

TABLE OF CONTENTS

The following sections correspond directly with the 13 DAP submission requirements identified in Exhibit 2 to Appendix C of the MCP pages 255-258.

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SIGNAGE

PHASE 1 PARCEL 5

1.0 KEY PLAN

1.1 NARRATIVE OF COMPLIANCE WITH MCP & **COMPLIANCE MATRIX**

1.1(a) Proposed Land Use Program 1.1(a).i Square Footage of Non-Residential Use 1.1(a).ii Calculation of Parking Spaces by Use refer to 1.1(a).iii

1.1(a).iii Identification of Shared Parking Opportunities

1.1(b) Infrastructure Description

1.1(c) Contextual Information

1.2 DATA CHARTS

1.2.1 Program of uses & aggregate uses 1.2.2 Estimated phase aggregate development 1.2.3 Anticipated building heights 1.2.4 Parking data table 1.2.5 Status of build out for previous phases

1.3 SITE PLAN

1.3.1 Location of potential uses 1.3.2 Phase blocks, parcel boundaries 1.3.3 Location of public property 1.3.4 General information 1.3.4(d) Site Cross Sections 1,3,5 Planned public & private shared open space 1,3,6 (a) Diagram of proposed roads & sidewalks and Signalization 1.3.6(b) Midblock Alleys, Pedestrian & Bicycle Connections

1.4 DEVELOPMENT OBLIGATIONS

1,4,1 Construction Schedule & Materials Documents for Temporary Station Site 1.4.2 Minimal initial buildings (MIB) 1.4.3 Additional initial buildings (AIB) 1.4.4 Additional retail buildings (ARB) 1,4,5 Phasing of Additional Buildings 1.4.6 Proposed Major Department Stores (MDS) 1.4.7 AIB, MIB, MDS in Phase 3 1.4.8 Summary of MIB, MRB, AIB, ARB and MDS by Phase 1.4.9 Parking Management Plan

1.5 SIGNAGE PLAN 1.6 TOPOGRAPHIC MAP 1.7 ARCHITECTURAL MATERIALS (STEP 2 SUBMISSION)

1.8 INFRASTRUCTURE

1.8.1 Roadways and infrastructure

1.8.2 Transit

1.8.3 Pedestrian routes & improvements

1.8.4 Bike lanes & improvements

1.8 COA Utilities

1.9 OPEN SPACE 1.10 RETAIL PLAN

LIST OF DRAWINGS

PHASE BLOCKS, PARCEL BOUNDARIES 1.3.2-1 & DIMENSIONS BLOCK 5A 1.3.2-2 PHASE BLOCKS, PARCEL BOUNDARIES & DIMENSIONS BLOCKS 5B & 5C 1 3 3-1 PUBLIC PROPERTY BLOCK 5A 1.3.3-2 PUBLIC PROPERTY BLOCKS 5B & 5C 1.3.6 (A)-1 DIAGRAM OF PROPOSED ROADS & SIDEWALKS, BLOCK 5A 1.3.6 (A)-2 DIAGRAM OF PROPOSED ROADS & SIDEWALKS, BLOCKS 5B & 5C 1.3.6 (B)-1 PEDESTRIAN ROUTES & PUBLIC PRIVATE, BLOCK 5A PEDESTRIAN ROUTES & PUBLIC 1.3.6 (B)-2 PRIVATE, BLOCKS 5B & 5C 1.6 -1 TOPOGRAPHIC MAP, BLOCK 5A 1.6-2 TOPOGRAPHIC MAP, BLOCK 5B AND 5C 1.8.1-1 ROADWAYS WITH PUBLIC PRIVATE OWNERSHIP, BLOCK 5A ROADWAYS WITH PUBLIC PRIVATE 1.8.1-2 OWNERSHIP, BLOCK 5B AND 5C PEDESTRIAN ROUTES & 1.8.3-1 IMPROVEMENTS, INCLUDING PUBLIC AND PRIVATE OWNERSHIP, BLOCK 5A 1.8.3-2 PEDESTRIAN ROUTES & IMPROVEMENTS, INCLUDING PUBLIC AND PRIVATE OWNERSHIP, BLOCK 5B AND 5C 1.8.4-1 BICYCLE LANES & IMPROVEMENTS, **BLOCK 5A** 1.8.4-2 BICYCLE LANES & IMPROVEMENTS, BLOCK 5B AND 5C 1.8 COA -A UTILITIES, BLOCK 5A

1.8 COA -B UTILITIES, BLOCK 5B AND 5C

APPENDICES

APPENDIX A: CONSTRUCTION SCHEDULE &

ARCHITECTURAL MATERIALS

DOCUMENTS FOR TEMPORARY STATION

APPENDIX B: SIGNAGE PLAN

APPENDIX C: BEST EFFORTS

APPENDIX D: SOUND WALL RESPONSE

1.0 KEY PLAN





1.1 WRITTEN NARRATIVE OF COMPLIANCE WITH MCP

The following document is hereby submitted to the City of Santa Clara as the formal DAP Application and will be referred as DAP 1, Phase 1, Parcel 5 Submission to comply with the requirements of the CityPlace Santa Clara Master Community Plan (MCP) Volume 1 dated April 5, 2017.

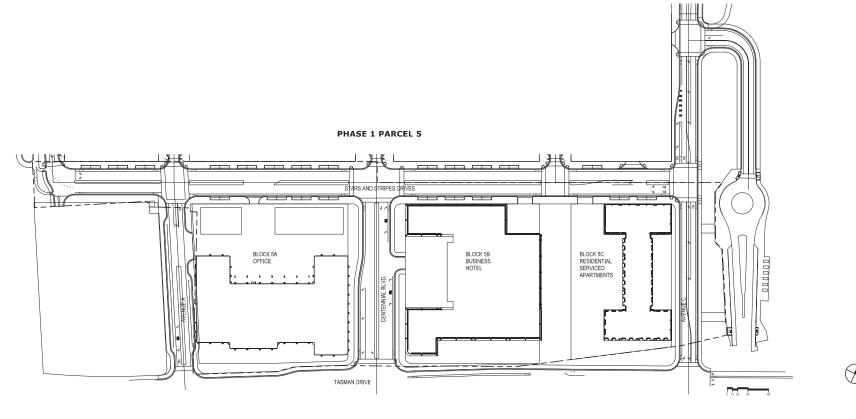
1.1(a).i PROPOSED LAND USE PROGRAM

The Phase 1 site includes blocks **5A**, **5B** and **5C**, which are located facing Levi's Stadium on Tasman Drive, forming one of the primary gateways into the new development. A parking garage is located below the three blocks on Parcel 5 serving the office, hotel guests, and service apartments, including valet and visitors.

Block **5A** contains a land use program of: office, retail/ food & beverage and below grade parking. The Tasman Gateway Office flanks the main entrance of the site at the junction of Tasman Drive and the west side of Centennial Boulevard. The Tasman Gateway Office provides a high quality workplace, fully connected to the amenities of the overall development.

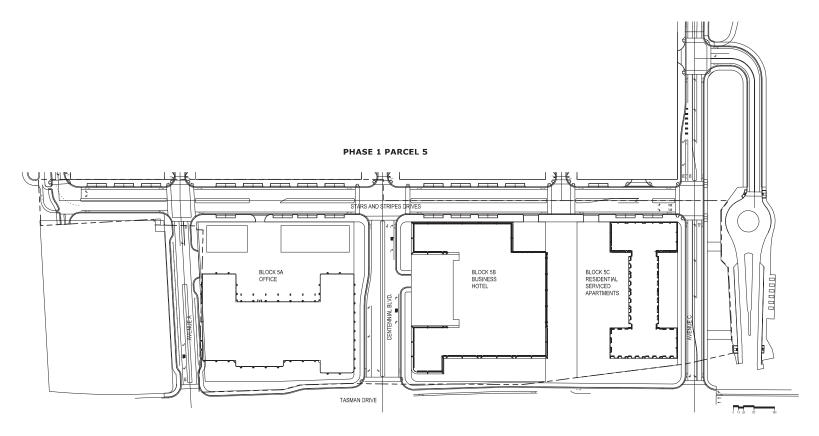
Block **5B** contains a land use program of business hotel with retail/food & beverage and below grade parking. The hotel is one of a pair of landmark gateway buildings that define both the project and the principle entrance into the site off of Tasman Drive.

