



Architectural Review Board

Staff Report (ID # 10860)

Report Type:	Action Items	Meeting Date: 12/19/2019
Summary Title:	1700 & 1730 Embarcadero Road: Mercedes and Audi Dealerships	
Title:	PUBLIC HEARING / QUASI-JUDICIAL. 1700 & 1730 Embarcadero Road [19PLN-00291]: Recommendation on Applicant's Request for Approval of a Major Architectural Review to Address Specific Issues Raised by the Architectural Review Board (ARB) for a Previously Approved Project that Includes Two Automobile Dealerships. The Prior Approval Through Conditions of Approval Required the Project to Come Back to the ARB to Address Issues Related to Color, Landscaping, Parapets, Lighting, Transportation Demand Management Plan, County Airport Land Use Commission Review; and Floor Area Ratio. Environmental Assessment: An Initial Study/Mitigated Negative Declaration was Adopted for the Project on June 24, 2019. For More Information Contact the Project Planner Sheldon S. Ah Sing at sahsing@m-group.us	
From:	Jonathan Lait	

Recommendation

Staff recommends the Architectural Review Board (ARB) take the following action(s):

1. Recommend approval of the proposed project to the Director of Planning and Development Services based on findings and subject to conditions of approval.

Report Summary

The purpose of this report is to describe the applicant's responses to and restate the issues the ARB previously identified. The City Council conditionally approved applications for Site and Design Review, Design Enhancement Exception, Architectural Review (AR), and a Zoning Amendment (18PLN-00186). The Background section below provides links to prior staff reports. The City Council adopted Record of Land Use Action (RLUA) 2019-09 on June 24, 2019. RLUA

City of Palo Alto
 Planning & Development Services
 250 Hamilton Avenue
 Palo Alto, CA 94301
 (650) 329-2442

Condition of Approval #14 required the applicant to return to the ARB to address several specific issues with a new AR application. The application is subject to the Palo Alto Municipal Code (PAMC) procedures. The first formal ARB report for the project provides detailed project information.

Background

The following is a summary of and links to prior staff reports:

ARB:	September 20, 2018: 1 st Formal www.cityofpaloalto.org/civicax/filebank/blobdload.aspx?BlobID=66721 Continued item.
	April 4, 2019: 2 nd Formal www.cityofpaloalto.org/civicax/filebank/blobdload.aspx?BlobID=70111 Continued item.
	June 6, 2019: 3 rd Formal www.cityofpaloalto.org/civicax/filebank/blobdload.aspx?BlobID=71733 No recommendation.
PTC:	March 27, 2019 www.cityofpaloalto.org/civicax/filebank/blobdload.aspx?BlobID=70015 Recommend approval to City Council.
City Council:	June 24, 2019 www.cityofpaloalto.org/civicax/filebank/blobdload.aspx?BlobID=72062 Introduction of Ordinance and adoption of ROLUA

A video recording of the June 24, 2019 City Council meeting is available online:
www.youtube.com/watch?v=f69cQ7b3ue8&start=10700&width=420&height=315.

Discussion

Record of Land Use Action 2019-09 Condition #14 and the applicant's responses are summarized in the following table:

Condition #14	Applicant Response ¹
<ul style="list-style-type: none"> Colors: The project shall adhere to the Baylands Design Guidelines muted colors by providing alternatives to the proposed colors shown to the ARB on June 6, 2019. In particular, black and shiny colors shall be avoided. Use charcoal or a rich brown for darker accents. 	<p>Colors have been revised and updated per discussion. The applicant proposes the charcoal base color and color scheme as the ARB previously indicated. The ACM colors are now a matte finish and not glossy.</p> <p><i>Appears to resolve issue. See Sheets ZA202 – ZA204; ZA222 – ZA224; ZA230 & ZA231; ZA400 – ZA409.</i></p>

¹ Italicized text is staff's annotation of applicant's response.

- **Floor Area Ratio:** Provide staff with updated floor area diagrams to confirm the proposed square footage.
- **GL-2 Parapet:** The material should match the transparent qualities depicted in the plans/photos and not the opaque material sample that was presented to the ARB. Special attention should be made to avoid light emission from behind the material.

- **Trees:** Add more trees to the base of the building to soften the Bayshore Road side of the building. It was suggested to consider another option instead of the Western Redbud plantings along Bayshore. The alternative trees should continue to provide shading. Secondly, the applicant shall specify larger trees at key locations on the landscape plan.

- **Curb Ramp at Corner:** The applicant shall work with City Transportation staff regarding the transition at the Bayshore/Embarcadero Road intersection for the bicycle path.

- **Green Screen:** The project shall keep the same amount of greenery along the building elevations, however, the project should look at other solutions and/or provide details on the screens to ensure they are high quality, can be maintained over time, and better integrated into the project.

The proposed project is currently 887 square foot over the allowed FAR. See Analysis section for a full discussion.

Staff reviewed the top of wall; the applicant revised the material to frosted glass panels that will be inset in the wall. The revised building elevations and renderings show this change. There will be minimal light transmittance through the frosted glass. The applicant intends only a minimal glow through the glass at night.

Appears to resolve issue. See Sheets ZA400 – ZA409.

Species planted along Bayshore need to comply with the height restrictions set by the overhead utility easement. Appropriate species are noted on the revised planting plan sheet L-3. There are alternate species for the ARB's consideration (Sheet L-9). Shade trees have been added along the western elevation of the Mercedes-Benz building.

Appears to resolve issue. See Sheets L-2 and L-3.

Submitted information. See Analysis section for more discussion.

Green screens have been modified to be simple, large sections of wall areas. The green screens are noted on the building elevations. Landscape sheet L-8 shows details of the green screen system and provides direction on maintaining the planted materials. The green screens are now larger than the previous ARB submittal.

Appears to resolve issue. See Sheets ZA202, ZA203 & ZA223 and L-8.

- **Perimeter Landscape:** The project should provide at least 10 feet of setback between the carwash and the property line. Demonstrate removal of any existing barbed wire.

The planting along the car wash was revised to provide for a higher and denser hedge to shield the carwash elevation. The 5' setback is per code and complies. A 10' setback is not needed and would compromise any vehicular circulation needed for large trucks and fire department equipment. We have noted the removal of any existing barbed wire if it exists.

See Sheets L-2, L-4 & L-9 and also Analysis section for more discussion.

- **Lighting:** All lighting specifications shall be provided to the ARB including detailed specifications that define security levels of lighting and which lighting locations/fixtures would utilize this feature, including bollard style fixtures, and the impacts of lighting on the Baylands.

The applicant prepared a full photometric study and had presented this to the ARB previously (sheets 8-11 of the Lighting Report). The study shows that the lighting levels are consistent with the city standards and limitations established at the Baylands. After Hours Lighting is the minimum level of lighting required by code. These minimal levels are a reduction in light levels and will occur after hours and will have no adverse effect on the Baylands. Fixtures are located on the lighting report sheet 8 and lighting fixture cut sheets follows. A new photometric study was done to illustrate what the after-hours level lighting would be. This after-hours light level would occur after 10 PM. After Hours Light will be from 10 PM to 6 AM Daily.

Appears to resolve issue. See Sheets 8-12 of Applicant's Lighting Plan.

- **Transportation Demand Management (TDM) program:** The applicant shall submit a TDM plan in accordance with the City's procedures for review and approval by City staff.

Submitted information. No reduction in vehicular trips quantified.

- **County of Santa Clara Airport Land Use Commission:** The applicant shall provide the Director of Planning and Community Environment or designee response documentation from the Airport Land Use

Submitted information. See Attachment F.

Commission.

- **Context Drawings:** The applicant shall provide context drawings as part of the submittal for ARB.

Sheet ZA050: Contextual site plan.
Sheets ZA051, ZA052, ZA053 & ZA054: Contextual photos.
Sheets ZA055 & ZA056: Street elevations, Site plan with New plan superimposed and photos.
ZA057 Contextual view of Project from Baylands showing vegetation screen.
Sheet ZA058: Contextual rendering and photo stich, view from intersection.
Sheet ZA059: Contextual rendering and photo stich, view from Embarcadero.

Appears to resolve issue.

Analysis²

This application is atypical in that the City Council approved a project in part (its site plan, massing, etc.), however, directed the applicant to return with specific information submitted as part of a new Architectural Review application (see previous table). This review may change certain aspects of the approved project and supersede the prior approval. Attachment H provides the applicant's responses to RLUA Condition #14 in detail.

Proposed Revisions

The applicant's revisions to the color palette, parapet treatment, and the inclusion of the green screen system appear to be consistent with the ARB's discussion. These changes are also consistent with Findings #2 and #3 and the Baylands Master Plan. The revisions include muted colors, and reduced massing where possible, and provide a better relationship with the Baylands.

The project was subject to review by the County's Airport Land Use Commission because of the properties' proximity to the Palo Alto Airport. A copy of the County's Airport Land Use Commission minutes is included in Attachment F. This satisfies the Condition of Approval.

Lighting Plan and parapet treatment revisions reduce the likelihood of excessive light pollution. The lights for the site are not proposed to be completely off after business hours, for security and safety reasons. The photometric plan (Lighting Plan page 10) shows lighting levels will be

² The information provided in this section is based on analysis prepared by the report author prior to the public hearing. The Architectural Review Board in its review of the administrative record and based on public testimony may reach a different conclusion from that presented in this report and may choose to take an alternative action from the recommendation in this report.

very low along the Baylands boundary and Embarcadero Road, and low along Bayshore Road. The numbers shown in the blue zone would be reduced by 50% for after-hours lighting. This makes the project consistent with the Baylands Master Plan.

The condition required the planting of additional trees at the base of the building. In response, the project includes two olive trees in front of the Mercedes Benz building (see the clouded area on Sheet L-3). These trees do not show well in the renderings because they are obscured behind the street trees. However, they do have greater height than the street trees; the street trees are limited to 15 feet due to the overhead utility easement restrictions. These tree canopies should mask a portion of the building, reducing its mass on the street. However, the olive is not native or drought tolerant and slow growing; therefore, the olive trees will not completely meet Finding #5. The species was chosen to provide additional shade.

Context drawings were updated to provide a better depiction of the project and its relationship with its surroundings. The revised imagery enforces the project's consistency with the findings.

Transportation Demand Management (TDM) Plan

Pursuant to PAMC 18.52.030(i)(A), the project requires a TDM to reduce and manage the number of single-occupant motor vehicle trips generated by the project. The City's Comprehensive Plan Program T1.2.2 establishes reduction goals for peak hour trips. The project is located within an area that has a 20% reduction goal. The applicant submitted a TDM Plan that provides a technical summary of the requirements (Attachment E). The Plan, however, does not quantify any reductions that would be made by implementing the TDM Plan. Thus, the applicant's submittal to date does not illustrate compliance with the required 20% trip reduction. Further evaluation of the TDM Plan by Planning and Transportation staff is necessary prior to the Director's action on the revised project.

Floor Area Ratio (FAR)

FAR was discussed in detail in prior staff reports and was the subject of public comment and discussion at the public hearings. The Automobile Dealership (AD) combining district allows for different treatment of gross floor area for automobile dealerships than for other commercial uses. At the June 24, 2019 City Council hearing, Council viewed the project's automated vehicle stacking system proposed in the Mercedes Benz building as unique and akin to stacking merchandise in a retail store. The first floor of the stacking system is to be counted once; the upper volume of the space is not counted again. There is a cantilevered portion of the system towards the front of the building located over ground floor offices that needs to be counted; that is because this area represents the first counted floor area in that portion of the system. The Condition of Approval was to address inconsistencies in the measurement of gross floor area and FAR.

The applicant proposes revisions to the floor area to address these inconsistencies. The latest plan shows that the applicant requests discounts for a portion of the stacking system that rests on the ground floor of the building. The portion represents the aisle space for moving vehicles within the system. This is contrary to Council direction regarding the way the floor area should

be accounted for. Counting both the aisle and the cantilevered portion of the stacking system towards gross floor area, the project exceeds the maximum FAR by 887 square feet. Staff directed the applicant to find possible locations to remove this same amount of floor area and present those to the ARB.

Evaluated and Not Changed

Perimeter Landscaping

The condition states that the project should have a 10-foot setback between the car wash building located on the Audi property and the property line. This setback is to provide a visual buffer between the building and the adjacent property. In addition, the condition requires removal of any barbed wire fencing. The plans indicate (Sheet ZA003) that the existing chain-link fence is to remain and that any barbed wire fencing is to be removed.

Although there is no zoning requirement for a setback, the proposed setback is five feet. On the opposite side of the car wash building is a 25-foot wide driveway connecting the Audi site with the Mercedes Benz site. This driveway is critical in the on-site circulation for deliveries, trash servicing, and on-site vehicle circulation. The driveway width is the minimum for this type of driveway.

In lieu of a greater setback, the applicant proposes a dense screening hedge of coffeeberry plants along the car wash building within the setback (see Sheet L-2 and L-4). The coffeeberry plant can reach heights of up to 10 feet. This issue directly affects the project's consistency with Finding #5. The car wash building includes wing walls at the entrance and exit to the tunnel to attenuate sound. The existing chain link fence will remain because there are existing mature trees on and near the boundary that are being protected.

Curb Ramp

The condition considers the transition with the bicycle path and the Embarcadero Road/East Bayshore Road intersection. The issue is that the multi-use pathway converges at the intersection and as proposed includes an awkward transition for cyclists.

The applicant provides the following response to the request:

The pathway needs to remain as developed with the city engineer. The space under the power lines is excluded from the building of permanent structures. We are not allowed to build a retaining wall so the make up for the grade changes while respecting the accessibility of the pathway. The proposed pathway was previously reviewed and accepted by the city's traffic engineer and correspondence to support the decision has been provided. We have extended the ramp at the corner of Bayshore and Embarcadero by roughly five feet. Please see Sheet C02.00 and Sheet C05.00 for the modification.

The applicant's response does not provide any alternative solution to the issue raised in the condition. The Office of Transportation reviewed the applicant's proposal and response and proposes the following Condition of Approval to alleviate the transition concern:

The curb ramp at Embarcadero Road/East Bayshore Road shall be the full width of the multi-use path not including any side flares. The ramp shall connect seamlessly to the multi-use path with no obstructions.

The implementation of the proposed condition would ensure that the project is consistent with Finding #4.

Environmental Review

The subject project has been assessed in accordance with the authority and criteria contained in the California Environmental Quality Act (CEQA), the State CEQA Guidelines, and the environmental regulations of the City. Specifically, the project is covered by the previous Initial Study and Mitigated Negative Declaration prepared for the prior application (File No. 18PLN-00186) adopted on June 24, 2019 (Attachment H). The Mitigated Negative Declaration identifies that the project would create significant impacts to the following topics: Biological resources, cultural resources, geology and soils and transportation/traffic. Each significant impact can be reduced to less than significant with the implementation of mitigation measures. None of the revisions to the project create any new impacts beyond those identified. Therefore, no new analysis is necessary.

Public Notification, Outreach & Comments

The Palo Alto Municipal Code requires (1) publication of public hearing notices in a local paper and (2) mailing of notices to owners and occupants of property within 600 feet of the subject property at least ten days in advance. Notice of a public hearing for this project was published in the *Daily Post* on December 6, 2019, which is 13 days in advance of the meeting. Postcard mailing occurred on December 3, 2019, which is 16 in advance of the meeting.

Public Comments

As of the writing of this report, no project-related public comments were received.

Alternative Actions

In addition to the recommended action, the Architectural Review Board may:

1. Approve the project with modified findings or conditions;
2. Continue the project to a date (un)certain; or
3. Recommend project denial based on revised findings.

