



AGENDA REPORT

Date: May 21, 2019

To: City Manager

From: Acting Executive Assistant to the Mayor & City Council

Subject: Correspondence received regarding Item #13 - Public Hearing: Actions on Gateway Crossings project located at 1205 Coleman Avenue including General Plan Amendment to Santa Clara Station Very High Density Residential (51-120 du/ac) with a minimum commercial Floor Area Ratio (FAR) of 0.20, revision to the Climate Action Plan to add Transportation Demand Management (TDM) goals for the new land use designation, creation of a new Very High Density Mixed Use Zoning District and Rezoning to that District, Vesting Tentative Subdivision Map, Development Agreement, Environmental Impact Report (EIR), and Mitigation Monitoring and Reporting Program (MMRP)

From Wednesday, May 15, 2019, at 12:00 p.m., through Tuesday evening, May 21, 2019 at 5:00 p.m., the Mayor & Council Offices have received the attached communications regarding Item #13 - Public Hearing: Actions on Gateway Crossings project located at 1205 Coleman Avenue including General Plan Amendment to Santa Clara Station Very High Density Residential (51-120 du/ac) with a minimum commercial Floor Area Ratio (FAR) of 0.20, revision to the Climate Action Plan to add Transportation Demand Management (TDM) goals for the new land use designation, creation of a new Very High Density Mixed Use Zoning District and Rezoning to that District, Vesting Tentative Subdivision Map, Development Agreement, Environmental Impact Report (EIR), and Mitigation Monitoring and Reporting Program (MMRP)

Genevieve Yip
Acting Executive Assistant to the
Mayor & City Council

Documents Related to this Report:

- 1) *Communications received*

L:\Agenda Reports & Memos\Communications Received Memos\05-21-19 Item 13

5/21/2019

ITEM 13

Genevieve Yip

From: Adina Levin <a Levin@alevin.com>
Sent: Tuesday, May 21, 2019 12:28 PM
To: Mayor and Council
Subject: Santa Clara - Gateway Crossings at Council on Tuesday, 39

Honorable Council Members,

This letter is in regard to the Gateway Crossing development at Brokaw and Coleman in the station area which is before Council for approval.

Friends of Caltrain is a nonprofit supporting sustainable transportation and transit-oriented development on the Peninsula Corridor. We have about 7000 participants, including several hundred in Santa Clara.

The station area is an excellent location for dense housing with retail, and the affordable housing will help a greater diversity of people benefit from living near transit. The park is a welcome amenity for the community.

However, the transportation features of the project could be strengthened.

The Planning Commission made a good recommendation, supported by staff, to strengthen recommendations after public transit is improved. However, this recommendation only refers to the arrival of BART service.

Caltrain electrification is under construction, and is likely to provide better service when electric service starts in 2022, long before BART is extended. Therefore, we would recommend also applying this condition to transit improvements resulting from electrified Caltrain.

Also, the project would benefit from unbundled parking, so residents can rent as much parking as they need, and additional parking can be made available for other uses, with the existing shared parking provision.

Unfortunately project has significantly more parking than needed in a transit-rich location. The housing is badly needed in our region, so this may be too late to change. However, if there is any delay to this project, or for phases beyond the initial phase, we would recommend bringing in the TransForm Greentrip certification program to fine-tune a lower amount of appropriate parking.

We would expect an appropriate parking level to be approximately 1 unit per bedroom the GreenTrip Connect tool.

Thank you for your consideration,

- Adina

Adina Levin

<https://greencaltrain.com>

650-646-4344

5/21/2019

ITEM 13

Genevieve Yip

From: Jonathon Evans <jonathon.evans@gmail.com>
Sent: Monday, May 20, 2019 9:59 PM
To: Mayor and Council; Patricia Mahan
Subject: Gateway Crossing Project - May 21st Council Meeting - Agenda Item 3. 19-1634 Public Hearing: Actions on Gateway Crossings

May 20th, 2019

Dear City Council,

I'm opposed to the gateway crossings project as currently put forth by Hunter Storm Properties, but I'm not against developing the land. The current proposal does not go far enough and will underutilize one of the best parcels of land left undeveloped in our city.

The area near the Santa Clara Station is the most transit connected site in our city. It is our best opportunity to address our city's need for affordable housing. This land needs a public transit oriented development, and unfortunately the Gateway Crossing's project is not that. It is a legacy car oriented project which just happens to be near a station.

Coarse-grained development as proposed here does not promote a walkable community, or lead to good urban development. Instead it sets the community up for a costly-mistake which can last for more than a generation. Massive multi-acre buildings without any ground-level pass-through as planned here are not pedestrian friendly, and drive people into cars and off the streets. Exactly, the opposite effect of what we need for a transit community.

We need a finer-grained development with flexible building spaces, and enough targeted retail to support the people living in the community. The development agreement counts "hotel amenities" as it's retail space, and little provision is made for the restaurants, grocery, and other spaces residents of Gateway Crossings will need to avoid taking trips in their car. Santa Clara needs a walkable, urban village, designed for the future.

Additionally, our station "focus area" in the general plan is out of date. The latest VTA transit oriented development studies show the station area will demand, and can, accommodate more housing than the general plan has incorporated near the station. We need to create a comprehensive station area plan to avoid piecemeal development, and under utilization of our station area. The VTA recommends that we preserve key sites near our upcoming BART station for dense development, and this project's site is the prime location for such development.

We need all the buildings in Gateway Crossings to maximize their use of space, and have the necessary retail to truly make a walkable, bike friendly transit oriented development. Underutilizing this space now by building Gateway Crossings will hurt the next generation of Santa Clarans.

It's up to Santa Clara to show everyone that we are the Center of What's possible by building a fabulous transit oriented project and this isn't one.

Sincerely,

Jonathon Evans
775 Madison St
Santa Clara, CA 95050

5/21/2019

ITEM 13

Genevieve Yip

From: C.J. Gabbe <cj@cjpgabbe.com>
Sent: Monday, May 20, 2019 3:28 PM
To: Mayor and Council
Subject: Letter of support for Gateway Crossings
Attachments: Gabbe - Gateway Crossings letter - 052019.pdf

Attached please find my letter of support for the Gateway Crossings project.

Best regards,
C.J. Gabbe

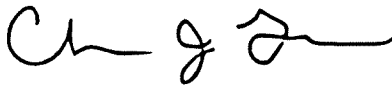
May 20, 2019

City of Santa Clara
1500 Warburton Ave.
Santa Clara, CA 95050

Dear Mayor Gillmor and City Councilmembers:

I am a Santa Clara resident, urban planner, and SCU faculty member, and I write in support of the Gateway Crossings project. I echo the prior recommendations of the City's staff and Planning Commission. I am excited for this project because (1) it includes 1,600 units of sorely-needed affordable and market-rate housing; (2) its mix of uses will draw people to the area, enabling public transit, walking, and biking; and (3) it can be a model for well-designed transit-oriented development in Santa Clara. I look forward to watching the Santa Clara station area evolve into a vibrant, walkable district, and the Gateway Crossings project can help us move in that direction.

Sincerely,

A handwritten signature in black ink, appearing to read 'C.J. Gabbe', with a stylized flourish at the end.

C.J. Gabbe
cj@cjpgabbe.com

5/21/2019

ITEM 13

Genevieve Yip

From: Catherine Qiuping Zhang <catherineqzhang@gmail.com>
Sent: Wednesday, May 15, 2019 10:31 PM
To: Mayor and Council
Subject: Against Gateway Crossing Project
Categories: Red Category

Dear Mayor and Council!

I am a new Santa Clara residents, moved in to El Camino Madison condo a year ago and really love Santa Clara. I am excited about Reclaiming Santa Clara Downtown project, and feel Gateway Crossing should work with Downtown project. Gateway is the face of Santa Clara. The current design has less retail, and not like a gateway to attract and impress the people. We need a better one.