Block **5C** contains a land use program of 200 residential serviced apartments and is situated on the east side of the Tasman Gateway, marking the corner of the development. This block is in close proximity to local transport links such as the Santa Clara/Great America Train Station and the VTA Light-rail.



1.1(a).ii SQUARE FOOTAGE OF RESIDENTIAL AND NONRESIDENTIAL AREAS

PRIMARY LAND USE	UNITS	GROSS AREA (SF)
Office	_	440,000
Retail	_	21,400
Food & Beverage	-	29,600
Hotel	480	381,000
GFA		872,000



1.1(a).iii IDENTIFICATION OF SHARED PARKING OPPORTUNITIES

PHASE 1 - PARKING SUPPLY ANALYSIS

For the Phase 1 building development, Related is committed to supplying a minimum of 1,918 structured parking spaces that will be located below the street level in Blocks **5A**, **5B**, **and 5C**.

The parking supplied for the Office land use will offer up to 75% of its spaces to be available as shared parking during evening and weekends, serving both future Phase 2 retail/entertainment demand and NFL gameday supply (to be reserved for this specific use) per SF 49er's agreement.

Table 1 below details the parking requirement per the MCP and an additional calculation for a requested parking reduction based on current market demand conditions for Hotel and Residential parking that justifies a reduced parking supply.

1.1(a).ii CALCULATION OF PARKING SPACES BY USE PER MCP TABLE 1

PHAS	PHASE 1 PARKING REQUIREMENTS (PER MCP)					
LAND USE	SIZE	PARKING RATIO	PARKING DEMAND			
Office	440,000 SF	3.0 / 1,000 SF	1,320			
Retail	21,400 SF	4.5 / 1,000 SF	96			
Food & Beverage	29,600 SF	1.5 / 1,000 SF	44			
Hotel	480 KEYS	1 / KEY	480			
Residential Serviced Apt.	200 APTS	1.5 / UNIT	300			
TOTAL			2,241			

PHASE 1 PARKING SUPPLY (PROPOSED)					
LAND USE	AREA/UNITS	PARKING REQUIREMENTS	SPACES REQUIRED		
Office	440,000 SF	3/1,000 SF	1,320		
Retail	21,400 SF	3.0/1,000 SF	64		
F&B	29,600 SF	3.0/1,000 SF	89		
Hotel	480-Keys	0.5/key	240		
Residential Serviced Apt.	200-Units	1.0/Unit	200		
TOTAL			1,913		
REDUCTION			15%		

The proposed parking supply (1,913 parking spaces) is 340 spaces less than the 2,241 cars that are required by the parking ratios in the MCP. The parking supply table above illustrates that the Office, Retail and F&B totals are unchanged, with reductions seen in hotel and residential supply only. These reductions are justifiable as the residential use is actually serviced apartments connected to the hotel which require less parking than traditional retail apartments (1.5/unit reduced to 1.0/unit), and the hotel reduction is consistent with recent trends of hotel guests choosing ride share services for their mobility option instead of car rental (1.0 down to 0.5/key).

Ride-share applications are having impacts to the methods people choose for transportation to their destinations in a substantial way, thus reducing the need for parking or storage of a personal vehicle. Since companies like Uber and Lyft have arrived, consumers have altered their choices for mobility and are opting for ride-share services to avoid the aggravation of driving, the cost and availability of parking, and often the hassles associated with renting a car. In fact, a recent Gallup poll has shown that 30% of all Americans use ride share with that percentage going up to 45% for those 18 to 29. Use also increases for those in the city (vs suburb) and people with higher income (at 41%).

Although ride share companies will not share their specific data, we see that these services are used everywhere providing mobility services, with most notable impacts to parking demand occurring at hotels, restaurants, event centers and airports.

The impact to parking demand at hotels has largely been attributed to the ride-share services providing more convenience and, in many cases, less cost versus acquiring a rental car. It is very common for the hotel guest that their trip originates at the airport (for their arrival city) where ride-share has been easily accommodated very near the airport arrival area. Directional signs and information shown on the app on their phone direct users to the area where only a few short minutes later their driver is waiting.



In fact, travel expense management systems providers have found that business travelers reporting their expenses have directly shown that this change in transportation habit is increasing year over year. From 2014 the use has increased from 9% to 59% in 2017 according to their data. Hoteliers have seen this paradigm shift in travel and many have created ride-share designated pick-up zones to accommodate these users.

Further evidence to this change in travel patterns, several hotels were surveyed to the size of their hotel, e.g., number of rooms and the vehicles parked in their garage. Those results are:

TABLE 2

HOTEL	ROOMS	AVERAGE HOTEL OCCUPANCY	AVERAGE PEAK CARS BY DAY	PARKING DEMAND BY ROOM
Doubletree San Jose	505	82%	125	0.25
Nia Hotel Menlo Park	250	77%	33	0.13
Westin SFO	420	85%	99	0.24
Aloft SFO	298	95%	72	0.24
BRIX North Hotel Residence Inn + Springhill Suites	400	87%	171	0.43

The results of this analysis of mobility habits of hotel guests have shown that the actual parking demand for hotel use has been reduced in parallel to the increased use of ride-share.

With the pattern of vehicle use for service (extended stay) apartments different than traditional apartments, the changing habit of hotel guests for ride-share, the close proximity of light rail/bus, bicycle resources, and shared car services the 15% parking reductions are justified.

1.1.(b) INFRASTRUCTURE DESCRIPTION

PLANNED DEVELOPMENT

Parcel 5 also referred to as the Tasman Block has an estimated development of approximately 14-acres. The development includes offices, a hotel, serviced apartments, mixed-used retail, food courts and an underground parking structure.

The Parcel 5 site boundaries are delineated as follows:

- · Tasman Drive to the South
- Relocated Stars and Stripes Drive to the North
- The existing Santa Clara City Garage to the West
- Avenue C (West of Lafayette Street) to the East

PLANNED INFRASTRUCTURE

Site Access and Roadways

Access point to Parcel 5 will be via Tasman Drive and Avenue A, Centennial Blvd. and Avenue C.

All new roadways will include sidewalks, cross walks, bike lanes and street parking where possible. Drop off zones for Uber/Lyft type services will be provided at strategic locations,

Traffic lights will be installed at intersections as determined by the traffic study.

Storm Drainage

The storm drainage system for the site will be an underground gravity network of pipes, catch basin, manholes, water quality treatment measures and other appurtenances. The storm drainage will connect to the existing pump station located by the existing tennis courts just north of the existing garage. The building drainage will be via internal systems piped directly to the storm drains. Public streets will be designed such that the 100-year event flow remains within the roadway limits and not extend into private property.

Potable Water

Parcel 5 will be served by the water mains located in the relocated Stars and Stripes Drive with a minimum of two connection points to the existing watermains south of Stars and Stripes Drive. Connections points will be along Avenue C between Stars and Stripes Drive and Tasman Drive and Centennial. The site will include a combined domestic and fire water system "looped" network, which will tie into the future Parcel 4 network.

