CALIFORNIA ENVIRONMENTAL QUALITY ACT FINDINGS AND STATEMENT OF OVERRIDING CONSIDERATIONS FOR THE GATEWAY CROSSINGS PROJECT

I. INTRODUCTION

The City of Santa Clara (City), as the Lead Agency under California Environmental Quality Act (CEQA), Public Resources Code Section 21000 *et seq.*, has prepared the Final Environmental Impact Report for the Gateway Crossings Project (State Clearinghouse No. 2017022066) (Final EIR or EIR"). The Final EIR is a project EIR pursuant to Section 15161 of the State Guidelines for implementation of the CEQA (CEQA Guidelines).[1] The Final EIR consists of the April 2018 Draft Environmental Impact Report (Draft EIR), September 2018 Final Environmental Impact Report, and supplemental text revisions memos (September 26, 2018, October 30, 2018, May 14, 2019, and June 2019). The EIR addresses the environmental effects associated with implementation of the project. The EIR is intended to serve as an informational document for public agency decision-makers and the general public regarding the objectives and components of the project. The EIR addresses the potential significant adverse environmental impacts associated with the project and identified feasible mitigation measures and alternatives that may be adopted to reduce or eliminate those impacts.

In determining to approve the Gateway Crossings project, which is described in more detail in Section II, the City Council certifies that the EIR reflects the City's own independent judgment and analysis under Public Resources Code Section 21082.1(a)-(c) and CEQA Guidelines Section 15090(a)(3). The City Council further makes and adopts the following findings of fact and statement of overriding considerations, and adopts and incorporates into the project the mitigation measures identified in the EIR, all based on substantial evidence in the whole record of this proceeding ("administrative record"). Pursuant to CEQA Guidelines Section 15090(a), the EIR was presented to the City Council of the City of Santa Clara, and the City Council reviewed and considered the information contained in the EIR prior to making the findings provided in Sections IV to XII, below. The conclusions presented in these findings are based upon the EIR and other evidence in the administrative record. The documents that constitute the administrative record on which the City Council's findings are based are located at the Planning Division office at City Hall, 1500 Warburton Avenue, Santa Clara, California. This information is presented in compliance with CEQA Guidelines Section 15091(e).

II. PROJECT DESCRIPTION

Project Location

The approximately 24-acre project site (Assessor's Parcel Numbers 230-46-069 and 230-46-070) is located at the southwest corner of Coleman Avenue and Brokaw Road in the City of Santa Clara. The project site consists of several addresses: 1205 Coleman Avenue, 328 Brokaw Road, and 340 Brokaw Road. Most of the site (approximately 23 acres) is located in the City of Santa Clara. The southeastern tip (approximately one acre) is located in the City of San José.

[1] The State CEQA Guidelines are found in California Code of Regulations, Title 14, Section 15000 *et seq*.

The majority of the project site located in the City is part of a larger 244-acre area designated as the *Santa Clara Station Focus Area* in the City's General Plan. The Santa Clara Station Focus Area includes land on both the west and east side of the Union Pacific Railroad (UPRR)/Caltrain/Amtrak/ Capitol Corridor/Altamont Corridor Express (ACE) tracks and is generally bounded by De La Cruz Boulevard, Reed Street, and Martin Avenue to the north and northeast, and Franklin Street and El Camino Real to the south and southwest. At the center of this area is the existing Santa Clara Transit Station, which is served by Caltrain, Capitol Corridor, Amtrak, ACE, and Valley Transportation Authority (VTA) bus service. The Transit Station will ultimately include the Bay Area Rapid Transit (BART) terminus of the planned Fremont, San José, and Santa Clara extension (also known as BART Silicon Valley Phase II Extension).

Currently within the Santa Clara Station Focus Area, the project site is designated as *Santa Clara Station Very High Density Residential* (51-100 dwelling units per acre [du/ac]), *Santa Clara Station High Density Residential* (37-50 du/ac), and *Santa Clara Station Regional Commercial* (up to 3.0 floor area ratio [FAR], with an emphasis on office and hotel uses). The project site is zoned *Light Industrial* (ML). The approximately one-acre portion of the site that is located in the City of San José has a San José General Plan designation of *Combined Industrial/Commercial* (CIC) and is part of a larger 92.5-acre area that is zoned *Planned Development* (PD).

Project Overview

The project requires a General Plan Amendment (GPA) to change the land use designation on the site to *Very High Density Residential* to allow residential development at 51 to 120 du/ac in conjunction with a minimum commercial FAR of 0.20; an amendment to the General Plan Land Use Map for the Santa Clara Station Focus Area to reflect the General Plan change; and an amendment to Appendix 8.13 to the General Plan (the Climate Action Plan) to establish a 20 percent reduction in Vehicle Miles Traveled (VMT), half of which (a 10 percent reduction) would be achieved with a Transportation Demand Management (TDM) program. In addition, the project requires a Zoning Code text amendment to add a new zoning designation of *Very High Density Mixed Use* to facilitate the development of the land uses and building types contemplated for the project site; and a rezoning of the project site to the new zoning designation. The project also includes Architectural Review, Vesting Tentative Subdivision Map, and Development Agreement. Submittal of a Site Development Permit will be required for the proposed landscape improvements on the approximately one-acre portion of the site located in the City of San José. Encroachment permits may be required from the City of San José and the California Department of Transportation for transportation improvements.

The project would develop up to 1,565 dwelling units and up to 197,000 square feet of commercial uses. The proposed maximum building height on the site is 206 feet means sea level (MSL) and subject to the Federal Aviation Administration (FAA) Regulations Part 77 height restrictions. The project would have a minimum setback of 25 feet from Coleman Avenue and Brokaw Road. The project components are described in more detail below.

Residential Development

The residential dwelling units would consist of studio, one bedroom, one bedroom plus den, two bedrooms, and two bedrooms plus den units. The units would range in size from approximately 600 to 1,355 square feet.

The proposed residential units would be located in four, six to 13-story podium buildings located around the perimeter of the site. The residential buildings would total approximately2.0 million square feet. Residential units would include private balconies. Buildings 1 and 2 would consist of one level of semi-subterranean parking, two levels of above ground parking with units lining the exterior of the parking and capped by a podium structure, and four to seven levels of units above the podium. Buildings 3 and 4 would consist of one level of semi-subterranean parking, two levels of above ground parking with units lining the exterior of the parking and capped by a podium structure. The podium structure on Buildings 3 and 4 would have five to seven and eleven levels of units above the podium. From the street level, Buildings 3 and 4 would appear as eight to thirteen stories tall plus varied amounts of exposed semi-subterranean garage. Up to 1,565 dwelling units would be constructed, resulting in a density of 73.13 du/ac.

All the residential buildings would include landscaping, common courtyards, and recreational areas on top of the podium structures. Parking for the residential units would be provided in the structured parking integrated into each residential building and along internal streets.

Commercial Development

Up to 197,000 square feet of commercial uses would be constructed on-site and primarily consist of a hotel and other ancillary commercial spaces throughout the site. The hotel would be located at the southeast corner of the site in a seven-story building above a podium with one level of above ground parking and at grade parking (a total of 8 stories above grade). The hotel would include up to 225 rooms, and up to 16,400 square foot amenity space, including a restaurant and rooftop amenity, and up to 8,000 square feet of conference/meeting space for a total gross floor area of up to 152,000 square feet. The hotel would also include a 100 kilowatt (kW) diesel emergency back-up generator with an approximately 220-gallon diesel tank.