Thank you for your consideration!

Catherine Z.

Cell: 510-579-9722

Catherineqzhang@gmail.com

Goodview Financial & Real Estate

5/21/2019

ITEM 13

RECEIVED

April 15, 2019

MAY 15 2019

Councilmember Kathy Watanabe
1500 Warburton Avenue
Santa Clara, CA 95050

MAYOR & COUNCIL OFFICES
CITY OF SANTA CLARA

*C: Council member Watanabe
CMU
O: file*

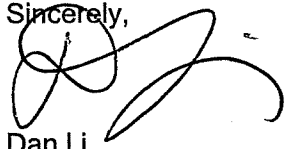
Dear Councilmember Watanabe,

I am a software engineer who has lived in Santa Clara for three years. I am in favor of the Gateway Crossings project as it will provide homes that the community needs located within walking distance of multiple public transit options. The community itself will be bike- and pedestrian-friendly. I bike to work, so I'm all for allowing more people the opportunity to do the same. I encourage you to approve this plan when it is presented for your vote next month.

Gateway Crossings will offer convenient access to retail, restaurants and green space in addition to easy, car-free access to the city. The site will be connected via an underground bridge to the future BART station as well as Caltrain, VTA bus connections, and Amtrak. I think it's a great idea for people to use mass transit to get to work rather than having to commute by car.

The current plan for Gateway Crossings includes more than 1,500 units, which fulfills the County General Plan for housing in the area. I am unable to purchase a home due to high housing costs, so I am only able to rent right now. I would like more housing to be available to possibly help to lower rent for the rest of us in the area.

I believe Gateway Crossings will be a good addition to the community. I want to see it move forward. Please vote to approve this development without additional changes to the plan.

Sincerely,

Dan Li



**City of
Santa Clara**
The Center of What's Possible

ITEM 13

Community Development
Memorandum

Date: May 21, 2019

To: Honorable Mayor and Councilmembers

From: Andrew Crabtree, Director of Community Development

Subject: May 21, 2019 Council Agenda Item #13: "Actions on Gateway Crossings project located at 1205 Colman Avenue including General Plan Amendment to Santa Clara Station Very High Density Residential (51-120 du/ac), with a minimum commercial Floor Area Ratio (FAR) of 0.20, revision to the Climate Action Plan to add Transportation Demand Management (TDM) goals for the new land use designation. Creation of a new Very High Density Mixed Use Zoning District and Rezoning to that District, Vesting Tentative Subdivision Map, Development Agreement, Environmental Impact Report (EIR), and Mitigation Monitoring and Reporting Program"

The purpose of this supplemental is to transmit the attached Figure 1.4-1 for insertion into Attachment #9 "Supplemental Text Revisions to the FEIR". This Figure was inadvertently absent from the document at the time of production of the agenda packet. In addition, the attached Mitigation Monitoring and Reporting Program dated May 2019 is to replace the Mitigation Monitoring and Reporting Program dated November 2018 in Attachment #12, Exhibit D of the Development Agreement in the Council agenda report. Copies of the supplemental attachments will also be provided at the May 21, 2019 Council meeting.

POST MEETING MATERIAL

5.21.19

ATTACHMENT #9

PREVIOUS PROJECT



Base Map Source: Hunter Storm, 2/16/18.

REVISED PROJECT



Base Map Source: Hunter Storm, 3/29/19.

PREVIOUS PROJECT AND REVISED PROJECT CONCEPTUAL SITE PLAN

FIGURE 1.4-1

5.21.19

EXHIBIT D / ATTACHMENT #12

DRAFT
MITIGATION MONITORING OR REPORTING PROGRAM

Gateway Crossings

CITY OF SANTA CLARA

May 2019

P R E F A C E

Section 21081 of the California Environmental Quality Act (CEQA) requires a Lead Agency to adopt a Mitigation Monitoring or Reporting Program whenever it approves a project for which measures have been required to mitigate or avoid significant effects on the environment. The purpose of the monitoring or reporting program is to ensure compliance with the mitigation measures during project implementation.

On May 21, 2019, the City Council certified the Environmental Impact Report (EIR) for the Gateway Crossings project. The Final EIR concluded that the implementation of the project could result in significant effects on the environment and mitigation measures were incorporated into the proposed project or are required as a condition of project approval. This Mitigation Monitoring or Reporting Program addresses those measures in terms of how and when they will be implemented.

This document does *not* discuss those subjects for which the EIR concluded that mitigation measures would not be required to reduce significant impacts.

**MITIGATION MONITORING OR REPORTING PROGRAM
GATEWAY CROSSINGS (REVISED PROJECT)**

Impacts	Mitigation	Timeframe for Implementation	Responsibility for Implementation	Oversight of Implementation
Air Quality				
<p>Impact AIR-1: The project would result in significant construction air pollutant emissions without the implementation of BAAQMD’s standard construction BMPs.</p>	<p>MM AIR-1.1: During any construction period ground disturbance, the applicant shall ensure that the project contractor implements the following BAAQMD BMPs:</p> <ul style="list-style-type: none"> • All exposed surfaces (e.g., parking areas, staging areas, soil piles, graded areas, and unpaved access roads) shall be watered two times per day. • All haul trucks transporting soil, sand, or other loose material off-site shall be covered. • 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. • All vehicle speeds on unpaved roads shall be limited to 15 miles per hour. • 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. • Idling times shall be minimized either by shutting equipment off when not in use or reducing the maximum idling time to five minutes. Clear signage shall be provided for construction workers at all access points. • 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. • Post a publicly visible sign with the telephone number and person to contact at the construction firm regarding dust 	<p>During all phases of construction period</p>	<p>Project applicant and contractors</p>	<p>Director of Community Development</p>

**MITIGATION MONITORING OR REPORTING PROGRAM
GATEWAY CROSSINGS (REVISED PROJECT)**

Impacts	Mitigation	Timeframe for Implementation	Responsibility for Implementation	Oversight of Implementation
	<p>complaints. This person shall respond and take corrective action within 48 hours. The Air District's phone number shall also be visible to ensure compliance with applicable regulations.</p> <p>MM AIR-1.2: The project shall develop a plan demonstrating that the off-road equipment used on-site to construct the project would achieve a fleet-wide average 92 percent reduction in PM₁₀ exhaust emissions or more. The plan shall include, but is not limited to, one or more of the following:</p> <ul style="list-style-type: none"> • All mobile diesel-powered off-road equipment larger than 25 horsepower and operating on the site for more than two days continuously shall meet, at a minimum, USEPA particulate matter emissions standards for Tier 4 engines or equivalent and include the use of equipment that includes CARB-certified Level 3 Diesel Particulate Filters. • Use of alternatively-fueled equipment (i.e., non-diesel), such as electric, biodiesel, or liquefied petroleum gas for example, would meet this requirement. <p>Other measures may be the use of added exhaust devices, or a combination of measures, provided that these measures are approved by the City and demonstrated to reduce community risk impacts to less than significant.</p>			
<p>Impact AIR-2: The operation of the project would result in significant operational ROG emissions.</p>	<p>MM AIR-2.1: The project shall develop and implement a Transportation Demand Management (TDM) plan that would reduce vehicle trips by 20 percent, half of which (a 10 percent reduction) shall be achieved with TDM measures.</p>	<p>Develop the TDM plan prior to issuance of occupancy permits; implement the TDM plan during project operations</p>	<p>Project applicant</p>	<p>Director of Community Development</p>