Recycled Water

The recycled water system for Parcel 5 will be in the relocated Stars and Stripes Drive and connect to the new infrastructure located in Parcel 4. For Parcel 4, the recycled water distribution will include two points of connection to the existing recycled water mains. More specifically connection points will be at Great American Parkway/City Place Parkway and Avenue B/City Place Parkway. Parcel 5 recycled water distribution will be activated at the same time Parcel 4 recycled water distribution is activated.

Wastewater

The sanitary sewer system for Parcel 5 will be in the relocated Stars and Stripes Drive with lateral connections to the buildings, Parcel 4 sanitary sewer flows will be combined with the Parcel 5 flows in the Stars and Stripe sanitary sewer system.

Street Lighting

Street lights will be installed throughout Parcel 5 on all new streets in compliance with the MCP.

ELECTRIC, GAS AND TELECOMMUNICATIONS

Electric

The current design for Parcel 5 indicates that a new underground vault just east of Centennial along the north side of Tasman Drive could be utilized for new connection to SVP feeder circuits.

SVP has confirmed that to provide electrical service to the new development, new circuits would need to be installed and extended from the existing "Northern Receiving Substation" located south of Levi's stadium. Specifically, it is expected that four new 600A, 12kV feeder lines would be needed to serve Parcel 4 and Parcel 5.

Gas Main

PG&E service could be extended from Lafayette Street to service parcel 5. Gas mains would typically be extended in a joint trench with SVP electric facilities. Trenches are estimated to be 36" to 48" wide to accommodate 12" separation requirements. Further coordination with PG&E for final design plans will be required.

Telecommunication

AT&T will provide service to one Main Point of Entry (MPOE) for up to one building on each non-contiguous property. AT&T will serve multiple buildings on one property, but the applicant will be billed for the estimated cost of the additional AT&T services. The applicant is responsible for trenching and installation of AT&T conduits.

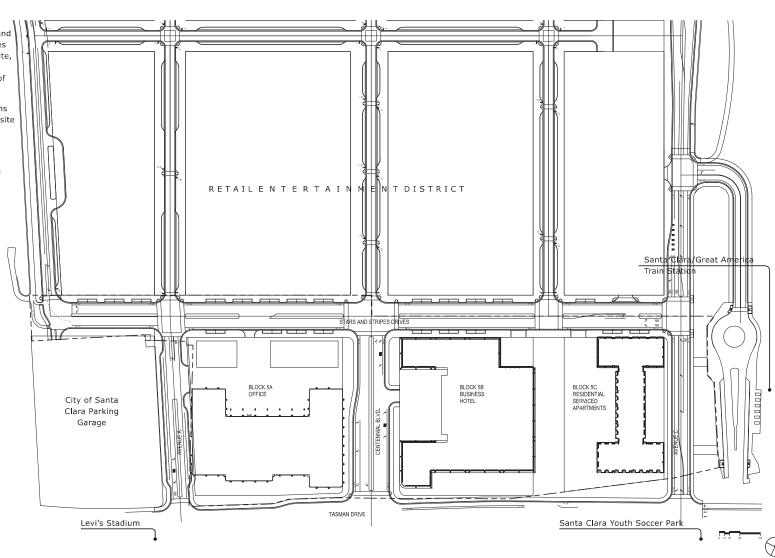
Conduits for new Comcast service would typically be installed by Comcast contractors in an "open trench" provided by the developer. Number and sizes of conduits would be based on the types of services desired for the development program.

1.1.(c) CONTEXTUAL INFORMATION ABOUT THE AREA SURROUNDING THE SITE

Phase 1 Parcel 5, is located facing the Levi's Stadium and the Santa Clara Youth Soccer Park. Tasman Drive serves as a primary vehicular route that runs parallel to the site, while the Santa Clara Train/Great America Station and multiple bus stops serve the public transport network of the site.

To the West of Parcel 5 is an existing building that forms the City of Clara Parking Garage, and further west the site is met by the San Tomas Aquino Creek.

Phase 1 Parcel 5 marks the primary gateway into the site with via Centennial Blvd. This, in turn, intersects with Stars and Stripes Drive, which runs parallel to the southern portion of Phase 2.



1.2.1 PROGRAM OF USE AND APPROXIMATE AGGREGATE SQUARE FOOTAGE OF USE INCLUDING OPEN SPACE

PROGRAM	MCP Table 3-2, pg. 41	PROPOSED	DIFFERENCE	PERMISSABLE OR CONDITIONAL SEE MCP V1,3.2, pg 37
Office	306,000 SF	440,000 SF	134,000 SF	Permissible
Retail	62,000 SF	21,400 SF	(40,600 SF)	Permissible
Food & Beverage	25,000 SF	29,600 SF	4,600 SF	Permissible
Hotel	280,000 SF	381,000 SF	101,000 SF	Permissible
Residential Serviced Apt.	200,000 SF	175,000 SF	(25,000 SF)	Permissible
TOTALS	837,000 SF	1,047,000 SF	174,000	Permissible under Development Transfer Section 3.2, pg. 36

UNIT	МСР	PROPOSED	DIFFERENCE	COMMENT
Area	8 ACRES	14.3 ACRES	6.3 ACRES	COMPLIES
FAR	2.52	1.68	0.84	COMPLIES
OPEN SPACE	1.21 ACRES	0 ACRES	(1.21 ACRES)	DEFERRED TO PHASE 2 PER DEVELOPMENT AGREEMENT. REFER TO 4.3.5

1.2.2 ESTIMATED PHASE OF AGGREGATED DEVELOPMENT VS. TOTAL ALLOWABLE DEVELOPMENT PROGRAM

PROGRAM	МСР	PROPOSED	DIFFERENCE	COMMENTS
Office	306,000 SF	440,000 SF	134,000 SF	
Retail	62,000 SF	21,400 SF	(40,600) SF	
Food & Beverage	25,000 SF	29,600 SF	4,600 SF	
Hotel	280,000 SF	381,000 SF	101,000 SF	
Residential Serviced Apt.	200,000 SF	175,000 SF	-	
TOTAL	873,000	1,047,000	199,000	PERMISSIBLE UNDER DEVELOPMENT TRANSFER 3.2, PG. 36

1.2.3.ANTICIPATED BUILDING HEIGHTS

LOCATION	NO. FLOORS	MCP (MSL)	ANTICIPATED HEIGHT (FT) & 1ST FL. DATUM	DIFFERENCE (FT)	COMMENT
BLOCK 5A	9	219	198 @ +37.0-FT	21	COMPLIES
BLOCK 5B	12	219	218 @ +37.0-FT	1	COMPLIES
BLOCK 5C	7	219	135 @ +37.0-FT	84	COMPLIES

1.2.4.PARKING DATA TABLE

LAND USE	SIZE (SF)	MCP PARKING RATIO	PARKING DEMAND	SHARED PARKING RATIO	PARKING DEMAND	PROVIDED
OFFICE	440,000	3.0 / 1,000 SF	1,320	3.0 / 1,000 SF	1,320	
RETAIL	21,400	4.5 / 1,000 SF	96	3.0 / 1,000 SF	64	
FOOD & BEVERAGE	29,600	1.5 / 1,000 SF	44	3.0 / 1,000 SF	89	1913
HOTEL	480-KEYS	1 / KEY	480	0.5 / KEY	240	
RESIDENTIAL SERVICED APARTMENTS	200-UNITS	1.5 / UNIT	300	1.0 / KEY	200	
TOTAL			2,241		1,913	1,913 COMPLIES

1.2.5 OVERALL DEVELOPMENT BUILDOUT

PROGRAM	PREVIOUS DAPs	CURRENT DAP	TOTAL
OFFICE	-	440,000 SF	440,000
RETAIL	-	21,400 SF	51,000
FOOD & BEVERAGE		29,600 SF	
HOTEL	-	381,000 SF	480 KEYS
RESIDENTIAL SERVICED APARTMENTS	-	175,000 SF	200 UNITS