Report Author & Contact Information

Sheldon S. Ah Sing, AICP, Contract Planner

ARB³ Liaison & Contact Information

Jodie Gerhardt, AICP, Planning Manager

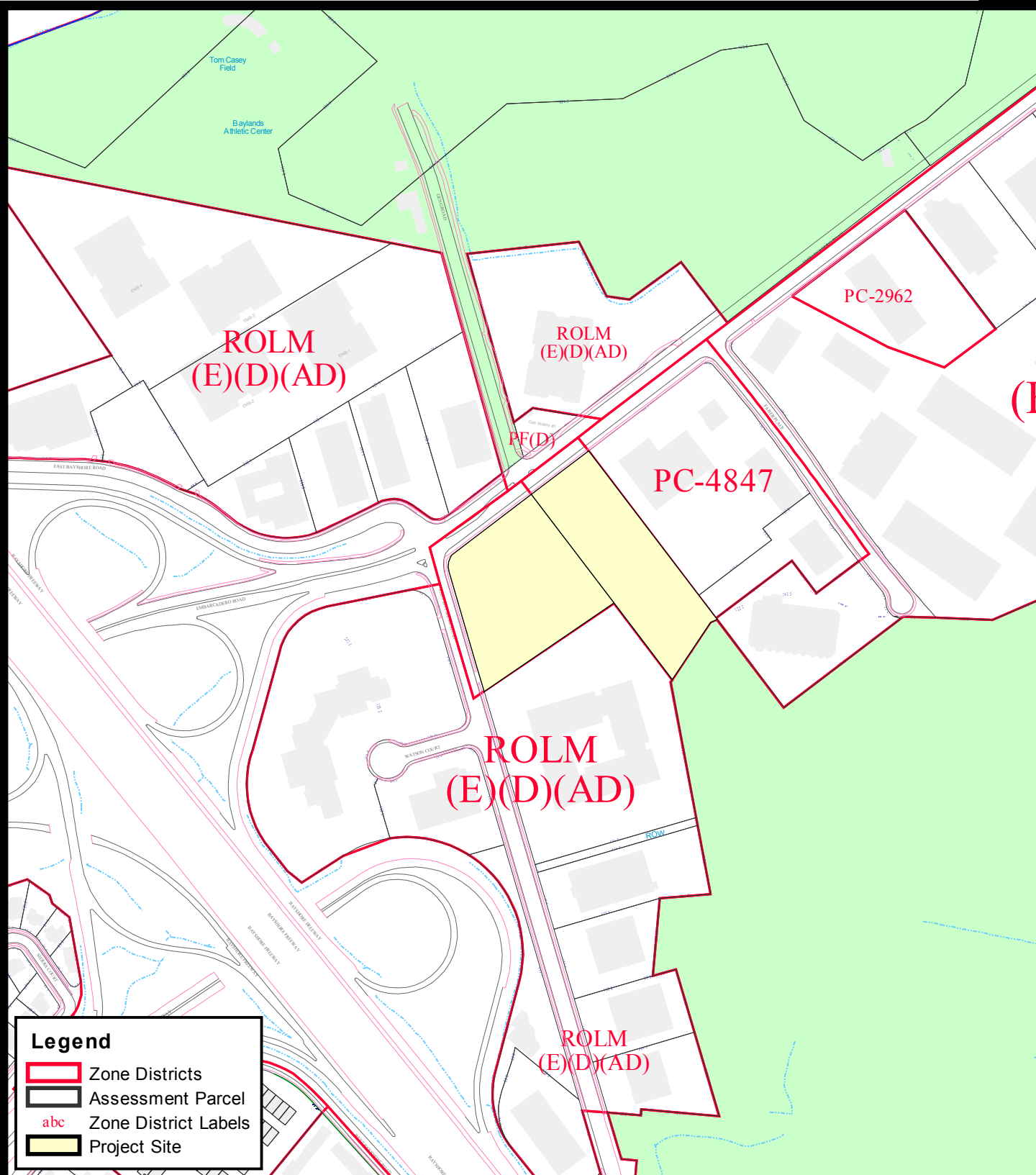
³ Emails may be sent directly to the ARB using the following address: arb@cityofpaloalto.org

(408) 340-5642 X 109
sahsing@m-group.us

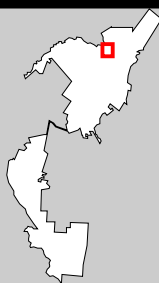
(650) 329-2575
jodie.gerhardt@cityofpaloalto.org

Attachments:

- Attachment A: Location map (PDF)
- Attachment B: Draft ARB Findings (DOCX)
- Attachment C: Conditions of Approval (DOCX)
- Attachment D: Zoning Comparison Table (DOCX)
- Attachment E: Draft TDM Plan (PDF)
- Attachment F: May 22, 2019 Airport Land Use Commission Minutes (PDF)
- Attachment G: June 24, 2019 City Council Final Minutes (PDF)
- Attachment H: Applicant's Response Letter (DOCX)
- Attachment I: Project Plans and CEQA (DOCX)



The City of
Palo Alto



1700 & 1730 Embarcadero
Road
18PLN-00186

This map is a product of the
City of Palo Alto GIS



0' 347

ATTACHMENT B
ARB FINDINGS FOR APPROVAL
 1700 & 1730 Embarcadero Road
 19PLN-00291

The design and architecture of the proposed improvements, as conditioned, complies with the Findings for Architectural Review as required in Chapter 18.76 of the PAMC.

Finding #1: The design is consistent with applicable provisions of the Palo Alto Comprehensive Plan, Zoning Code, coordinated area plans (including compatibility requirements), and any relevant design guides.

This finding can be made in the affirmative because the project is consistent with the following Comprehensive Plan goals and policies:

<i>Land Use and Community Design Element</i>	
Comprehensive Plan Goal/Policy	Consistency
Service Commercial: Facilities providing citywide and regional services and relying on customers arriving by car. These uses do not necessarily benefit from being in high volume pedestrian areas such as shopping centers or Downtown. Typical uses include auto services and dealerships, motels, lumberyards, appliance stores and restaurants, including fast service types. In almost all cases, these uses require good automobile and service access so that customers can safely load and unload without impeding traffic. In some locations, residential and mixed-use projects may be appropriate in this land use category. Examples of Service Commercial areas include San Antonio Road, El Camino Real and Embarcadero Road northeast of the Bayshore Freeway. Non-residential FARs will range up to 0.4. Consistent with the Comprehensive Plan's encouragement of housing near transit centers, higher density multi-family housing may be allowed in specific locations.	The project proposes two automobile dealerships located at Embarcadero Road northeast of Bayshore Freeway.
Policy L-1.3: Infill development in the urban service area should be compatible with its surroundings and the overall scale and character of the city to ensure a compact, efficient development pattern.	The project is surrounded by established urban uses and is designed to be consistent with the surrounding structures. A portion of the project is adjacent to the Baylands area

	and is designed to be compatible with the open space area.
Policy L-5.1 Foster compact Employment Districts developed in a way that facilitates transit, pedestrian and bicycle travel. Provide mixed uses to reduce the number of auto trips.	The project provides a multi-use path that would facilitate pedestrian and bicycle users. This path closes a gap in the city's planned bicycle network.
Policy L-5.2 Provide landscaping, trees, sidewalks, pedestrian path and connections to the citywide bikeway system within Employment Districts. Pursue opportunities to include sidewalks, paths, low water use landscaping, recycled water and trees and remove grass turf in renovation and expansion projects.	The project includes updates the pedestrian and bicycle circulation adjacent to the subject property. Proposed plantings are generally drought-tolerant. Trees along Bayshore Road will be consistent with the utility easement requirements and are regionally indigenous and drought tolerant.
Policy L-5.3 Design paths and sidewalks to be attractive and comfortable and consistent with the character of the area where they are located.	The project proposes a multi-use pathway that will close the gap in the City's planned bicycle network and provide a safer alternative for cyclists.
Policy L-5.4 Maintain the East Bayshore and San Antonio Road/Bayshore Corridor areas as diverse business and light industrial districts.	The project maintains an automobile dealership and adds another automobile dealership. These will continue the vitality of the district.
Policy L-6.1 Promote high-quality design and site planning that is compatible with surrounding development and public spaces.	The project includes a variety of materials such as stucco, metal, glass, and green screens. All of which complement the surrounding buildings in the area.
Policy L-6.3 Encourage bird-friendly design.	Bird friendly glass is included in the project design.
Policy L-6.6 Design buildings to complement streets and public spaces; to promote personal safety, public health and wellbeing; and to enhance a sense of community safety.	The design of the buildings are sensitive to the streetscape, its surroundings and are consistent with the Baylands Master Plan design guidelines.
Policy L-9.2 Encourage development that creatively integrates parking into the project, including by locating it behind buildings or underground wherever possible, or by providing for shared use of parking areas. Encourage other alternatives to surface parking lots that minimize the amount of land devoted to parking while still maintaining safe streets, street trees, a vibrant local economy and sufficient parking to meet demand.	The project includes very little surface parking and most parking is located within above-ground parking structures.

Transportation Element	
Comprehensive Plan Goal/Policy	Consistency
<p>Program T-1.2.3: Formalize TDM requirements by ordinance and require new developments above a certain size threshold to prepare and implement a TDM Plan to meet specific performance standards. Require regular monitoring/reporting and provide for enforcement with meaningful penalties for non-compliance. The ordinance should also:</p> <ul style="list-style-type: none"> ➤ Establish a list of effective TDM measures that include transit promotion, prepaid transit passes, commuter checks, car sharing, carpooling, parking cash-out, bicycle lockers and showers, shuttles to Caltrain, requiring TMA membership and education and outreach to support the use of these modes. ... ➤ Establish a mechanism to monitor the success of TDM measures and track the cumulative reduction of peak hour motor vehicle trips. TDM measures should at a minimum achieve the following reduction in peak hour motor vehicle trips, with a focus on single-occupant vehicle trips. Reductions should be based on the rates included in the Institute of Transportation Engineers' Trip Generation Manual for the appropriate land use category and size: <ul style="list-style-type: none"> – 20 percent reduction 	<p>The project submitted a TDM (November 27, 2019) for consideration by the City.</p>
<p>Policy T-1.17 Require new office, commercial and multi-family residential developments to provide improvements that improve bicycle and pedestrian connectivity as called for in the 2012 Palo Alto Bicycle + Pedestrian Transportation Plan.]</p>	<p>The project provides a multi-use path that will improve the pedestrian and bicycle circulation within the area, consistent with the goals of the Bicycle & Pedestrian Transportation Plan.</p>
<p>Policy T-5.6 Strongly encourage the use of below-grade or structured parking, and explore mechanized parking instead of surface parking for new developments of all types while minimizing negative impacts including on groundwater and landscaping where feasible.</p>	<p>The project provides structured parking integrated into the building. This is atypical for automobile dealerships. The site includes very little surface parking.</p>

Finding #2: The project has a unified and coherent design, that:

- a. creates an internal sense of order and desirable environment for occupants, visitors, and the general community,
- b. preserves, respects and integrates existing natural features that contribute positively to the site and the historic character including historic resources of the area when relevant,
- c. is consistent with the context-based design criteria of the applicable zone district,
- d. provides harmonious transitions in scale, mass and character to adjacent land uses and land use designations,
- e. enhances living conditions on the site (if it includes residential uses) and in adjacent residential areas.

This finding can be made in the affirmative because the project provides specific design details such as matte color finishes, frosted glass parapets, green screens and landscaping that create appropriate transitions and sense of mass that complements its surrounding environment. The project's proposed lighting plan will not adversely affect the adjacent Baylands during business operations. The lighting plan also demonstrates that during off-business hours, the lighting intensity would be reduced by 50% in certain areas. The project is consistent with the context-based design criteria:

1. Pedestrian and Bicycle Environment

The design of new projects shall promote pedestrian walkability, a bicycle friendly environment, and connectivity through design elements

The project includes a multi-use path that provides a connection in the Baylands area. The path will include a rest area.

2. Street Building Facades

Street facades shall be designed to provide a strong relationship with the sidewalk and the street (s), to create an environment that supports and encourages pedestrian activity through design elements

The project includes improved design elements such as matte finish color, frosted glass parapets to limit light pollution, and green screens to provide transitions to the Baylands and break up building mass.

3. Massing and Setbacks

Buildings shall be designed to minimize massing and conform to proper setbacks

The project includes improved design elements that help with minimizing mass along Embarcadero and Bayshore Road.

4. Low Density Residential Transitions

Where new projects are built abutting existing lower scale residential development, care shall be taken to respect the scale and privacy of neighboring properties

The project does not abut lower scale residential development.

5. Project Open Space

Private and public open space shall be provided so that it is usable for the residents and visitors of the site

The project includes a multi-use path at the perimeter of the project site along the streets.

6. Parking Design

Parking shall be accommodated but shall not be allowed to overwhelm the character of the project or detract from the pedestrian environment

The project includes parking in above ground parking structures. There is some surface level parking available to customers.

7. Large Multi-Acre Sites

Large sites (over one acre) shall be designed so that street, block, and building patterns are consistent with those of the surrounding neighborhood

The project is consistent with surrounding development patterns with large setbacks.

8. Sustainability and Green Building Design

Project design and materials to achieve sustainability and green building design should be incorporated into the project

The project will be consistent with the City's Green Building Ordinance.

Finding #3: The design is of high aesthetic quality, using high quality, integrated materials and appropriate construction techniques, and incorporating textures, colors, and other details that are compatible with and enhance the surrounding area.

The project proposes a contemporary design using metal, stucco, glass and green screens. Colors are consistent with the retailer's brand and complements the Baylands and surrounding buildings using a matte finish. Materials are integrated into a building design that minimizes mass and provides transitions with surrounding development.

Finding #4: The design is functional, allowing for ease and safety of pedestrian and bicycle traffic and providing for elements that support the building's necessary operations (e.g. convenient vehicle access to property and utilities, appropriate arrangement and amount of open space and integrated signage, if applicable, etc.).

The project proposes a design that includes an internal merchandise stacking system that reduces the building's footprint. This reduces the need for a large surface parking area. The project proposes a multi-use path that provides a connection bicyclists in the Baylands area. This also creates the necessary buffer between the street and the project site.

Finding #5: The landscape design complements and enhances the building design and its surroundings, is appropriate to the site's functions, and utilizes to the extent practical, regional indigenous drought resistant plant material capable of providing desirable habitat that can be appropriately maintained.

Throughout the building and along the elevations, the landscape materials of the project take advantage of site constraints. The site includes an overhead utility easement where only trees with limited height are allowed. The project's landscape palette includes the appropriate amount of indigenous drought tolerate plants. The building's facades are covered in green screens where it interfaces with the Baylands. The project also includes off-site tree plants to provide better screening between the Audi building and the Baylands. Additional trees were added onsite between the Mercedes Benz building and Bayshore Road.

Finding #6: The project incorporates design principles that achieve sustainability in areas related to energy efficiency, water conservation, building materials, landscaping, and site planning.

Per the City of Palo Alto planning goals, the project incorporates design principles that achieve sustainability in areas related to energy efficiency, water conservation, building materials, landscaping, and site planning.

The systems proposed for the building will be designed to meet to energy performance criteria of California Title 24 for Mechanical, Lighting, and Building Envelope.

ATTACHMENT C
CONDITIONS OF APPROVAL
 1700 & 1730 Embarcadero Road
 19PLN-00291

PLANNING DIVISION

1. CONFORMANCE WITH PLANS. Construction and development shall conform to the approved plans entitled, "Mercedes Benz/Audi of Palo Alto, November 6, 2019" stamped as received by the City on November 6, 2019 on file with the Planning Department, 250 Hamilton Avenue, Palo Alto, California except as modified by these conditions of approval.
2. BUILDING PERMIT. Apply for a building permit and meet any and all conditions of the Planning, Fire, Public Works, and Building Departments.
3. BUILDING PERMIT PLAN SET. The ARB approval letter including all Department conditions of approval for the project shall be printed on the plans submitted for building permit.
4. PROJECT MODIFICATIONS: All modifications to the approved project shall be submitted for review and approval prior to construction. If during the Building Permit review and construction phase, the project is modified by the applicant, it is the responsibility of the applicant to contact the Planning Division/project planner directly to obtain approval of the project modification. It is the applicant's responsibility to highlight any proposed changes to the project and to bring it to the project planner's attention.
5. PROJECT EXPIRATION: The project approval shall be valid for through June 24, 2021 (*consistent with Record of Land Use Action 2019-09*). In the event a building permit(s), if applicable, is not secured for the project within the time limit specified above, the ARB approval shall expire and be of no further force or effect. Application for extension of this entitlement may be made prior to the one year expiration.
6. INDEMNITY: To the extent permitted by law, the Applicant shall indemnify and hold harmless the City, its City Council, its officers, employees and agents (the "indemnified parties") from and against any claim, action, or proceeding brought by a third party against the indemnified parties and the applicant to attack, set aside or void, any permit or approval authorized hereby for the Project, including (without limitation) reimbursing the City for its actual attorneys' fees and costs incurred in defense of the litigation. The City may, in its sole discretion, elect to defend any such action with attorneys of its own choice.
7. DEVELOPMENT IMPACT FEES: Estimated Development Impact Fees (\$3,834,694.42) plus the applicable public art fee, per PAMC 16.61.040, shall be paid prior to the issuance of the related building permit.

8. **IMPACT FEE 90-DAY PROTEST PERIOD.** California Government Code Section 66020 provides that a project applicant who desires to protest the fees, dedications, reservations, or other exactions imposed on a development project must initiate the protest at the time the development project is approved or conditionally approved or within ninety (90) days after the date that fees, dedications, reservations or exactions are imposed on the Project. Additionally, procedural requirements for protesting these development fees, dedications, reservations and exactions are set forth in Government Code Section 66020. IF YOU FAIL TO INITIATE A PROTEST WITHIN THE 90-DAY PERIOD OR FOLLOW THE PROTEST PROCEDURES DESCRIBED IN GOVERNMENT CODE SECTION 66020, YOU WILL BE BARRED FROM CHALLENGING THE VALIDITY OR REASONABLENESS OF THE FEES, DEDICATIONS, RESERVATIONS, AND EXACTIONS. If these requirements constitute fees, taxes, assessments, dedications, reservations, or other exactions as specified in Government Code Sections 66020(a) or 66021, this is to provide notification that, as of the date of this notice, the 90-day period has begun in which you may protest these requirements. This matter is subject to the California Code of Civil Procedures (CCP) Section 1094.5; the time by which judicial review must be sought is governed by CCP Section 1094.6.
9. **FINAL INSPECTION:** A Planning Division Final inspection will be required to determine substantial compliance with the approved plans prior to the scheduling of a Building Division final. Any revisions during the building process must be approved by Planning, including but not limited to; materials, landscaping and hard surface locations. Contact your Project Planner, Sheldon S. Ah Sing at sahsing@m-group.us to schedule this inspection.

