Exhibit C

CEQA Findings and Statement of Overriding Considerations

Introduction

Statutory Requirements for Findings

These findings of fact have been prepared by the City of South San Francisco (City) as the lead agency pursuant to Section 21081 of the Public Resources Code (PRC) and Section 15091 of the California Environmental Quality Act (CEQA) Guidelines concerning the environmental impact report (EIR) prepared for the Infinite 131 Project. Section 21081 of the PRC and Section 15091 of the CEQA Guidelines provide that no public agency shall approve or carry out a project for which an EIR has been certified that identifies one or more significant environmental effects of the project unless the public agency makes one or more written findings for each of those significant effects, accompanied by a brief explanation of the rationale for each finding. The possible findings are:

1. Changes or alterations have been required in, or incorporated into, the project, which avoid or substantially lessen the significant environmental effects identified in the final EIR.
2. Such changes or alterations are the responsibility and jurisdiction of another public agency and not the agency making the finding. Such changes have been adopted by such other agency or can and should be adopted by such other agency.
3. Specific economic, legal, social, technological, or other considerations, including the provision of employment opportunities for highly trained workers, make infeasible the mitigation measures or project alternatives identified in the final EIR.

A lead agency need not make any findings for impacts that the EIR concludes are less than significant. (See *Sequoyah Hills Homeowners Assn. v. City of Oakland* [1993] 23 Cal. App. 4th 704, 716.)

The findings included in this Exhibit C support adoption of the proposed project as well as adoption of the mitigation measures set forth below to avoid or substantially lessen significant environmental effects identified in the EIR to the extent feasible. In these findings, references to certain pages or sections of the draft or final EIR, which together constitute the EIR, are for ease of reference; they are not intended to provide an exhaustive list of the evidence relied upon for these findings. A full explanation of the substantial evidence supporting these findings can be found in the EIR. These findings incorporate by reference the discussion and analyses in the EIR regarding the project's impacts as well as the mitigation measures designed to address those impacts. In addition, the lead agency must not approve a project that will have a significant effect on the environment unless it finds that specific overriding economic, legal, social, technological, or other benefits, including region-wide or statewide environmental benefits, of the project outweigh the unavoidable adverse environmental effects, thereby rendering them “acceptable” to the decision-maker (PRC Section 21081[b]; 14 California Code of Regulations [CCR] 30, Section 15093).

This document presents the statement of overriding considerations for this project, as set forth below, which identifies the specific overriding economic, legal, social, technological, or other benefits of the recommended alternative that outweigh the significant environmental impacts identified in the final EIR.

Environmental Review Process

Pursuant to CEQA, lead agencies are required to consult with public agencies having jurisdiction over a proposed project and provide the general public with an opportunity to comment on the draft EIR. On November 1, 2023, the City circulated a notice of preparation (NOP) for a 30-day comment period to identify the types of impacts that could result from the Infinite 131 Project as well as potential areas of controversy. The NOP was filed with the County Clerk and mailed to public agencies, including the State Clearinghouse, the Bay Area Rapid Transit District (BART), and the Bay Conservation and Development Commission (BCDC). Comments received by the City on the NOP were taken into account during preparation of the draft EIR.

The draft EIR was made available on the City's website for public review on June 18, 2024. The notice of availability of a draft EIR was posted with the County Clerk; mailed to local, regional, state, and other public agencies, including the State Clearinghouse, BART, and BCDC; and provided to nearby property owners and occupants. Hard copies of the draft EIR were available for public review upon request. The draft EIR public comment period began on June 20, 2024, and ended on August 5, 2024. The Planning Commission conducted a public hearing to receive comments on the draft EIR on August 1, 2024. In addition to Planning Commission comments, the City received one letter that commented on the draft EIR. Subsequent to the end of the public review period for the draft EIR, and consistent with the requirements of Section 15088(a) of the CEQA Guidelines, the City, as the lead agency, considered the public comments received on the draft EIR and prepared written responses to each of the comments received related to environmental issues.

The Mitigation Monitoring and Reporting Program (MMRP) for the mitigation measures that have been proposed for adoption is attached with these findings as Exhibit D, as required by PRC Section 21081.6, subdivision (a)(l), and CEQA Guidelines Sections 15091, subdivision (d), and 15097. The MMRP provides a table that sets forth each mitigation measure listed in the EIR required to reduce or avoid a significant adverse impact. The MMRP also specifies the agency responsible for implementation of each measure. Where the project sponsor is required to participate in implementation of a mitigation measure, the MMRP also states that requirement. The MMRP also sets forth agency monitoring actions and a monitoring schedule for each mitigation measure. Where mitigation measures must be adopted and/or implemented by particular responsible agencies, the MMRP identifies the agencies involved and the actions they must take. All of the City's specific obligations are also described. The full text of each mitigation measure summarized or cited in these findings is also set forth in the MMRP.

Pursuant to Section 15132 of the CEQA Guidelines, the final EIR consists of the following, referred to herein as the EIR:

- The draft EIR, including all of its appendices;
- The responses to comments (RTC), providing responses to significant environmental points raised during the review and consultation process as well as revisions to the draft EIR;[1]

[1] Revisions to the draft EIR are included in Chapter 3, *Revisions to the Draft EIR*, of the RTC document.

- A list of persons, organizations, and public agencies commenting on the draft EIR, included in the RTC document; and
- Copies of all emails and letters received by the City on the draft EIR.

Record of Proceedings and Custodian of Record

Pursuant to Section 15091 of the CEQA Guidelines, these findings must be supported by substantial evidence in the record. For purposes of CEQA and the findings set forth herein, including for the City's decision on the recommended alternative, the record of proceedings consists of a) matters of common knowledge to the City, including, but not limited to, federal, state and local laws and regulations, and b) the following documents, which are in the custody of the City:

- NOP and other public notices issued by the City in conjunction with the proposed project (see Appendix A of the draft EIR for the NOP);
- The public review draft EIR and supporting documentation prepared for the proposed project (draft EIR dated June 2024 and Appendices A through O), along with all documents cited, incorporated by reference, or referred to therein;
- The written and verbal comments and documents submitted to the City by agencies, organizations, and members of the public before, during, and after the close of the draft EIR public comment period;
- The MMRP;
- The final EIR for the Infinite 131 Project dated August 2025 and all documents cited, incorporated by reference, or referred to therein;
- All findings and resolutions adopted by the City in connection with certification of the EIR, as well as adoption of a statement of overriding considerations and a MMRP, and documents cited or referred to therein;
- Minutes or verbatim transcripts of information and study sessions, workshops, public meetings, and public hearings held by the City in connection with the proposed project; and
- Any other materials required to be in the record of proceedings by PRC Section 21167.6, subdivision (e).

The custodian of the documents and other materials that constitute the record of proceedings is:

City of South San Francisco Planning Division, City Hall Annex
315 Maple Avenue
South San Francisco, California 94080
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Infinite 131 Project

Project/CEQA Objectives

The underlying purpose of the project is to create a research-and-development (R&D) campus with supporting amenities (e.g., conference space, fitness center, restaurant space, day care), along with improved pedestrian and bicyclist circulation and access. Other objectives of the project include the following:

- Redevelop the property with R&D, biotechnology, and office uses in a secure and integrated campus setting;
- Create an iconic, inspiring, and dynamic gateway presence along U.S. 101 with high visibility;
- Incorporate a building and landscape design that sets a unique identity within the city;
- Use a shifting and articulated building massing that creates visual, desirable, and usable amenities, including outdoor terraces for tenants;
- Provide an activated landscape area that, in addition to being pedestrian friendly, encourages walking and biking, interaction, and collaboration, along with a wide range of opportunities for wind-protected outdoor activities;
- Integrate sustainable strategies to advocate an energy-efficient and performative design, including water-saving strategies;
- Provide a highly efficient and flexible workplace with daylight for interior spaces and outward views of the surrounding areas;
- Provide a positive fiscal impact on the local economy through the creation of jobs, enhancement of property values, support for local transportation infrastructure, and the generation of property taxes and development fees; and
- Provide well-designed, flexible buildings and floor plates that can accommodate a variety of tenants, ensuring the proposed project will be responsive to market conditions and demands.

Summary of the Proposed Project

The proposed project evaluated in the EIR involves redevelopment of a 17.67-acre site at 131 Terminal Court, including demolition of approximately 126,750 square feet (sf) of the industrial and operational uses that are currently part of the Golden Gate Produce Terminal, along with approximately 116,752 sf of open air structures (e.g., loading docks, trash compactor areas). In their place, the proposed project would construct approximately 1.7 million sf of R&D uses and amenities within seven buildings, ranging from one to six stories, along with two parking garages and additional surface parking. The approximately 17.67-acre project site is made up of one parcel at 131 Terminal Court in the city of South San Francisco, identified as assessor's parcel number (APN) 015-113-210. The project site outside the footprint of the existing buildings is covered with asphalt and concrete paving, with minimal surrounding landscaping and no trees.