1.3 SITE PLAN

EXHIBIT 1.3

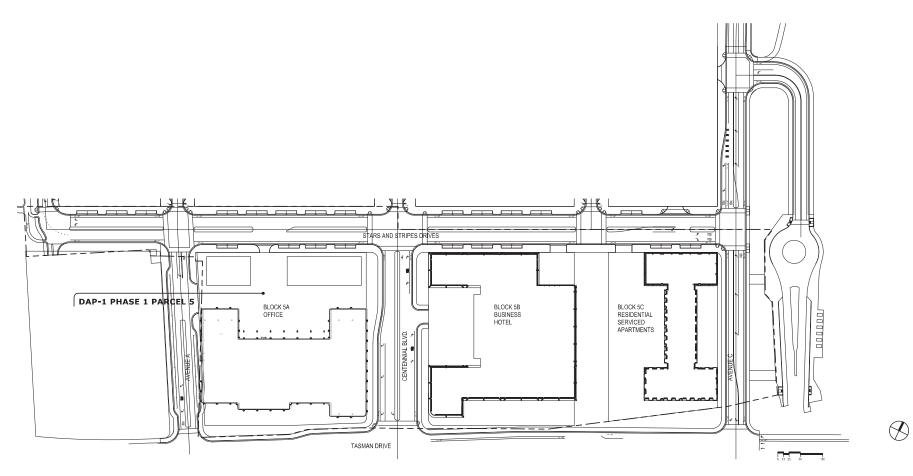


EXHIBIT 1.3.1.: SITE PLAN. LOCATION OF POTENTIAL USES

LEGEND

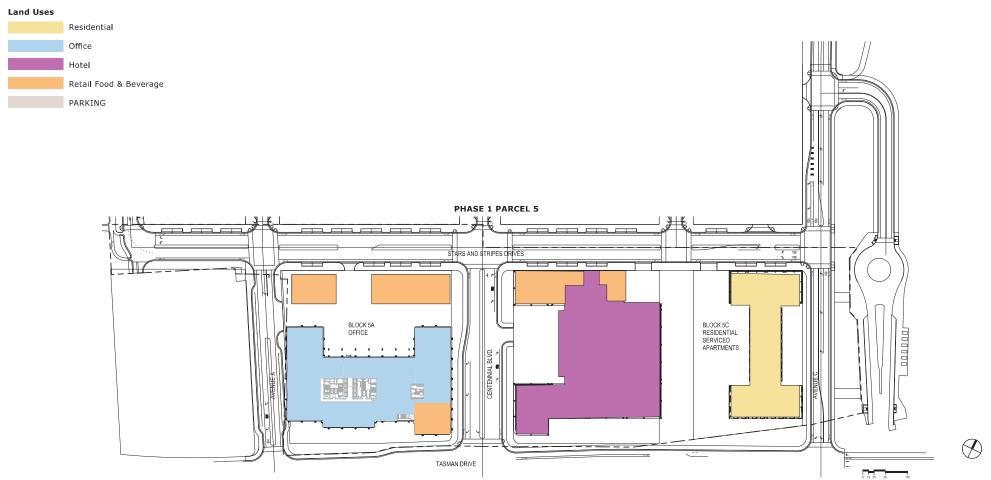


EXHIBIT 1.3.1.: SITE PLAN. LOCATION OF POTENTIAL USES

LEGEND

Land Uses Residential Office Hotel Retail Food & Beverage PARKING

PHASE 1 PARCEL 5

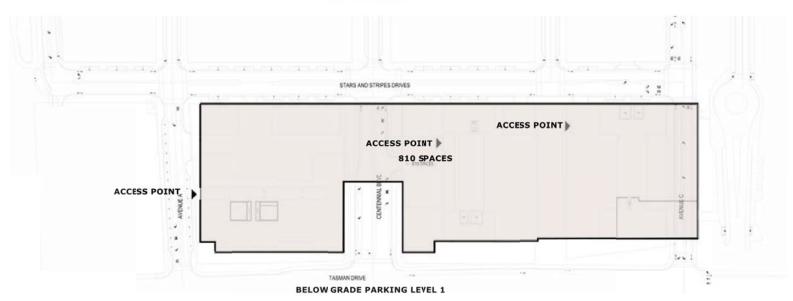




EXHIBIT 1.3.1.: SITE PLAN. LOCATION OF POTENTIAL USES

LEGEND

Land Uses Residential Office Hotel Retail Food & Beverage PARKING

PHASE 1 PARCEL 5

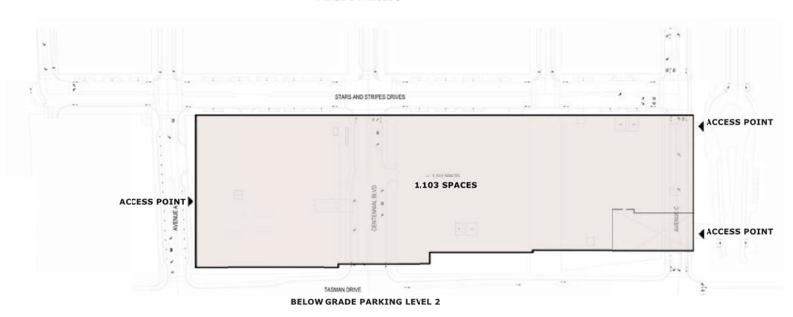


EXHIBIT 1.3.2: PHASE BLOCKS, PARCEL BOUNDRIES & DIMENSIONS

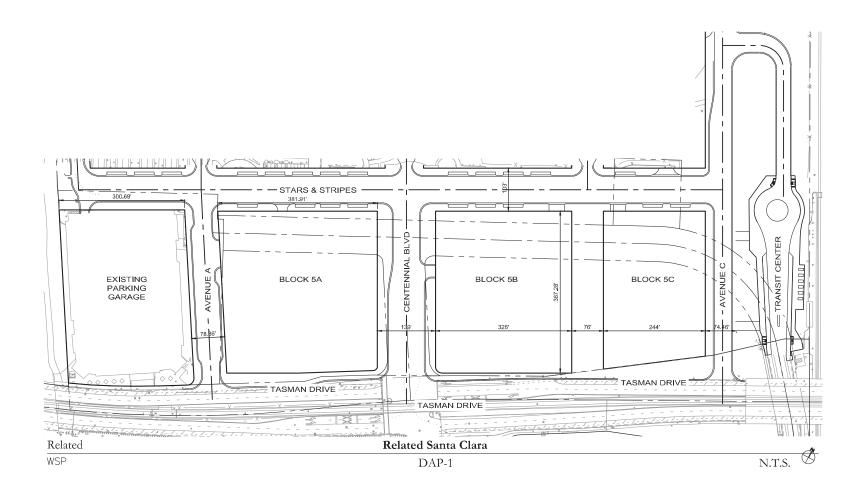