TRANSPORTATION

10. Vehicle stop line at driveways shall be eight (8) feet behind the multi-use path. Add stop signs at each exit with signage indicating the multi-use path crossing. Applicant to work with City staff on exit signage text/graphics during advanced design phase.
11. The curb ramp at Embarcadero Road/East Bayshore Road shall be the full width of the multi-use path not including any side flares. The ramp shall connect seamless to the multi-use path with no obstructions.

PUBLIC WORKS URBAN FORESTRY

12. **TREE PROTECTION COMPLIANCE.** The owner and contractor shall implement all protection and inspection schedule measures, design recommendations and construction scheduling as stated in the TPR & Sheet T-1, and is subject to code compliance action pursuant to PAMC 8.10.080. The required protective fencing shall remain in place until final landscaping and inspection of the project. Project arborist approval must be obtained and documented in the monthly activity report sent to the City. The mandatory Contractor and Arborist Monthly Tree Activity Report shall be sent monthly to the City (pwps@cityofpaloalto.org) beginning with the initial verification approval, using the template in the Tree Technical Manual, Addendum 11.

13. **PLAN CHANGES.** Revisions and/or changes to plans before or during construction shall be reviewed and responded to by the (a) project site arborist, or (b) landscape architect with written letter of acceptance before submitting the revision to the Building Department for review by Planning, PW or Urban Forestry.
14. **TREE DAMAGE.** Tree Damage, Injury Mitigation and Inspections apply to Contractor. Reporting, injury mitigation measures and arborist inspection schedule (1-5) apply pursuant to TTM, Section 2.20-2.30. Contractor shall be responsible for the repair or replacement of any publicly owned or protected trees that are damaged during the course of construction, pursuant to Title 8 of the Palo Alto Municipal Code, and city Tree Technical Manual, Section 2.25.
15. **GENERAL.** The following general tree preservation measures apply to all trees to be retained: No storage of material, topsoil, vehicles or equipment shall be permitted within the tree enclosure area. The ground under and around the tree canopy area shall not be altered. Trees to be retained shall be irrigated, aerated and maintained as necessary to ensure survival.
16. **TREE PROTECTION VERIFICATION.** Prior to any site work verification from the contractor that the required protective fencing is in place shall be submitted to the Urban Forestry Section. The fencing shall contain required warning sign and remain in place until final inspection of the project.
17. **EXCAVATION RESTRICTIONS APPLY (TTM, Sec. 2.20 C & D).** Any approved grading, digging or trenching beneath a tree canopy shall be performed using 'air-spade' method as a preference, with manual hand shovel as a backup. For utility trenching, including sewer line, roots exposed with diameter of 1.5 inches and greater shall remain intact and not be damaged. If directional boring method is used to tunnel beneath roots, then Table 2-1, Trenching and Tunneling Distance, shall be printed on the final plans to be implemented by Contractor.
18. **PLAN SET REQUIREMENTS.** The final Plans submitted for building permit shall include the following information and notes on relevant plan sheets:
 - a. **SHEET T-1, BUILDING PERMIT.** The building permit plan set will include the City's full-sized, Sheet T-1 (Tree Protection-it's Part of the Plan!), available on the Development Center website at <http://www.cityofpaloalto.org/civicax/filebank/documents/31783>. The Applicant shall complete and sign the Tree Disclosure Statement and recognize the Project Arborist Tree Activity Inspection Schedule. Monthly reporting to Urban Forestry/Contractor is mandatory. (Insp. #1: applies to all projects; with tree preservation report: Insp. #1-7 applies)
 - b. **The Tree Preservation Report (TPR).** All sheets of the Applicant's TPR approved by the City for full implementation by Contractor, shall be printed on numbered Sheet T-1 (T-2, T-3, etc) and added to the sheet index.
 - c. **Plans to show protective tree fencing.** The Plan Set (esp. site, demolition, grading & drainage, foundation, irrigation, tree disposition, utility sheets, etc.) must delineate/show the correct configuration of Type I, Type II or Type III fencing around each Regulated Tree, using a bold

dashed line enclosing the Tree Protection Zone (Standard Dwg. #605, Sheet T-1; City Tree Technical Manual, Section 6.35-Site Plans); or by using the Project Arborist's unique diagram for each Tree Protection Zone enclosure.

19. STREET TREES. Prior to issuance of a building permit, the applicant or designee shall demonstrate that any street trees proposed for removal are replaced one-for-one with at least 24" box size and shall be drought tolerant. The applicant shall incorporate the street tree replacements into the overall replacement quantities and update the planting schedule accordingly.

ATTACHMENT D
ZONING COMPARISON TABLE
1700 & 1730 Embarcadero Road, 19PLN-00291

Table 1: COMPARISON WITH CHAPTER 18.16 (CS DISTRICT with AD Combining District) Exclusively Non-residential Development Standards			
Regulation	Required	Existing	Proposed
Minimum Site Area, width and depth	None	2.28 acres (MB) 2.54 acres (Audi)	2.28 acres (MB) 2.54 acres (Audi)
Minimum Front Yard	0-10 feet to create an 8-12 foot effective sidewalk width (1), (2), (8)	37 feet (MB) 18'-10" feet (Audi)	55'-5" (MB) 45'-7" (MB) to the canopy 18'-10" (Audi)
Rear Yard	None	154 feet (MB) 200 feet (Audi)	33'-9" (MB) 92'-8" (Audi)
Interior Side Yard	None	52 feet (MB) 48 feet/ 8 feet (Audi)	0 feet (MB) 31'-5" (Audi) Left 48'-6" (Audi) Right 5'-0" to carwash
Street Side Yard	None	87 feet (MB) Not Applicable (Audi)	83'-11" (MB)
Min. yard for lot lines abutting or opposite residential districts or residential PC districts	10 feet ⁽²⁾	Not Applicable	Not Applicable
Build-to-lines	50% of frontage built to setback Embarcadero Road 33% of side street built to setback on East Bayshore Road ⁽⁷⁾	Unknown	No Build-to proposed. Proposing DEE 83'-11" (MB) (Embarcadero) 47'-7" (MB) (Bayshore)
Max. Site Coverage	50%	20% (43,408 sf)	49% (58,487 SF) MB 46% (45,551 SF) Audi
Max. Building Height	50 ft or 35 ft within 150 ft. of a residential district (other than an RM-40 or PC zone) abutting or located within 50 feet of the site	30 feet (MB) 22 feet (Audi Service) 27'-6" (Audi Showroom)	36-43 feet to top of roof deck. 50 feet to top of elevator shaft
Max. Floor Area Ratio (FAR)	0.4:1 18.18.060(e) 0.2:1 Additional FAR for Automobile Dealership Showrooms on the first floor.	0.2:1 (43,408 sf)	0.45:1 Dealership 0.12:1 Showroom (MB) 0.36:1 Dealership 0.09:1 Showroom (Audi)

(1) No parking or loading space, whether required or optional, shall be located in the first 10 feet adjoining the street property line of any required yard.

(2) Any minimum front, street side, or interior yard shall be planted and maintained as a landscaped screen excluding areas required for access to the site. A solid wall or fence between 5 and 8 feet in height shall be constructed along any common interior lotline.

(6) The initial height and slope shall be identical to those of the most restrictive residential zone abutting the site line in question.

- (7) 25 foot driveway access permitted regardless of frontage, build-to requirement does not apply to CC district.
 (8) A 12 foot sidewalk width is required along El Camino Real frontage

Table 1: COMPARISON WITH CHAPTER 18.16 (CS DISTRICT) continued
 Exclusively Non-residential Development Standards

Topic	Requirement	Proposed
Hours of Operation (18.16.040 (b))	Shall be required to obtain a conditional use permit. The director may apply conditions of approval as are deemed necessary to assure compatibility with the nearby residentially	The proposed dealerships will operate between the hours of 6:00 am and 10:00 pm.
Outdoor Sales and Storage (18.16.040 (h))	Not Applicable because the site is proposed to be subject to the AD combining district	Not Applicable
Recycling Storage (18.16.040 (i))	Provide adequate and accessible recyclable collection.	Recycling will be provided in the rear of the building

18.16.080 Performance Standards. All development in the CS district shall comply with the performance criteria outlined in [Chapter 18.23](#) of the Zoning Ordinance, including all mixed use development

18.16.090 Context-Based Design Criteria. As further described in a separate attachment, development in a commercial district shall be responsible to its context and compatible with adjacent development, and shall promote the establishment of pedestrian oriented design.

Table 2: CONFORMANCE WITH CHAPTER 18.52 (Off-Street Parking and Loading)
 for Automobile Dealerships

Type	Required	Proposed at Audi (1730)	Proposed at Mercedes (1700 Embarcadero)
Vehicle Parking	Automobile Dealership: 1 space per 400 SF Automotive Display: 1 space per 500 SF Audi Dealership: 123.4 Display: 2.21 MB Dealership: 136.5 Display: 4.45 $103,984/400 = 260$ $3,330/500 = 6.66$ Total: 266.66	Surface: 23 2 nd Floor: 49 <u>Roof Deck: 128</u> 207 spaces	Surface: 18 2nd Floor: 59 <u>Roof Deck: 92</u> 169 spaces
Bicycle Parking	1/10 employees (Short- term) = $114/10 = 12$	7 spaces	8 spaces
Loading Space	30,000 – 69,000 sf = 2 spaces Audi: 2 spaces MB: 2 spaces Total: 4 spaces	2 spaces	2 spaces



ASSOCIATED TRANSPORTATION ENGINEERS

100 N. Hope Avenue, Suite 4, Santa Barbara, CA 93110 • (805) 687-4418 • FAX (805) 682-8509

Since 1978

Richard L. Pool P.E.
Scott A. Schell, AICP PTP

November 26, 2019

19085R01.RPT

Mr. Steve Presson
Real Estate Development
Holman Automotive, Inc.
911 NE 2nd Avenue
Fort Lauderdale, FL 33304

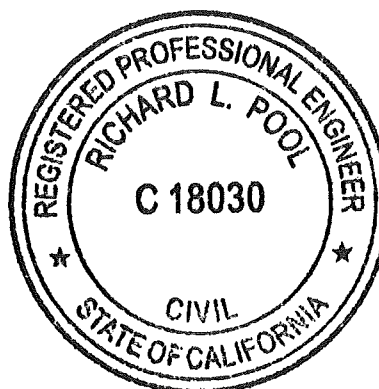
TRANSPORTATION DEMAND MANAGEMENT PLAN FOR THE MERCEDES-BENZ/AUDI OF PALO ALTO - PALO ALTO, CALIFORNIA

Associated Transportation Engineer's (ATE) has prepared the attached Transportation Demand Management (TDM) Plan for the Mercedes-Benz/Audi of Palo Alto Project at 1700/1730 Embarcadero Road which is currently planned for construction in the City of Palo Alto. The TDM plan was developed according to Palo Alto Municipal Code, Title 18, Chapter 18.52, Section 18.52.050 (3)(d). The TDM Plan utilizes information provided by the City of Palo Alto, as well as data presented in other trip reduction programs prepared for employers located in California.

Associated Transportation Engineers

By: Richard L. Pool, P.E.
President

RLP/DFN



Attachments: Mercedes-Benz/Audi of Palo Alto TDM Plan
VTA Bus/Rail Route Map
Embarcadero Shuttle Route/Schedule Map
VTA Regional Bikeways Map

MERCEDES-BENZ/AUDI OF PALO ALTO TRANSPORTATION DEMAND MANAGEMENT PLAN

Introduction

The following report outlines the Transportation Demand Management (TDM) Plan prepared for the Mercedes-Benz/Audi of Palo Alto Project in the City of Palo Alto. The components of the plan were developed based on the Trip Reduction guidelines provided by the City of Palo Alto, information from the Santa Clara Valley Transportation Authority (VTA) and 511 SF Bay. TDM measures which have been utilized successfully by others in California have also been incorporated in this plan. The TDM Plan has been designed to reduce the number of commuter trips by the employees who work at the site and to the extent possible dealership customer trips.

Project Description

The Project site is currently occupied by a vacant restaurant building at 1700 Embarcadero Road and the existing Audi dealership at 1730 Embarcadero Road. The Project would replace the vacant restaurant building and a portion of the existing Audi dealership with a new Mercedes-Benz dealership and an expanded Audi dealership. The Project days and hours of operation are as follows.

- Vehicle Service: Monday - Friday 7 AM to 7 PM
Saturday 8 AM to 5 PM
Closed Sunday
- Vehicle Sales: Monday - Friday 9 AM to 9 PM
Saturday 9 AM to 5 PM
Sunday 9 AM to 3 PM

TDM Trip Reduction Target

The City of Palo Alto has not formalized the TDM requirements, however the City of Palo Alto Comprehensive Plan 2030 and the City of Palo Alto Municipal Code discuss the need for businesses to reduce Single Occupant Vehicle (SOV) commute trips. The Comprehensive Plan identified a 20 percent trip reduction performance requirement for the Project given its location in the City of Palo Alto. Per the Municipal Code, the Project's trip reductions can be used to off-set traffic impact fees.

Trip Reduction Measures

The following TDM measures have been identified for implementation or incorporation into the site design for the Mercedes-Benz/Audi of Palo Alto Project.

Transit. The Palo Alto Transit Center located at 95 University Avenue is approximately 3 miles west of the Project site. The transit center is an intermodal transit center served by Caltrain, SamTrans, VTA local bus service, Dumbarton Express regional bus service, the Embarcadero Shuttle, the Crosstown Shuttle, and the Stanford University Marguerite Shuttle. The Project site is located along the Embarcadero Shuttle route. The Embarcadero Shuttle runs approximately every 15 minutes, Monday through Friday from the transit center to the Embarcadero/Baylands during commute hours (7 AM to 10 AM and 3:30 PM to 7 PM) and is coordinated with the Caltrain schedule. There is no weekend or holiday shuttle service.

The 511 SF Bay website provides online planning tools for public transit trips. The website provides transit trip planning for more than 30 transit agencies and finds scheduled departure times for transit stops throughout the region.

Carpooling. The site design includes parking spaces reserved for carpooling vehicles. The reserved carpool parking spaces are located in the parking structure. The Mercedes-Benz/Audi of Palo Alto will market the economic and environmental benefits of carpooling to all employees. The 511 SF Bay website provides carpooling resources for employers and employees.

Vanpooling. The site design includes parking spaces reserved for vanpooling. The reserved vanpool parking spaces are located in the parking structure. Vanpooling is particularly attractive for the long distance commuters. The Mercedes-Benz/Audi of Palo Alto may participate in the programs administered by local transit agencies, the City or the 511 SF Bay Area. The Mercedes-Benz/Audi of Palo Alto will market the economic and environmental benefits of vanpooling to all employees. The 511 SF Bay website provides vanpooling resources for employers and employees.

Electric Vehicles. The site design includes 17 charging stations for electric vehicles. The charging stations are located at grade (14) and in the parking structure (3). The Mercedes-Benz/Audi of Palo Alto will market the economic and environmental benefits of electric vehicles to all employees.

Drop-Off/Pick-Up Area. A drop-off and pick-up area will be established on-site. This area will be used by carpools and vanpools to load and unload passengers.

Bicycling. The site design will provide short-term and long-term bicycle storage (racks and lockers). The Mercedes-Benz/Audi of Palo Alto operation will also provide a bicycle loaner program for vehicle service customers. The Project has connections to the regional bicycle facilities (regional bikeways map is attached) along Embarcadero Road and East Bayshore Road and will incorporate a new multi-use (bikes and pedestrians) path on the property. A rest area

for pedestrians and cyclist adjacent to the multi-use path is incorporated in the site design. The existing bike lanes on roadways in the area surrounding the Project site will aid in promoting cycling. All buses on the VTA fixed route system are equipped with bike racks for two bicycles. The Mercedes-Benz/ Audi of Palo Alto will market the economic and environmental benefits of bicycling to all employees.

The 511 SF Bay website provides resources for cyclist and online planning tools for bicycle commuter trips including the following:

- Bike route maps
- Location of lockers
- How to take your bike on public transit
- How to ride safely in traffic
- Tips on commuting
- Tips on bike selection
- Links to bicycle organizations
- Bike to Work Day

On-Site Services. The inclusion of indoor and outdoor eating areas would act as an incentive for employees to stay on-site during the mid-day period, thus reducing the need for personal vehicles at work. The site design includes an employee break room/lounge which would be utilized as a lunch room.