**MITIGATION MONITORING OR REPORTING PROGRAM
GATEWAY CROSSINGS (REVISED PROJECT)**

Impacts	Mitigation	Timeframe for Implementation	Responsibility for Implementation	Oversight of Implementation
	<p>MM AIR-2.2: The project shall use low volatile organic compound or VOC (i.e., ROG) coating, that are below current BAAQMD requirements (i.e., Regulation 8, Rule 3: Architectural Coatings), for at least 50 percent of all residential and nonresidential interior and exterior paints. This includes all architectural coatings applied during both construction and reapplications throughout the project’s operational lifetime. At least 50 percent of coatings applied must meet a “super-compliant” VOC standard of less than 10 grams of VOC per liter of paint. For reapplication of coatings during the project’s operational lifetime, the Declaration of Covenants, Conditions, and Restrictions shall contain a stipulation for low VOC coatings to be used.</p>	<p>During all phases of construction</p>	<p>Project applicant and contractors</p>	<p>Director of Community Development</p>

Biology

<p>Impact BIO-1: Project construction could impact nesting birds on or adjacent to the site, if present.</p>	<p>MM BIO-1.1: 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.</p> <p>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).</p> <p>During this survey, the ornithologist shall inspect all trees and other possible nesting habitats within and immediately adjacent to</p>	<p>During construction, if feasible.</p> <p>If construction activities are initiated between February and April, conduct the pre-construction survey no more than 14 days prior to construction activities. If construction activities are initiated between</p>	<p>Project applicant</p> <p>Project applicant</p>	<p>Director of Community Development</p> <p>Director of Community Development</p>
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**MITIGATION MONITORING OR REPORTING PROGRAM
GATEWAY CROSSINGS (REVISED PROJECT)**

Impacts	Mitigation	Timeframe for Implementation	Responsibility for Implementation	Oversight of Implementation
	<p>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.</p> <p>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.</p>	<p>May and August, conduct preconstruction surveys no more than 30 days prior to construction activities.</p> <p>Prior to start of grading or tree removal</p>	<p>Project applicant</p>	<p>Director of Community Development</p>

Cultural Resources

<p>Impact CUL-1: Unknown buried archaeological resources could be impacted during project construction.</p>	<p>MM CUL-1.1: Archaeological monitoring by a qualified prehistoric archaeologist shall be completed during soil remediation and presence/absence exploration with a backhoe shall be completed where safe, undisturbed, and possible prior to construction activities. If any potentially CRHR eligible resources are identified, they should be briefly documented, photographed, mapped, and tarped before the area is backfilled. If resources are identified, a research design and treatment plan shall be completed and implemented by the archaeologist and shall include hand excavating the feature(s) or deposits prior to building construction.</p> <p>MM CUL-1.2: As part of the safety meeting on the first day of construction/ground disturbing activities, the Archaeological Monitor shall brief construction workers on the role and responsibility of the Archaeological Monitor and procedures to follow in the event cultural resources are discovered. The prime construction contractor and any other subcontractors shall be informed of the legal and/or regulatory implications of knowingly destroying cultural resources or removing artifacts, human remains, and other cultural materials from the study area. The</p>	<p>During soil remediation</p> <p>Prior to start of construction activities</p>	<p>Project applicant</p> <p>Project applicant</p>	<p>Director of Community Development</p> <p>Director of Community Development</p>
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**MITIGATION MONITORING OR REPORTING PROGRAM
GATEWAY CROSSINGS (REVISED PROJECT)**

Impacts	Mitigation	Timeframe for Implementation	Responsibility for Implementation	Oversight of Implementation
	<p>archaeological monitor has the authority to stop or redirect construction/remediation work to other locations to explore for potential features.</p> <p>MM CUL-1.3: 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 Native American Heritage Commission (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.</p>	At the time a discovery is made	Project applicant	Director of Community Development
Hazards and Hazardous Materials				
<p>Impact HAZ-1: Construction workers, future occupants, and the surrounding environment could be exposed to contaminated soils and subject to soil vapor intrusion.</p>	<p>MM HAZ-1.1: The project shall develop and implement a Site Management Plan (SMP) that outlines the measures required to mitigate potential risks (including soil vapor intrusion) to construction workers, future occupants, and the environment from potential exposure to hazardous substances that may be encountered during soil intrusive or construction activities on-site. As part of the SMP, the requirements of a worker health and safety plan shall be outlined to address potential hazards to construction workers and off-site receptors that may result from construction activities. Each contractor shall be required to develop their own site-specific health and safety plan to protect their workers.</p> <p>The SMP prepared as stipulated above was submitted and approved by RWQCB in May 2016. This approved SMP was</p>	<p>Develop the SMP prior to the start of construction activities and submit the SMP to the City and RWQCB for approval prior to the start of construction activities.</p> <p>Implement the SMP during</p>	Project applicant and contractors	Director of Community Development, Regional Water Quality Control Board, and Santa Clara Valley Water District

**MITIGATION MONITORING OR REPORTING PROGRAM
GATEWAY CROSSINGS (REVISED PROJECT)**

Impacts	Mitigation	Timeframe for Implementation	Responsibility for Implementation	Oversight of Implementation
	submitted to the City and a copy is included in Appendix E of this EIR.	construction activities		
Noise and Vibration				
Impact NOI-1: Future residents would be exposed to exterior noises from aircraft above the City's exterior land use compatibility goal of 55 dBA CNEL.	MM NOI-1.1: Potential residents and buyers shall be provided with a real estate disclosure statement and buyer deed notices which would offer comprehensive information about the noise environment of the project site.	At the time of sale/lease of the residential units	Project applicant	Director of Community Development
Impact NOI-2: Existing land uses in the project vicinity would be exposed to an increase in ambient noise levels due to project construction activities.	<p>In addition to adhering to the City Code for construction hours, the project proposes to implement the following standard construction noise control measures:</p> <p>MM NOI-2-1: Develop a construction noise control plan, including, but not limited to, the following available controls:</p> <ul style="list-style-type: none"> • Construct temporary noise barriers, where feasible, 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 receiver and if the barrier is constructed in a manner that eliminates any cracks or gaps. • Equip all internal combustion engine-driven equipment with intake and exhaust mufflers that are in good condition and appropriate for the equipment. • Unnecessary idling of internal combustion engines shall be strictly prohibited (i.e., no more than two minutes in duration) • Locate stationary noise-generating equipment, such as air compressors or portable power generators, as far as possible from sensitive receptors as feasible. If they must be located near receptors, adequate muffling (with enclosures where 	Develop a construction noise control plan prior to issuance of grading permits. Implement the construction noise control plan during construction activities.	Project applicant and contractors	Director of Community Development

**MITIGATION MONITORING OR REPORTING PROGRAM
GATEWAY CROSSINGS (REVISED PROJECT)**

Impacts	Mitigation	Timeframe for Implementation	Responsibility for Implementation	Oversight of Implementation
	<p>feasible and appropriate) shall be used to reduce noise levels at the adjacent sensitive receptors. Any enclosure openings or venting shall face away from sensitive receptors.</p> <ul style="list-style-type: none"> • Utilize “quiet” air compressors and other stationary noise sources where technology exists. • 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 from commercial (and proposed residential) receptors. • Control noise from construction workers’ radios to a point where they are not audible at land uses bordering the project site. • 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 land uses so that construction activities can be scheduled to minimize noise disturbance. • Designate a “disturbance coordinator” who would be responsible for responding to any complaints about construction noise. The disturbance coordinator shall determine the cause of the noise complaint (e.g., bad muffler, etc.) and 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. 			
<p>Impact NOI-3: On-site mechanical equipment (including the backup</p>	<p>MM NOI-3.1: Mechanical equipment shall be selected and designed to meet the City’s noise level requirements. A qualified acoustical consultant shall be retained to review mechanical noise</p>	<p>During the final design phase</p>	<p>Project applicant</p>	<p>Director of Community Development</p>