EXHIBIT 1.3.3: LOCATION OF PUBLIC PROPERTY

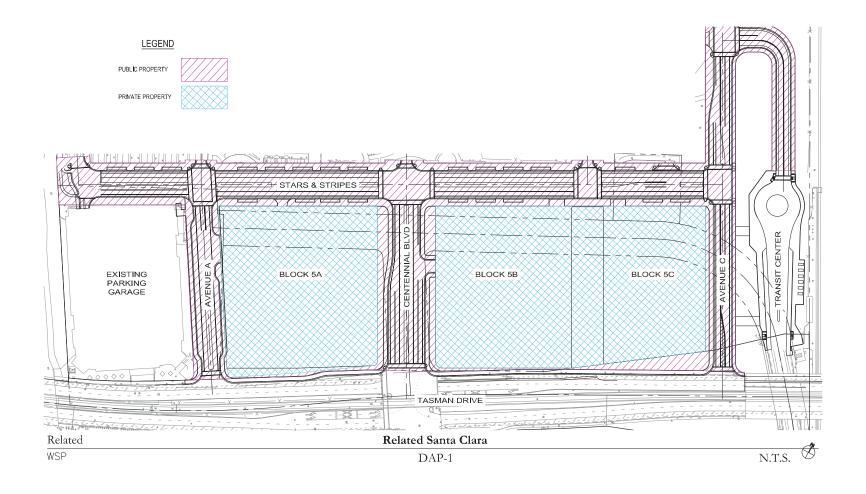


EXHIBIT 1.3.4(a).: PARCEL 5

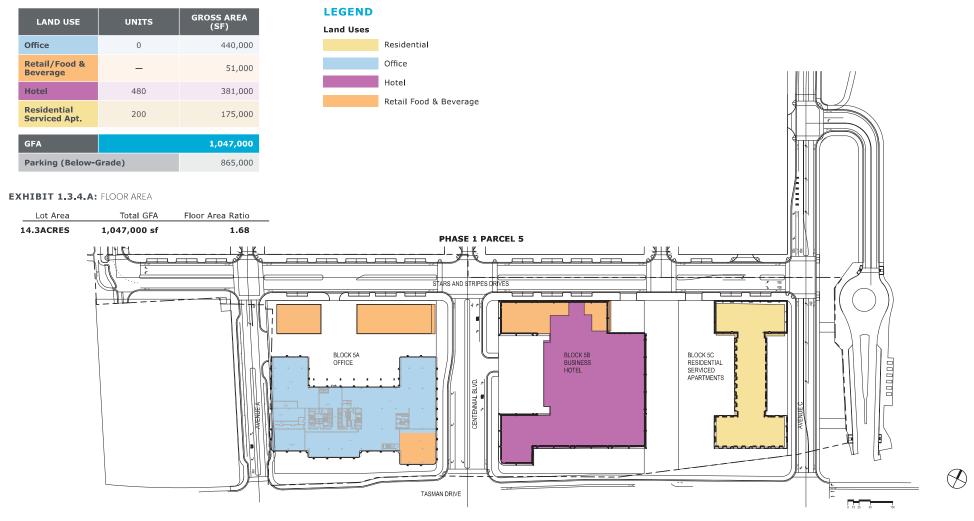


EXHIBIT 1.3.4(b) CONCEPTUAL MASSING HEIGHT & BULK

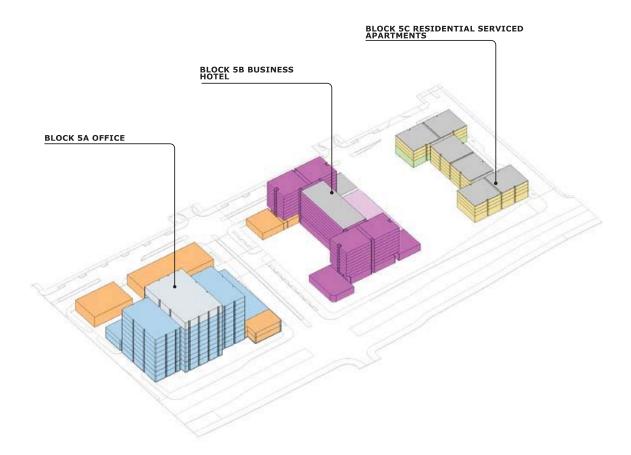
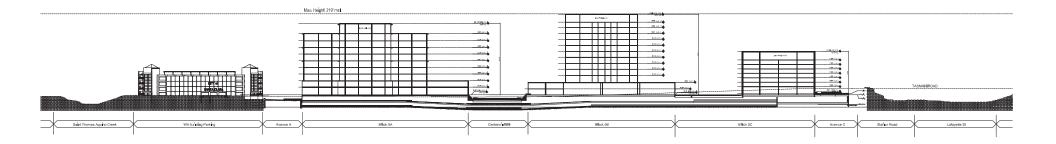
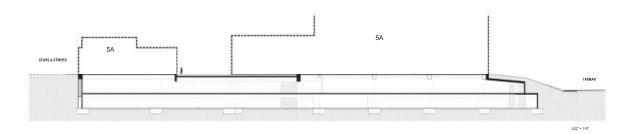
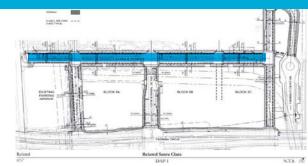


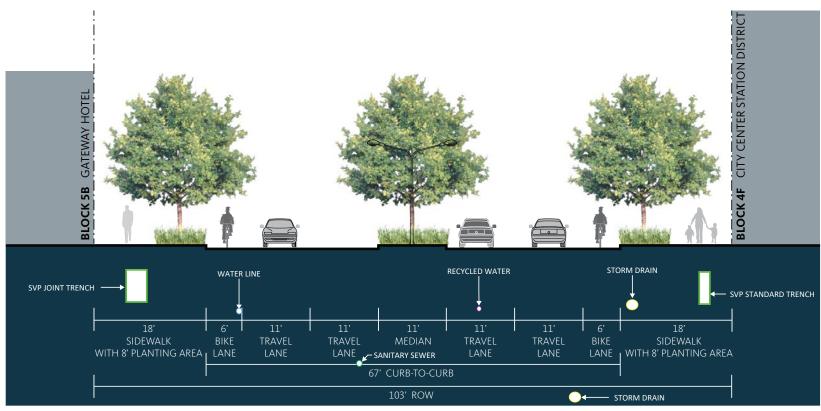
EXHIBIT 1.3.4(C) SITE SECTION & GARAGE CROSS-SECTION





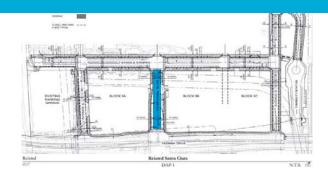
1.3.4(d) STREET SECTIONS - STARS & STRIPES

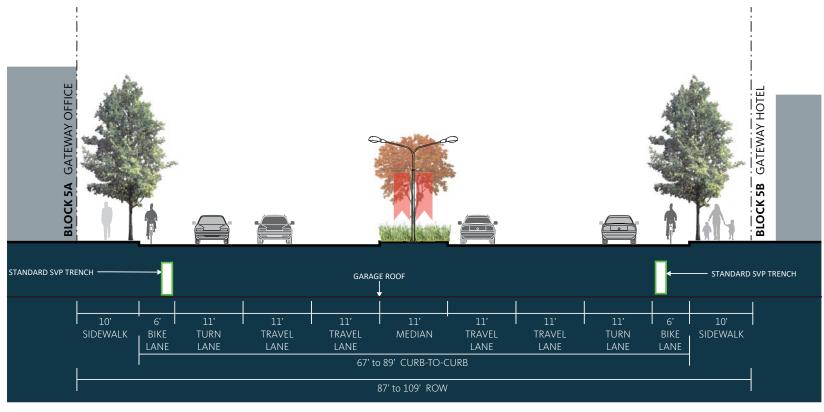




STARS & STRIPES

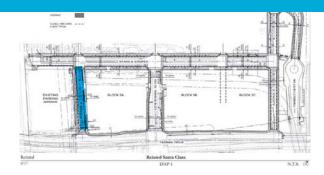
1.3.4(d) STREET SECTIONS - CENTENNIAL BLVD.