TDM Information and Services

The provision of TDM information and materials to employees is of key importance in the success of a trip reduction program. The following measures will be implemented by the Mercedes-Benz/Audi of Palo Alto to promote utilization of alternative transportation modes.

TDM Coordinator. The Mercedes-Benz/Audi of Palo Alto will appoint a TDM Coordinator assigned to implement and monitor the TDM Plan. The TDM Coordinator will work with City staff to develop and administer the TDM Plan. The TDM Coordinator will be responsible for disseminating information and offering assistance to those employees wishing to participate in the various components of the TDM Plan. The TDM Coordinator will also be responsible for the 511 SF Bay (511.org) "Commuter Benefits Program" required of employers of more than 50 people.

Employee Transportation Information Center. The Mercedes-Benz/Audi of Palo Alto will develop an employee information center which will display marketing data for the TDM Plan, including:

- Current transit system maps and route schedules for the various VTA transit lines and the Embarcadero Shuttle which serve the site. Information regarding the Caltrain, SamTrans, Dumbarton Express regional bus service, the Crosstown Shuttle, and the Stanford University Marguerite Shuttle should also be posted.

- Rideshare promotional materials from 511RideMatch.
- Guaranteed ride arrangements.
- The regional bike route system for the area.
- A description of the preferential parking program for carpools and vanpools.
- A description of the monetary savings and environmental benefits generated by employees for transit use, carpooling/vanpooling, bicycling, and walking. This information will be posted on an employees bulletin board. And included with employee pay checks.

Transit Incentives. The Mercedes-Benz/Audi of Palo Alto will market the benefits of transit to all employees. Transit ridership is an important component in a TDM Plan. The Project site is located near the Palo Alto Transit Center and along the Embarcadero Shuttle route. The location and the proximity of shuttle stops near the Project site make transit an attractive alternative for employees. Maps illustrating the VTA bus/rail routes and the Embarcadero Shuttle route are attached.

Paid Time Off (PTO) Incentive. The Mercedes-Benz/Audi of Palo Alto will implement a PTO incentive to reduce employee SOV commute trips. The PTO program would reward employees that use public transit, carpool, vanpool and bike to work.

Rideshare Matching Services. The TDM Coordinator will develop an in-house ridematching service to assist employees who wish to carpool/vanpool. The TDM Coordinator will also assist employees in registering with the regional 511 SF ridesharing program (511Ridematch) which provide ridematching services for carpooling/vanpooling and guaranteed rides home.

Guaranteed Ride Home. In the event that an emergency or work requirement interferes with an employees normal alternative transportation arrangement, the Mercedes-Benz/Audi of Palo Alto will assist in providing a means to guarantee a free ride home. These services would include subsidized taxi rides, provision of a company car, or provision of a shuttle service.

New Employee Orientation. The TDM Coordinator will conduct an orientation meeting with new employees to review the alternative travel mode resources that are available through the TDM Plan. This measure will provide new employees with information on alternative travel options before they become accustomed to driving to work alone.

Personalized TDM Assistance. The TDM Coordinator will provide personal assistance to those employees requesting information on alternative transportation measures. The TDM Coordinator will assist in reviewing transit routes and schedules and how they match employee shifts, provide information on bike route locations, and assist employees in registering with the company's ridematching program as well as the regional ridesharing program.

Work Hours. Given the Monday - Friday hours of operation (7 AM to 7 PM for "Service" and 9 AM to 9 PM for "Sales"), many Mercedes-Benz/Audi of Palo Alto employee commute trips fall outside of the traditional peak hour periods (7 AM to 9 AM and 4 PM to 6 PM). The proposed work schedules shift many employee commute trips to the non-peak period hours.

Events. The Mercedes-Benz/Audi of Palo Alto will hold a TDM event each year.

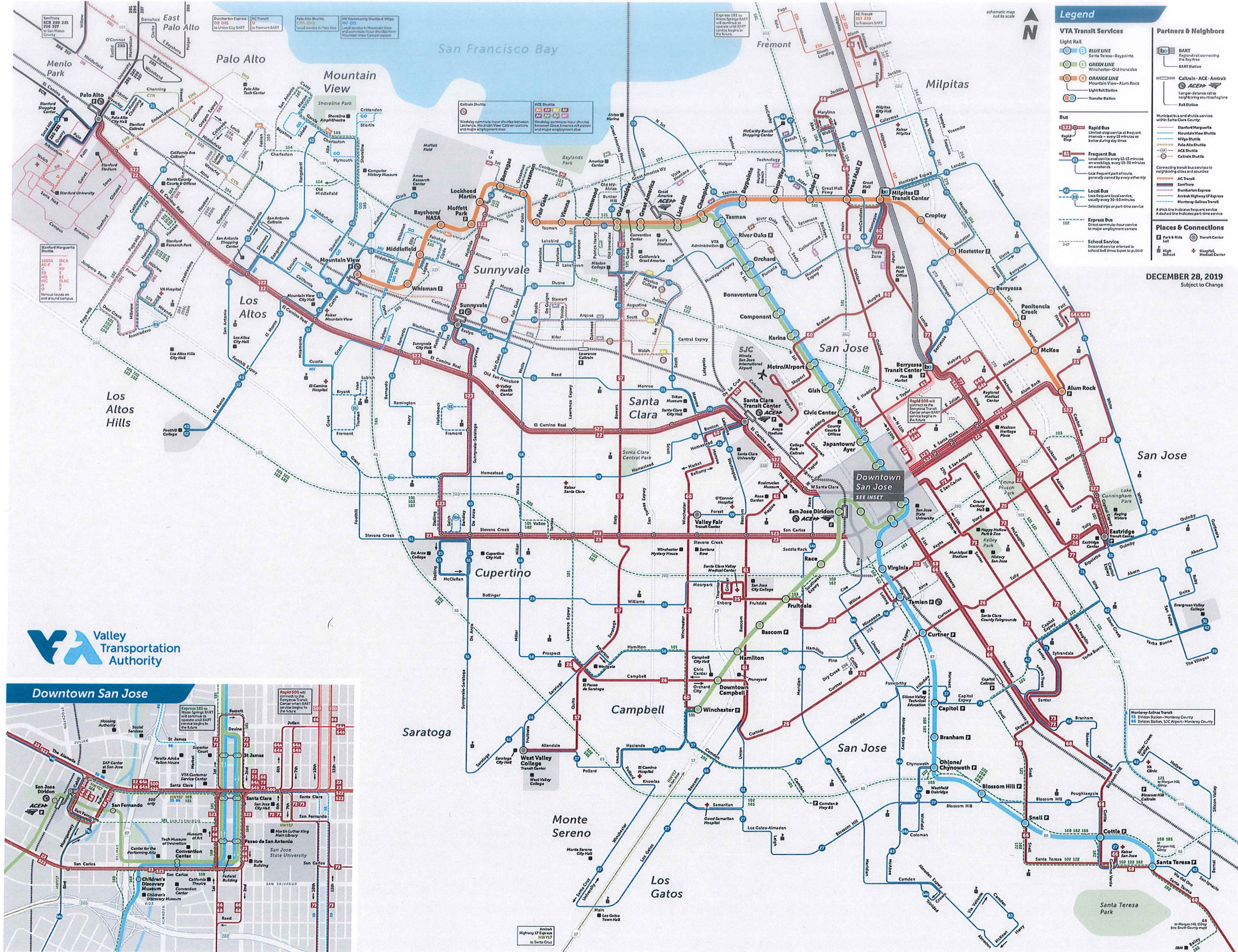
Monitoring and Review. The TDM Coordinator would monitor the effectiveness of the TDM Plan and participate in TDM status reporting to the City of Palo Alto. The TDM Coordinator would review the status of the plan with the City of Palo Alto and make adjustments to the plan components. Per the City Municipal Code Section 18.52.050(d)(3), monitoring reports shall be submitted to the Planning Director two years after building occupancy and again every year thereafter, noting the effectiveness of the proposed trip reduction measures as compared to the initial performance targets and implementing modifications if necessary to improved trip reductions and/or enhance parking.

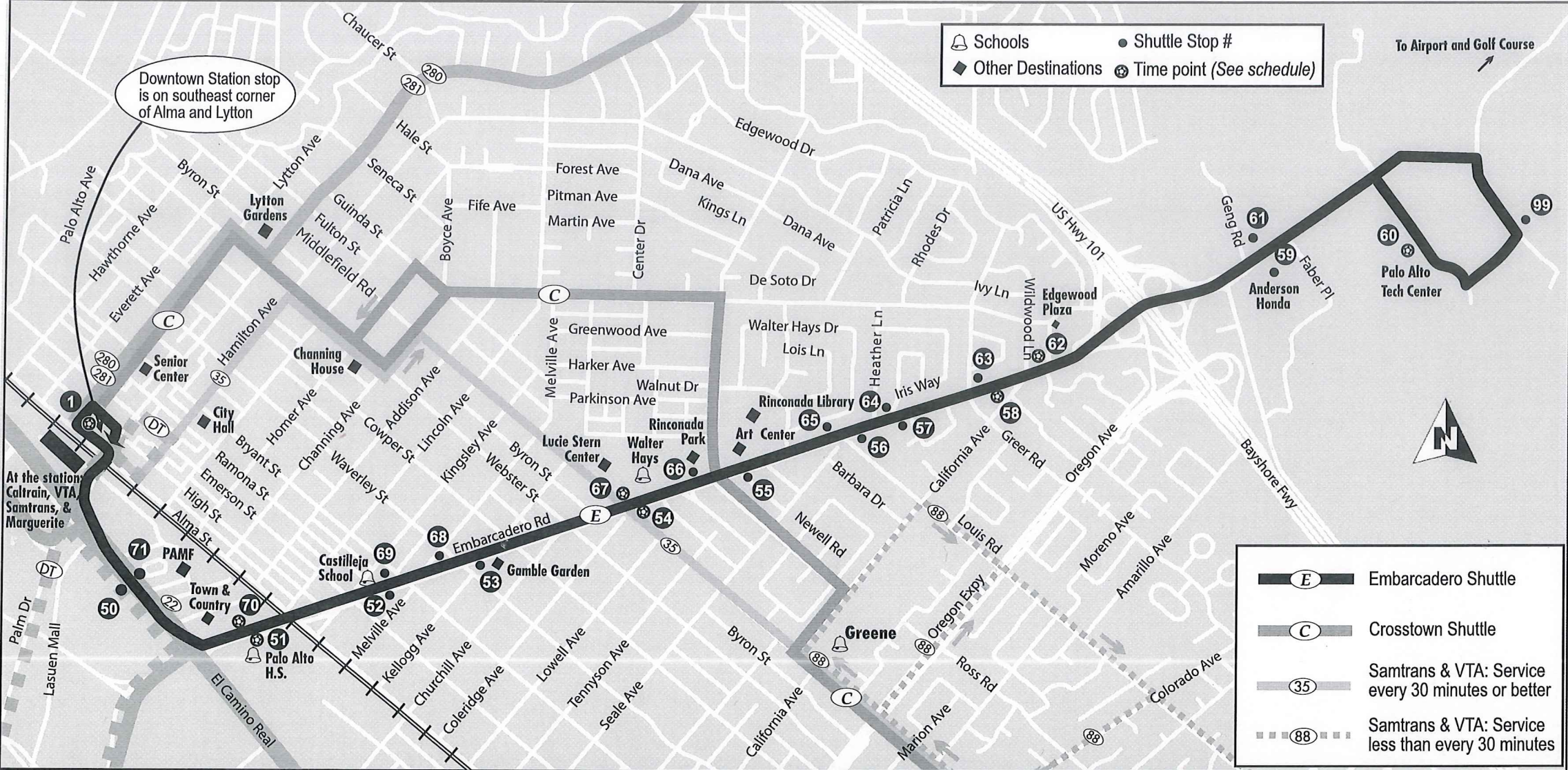
The Project is required to conduct driveway counts. The counts shall be prepared by a professional independent third party consultant. The driveway counts and resulting data shall be submitted to the City. The monitoring activities shall include driveway counts to determine the Project daily and peak hour vehicle trip generation by methods consistent with the most current Institute of Transportation Engineers (ITE), Trip Generation.

A 5-day commute survey will be engaged each year to evaluate and ensure the effectiveness of the TDM measures. Survey data can be used to focus TDM marketing and the efforts of the TDM Coordinator to maintain the Project's commitment to reduce vehicle trips at the site.

The TDM Coordinator shall prepare and submit to the City an annual report summarizing the results of the yearly commute survey, the trip generation counts, parking management plan and TDM Plan activities, for the previous calendar year. The report will also include descriptions of any new or modified programs to be introduced in the next year if the minimum 20 percent trip reduction goal is not achieved through the measures and programs initially implemented. If necessary, modifications to the TDM Plan will be proposed to meet the target trip reduction performance.

■ ■ ■





Embarcadero Shuttle

EFFECTIVE APRIL 1, 2019

WELCOME TO PALO ALTO'S FREE SHUTTLE

The Embarcadero Shuttle runs weekdays at commute hours. It is coordinated with the Caltrain schedule, allowing Palo Alto residents and employees to leave their cars at home. It serves employers in the East Bayshore area, residents in the Embarcadero Road corridor, students at Palo Alto High, and employees and patients of the Palo Alto Medical Foundation.

The Crosstown Shuttle connects residential neighborhoods, senior residences and services, libraries, recreation centers, commercial districts and Caltrain. See separate Crosstown brochure for details.

HOW TO RIDE THE SHUTTLE

The Palo Alto Shuttle is free and open to everyone. Shuttle stops are marked with a "Palo Alto Shuttle" sign, a sticker on a regular VTA bus stop sign or a "Shuttle" decal on a stop sign pole. Shuttle stops are marked on the map above. Please stand at one of these locations. When you see the shuttle coming, wave at the driver to indicate you want a free ride.

When you get on the shuttle, tell the driver where you want to be let off. It is helpful to remind the driver just before you reach your stop by saying, "Next stop, please!"

CONNECTIONS
The Station shuttle stop (Lytton & Alma) also serves the downtown Palo Alto Caltrain station and transit center. For more information on transit schedules, visit www.511.org or call:

- Caltrain.....800-660-4287
- VTA.....800-894-9908
- SamTrans.....800-660-4287
- Stanford Marguerite650-723-9362
- Dumbarton Express.....510-453-6043
- Menlo Park Shuttle.....650-330-6770

ACCESSIBILITY
All shuttles are wheelchair accessible. Wheelchairs must have a working brake system. All riders are asked to yield seats at the front of the bus to riders with mobility limitations. Shuttles are also equipped with bicycle racks on the exterior of the vehicle and can accommodate up to two conventional bicycles.

THANKS TO OUR PARTNERS!
Shuttle service to Caltrain is funded by the Bay Area Air Quality Management District Transportation Fund for Clean Air, the Peninsula Corridor Joint Powers Board, and the City of Palo Alto.



We like comments and questions!
Contact: City of Palo Alto Transportation
Write: 250 Hamilton Avenue
Palo Alto, CA 94303
Call: 650-329-2520
Web: www.cityofpaloalto.org/shuttle
Email: shuttle@cityofpaloalto.org

MORNING COMMUTE SERVICE

Stop #1	Stop #51	Stop #54	Stop #58	Stop #60	Stop #62	Stop #67	Stop #70	Stop #1
Palo Alto Station	PA High School	Middlefield/Embarcadero	N. California/Embarcadero	Palo Alto Tech Center	N. California/Embarcadero	Middlefield/Embarcadero	PA High School	Palo Alto Station
***	***	***	***	***	6:45	6:48	6:50	6:59
7:00	7:06	7:08	7:11	7:15	7:23	7:26	7:29	7:36
7:28	7:33	7:35	7:39	7:43	7:52	7:58	8:03	8:15
7:46	7:54	7:57	8:01	8:06	8:17	8:22	8:27	8:38
8:28	8:34	8:38	8:41	8:46	8:54	8:56	8:58	9:08
8:40	8:45	8:48	8:51	8:55	9:06	9:08	9:10	9:27
9:21	9:26	9:29	9:32	9:36	9:44	9:47	9:50	9:58
9:58	10:03	10:05	10:07	10:11	10:16	10:20	10:23	10:26

AFTERNOON COMMUTE SERVICE

Stop #1	Stop #51	Stop #54	Stop #58	Stop #60	Stop #62	Stop #67	Stop #70	Stop #1
Palo Alto Station	PA High School	Middlefield/Embarcadero	N. California/Embarcadero	Palo Alto Tech Center	N. California/Embarcadero	Middlefield/Embarcadero	PA High School	Palo Alto Station
3:15	3:21	3:25	3:28	3:34	3:39	3:41	3:44	3:53
3:41	3:47	3:51	3:54	3:59	4:05	4:08	4:11	4:20
3:53	3:59	4:03	4:07	4:12	4:20	4:23	4:25	4:34
4:27	4:34	4:37	4:41	4:46	4:55	4:58	5:01	5:10
4:40	4:47	4:50	4:54	4:59	5:08	5:11	5:14	5:23
5:27	5:35	5:39	5:42	5:49	5:54	5:57	6:01	6:10
5:51	5:59	6:02	6:05	6:11	6:18	6:21	6:24	6:33
6:14	6:21	6:24	6:27	6:33	6:40	6:42	6:45	6:54
6:56	7:02	7:05	7:08	7:14	***	***	***	***

MORNING TRAINS

Northbound

6:38 7:13 7:22 7:38 8:22 8:28

9:14 9:47 10:23 10:47

Southbound

6:54 7:14 7:21 7:37 7:52 8:21

8:33 8:52 9:14 9:21 9:33 10:34

EVENING TRAINS

Northbound

2:56 3:47 4:15 4:33 4:44 5:20

5:31 5:42 6:07 6:20 6:42 7:02

Southbound

3:00 3:34 4:04 4:28 4:47 5:17

5:45 5:56 6:06 6:17 6:45 7:06

DAYS OF OPERATIONS

No service on weekends or these holidays:
New Year's Day, President's Day, Memorial Day,
Independence Day, Labor Day, Thanksgiving
Thursday and Friday, Christmas Day.