The proposed project would include the construction of new R&D and amenity uses with a maximum anticipated building area of up to approximately 1.7 million sf. Specifically, the proposed project would demolish all existing on-site uses and construct six buildings (I131S A, I131S B,

I131S C, I131S D, I131N A, and 131N B), collectively referred to as the I131N and I131S buildings, and a day-care center with approximately 1,632,000 sf of R&D uses and approximately 72,050 sf for amenity uses. Building heights would range from one to six stories, with the maximum building height being 113 feet, 6 inches. In addition, the proposed project would include two parking garages, associated with the I131N and I131S buildings, as well as surface parking. The I131N parking garage would be approximately 551,631 sf and approximately 100 feet tall. It would include three levels of below-grade parking as well as nine levels of above-grade parking. The I131S parking garage would be approximately 453,034 sf and include two levels of below-grade parking. In total, the proposed project would provide approximately 2,976 parking spaces. The proposed buildings would be tied together through a cohesive network of landscaping and open space. Two central courtyards would be located along the interior of the project site and framed by the shape of the I131N and I131S buildings to prioritize pedestrian- and bike-friendly connections. The proposed project would also include associated utility and circulation improvements. In addition, it would require amendments to the City Shape SSF 2040 General Plan (General Plan), Lindenville Specific Plan (Specific Plan), and City Zoning Code to change the existing land use and zoning designations from Mixed Industrial High (MIH) to Business Technology Park High (BTP-H) and allow development of the R&D campus. The proposed project would require off-site transportation and circulation improvements to accommodate the traffic that would be generated. Such improvements would include new traffic signals, crosswalks, sidewalks, bikeways, and driveway connections along Terminal Court, Shaw Road, and/or Produce Avenue.

In addition to the General Plan, Specific Plan, and City Zoning Code amendments required for the proposed project, other amendments would be required to redesignate five parcels north of the project site and across Terminal Court at 120 Terminal Court, 196 Produce Avenue, 160 Produce Avenue, and 140 Produce Avenue (APNs 015-113-350, 015-113-290, 015-113-340, 015-113-330, 015-113-320). The five off-site redesignation parcels are currently designated MIH under the General Plan, Specific Plan, and City Zoning Code but would be redesignated BTP-H, consistent with the proposed land use and zoning for the project site. The five parcels cover approximately 7.28 acres and currently comprise a large Park N' Fly surface parking lot and a Shell gas station. The purpose of the off-site redesignation parcels is to ensure that future development will be cohesive and consistent with the development proposed as part of the project. Because the project sponsor does not own the five off-site redesignation parcels, the proposed project would not include the construction of any new uses or any other type of development within the five parcels as part of redesignation; the existing uses would be maintained. Therefore, no direct impacts on the environment would occur. However, the analysis in the draft EIR evaluates the reasonably foreseeable indirect impacts that could result from the proposed off-site redesignation parcels. Future development within the five parcels, should it occur, would be subject to additional environmental review in accordance with CEQA.

If the requested project entitlements are approved by the City, construction of the proposed project would be implemented over time and in a phased approach, with full project buildout anticipated in 2031. Eight phases are anticipated, with construction on the southern portion of the project site beginning in March 2026 and ending in October 2028 and construction on the northern portion of the project site beginning in November 2028 and ending in May 2031.

Findings Regarding Impacts, Including Cumulatively Considerable Impacts, Determined to Be Less than Significant after Mitigation

The EIR identified certain potentially significant impacts that could result from the proposed project. However, the City finds, for the reasons stated in the EIR, that mitigation identified in the EIR would reduce these impacts to less-than-significant levels. The City finds that all of the mitigation measures described below are feasible and agrees to adopt them as conditions of approval for the proposed project. Accordingly, based on the information and analyses set forth in the EIR, as well as the entirety of the record of proceedings before it, including, without limitation, the MMRP and the conditions of approval, the City finds that changes or alterations have been required or incorporated into the proposed project to avoid or substantially lessen the significant effects identified in the EIR. Adoption of the mitigation measures set forth below will reduce the significant or potentially significant effects to less-than-significant levels. As further described below and in the EIR, the impacts discussed below will be less than significant with identified feasible mitigation measures.

Biological Resources

Impact BIO-a (from the initial study checklist [Appendix B of the draft EIR]): The project would not have a substantial adverse effect, either directly or through habitat modifications, on any species identified as a candidate, sensitive, or special-status species in local or regional plans, policies, or regulations or by CDFW or USFWS. (*Less than Significant with Mitigation)*

Existing on-site structures, as well as landscaping (e.g., trees, shrubs, ornamental grasses) near the project site, could provide suitable nesting habitat for migratory birds and raptors that are protected under state (California Fish and Game Code Sections 3503 and 3513) and federal laws (e.g., Migratory Bird Treaty Act); special-status bat and other bat species are protected under state law (California Fish and Game Code 4150). Construction activities, including structure demolition associated with the proposed project, could affect nesting birds and bats, resulting in take (i.e., direct mortality for adult or young birds or bats, the destruction of active nests, disturbance of nesting adults, with associated nest abandonment and/or loss of reproductive effort), which would be a significant impact.

Mitigation Measure BIO-1: Special-Status Species, Migratory Birds, and Nesting Birds (from the General Plan EIR)

Special-status species are those listed as endangered, threatened, or rare or candidates for listing by the U.S. Fish and Wildlife Service (USFWS) and/or California Department of Fish and Wildlife (CDFW) or designated as Rare Plant Rank 1B or 2B species by the California Native Plant Society (CNPS). This designation also includes CDFW Species of Special Concern and Fully Protected Species. Applicants or sponsors of projects on sites where potential special-status species, migratory birds, or nesting birds are present shall retain a qualified biologist to conduct a focused survey, per applicable regulatory agency protocols, to determine whether

such species occur on a given project site. The project applicant or sponsor shall ensure that, if development of occupied habitat must occur, species impacts shall be avoided or minimized; if required by a regulatory agency or the CEQA process, any loss of wildlife habitat or individual plants shall be fully compensated on the site. If off-site mitigation is necessary, it shall occur within the South San Francisco Planning Area whenever possible, with priority given to existing habitat mitigation banks. Habitat mitigation shall be accompanied by a long-term management plan and monitoring program prepared by a qualified biologist and include provisions for the protection of mitigation lands in perpetuity through the establishment of easements and adequate funding for maintenance and monitoring.

Findings: Based on the analysis in Section 3.4.2.1 of Appendix B to the EIR, implementation of Mitigation Measure BIO-1 will ensure that potential adverse impacts on nesting birds and raptors, or roosting bats, will be mitigated to less-than-significant levels, as the project would be required to retain a qualified biologist to conduct pre-construction surveys for nesting birds and roosting bats. If nesting birds or roosting bats are identified on the project site or in an area that could be disturbed during project construction, measures would be identified to avoid or minimize impacts on the individuals. In addition, if any loss of wildlife habitat or individual plants would occur as a result of the project, and as required by a regulatory agency, full compensation would be required on the project site or off-site, if necessary. Accordingly, based on the EIR and the entire record before the City, the City finds that changes or alterations have been required in, or incorporated into, the proposed project to avoid or substantially lessen the significant environmental effects identified in the final EIR.

Impact BIO-d (from the initial study checklist [Appendix B of the draft EIR]): The project would not interfere substantially with the movement of any native resident or migratory fish or wildlife species, or with established native resident or migratory wildlife corridors, or impede the use of native wildlife nursery sites. (*Less than Significant with Mitigation)*

As discussed above under Impact BIO-a, existing buildings and landscaping on the project site could provide nesting habitat for resident and migratory birds and bats; therefore, the proposed project has the potential to affect a native wildlife nursery site, which would be a potentially significant impact.

Mitigation Measure BIO-1: Special-Status Species, Migratory Birds, and Nesting Birds (from the General Plan EIR). See above (pages 6 and 7) for the full mitigation measure.

Findings: Based on the analysis in Section 3.4.2.4 of Appendix B to the EIR, implementation of Mitigation Measure BIO-1 will ensure that potential adverse impacts on native resident or migratory fish or wildlife species, established native resident or migratory wildlife corridors, and native wildlife nursery sites will be mitigated to less-than-significant levels, as the project would be required to retain a qualified biologist to conduct pre-construction surveys for nesting birds and roosting bats. If nesting birds or roosting bats are identified on the project site or in an area that could be disturbed during project construction, measures would be identified to avoid or minimize impacts on the individuals. In addition, if any loss of wildlife habitat or individual plants would occur as a result of the project, and as required by a regulatory agency, full compensation would be required on the project site or off-site, if necessary. Accordingly, based on the EIR and the entire record before the City, the City finds that changes or alterations have been required in, or incorporated into, the proposed project to avoid or substantially lessen the significant environmental effects identified in the final EIR.