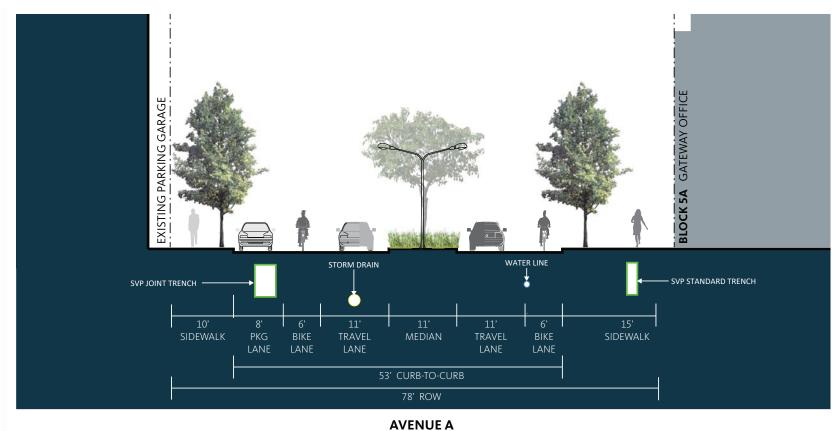




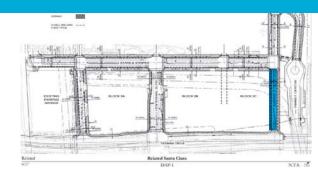
CENTENNIAL BLVD

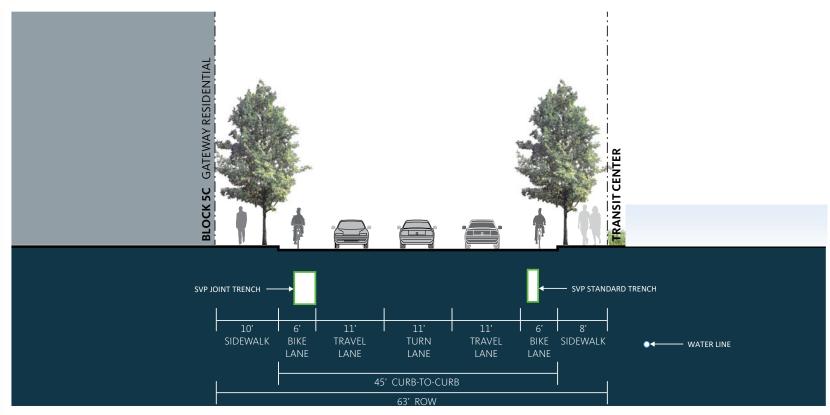
1.3.4(d) STREET SECTIONS - AVENUE A





1.3.4(d) STREET SECTIONS - AVENUE C





AVENUE C

EXHIBIT 1.3.5: PLANNED PUBLIC & PRIVATE OPEN SPACE

PRELIMINARY SHARED OUTDOOR OPEN SPACE CONCEPT ILLUSTRATIVE



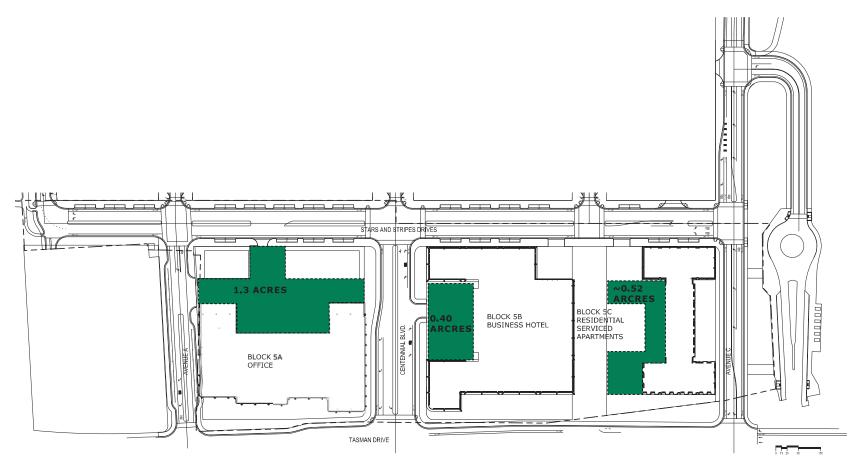


EXHIBIT 1.3.6(a).: DIAGRAM OF PROPOSED ROADS AND SIDEWALKS

* Refer to Appendix 1 for 1"=100' scale

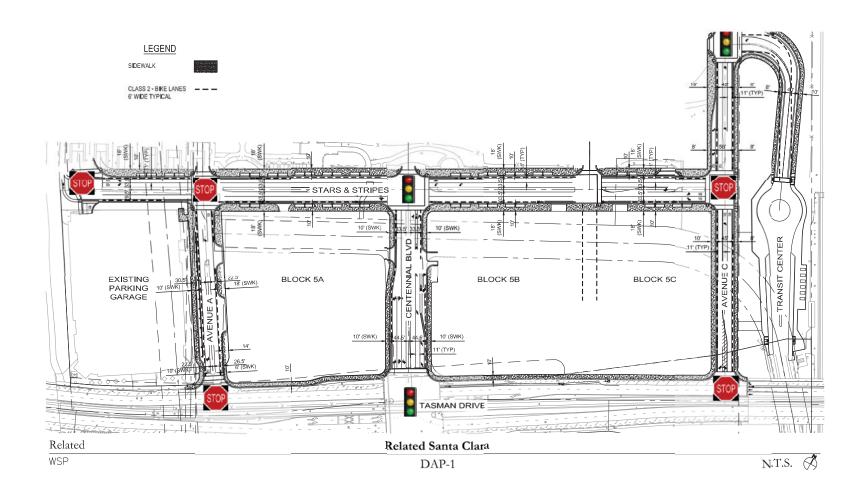
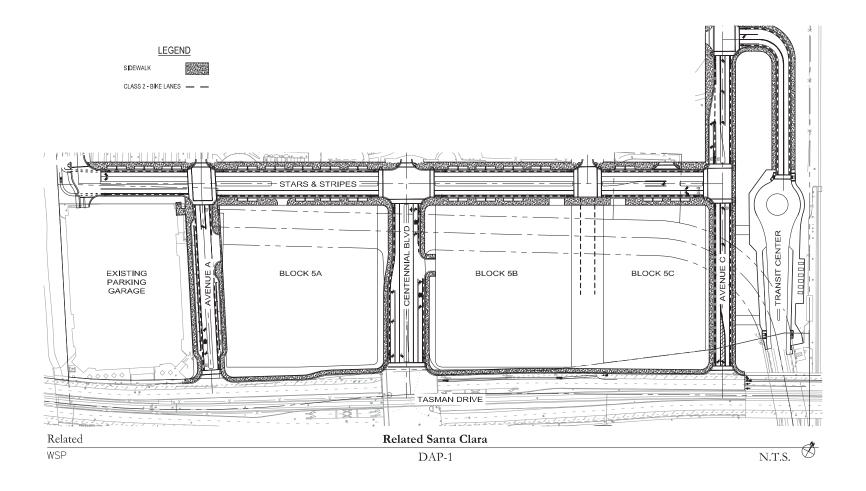


EXHIBIT 1.3.6(b).: MIDBLOCK ALLEYS, PEDESTRIAN & BICYCLE CONNECTIONS





1.4 DEVELOPMENT OBLIGATIONS

EXHIBIT 1.4.1: TEMPORARY FIRE STATION

Refer to appendix A: Construction Schedule & Architectural materials Documents for Temporary Station Site

1.4.2: MINIMUM INITIAL BUILDING (MIB) PHASE 1

For locations of land uses defined below refer to 1.1.1 (a)

1.4.3: ADDITIONAL INITIAL BUILDING (AIB) PHASE 1 MATRIX

For locations of land uses defined below refer to 1.1.1 (a)