**MITIGATION MONITORING OR REPORTING PROGRAM
GATEWAY CROSSINGS (REVISED PROJECT)**

Impacts	Mitigation	Timeframe for Implementation	Responsibility for Implementation	Oversight of Implementation
generator) would exceed on and off-site noise limits identified in the City Code.	as these systems are selected to determine specific noise reduction measures necessary to reduce noise to comply with the City’s noise level requirements. Noise reduction measures could include, but are not limited to, selection of equipment that emits low noise levels, installation of mufflers or sound attenuators, 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. Alternate measures may include locating equipment in less noise-sensitive areas, where feasible.			
Transportation/Traffic				
<p>Impact TRAN-1: The project would have a significant impact under existing plus project conditions at the following two intersections: 1. Coleman Avenue/Brokaw Road (City of Santa Clara) and 6. De La Cruz Boulevard/Central Expressway (City of Santa Clara/CMP).</p>	<p>MM TRAN-1.1: 1. Coleman Avenue/Brokaw Road (City of Santa Clara) – This intersection is under the jurisdiction of the City of Santa Clara. The improvement includes changing the signal for Brokaw Road (the east and west legs of this intersection) from protected left-turn phasing to split phase, adding a shared through/left turn lane to the east and west approaches within the existing right-of-way, changing the existing shared through/right-turn lanes to right-turn only lanes on the east and west approaches, changing the eastbound right-turn coding from “include” to “overlap” indicating that eastbound right turns would be able to turn right on red, prohibiting U-turns on northbound Coleman Avenue, and adding a third southbound through lane on Coleman Avenue, and restriping to provide exclusive southbound through and right turn lanes.</p> <p>MM TRAN-1.2: 6. De La Cruz Boulevard/Central Expressway (City of Santa Clara/CMP) – This intersection is located in the City of Santa Clara and under the jurisdiction of Santa Clara County. The Comprehensive County Expressway Planning Study identifies the conversion of the single HOV lane in each direction to mixed-flow lanes on Central Expressway as a Tier 1A project. The approved City Place development also identifies adding a</p>	Prior to issuance of occupancy permits	Project applicant	Director of Community Development

**MITIGATION MONITORING OR REPORTING PROGRAM
GATEWAY CROSSINGS (REVISED PROJECT)**

Impacts	Mitigation	Timeframe for Implementation	Responsibility for Implementation	Oversight of Implementation
	second southbound right-turn lane and a third northbound left-turn lane as a mitigation measure. The project shall make a fair-share contribution towards the HOV lane conversion and additional lane geometry improvements identified as mitigation for the City Place project.			
<p>Impact TRAN-2: The project would result in a significant impact to mixed-flow lanes on 21 directional freeway segments during at least one peak hour.</p>	<p>MM TRAN-2.1: The project shall pay a fair-share contribution towards the VTA's Valley Transportation Plan (VTP) 2040 express lane program along US 101.</p>	<p>Prior to Issuance of occupancy permits</p>	<p>Project applicant and contractors</p>	<p>Director of Community Development</p>
<p>Impact TRAN-3: The project would have a significant impact under background plus project conditions at the following five intersections: 1. Coleman Avenue/Brokaw Road (City of Santa Clara); 6. De La Cruz Boulevard/Central Expressway (City of Santa Clara/CMP); 7. Lafayette Street/Central Expressway (City of Santa Clara/CMP); 13. Coleman Avenue/I-880</p>	<p>The project proposes to implement MM TRAN-1.1 and -1.2 and the following mitigation measures:</p> <p>MM TRAN-3.1: 7. Lafayette Street/Central Expressway (City of Santa Clara/CMP) – This intersection is located in the City of Santa Clara and under the jurisdiction of Santa Clara County. The Comprehensive County Expressway Planning Study identifies the conversion of the single HOV lane in each direction to mixed-flow lanes on Central Expressway as a Tier 1A project. The project shall make a fair-share contribution towards this improvement.</p> <p>MM TRAN-3.2: 13. Coleman Avenue/I-880 (S) (City of San José/CMP) – This intersection is located in the City of San José and under the jurisdiction of the City of San José. This improvement includes restriping one of the left-turn lanes to a shared left- and right-turn lane, effectively creating three right-turn lanes. Three receiving lanes currently exist on the north leg of Coleman Avenue.</p>	<p>Prior to issuance of occupancy permits</p>	<p>Project applicant</p>	<p>Director of Community Development</p>

**MITIGATION MONITORING OR REPORTING PROGRAM
GATEWAY CROSSINGS (REVISED PROJECT)**

Impacts	Mitigation	Timeframe for Implementation	Responsibility for Implementation	Oversight of Implementation
<p>(S) (City of San José/CMP); and 15. Coleman Avenue/Taylor Street (City of San José)</p>	<p>MM TRAN-3.3: 15. Coleman Avenue/Taylor Street (City of San José) – This intersection is located in and under the jurisdiction of the City of San José. The widening of Coleman Avenue to six-lanes has been identified as a Downtown Strategy 2000 improvement by the City of San José and is an approved project that will be implemented in the near-term. The project shall make a fair-share contribution towards this improvement.</p>			
<p>Impact C-TRAN-1: The project would have a cumulatively considerable contribution to significant cumulative impacts at the following intersections: 1. Coleman Avenue/Brokaw Road (City of Santa Clara); 6. De La Cruz Boulevard/Central Expressway (City of Santa Clara/CMP); 7. Lafayette Street/Central Expressway (City of Santa Clara/CMP); 8. Scott Boulevard/Central Expressway (City of Santa Clara/CMP); 12. Coleman Avenue/I-880 (N) (City of San José/CMP); 13.</p>	<p>The project proposes to implement MM TRAN-1.1, -1.2, and -3.1 through -3.3 and the following two mitigation measures:</p> <p>MM C-TRAN-1.1: 8. Scott Boulevard/Central Expressway – This intersection is located in the City of Santa Clara and under the jurisdiction of the County of Santa Clara. The Comprehensive County Expressway Planning Study identifies the conversion of HOV to mixed-flow lanes on Central Expressway as a Tier 1A project. The project shall make a fair-share contribution to this improvement. With implementation of this improvement, the intersection of Scott Boulevard/Central Expressway would operate at an unacceptable LOS F during the PM peak hour, but the average delay would be better than under cumulative conditions.</p> <p>MM C-TRAN-1.2: 12. Coleman Avenue/I-880 (N) – This intersection is located in the City of San José and under the jurisdiction of the City of San José. This improvement would include restriping one of the left-turn lanes to a shared left- and right-turn lane, effectively creating two right-turn lanes. Three receiving lanes currently exist on the north leg of Coleman Avenue. With implementation of this improvement, the intersection would operate at an acceptable LOS C during the AM peak hour.</p>	<p>Prior to issuance of occupancy permits</p>	<p>Project applicant</p>	<p>Director of Community Development</p>

**MITIGATION MONITORING OR REPORTING PROGRAM
GATEWAY CROSSINGS (REVISED PROJECT)**

Impacts	Mitigation	Timeframe for Implementation	Responsibility for Implementation	Oversight of Implementation
Coleman Avenue/I-880 (S) (City of San José/CMP); and 15. Coleman Avenue/Taylor Street (City of San José).				

In addition to mitigation measures listed above, there are also other conditions of approval the project shall implement, including the following:

**CONDITIONS OF APPROVAL
GATEWAY CROSSINGS (REVISED PROJECT)**

Health Risks to Onsite Residences

- The final site layout shall locate operable windows and air intakes as far as possible and feasible from TAC sources.
- Install air filtration at all residential units. Air filtration devices shall be rated MERV13 or higher. To ensure adequate health protection to sensitive receptors, a ventilation system shall meet the following minimal design standards:
 - a. A MERV13 or higher rating;
 - b. At least one air exchange(s) per hour of fresh outside filtered air; and
 - c. At least four air exchange(s) per hour recirculation.Alternately, at the approval of the City, equivalent control technology may be used if it is shown by a qualified air quality consultant or heating, ventilation, and air conditioning (HVAC) engineer that it would reduce risk below significance thresholds.
- Implement an ongoing maintenance plan for the building's HVAC air filtration system. Recognizing that emissions from air pollution sources are decreasing, the maintenance period shall last as long as significant excess cancer risk or annual PM_{2.5} exposures are predicted. Subsequent studies could be conducted by an air quality expert approved by the City to identify the ongoing need for the filtered ventilation systems as future information becomes available.
- Ensure that the lease agreement and other property documents (1) require cleaning, maintenance, and monitoring of the affected units for air flow leaks; (2) include information on the ventilation system to new owners and tenants; and (3) include provisions that fees associated with owning or leasing a unit(s) in the building include funds for cleaning, maintenance, monitoring, and replacements of the filters, as needed.
- Prior to building occupancy, an authorized air pollutant consultant or HVAC engineer shall verify the installation of all necessary measures to reduce TAC exposure.