Cultural Resources

Impact CULT-2: The project would not cause a substantial adverse change in the significance of an archaeological resource pursuant to Section 15064.5. (*Less than Significant with Mitigation)*

The proposed project would require grading and excavation to construct the proposed buildings, parking garages, and utility improvements. The project would excavate to a depth of approximately 3 to 7 feet below the ground surface for utility work. The maximum depth of excavation would be approximately 5 feet below sea level for the sanitary sewer main upgrade; the average level of the project site is 6 feet above sea level. A records search indicated that one previously recorded archaeological resource is located within the project site, and four previously recorded archaeological resources are within 0.25 mile of the project site. Due to the presence of precontact midden deposits within and near the project site, there is increased potential for encountering as-yet undocumented archaeological deposits during project-related ground disturbance, given the magnitude of excavation associated with construction of the proposed project. This impact is considered potentially significant.

Mitigation Measure CULT-3: Train Workers to Respond to the Discovery of Cultural Resources

A qualified archaeologist shall be retained to conduct cultural resources awareness training to all project personnel, prior to the start of construction. A qualified professional archaeologist is one that meets the Secretary of the Interior's Professional Qualification Standards in archaeology, as promulgated in Code of Federal Regulations (CFR), Title 36. The qualified archaeologist should note the names of all personnel who attend the cultural resources awareness training and email the information to the City for its records. The training shall include basic information about the types of artifacts that might be encountered during construction activities and procedures to follow in the event of a discovery. The training shall be provided for any additional personnel added to the project, even after the initiation of construction and ground-disturbing activities.

Mitigation Measure CUL-4: Retain a Qualified Archaeologist to Perform Construction Monitoring, Evaluate Uncovered Archaeological Features, and Mitigate Potential Disturbance for Identified Significant Resources at the Project Site

An archaeological monitor shall be on-site to monitor all construction-related ground disturbing activities. The archaeological monitoring, treatment, and evaluation of discoveries should be overseen by a qualified archaeologist who meets the Secretary of the Interior's Standards for Archaeology and is experienced in archaeological resource identification in the Bay Area. The archaeological monitor should identify archaeological remains that might be exposed by equipment during ground-disturbing construction activities. The monitor should observe all excavation activities associated with trenching, as well as inspect backdirt piles for evidence of pre-European contact, historical, or other culturally sensitive materials. If it is safe to do so, the monitor should inspect the sidewalls of trenches and pits as they are exposed. If warranted by their observations, the monitor should be empowered to temporarily halt or redirect construction to examine soils or inspect the potential resources. Archaeological monitors shall collect photographs and maintain notes (including documentation of stratigraphy and culturally sterile soils) and complete daily monitoring logs. The monitoring logs shall record the daily activities, including project locations and times, stratigraphic

information, and findings of archaeological monitoring activities. An Archaeological Monitoring Results Report (AMRR) shall be prepared at the conclusion of ground-disturbing activities. The AMRR would include an introduction, regulatory context, monitoring methods, and findings. Daily monitoring logs, monitoring photographs, and figures depicting monitoring locations would be provided as appendices to the report.

Findings: Based on the analysis in Section 4.3.4.4 of the EIR, implementation of Mitigation Measures CULT-3 and CULT-4 will ensure that adverse impacts on archaeological resources will be mitigated to less-than-significant levels by ensuring that project activities would not result in the inadvertent destruction of archaeological resources through requiring a qualified archaeologist to conduct a cultural resources awareness training for all project personnel, which would include basic information about the types of artifacts that might be encountered during construction activities and procedures to follow in the event of a discovery. In addition, an archaeological monitor would be required to be on-site to monitor all construction-related ground disturbing activities to observe and inspect for evidence of pre-European contact, historical, or other culturally sensitive materials. If warranted by their observations, the monitor should be empowered to temporarily halt or redirect construction to examine soils or inspect the potential resources, and collect photographs and maintain notes (including documentation of stratigraphy and culturally sterile soils) and complete daily monitoring logs. Furthermore, an Archaeological Monitoring Results Report (AMRR) shall be prepared at the conclusion of ground-disturbing activities. Accordingly, based on the EIR and the entire record before the City, the City finds that changes or alterations have been required in, or incorporated into, the proposed project to avoid or substantially lessen the significant environmental effects identified in the final EIR.

Impact C-CUL-2: The project, inclusive of the off-site redesignation parcels, together with the cumulative projects identified, would not result in a cumulatively considerable contribution to significant cumulative impacts on archaeological resources or human remains. (*Less than Cumulatively Considerable with Mitigation)*

As discussed under Impact CULT-2, ground-disturbing activities under the proposed project would have the potential to result in the inadvertent destruction of archaeological resources. Cumulative impacts on archaeological resources are considered potentially significant because reasonably foreseeable projects would most likely involve ground-disturbing activities that could uncover resources related to the resources that could be uncovered by the proposed project. The project has the potential to contribute to this cumulative impact considerably.

Mitigation Measure CULT-3: Train Workers to Respond to the Discovery of Cultural Resources. See above (page 8) for the full mitigation measure.

Mitigation Measure CULT-4 Retain a Qualified Archaeologist to Perform Construction Monitoring, Evaluate Uncovered Archaeological Features, and Mitigate Potential Disturbance for Identified Significant Resources at the Project Site. See above (pages 6 and 7) for the full mitigation measure.

Findings: Based on the analysis in Section 4.3.4.5 of the EIR, implementation of Mitigation Measure CULT-3, and Mitigation Measure CULT-4 would ensure that the proposed project's contribution to cumulative impacts on archaeological resources would be less than cumulatively considerable with mitigation by ensuring that project activities would not result in the inadvertent destruction of archaeological resources through requiring a qualified archaeologist to conduct a cultural resources

awareness training for all project personnel, which would include basic information about the types of artifacts that might be encountered during construction activities and procedures to follow in the event of a discovery. In addition, an archaeological monitor would be required to be on-site to monitor all construction-related ground disturbing activities to observe and inspect for evidence of pre-European contact, historical, or other culturally sensitive materials. If warranted by their observations, the monitor should be empowered to temporarily halt or redirect construction to examine soils or inspect the potential resources, and collect photographs and maintain notes (including documentation of stratigraphy and culturally sterile soils) and complete daily monitoring logs. Furthermore, an Archaeological Monitoring Results Report (AMRR) shall be prepared at the conclusion of ground-disturbing activities. Accordingly, based on the EIR and the entire record before the City, the City finds that changes or alterations have been required in, or incorporated into, the proposed project to avoid or substantially lessen the significant environmental effects identified in the final EIR.

Geology and Soils

Impact GEO-f (from the initial study checklist [Appendix B of the draft EIR]): The project would not directly or indirectly destroy a unique paleontological resource or site or unique geologic feature. (*Less than Significant with Mitigation)*

Geologic units underlying the project site, specifically the Colma Formation and Merced Formation, are known to be potentially fossiliferous. Therefore, the paleontological sensitivity of these geologic units is considered to be high. The geologic units have the potential to contain significant fossils at the project site. Because paleontological resources are located below the ground surface, ground disturbances such as excavating, grading, and resurfacing could affect any paleontological resources that may be present. Therefore, it is possible for construction activities in certain areas to directly or indirectly destroy paleontological resources within the project site. This could result in a potentially significant impact.

Mitigation Measure GEO-6 (from the General Plan EIR):

Applicants, owners, and/or sponsors of all future development or construction projects shall be required to perform or provide paleontological monitoring for all proposed excavations in the Colma Formation and Merced Formation, including those buried in the shallow subsurface below Quaternary deposits, due to high paleontological sensitivity for significant resources in these areas. Should significant paleontological resources (e.g., bones, teeth, well-preserved plant elements) be unearthed by the future project construction crew, the project activities shall be diverted at least 15 feet from the discovered paleontological resources until a professional vertebrate paleontologist has assessed such discovered resources; if deemed significant, such resources shall be salvaged in a timely manner. The applicant/owner/ sponsor of said project shall be responsible for diverting project work and providing the assessment, including retaining a professional vertebrate paleontologist for such purpose. Collected fossils shall be deposited by the applicant/owner/sponsor in an appropriate repository (e.g., University of California Museum of Paleontology [UCMP], California Academy of Sciences) where the collection shall be properly curated and made available for future research.

Findings: Based on the analysis in Section 3.7.2.9 of Appendix B to the EIR, implementation of Mitigation Measure GEO-6 will ensure that adverse impacts on paleontological resources will be mitigated to less-than-significant levels by requiring paleontological monitoring for all proposed excavation. In addition, should significant paleontological resources be unearthed during

construction activities, all project activities shall be diverted within15 of the discovery until it has been appropriately assessed, documented, and collected, if necessary, by a qualified paleontologist. Accordingly, based on the EIR and the entire record before the City, the City finds that changes or alterations have been required in, or incorporated into, the proposed project to avoid or substantially lessen the significant environmental effects identified in the final EIR.