RULES OF THE ROAD



No smoking



Silence radios and electronics



No food or drink



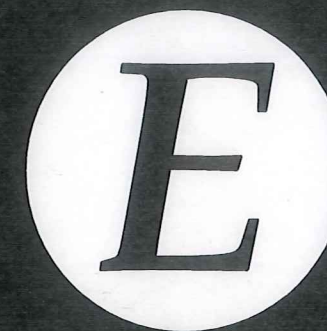
No pets/animals except service animals and animals in carriers

Shuttle drivers reserve the right to refuse service to anyone when they determine that the safety or comfort of passengers is threatened..

The stops listed in the schedule are called "time points," and they are shown by a ⚡ on the route map. To determine departure times for your shuttle stop, find the time point on the route map nearest to your stop and estimate the time difference.

Only some stops are listed on the schedule. For a complete listing of all route stops, see the map on the other side.

Embarcadero Shuttle

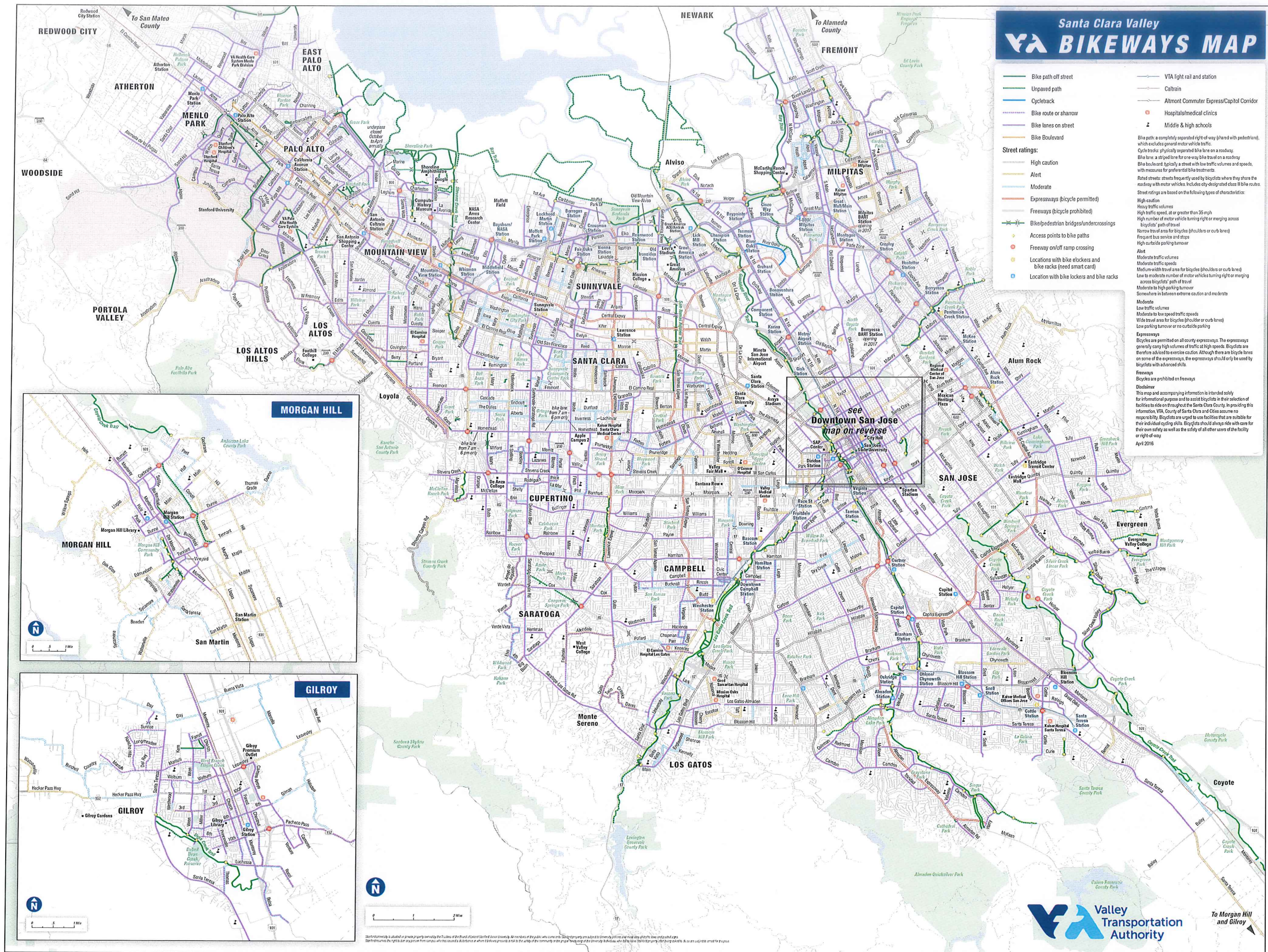


FREE SHUTTLE SERVICE



CITY OF
PALO ALTO

EFFECTIVE
APRIL 1, 2019



County of Santa Clara Airport Land Use Commission



DATE: May 22, 2019, Regular Meeting
TIME: 6:00 PM
PLACE: Conference Room 157
 County Government Center – 70 W. Hedding Street, 1st Floor
 San Jose, CA 95110

MINUTES

Opening

1. Call to Order/Roll Call.

Vice Chairperson Barragan called the meeting to order at 6:05 p.m. A quorum was present.

Attendee Name	Title	Status	Arrived
Walter Windus	Commissioner - Seat 1	Late	6:11 PM
Diego Barragan	Vice Chairperson - Seat 2	Present	
E. Ronald Blake	Commissioner - Seat 3	Present	
Paul Donahue	Chairperson - Seat 4	Absent	
Jamil Shaikh	Proxy Commissioner - Seat 4	Absent	
Lisa Matichak	Commissioner - Seat 6	Present	
Glenn Hendricks	Commissioner - Seat 7	Present	

2. Public Comment.

No public comments were received.

Regular Agenda - Items for Discussion

3. Approve minutes of the March 27, 2019 Regular Meeting.

3 RESULT: APPROVED [4 TO 0]
MOVER: Glenn Hendricks, Commissioner - Seat 7
SECONDER: Lisa Matichak, Commissioner - Seat 6
AYES: Barragan, Blake, Matichak, Hendricks
ABSENT: Windus, Donahue

4. Consider Referral from the City of San Jose for a Zoning Amendment to Title 20 of the City of San Jose Zoning Code affecting San Jose International and Reid-Hillview Airports to allow uses and permit requirements for a wide variety of uses throughout the Open Space/Agriculture, Residential, Commercial, Industrial, and Downtown Zoning Districts. (ID# 96707)

Possible action:

- a. Find the Zoning Amendment consistent with the policies contained within the San Jose International Airport (SJC) and Reid-Hillview Airport (RHV) Comprehensive Land Use Plans (CLUPs).

OR

- b. Find the Zoning Amendment inconsistent with the policies contained within the SJC and RHV CLUPs.

Mark Connolly, Planner, Department of Planning and Development, reported that the rezoning affects lands in the Airport Influence Areas (AIAs) of RHV and SJC and highlighted the proposed uses from the written report that would have aviation impacts including light-medium manufacturing and assembly, which is a new category. He further stated that staff suggests that light-medium manufacturing and assembly not be a permitted use and adding language that requires an impact evaluation.

Commissioner Windus took his seat at 6:11 p.m.

Mr. Connolly further highlighted the fuel service or charging station use and noted that staff suggests adding CLUP policy S4 language to the rezoning language; outdoor and indoor theater or auditorium uses and noted that staff suggests adding language that this use may not be allowed in safety zones, or noise contours, and may not be a discretionary land use; certified farmers' market which would change to permitted use and noted that staff suggests removing this use from permitted classification and instead list it as a conditional or special permit to require review; post secondary school use to change public and quasi-public from special use to permitted use and noted that staff suggests that this maintain a special use permit allowance; botanical conservatories use to change to special use permit and noted that staff suggests language to restrict development in Inner and Turning Safety Zones; elementary and secondary public school to change to permitted use and noted that staff suggests classification continue as special use permit; and, indoor and outdoor theater or auditorium (other than movie theater) uses to change to be added to Downtown districts as permitted uses and noted that staff suggests they continue as special use permit.

Mr. Connolly referred to a letter from the City of San Jose dated May 22, 2019 which adds retail bakery, retail and instructional art studio as uses and noted that staff recommends including these uses be included in the de minimis category. He further noted that post secondary school and elementary/secondary school uses have been removed from the scope of work. Finally, Mr. Connolly clarified that the only modified use indicated in the letter with potential aviation impacts is the fuel service station use for which a note will be included that use is subject to CLUP safety regulations.

Discussion ensued relating to the need for project-specific plans to be reviewed for the manufacturing and light assembly use; the need to protect boarded animals from aviation impacts; Guadalupe River Park's current light industrial zoning designation;

Airport Land Use Commission as the discretionary decision maker only for site development permit applications that include zoning; and, the possibility of defining recommendations for specific parcels that are in an Inner Safety Zone, Turning Safety, Sideline Safety Zone, or in a 70 to 75 decibel noise contour.

Martina Davis, Supervising Planner, City of San Jose, clarified that both light and medium manufacturing uses are currently listed separately and are both permitted uses; and, that the request is to combine those two uses into one.

Commissioner Hendricks expressed the need to include a requirement that all use cases for which the City is the discretionary decision maker, if the use does not conform to Policy S7 of the SJC CLUP, it must come to the ALUC for a consistency determination. Mr. Connolly noted that the noise policies in the CLUP states that in a manufacturing designated zone, noise levels are generally acceptable up to 75 decibels and conditionally acceptable up to 85 decibels.

Discussion ensued relating to potential density and noise concerns with indoor and outdoor theater use.

Approved finding the Zoning Amendment consistent with the policies contained within the SJC and RHV CLUPs as amended to include Department of Planning and Development staff recommendations as noted in the report, with a clarification that all use cases in the report indicating "Will be a Permitted use in AUA" should also indicate that they are not located within any AIA, including changes and comments listed on the letter from the City of San Jose dated May 22, 2019, with the addition of a requirement that all project specific development for light manufacturing/assembly, fuel service, and theater/auditorium uses located within Inner Safety Zones, Turning Safety Zones, or Sideline Safety Zones come to the ALUC for a consistency determination.

4 RESULT:	APPROVED AS AMENDED [5 TO 0]
MOVER:	Glenn Hendricks, Commissioner - Seat 7
SECONDER:	Lisa Matichak, Commissioner - Seat 6
AYES:	Windus, Barragan, Blake, Matichak, Hendricks
ABSENT:	Donahue

5. Consider Planned Development Zoning from A(PD) Planned Development Zoning District to a new A(PD) Planned Development Zoning District to allow four 65-foot field lights on a 17.64 gross acre site, located at the west side of Stockton Avenue, southeast of the intersection of Emory and Laurel Streets and The site is located within the Airport Influence Area of San Jose International Airport (SJC). (ID# 96768)

Possible action:

- a. Find the rezoning request consistent with the ALUC noise, height and safety policies for San Jose, as defined in the SJC Comprehensive Land Use Plan (CLUP).

OR

- b. Find the rezoning request inconsistent with the ALUC noise, height and safety policies for San Jose, as defined in the SJC CLUP.

Mr. Connolly reported that the request is for installing lights in the north field at Bellarmine Preparatory School in San Jose and noted that potential aviation land use impact is minimal. He further noted that a No Hazard Determination from the Federal Aviation Administration (FAA) is currently pending.

Regarding height, Mr. Connolly reported that the site lies beneath the 212 Above Mean Sea Level (AMSL) surface limit, with the plan indicating the lights will be 65 feet tall and the elevation at approximately 78 feet ASML, for a total height of 142 feet AMSL. He further noted that the project would be consistent with height policies.

Regarding safety and noise, Mr. Connolly reported that the subject site is outside of all of the CLUP safety zones and noise contours, and would therefore be consistent with those policies.

Finally, Mr. Connolly reported that there is no need to add an Avigation Easement as the school's current one is sufficient.

In response to an inquiry relating to a possible requirement for downward shrouded lighting, Mr. Connolly stated that staff determined that would not be necessary as the site is not located in a flight pattern.

Discussion ensued relating to past aviation issues with lighted screens at stadiums and the possibility to reference in the motion Policy G7 of the CLUP regarding exterior lighting conditions.

Cary Greene, Airport Planner, SJC, stated that SJC has no concerns relating to this project.

Approved finding the rezoning request consistent with the ALUC noise, height, and safety policies for San Jose, as defined in the SJC CLUP.

5 RESULT: APPROVED [5 TO 0]

MOVER: Walter Windus, Commissioner - Seat 1

SECONDER: Glenn Hendricks, Commissioner - Seat 7

AYES: Windus, Barragan, Blake, Matichak, Hendricks

ABSENT: Donahue

- 6. Consider Referral from the City of Palo Alto to Rezone a parcel at 1730 Embarcadero from Planned Community (PC) to Commercial Service with a Design Review Overlay CS(D) and Automobile Dealership (AD) and to apply an overlay rezoning of Automobile Dealership (AD) at 1700 Embarcadero Road., within the Palo Alto Airport Influence Area. (ID# 96787)**

Possible action:

- a. Find the rezoning consistent with the policies contained within the Palo Alto Airport Comprehensive Land Use Plan (CLUP).

OR

- b. Find the rezoning inconsistent with the policies contained within the Palo Alto CLUP.

Mr. Connolly reported that the project involves demolishing and repurposing the former site and that two parcels would be rezoned as commercial service designation with an auto dealership overlay. He further noted that the rezoning has no conflict with any safety or noise policies.

Regarding height, Mr. Connolly reported that the site lies beneath the 154 AMSL surface limit, with the tallest building at 50 feet tall and the elevation at approximately 30 feet ASML, for a total height of 80 feet AMSL. He further noted that the project would be consistent with height policies, however crane usage will require a permit from the FAA.

Finally, Mr. Connolly reported that staff recommends the requirement of an aviation easement dedicated to the City of Palo Alto on behalf of the applicant.

Approved as amended to find the rezoning consistent with the policies contained within the Palo Alto Airport CLUP with the condition that an aviation easement be dedicated to the Palo Alto Airport on behalf of the applicant.

6 RESULT:	APPROVED AS AMENDED [5 TO 0]
MOVER:	E. Ronald Blake, Commissioner - Seat 3
SECONDER:	Diego Barragan, Vice Chairperson - Seat 2
AYES:	Windus, Barragan, Blake, Matichak, Hendricks
ABSENT:	Donahue

7. Discuss and approve forwarding a request to the Board of Supervisors for an exemption to the frequency of regular meetings under Category 1 of Board Policy 3.69, to allow a monthly meeting schedule for the Airport Land Use Commission, on an ongoing basis. (ID# 96202)

The Deputy Clerk provided an overview of Ordinance Code A6-3 that limits the number of County Boards and Commissions meetings to once every two months and Board Policy 3.69 which provides an option to request an exemption to allow monthly meetings for Commissions that qualify. She further noted that the exemption request was reviewed by County Counsel and that following approval, the request will be forwarded to the Board of Supervisors.

7 RESULT: APPROVED [5 TO 0]**MOVER:** Walter Windus, Commissioner - Seat 1**SECONDER:** Glenn Hendricks, Commissioner - Seat 7**AYES:** Windus, Barragan, Blake, Matichak, Hendricks**ABSENT:** Donahue**8. Receive verbal report from the Department of Planning and Development relating to the status of the implementation of the 2018 Comprehensive Land Use Plan amendments. (Mark Connolly)**

Mr. Connolly reported that implementation of the CLUP amendments that were approved in December 2018 is ongoing and that he will inform the Commissioners when the updated CLUPs are online.

8 RESULT: RECEIVED**9. Receive verbal report from the Department of Planning and Development relating to the status of the Hope Village homeless encampment. (Mark Connolly)**

Mr. Connolly reported that Hope Village has vacated from its temporary location in the Guadalupe River area in San Jose and noted that this matter no longer warrants consideration.

