAP 2, as conditioned in Attachment 1, which is attached hereto and incorporated by this reference.

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4. Notice of Determination. The Development Review Officer is directed to cause to be filed a Notice of Determination with the appropriate agencies in accordance with CEQA.

5. Effective date. This resolution shall become effective immediately.

I HEREBY CERTIFY THE FOREGOING TO BE A TRUE COPY OF A RESOLUTION PASSED AND ADOPTED BY THE CITY OF SANTA CLARA, CALIFORNIA, AT A SPECIAL MEETING THEREOF HELD ON THE 13TH DAY OF JULY, 2020, BY THE FOLLOWING VOTE:

AYES: COUNCILORS: Chahal, Davis, Hardy, O'Neill, and Watanabe, and Mayor Gillmor

NOES: COUNCILORS: None

ABSENT: COUNCILORS: None

ABSTAINED: COUNCILORS: None

ATTEST:



NORA PIMENTEL, MMC
ASSISTANT CITY CLERK
CITY OF SANTA CLARA

Attachment Incorporated by Reference:

1. Conditions of Approval

CONDITIONS OF APPROVAL

The DAP Phase 2 project shall continue to comply with all Conditions of Planned Development – Master Community (PD-MC) Zoning Approval (City Council Resolution 16-8339) and all adopted mitigation measures under the approved MMRP, unless specifically superseded by any of these conditions.

The DAP Phase 2 project will comply with all applicable codes, regulations, standards, ordinances, and resolutions in effect at the time of each DAP 2 plan submission, to the extent applicable under the MCP, DA, DDA and other Project approvals. The following **conditions of approval** are recommended:

GENERAL

- G1. Prior to issuance of a building permit for each building, Developer will submit plan(s) for review and approval by the Community Development Director detailing the following:
- a. minimum building setbacks and lot coverage for each building;
 - b. detailed streetscape and landscape plans, including elements of landscape zones described in the MCP;
 - c. shared outdoor space elements, if any, to the extent known;
 - d. public art installation locations, if any, to the extent known;
 - e. onsite loading/unloading zones for all anticipated uses, including but not limited to delivery vehicles, trash pick-up, ride-share services, bicycle parking facilities, commuter buses, and/or private shuttles;
 - f. access and circulation plans for all entrances and exits to parking garages; and
 - g. bicycle facilities and amenities.

COMMUNITY DEVELOPMENT

- C1. The Residential Serviced Apartments on Block 4D, as residential dwelling units to be constructed under Land Use Scheme A of the Master Community Plan (the land use scheme selected by the Master Developer), are required to be used for more than 30 days under a written contract such that they shall not meet the City's definition of Transient Occupancy in SCCC 3.25.020(g).
- C2. Prior to commencement of grading activities, a review meeting conducted by the City and attended by all on-site field superintendent(s) will be held.
- C3. Per the Development Agreement, Section 4.5, Voluntary Housing Affordability Provisions, Applicant will provide at least ten percent of all residential units constructed on the Project Site as Affordable Units, in accordance with the terms and requirements of the Development Agreement. Per Section 4.5 of the Development Agreement and the Phase 1 DAP, Applicant elected to defer the Phase 1 Affordable Units to Phase 2. As such, the total Affordable Units to be provided in Phase 2 shall be 70 units (20 from DAP Phase 1 and 50 from DAP Phase 2) if 200 residential units are constructed in Phase 1 and 500 residential units are constructed in Phase 2.
- C4. Per Development Agreement Section 4.5.3, prior to the issuance of Building Permits for any buildings providing the required affordable housing, Developer shall enter into an Affordable Housing Agreement (AHA) with the City that will govern the provision of the Affordable Units within such building, to the mutual satisfaction of the Director of Community Development and the Developer, and consistent with the terms of the Development Agreement.
- C5. **This Condition of Approval shall replace Condition of Approval C3 from the DAP Phase 1 Conditions of Approval (which replaced Condition of Approval P15 from the Master Community (PD-MC) Zoning Approval).** The Comprehensive Sign Program required by the MCP for Parcels 4 and 5 shall be considered and approved or conditionally

approved by the City Council before the issuance of the first building permit (for buildings excluding below grade Tasman garage) development undertaken pursuant to the DAP for Phase 1 or Phase 2. The Comprehensive Sign Program required by the MCP for Parcels 1 and 2 shall be submitted with the initial DAP submission for Parcel 1 or 2, whichever is submitted first, and shall be considered concurrently with and approved or conditionally approved as a part of the applicable DAP by the City Council.