Noise and Vibration

Impact NOI-2: The project would not generate excessive ground-borne vibration or ground-borne noise levels. (*Less than Significant with Mitigation)*

Construction of the proposed project would involve the use of equipment that could generate ground-borne vibration. The potential for structural damage to occur at adjacent or nearby buildings can be evaluated by estimating PPV levels from construction equipment at nearby uses and comparing those levels to the Caltrans damage criterion for that type of building. The nearest off-site structures to the project site are the commercial and industrial buildings located along the western border of the project site. A setback from the property line is anticipated to keep vibration-intensive construction equipment away from these structures. However, the size of the setback is not known at this time. This analysis conservatively assumed that a large bulldozer, or similar equipment, would be operated with a 10-foot setback from the closest structure in place.

The structures along the western border of the project site (parallel to San Mateo Avenue) would be categorized as "historic" and "some old buildings," according to the Caltrans vibration guidelines for damage to structures. The applicable damage criterion for these buildings from the Caltrans vibration damage guidelines is a PPV of 0.25 in/sec. Because the estimated vibration level from an excavator at 10 feet (PPV of 0.352 in/sec) would exceed the applicable criterion, vibration-related damage could occur at this structure if vibration-intensive equipment were to be used at this distance. Therefore, this impact is considered potentially significant.

Mitigation Measure NOI-1: Protect Adjacent Structures from Construction-Generated Vibration

For construction with heavy ground-disturbing equipment that occurs within 13 feet of neighboring buildings, a construction vibration control plan shall be required to mitigate potential construction vibration impacts. The project sponsor shall incorporate into construction specifications for the proposed project a requirement for the construction contractor(s) to use all feasible means to avoid damage to adjacent and nearby buildings. Such methods to help reduce vibration-related damage effects may include maintaining a safe distance between the construction site and the potentially affected building (e.g., at least 13 feet for large earth-disturbing equipment) or using smaller and less-vibration-intensive equipment in proximity to the potentially affected building.

In the event that vibration-generating construction activity is required within 13 feet of nearby older buildings similar to "historic and some old buildings," the construction contractor shall implement a monitoring program to minimize damage to adjacent buildings and ensure that any such damage is documented and repaired. If required, the monitoring program shall include the following components:

- Prior to the start of any ground-disturbing activity within 13 feet of adjacent buildings, the construction contractor shall engage a structural engineer or other professional with similar qualifications to document and photograph the existing conditions of potentially affected buildings within 13 feet of proposed vibratory-generating construction activities.
- Based on the construction and condition of the resource(s), the consultant shall also establish a standard maximum vibration level that will not be exceeded at nearby buildings, based on existing conditions, character-defining features, soil conditions, and anticipated construction practices (a common standard is a peak particle velocity of 0.25 inch per second for "historic and some old buildings," as shown in Table 5-1).
- To ensure that vibration levels do not exceed the established standard, the project sponsor shall monitor vibration levels at each structure and prohibit vibratory construction activities that generate vibration levels in excess of the standard.
- Should vibration levels be observed in excess of the selected standard, construction shall be halted and alternative construction techniques put in practice, to the extent feasible.
- When vibration-intensive activity (e.g., heavy earth-disturbing equipment) occurs within 13 feet of a building, the structural engineer shall conduct an inspection of the building for damage within 7 days of that activity. If inspections determine that no damage occurred, the 7-day period may be increased to 30 days for that activity. Should damage to adjacent buildings occur, the building(s) shall be remediated to their preconstruction condition at the conclusion of ground-disturbing activity on the site.
- Should all ground-disturbing construction activity occur 13 feet or more from the nearest existing structure, this monitoring plan shall not be required.

Findings: Based on the analysis in Section 4.5.5.1 of the EIR, implementation of Mitigation Measure NOI-1 will reduce impacts related to vibration during project construction to less-than-significant levels by requiring construction activities with vibration-generating equipment that would operate within 13 feet of adjacent structures to prepare a construction vibration control plan with specific measures to ensure that vibration would be kept below the level that may cause damage. In addition, a monitoring program shall be implemented to minimize damage to adjacent buildings and ensure that any such damage is documented and repaired. Accordingly, based on the EIR and the entire record before the City, the City finds that changes or alterations have been required in, or incorporated into, the proposed project to avoid or substantially lessen the significant environmental effects identified in the final EIR.

Findings Regarding Significant and Unavoidable Impacts, Including Cumulatively Considerable Impacts

A significant and unavoidable impact is an impact that cannot be mitigated to a less-than-significant level if the project is implemented because no feasible mitigation has been identified. Except for the impacts described below, all significant impacts associated with the proposed project would be reduced to a less-than-significant level with incorporation of the mitigation measures identified in the EIR. The proposed project would result in the significant unavoidable impacts described below. However, the City has determined that the impacts are acceptable because of overriding economic, social, or other considerations, as described in the statement of overriding considerations on page 28.

Air Quality

Impact AQ-2: The project would result in a cumulatively considerable net increase of any criteria pollutant for which the project region is classified as nonattainment under an applicable federal or state ambient air quality standard. ***(Significant and Unavoidable)***

During project operation, the proposed project would result in area source emissions, specifically reactive organic gas (ROG) emissions, from the use of consumer products, such as cleaning products, within the buildings, as well as landscaping equipment, off-gassing from architectural coatings (e.g., paint), and mobile, stationary, and laboratory sources. It was determined that unmitigated daily ROG emissions from operation of the proposed project would exceed the Bay Area Air Quality Management District's (BAAQMD's) threshold, but no other pollutants would exceed the threshold. Therefore, this impact is considered potentially significant.

Mitigation Measure AQ-1: Require Low-VOC Coatings during Project Operation

The project sponsor shall require contractors, as a condition of contract, to reduce construction-related fugitive ROG emissions by ensuring that low-VOC coatings with a VOC content of 50 grams per liter or less are used during operation.

Mitigation Measure AQ-2: Require Low-VOC Cleaning Supplies

The project sponsor shall provide educational resources for tenants concerning zero- or low-VOC cleaning products. Prior to receipt of any certificate of final occupancy, the project sponsor shall work with the City of South San Francisco to develop the electronic correspondence to be distributed by email to new commercial tenants regarding a requirement to purchase cleaning products that generate less than the typical VOC emissions.

Mitigation Measure AQ-3: Require Use of Zero-Emission Landscape Equipment

The project sponsor shall provide educational resources for tenants concerning zero-emission landscape equipment. The project sponsor, as a condition of contract, shall require all tenants to use only electric landscaping equipment throughout project operation to reduce ROG, NO_X, PM_{10}, and $PM_{2.5}$ emissions.

Findings: Based on the analysis in Section 4.2.4.6 of the EIR, with implementation of Mitigation Measures AQ-1 through AQ-3, ROG emissions would be reduced because the products used on the project site, such as coatings and cleaning products, would result in less off-gassing of ROGs compared to typical products. In addition, ROGs and other pollutants from combustion associated with landscaping equipment would be eliminated through the use of zero-emission equipment. However, net emissions of ROG would still exceed BAAQMD's threshold with implementation of Mitigation Measures AQ-1 through AQ-3; there are no additional measures to reduce these emissions further. As such, operation of the proposed project would generate ROG emissions in excess of BAAQMD's thresholds. This impact would be significant and unavoidable. Accordingly, based on the EIR and the entire record before the City, the City finds that changes or alterations have been required in, or incorporated into, the proposed project to avoid or substantially lessen the significant environmental effects identified in the final EIR to the greatest extent feasible. However, with implementation of identified mitigation measures, ROG emissions would still be above BAAQMD's threshold, and impacts would remain significant and

unavoidable. The City also finds that specific economic, legal, social, technological, or other considerations make any additional mitigation measures infeasible as the best available technology to reduce impacts has been identified and incorporated as part of the project mitigation measures.

Impact AQ-3: The project would expose sensitive receptors to substantial pollutant concentrations. (*Significant and Unavoidable*)

Project-related construction activities would generate diesel particulate matter (DPM) (i.e., particulate matter [PM] PM_{10} exhaust from diesel vehicles) from off-road equipment and heavy-duty trucks. $PM_{2.5}$ exhaust and fugitive dust emissions would be generated from off-road equipment, on-site material movement, and on-road travel by heavy-duty tricks and workers' vehicles. Operational sources of $PM_{2.5}$ exhaust and fugitive dust emission would be generated by emergency generators and employees' vehicles. These activities could expose adjacent sensitive receptors to health risks in excess of applicable thresholds. As detailed in the EIR, $PM_{2.5}$ concentrations would exceed the BAAQMD threshold as a result of dust and exhaust generated during construction that could affect workers. Accordingly, sensitive worker receptors would be exposed to substantial concentrations of $PM_{2.5}$ during construction. During operations, the worker receptor maximally exposed individual (MEI) for operational $PM_{2.5}$ is located at a different location than for construction $PM_{2.5}$. The primary reason for the exceedance of BAAQMD's threshold is the proximity of worker receptors to sources of $PM_{2.5}$ from project operations (on-road trips to and from the site).