9 RESULT: RECEIVED**10. Receive verbal report from the Department of Planning and Development relating to proposed Diridon Station and Downtown Core development in San Jose. (Mark Connolly)**

Mr. Connolly reported that he is unaware of any development agreements made thus far.

In response to an inquiry by Vice Chairperson Barragan, Mr. Greene stated that plans for Adobe North Tower in San Jose are currently pending a No Hazard Determination from the FAA.

10 RESULT: RECEIVED**11. Receive report from Chairperson relating to Commission activities. (Paul Donahue)**

No report was received.

12. Receive report from the Department of Planning and Development. (Mark Connolly)

No report was received.

13. Receive report from Airport Planner, San Jose International Airport. (Cary Greene)

Mr. Greene reported that preparation of an Environmental Impact Report is currently underway for the proposed amendment to the Airport Master Plan and that the FAA is currently reviewing airport layout changes. He further advised of plans for SJC to construct a temporary expansion to Terminal B which is expected to be completed in June 2019.

Discussion ensued relating to the impact of the increase of air operations and the improvement for passengers as a result of the Terminal B expansion.

Commissioner Hendricks requested that Mr. Greene provide a report to the Commissioners which includes airport operations and projections over the past two years.

In response to an inquiry by Commissioner Windus, Mr. Greene advised of the master plan's minor changes to Runway 12R/30L and 12L/30R to conform with the latest FAA standards.

In response to an inquiry by Commissioner Blake, Mr. Greene advised of planned construction to build a fire station on the west side of the airport field.

13 RESULT: RECEIVED

14. Receive report from Director of County Airports. (Eric Peterson)

Ken Betts, Assistant Director of County Airports, reported that relating to the future of RHV, current leases for Fixed Base Operators expire at the end of 2022 and that previous grants expire in 2031 and advised of plans to extend the leases to 2031, which will be presented to the Board of Supervisors (BOS) in September 2019. He further reported that phase one of the lead study indicates no ground contamination and that a study of lead in the air is underway. Mr. Betts reported that on May 21, 2019, the BOS approved engaging services of a consultant to study concepts for reuse of the airport and that a funding source will be identified in the near future. Finally, Mr. Betts advised of the new baseball field lights at the end of the RHV runway as a potential aviation issue as reflectors are installed on the light posts.

Mr. Connolly noted that when the plans to construct the baseball field came to the ALUC, it was determined consistent with the condition that the lights are downward shrouded.

In response to an inquiry by Commissioner Hendricks, Mr. Betts discussed the County's ownership of the RHV property and the legal process necessary to compensate for FAA's investment in the land.

Discussion ensued relating to possible grant money for San Martin Airport and possible uses for the funding.

14 RESULT: RECEIVED**15. Receive report from Moffett Federal Airfield representative. (David Satterfield)**

Mr. Connolly stated that David Satterfield, Chief, Aircraft Maintenance, NASA Ames Research Center, is currently attending a conference in Reno, Nevada relating to a NASA study regarding the issue of drones occupying airspace. Discussion ensued relating to future drone regulations.

15 RESULT: RECEIVED**16. Receive report relating to Palo Alto Airport. (Mark Connolly)**

Mr. Connolly advised of upcoming plans to meet with Andy Swanson, Airport Manager, Palo Alto Airport.

16 RESULT: RECEIVED**Announcements****17. Announcements and correspondence:**

a. Commissioners' announcements.

Commissioner Hendricks announced that the County of Santa Clara and County of Santa Cruz established an airport round table and expressed the desire for representation from San Jose.

b. There is currently one vacancy on the Commission. For internet access to the vacancies list and applications, please visit <http://www.sccgov.org/sites/bos/bnc>.

c. The County of Santa Clara provides reimbursement to appointed Commissioners for family care expenses incurred during the time spent performing their official County duties. For additional information please contact the Office of the Clerk of the Board at (408) 299-5001.

Adjourn**18. Adjourn to the next regular meeting on Wednesday, June 26, 2019 at 6:00 p.m. in Room 157, County Government Center, 70 W. Hedding Street, San Jose.**

Vice Chairperson Barragan adjourned the meeting at 8:10 p.m.

Respectfully submitted,

Jean Anton

Deputy Clerk



CITY OF PALO ALTO CITY COUNCIL FINAL MINUTES

Special
Meeting June
24, 2019

The City Council of the City of Palo Alto met on this date in the Council Chambers at 5:06 P.M.

Present: Cormack, DuBois, Filseth, Fine, Kniss, Kou,

Tanaka Absent:

35. PUBLIC HEARING / QUASI-JUDICIAL. 1700 & 1730 Embarcadero Road [18PLN-00186]: Request for a Zoning Map Amendment, Site and Design Review and Design Enhancement Exception to Allow the Demolition of an Existing 18,000 Square Foot Vacant Restaurant Building and a 15,700 Square Foot Audi Service Building, and Construction of two new Automobile Dealerships Totaling 84,900 Square Feet. The Zoning Map Amendment Would Change the Zoning Designation From CS(D) and PC to CS(D)(AD) for Both Parcels. Environmental Assessment: Adoption of a Mitigated Negative Declaration, Including a Mitigation Monitoring and Reporting Program. The Planning and Transportation Commission Reviewed and Made a Recommendation for Approval on March 27, 2019.

Council Member Cormack disclosed she met one of the project's architect's on a bird tour where she viewed a sample of bird-safe glazing. She and the architect did not discuss the project.

Council Member DuBois disclosed he discussed the project with Karen Holman and Jeff Levinsky and had visited the site.

Council Member Kniss disclosed she visited the site a couple of times and discussed the project with no one of note.

Mayor Filseth disclosed he visited the site and spoken with Karen Holman, Jeff Levinsky, and members of the Planning and Transportation Commission (PTC) and Architectural Review Board (ARB).

Vice Mayor Fine disclosed that he occasionally passed the site.

Council Member Kou disclosed she visited the site and spoke with Karen Holman and Jeff Levinsky.

Council Member Tanaka disclosed he visited the site. While he had received many calls regarding the project, he did not speak with anyone about the project.

Jonathan Lait, Director of Planning and Development Services reported the project included two properties. The proposed Mercedes dealership would be located at the corner of East Bayshore Road and Embarcadero Road, which was 1700 Embarcadero Road. 1700 Embarcadero Road and the adjacent site were previously zoned Light Manufacturing (LM), which was approximately equivalent to Research, Office and Limited Manufacturing (ROLM) zoning. The zoning was changed to Planned Community (PC) and subsequently to Commercial Service (CS) with a Site and Design Review (D) overlay. Approximately three years ago, the City Council reviewed an application for a different Mercedes dealership at the location and commented regarding the height, floor area, the Baylands Master Plan and additional refinements. The current zoning for the property was CS(D). The Comprehensive Plan contained a Land Use Designation for the property that matched CS. An Audi dealership was located on the adjacent Embarcadero Road property, which was originally zoned LM. Audi received PC zoning for the property and subsequently an amendment to the PC zoning to apply the Automobile Dealership (AD) overlay. More recently, the Audi dealership received administrative approvals to expand the showroom. The combined properties totaled approximately 5 acres. The total gross floor area as defined by the Municipal Code was approximately 100,000 square feet. The proposed building's height was mostly 43 feet and below; however, some areas of the building for stairs and elevator equipment extended to a height of 50 feet. The applicant proposed 369 parking spaces. The applicant sought to add the AD Combining District to the corner property and to change the PC zoning to CS(D)(AD) zoning for the adjacent property. With these changes, the two properties had consistent zoning. Site and Design Review was required because of the D overlay. The project included a Design Enhancement Exception (DEE) for relief from the City's build-to line requirement. A large utility easement on the property precluded compliance with the build-to line requirement. In reviewing the project, the ARB recommended modification of building colors. The application did not include signage, and signage required a separate approval. Staff worked with a consultant to prepare a Mitigated Negative Declaration (MND) that identified a number of significant impacts. All of the impacts were able to be mitigated. The PTC reviewed the project on March 27, 2019 and commented regarding the size and mass of the building, compliance with the Baylands Master Plan, and the appropriateness of the zoning. The PTC included a number of conditions related to migrating birds and light levels in its recommendation.

The ARB held three hearings on the project. In the first two hearings, ARB comments related to building mass, colors and materials, and concern about the Baylands area. In the third hearing, ARB comments related to colors and materials, street trees, the curb ramp at the corner, the green screen and perimeter landscaping. Public comments raised concerns about the determination of floor area, size and mass, the appropriate Land Use Designation, tree removal, height, noise, and compatibility with the Baylands Master Plan. An At-Places Memorandum clarified the floor area issue. The correct total gross floor area was closer to 103,000 square feet. The total gross floor area was less than the allowed gross floor area. The Municipal Code stipulated parking facilities that served a permitted or conditional use were exempt from floor area. Two parking facilities, one on each property, provided customer and employee parking, and the second level of each parking facility was exempt from floor area.

Mayor Filseth noted the numbers in the floor area chart did not add up correctly.

Mr. Lait clarified that the exempt floor area of 121,000 square feet was incorrect. Staff believed an area containing approximately 2,000 square feet needed to be deducted from the overall project square footage. The vaulted portion of the Mercedes dealership contained a puzzle lift for storage of new car inventory. Based on definitions provided in the Municipal Code, the areas with the lifts were not considered floors of the building.

Mayor Filseth asked if the explanation of the lift areas related to Mr. Levinsky's comments.

Mr. Lait replied yes. Staff agreed that at least one level of the lift area needed to count toward floor area. This issue was able to be addressed without substantively affecting the overall design of the building.

Council Member DuBois inquired whether this issue would increase the total gross floor area from 103,000 square feet to 105,000 square feet.

Mr. Lait answered yes. The applicant was aware of the issue. The proposed office space in the Mercedes dealership was able to be converted to a showroom space to address the floor area discrepancy. The multiuse path was an important connection for the City and served a number of users. It was to be located on both private and public property and required the removal of some mature trees. The trees were located within an easement, which limited the height of vegetation to 15 feet. The project's compliance with the Baylands Master Plan was considered throughout the review process. The project needed additional work to attain consistency with the Baylands Master Plan, and that work was identified in the conditions of approval. The Municipal Code provided a process for Site and Design Review

applications. The first step in the process was PTC review. If the PTC supported the project, the ARB was to review the project and recommend further refinement. Under the Municipal Code process, the ARB had three opportunities to review a project before the project advanced for a decision. A Site and Design Review application advanced to the City Council for a decision. The ARB comments during the third hearing did not affect the size or placement of the buildings on the properties. Staff believed a Council discussion of policy concerns around the floor area was appropriate because the buildings contained a great deal of floor area. To address the ARB's concerns, Staff imposed a number of conditions of approval such that the applicant under a separate application had to resolve the issues through an ARB recommendation. This had the ability to be appealed by the City Council. The conditions related to colors, parapet material, street tree selection, the curb ramp, the green screen and perimeter landscaping. If the Council supported the project, these conditions allowed the applicant to proceed with construction drawings while addressing the conditions of approval.

Steve Presson, Holman Automotive Company related that for the dealership to be successful, an innovative parking system was needed. The lift system allowed the storage of many vehicles in a small area.

Lyle Hutson, YSM Design advised that the automated storage system allowed vehicles to be stored indoors. He kept the building height below 50 feet. The applicant proposed a variety of trees and layers of trees. There were 61 existing trees on the property, and the applicant proposed increasing the number of trees to 126. The trees complied with PG&E canopy requirements and City shade requirements. The two-way multiuse path removed bicycles from Bayshore and Embarcadero Roads. A Sound Study found noise from the carwash with mitigation measures complied with the City's Noise Ordinance. Proposed lighting reduced glare and limited overspill into the Baylands and street areas. Circulation around the entire site was available for emergency and private vehicles. Offloading of vehicles was accomplished onsite. The applicant proposed green screens or living walls to transition from the site to the Baylands. Water was to be treated before it reached the ground. The applicant met with the Parks and Recreation Commission and the Parks Department in an effort to add trees inside the Baylands area. The Audi dealership offered bicycles in place of rental cars.

Cari Templeton, Planning and Transportation Commission indicated PTC concerns related to multiple changes in zoning, volume of the building, the suitability and compatibility of the project with the Baylands and bird migration. An advantage of the project was to increase City revenues.

Alex Lew, Architectural Review Board believed a majority of the ARB

members supported the project. The ARB was hesitant to recommend approval of a project with many conditions of approval. The intent of the AD overlay was to retain existing dealerships and to attract new dealerships to Palo Alto.

Mayor Filseth requested the ARB's opinion regarding scale and mass of the building.

Mr. Lew suggested four members of the ARB supported the proposed scale and mass and one member opposed the scale and mass based on the Baylands design guidelines.

Council Member Kniss inquired whether the ARB was willing to continue working on the project.

Mr. Lew commented that the applicant was responsive to ARB comments. The project was moving in the right direction and was far better than the two prior projects proposed for the site. There were a few seemingly minor but important issues that had to be resolved.

Council Member DuBois asked if the list of remaining ARB issues was correct or if there were additional issues to be resolved.

Mr. Lew believed the list was complete.

Council Member DuBois asked if the ARB needed further review of lighting.

Mr. Lew reported the ARB was not in favor of a translucent material on the parapet as the lighting caused the parapet to glow. In this way, the lighting and the parapet material were related.

Public Hearing opened at 8:51 P.M.

Bill Ross speaking for Ian Irwin, Peter Rosenthal, Annette Ross and Ceci Kettendorf observed that the Staff Report was inconsistent and incomplete and, in some instances, did not fully inform the public regarding the proposed project. The Staff Report attachments were not labeled. Condition Numbers 12 and 31 in the Record of Land Use Action did not pertain to the topics stated in the Staff Report. The Floor Area Ratio (FAR) calculations were based on plans that were not available. The draft MND referred to a revised project description that was not available to the public. Three responsible agencies were not consulted. He suggested the draft MND be recirculated.

Robert Moss remarked that many areas of the proposal were not adequately reviewed and evaluated. The Council needed to return the project to the ARB to resolve the ARB's outstanding issues. Not counting the car storage area as

part of floor area was bizarre and needed to be reconsidered. The exempt floor area had to be reconsidered because adding it to the proposed floor area resulted in more than twice the allowed floor area. The project needed to be scaled down to be more compatible with the Baylands environment. The proposed building was not compatible with nearby buildings.

Herb Borock noted the sign program was not evaluated in the MND, but the California Environmental Quality Act (CEQA) required an environmental document to evaluate the whole project. At the final ARB hearing, the applicant agreed to a continuance of the hearing rather than the ARB taking action on the application. Staff's action to schedule the project before the City Council was a violation of Section 18.30(g) of the Municipal Code and, therefore, a violation of CEQA. The Council needed to remove the item from the Agenda.

Mary Sylvester commented that the project was overly large and out of scale with regard to surrounding buildings and the proximity to the Baylands. She urged the Council to use the Baylands Master Plan as the guiding document for the project. Staff's proposal for security lighting needed to be defined.

Becky Sanders felt Staff's review of the project and the Staff Report suffered from a staffing shortage in the Planning Department. The only advantage of this project was a likely increase in City revenues.

Hamilton Hitchings related that the project clearly identified negative impacts on the Baylands, and some of those negative impacts were not mitigated. The proposed Mercedes dealership was 51 percent larger than the prior Mercedes dealership project, which the Council rejected because of it being too large. Staff had overlooked the fact that the project should comply with the Baylands Master Plan. The project was not ready to be in front of the Council.

Elaine Meyer felt the gateway to the Baylands was not an appropriate location for such a huge commercial project. The public needed to know the actual floor area of the proposed building and the proposed building's size in comparison to nearby buildings. The Council or Staff was able to request the applicant to prepare a 3-D model of the site and install story poles at the project site.

Carol Kiparsky encouraged the Council to deny the project because of its impact on birds.

Carla Carvalho suggested the Council resolve all issues with the project before granting any zoning changes.

Karen Holman believed the appropriate Council action was to deny the project. At the June 6, 2019 hearing, the number of ARB members supporting the project was not sufficient to approve the project. Alternatively, the Council needed to return the project to the ARB with direction for the project to comply with the Baylands Master Plan. The Record of Land Use Action contained errors. The ARB did not evaluate lighting for the project.

Beth Rosenthal objected to the project because the rules were not being followed.

Jeff Levinsky noted the applicant did not provide contextual drawings and massing information. Based on his calculations, the building was to be more than three times the mass of neighboring buildings. The ceiling height of the parking facilities was astoundingly high and not needed. The Council's Packet contained drawings that were not available to the public.

Mr. Hutson clarified that the applicant was offered a fourth hearing before the ARB and did not object to a fourth hearing. The applicant submitted a 30-page lighting plan and adjusted landscaping many times in response to comments from Staff, PTC, and ARB. The ceiling heights needed to be taller to accommodate taller Mercedes vehicles.

Public Hearing closed at 9:30 P.M.

Mayor Filseth inquired regarding the public comment that the Council Packet contained drawings that were not available to the public.