Up to 45,000 square feet of ancillary commercial space would be located throughout the project site on the ground floor of the residential buildings. Parking for the ancillary commercial uses would be provided along internal streets and in the residential parking structures. The development of 197,000 square feet of commercial uses on-site would result in a FAR of 0.21.

Neighborhood and Linear Park/Common Amenity Space and Landscaping

The proposed residential and hotel buildings would be situated around a publically accessible, approximately two-acre neighborhood park. The neighborhood park could include amenities such as a natural grass play field, fitness stations, picnic areas, and a children's playground. Additionally, the development proposes a 0.53-acre linear park between Buildings 3 and 4 with retail uses lining the hardscape. This linear park could include gardens, seating areas, and a bocce ball court.

A total of approximately two acres of active and passive recreation areas would be provided in the residential buildings on top of the podium structures. The common outdoor amenity space area for

each residential building could include seating areas, a fireplace, picnic areas, a pool and spa, and fitness and game areas. Common indoor amenity areas could include a fitness center, a recreation clubhouse, and restroom facilities.

The proposed hotel would include a total of approximately 3,000 square feet of outdoor amenity space on the 2nd and approximately 1,000 square feet rooftop deck on the 8th floor. The amenity space on the 2nd could include landscaping, a pool and spa, seating and lounge areas, and a fireplace. The hotel rooftop deck could include landscaping, bar area, and seating areas.

The project includes new landscaping including trees, ornamental plants, and shrubs. Benches, paseos, and other hardscape elements would be integrated into the landscaping. The new landscaping would primarily be located around the perimeter of the site, perimeter of the buildings, and within the proposed neighborhood park and podium open space areas.

Green Building Measures and Vehicle Miles Traveled Reduction Plan

The project proposes to achieve a minimum of 80 points (or silver certification) on the GreenPoint Rated New Home Multi-family certification system by incorporating green building measures. Project green building measures could include permeable pavement, filtration and/or bio-retention features, water-efficient landscaping, minimal turf, shade trees, recycled water irrigation system, community gardens, outdoor electrical outlets for gardening equipment, Electric Vehicle (EV) fixtures and wiring for additional EV stalls in all parking garages, water-efficient fixtures, and energy-efficient lighting and appliances.

As part of the project, a Vehicle Miles Traveled (VMT) Reduction Plan shall be developed and implemented. The VMT Reduction Plan shall achieve a 20 percent reduction in project VMT, half of which (a 10 percent reduction) shall be achieved with TDM measures. The VMT reductions may be achieved through project design characteristics, land use, parking, access, and TDM best practices (e.g., on-site bicycle parking and Eco Passes for residents).

Site Access and Parking

Vehicle access to the project site would be provided via two driveways on Coleman Avenue and three driveways with residential garage access from Brokaw Road. The main entrance of the project site is proposed midblock on Coleman Avenue and would allow for right-in and right-out access only. Internal private streets throughout the site would serve the uses on the site. Pedestrian access to the site would be provided via sidewalks on the site perimeter on Coleman Avenue, Brokaw Road, the planned Champions Way, and walkways throughout the site.

Vehicle parking for the residential uses would be provided in a structured parking garage that would be integrated into each residential building. Parallel parking spaces and loading areas are proposed along the internal private street adjacent to the neighborhood park and residential and commercial uses. Retail parking would be shared among the open parallel parking spaces on-site and provided in the residential parking structures. Vehicle parking for the hotel use would be provided in a structured parking garage that is integrated into the hotel building.

EV charging stations (a minimum of six percent of total parking spaces) would be provided for the proposed uses throughout the project site, including within the parking garages. The project proposes one Class I bicycle parking space per two residential units and one Class II bicycle parking space per 15 residential units. The bicycle parking spaces would be provided within the residential parking garages and near the proposed neighborhood park.

Public Right-of-Way Improvements

The City would require the project to widen Coleman Avenue along the project site frontage to provide for a third northbound through-lane for vehicular traffic, new bike lane, and relocation of the existing VTA bus duck-out. As part of the project, the crosswalk on Coleman Avenue at Brokaw Road would be restriped, and new bike lanes would also be included on Brokaw Road west of Coleman Avenue.

The project includes other public street improvements including replacement and widening of the existing sidewalks, installation of park strips, standard driveway construction and/or removals, and new curb and sidewalks as necessary along Coleman Avenue and Brokaw Road frontages.

Utility Connections and Improvements

The project would utilize existing utility connections to the site where feasible and construct new utility service laterals to existing utility service systems (potable water, recycled water, fire protection, sanitary sewer, storm drain, gas, and electric) in Coleman Avenue and Brokaw Road to serve the project. The project also proposes to underground the existing overhead electrical lines along the project site frontage on Brokaw Avenue.

Construction

Construction of the project is estimated to take approximately seven years to complete, possibly starting as early as late 2019 and concluding as early as mid-2026. Project construction would likely be completed in multiple phases. The project would excavate a total of approximately 90,000 cubic yards of soil. The project proposes a temporary traffic control plan with a flagger during construction and all construction workers would park on-site in designated staging areas.

Project Objectives

The City's objectives for the project are as follows:

1. Create a mixed-use neighborhood of high density residential development combined with commercial services to support the residents, businesses and visitors within and around the plan area as well as the users of the abutting Santa Clara Caltrain/BART heavy rail transit node.
2. Promote long term sustainability with an array and arrangement of complementary uses by achieving LEED certification (or equivalent), minimizing VMT, capitalizing on efficient public infrastructure investment and providing convenient amenities for residents and users of the plan area.

3. Maximize housing unit yield on a site with minimal impact on existing neighborhoods that will address the jobs/housing balance, create a critical mass of housing to justify commercial services, particularly retail services, and provide a variety of housing unit types.
4. Provide a suitable affordable housing component that addresses the City's lower income housing needs in close proximity to transit services and commercial services and jobs.
5. Provide a significant hotel component and retail services that support the business travel market, enhance the tax base and contribute other revenues to support City services that serve the development.

The applicant's objectives for the project are as follows:

1. Develop the 24-acre project site at the southwest corner of Coleman Avenue and Brokaw Road in Santa Clara into an economically viable mixed-use project consisting of commercial spaces and a vibrant residential community, providing a range of product types that will support the diversity of Santa Clara and is designed to be inviting to all.
2. Provide the on-site residential community and public access to a pedestrian friendly site with a variety of on-site recreational amenities including a neighborhood park, BBQ area, children's playground, and various lounge areas.
3. Develop an on-site commercial component of approximately 197,000 square feet, consisting of a hotel and ancillary commercial uses, that will provide services to both the residential community and public at large and will generate tax revenues for the City.
4. Create a transit-oriented development that supports alternative modes of transportation with a direct connection to the Santa Clara Transit Station.
5. Comply with and advance the General Plan goals and policies for the Santa Clara Station Focus Area (General Plan Section 5.4.3).

The EIR identifies conditions of approval, in addition to identifying mitigation measures to be adopted. Conditions of approval are not mitigation measures. They are required of the project by the City, but do not necessarily reduce an environmental impact.