Mitigation Measure AQ-4: Implement Construction Mitigation Measures to Reduce Dust Emissions.

The project sponsor shall require all construction contractors to implement the dust-reducing measures listed below, which are based on BAAQMD's Basic Best Management Practices for Construction-Related Fugitive Dust Emissions but include more stringent measures to obtain greater reductions. The project sponsor shall provide documentation to the City of South San Francisco that the construction measures have been reflected in all construction contracts prior to the commencement of project construction activities.

- All exposed surfaces (e.g., parking areas, staging areas, soil piles, graded areas, unpaved access roads) shall be watered at least three times per day.
- All haul trucks transporting soil, sand, or other loose material off-site shall be covered.
- All visible mud or dirt track-out onto adjacent public roads shall be removed using wet power vacuum street sweepers at least once per month. The use of dry power sweeping is prohibited. All vehicle speeds on unpaved roads shall be limited to 15 miles per hour.
- All roadways, driveways, and sidewalks to be paved shall be completed as soon as possible. Building pads shall be laid as soon as possible after grading, unless seeding or soil binders are used.
- All excavation, grading, and/or demolition activities shall be suspended when average wind speeds exceed 20 mph.
- All trucks and equipment, including their tires, shall be washed off prior to leaving the site.

- Unpaved roads providing access to sites located 100 feet or further from a paved road shall be treated with a 6- to 12-inch layer of compacted layer of wood chips, mulch, or gravel.
- Publicly visible signs shall be posted with the name and telephone number of the person to contact at the City regarding dust complaints. That person shall respond and take corrective action within 48 hours. The air district's general air pollution complaints number shall also be visible to ensure compliance with applicable regulations.

Findings: Based on the analysis in Section 4.2.4.6 of the EIR, to reduce $PM_{2.5}$ concentrations during construction, the project sponsor would need to implement Mitigation Measure AQ-4, which would require construction mitigation measures to reduce dust emissions based on BAAQMD's Best Management Practices for Construction-Related Fugitive Dust Emissions but with more stringent measures to obtain greater reductions in dust emissions. In addition, operational sources of $PM_{2.5}$ exhaust and fugitive dust emissions would be generated by emergency generators and employees' vehicles. Without implementation of dust reduction measures, the maximum $PM_{2.5}$ concentration would result from construction activities. However, with reduction measures implemented, construction $PM_{2.5}$ concentrations would be reduced, and the annual $PM_{2.5}$ concentration during operations would become the maximum value. The primary reason for the $PM_{2.5}$ exceedance is the proximity of worker receptors to sources of $PM_{2.5}$ from project operations (e.g., on-road vehicle trips to and from the site). The worker receptors who would be exposed to the $PM_{2.5}$ exceedance would be those at the adjacent site east of the Infinite 101 site. The distance between workers at the adjacent site and operations at the project site would be minimal and would not allow pollutant concentrations to disperse. As such, the exceedance of the threshold would be largely due to the proximity of the receptors. No additional measures have been identified to avoid this exceedance. This impact would be significant and unavoidable. Accordingly, based on the EIR and the entire record before the City, the City finds that changes or alterations have been required in, or incorporated into, the proposed project to avoid or substantially lessen the significant environmental effects identified in the final EIR to the greatest extent feasible. However, because mitigation to address project health risks and pollutant concentrations would not reduce impacts to levels that would be below BAAQMD thresholds, impacts would remain significant and unavoidable. The City also finds that specific economic, legal, social, technological, or other considerations make any additional mitigation measures infeasible as the minimal distance between workers at the adjacent site and operations at the project site would not allow pollutant concentrations to disperse, and the best available technology to reduce impacts has been identified and incorporated as part of the project mitigation measure.

Impact C-AQ-2: The project, inclusive of the off-site redesignation parcels, together with the cumulative projects identified, would result in a cumulatively considerable net increase of any criteria pollutant for which the project region is non-attainment under an applicable federal or state ambient air quality standard. ***(Significant and Unavoidable)***

As discussed under Impact AQ-2, the proposed project would generate ROG emissions in excess of BAAQMD's construction and operational thresholds. Implementation of Mitigation Measures AQ-1, AQ-2, and AQ-3, which would require low-VOC coatings during project operation, low-VOC cleaning supplies, and use of zero-emission landscape equipment, would help reduce emissions, but not to a less-than-significant level. Accordingly, the proposed project's contribution to a cumulative criteria pollutant emissions impact would be significant and unavoidable.

Mitigation Measures: Refer to Impact AQ-2 (page 12).

Findings: For the reasons stated under Impact AQ-2 (page 12), based on the EIR and the entire record before the City, the City finds that changes or alterations have been required in, or incorporated into, the proposed project to avoid or substantially lessen the significant environmental effects identified in the final EIR to the greatest extent feasible. However, with implementation of identified mitigation measures, ROG emissions would still be above BAAQMD's threshold, and impacts would remain significant and unavoidable. Accordingly, the proposed project's contribution to a cumulative criteria pollutant emissions impact would be significant and unavoidable. The City also finds that specific economic, legal, social, technological, or other considerations make any additional mitigation measures infeasible, as the best available technology to reduce impacts has been identified and incorporated as part of the project mitigation measures.

Impact C-AQ-3: The project, inclusive of the off-site redesignation parcels, together with the cumulative projects identified, would expose sensitive receptors to substantial pollutant concentrations. ***(Significant and Unavoidable)***

As stated in Impact AQ-3, sensitive worker receptors would be exposed to substantial concentrations of $PM_{2.5}$ from off-road equipment and heavy-duty trucks. To reduce $PM_{2.5}$ concentrations during construction, the project sponsor would need to implement Mitigation Measure AQ-4. However, $PM_{2.5}$ levels would continue to exceed threshold levels. Therefore, the proposed project's contribution to cumulative impacts during construction would be significant and unavoidable.

During operation, existing stationary, roadway, and railway sources in combination with the proposed project would not exceed BAAQMD cumulative thresholds for cancer risk or the hazard index. However, annual $PM_{2.5}$ concentrations would exceed BAAQMD's cumulative threshold. The primary reason for the exceedances is the high level of ambient $PM_{2.5}$ emissions generated by two facilities within 1,000 feet of the project site, the Granite Rock Company at 1321 Lowrie Avenue and Central Concrete Supply at 1305 San Mateo Avenue, even though the maximally affected receptors would be at least 860 feet from the two facilities. The contribution from the project would be substantially less than the contribution from the existing stationary sources; however, as discussed for project-level impacts, the contribution of the project alone would exceed BAAQMD's project-level threshold. Therefore, the health risks associated with toxic air contaminants (TACs) emitted by the proposed project in combination with health risks associated with existing TAC sources would result in a cumulatively considerable local health risk for sensitive receptors near the project site. Therefore, the proposed project's contribution to cumulative impacts during operation would be significant and unavoidable, and the project's contribution would be cumulatively considerable.

Mitigation Measure: Refer to Impact AQ-3 (page 13).

Findings: For the reasons stated under Impact AQ-3 (page 13), based on the EIR and the entire record before the City, the City finds that changes or alterations have been required in, or incorporated into, the proposed project to avoid or substantially lessen the significant environmental effects identified in the final EIR to the greatest extent feasible. However, because mitigation to address project health risks and pollutant concentrations would not reduce impacts to levels that would be below BAAQMD thresholds, impacts would remain significant and unavoidable. Accordingly, the proposed project's contribution to a cumulative impact would be significant and unavoidable. The City also finds that specific economic, legal, social, technological, or other considerations make any additional mitigation measures infeasible as the minimal distance between sensitive receptors and operations at the project site would not allow pollutant concentrations to disperse, and the best available technology to reduce impacts has been identified and incorporated as part of the project's mitigation measure.

Cultural Resources

Impact CULT-1: The project would cause a substantial adverse change in the significance of a historical resource pursuant to Section 15064.5. (*Significant and Unavoidable*)

The proposed project would demolish the Golden Gate Produce Terminal facility, surface parking, and limited landscaping to construct approximately 1.7 million sf of R&D and amenity space within seven buildings. The Golden Gate Produce Terminal is recommended as eligible for listing in the CRHR and NRHP and is therefore considered a historical resource for CEQA compliance. Therefore, the demolition of the Golden Gate Produce Terminal would result in a substantial adverse change to the historical resource, and this impact is potentially significant.

Mitigation Measure CULT-1: Prepare Documentation in the Likeness of the Historic American Building Survey (HABS) in Consultation with Interested Parties

Documentation and recordation of a historical resource that will be demolished will reduce the loss of local history by preserving the history of the resource and its role within the region's historical context for the public's benefit and understanding.

The applicant shall consult interested third parties and qualified professionals to prepare HABS-like documentation for the CRHR- and NRHP-eligible building on the project site proposed for demolition. Using the format and standards as defined by the NPS (which administers the HABS program), the applicant shall complete written and photographic documentation of the significant and character-defining features of the property prior to construction. This documentation shall minimize impacts by capturing and preserving a description of the property's significance, occupant and development history, and physical characteristics associated with the resource.