ENGINEERING

- E1. Storm drain mains and laterals, and sanitary sewer mains and laterals, shall be outside the drip line of mature trees or 10 feet clear of the tree trunk, whichever is greater. Provide root barriers when the future drip line of the project installed trees will cover the sidewalk. Root barriers for sidewalk protection shall be 16' long or extend to drip line of the mature tree, whichever is greater, and be 1.5' deep, and centered on trees. Root barriers for curb and gutter protection shall be 16' long or extend to drip line of the mature tree, whichever is greater, and be 2' deep, and centered on trees.
- E2. In conjunction with installation of off-site improvements, the applicant shall perform pavement reconstruction for the entire east side of Great America Parkway along the DAP 2 Project frontage.
- E3. If required, relocate existing Valley Transportation Authority (VTA) bus stops that are affected by the proposed site access during construction and/or in final condition, as necessary based upon consultation between Developer, City, and VTA.
- E4. The detailed design and construction of streets and sidewalks (including landscape strips) shall be in substantial conformance with the MCP, to the satisfaction of the Director of Public Works, recognizing the changes in street configuration and site design that have been made between conceptual MCP and the DAP.
- E5. Detailed traffic signal and intersection design at the intersections including but not limited to Great America Parkway/CityPlace Parkway and Avenue A/CityPlace Parkway shall be approved by the Traffic Division of the Department of Public Works.
- E6. Developer and City shall cooperate to establish time limits for parking along the public roadways with parking including Avenue A, Avenue C and Creekside Drive.
- E7. Avenue A shall include minimum 6' wide Class 2 bicycle facilities in its entirety.
- E8. Comply with mitigation and avoidance measures TRA 1.2 and TRA-1a.1 of the MMRP for a partial mitigation to add a second eastbound turn lane at intersection #60 Great America Parkway and Old Mountain View Alviso Road.
- E9. **This Condition of Approval shall replace Condition of Approval E2 from the Master Community (PD-MC) Zoning Approval, as it was amended by Condition of Approval E10 from the DAP 1 Approval.** Following approval of Tentative Maps and/or Vesting Tentative Maps by Council, the Developer shall file Final Maps for approval and recordation to the satisfaction of the Director of Public Works prior to the issuance of building permits for the DAP, except as follows:
 - a. For DAP 1, a Tentative Map or Vesting Tentative Map shall be approved by Council prior to the issuance of building permits for buildings located on property covered by DAP 1, and a Final Map approved to the satisfaction of the Director of Public Works shall have been filed for recordation covering property on which the building is located prior to the issuance of any certificate of occupancy for any building within DAP 1.
 - b. For DAP 2, a Tentative Map or Vesting Tentative Map shall be approved by Council prior to the issuance of building permits for buildings located on property covered by DAP 2, and a Final Map approved to the satisfaction of the Director of Public Works shall have been filed for recordation covering property on which the building is located prior to the issuance of any certificate of occupancy for any building within DAP 2.
- E.10 Microsimulation analysis shall be completed at Developer's cost, reviewed, and accepted prior to the City's issuance of building permits for buildings in Phase 2. City and Developer

will mutually agree on the scope, cost and schedule for the microsimulation analysis.

- The microsimulation study shall test for off-site intersections but not for intersections internal to the Related Santa Clara development parcels.
 - The microsimulation will not result in additional traffic mitigation requirements, changes to the MMRP (including timing of implementation of mitigation measures) or the need for additional rights of way/property.
 - City will be responsible for any cost associated with traffic signal timing adjustments that may be suggested by the microsimulation study findings.
 - City will work cooperatively with Developer to ensure that any changes in left turn pocket lengths provide benefit to both parties and that the scope is reasonable and implementable.
- E11. Provide cumulative 2040 plus Full Buildout analysis of internal intersections of public streets to determine lane geometry and intersection control with the initial submission of the DAP 2 streets Encroachment Permit package for Traffic Division review and approval.
- E12. Provide a minimum 10' wide Class I bicycle path along the San Tomas Aquino Creek frontage. Provide a minimum 2' shoulder on both sides of the bicycle path. The minimum clearance to signs along the bicycle path shall be 3'. Street design and striping plans shall address bicycle path conflicts with pedestrians and vehicles at the intersections of Creekside Drive with CityPlace Parkway, First Street, Second Street and Stars and Strips through appropriate traffic controls, signage and striping.
- E13. Provide access for bicyclists to enter and exit the Class I bicycle path along San Tomas Aquino Creek at the intersection of Creekside Drive and First Street.
- E14. Provide a minimum 10' wide Class I bicycle path within East Park. Provide a minimum 2' shoulder on both sides of the bicycle path. The minimum clearance to signs along the bicycle path shall be 3'. Street design and striping plans shall address bicycle path conflicts with pedestrians and vehicles at the intersections of Station Road and Second Street through appropriate traffic controls, signage and striping.
- E15. The midblock crossing facilities on City Place Parkway between First Street and Second Street shall be removed.