III. ENVIRONMENTAL REVIEW PROCESS

In accordance with Section 15082 of the CEQA Guidelines, the City prepared a Notice of Preparation ("NOP") of an EIR for the Gateway Crossings project. The NOP was sent to state and local responsible and trustee agencies and federal agencies on February 21, 2017. The 30-day comment period concluded on March 23, 2017. The NOP provided a description of the project and identified probable environmental effects that could result from implementation of the project. The City also held a public scoping meeting on March 16, 2017, during the NOP comment period to discuss the project and solicit public input as to the scope and content of the EIR. The meeting was held at the City Hall City Council Chambers at 1500 Warburton Avenue, Santa Clara.

The City prepared the Draft EIR for the Gateway Crossings project in compliance with the CEQA and the CEQA Guidelines. The Draft EIR was circulated for public review and comment for 45 days from April 9, 2018 through May 25, 2018. During this period, the Draft EIR was available to the public and local, state, and federal agencies for review and comment. Notice of the availability and completion of the Draft EIR was sent directly to every agency, person, and organization that

commented on the NOP, as well as to the Office of Planning and Research. Written comments from public agencies, organizations, and individuals concerning the environmental review contained in the Draft EIR were sent to the City during the 45-day public review period on the Draft EIR.

Following the conclusion of the 45-day public review period on the Draft EIR, the City prepared a Final EIR in conformance with CEQA Guidelines Section 15132. The Final EIR includes responses to comments received by the City on the Draft EIR and any necessary text revisions to the Draft EIR. These revisions do not require recirculation of the EIR because none of the revisions constitute "significant new information" pursuant to CEQA Guidelines Section 15088.5 in as much as these changes would not result in a new environmental impact and would not cause a substantial increase in the severity of an environmental impact; and the project sponsor would adopt the mitigation measures. Responses to public agency comments on the EIR were sent to the commenting agencies on September 12, 2018.

On November 14, 2018, at a duly noticed public hearing, the Planning Commission recommended that the City Council certify the Final EIR.

IV. FINDINGS

These findings summarize the environmental determinations of the EIR about project impacts before and after mitigation, and do not attempt to repeat the full analysis of each environmental impact contained in the EIR. Instead, these findings provide a summary description of and basis for each impact in the EIR, describe the applicable mitigation measures identified in the EIR, and state the City's findings and rationale therefore on the significance of each impact with the adopted mitigation measures. A full explanation of these environmental findings and conclusions can be found in the EIR, and these findings hereby incorporate by reference the discussion and analysis in the EIR supporting the EIR's determinations regarding mitigation measures and the project's impacts.

In adopting the mitigation measures outlined below, the City intends to adopt each of the mitigation measures identified in the Final EIR. Accordingly, in the event a mitigation measure identified in the Final EIR has been inadvertently omitted from these findings, such mitigation measure is hereby referred to, adopted, and incorporated in the findings below by reference. In addition, in the event the language of a mitigation measure set forth below fails to accurately reflect the mitigation measure in the Final EIR due to a clerical error, the language of the mitigation measure as set forth in the Final EIR shall control unless the language of the mitigation measure has been specifically and expressly modified by these findings.

Sections V through IX, below, provide brief descriptions of the impacts the Final EIR identifies as either significant and unavoidable or less than significant with adopted mitigation. These descriptions also reproduce the full text of the mitigation measures identified in the Final EIR for each significant impact.

V. SIGNIFICANT AND UNAVOIDABLE DIRECT IMPACTS

The City Council, having reviewed and considered the information contained in the EIR, hereby finds that the Noise and Transportation environmental impacts described below are significant and

unavoidable and that there is no feasible mitigation for those impacts. "Feasible" is defined in CEQA Guidelines Section 15364 to mean "capable of being accomplished in a successful manner within a reasonable period of time, taking into account economic, environmental, legal, social, and technological factors." The City may reject a mitigation measure or alternative to the project because of specific economic, legal, social, technological or other considerations, including consideration for the provision of employment opportunities for highly trained workers. These findings are based on Section 3.0 of the Draft EIR and Section 5.0 of the Final EIR, the discussion and analysis of which are hereby incorporated in full by this reference.

Noise

Impact NOI-1: Exterior noise levels at the proposed neighborhood park and outdoor residential common amenity areas would exceed the City's exterior land use compatibility goal of 65 "A-weighted" decibels (dBA) community noise equivalent level (CNEL) for recreational uses and 55 dBA CNEL for residential uses.

Findings NOI-1: Changes or alterations, which have been incorporated into the project, will reduce the severity of the significant noise impact. Specifically, implementation of MM NOI-1.1, set forth below, which is hereby adopted and incorporated into the project, would notify potential residents and buyers of the noise environment at the site.

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.

This change, however, will not reduce all noise impacts to below a level of significance. Since airport operations are not under the jurisdiction of the City and since no other feasible mitigation measures exist to reduce aircraft noise levels at the proposed neighborhood park, at-grade outdoor amenity areas and common outdoor amenity areas in the residential buildings, the impact is concluded to be significant and unavoidable.

The City therefore finds that specific economic, legal, social, technological or other considerations, including consideration for the provision of employment opportunities for highly trained workers, make infeasible any other mitigation measure or any of the alternatives outlined in the EIR. As described in the concurrent Statement of Overriding Considerations (SOC), the City has determined that this impact is acceptable because of the project benefits identified in the SOC.

Transportation

Impact TRAN-1: The project would have a significant impact under existing plus project conditions at the following intersection: 6. De La Cruz Boulevard/Central Expressway (City of Santa Clara/CMP).

Findings TRAN-1: Changes or alterations, which have been incorporated into the project, will reduce the severity of the significant transportation impact. Specifically, implementation of MM TRAN-1.2, set forth below, which is hereby adopted and incorporated into the project, would reduce

the impact but not to a less than significant level. Therefore, the impact would remain significant and unavoidable.

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.[2] The approved City Place development also identifies adding a second southbound right-turn lane and a third northbound left-turn lane as a mitigation measure.[3] 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.

With implementation of the improvements identified in MM TRAN-1.2, the intersection of De La Cruz Boulevard/Central Expressway would operate at an acceptable LOS E during the PM peak hour and the average delay would be better than existing conditions. The project shall implement MM TRAN-1.2, however, the impact is concluded to be significant and unavoidable because the improvement at this intersection is not under the jurisdiction of the City of Santa Clara and the City cannot guarantee the implementation of the improvement concurrent with the proposed project.

The City therefore finds that specific economic, legal, social, technological or other considerations, including consideration for the provision of employment opportunities for highly trained workers, make infeasible any other mitigation measure or any of the alternatives outlined in the EIR. As described in the concurrent SOC, the City has determined that this impact is acceptable because of the project benefits identified in the SOC.

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.

Findings TRAN-2: Changes or alterations, which have been incorporated into the project, will reduce the severity of the significant transportation impact. Specifically, implementation of MM TRAN-2.1, set forth below, which is hereby adopted and incorporated into the project, would reduce freeway impacts, but not to a less than significant level, because the express lane project is not fully funded, not under the jurisdiction of the City of Santa Clara, and the City cannot guarantee the implementation of the improvement concurrent with the proposed project. Therefore, the impact would remain significant and unavoidable.

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.

[2] Tier 1A improvements are the County's highest priority improvements in the Comprehensive County Expressway Planning Study and will be fully funded in the near-term.
[3] The City Place project (including identified mitigation) is approved and will be implemented in the near-term.