In recent years, due to the large volume of submissions generated by environmental mitigation requirements, the NPS and National Archives have issued directives, indicating that they will not accept formal submissions under the HABS, Historic American Landscape Survey (HALS), and Historic American Engineering Record (HAER) programs unless the resource being documented is a rare, unusual, or exceptionally high-quality example of its type. Therefore, documentation at a similar level and formatting—HABS-like, with standard photography, written narrative, measured drawings—shall supplement documentation standards without formal submission to the National Park Service for review and approval. Instead, the prepared documentation shall be prepared informally for distribution to local repositories or reuse in interpretive or educational programs.

Educational media, such as print materials, websites, or digital publications shall be prepared from the HABS-level documentation and donated to interested local repositories, such as the City of South San Francisco public library system and the Historical Society of South San Francisco (specifically their Historical Society Museum collections). Educational media may incorporate written, photographic, and archival documentation (e.g., informal HABS-level documentation undertaken with NPS standards); oral history interviews; videos; or animation to tell the story of the affected resource's contribution to the broad patterns of local history and cultural heritage represented by the affected resource.

Mitigation Measure CULT-2: Initiate Interpretive Signage Plan or Public Interpretation Program

The applicant shall prepare an Interpretive Signage Plan and/or Public Interpretation Program, setting forth the process for the design and installation of interpretive signage and/or an interpretation program within the project site. The Interpretive Signage Plan and/or Public Interpretation Program shall be developed in coordination with professionals who meet the Secretary of the Interior's Professional Qualification Standards in History or Architectural History.

The Interpretive Signage Plan and/or Public Interpretation Program shall include details regarding the proposed locations for the signage and/or program materials and the design of the visual components of the interpretive signage and/or interpretation program. The Interpretive Signage Plan or Public Interpretation Program shall not include cost analysis or specifications for the fabrication or installation of interpretative signage and/or interpretative program materials.

The Interpretive Signage Plan and/or Public Interpretation Program shall be reviewed and approved by the City of South San Francisco prior to the issuance of a demolition permit for the proposed project. No further discretionary review or approvals are anticipated to be required by the City to implement the Interpretive Signage Plan and/or Public Interpretation Program. Implementation of the Interpretive Signage Plan and/or Public Interpretation Program shall include the following elements:

Permanent Signage: The permanent interpretive signage shall include a minimum of two and a maximum of four permanent interpretive markers or signs that interpret South San Francisco's industrial heritage and include a history of the land uses previously located within the project site. The signs shall describe the industries that operated within the project site, namely, the Golden Gate Produce Terminal, and provide a written or visual narrative that places these companies within the context of the City's industrial development. The permanent signage shall use relevant historic photos, historic maps, and company archival materials (such as logos) to illustrate the narrative where feasible, given the availability and publication permission of the images. The signs shall be located on the interior and exterior of the proposed amenity building and/or at its adjacent courtyard within the project site. They shall be visible to both project site tenants and the general public (e.g., through an accessible and specific area or route through the grounds or buildings made legally available to the general public). Potential locations for permanent signage include the north courtyard, the south courtyard (and adjacent large-event/recreational space), the lobby entrance, and the proposed day-care facility. Permanent signage may also be incorporated into the perimeter path, promenade, or infinite loop. No more than half of the signs may be located in lobbies or other public spaces that are inside buildings. The permanent signs shall be installed prior to the issuance of the first Certificate of Occupancy. Additionally, a secondary location shall be sourced for potential permanent signage with ties to local produce distribution history and/or current farmer's markets.

Public Interpretation Program: The Public Interpretation Program, including, but not limited to, self-guided walking tours, short-format films, or murals and public art, shall include materials that interpret South San Francisco's industrial heritage and a history of the land uses previously located within the project site. The Public Interpretation Program shall describe the industries that operated within the project site (i.e., the Golden Gate Produce Terminal) and provide a written or visual narrative that places these companies within the context of the city's industrial development. The Public Interpretation Program shall use relevant historic photos, historic

maps, and company archival materials (such as logos) to illustrate the narrative where feasible, given the availability and publication permission of the images. The Public Interpretation Program shall be located on the interior and exterior of the proposed amenity building and at its adjacent courtyard within the project site. It shall be visible to both project site tenants and the general public. Potential locations for interpretative program materials include the north courtyard, the south courtyard (and adjacent large-event/recreational space), the lobby entrance, and the proposed day-care facility. Interpretative program materials could also be incorporated into the perimeter path, promenade, or infinite loop. No more than half of the Public Interpretation Program locations may be displayed in lobbies or other public spaces that are inside buildings. The Public Interpretation Program shall be installed prior to the issuance of the first certificate of occupancy. In addition, a secondary location shall be sourced for a potential interpretation program with ties to local produce distribution history and/or current farmer's markets.

Findings: Based on the analysis in Section 4.3.4.4 if the EIR, even with implementation of Mitigation Measure CULT-1 to reduce the potentially significant impact on the historical resource through written and photographic documentation of the significant and character-defining features of the property and recordation of its historic and architectural characteristics, the impact would remain significant and unavoidable because the resource would be removed in its entirety. Similarly, implementation of Mitigation Measure CULT-2 to document the history of the property through the design and installation of permanent signage on the project site would reduce the impact on the historic resource; however, the impact would remain significant and unavoidable because the resource would be removed in its entirety.

Mitigation Measures CULT-1 and CULT-2 would be implemented to reduce adverse impacts to the greatest extent possible. However, the impacts would remain significant and unavoidable because the resource would be removed in its entirety. Accordingly, based on the EIR and the entire record before the City, the City finds that changes or alterations have been required in, or incorporated into, the proposed project to avoid or substantially lessen the significant environmental effects identified in the final EIR to the greatest extent feasible. However, because the proposed project would result in the demolition of a historical resource, as defined under CEQA, impacts would remain significant and unavoidable. The City also finds that specific economic, legal, social, technological, or other considerations make any additional mitigation measures infeasible, because retaining the resource, or a large enough portion of the resource that would allow the resource to continue to convey its historic significance, would not allow for development of the project due to spatial and other constraints, and would be fundamentally inconsistent with the project objectives.

Transportation and Circulation

Impact TRANS-1: The project would conflict with a program, plan, ordinance, or policy addressing the circulation system, including transit, roadway, bicyclist, and pedestrian facilities. ***(Significant and Unavoidable)***

The proposed project would include various design features that would be consistent with goals, policies, and actions identified in the General Plan and Lindenville Specific Plan, including General Plan Goals MOB-1, MOB-2, MOB-4, and MOB-5, Lindenville Specific Plan goals MOB-1, MOB-2, and MOB-3, as well as the Active South City Plan, and the TDM ordinance. Although the project's site plan and TDM plan exhibit features that would be consistent with goals, policies, and actions identified in the General

Plan and Lindenville Specific Plan, the project overall remains inconsistent as it would add 1.7 million square feet of land use growth beyond what the City had planned for and analyzed along the Produce Avenue corridor, Lindenville, and citywide. This intensification of uses would occur in a location with insufficient access and circulation facilities, limited transportation options, and challenging connectivity to the regional transportation network, which would result in a conflicts with the goals and policies of the General Plan and Lindenville Specific Plan. Therefore, the proposed project would result in a potentially significant impact.

Mitigation Measure TRANS-1: Advanced Implementation of Transportation Improvements Identified in the General Plan, Lindenville Specific Plan, and Active South City Plan

The project shall implement and/or fund, as indicated below, the following improvements identified in the General Plan, Lindenville Specific Plan, and Active South City Plan:

1. Signalization of the U.S. 101 Off-ramp/Produce Avenue and U.S. 101 On-ramp/Produce Avenue/Terminal Court Intersections. The project shall implement two new traffic signals along Produce Avenue to improve traffic operations, safety, and bicycle and pedestrian access to the project site. The traffic signals shall be located at the intersections of the U.S. 101 off-ramp/Produce Avenue and U.S. 101 on-ramp/Produce Avenue/Terminal Court. The traffic signals shall be accompanied by changes to lane configurations, sidewalks, crosswalks, and bicycle facilities identified by the City to achieve consistency with adopted plans and policies.
2. Redesign of the Produce Avenue/San Mateo Avenue/Airport Boulevard Intersection. The project shall implement a redesign of the Produce Avenue/San Mateo Avenue/Airport Boulevard intersection to improve traffic operations, safety, and bicycle, pedestrian, and transit access to the project site. A partial redesign of this intersection is already funded by the 100 Produce, 124 Airport, and 40 Airport projects, which will include removal of slip lanes on the northeast, northwest, and southwest corners. The project's redesign shall include the reconfiguration of turning lanes, improvements to pedestrian and bicycle facilities, and the addition of bus stops and shelters for SamTrans Route 292, as identified by the City.
3. Construction of a Class IV Separated Bikeway from Baden Avenue to Terminal Court via Airport Boulevard and Produce Avenue. The project shall implement a Class IV separated bikeway on Produce Avenue and Airport Boulevard from Baden Avenue to Terminal Court, connecting the Caltrain station to the project site. This bikeway would close existing gaps between the project site, Caltrain station, and downtown South San Francisco, enabling continuous bicycle travel separated from auto and truck traffic. Improvements would include construction of a two-way facility along the west side of Produce Avenue from Terminal Court to Airport Boulevard/San Mateo Avenue, transitioning to a pair of one-way facilities through the Caltrain crossing to Baden Avenue. High-visibility striping for pedestrian crosswalks and "YIELD TO PEDS" signs would be incorporated where necessary and within project limits.
4. Signalization of the San Mateo Avenue/Shaw Road/Tanforan Avenue Intersection. The project shall implement a new traffic signal at the intersection of San Mateo Avenue/Shaw Road/Tanforan Avenue. This traffic signal would facilitate access to the project site via Shaw Road while reducing potential for multimodal conflicts. The traffic signal shall be accompanied by accessible sidewalk and curb ramp upgrades at the intersection, as well as associated signal and intersection/sidewalk modifications at the adjacent San Mateo Avenue/South Linden Avenue intersection.