Mr. Lait understood the shading of plans to illustrate floor area had been updated following the June 6, 2019 ARB hearing and prior to the Council meeting. The plan set provided to the Council was available to the public through links on the City's website.

Vice Mayor Fine inquired whether the multiuse path could be constructed without removing trees.

Mr. Lait reported Planning and Transportation Staff and the applicant had not identified a solution that would allow the applicant to construct a path and retain trees.

Vice Mayor Fine asked if the applicant proposed to plant trees along the path.

Mr. Lait replied yes.

Vice Mayor Fine inquired whether the lifts could store multiple cars within the same vertical space.

Mr. Lait responded yes.

Vice Mayor Fine requested the number of vehicles stored in one vertical space.

Sheldon Ah Sing, Senior Planner answered five.

Vice Mayor Fine asked if vehicles' lights were permitted to remain on during nighttime hours.

Mr. Lait indicated the Council could impose a condition prohibiting that.

Mr. Hutson reported the lights could remain on until the dealership closed at 10:00 P.M.

Vice Mayor Fine inquired regarding conditions of approval limiting construction and excavation during peak traffic hours at the intersection.

Mr. Lait advised that the Council could impose such a condition of approval. The Construction Management Plan routinely prohibited lane closures during peak travel times. Limiting construction hours typically caused an extension of the construction period.

Vice Mayor Fine asked if the DEE pertained to a larger setback.

Mr. Lait replied yes. The applicant proposed a larger setback than required by the Code.

Vice Mayor Fine inquired whether the Council could impose as a condition of approval a stricter noise standard for the carwash.

Mr. Hutson reported the Noise Study found the existing ambient noise level at the proposed location for the carwash was between 45 and 50 decibels.

Molly Stump, City Attorney requested time for Staff to study the technical basis for imposing such a condition of approval.

Vice Mayor Fine felt the back corner of the property was a sensitive area as it abutted the park. He inquired whether the ARB would review the green screen.

Mr. Lait responded yes, as the green screen was conditioned.

Vice Mayor Fine requested possible solutions to improve the green screen.

Mr. Lait relayed the ARB was concerned about the green screen because it did not have sufficient information regarding the attachment and integration to the building.

Vice Mayor Fine requested to know the 2016 Council direction.

Council Member Kniss requested the size of the hotel proposed for the site.

Mr. Lait recalled the proposed hotel contained four stories. A drawing of the proposed hotel was contained in the slide presentation.

Council Member Kniss remarked that suggestions for the site included housing, a park and a school. She seemed to recall that the prior dealership application proposed a larger building than the current application.

Mr. Lait explained that the building in the prior application was taller and contained more gross floor area. The prior building also contained more exempt floor area.

Mayor Filseth inquired whether the volume of the current proposed building was greater than the prior application even though the height of the current building was less.

Mr. Lait did not have the volumetric measurements to make a comparison. The current application pertained to two sites with a dealership on each site. The prior application pertained to a single dealership on a single site.

Council Member Kniss felt a bike path was important. She inquired whether the ARB had reviewed the lighting plan.

Mr. Hutson advised that the ARB had reviewed the lighting plan.

Council Member Kniss estimated 500 to 1,000 vehicles were located on the sites of the Audi and Mercedes dealerships and an adjoining dealership.

Mr. Hutson did not believe the sites would support even 500 vehicles. The automated storage system needed to eliminate a sea of vehicles parked and visible on the site.

Council Member Kniss inquired whether lowering the ceiling heights eliminated the automated storage system.

Mr. Lait responded that fewer vehicles could be placed in the puzzle lift. At some point, a lower ceiling height made the lift system infeasible.

Council Member Kniss requested Staff comment regarding the allowable floor area for automobile dealerships.

Mr. Lait explained that the allowed FAR for dealerships was 0.4 FAR. The AD overlay provided at most an additional 0.2 FAR for the showroom.

Council Member Kniss commented that the area was not a gateway to the Baylands but to an industrial area.

Mr. Ah Sing reported the hotel proposed in the prior application for the site contained 118,000 square feet.

Mayor Filseth added that the current application proposed a 170,000 square-foot building.

Mr. Lait stated that would be the total of proposed and exempt square footage.

Mayor Filseth inquired regarding the square footage of the 2016 application for a dealership.

Mr. Lait answered approximately 61,500 square feet in gross floor area.

Council Member Kniss requested the correct allowed gross and exempt floor areas.

Mr. Lait indicated the correct floor areas could be found in the At-Places Memo. The correct exempt floor area was 66,546 square feet for the Audi dealership and 86,264 square feet for the Mercedes dealership. He did not have the exempt floor area for the 2016 application, but believed it was more than 86,264 square feet.

Mayor Filseth asked if the Mercedes dealership in the current application was smaller than the Mercedes dealership in the prior application.

Mr. Lait responded yes.

Council Member Kou asked if the PTC had contextual drawings for the application.

Mr. Lait advised that the PTC received a packet similar to the one provided to the Council. The PTC received more detailed plans than the conceptual drawings referenced in the Site and Design Review regulations.

Council Member Kou noted the ARB also received contextual drawings because the ARB received the same information the PTC received. The

project plans provided online did not contain the lighting report. She inquired whether the applicant agreed to utilize bird-safe glass rather than a film.

Mr. Lait answered yes.

Mr. Ah Sing advised that exterior finishes included bird-safe glass, frosted fiberglass and paint color.

Council Member Kou requested clarification of nighttime lighting at security levels.

Mr. Lait explained that lighting would be low level but sufficiently bright to deter individuals from accessing the property.

Council Member Kou asked if interior lighting remained on during the night.

Mr. Hutson advised that the Code required some night lighting in buildings.

Francis Krahe, lighting engineer stated the California Building Code stipulated lighting of 1 foot candle minimum for emergency egress and circulation after hours. Once operations ceased at 10:00 P.M., lighting dimmed to approximately 10 percent of the illumination during business hours.

Council Member DuBois asked if the display lights would remain lit after 10:00 P.M.

Mr. Krahe indicated the display lights would shut off or remain on at a reduced level.

Council Member DuBois asked if lighting designed to outline the building and roof would remain on throughout the night.

Mr. Krahe advised that roof lighting would comply with requirements for egress lighting. If someone accessed the roof, lighting was going to brighten. Once the person left the roof, lighting returned to the reduced level.

Mr. Lait reported conditions of approval could align Building Code requirements with Zoning Code interests. Following construction, Staff could work with the applicant to ensure the dimming system did not result in glare or unexpected light.

Council Member Kou felt the lighting would be too bright for birds because the building was massive and covered with glass. Mitigation measures never

fully resolved negative impacts. She requested clarification of the statement that the proposed buildings would not be the largest in the area. The volume of the building was approximately 51 percent greater than the dealership in the previous application.

Mr. Lait indicated Staff had not performed a volumetric calculation. Comparing the current application to the prior application for the site was problematic because the prior application proposed one building on one site while the current application proposed two buildings on two sites.

Mr. Ah Sing related that the building to the south exceeded the FAR. In relation to the size of the lot, the building was larger than the proposed building.

Council Member Kou asked if the project needed to be presented to the Santa Clara County Airport Land-Use Commission, PG&E and Caltrans.

Mr. Ah Sing explained that correspondence from PG&E outlined its regulations for vegetation under its power lines.

Council Member Kou asked if the Packet contained comments from the Santa Clara County Airport Land-Use Commission.

Mr. Hutson reported the Airport Land-Use Commission approved the project. The project was not located within the Airport Land-Use Commission's jurisdiction, and the proposed heights of the buildings were well below the Airport Land-Use Commission's height requirement.

Council Member Kou inquired about Caltrans approval of the project.

Mr. Hutson indicated Caltrans did not have jurisdiction over any part of the applicant's property.

Council Member Kou asked if the carwash would be monitored to ensure it complied with the City's noise standards.

Mr. Hutson explained that the carwash was automatic. The doors closed after a vehicle entered the carwash and did not open until the dryer blowers shut off.

Council Member Kou asked if water from the carwash was dumped into storm drains.

Mr. Hutson replied no. The water was recirculated and filtered for sand and grease prior to its release into the sewer.

Council Member Kou inquired about C-3 compliance.

Mr. Lait reported the Public Works Department evaluated C-3 compliance.

Mr. Hutson advised that all water was treated onsite.

Austin Hunt, Civil Engineer clarified that all water on the site was treated before being discharged to the storm drain. If the project was constructed, there was to be no runoff into the Baylands.

Council Member Kou requested clarification of CMR 9892 as she could not find it.

Mr. Lait indicated CMR 9892 referenced a March, 2019 PTC meeting.

Council Member Kou remarked that an automobile dealership was appropriate for the site; however, it needed to comply with Municipal Code requirements and the Baylands design guidelines. Traffic circulation at the intersection needed improvements. The Baylands Master Plan stated the site was a gateway to the Baylands.

MOTION: Council Member Kou moved, seconded by Council Member XX to deny the project.

MOTION FAILED DUE TO THE LACK OF A SECOND

MOTION: Council Member Kou moved, seconded by Council Member DuBois to:

- A. Direct Staff that the Council intention is to rezone the property to ROLM(E)(D) (AD) overlay to accommodate the Mercedes/Audi dealerships;
- B. Direct Staff and the ARB to better incorporate the Baylands Master Plan guidance for this sensitive location in the Baylands and as a gateway to the Baylands: low, horizontal development, muted colors, parklike qualities of Embarcadero Road, signage, lighting, etc.;
- C. Direct Staff and ARB to retain the existing trees along East Bayshore and also provide the bike/ped path (not specifying the location);
- D. Direct Staff and ARB to reduce the height and perceived height of the building by reducing floor heights and stepping in the parapet from the edge of the building;
- E. Direct the applicant to provide the context drawings as required;

- F. Direct Staff and ARB to specify what security levels of lighting means and which lighting locations/fixtures would be utilizing this feature including bollard style fixtures and the impact on the Baylands;
- G. Direct Staff to confirm all lighting specs are provided to the ARB;
- H. Direct the ARB to address the list identified in the Staff Report as ARB concerns and any other considerations resulting from the changes directed by this Motion;
- I. Address FAR discrepancies that have been identified between and among various documents describing the project including the MND, Staff Report to Council, various;
- J. Direct Staff to provide responses from the Airport Land Use Committee; and
- K. Direct Staff to include a TDM program for the project as was requested of the prior auto dealership.

Council Member Kou felt the ARB should reconsider the Site and Design Review and ensure compliance with the Baylands Master Plan. Zoning for the site needed to be consistent with other parcels in the area.

Council Member DuBois advised that he supported the concept of remanding the project to the ARB but not many of the details of the Motion. He preferred providing the ARB with a framework for reviewing the project.

Mr. Lait thought the Council's interests for reviewing the project should be explicitly stated if the Council chose to remand the project to the ARB.

Council Member DuBois supported the Motion if Subpart A was deleted and a few of the other subparts were softened.

Council Member Kou asked if Council Member DuBois preferred to approve CS zoning for the site.

Council Member DuBois did not believe the Council was addressing the zoning by remanding the project to the ARB. He supported the Motion if Subparts A and D were deleted.

INCORPORATED INTO THE MOTION WITH THE CONSENT OF THE MAKER AND SECONDER to delete from the Motion Parts A and D.

Ms. Stump noted Staff would have comments regarding Subpart B of the Motion.

Mayor Filseth requested the meaning of Subpart G.

Council Member DuBois understood the discussion addressed the square footage. He inquired whether the Baylands Master Plan and design guidelines were considered throughout the review of the project.

Mr. Lait responded yes. Any development in the area was evaluated to the Baylands Master Plan. In a number of aspects, the project attempted to conform to the Baylands Master Plan. Additional work on landscaping, walls, and signs was needed for the project to conform to the Master Plan.

Council Member DuBois noted public comment regarding a showroom being located on the second floor.

Mr. Lait clarified that showrooms were limited to a height of 20 feet.

Council Member DuBois asked if the lighted stacker was considered a showcase.

Mr. Lait did not consider the lift system a showroom component. If the lift system was considered a showroom, it needed to be removed.

Council Member DuBois asked if the ARB recommended approval of the project at its June 6, 2019 hearing.

Mr. Lait stated the ARB had not made a favorable recommendation for the project.

Council Member DuBois asked if the ARB specified any conditions of approval.

Mr. Lait replied no.

Council Member DuBois asked if the ARB could recommend conditions of approval if the Council returned the project to the ARB.

Mr. Lait answered yes.

Council Member DuBois asked if the sign program was before the Council.

Mr. Lait advised that consideration of a sign program at a later time was not unusual. Elements of signage shown in the project did not comply with the Sign Code.

Council Member DuBois asked if zoning of ROLM(AD) was appropriate for the site.

Mr. Lait indicated ROLM zoning was appropriate even though the applicant did not request it. However, the AD overlay was not applicable to ROLM zoning at the site.

Council Member DuBois asked if the Audi site was zoned ROLM(AD) at some point.

Mr. Lait responded no. The Audi site was zoned LM.

Council Member DuBois requested clarification of which trees remained and which would be removed.

Ken Puncerelli, LAI Design Group reported retaining the trees along the multiuse path created an awkward intersection of the path with Bayshore and Embarcadero. The applicant proposed removing ten mature trees along the multiuse path and planting 20 larger trees to prevent the loss of biomass.

Council Member DuBois asked if the trees near the corner would be removed.

Mr. Puncerelli answered no. The Chinese elm trees were located along the southern and eastern right-of-way.

Council Member DuBois inquired whether the trees shown in purple on the plans were new trees.

Mr. Puncerelli replied yes, native Western redbud trees.

Council Member DuBois asked if the large tree near the corner could be saved.

Mr. Puncerelli believed that tree was in poor health and grew larger than allowed by PG&E regulations.

Council Member DuBois inquired whether the existing trees and shrubs between the two buildings would remain or be removed.

Mr. Puncerelli indicated a number of trees along the fence line would be removed. The trees between the buildings were going to be removed.

Council Member DuBois asked why trees along the property line would be removed.

Mr. Puncerelli explained that the site had to be regraded for the bioswales. Three trees at the rear of the property were to be removed and replaced with six trees.

Council Member DuBois inquired whether the applicant would be amenable to the Council specifying larger trees.

Mr. Puncerelli answered yes.

Council Member DuBois asked if the Council could request the environmental report be recirculated for 20 days.

Mr. Lait reported the environmental analysis was studied at 106,000 square feet; therefore, Staff felt the project studied was consistent with the proposed project. The project description was not significantly different from the proposed project. If new information caused Staff to identify a new project impact or mitigation measure, the environmental analysis was going to have to be redone. That was not the case for this project. Staff submitted the environmental document to the clearinghouse for submission to Caltrans and PG&E.

Council Member DuBois inquired regarding the process for an MND.

Mr. Lait advised that Rincon Consulting had prepared the Initial Study. The MND, public comments and responses were posted to the website.

Council Member DuBois believed a roundabout could improve traffic circulation, but changing some of the traffic lanes would not be helpful.

Mr. Lait indicated the applicant could mitigate the impacts from the project, while the City was considering a roundabout to improve traffic circulation.

Council Member DuBois noted the Baylands Master Plan stated the site was a gateway to the Baylands. An automobile dealership was a reasonable use for the site. The project had the potential to set a precedent for the area, which would result in an urban looking gateway to the Baylands. His concerns were the lighting conditions, mass and scale, findings, landscaping, traffic impacts, and construction impacts. He wanted the ARB to make a recommendation and review, in-depth, the conditions of approval. The applicant agreed to use larger replacement trees. Perhaps the applicant was able to submit contextual drawings. He asked if a Transportation Demand Management (TDM) Program was needed for the project.

Mr. Lait indicated imposing an effective TDM Program on an operation about automobiles was difficult.

INCORPORATED INTO THE MOTION WITH THE CONSENT OF THE MAKER AND SECONDER to add to the Motion new Part B, the language “work with the applicant on specifying the use of larger trees in key locations.”

Mr. Hutson asked if the intent of using larger trees was to shield the view from the Baylands.

Council Member DuBois related that the concern was the number and size of the new trees.

Mr. Hutson requested clarification of the comment regarding Bayshore.

Council Member Kou wanted to soften the view of the building from Bayshore.

Mr. Hutson suggested the Council look at the renderings of the building in the Packet because they showed the bottom of the building would not be visible from Bayshore. The applicant discussed planting trees in the Baylands area in addition to those shown in the rendering and said the applicant had already addressed the two concerns.

MOTION AS AMENDED RESTATED: Council Member Kou moved, seconded by Council Member DuBois to:

- A. Direct Staff and the ARB to better incorporate the Baylands Master Plan guidance for this sensitive location in the Baylands and as a gateway to the Baylands: low, horizontal development, muted colors, parklike qualities of Embarcadero Road, signage, lighting, etc.;
- B. Direct Staff and ARB to work with the applicant on specifying the use of larger trees in key locations;
- C. Direct the applicant to provide the context drawings as required;
- D. Direct Staff and ARB to specify what security levels of lighting means and which lighting locations/fixtures would be utilizing this feature including bollard style fixtures and the impact on the Baylands;
- E. Direct Staff to confirm all lighting specs are provided to the ARB;
- F. Direct the ARB to address the list identified in the staff report as ARB concerns and any other considerations resulting from the changes directed by this Motion;

- G. Address FAR discrepancies that have been identified between and among various documents describing the project including the MND, staff report to Council, various;
- H. Direct Staff to provide responses from the Airport Land Use Committee; and
- I. Direct Staff to include a TDM program for the project as was requested of the prior auto dealership.