ADDITIONAL INITIAL BUIDLINGS TARGET

PROGRAM	MINIMUM REQUIRED PER DDA SECTION 5.3.2	PHASE 1 PROPOSED
OFFICE	not specifically defined	440,000 SF
HOTEL	300 keys	480 keys
RETAIL/FOOD & BEVERAGE	50,000 SF	51,000 SF
RESIDENTIAL SERVICED APTS.	200-units in Phases 1 & 2 in aggregate	200-units
MINIMUM	600,000 SF	1,047,000 SF

PROGRAM	BEST EFFORT TARGET PER DDA 5.3.3	PHASE 1 PROPOSED
OFFICE	_	440,000
HOTEL	_	381,000
RETAIL/FOOD & BEVERAGE	-	51,000
RESIDENTIAL SERVICED APTS.	-	175,000
Total	200,000 SF	1,047,000 SF
MINIMUM REQUIREMENT PER DDA 5.3.3	600,000 SF	
TOTAL MINIMUM & BEST EFFORTS	800,000, SF	1,047,000 SF

1.4.8 SUMMARY OF MINIMUM AND ADDITIONAL BUILDINGS USES AND AREAS

Reference DDA Sections 5.3.2 through 5.3.

Program	Phases 1-3 Minimum	Phases 1-3 Additional (Best Efforts)	Phase 1 Proposed	Aggregate to Date	Minimum Balance	Additional (Best Efforts) Balance
Office (SF)			440,000	440,000		
Hotel (Keys)	300		480	480		
Retail + F&B (SF)	800,000	1,500,000	51,000	51,000	749,000	1,449,000
Residential Serviced Apt. (Units)	200		200	200		
Major Department Store (SF		300,000				300,000
Aggregate (SF)	1,300,000	1,730,000	1,047,000	1,047,000	253,000	683,000

EXHIBIT 1.4.4: ADDITIONAL RETAIL BUILDINGS

Not applicable in Phase 1. Applicable to Phases 2 and 3. See DDA Section 5.3.5

EXHIBIT 1.4.5: PHASING OF ADDITIONAL BUILDINGS

Not applicable in Phase 1. Applicable to Phase 2.

EXHIBIT 1.4.6: PROPOSED LOCATION OF MAJOR DEPARTMENT STORES

Not applicable in Phase 1. No major department stores required or planned for Phase 1.

EXHIBIT 1.4.9: PARKING MANAGEMENT PLAN

LEGEND

PARCEL 5

PARCEL 1

PARCEL 2

PARCEL 4

In accordance with DDA Section 5.5, this diagram illustrates how at least 3,000 parking spaces for non-NFL events at Levi's Stadium can be accommodated on City controlled property.