The VTA's VTP 2040 identifies freeway express lane projects along US 101 between Cochrane Road and Whipple Avenue, and along all of SR 87. On all identified freeway segments, the existing high occupancy vehicle (HOV) lanes are proposed to be converted to express lanes. On US 101, a second express lane is proposed to be implemented in each direction for a total of two express lanes. Converting the existing HOV lane to an express lane and adding an express lane in each direction would increase the capacity of the freeway and would fully mitigate the project's freeway impacts.

The project shall pay a fair-share contribution towards the express lane program along US 101; however, the impact is concluded to be significant and unavoidable because the express lane project is not fully funded, not under the jurisdiction of the City of Santa Clara, and the City cannot guarantee the implementation of the improvement concurrent with the proposed project.

The City therefore finds that specific economic, legal, social, technological or other considerations, including consideration for the provision of employment opportunities for highly trained workers, make infeasible any other mitigation measure or any of the alternatives outlined in the EIR. As described in the concurrent SOC, the City has determined that this impact is acceptable because of the project benefits identified in the SOC.

Impact TRAN-3: The project would have a significant impact under background plus project conditions at the following intersections: 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 (S) (City of San José/CMP); and 15. Coleman Avenue/Taylor Street (City of San José).

Findings TRAN-3: Changes or alterations, which have been incorporated into the project, will reduce the severity of the significant transportation impact. Specifically, implementation of MM TRAN--1.2, and -3.1 through -3.3, set forth below, which are hereby adopted and incorporated into the project, would reduce freeway impacts but not to a less than significant level, because the express lane project is not fully funded, not under the jurisdiction of the City of Santa Clara, and the City cannot guarantee the implementation of the improvement concurrent with the proposed project. Therefore, the impacts would remain significant and unavoidable.

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.[4] The approved City Place development also identifies adding a second southbound right-turn lane and a third northbound left-turn lane as a mitigation measure.[5] The project shall make a

[4] Tier 1A improvements are the County's highest priority improvements in the Comprehensive County Expressway Planning Study and will be fully funded in the near-term.
[5] The City Place project (including identified mitigation) is approved and will be implemented in the near-term.

fair-share contribution towards the HOV lane conversion and additional lane geometry improvements identified as mitigation for the City Place project.

With implementation of the improvements identified in MM TRAN-1.2, the intersection of De La Cruz Boulevard/Central Expressway would operate at an unacceptable LOS F during the PM peak hour, but the average delay would be better than background conditions. The project shall implement MM TRAN-1.2, however, the impact is concluded to be significant and unavoidable because the improvement at this intersection is not under the jurisdiction of the City of Santa Clara and the City cannot guarantee the implementation of the improvement concurrent with the proposed project.

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.[6] The project shall make a fair-share contribution towards this improvement.

With the implementation of the improvement identified in MM TRAN-3.1, the intersection of Lafayette Street/Central Expressway would operate at an acceptable LOS E during the AM peak hour and an unacceptable LOS F during the PM peak hour, but the average delay during the PM peak hour would improve over background conditions. The project shall implement MM TRAN-3.1, however, the impact is concluded to be significant and unavoidable because the improvement at this intersection is not under the jurisdiction of the City of Santa Clara and the City cannot guarantee the implementation of the improvement concurrent with the proposed project.

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.

With implementation of this improvement, the intersection of Coleman Avenue/I-880 (S) would operate at an acceptable LOS D during the AM peak hour. The project shall implement MM TRAN-3.2, however, the impact is concluded to be significant and unavoidable because the improvement at this intersection is not under the jurisdiction of the City of Santa Clara and the City cannot guarantee the implementation of the improvement concurrent with the proposed project.

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.

[6] The HOV conversion is under a trial program.

With implementation of the improvement identified in MM TRAN-3.3, the intersection of Coleman Avenue/Taylor Street would operate at an acceptable LOS D during both the AM and PM peak hours. The project shall implement MM TRAN-3.3, however, the impact is concluded to be significant and unavoidable because the improvement at this intersection is not under the jurisdiction of the City of Santa Clara and the City cannot guarantee the implementation of the improvement concurrent with the proposed project.

The City therefore finds that specific economic, legal, social, technological or other considerations, including consideration for the provision of employment opportunities for highly trained workers, make infeasible any other mitigation measure or any of the alternatives outlined in the EIR. As described in the concurrent SOC, the City has determined that this impact is acceptable because of the project benefits identified in the SOC.

VI. SIGNIFICANT AND UNAVOIDABLE CUMULATIVE IMPACTS

The City Council, having reviewed and considered the information contained in the EIR, hereby finds that the Transportation and Utilities and Service Systems environmental impacts described below are significant and unavoidable and that there is no feasible mitigation for those impacts. These findings are based on Section 3.0 of the Draft EIR and Section 5.0 of the Final EIR, the discussion and analysis of which are hereby incorporated in full by this reference.

Transportation

Impact C-TRAN-1: The project would have a cumulatively considerable contribution to significant cumulative impacts at the following intersections: 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. Coleman Avenue/I-880 (S) (City of San José/CMP); and 15. Coleman Avenue/Taylor Street (City of San José).

Findings C-TRAN-1: Changes or alterations, which have been incorporated into the project, will reduce the severity of the significant transportation impacts. Specifically, implementation of MM TRAN-1.2, -3.1 through -3.3, MM C-TRAN-1.1, and MM C-TRAN-1.2, set forth below, which are hereby adopted and incorporated into the project, would reduce the project's cumulative contribution to cumulatively significant impacted intersections, but not to a less than significant level.

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 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.

With implementation of the improvements identified in MM TRAN-1.2, the intersection of De La Cruz Boulevard/Central Expressway in the cumulative plus project analysis would operate at an acceptable LOS D during the AM peak hour and an unacceptable LOS F during the PM peak hour, but the average delay during the PM peak hour would improve over background conditions. The project shall implement MM TRAN-1.2, however, the impact is concluded to be significant and unavoidable because the improvement at this intersection is not under the jurisdiction of the City of Santa Clara and the City cannot guarantee the implementation of the improvement concurrent with the proposed project.

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.

With the implementation of the improvement identified in MM TRAN-3.1, the intersection of Lafayette Street/Central Expressway in the cumulative plus project analysis would operate at an acceptable LOS E during the AM peak hour and an unacceptable LOS F during the PM peak hour, but the average delay during the PM peak hour would improve over background conditions. The project shall implement MM TRAN-3.1, however, the impact is concluded to be significant and unavoidable because the improvement at this intersection is not under the jurisdiction of the City of Santa Clara and the City cannot guarantee the implementation of the improvement concurrent with the proposed project.

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.

With implementation of this improvement, the intersection of Coleman Avenue/I-880 (S) in the cumulative plus project analysis would operate at an acceptable LOS D during the AM peak hour and an acceptable LOS C during the PM peak hour. The project shall implement MM TRAN-3.2, however, the impact is concluded to be significant and unavoidable because the improvement at this intersection is not under the jurisdiction of the City of Santa Clara and the City cannot guarantee the implementation of the improvement concurrent with the proposed project.

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.