SUBSTITUTE MOTION: Council Member Kniss moved, seconded by Vice Mayor Fine to:

- A. Adopt the Mitigated Negative Declaration and Mitigation Monitoring and Reporting Program;
- B. Adopt the Ordinance changing the zoning district on the subject properties to CS(D)(AD); and
- C. Adopt the Record of Land Use Action approving the request for Site and Design and a Design Enhancement Exception based on findings and subject to the conditions of approval.
- D. Direct Staff and the ARB to better incorporate the Baylands Master Plan guidance for this sensitive location in the Baylands and as a gateway to the Baylands: low, horizontal development, muted colors, parklike qualities of Embarcadero Road, signage, lighting, etc.;
- E. Direct Staff and ARB to work with the applicant on specifying the use of larger trees in key locations;
- F. Direct the applicant to provide the context drawings as required;
- G. Direct Staff and ARB to specify what security levels of lighting means and which lighting locations/fixtures would be utilizing this feature including bollard style fixtures and the impact on the Baylands;
- H. Direct Staff to confirm all lighting specs are provided to the ARB;
- I. Direct the ARB to address the list identified in the staff report as ARB concerns and any other considerations resulting from the changes directed by this Motion;
- J. Address FAR discrepancies that have been identified between and among various documents describing the project including the MND, staff report to Council, various'

- K. Direct Staff to provide responses from the Airport Land Use Committee;
- L. Direct Staff to include a TDM program for the project as was requested of the prior auto dealership.

Vice Mayor Fine commented that the project was within the zoning as proposed by the CS(D)(AD). The Motion approved the zoning change, the MND, and the Record of Land Use Action, but the Council continued to have many concerns about the project. He wanted to ensure Subparts A-C did not conflict with Subparts D-L.

Council Member Kniss wanted the ARB to review the project within six months, even though the Motion did not require that.

Council Member DuBois advised that adopting the conditions of approval conflicted with directing the ARB to review the conditions of approval.

Vice Mayor Fine clarified that the conditions of approval required ARB evaluation of the project.

Mr. Lait reported if the Council acted on the Record of Land Use Action, the applicant was going to have to file a new ARB application to address the outstanding issues.

Vice Mayor Fine understood the Record of Land Use Action included a provision that the applicant needed to file a new ARB application and was able to meet with the ARB three times, in order to resolve the outstanding issues. He inquired whether Staff had any concerns regarding Subpart D.

Mr. Lait interpreted Subpart D as the building footprint, size, height, and volume was approved. Implementation of the Baylands Master Plan involved further refinement of the landscape plan, a sign application, perimeter walls, and colors.

Vice Mayor Fine reiterated that lighting was required by the Building Code; however, Council Member DuBois voiced other concerns about lighting.

Mr. Lait added that Staff would verify FAR figures.

Vice Mayor Fine inquired whether the Airport Land-Use Commission would comment on the project.

Mr. Lait did not anticipate the Airport Land-Use Commission was going to issue anything determinative to the application.

Vice Mayor Fine concurred with Mr. Lait's comment regarding imposing a TDM Program on the project.

Council Member Kniss suggested Subpart L be deleted.

Mr. Lait offered to explore a TDM Program with the applicant.

Ms. Stump noted a conflict with Subpart D, with respect to "low horizontal development," as that pertained to mass and footprint.

INCORPORATED INTO THE MOTION WITH THE CONSENT OF THE MAKER AND SECONDER to remove from the Motion Part D the words "... low, horizontal development"

Council Member Kniss suggested "park-like qualities of Embarcadero Road" be deleted because Embarcadero Road was not park-like.

Vice Mayor Fine commented that the DEE to set back the building could address park-like qualities.

Council Member Kniss proposed adding that the project would return to the Council in six months.

Mr. Lait advised that Staff had no control over when the applicant submitted an application. The application before the Council was not expected to return to the City Council except through an appeal. If the application advanced through the process correctly, the Council was not going to review the project again.

Council Member Kniss asked if the applicant understood the Substitute Motion.

Mr. Hutson answered yes.

Council Member Cormack asked if the AD overlay specifically included a connection to Highway 101.

Mr. Lait did not have information to respond to the question.

Council Member Cormack inquired regarding the expected lifespan of the building.

Mr. Ah Sing reported the ARB had reviewed the project in relation to sea level rise. The project complied with existing requirements.

Council Member Cormack noted Staff was developing a plan for sea level rise. She asked if traffic improvements could be constructed prior to construction of the project.

Mr. Lait suggested the Council could require the improvements to be completed prior to occupancy.

Ms. Stump expressed concerns about such a requirement.

Council Member Cormack asked if the applicant would pay the full cost of traffic improvements.

Mr. Ah Sing indicated under the near-term scenario the applicant would pay for and implement traffic improvements.

Council Member Cormack related that the proposed trees, Western redbud, were deciduous and would alter the appearance of the building for a portion of the year. She requested clarification of parking and storage on the roof deck.

Mr. Lait clarified that vehicles on the roof deck would likely be screened from view from the sidewalk. A taller vehicle would be visible from the sidewalk. The new car inventory would be stored on the roof deck.

Council Member Cormack inquired whether the second At-Places Memo resolved the issue of the new car inventory storage constituting floor area.

Mr. Lait reported the Council's Motion affirmed Staff's interpretation of the issue.

Council Member Cormack commented that the beige color was more compatible with the Baylands. She inquired whether public art was required for the project.

Mr. Lait advised that the applicant elected to pay the In-Lieu Fee for public art.

Council Member Cormack requested the height of the Stanford building across East Bayshore from the project.

Mr. Ah Sing answered 35 feet.

Council Member Cormack requested an explanation of context drawings.

Mr. Lait believed context drawings would not be necessary as the Motion approved the height, size and footprint of the building.

Council Member Cormack inquired whether Subpart G was a subset of Subpart H.

Council Member Kniss was amenable to combining the two subparts.

Vice Mayor Fine clarified that Subpart G pertained to security levels of lighting and where that was used. Subpart H required confirmation of all lighting specifications.

Council Member Cormack asked if the project included any up-lighting.

Mr. Ah Sing responded no.

INCORPORATED INTO THE MOTION WITH THE CONSENT OF THE MAKER AND SECONDER to add to Motion Part C, "along with the correction as recommended by the Architectural Review Board."

Mayor Filseth remarked that the main difference between the Motion and Substitute Motion was whether the project returned to the Council. The public expressed concern regarding the accuracy of the MND; however, no one alleged anything that would materially change the MND. Changing the zoning to CS was not unreasonable. He questioned the necessity of context drawings if the Council approved the Site and Design Review. He asked if an ARB recommendation, subsequent to Council approval of Site and Design Review, was appealable, with regard to the project mass or scale and whether it should be revised.

Mr. Lait explained that a subsequent ARB recommendation to alter, for instance, the building height was to be presented to the Director. The Director was to review the recommendation in light of the Council Motion and make a determination. It was possible for the Director's decision to be appealed. The ARB's recommendation was not consistent with Council direction and the applicant's Site and Design entitlement.

Mayor Filseth asked if there should be conditions of approval for lighting.

Mr. Lait indicated Subpart D gave the ARB broad discretion to examine the lighting plan to determine its consistency with the Baylands Master Plan and impose conditions of approval. Security lighting was able to be conditioned to comply with the minimum Building Code requirements.

Mayor Filseth inquired whether there could be a condition of approval that the ARB was satisfied that security lighting would not have a negative impact on wildlife migration.

Mr. Lait clarified that adoption of the MND meant the environmental impacts were fully analyzed and that the lighting plan contemplated the impacts to the Baylands.

Council Member DuBois understood the applicant would submit a new application and asked if the lighting in the new application was subject to ARB review.

Mr. Lait responded yes, but Staff would utilize the existing MND as the CEQA document for the new application.

Council Member DuBois inquired whether conditions of approval could be applied to the new application.

Mr. Lait replied yes.

Mayor Filseth asked if Subpart D and/or Subpart G could be part of conditions of approval.

Vice Mayor Fine interpreted the issue as whether lighting should be added to the list of ARB concerns.

Mr. Lait indicated the Council could do that.

Council Member Cormack suggested the language of Subpart I covered the lighting issue.

Vice Mayor Fine concurred.

SUBSTITUTE MOTION AS AMENDED RESTATED: Council Member Kniss moved, seconded by Vice Mayor Fine to:

- A. Adopt the Mitigated Negative Declaration and Mitigation Monitoring and Reporting Program;
- B. Adopt the Ordinance changing the zoning district on the subject properties to CS(D)(AD);
- C. Adopt the Record of Land Use Action approving the request for Site and Design and a Design Enhancement Exception based on findings and subject to the conditions of approval, along with the correction as recommended by the Architectural Review Board;
- D. Direct Staff and the ARB to better incorporate the Baylands Master Plan guidance for this sensitive location in the Baylands and as a gateway to the Baylands: muted colors, parklike qualities of

Embarcadero Road, signage, lighting, etc.;

- E. Direct Staff and ARB to work with the applicant on specifying larger trees in key locations;
- F. Direct the applicant to provide the context drawings as required;
- G. Direct Staff and ARB to specify what security levels of lighting means and which lighting locations/fixtures would be utilizing this feature including bollard style fixtures and the impact on the Baylands;
- H. Direct Staff to confirm all lighting specs are provided to the ARB;
- I. Direct the ARB to address the list identified in the Staff Report as ARB concerns and any other considerations resulting from the changes directed by this Motion;
- J. Address FAR discrepancies that have been identified between and among various documents describing the project including the MND, Staff Report to Council, various;
- K. Direct Staff to provide responses from the Airport Land Use Committee; and
- L. Direct Staff to include a TDM program for the project as was requested of the prior auto dealership.

SUBSTITUTE MOTION AS AMENDED PASSED: 6-1 Kou no

From: Lyle Hutson <lhutson@ysmdesign.com>
Sent: Wednesday, November 6, 2019 11:45 AM
To: Brian Stumph <bstumph@ysmdesign.com>
Subject: FW: Palo Alto responses

To assist Staff we are clouding the areas of revision on the plans. Some sheets have been renumbered to assist staff in reading the report.

1. ARB APPLICATION REQUIRED: Prior to issuance of a building permit, the applicant shall return to the ARB to address the following issues. This review shall require a new ARB application, subject to application fees and the City's appeal procedures. The application shall include the following:

- *Colors:* The project shall adhere to the Baylands Design Guidelines muted colors by providing alternatives to the proposed colors shown to the ARB on June 6, 2019. In particular, black and shiny colors shall be avoided. Use charcoal or a rich brown for darker accents.

Colors have been revised and updated per discussion. We are using the charcoal base color as discussed. WE are using the color scheme as previously directed by ARB. The ACM colors have been revised to be matte finish and not gloss as presented previously. This will resolve the "shiny" comment from the Board.

- *Floor Area Ratio:* Provide staff with updated floor area diagrams to confirm the proposed square footage.

Additional information has been provided to staff for their use. Please see sheets sent separately from the submittal package identified as "FAR Package" The FAR package shows the two areas that were discussed at the meeting last month as needing to be revised. The area at the stairs has been reclassified as Dealership Services. The area at the cantilever (no actual floor area) has been added as Dealership services.

- *GL-2 Parapet:* The material should match the transparent qualities depicted in the plans/photos and not the opaque material sample that was presented to the ARB. Special attention should be made to avoid light emission from behind the material.

The top of wall has been reviewed with the planning department staff. Per their direction we have revised the material to be the frosted glass panel. These panels will be inset in the wall. The building elevations and renderings have been revised to reflect this change. There will be minimal

light transmittance through the frosted glass and the intent is to provide a minimal glow from the glass at night.

- *Trees:* Add more trees to the base of the building to soften the Bayshore Road side of the building. It was suggested to consider another option instead of the Western Redbud plantings along Bayshore. The alternative trees should continue to provide shading. Secondly, the applicant shall specify larger trees at key locations on the landscape plan.

Species planted along Bayshore need to comply with the height restrictions set by the power line easement. Appropriate species are noted on the revised planting plan sheet L-3. There are alternates should the board decide to change the species. Additional trees have been added along the western elevation of the Mercedes-Benz building. These trees have been revised to be shade trees. See the colored site plan L-2 for reference.

- *Curb Ramp at Corner:* The applicant shall work with City Transportation staff regarding the transition at the Bayshore/Embarcadero Road intersection for the bicycle path.

The pathway needs to remain as developed with the city engineer. The space under the power lines is excluded from the building of permanent structures. We are not allowed to building retaining wall so the make up for the grade changes while respecting the accessibility of the pathway. The proposed pathway was previously reviewed and accepted by the city's traffic engineer and correspondence to support the decision has been provided. We have extended the ramp at the corner of Bayshore and Embarcadero by roughly 5'. Please see Sheet C02.00 and Sheet C05.00 for the modification.

- *Green Screen:* The project shall keep the same amount of greenery along the building elevations, however, the project should look at other solutions and/or provide details on the screens to ensure they are high quality, can be maintained over time, and better integrated into the project.

Green screens have been modified to be simple, large sections of wall areas. The green screens are noted on the building elevations ZA202, ZA203 & ZA223. Landscape sheet L-8 shows details of the green screen system and provides direction on maintaining the planted materials. There is more green screen (based on SF) than the previous ARB submittal.

- *Perimeter Landscape:* The project should provide at least 10 feet of setback between the carwash and the property line. Demonstrate removal of any existing barbed wire.

The planting along the car wash was revised to provide for a higher and denser hedge to shield the carwash elevation. The 5' setback is per code and complies. A 10' setback is not needed and would compromise any vehicular circulation needed for large trucks and fire department equipment. We have noted the removal of any existing barbed wire if it exists.

- *Lighting.* All lighting specifications shall be provided to the ARB including detailed specifications that define security levels of lighting and which lighting locations/fixtures would utilize this feature, including bollard style fixtures, and the impacts of lighting on the Baylands.

A full photometric study was prepared and presented previously (sheets 8-11 of the Lighting Report) . The study shows that the lighting levels are consistent with the city standards and limitations established at the Baylands. After Hours Lighting is the minimum level of lighting required by code. These minimal levels are a reduction in light levels and will occur after hours and will have no adverse effect on the Baylands. Fixtures are located on the lighting report sheet 8. Cut sheets for the lighting fixtures follows. A new photometric study was done to illustrate what the afterhours level lighting would be. This after hours light level would occur after 10 PM. After Hours Light will be from 10 PM to 6 AM Daily.

- *Transportation Demand Management (TDM) program.* The applicant shall submit a TDM plan in accordance with the City's procedures for review and approval by City staff. Holman management has been working with traffic engineers and the city staff to determine the basis of the TDM program. This is in process and no reference is included in the ARB submittal. Per the City Council comment the applicant will complete a TDM Plan when the basis has been determined.
- *County of Santa Clara Airport Land Use Commission.* The applicant shall provide the Director of Planning and Community Environment or designee response documentation from the Airport Land Use Commission.

Project was presented to the County of Santa Clara Airport Land Use Commission, The City of Palo Alto was notified of the public hearing.

Project was determined to be compliant with Airport requirements no concerns were raised.

The minutes of this meeting were sent to Sheldon on 8-14-19 and is also attached.

- *Context Drawings.* The applicant shall provide context drawings as part of the submittal for ARB.

ZA050 Contextual site plan, Already in set.

ZA051, ZA052, ZA053 & ZA054 Contextual Photos, Already in set.

ZA055 & ZA056 Street elevations, Site plan with New plan superimposed and Photos. Already in set.

ZA057 Contextual view of Project from Baylands showing vegetation screen. Already in set.

ZA058 Contextual Rendering and photo stich, view from intersection. Added per planning direction.

ZA059 Contextual Rendering and photo stich, view from Embarcadero. Added per planning direction.

Lyle Hutson



305 N. Coast Highway, Suite L
Laguna Beach, CA 92651

P: 949.715-4275

C: 949.887.9301

www.ysmdesign.com

Share files with us!

Attachment I

Project Plans and Initial Study/Mitigated Negative Declaration

Hardcopies of project plans and the Initial Study are provided to Board members. These plans and environmental documents are available to the public online and/or by visiting the Planning and Community Environmental Department on the 5th floor of City Hall at 250 Hamilton Avenue.

Directions to review Project plans online:

1. Go to: bit.ly/PApendingprojects
2. Scroll to find "1700 Embarcadero Road" and click the address link
3. On this project specific webpage you will find a link to the Project Plans, Initial Study and other important information

Direct Link to Project Webpage:

<https://www.cityofpaloalto.org/news/displaynews.asp?NewsID=4367>