Burrowing Owl

- Pre-construction surveys for burrowing owls shall be conducted in conformance with CDFW protocols. The initial site visit shall be conducted no more than 14 days prior to the start of any ground-disturbing activity such as clearing and grubbing, excavation, or grading, or any similar activity. If during the initial survey any ground squirrel burrows or other burrows that may be used as nesting or roosting sites by burrowing owls are detected, but no burrowing owls are observed, a second survey shall be conducted within 48 hours of the start of construction to determine whether any burrowing owls are present. If no burrowing owls are located during these surveys, no additional action would be warranted. However, if burrowing owls are located on or immediately adjacent to impact areas the following measures shall be implemented.
- If burrowing owls are present during the nonbreeding season (generally 1 September to 31 January), a 160-foot buffer zone, within which no new project-related activity would be permissible, shall be maintained around the occupied burrow(s) if feasible, though a reduced buffer is acceptable during the non-breeding season as long as construction avoids direct impacts to the burrow(s) used by the owls. During the breeding season (generally 1 February to 31 August), a 250-foot buffer, within which no new project-related activity would be permissible, shall be maintained between project activities and occupied burrows. If owls are present at burrows on the site after 1 February, it will be

**CONDITIONS OF APPROVAL
GATEWAY CROSSINGS (REVISED PROJECT)**

assumed to be nesting on or adjacent to the site unless evidence indicates otherwise. This protected area shall remain in effect until 31 August, or based upon monitoring evidence, until the young owls are foraging independently.

- If ground-disturbing activities would directly impact occupied burrows, the owls occupying burrows to be disturbed shall be passively relocated during the non-nesting season. Relocation shall occur by a qualified biologist using one-way doors. No burrowing owls shall be evicted from burrows during the nesting season (1 February through 31 August) unless evidence indicates that nesting is not actively occurring (e.g., because the owls have not yet begun nesting early in the season, or because young owls have already fledged late in the season).

Bird Strikes

- The project shall prepare and submit a plan to implement bird-safe design standards into project buildings and lighting design to minimize hazards to birds. These specific standards shall include the following to minimize hazards to birds:
 - Reduce large areas of transparent or reflective glass.
 - Locate water features and other bird habitat away from building exteriors to reduce reflection.
 - Reduce or eliminate the visibility of landscaped areas behind glass.
 - To the extent consistent with the normal and expected operations of the residential and commercial uses of the project, take appropriate measures to avoid use of unnecessary lighting at night, especially during bird migration season (February through May and August through November) through the installation of motion-sensor lighting, automatic light shut-off mechanisms, downward-facing exterior light fixtures, or other effective measures to the extent possible.

Interior Noise Levels

- Incorporate the following noise insulation features shall be incorporated into the proposed project to reduce interior noise levels to 45 dBA CNEL or less:
 - Provide a suitable form of forced-air mechanical ventilation, as determined by the local building official, so that windows can be kept closed to control noise.
 - A qualified acoustical specialist shall prepare a detailed analysis of interior residential noise levels resulting from all exterior sources during the design phase pursuant to requirements set forth in the State Building Code. The study will also establish appropriate criteria for noise levels inside the commercial spaces affected by environmental noise. The study will review the final site plan, building elevations, and floor plans prior to construction and recommend building treatments to reduce residential interior noise levels to 45 dBA CNEL or lower. Treatments would include, but are not limited to, STC sound-rated windows and doors, sound-rated wall and window constructions, acoustical caulking, protected ventilation openings, etc. The specific determination of what noise insulation treatments are necessary shall be conducted on a unit-by-unit basis during final design of the project. Results of the analysis, including the description of the necessary noise control treatments, shall be submitted to the City, along with the building plans and approved design, prior to issuance of a building permit.

**CONDITIONS OF APPROVAL
GATEWAY CROSSINGS (REVISED PROJECT)**

Design Hazards and Emergency Access

- Restrict Driveway 1 to right-in and -out access only;
- Restrict Driveway 2 to right turns only;
- Signalize the intersection of Costco/project Driveway 3 and Brokaw Road;
- Striped median left-turn lane for Driveway 4; and
- Assign all tandem parking.

Construction Traffic

- Prepare a Construction Management Plan which would include, but is not limited to the following conditions, subject to City's approval:
 - Truck haul routes for construction trucks.
 - Signs shall be posed along roads identifying construction traffic access or flow limitations due to lane restrictions during periods of truck traffic.

Sources:

City of Santa Clara. *Draft Environmental Impact Report for the Gateway Crossings Project*. April 2018.

---. *Final Environmental Impact Report for the Gateway Crossings Project*. September 2018.

---. *Supplemental Text Revisions to the Gateway Crossings Project Final Environmental Impact Report*. September 26, 2018.

---. *Supplemental Text Revisions to the Gateway Crossings Project Final Environmental Impact Report*. October 30, 2018.

---. *Supplemental Text Revisions to the Gateway Crossings Project Final Environmental Impact Report*. May 14, 2019.

City of Santa Clara

May 21, 2019

Item 13 - 1205 Coleman Avenue Gateway Crossings

PLN2016-12318, PLN2016-12321, PLN2017-12481, and
CEQ2016-01025



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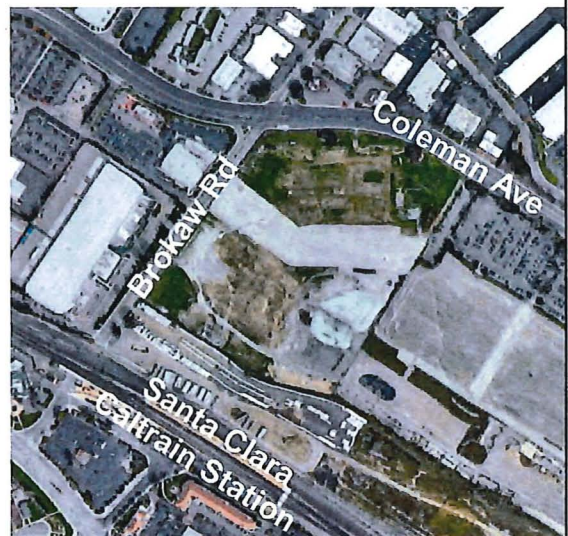


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1205 Coleman – Gateway Crossings

Proposed Land Use Actions

- General Plan Amendment to Santa Clara Station Very High Density Residential (51-120 du/acre) with a minimum commercial FAR of 0.2
- Zoning Code Amendment to add a new zoning designation of Very High Density Mixed-Use (VHDMU)
- Rezone project site from Light Industrial (ML) to VHDMU zoning district
- Vesting Tentative Subdivision Map
- Development Agreement





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1205 Coleman – Gateway Crossings

December 4, 2018 City Council

- 1,600 multi-family dwelling units
- 15,000 sq.ft. ground floor retail
- 182,000 sq.ft. full service hotel
 - 225 rooms
 - 5,500 sq. ft. food & beverage uses
 - 4,400 sq. ft. amenity space
 - 6,300 sq. ft. conference space
- 2.1 acre park
- 2,783 parking spaces
- Street network



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1205 Coleman – Gateway Crossings