5. Engineering Study of a New Southbound U.S. 101 Off-ramp Connecting to the Utah Avenue Overpass. The project shall fund an engineering study of a new southbound U.S. 101 off-ramp connecting to the proposed Utah Avenue overpass as envisioned in the General Plan and Lindenville Specific Plan. The engineering study shall be led by the city. As currently envisioned, the overpass would not include a southbound off-ramp. A second off-ramp would facilitate more direct access to the overpass and address long-term queueing concerns. The off-ramp would be accompanied by a new street connection between Utah Avenue and Produce Avenue north of the project site.
6. Engineering Study and Fair-Share Contribution toward a New Trail Crossing of U.S. 101 South of the Project Site. The project shall fund an engineering study for a new Class I shared-use path crossing of U.S. 101 to connect the Bay Trail with Shaw Road. The engineering study shall be led by the city. An engineering study of the planned U.S. 101 crossing has not yet occurred, and a preferred alternative alignment has not been determined. The engineering study will consider potential trail crossing alignments, incorporate the preferred alternative alignment into its site plan, and quantify a fair share contribution toward construction of the crossing.

Mitigation shall be completed by the applicant prior to the project receiving a certificate of occupancy. If the City implements these improvements in advance of the project's construction, the project shall reimburse the City for the cost of construction. If another development implements these improvements and/or engineering studies prior to the project's construction, the project shall be responsible for a fair-share reimbursement of construction costs to the developer leading these improvements. This funding will ensure that transportation facilities serving the project site are appropriately sized to handle multimodal travel demand associated with the project as envisioned in each plan.

Findings: Based on the analysis in Section 4.6.4.3 of the EIR, with implementation of Mitigation Measure TRANS-1, the project would advance off-site improvements consistent with Actions MOB-1.2.1, MOB-2.1.1, MOB-2.1.3, MOB-2.1.4, MOB-3.2.1, and MOB-3.2.2 to address effects on the transportation network. However, part of the right-of-way for the off-site improvements is under the jurisdiction of the California Department of Transportation (Caltrans) and the City of San Bruno. Neither jurisdiction has a mechanism for funding the improvements outlined in the mitigation and cannot ensure that mitigation will be implemented. In addition, the City of South San Francisco does not have the authority to require implementation of mitigation in San Bruno or areas under Caltrans' jurisdiction. There are no other feasible mitigation measures available. Therefore, the impact would be significant and unavoidable. Accordingly, based on the EIR and the entire record before the City, the City finds that changes or alterations to mitigate contributions to conflicts with a program, plan, ordinance, or policy addressing circulation are the responsibility of another public agency (i.e., the City of San Bruno and Caltrans), not the agency making the findings. Such changes should be adopted by such other agencies.

Impact TRANS-3: The project would substantially increase hazards due to a geometric design feature or incompatible uses. *(Significant and Unavoidable)*

The project would increase vehicle trips along southbound Produce Avenue and the southbound U.S. 101 Produce Avenue off-ramp, resulting in a net increase of approximately 170 vehicle trips in the AM peak hour and 30 vehicle trips in the PM peak hour. The South San Francisco General Plan EIR (Impact TRANS-4) determined that implementation of the General Plan is likely to increase vehicle

trips on City freeway ramps, which could exacerbate vehicle queues on ramps already in excess of their storage capacity. As such, the proposed project would result in a significant impact by exacerbating freeway ramp queueing and potential for conflicts at this intersection. In addition, the proposed project would increase vehicle trips entering and exiting Terminal Court at Produce Avenue, resulting in a net increase of approximately 730 vehicle trips in the AM peak hour and 700 vehicle trips in the PM peak hour to Terminal Court. The substantial increase in vehicle trips exiting Terminal Court during the PM peak hour would create a hazardous condition due to high-speeds and signal control; pedestrians and bicyclists crossing Terminal Court may also encounter conflicts with vehicles. Furthermore, the project would also increase vehicle trips entering and exiting via Shaw Road, resulting in a net increase of approximately 360 vehicle trips in the AM peak hour and 400 vehicle trips in the PM peak hour. The increase in vehicle trips exiting Terminal Court during the PM peak hour would create a hazardous condition due to the lack of signal control. Therefore, the proposed project would result in a potentially significant impact.

Mitigation Measure TRANS-1: Advanced Implementation of Transportation Improvements Identified in the General Plan, Lindenville Specific Plan, and Active South City Plan. See above (pages 18–20) for the full mitigation measure.

Findings: Based on the analysis in Section 4.6.4.3 of the EIR, the installation of new traffic signals along Produce Avenue and San Mateo Avenue under Mitigation Measure TRANS-1 would reduce the potential impact from conflicts and queuing at affected intersections to a less-than-significant level. However, two of the intersections on Produce Avenue are under the jurisdiction of Caltrans; one is under the jurisdiction of the City of San Bruno. Neither jurisdiction has a mechanism for funding this mitigation or ensuring that mitigation will be implemented. In addition, the City of South San Francisco does not have the authority to require implementation of mitigation in San Bruno or areas under Caltrans' jurisdiction. There are no other feasible mitigation measures available. A potentially hazardous condition results from a lack of signal control at the intersections. Therefore, the impact would be significant and unavoidable. Accordingly, based on the EIR and the entire record before the City, the City finds that changes or alterations to mitigate contributions to hazardous traffic conditions are the responsibility of another public agency (i.e., the City of San Bruno and Caltrans), not the agency making the findings. Such changes should be adopted by such other agencies.

Impact C-TRANS-1: The project, inclusive of the off-site redesignation parcels, together with the cumulative projects identified, would conflict with a program, plan, ordinance, or policy addressing the circulation system, including transit, roadway, bicycle, and pedestrian. ***(Significant and Unavoidable)***

As explained in Impact TRANS-1, the proposed project would result in a significant impact as it would exceed the level of multimodal travel that the City had planned for the Produce Avenue corridor, Lindenville, and citywide, constituting a significant impact from the lack of consistency with the General Plan and Lindenville Specific Plan. Therefore, this cumulative impact would be significant and unavoidable, and the project's contribution would be cumulatively considerable.

Findings: For the reasons stated under Impact TRANS-1 (page 21), based on the EIR and the entire record before the City, the City finds that changes or alterations to mitigate contributions to conflicts with a program, plan, ordinance, or policy addressing circulation are the responsibility of another public agency (i.e., the City of San Bruno and Caltrans), not the agency making the findings. Such changes should be adopted by such other agencies.

Impact C-TRANS-3: The project, inclusive of the off-site redesignation parcels, together with the cumulative projects identified, would substantially increase hazards due to a geometric design feature or incompatible uses. ***(Significant and Unavoidable)***

As explained in Impact TRANS-3, the proposed project would increase vehicle trips along Produce Avenue at the intersections of U.S. 101 off-ramp/Produce Avenue and U.S. 101 on-ramp/Produce Avenue/Terminal Court. The addition of vehicle trips along the U.S. 101 southbound off-ramp would cause vehicle queues to spill over onto U.S. 101, while both intersections would meet peak-hour signal warrants. The South San Francisco General Plan EIR determined that implementation of the General Plan is likely to increase vehicle trips on city freeway ramps, which could exacerbate vehicle queues on ramps already in excess of their storage capacity. The project would exacerbate this impact. Therefore, this cumulative impact would be significant and unavoidable, and the project's contribution would be cumulatively considerable.

Findings: For the reasons stated under Impact TRANS-3 (page 22), based on the EIR and the entire record before the City, the City finds that changes or alterations to mitigate contributions to hazardous traffic conditions are the responsibility of another public agency (i.e., the City of San Bruno and Caltrans), not the agency making the findings. Such changes should be adopted by such other agencies.