With implementation of the improvement identified in MM TRAN-3.3, the intersection of Coleman Avenue/Taylor Street in the cumulative plus project analysis would operate at an acceptable LOS D during both the AM and PM peak hours. The project shall implement MM TRAN-3.3, however, the impact is concluded to be significant and unavoidable because the improvement at this intersection is not under the jurisdiction of the City of Santa Clara and the City cannot guarantee the implementation of the improvement concurrent with the proposed project.

The project shall implement MM TRAN-1.2 and -3.1 through -3.3 to reduce its cumulative contribution to the significant cumulative impacts at the following intersections: 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 (S) (City of San José/CMP); and 15. Coleman Avenue/Taylor Street (City of San José) to cumulative conditions or better for CMP intersections and background conditions or better for City of San José intersections. However, the impacts are nevertheless concluded to be significant and unavoidable because the improvement at these intersections are not under the jurisdiction of the City of Santa Clara and the City cannot guarantee the implementation of the improvement concurrent with the proposed project.

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 in the cumulative plus project analysis would operate at an unacceptable LOS F during the PM peak hour, but the average delay would be better than under cumulative conditions. The project shall implement MM C-TRAN-1.1, however, the impact is concluded to be significant and unavoidable because the improvement at this intersection is not under the jurisdiction of the City of Santa Clara and the City cannot guarantee the implementation of the improvement concurrent with the proposed project.

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 of Coleman Avenue/I-880 (N) in the cumulative plus project analysis would operate at better than background conditions during the AM peak hour (LOS C) and during the PM peak hour (LOS B). The project shall implement MM C-TRAN-1.2, however, the impact is concluded to be significant unavoidable because the improvement at this intersection is not under the jurisdiction of the City of Santa Clara and the City cannot guarantee the implementation of the improvement concurrent with the proposed project.

The City therefore finds that specific economic, legal, social, technological or other considerations, including consideration for the provision of employment opportunities for highly trained workers,

make infeasible any other mitigation measure or any of the alternatives outlined in the EIR. As described in the concurrent SOC, the City has determined that this impact is acceptable because of the project benefits identified in the SOC.

Utilities and Service Systems

Impact C-UTIL-1: Without a specific plan for disposing of solid waste beyond 2024, solid waste generated by development in the City post 2024 (including waste from the proposed project) would result in a significant unavoidable cumulative impact.

Findings C-UTIL-1: Buildout of the City and the proposed project would generate solid waste that would need to be disposed of appropriately. Consistent with the conclusion in the certified General Plan Final EIR and City Place Santa Clara Project Final EIR,[7] without a specific plan for disposing of solid waste beyond 2024, the solid waste generated by development in the City post 2024 (including waste from the proposed project and other cumulative projects such as City Place Santa Clara) would result in a significant unavoidable impact. The City does not currently have a specific plan for disposing of solid waste generated by development in the City post 2024. No feasible mitigation measures have been identified to lessen the significance of this impact.

The City therefore finds that specific economic, legal, social, technological or other considerations, including consideration for the provision of employment opportunities for highly trained workers, make infeasible any other mitigation measure or any of the alternatives outlined in the EIR. As described in the concurrent SOC, the City has determined that this impact is acceptable because of the project benefits identified in the SOC.

VII. SIGNIFICANT ADVERSE IMPACTS IDENTIFIED IN THE FINAL EIR THAT ARE REDUCED TO A LESS THAN SIGNIFICANT LEVEL BY MITIGATION MEASURES ADOPTED AND INCORPORATED INTO THE PROJECT

The City Council, having reviewed and considered the information contained in the EIR, hereby finds, pursuant to Public Resources Code Section 21081(a)(1) and CEQA Guidelines Section 15091(a)(1), that the following potentially significant impacts will be reduced below a level of significance with implementation of the identified mitigation measures. These findings are based on Section 3.0 of the Draft EIR and Section 5.0 of the Final EIR, the discussion and analysis of which are hereby incorporated in full by this reference.

Air Quality

Impact AIR-1: The project would result in significant construction air pollutant emissions without the implementation of the Bay Area Air Quality Management District's (BAAQMD) standard construction best management practices (BMPs).

[7] City of Santa Clara. *City Place Santa Clara Project Draft Environmental Impact Report.* SCH# 2014072078. Certified June 2016. Pages 3.14-38 and 3.14-39.

Findings AIR-1: Changes or alterations, which have been incorporated into the project, will reduce the severity of the significant air quality impact. Specifically, implementation of MM AIR-1.1 and MM AIR-1.2, set forth below, which are hereby adopted and incorporated into the project, would reduce construction emissions to a less than significant level by controlling dust and exhaust, limiting exposed soil surfaces, and reducing respirable particulate matter (PM10) exhaust emissions from construction equipment.

MM AIR-1.1: During any construction period ground disturbance, the applicant shall ensure that the project contractor implements the following BAAQMD BMPs:

- 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 (mph).
- 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 (as required by the California Airborne Toxics Control Measure Title 13, Section 2485 of California Code of Regulations [CCR]). 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 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.

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 PM_{10} exhaust emissions or more. The plan shall include, but is not limited to, one or more of the following:

- 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.
- 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.

Impact AIR-2: The operation of the project would result in significant operational reactive organic gases (ROG) emissions.

Findings AIR-2: Changes or alterations, which have been incorporated into the project, will reduce the severity of the significant air quality impact. Specifically, implementation of MM AIR-2.1 and MM AIR-2.2, set forth below, which are hereby adopted and incorporated into the project, would reduce operational ROG emissions to a less than significant level by reducing ROG emissions below the annual and average daily thresholds for operational emissions.

MM AIR-2.1: The project shall develop and implement a VMT Reduction Plan that would reduce vehicle trips by 20 percent, half of which (a 10 percent reduction) shall be achieved with TDM measures.

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.

Biological Resources

Impact BIO-1: Project construction could impact nesting birds on or adjacent to the site, if present.

Findings BIO-1: Changes or alterations, which have been incorporated into the project, will reduce the severity of the significant biological resource impact. Specifically, implementation of MM BIO-1.1, set forth below, which is hereby adopted and incorporated into the project, would reduce biological resource impacts to a less than significant level by ensuring that construction activities will not disturb a nesting bird or raptor on-site or immediately adjacent to the construction zone.

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.

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 the California Department of Fish and Wildlife (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 Migratory Bird Treaty Act (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.

Cultural Resources

Impact CUL-1: Unknown buried archaeological resources could be impacted during project construction.

Findings CUL-1: Changes or alterations, which have been incorporated into the project, will reduce the severity of the significant cultural resource impact. Specifically, implementation of MM CUL-1.1 through -1.3, set forth below, which are hereby adopted and incorporated into the project, would avoid and/or reduce significant impacts to unknown buried archaeological resources to a less than significant level by completing a presence/absence exploration and/or monitoring excavation activities and identifying the procedures necessary to protect resources if found.

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 California Register of Historical Resources (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.

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 archaeological monitor has the authority to stop or redirect construction/remediation work to other locations to explore for potential features.

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.

Greenhouse Gas Emissions

Impact GHG-2: The proposed project could result in significant greenhouse gas (GHG) emissions.

Findings GHG-2: Changes or alterations, which have been incorporated into the project, will reduce the severity of the significant GHG emissions impact. Specifically, implementation of MM AIR-2.1, set forth below, which is hereby adopted and incorporated into the project, would reduce GHG emission impacts to a less than significant level by ensuring that GHG emissions would not exceed the significance threshold of 2.6 metric tons of carbon dioxide equivalent (MT of CO_2e) per service population per year.