1.5 SIGNAGE PLAN

Refer to Appendix B: Signage Plan

1.6 TOPOGRAPHIC MAP

EXHIBIT 1.6.1 TOPOGRAPHIC MAP OF THE DISTRICT

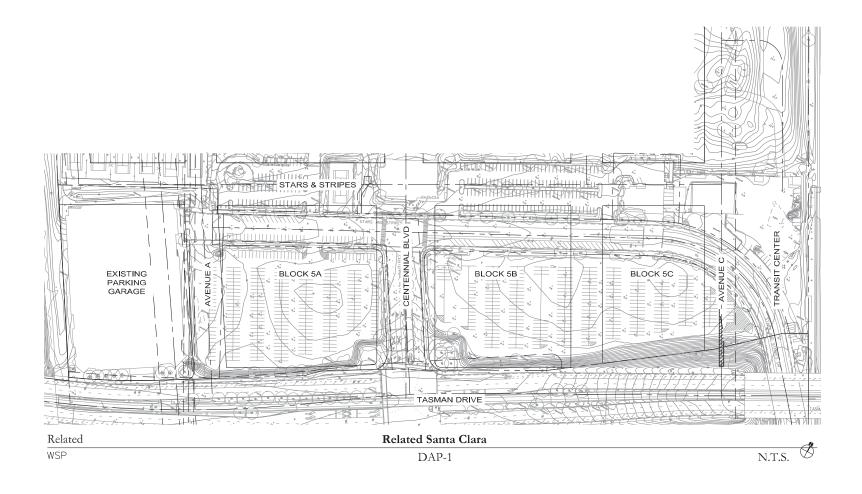


EXHIBIT 1.8.1 ROADWAYS WITH PUBLIC PRIVATE OWNERSHIP

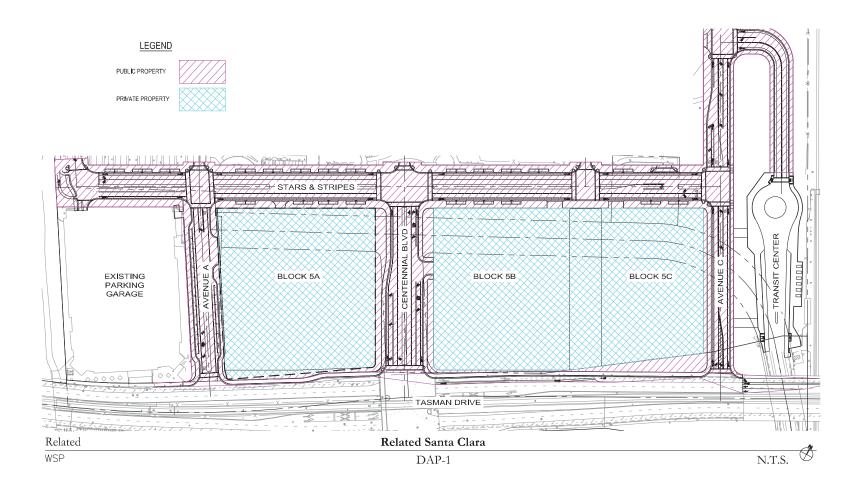


EXHIBIT 1.8.2 TRANSIT

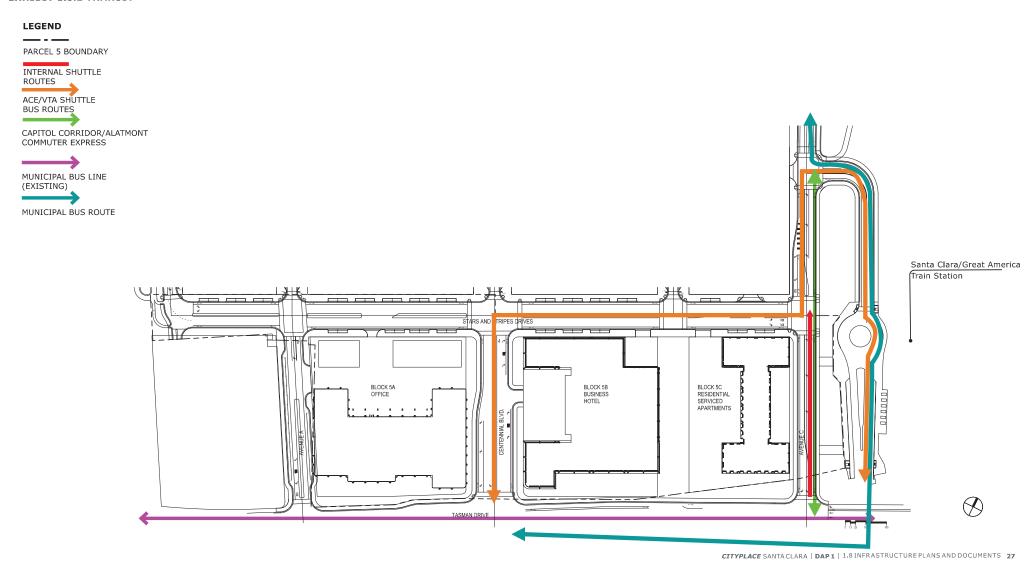


EXHIBIT 1.8.3 PEDESTRIAN ROUTES, WITH PUBLIC AND PRIVATE OWNERSHIP

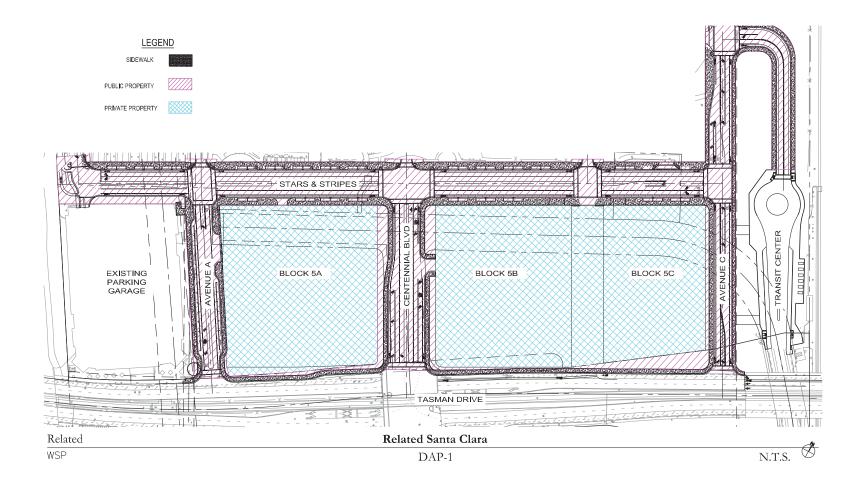


EXHIBIT 1.8.4 BICYCLE LANES & IMPROVEMENTS

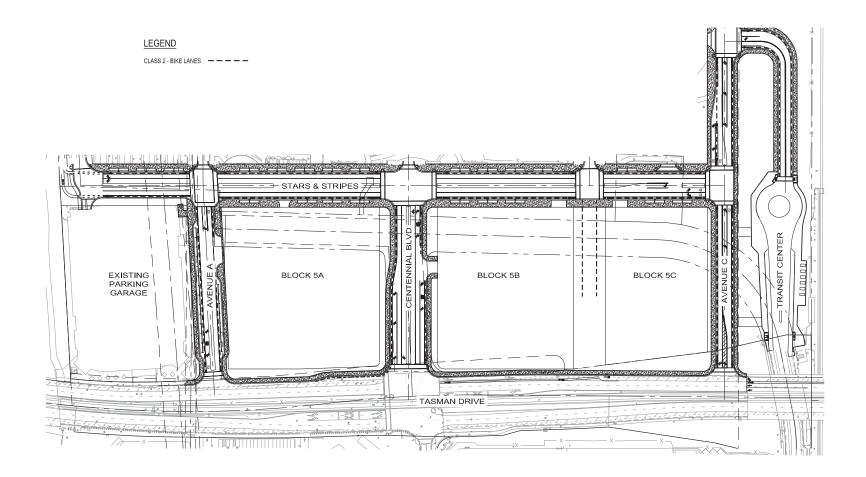
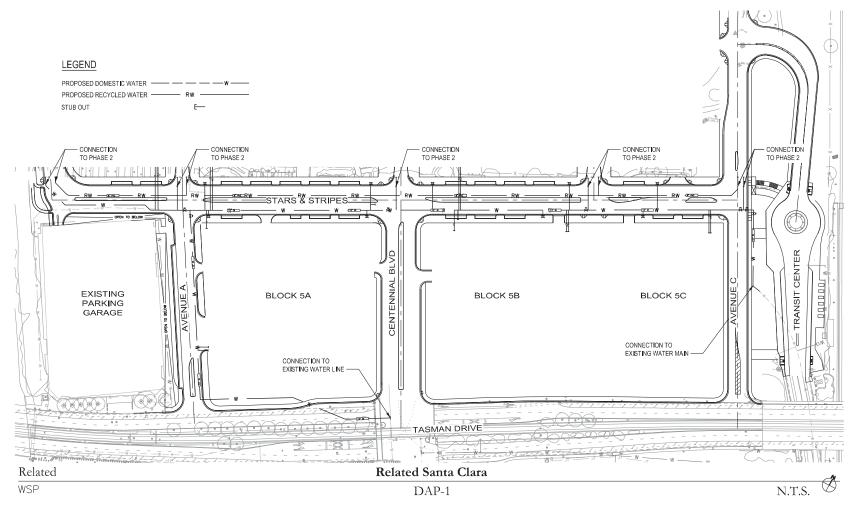
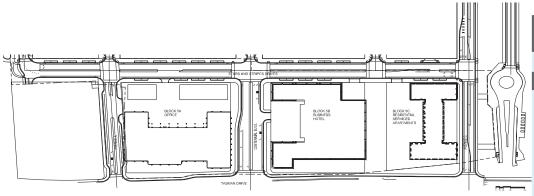


EXHIBIT 1.8 CONDITIONS OF APPROVAL (COA) UTILITIES



1.9 OPEN SPACE

EXHIBIT 1.9



OPEN SPACE REQUIREMENT (PER DEVELOPMENT AGREEMENT)

2.4-people/household (PPH)*

2.53-acres per 1,000 residents**

Phase	Number of Residential Units	2,4-PPH	Requirement	Required Acres of Park	Acres Provided
1	200	480	48.0%	1.21	0

Comments

Deferred to Phase 2 per Development Agreement. Refer to Section 4.3.5 on page 18 of the Development Agreement.

Timing of Required Public Parks

Any Public Parks required to be dedicated to serve residential uses on the Project Site pursuant to Chapter 17.35 of the Code must be included in the DAP for the Phase in which such residential uses are located. Notwithstanding the foregoing, Developer shall have the right to defer to Phase 2 the improvement and dedication (or other reservation) of all or any portion of the Public Parks required to be dedicated in connection with the residential units constructed on Phase 1 (the "Phase 1 Parkland"), in accordance with the provisions of this Section 4.3. If Developer elects to defer its obligations to provide any or all of the Phase 1 Parkland to Phase 2, Developer shall provide in the DAP for Phase 1 a description of how the applicable portion of the Phase 1 Parkland shall be provided within Phase 2. The first DAP for Phase 2 shall include any portion of the Phase 1 Parkland not improved and dedicated (or otherwise reserved) as part of Phase 1, and such Phase 1 Parkland shall be constructed in accordance with a schedule approved as part of the first DAP for Phase 2.

The required 1.21-acres of parkland will be included with the Phase 2 DAP parkland area requirements and will be accommodated along the east side of Parcel 4,

* Refer to Population and Housing section of the EIR, Chapter 3.12, page 9, footnote 30, indicates that "Multifamily residential pph was established during conversations with City Staff on September 10, 2014." Table 3.12-6 on page 10 of the same Chapter uses a Residential pph rate of 2.4

** Refer to Exhibit D to the DA, under Chapter 8 - New Public Park Design, Review & Approval Process, Section 2, 1.C.1, the parkland dedication standard of 2.53 acres per 1,000 City residents per Mitigation Fee Act. Refer also to the Public Services and Recreation section of the EIR, Chapter 3.13, page 21, which refers to and utilizes the Mitigation Fee Act dedication standard of 2.53 acres per 1,000 residents.

1.10 RETAIL PLAN

PROGRAM	МСР	PROPOSED	DIFFERENCE	соммент
Retail	62,000 SF	21,400 SF	(-40,600 SF)	COMPLIES
Food & Beverage	25,000 SF	29,600 SF	4,600 SF	COMPLIES
TOTALS	87,000 SF	51,000 SF		

LEGEND Land Uses Residential Office Hotel Retail Food & Beverage