December 4, 2018 City Council Meeting Concerns

- Additional community outreach
- Increase project density
- Improve project architecture
- Require hotel in Phase 1



Additional Community Outreach

Additional Community Meetings

- 2 Community Meetings (3 *community meeting prior to December 4, 2018*)
- Expanded community outreach to include approximately 4,800 properties in the Old Quad (beyond 1,000 feet)

Community Meeting Discussion

- Developer presented two design options and moved forward with current proposal based on community feedback
- Community members identified increased park area as a priority over other possible changes such as increased parking or adding residential units
- Community members support more affordable housing units

5



Summary of Feedback

City Council Meeting

- Additional community outreach
- Increase project density
- Improve project architecture
- Require hotel in Phase 1

Additional Feedback from Community Meetings

- Increased park area as a priority over other possible changes such as increased parking or adding residential units
- Additional retail
- Better Connectivity
- Community members support more affordable housing units

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Project Density

Residential Project Unit Types

Residential Unit Count	Prior Proposal	Revised Proposal
Studio	230	198
1 Bedroom	633	673
1 Bedroom + Den	127	42
2 Bedroom	562	612
2 Bedroom + Den	48	58
Total	1,600	1,600

- No change to number of units
- Increase in number of bedrooms



Improve Project Architecture

Conceptual Residential Architecture



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Improve Project Architecture

Conceptual Architecture: Interior Residential Buildings

- Additional roofline variation
- 15,000 sq.ft. ground floor retail
- Penthouse articulation and façade
- Change in massing and new building breaks
- Mix of architectural styles



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Hotel Phasing

Hotel Moved to Phase 1





Parks and Connectivity

New "Tavern on the Green" restaurant

New 0.46 acre park area

New Street Connection



Commercial and Hotel

- 10,000 SF More Commercial
- Smaller Hotel but
 - Same number of Rooms
 - More Amenity and Conference Area

Commercial	Prior Proposal	Revised Proposal
At-grade Commercial / Retail	15,000 sq.ft.	25,000 sq.ft.

Hotel	Prior Proposal	Revised Proposal
Square Feet	182,000 sq.ft.	162,000 sq.ft.
Floors	13	8
Room Count	225	Same
Amenity Area	9,900 sq.ft.	41,600 sq.ft.
Conference Area	6,300 sq.ft.	8,000 sq.ft.





City of Santa Clara
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Development Agreement

Reflects New Phasing

- Hotel in Phase 1
- 5 year term
- Extends to 10 years with any construction
- Phase 1 – Residential Buildings 1 and 2, Hotel, public park and Brokaw Road improvements
- Phase 2 – Residential Buildings 3 and 4 and paseo



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Final Development Agreement

Development Agreement / Community Benefits

- Hotel construction in Phase 1 **(New)**
- Maintenance of two public parks totaling 2.6 acres **(Updated)**
- Payment of Local Transportation Fees (\$250 per bedroom; \$2.50/commercial sq. ft.)
- Payment of Regional Transportation Fees (\$250 per bedroom, \$400 per hotel room, \$2.50/commercial sq. ft.)
- Fair Share Traffic Fees of \$1,680,194
- Bicycle and Pedestrian Improvement Fees of \$825,000
- Brokaw Road street improvements
- 10% Affordable Housing Contribution
- LEED Silver or better



Final Project

May 21, 2019 City Council

- 1,600 multi-family dwelling units
- 25,000 sq.ft. ground floor retail
- 162,000 sq.ft. full service hotel
 - 225 rooms
 - 5,500 sq. ft. food & beverage uses
 - 36,100 sq. ft. amenity space
 - 8,000 sq. ft. conference space
- 2 dedicated public parks = 2.6 acres
- 2,558 parking spaces
- Street network



Summary of Key Changes



Updated Architecture

Hotel Moved to Phase 1

New "Tavern on the Green" restaurant

New Retail

New 0.46 acre park area

New street connection

New breaks in building at podium level

New high-rise tower



Project Changes

	December 4	May 21	Change
Housing Units	1600	1600	+Beds
Retail (SF)	15,000	25,000	+10,000
Hotel Rooms	225	225	Phase 1
• Food/Bev (SF)	5,500	5,500	No Change
• Amenity (SF)	4,400	36,100	+31,700
• Conference (SF)	6,300	8,000	+1,700
Park (Acres)	2.1	2.6	+0.46
Parking	2,783	2,588	- 195

1
7



Includes Previous Recommendation

Staff / Planning Commission Recommendation

Approve Project Components with Modifications (Agreed to by Applicant)

- 10% affordable housing units on-site (5% at 80% AMI; 5% at 100% AMI)
- 20% VMT reduction increases to 30% when BART is operational
- Increase Zoning District density range to 51-120 DU/AC
- Additional TDM measures (increased bicycle parking, electric outlets in bicycle garages, bike and car share programs, electric scooter parking)
- Park maintenance to be consistent with City park standards
- Provide 6% of parking spaces with electric vehicle charging and pre-wire an additional 9%

1
8



1205 Coleman – Gateway Crossings

Recommendation

- Approve and Certify EIR, adopt CEQA Findings and SOCs and the MMRP;
- Approve GPA #87 from Regional Commercial, High Density Residential and Very High density Residential to Very High Density Residential with minimum commercial FAR of 0.2; amendment to the General Plan Land Use Map for the Santa Clara Station Focus Area to reflect the General Plan change; and revision to the CAP to add TDM goals for the new land use designation;
- Adopt an Ordinance to approve the Development Agreement;

19



1205 Coleman – Gateway Crossings

Recommendation

- Approve Rezone from ML to Very High Density Mixed-Use to allow phased construction of a mixed-use development consisting of 1,600 residential units, 162,000 square foot hotel, 25,000 square feet of supporting retail, park and open space, surface and structured parking facilities, private streets, and site improvements; subject to conditions that include additional pedestrian, decorative paving and landscape enhancements to the 30-foot wide north – south private street on the west side of the public park and Building 2 that connects Brokaw Road to Champions Way; and
- Approve the Vesting Tentative Subdivision Map for the purpose of developing 2 commercial parcels, 4 mixed-use parcels, 2 dedicated park parcels and 6 common lots for site access/circulation and utility corridors to serve the development

20

City of Santa Clara

May 21, 2019

**Gateway Crossings Project
1205 Coleman Avenue**

PLN2016-12318, PLN2016-12321, PLN2017-12481, and
CEQ2016-01025

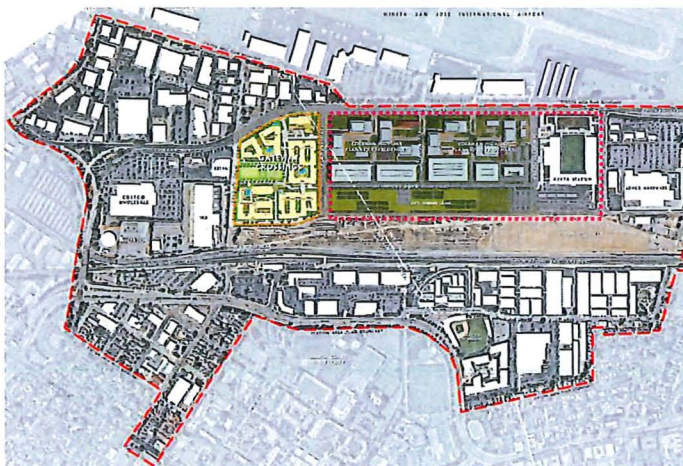


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1205 Coleman – Gateway Crossings



Coleman Highline Project

- Phased development
 - Phase 1 complete
 - Phase 2 under construction
 - Phases 3 & 4 construction 2021
- 1,500,000 sq.ft. of office, retail, hotel uses, Avaya Stadium, & street network
- 4 – 7 story buildings
- City of San Jose practice soccer fields