MM AIR-2.1: The project shall develop and implement a VMT Reduction Plan that would reduce vehicle trips by 20 percent, half of which (a 10 percent reduction) shall be achieved with TDM measures.

Impact C-GHG-1: The proposed project would generate significant cumulative GHG emissions.

Findings C-GHG-1: Changes or alterations, which have been incorporated into the project, will reduce the severity of the significant GHG emissions impact. Specifically, implementation of MM AIR-2.1 and MM GHG-1.1, set forth below, which are hereby adopted and incorporated into the project, would reduce GHG emission impacts to a less than significant level by ensuring that GHG

emissions would not exceed the significance threshold of 2.6 MT of CO_2e per service population per year.

MM AIR-2.1: The project shall develop and implement a VMT Reduction Plan that would reduce vehicle trips by 20 percent, half of which (a 10 percent reduction) shall be achieved with TDM measures.

Hazards and Hazardous Materials

Impact HAZ-1: Construction workers, future occupants, and the surrounding environment could be exposed to contaminated soils and subject to soil vapor intrusion.

Findings HAZ-1: Changes or alterations, which have been incorporated into the project, will reduce the severity of the significant hazards and hazardous material impact. Specifically, implementation of MM HAZ-1.1, set forth below, which is hereby adopted and incorporated into the project, would reduce construction worker, future occupant, and surrounding environment exposure to on-site contaminated soil and vapor intrusion impacts to a less than significant level by implementing a plan to address potential hazards that may result from construction activities.

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.

The SMP shall also identify all wells on-site and identify measures to protect and/or abandon existing remediation systems, groundwater monitoring wells, and soil vapor monitoring wells. All wells to be abandoned shall be permitted through the Santa Clara Valley Water District (SCVWD).

The SMP prepared as stipulated above was submitted and approved by Regional Water Quality Control Board (RWQCB) in May 2016. This approved SMP was submitted to the City and a copy is included in Appendix E of the EIR.

Noise

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.

Findings NOI-2: Changes or alterations, which have been incorporated into the project, will reduce the severity of the significant noise impact. Specifically, implementation of MM NOI-2.1, set forth below, which is hereby adopted and incorporated into the project, would reduce construction noise levels emanating from the site in order to minimize disruption and annoyance. With the implementation of this mitigation measure, as well as the City Code limits on allowable construction hours, and considering that construction is temporary, the impact would be reduced to a less than significant level.

MM NOI-2.1: Develop a construction noise control plan, including, but not limited to, the following available controls:

- 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 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.
- 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.

Impact NOI-3: On-site mechanical equipment (including the backup generator) would exceed the noise limits identified in the City Code.

Findings NOI-3: Changes or alterations, which have been incorporated into the project, will reduce the severity of the significant noise impact. Specifically, implementation of MM NOI-3.1, set forth below, which is hereby adopted and incorporated into the project, would reduce the operational noise impacts from onsite mechanical equipment to noise-sensitive receptors to a less than significant level.

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 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

Impact TRAN-1: The project would have a significant impact under existing plus project conditions at the following intersection: 1. Coleman Avenue/Brokaw Road (City of Santa Clara).

Findings TRAN-1: Changes or alterations, which have been incorporated into the project, will reduce the severity of the significant transportation impact. Specifically, implementation of MM TRAN-1.1, set forth below, which is hereby adopted and incorporated into the project, would reduce the impact to a less than significant level. With implementation of this improvement, the intersection of Coleman Avenue/Brokaw Road would operate at an acceptable LOS C during the PM peak hour, and the average delay would improve over existing conditions.

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.

The above described improvements are not fully designed but it is anticipated that the improvements could be accommodated within the existing right-of-way. However, the addition of the proposed bike lanes on Brokaw Road could require approximately 10 feet of additional right-of-way along Brokaw Road. MM TRAN-2.1 could result in short-term construction-related impacts, removal of trees, and impacts to unknown buried cultural resources.

Impact TRAN-3: The project would have a significant impact under background plus project conditions at the following intersection: 1. Coleman Avenue/Brokaw Road (City of Santa Clara).

Findings TRAN-3: Changes or alterations, which have been incorporated into the project, will reduce the severity of the significant noise impact. Specifically, implementation of MM TRAN-1.1, set forth below, which is hereby adopted and incorporated into the project, would reduce the impact to a less than significant level. With implementation of MM TRAN-1.1, the intersection of Coleman Avenue/Brokaw Road would operate at an acceptable LOS C during the PM peak hour (as well as the AM peak hour), and the average delay would improve over background conditions.

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.

The above described improvements are not fully designed but it is anticipated that the improvements could be accommodated within the existing right-of-way. However, the addition of the proposed bike lanes on Brokaw Road could require approximately 10 feet of additional right-of-way along Brokaw Road. MM TRAN-2.1 could result in short-term construction-related impacts, removal of trees, and impacts to unknown buried cultural resources.

Impact C-TRAN-1: The project would have a cumulatively considerable contribution to a significant cumulative impact at the following intersection: 1. Coleman Avenue/Brokaw Road (City of Santa Clara).

Findings C-TRAN-1: Changes or alterations, which have been incorporated into the project, will reduce the severity of the significant noise impact. Specifically, implementation of MM TRAN-

1.1, set forth below, which is hereby adopted and incorporated into the project, would reduce the project's cumulative contribution to the significant cumulative impact at Coleman Avenue/Brokaw Road to a less than significant level. With implementation of MM TRAN-1.1, the intersection of Coleman Avenue/Brokaw Road would operate at better than cumulative conditions at LOS D during the PM peak hour.

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.

The above described improvements are not fully designed but it is anticipated that the improvements could be accommodated within the existing right-of-way. However, the addition of the proposed bike lanes on Brokaw Road could require approximately 10 feet of additional right-of-way along Brokaw Road. MM TRAN-2.1 could result in short-term construction-related impacts, removal of trees, and impacts to unknown buried cultural resources.

VIII.. GROWTH INDUCING IMPACTS

An EIR is required to discuss growth inducing impacts, which consist of the ways in which the project could foster economic or population growth, or the construction of additional housing, either directly or indirectly, in the surrounding environment. (CEQA Guidelines Section 15126.2(d); Pub. Resources Code Section 21100(b)(5).)

Direct growth inducement would result, for example, if a project involves the construction of substantial new housing that would support increased population in a community or establishes substantial new permanent employment opportunities. This additional population could, in turn, increase demands for public utilities, public services, roads, and other infrastructure. Indirect growth inducement would result if a project stimulates economic activity that requires physical development or removes an obstacle to growth and development (e.g., increasing infrastructure capacity that would enable new or additional development). CEQA Guidelines Section 15126.2(d) cautions that it must not be assumed that growth in any area is necessarily beneficial, detrimental, or of little significance to the environment.

These findings are based on the discussion of growth inducing impacts in Section 4.0 of the Draft EIR, the discussion and analysis of which is hereby incorporated in full by this reference.

Direct Growth Inducement

Under the existing General Plan land use designations, 758 to 1,279 dwelling units and up to 1,025,838 square feet of commercial uses could be developed on-site. However, as discussed in the EIR, the project site is part of the Santa Clara Station Focus Area. The net new development from the Santa Clara Station Area Plan is 1,663 dwelling units and 1,490,000 square feet of office space. The project proposes 1,565 dwelling units and up to 197,000 square feet of commercial uses. The project, therefore, proposes development within what is currently allowed by the Santa Clara Station Area Plan. For this reason, the proposed project would not result in significant direct growth-inducing impacts, beyond what is anticipated for the Santa Clara Station Focus Area in the City's General Plan.