WATER

- W1. If, during the design process, deficiencies are identified in the existing water and/or sanitary sewer system resulting specifically from the projected additional demands or loads from the DAP 2 development, prior to issuance of the first building permit for a building within DAP 2, the Developer shall submit design documents which correct the identified deficiencies in a manner consistent with City and/or other applicable regulatory standards. Any and all water and recycled water distribution systems in the proposed DAP 2 area shall be subject to State Department of Drinking Water requirements and approval to the extent specifically required by State law.
- W2. Developer shall collaborate with the City and its third-party consultant in the development of a Water Distribution System Operations and Maintenance Plan, which includes ongoing monitoring and sampling program, emergency response plan, and landfill gas and leachate collection system operations and maintenance that meets DDW approval for the long-term protection of the public water system.

FIRE

- F1. The maximum fire flow reduction for the development for installation of fire sprinklers will be limited to 50-percent. The number of fire hydrants will be based on the fire-flow without fire sprinkler reduction.
- F2. The Fire Department connections shall be on the street front for which the building street name is assigned. The final location will be determined by the Fire Department.

STREETS

- ST1. Prior to issuance of the first building permit, a Stormwater Management Plan shall be completed for the DAP 2 area.

PARKS AND RECREATION

- PR1. Developer shall close the golf cart bridge crossing over Lafayette Street prior to the completion of the park improvements. Upon the completion of the Second Street crossing or City Place Parkway crossing over Lafayette Street (whichever is built first), the Developer shall remove the golf cart bridge crossing, relocate the associated utilities located thereon, and improve the disturbed area of the park in accordance with the standards approved by the City.
- PR2. Developer shall include interim improvements within the park at the future location of the Second Street extension and crossing over Lafayette Street in order to ensure continuity of the park, bicycle path, and associated amenities prior to the construction of the Second Street extension through and over the park.
- PR3. Developer shall provide sufficient parking for East Park visitors in the East Garage known as WH and include a crosswalk from the park to the garage. This parking requirement can be satisfied using retail or guest parking provided there is signage to make it clear to visitors that they can park there free while in the park.
- PR4. A public restroom(s) shall be identified and available for park visitors during park operating hours within the WH garage structure.
- PR5. Developer will obtain a site address for each park at Developer's sole cost. A round number for park addresses is preferred.
- PR6. Parkland improvements required for DAP 1 shall be constructed prior to occupancy of the 1st unit of DAP 2. The remaining acreage required for the DAP 2 residential units shall be constructed prior to occupancy of the 500th unit in DAP 2.

SVP (Electrical)

- SVP1. All utilities proposed/approved/installed as part of DAP 1 shall be shown on the plans and coordinated accordingly with the DAP 2 proposals.
- SVP2. Electrical service shall be underground. No subsurface SVP transformers and switches will be allowed for this development.
- SVP3. In the event the Developer cannot meet SVP design standards and requirements for the installation of SVP equipment, Developer shall submit alternative designs for SVP's review and approval.
- SVP4. A special facility agreement will be required for any nonstandard SVP equipment and installation describing the responsibilities regarding ownership and maintenance requirements for the developer and the City.
- SVP5. Developer shall be responsible for performing an electric study, at Developer's sole cost, required for all nonstandard installations including but not limited to the design of grounding system for SVP distribution system, thermal cable ampacity, and SVP equipment installation details on podium surface or indoors.
- SVP6. Encroachment permits will not be signed off by Silicon Valley Power until Developer's work substructure construction drawing has been completed.
- SVP7. All SVP-owned equipment is to be covered by an Underground Electric Easement (U.G.E.E. (Underground Electrical Easement)), not a PUE (Public Utility Easement). Only publicly owned dry utilities can be in a UGEE. Other facilities can be in a joint trench configuration with SVP, separated by a 1' clearance, providing that they are constructed simultaneously with SVP facilities. See UG 1000 for details.
- SVP8. The permanent electric utility power for electrical services required for DAP 2 shall be provided by New Esperanca Substation.