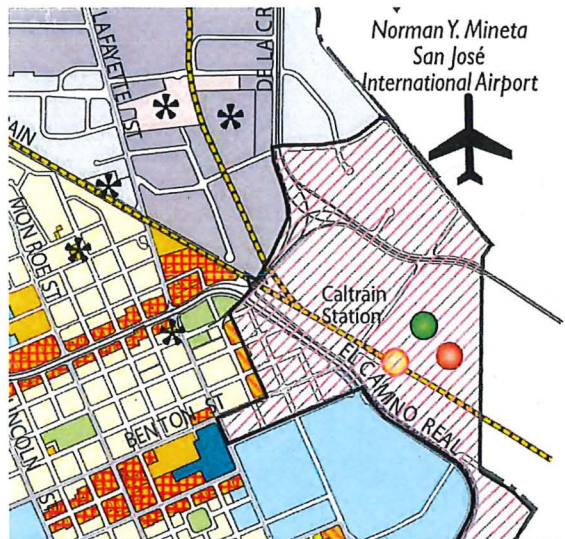



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1205 Coleman – Gateway Crossings

Santa Clara Station Focus Area

- 244 acre Phase 1 Focus Area
- Gateway into the City
- Pedestrian and transit oriented
- 1,650 residential units
- 2,000,000 sq. ft. non-residential uses





City of Santa Clara
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1205 Coleman – Gateway Crossings


Transit Facilities

Existing Santa Clara Transit Center

- VTA bus service (routes 10, 22, 32, 60, 81, 522)
- Caltrain, ACE, Capitol Corridor
- Pedestrian Undercrossing

Future BART Station (2021 - 2026)

- Station concourse
- 5-level 500 space parking structure
- Drop-off, bus & shuttle loading








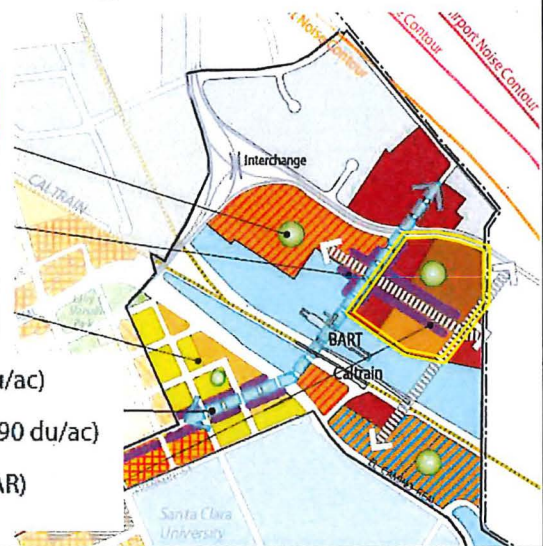
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1205 Coleman – Gateway Crossings

Site Existing General Plan

Land Use	Acres	Commercial sq.ft.	Dwelling Units
High Density Residential	3.95	0	531 – 1,042
Very High Density Residential	10.42	0	146 – 198
Regional Commercial	7.03	918,678	0

-  Santa Clara Station High Density Residential (37-50 du/ac)
-  Santa Clara Station Very High Density Residential (51-90 du/ac)
-  Santa Clara Station Regional Commercial (up to 3.0 FAR) (with an emphasis on office and hotel uses)



5.21.19

AGENDA ITEM # 13



MEMORANDUM OF UNDERSTANDING REGARDING FUTURE LEASE
 BETWEEN TOD BROKAW, LLC AND SANTA CLARA
 POLICE ACTIVITIES LEAGUE, INC.

THIS MEMORANDUM OF UNDERSTANDING REGARDING FUTURE LEASE ("MOU"), entered into as of May 21, 2019 (the "Effective Date"), is by and among TOD BROKAW, LLC, a California limited liability company ("Landlord"), and SANTA CLARA POLICE ACTIVITIES LEAGUE, INC., a California nonprofit corporation ("Tenant"). Each of Landlord and Tenant may be referred to herein as a "Party" and collectively as the "Parties."

RECITALS

- A. TOD Brokaw, LLC is the fee owner of approximately 21.369 gross acres of real property located in the Cities of Santa Clara and San Jose, County of Santa Clara, commonly known as 1205 Coleman Avenue, as depicted in Exhibit A attached hereto (the "Property"). The Property is comprised of "Phase 1" and "Phase 2", each as depicted in Exhibit A attached hereto.
- B. Landlord and Tenant desire for Landlord to lease to Tenant, and for Tenant to lease from Landlord (such lease, the "Lease"), to-be-determined ground floor retail space within Phase 1, on the terms and conditions set forth herein.

AGREEMENT

- 1. Term of MOU. The term ("Term") of this MOU shall begin on the Effective Date and end January 1, 2020, unless earlier terminated. This MOU shall immediately terminate if the Gateway Crossings Project ("Project") is not approved by the Santa Clara City Council. Subject to all required approvals, and all Parties working in good faith, the MOU will be replaced by a formal lease document. Upon mutual agreement, the term of this MOU can be extended by an additional one hundred and twenty (120) days.
- 2. Key Lease Terms. Upon the issuance of all necessary Project approvals, Landlord and Tenant shall thereafter promptly enter into the Lease, whereby Tenant shall lease from Landlord (i) an approximately 7,500 rentable square foot ground floor retail space, and (ii) a shared, approximately 1,250 to 1,700 rentable square foot conference room, each in Phase 1 of the Project in a location designated by Landlord in its sole discretion (collectively, the "Premises"). The Lease (i) shall be for a term of ten (10) years, and (ii) shall be on a triple net basis. During the initial term, base rent for the Premises shall be \$1.00 per month. The Lease shall also contain a right on the part of the Landlord to, at Landlord's sole cost and expense, relocate the Premises to Phase 2 of the Project on substantially the same terms and conditions as the Lease. In addition, the Lease shall terminate if Tenant is unable to reasonably timely obtain the requisite approvals from applicable governmental authorities for Tenant's intended use of the Premises as a gym/boxing/fitness facility. The Lease shall otherwise be prepared by Landlord's counsel on Landlord's standard lease form (which includes, among other things, Landlord's requirements for insurance), and the Parties shall conduct any negotiations in good faith.

3. **No Assignment.** Tenant shall not assign or otherwise transfer this MOU or any right hereunder without the prior written consent of Landlord, which may be withheld in Landlord's sole and absolute discretion.
4. **Governing Law; Exclusive Jurisdiction.** The parties hereto expressly agree that this Agreement shall be governed by, interpreted under, and construed and enforced in accordance with the laws of the State of California, without regard to any principles of conflicts of laws thereof to the extent they would result in the application of the laws of, or direct a matter hereunder to, another jurisdiction. The exclusive venue for any legal proceeding arising out of or related to this Agreement shall be in Santa Clara County, California.
5. **Counterparts.** This MOU may be executed in one or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

WITNESS THE EXECUTION HEREOF the day and year first hereinabove set forth.