Indirect Growth Inducement

The proposed project is considered an "infill" project, meaning that with the exception of approximately 1.0 acres of the project site located in the City of San Jose proposed as landscaped area, the remaining portion of the project site proposed for development is within the City's existing boundaries, already served by existing infrastructure, and planned for urban uses even though the site is currently vacant and undeveloped. The project includes infrastructure improvements to mitigate the impacts on community service facilities to a less than significant level. In addition, the project would pay all applicable impact fees, which would offset impacts to public facilities and services, 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. Thus, the indirect impact would be less than significant.

IX. SIGNIFICANT AND IRREVERSIBLE ENVIRONMENTAL CHANGES

CEQA Guidelines Section 15126(c) requires that an EIR also address significant and irreversible environmental changes that may occur as a result of project implementation. Significant irreversible changes include the use of nonrenewable resources, the commitment of future generations to similar use, irreversible damage resulting from environmental accidents associated with the project and the irretrievable commitment of resources.

These findings are based on the discussion of significant and irreversible environmental changes in Section 5.0 of the Draft EIR, the discussion and analysis of which is hereby incorporated in full by this reference.

Use of Nonrenewable Resources; Commitment of Future Generations to Similar Use

The project, during construction and operation, would require the use, irretrievable commitment and consumption of nonrenewable resources, including lumber and other wood products, energy, concrete, metals, plastics and glass. The project, which includes both residential and commercial uses, would commit a substantial amount of resources to the site. Although development would result in a substantial increase in demand for nonrenewable recourse, the project is subject to the standard California Code of Regulations, Title 24, Part 6 and CAL Green energy efficiency

requirements. Moreover, as explained in Section 3.6 of the EIR, the project is consistent with the City's General Plan policies regarding energy use, which foster development that reduces the use, irretrievable commitment and consumption of nonrenewable resources in transportation, buildings and urban services (utilities).

Irreversible Damage Resulting from Environmental Accidents Associated with the Project

The project does not propose any new or uniquely hazardous uses and operation of the project would not be expected to cause environmental accidents that would impact other areas. Implementation of the SMP required in MM HAZ-1.1 will ensure that construction workers, future occupants and the environment are protected from potential exposure to hazardous substances. Further, there are no significant on-site or off-site sources of contamination that would substantially affect the proposed uses on the project site, and there are no significant geology and soils impacts that would occur with project implementation. Therefore, the project would not likely result in irreversible damage that may result from environmental accidents.

X. ALTERNATIVES

CEQA requires that an EIR identify alternatives to a project as it is proposed. Section 15126.6 of the CEQA Guidelines specifies that the EIR should identify alternatives which "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 EIR considered alternatives of design, scope, or location, which would substantially lessen the project's significant impacts, even if those alternatives "impede to some degree the attainment of the project objectives" or are more expensive. While CEQA does not require that alternatives must be capable of meeting all of the project objectives, an alternative's ability to meet most of the objectives is considered relevant to its consideration.

The Project Objectives

The City's objectives for the project are as follows:

1. Create a mixed-use neighborhood of high density residential development combined with commercial services to support the residents, businesses and visitors within and around the plan area as well as the users of the abutting Santa Clara Caltrain/BART heavy rail transit node.
2. Promote long term sustainability with an array and arrangement of complementary uses by achieving LEED certification (or equivalent), minimizing VMT, capitalizing on efficient public infrastructure investment and providing convenient amenities for residents and users of the plan area.
3. Maximize housing unit yield on a site with minimal impact on existing neighborhoods that will address the jobs/housing balance, create a critical mass of housing to justify commercial services, particularly retail services, and provide a variety of housing unit types.
4. Provide a suitable affordable housing component that addresses the City's lower income housing needs in close proximity to transit services and commercial services and jobs.

5. Provide a significant hotel component and retail services that support the business travel market, enhance the tax base and contribute other revenues to support City services that serve the development.

The applicant's objectives for the project are as follows:

1. Develop the 24-acre project site at the southwest corner of Coleman Avenue and Brokaw Road in Santa Clara into an economically viable mixed-use project consisting of commercial spaces and a vibrant residential community, providing a range of product types that will support the diversity of Santa Clara and is designed to be inviting to all.
2. Provide the on-site residential community and public access to a pedestrian friendly site with a variety of on-site recreational amenities including a neighborhood park, BBQ area, children's playground, and various lounge areas.
3. Develop an on-site commercial component of approximately 197,000 square feet, consisting of a hotel and ancillary commercial uses, that will provide services to both the residential community and public at large and will generate tax revenues for the City.
4. Create a transit-oriented development that supports alternative modes of transportation with a direct connection to the Santa Clara Transit Station.
5. Comply with and advance the General Plan goals and policies for the Santa Clara Station Focus Area (General Plan Section 5.4.3).

CEQA, the CEQA Guidelines and applicable case law have determined that feasibility can be based on a wide range of factors and influences. Section 15126.6(f)(1) of the CEQA Guidelines advises that such factors can include, but are not limited to, the suitability of an alternate site, economic viability, availability of infrastructure, consistency with planning documents or regulatory limitations, jurisdictional boundaries or whether the project proposed can "reasonably acquire, control or otherwise have access to the alternative site."

The City Council, having reviewed and considered the information contained in the EIR, hereby finds that the alternatives described below are not feasible. The City finds that there are specific economic, legal, social, technological or other considerations, including consideration for the provision of employment opportunities for highly trained workers, and important matters of public policy that render these alternatives infeasible.

As explained above, "feasible" is defined in CEQA Guidelines Section 15364 to mean "capable of being accomplished in a successful manner within a reasonable period of time, taking into account economic, environmental, legal, social, and technological factors." According to CEQA Guidelines Section 15091(a)(3), the City may reject an alternative to the project if the City finds that it would be infeasible to implement that alternative because of "[s]pecific economic, legal, social, technological, or other considerations, including the provision of employment opportunities for highly trained workers." An agency also may reject an alternative that does not meet the public policy goals of the agency. In *Rialto Citizens for Responsible Growth v. City of Rialto* (2012) 208 Cal.App.4th 899, 947, the City of Rialto approved a project while rejecting as infeasible a reduced-density alternative that stripped out the portions of the project that would have created a synergistic mix of retail and restaurant tenants. Additionally, in *Environmental Council of Sacramento v. City of Sacramento* (2006) 142 Cal.App.4th 1018, 1039, the appellate court upheld the City of Sacramento's findings that

additional preservation of open space would be infeasible because it would "at the very least [slow] 'the progress of necessary development such that the public's health and welfare is harmed through the lack of economic growth and productivity and a shortage of housing supply."[8]

These findings are based on the discussion of alternatives in Section 7.0 of the Draft EIR and Section 5.0 of the Final EIR, the discussion and analysis of which are hereby incorporated in full by this reference.