TENANT:

SANTA CLARA POLICE ACTIVITIES LEAGUE, INC.,
a California nonprofit corporation

By: SC PAL
Name: *Ann Walker*
Its: PRESIDENT

LANDLORD:

TOD BROKAW, LLC
a California limited liability company

By: H/S Brokaw, LLC
a California limited liability company
Its: Manager

By: *Derek K. Hunter, Jr.*
Name: Derek K. Hunter, Jr.
Its: Manager

By: *Edward D. Storm*
Name: Edward D. Storm
Its: Manager

GATEWAY CROSSINGS

PROJECT: GATEWAY CROSSINGS
DATE: 08/15/2018

HENTER STORM

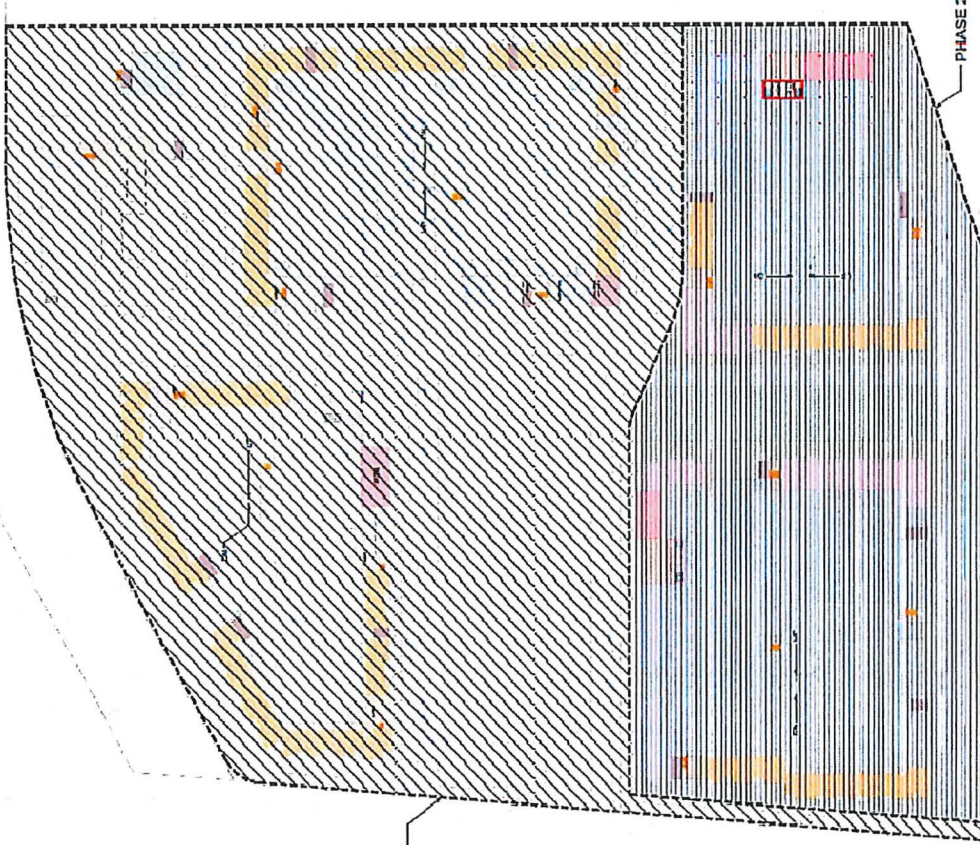
DATE:	08/15/2018
PROJECT:	GATEWAY CROSSINGS
SCALE:	AS SHOWN
SHEET NO.:	1
TOTAL SHEETS:	1

SHEET NUMBER

MVE

PARTNERS
10000 North 10th Street
Suite 200
Phoenix, AZ 85020
Phone: 602.998.8888

Exhibit A



PHASE 1
PHASE 2

PHASE 1

PHASE 2

Council and Authorities Concurrent Meeting on 2019-05-21 3:00 PM

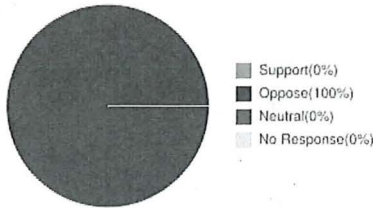
05-21-19 15:00

Agenda Name	Comments	Support	Oppose	Neutral
13. 19-1634 Public Hearing: Actions on Gateway Crossings project located at 1205 Coleman Avenue including General Plan Amendment to Santa Clara Station Very High Density Residential (51-120 du/ac) with a minimum commercial Floor Area Ratio (FAR) of 0.20, revision to the Climate Action Plan to add Transportation Demand Management (TDM) goals for the new land use designation, creation of a new Very High Density Mixed Use Zoning District and Rezoning to that District, Vesting Tentative Subdivision Map, Development Agreement, Environmental Impact Report (EIR), and Mitigation Monitoring and Reporting Program (MMRP)	6	0	6	0

Sentiments for All Agenda Items

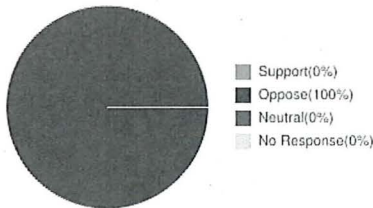
The following graphs display sentiments for comments that have location data. Only locations of users who have commented will be shown.

Overall Sentiment



Agenda Item: eComments for 13. 19-1634 Public Hearing: Actions on Gateway Crossings project located at 1205 Coleman Avenue including General Plan Amendment to Santa Clara Station Very High Density Residential (51-120 du/ac) with a minimum commercial Floor Area Ratio (FAR) of 0.20, revision to the Climate Action Plan to add Transportation Demand Management (TDM) goals for the new land use designation, creation of a new Very High Density Mixed Use Zoning District and Rezoning to that District, Vesting Tentative Subdivision Map, Development Agreement, Environmental Impact Report (EIR), and Mitigation Monitoring and Reporting Program (MMRP)

Overall Sentiment



Jerome Hauser

Location:
Submitted At: 9:34pm 05-21-19

this project seems to be serving the Hotels, not the community. This is Santa Clara's opportunity to create a Grand Central Station and it should not be mostly hotels and private hotel conference rooms.

81 WJTL

Council and Authorities Concurrent Meeting on 2019-05-21 3:00 PM

Meeting Time: 05-21-19 15:00

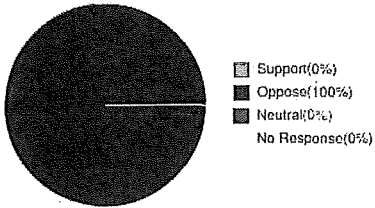
eComments Report

Meetings	Meeting Time	Agenda Items	Comments	Support	Oppose	Neutral
Council and Authorities Concurrent Meeting on 2019-05-21 3:00 PM	05-21-19 15:00	66	6	0	6	0

Sentiments for All Meetings

The following graphs display sentiments for comments that have location data. Only locations of users who have commented will be shown.

Overall Sentiment



Stephanie So

Location:

Submitted At: 8:55pm 05-21-19

This development project does not make sense and is not right for the station area. I hate seeing how Santa Clara is developing without a specific plan.

Patricia Leung

Location:

Submitted At: 7:52pm 05-21-19

The hotel space counting as retail component does not meet the City's requirement. This is an automobile forward project that happens to be by a transit site. This project is using an antiquated and inflexible podium deck construction type, limiting creativity and opportunity. We need a thriving urban village as a transit gateway to our Downtown and smaller footprints with new construction methods (more cost effective) for flexible future redevelopment opportunities.

Our city deserves better

Kathy Kelsey

Location:

Submitted At: 6:48pm 05-21-19

I am not happy with this development as it is presented. I think that there is not a neighborhood surrounding the development, so it should be larger, taller. This is the perfect place for a large development since it is close to a train station and a proposed BART station. Let's make it look good, as it will be the face of Santa Clara for those arriving by train, BART

Richard Bonito

Location:

Submitted At: 5:40pm 05-21-19

What land Santa Clara has left is very precious. We need the right project for the gateway to the downtown and University.

I opposed the Gateway Crossings project because it doesn't provide the city what it needs. Sincere community outreach could accomplish this.

Please oppose this project and ask them to go back for more community outreach and then back to the drawing board.

Kind Regards,
Richard Bonito

Howard MYERS

Location:

Submitted At: 4:42pm 05-21-19

This is the same trick Mariani is trying, deliberately getting approvals prior to the actual outreach meeting, making it almost impossible to require improvements from the outreach meeting. Making the outreach meeting an insulting waste of time.

This is a plum, being the center of transit and away from homes. Our chance to build some real density, but we are offered a shriveled raisin to improve their profits.

We can't undo this once done.

Just don't do it.

POST MEETING MATERIAL