Alternatives Considered but Rejected

The City considered an alternative location for the proposed project that would lessen or avoid the project's nesting bird, construction-related air quality, cultural resources, hazards and hazardous materials, and/or construction-related noise impacts. The alternative location needed to be of similar size to the project site, within the urban service area of the City, near existing transit, and have the appropriate General Plan land use designation(s). There are no vacant or available sites of approximately 24 acres in the City. In addition, there are no sites of similar size that have the appropriate land use designation. Further, the project applicant does not have control of alternative sites of similar size in the City. For these reasons, an alternative location to the project was considered but rejected as infeasible.

No Project Alternative

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. CEQA Guidelines Section 15126.6 specifically advises 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," and emphasizes 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."

Currently, the project site is undeveloped. Under the No Project Alternative, the project site could remain as it is or it could be developed consistent with the existing General Plan and zoning designations. The existing General Plan and zoning allows for the development of 758 to 1,278 residential units and up to 1,025,838 square feet of commercial uses. For these reasons, the EIR analyzed two No Project alternatives: 1) a No Project/No Development Alternative and 2) a No Project/Development Alternative.

No Project/No Development Alternative

The No Project/No Development Alternative assumes that the project site would remain as it is today, undeveloped and unoccupied. Because the No Project/No Development Alternative would not result in any development on the site, this Alternative would avoid all of the environmental impacts

[8] Similarly, courts have upheld an agency's infeasibility finding on a policy-based rationale in the following cases: *Gilroy Citizens for Responsible Planning v. City of Gilroy* (2006) 140 Cal.App.4th 911, 936, and *Defend the Bay v. City of Irvine* (2004) 119 Cal.App.4th 1261, 1270.

from the project. However, this Alternative would not meet any of the applicant's or City's project objectives.

The City finds that specific economic, legal, social, technological or other considerations, including matters of public policy, render the No Project/No Development Alternative infeasible, and rejects the alternative on such grounds.

Therefore, due to this alternative's failure to satisfy any of the applicant's or City's objectives, most notably, compliance with and advancement of the General Plan goals and policies for the Santa Clara Station Focus Area, the No Project/No Development Alternative is infeasible as a matter of public policy.

No Project/Development Alternative

For the purposes of the No Project/Development Alternative, it is assumed that the project site would be developed with 605,070 square feet of R&D uses consistent with the existing Light Industrial (ML) zoning designation for the project site.

The No Project/Development Alternative would result in less severe aesthetics, air quality, energy, land use and planning, noise and vibration, population and housing, public services, recreation, transportation, and utilities and service systems impacts compared to the proposed project. The No Project/Development Alternative would result in the same or similar impacts to agricultural and forestry resources, biological resources, cultural resources, geology and soils, hazards and hazardous materials, hydrology and water quality, and mineral resources. The No Project/Development Alternative would result in greater GHG emissions per service population than the proposed project.

The No Project/Development Alternative could meet the applicant's objective 4; however, it would not meet the applicant's objectives 1, 2, 3, or 5, each of which calls for residential and commercial mixed-use development on the project site. Further, the No Project/Development Alternative would not meet any of the City's objectives, which focus on transit-oriented residential mixed-used development.

The City finds that specific economic, legal, social, technological or other considerations, including matters of public policy, render the No Project/No Development Alternative infeasible, and rejects the alternative on such grounds.

Therefore, due to this alternative's failure to satisfy any of the City's objectives, most notably, compliance with and advancement of the General Plan goals and policies for the Santa Clara Station Focus Area, the No Project/No Development Alternative is infeasible as a matter of public policy.

Reduced Development Alternative

The Reduced Development Alternative assumes the development of 880 residential units and 118,250 square feet of commercial uses. The Reduced Development Alternative would avoid the

project's significant unavoidable freeway and intersection (under existing plus project and background plus project conditions) level of service impacts.

The Reduced Development Alternative would result in lesser aesthetics, energy, public services, utilities, air quality, construction-related noise, and population and housing impacts compared to the proposed project. The Reduced Development Alternative would result in the same or similar impacts to the proposed project for all other resource areas (i.e., agricultural and forestry resources, nesting birds, cultural resources, geology and soils, GHG, hazards and hazardous materials, hydrology and water quality, land use, and mineral resources).

The Reduced Development Alternative could meet the applicant's project objectives 1, 2, and 4, but because it includes 45 percent less commercial square footage than the proposed project, this alternative would not meet the applicant's project objective 5 since it will not provide a significant hotel component and retail services that support the business travel market, enhance the tax base and contribute other revenues to support City services that serve the development. It is possible the Reduced Development Alternative could meet City objectives 2 and 4, but this alternative would not meet City objectives 1 or 3 since it would not provide a high-density residential development and a significant commercial/retail component on-site. This alternative also would not meet City objective 5 since it would not advance the General Plan goals and policies for the Santa Clara Station Focus Area, which include developing high-intensity uses and maximizing residential development, to the same extent as the proposed project.

The City finds that specific economic, legal, social, technological or other considerations, including matters of public policy, render the No Project/No Development Alternative infeasible, and rejects the alternative on such grounds.

Therefore, due to this alternative's failure to satisfy any of the City's objectives, most notably, compliance with and advancement of the General Plan goals and policies for the Santa Clara Station Focus Area, the No Project/No Development Alternative is infeasible as a matter of public policy. Environmentally Superior Alternative

The CEQA Guidelines state that an EIR shall identify an environmentally superior alternative. Based on the above discussion, 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, 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/Development Alternative), the Reduced Development Alternative would avoid or result in lesser impacts than the proposed project.

XI. STATEMENT OF OVERRIDING CONSIDERATIONS

CEQA requires decision makers to balance, as applicable, the economic, legal, social, technological and/or other benefits of a project against its significant and unavoidable environmental impacts when determining whether to approve the project. If the specific economic, legal, social, technological

and/or other benefits of the project outweigh the significant and unavoidable impacts, those impacts may be considered "acceptable" (CEQA Guidelines Section 15093(a)). When significant impacts are not avoided or lessened, CEQA requires the agency to state, in writing, the specific reasons for considering a project acceptable. Those reasons must be based on substantial evidence in the Final EIR or elsewhere in the administrative record (CEQA Guidelines Section 15093(b)).

The City finds that all feasible mitigation measures identified in the Final EIR within the purview of the City will be implemented with the project, and that the remaining significant and unavoidable impacts are outweighed and are found to be acceptable due to the following specific overriding economic, legal, social, technological and/or other benefits based upon the facts set forth in the above Findings, the Final EIR and the administrative record, as follows, each of which outweighs the project's remaining significant and unavoidable impacts:

- The project will create a transit-oriented, high-density residential mixed-use development within the Santa Clara Station Focus Area that will support the residents, businesses and visitors within and around the plan area as well as the users of the abutting Santa Clara Caltrain/BART heavy rail transit node;
- The project will promote long-term sustainability with an array of complementary uses that meet LEED standards, minimize vehicle miles traveled, capitalize on efficient public infrastructure and provide convenient amenities for occupants;
- The project will maximize the housing unit yield on a site with minimal impact on existing neighborhoods;
- The project's housing component will address the City's jobs/housing balance, create a critical mass of housing to justify commercial services, particularly retail services, and provide a variety of housing unit types;
- The project will provide a suitable affordable housing component that addresses the City’s lower income housing needs in close proximity to transit services and commercial services and jobs; and
- The project will include a significant hotel component and retail services supporting the business travel market, enhancing the tax base and contributing other revenues to support City services that serve the development.