Findings Regarding Alternatives

CEQA Guidelines Section 15126.6 requires an EIR to evaluate a No-Project Alternative and a reasonable range of alternatives to a project that would feasibly attain most of the project's basic objectives but also avoid or substantially reduce any identified significant environmental impacts of the project. As described in Chapter 5, *Alternatives*, of the EIR, three alternatives were evaluated:

- Alternative A—No-Project Alternative
- Alternative B—Business Technology Park-Medium (BTP-M) Alternative (environmentally superior alternative)
- Alternative C—Increased Office Space (80 Percent Office/20 Percent Lab) Alternative

As described in Chapter 5, *Alternatives*, four other alternatives were considered by the City but ultimately rejected as infeasible during the scoping and environmental review process. The alternatives rejected from further consideration consist of the Reconfigured Project Alternative, Increased Lab Space Alternative, Alternative Project Location, and Preservation Alternative. These alternatives, along with the reasons they were ultimately not selected for further evaluation, are discussed below.

- **Reconfigured Project Alternative**. A Reconfigured Project Alternative was considered to see if the proposed new R&D uses and potential pollutant sources (e.g., operational $PM_{2.5}$ generation, and construction activity, generally) by concentrating new development farther from the sensitive receptors (e.g., future workers and day-care center users) within 1,000 feet of the project site. This alternative was considered for its potential to reduce or avoid the project's construction and operational health risks on sensitive receptors (Impact AQ-2 and AQ-3). The Reconfigured Alternative would also reduce and potentially avoid the project's contribution to significant cumulative impacts with respect to those topics (Impact C-AQ-2 and C-AQ-3). However, like the proposed project, under a Reconfigured Project Alternative, the future worker receptors who would be exposed to

the $PM_{2.5}$ impacts would be those at the adjacent Infinite 101 site east of the project site. Similarly, this impact would be primarily driven by the proximity of worker receptors to sources of $PM_{2.5}$ from project operations, which would include on-road vehicle trips to and from the site. As such, air quality impacts under a Reconfigured Project Alternative would still be significant largely due to the proximity of the receptors. Furthermore, even if such a setback were possible to reduce impacts related to off-site sensitive receptors, maintaining any such length of setback would likely greatly reduce the portion of the project site available for project buildings to be developed. Therefore, there is no feasible setback that would allow for the proposed uses to be developed at such a distance without substantially reducing the project's size to the extent where the project objectives are no longer met. Therefore, this alternative was rejected based on its infeasibility and inability to meet the basic project objectives, and reduce the proposed project's significant impacts

- **Increased Lab Space Alternative.** Generally, R&D uses in the city include a mix of lab and office spaces. An alternative that would include more lab space than what was assumed for the project (80 percent compared to the project's 50 percent) was considered, based on its potential to reduce the project's significant transportation impacts related to conflicts with a transportation program, plan, ordinance, or policy (Impact TRANS-1) and hazards due to a geometric design or incompatible uses (Impact TRANS-3), because lab uses typically generate fewer vehicle trips than office uses on a per-square-foot basis. The Increased Lab Space Alternative would develop the project site with the same total building area that would be developed under the proposed project, approximately 1,704,050 sf. The site plan for the Increased Lab Space Alternative would be similar to that of the proposed project, and all other proposed uses (e.g., the conference space, fitness center, restaurant, and day care) would remain the same. Although lab spaces typically generate fewer vehicle trips than office uses, the Increased Lab Space Alternative would still increase vehicle trips at several streets and freeway ramps with unsignalized intersections adjacent to the project site, including the U.S. 101 southbound off-ramp/Produce Avenue intersection, U.S. 101 southbound off-ramp/Terminal Court/ Produce Avenue intersection, and San Mateo Avenue/Shaw Road/Tanforan Avenue intersection, compared to existing conditions. Increases in the number of vehicle trips at these intersections would create hazardous conditions from the lack of signal control, along with worsened freeway ramp queuing and potential vehicle conflicts with pedestrians and bicyclists at crossings, resulting in a significant and unavoidable impact. Furthermore, this alternative would have a greater potential to result in impacts on sensitive receptors from operational laboratory-generated TACs. Furthermore, the market feasibility of this alternative is uncertain. Ultimately, this alternative was rejected because it would not substantially reduce or eliminate the project's significant transportation impacts (Impact TRANS-1 and TRANS-3) and air quality impacts (Impact AQ-2 and AQ-3) for the proposed lab and office uses. In addition, impacts related to historic resources (Impact CULT-1) and archaeological resources (Impact CULT-2) would not be any different from those of the proposed project and would remain significant and unavoidable and less than significant with mitigation, respectively.

- **Alternative Project Location**. An alternative that would construct the proposed project at a different location in the City was considered based on its potential to reduce or avoid the project's significant impacts related to criteria pollutants (Impact AQ-2), health risks at sensitive receptors (Impact AQ-3), historic resources (Impact CULT-1), conflicts with a transportation program, plan, ordinance, or policy (Impact TRANS-1), and hazards due to

geometric design feature or incompatible uses (Impact TRANS-3). An alternative project location could also potentially reduce or avoid the project's contribution to significant cumulative impacts with respect to those topics (Impacts C-AQ-2, C-AQ-3, C-TRANS-1, and C-TRANS-3). However, most of the significant impacts of the proposed project would most likely occur regardless of location, meaning that an off-site alternative would not necessarily reduce or avoid any identified or potential environmental impacts. In addition, alternative locations for the proposed project are considered infeasible because the project sponsor owns the parcel that makes up the project site. An alternate location not owned by the project sponsor where R&D uses would be permitted would therefore require additional land acquisition, which is not included in the project sponsor's plans or objectives. Furthermore, although it is possible that the proposed project could be constructed on parcels of similar size in proximity to the project site in surrounding jurisdictions (e.g., San Bruno), developing outside of South San Francisco would not meet the objective of generating property tax and development fees for the city, and providing a positive fiscal impact on the local economy through the creation of jobs. Therefore, because of the aforementioned issues related to site suitability, economic viability, acquisition and control, and inconsistency with project objectives, consideration of an alternative site for the proposed project has been rejected.

- **Preservation Alternative**. A Preservation Alternative was considered based on potential to reduce or avoid the project's significant impact related to historic resources (Impact CULT-1). However, the possibility of preserving the Golden Gate Produce Terminal, either via relocation or retention, was considered but rejected as infeasible. Although retaining historic resources in their original location is always preferred treatment, relocation, retention, or even partial retention of existing buildings is often considered as an alternative to demolition. The relocation, retention, or partial retention of the existing Golden Gate Produce Terminal buildings would be technically challenging and expensive due to its size, construction methods, materials, and configuration. Furthermore, preservation of the Golden Gate Produce Terminal would not allow the proposed uses to be developed to such an extent where the project objectives are no longer met. Therefore, this alternative was rejected based on its infeasibility and inability to meet the basic project objectives.

Section 15091 (a)(3) of the CEQA Guidelines states that one of the findings that a lead agency can make concerning significant project impacts is that specific economic, legal, social, technological, or other considerations make infeasible the project alternatives identified in the final EIR. In these findings, the decision-making body is making a final determination of feasibility. CEQA Guidelines Section 15364 defines "feasible" as "capable of being accomplished in a successful manner within a reasonable period of time, taking into account economic, environmental, legal, social, and technological factors."

If an alternative has been determined to be potentially technically, logistically, and financially "feasible" in the EIR, the City may still ultimately conclude that it meets the definition of "infeasibility" per CEQA Guidelines Section 15091(a)(3) when all considerations are considered. The final determination of infeasibility "involves a balancing of various 'economic, environmental, social, and technological factors'" (*City of Del Mar v. City of San Diego* [1982] 133 Cal. App. 3d 401, 417). Where there are competing and conflicting interests to be resolved, the determination of infeasibility "is not a case of straightforward questions of legal or economic

feasibility" but, rather, based on policy considerations (*California Native Plant Society v. City of Santa Cruz* [2009] 177 Cal. App. 4th 957, 1001-02). "[A]n alternative that is impractical or undesirable from a policy standpoint may be rejected as infeasible" (*Id*. at p. 1002, citing 2 Kostka & Zischke, Practice under the Cal. Environmental Quality Act [Cont. Ed. Bar 2010] Section 17.29, p. 824).

The City makes the findings outlined below regarding the feasibility of the alternatives evaluated in the EIR.

Alternative A – No-Project Alternative

As required by CEQA Guidelines Section 15126.6(e), Chapter 5, *Alternatives,* included an evaluation of a No-Project Alternative. Alternative A – No-Project Alternative describes the environmental conditions that existed at the time when the environmental analysis commenced as well as what would reasonably be expected to occur in the foreseeable future if the project were not approved (CEQA Guidelines Section 15126.6[e][2]). Under Alternative A, the project would not be implemented. No demolition of existing structures (i.e., warehouse buildings, administrative buildings, open-air structures) would occur. No new R&D or amenity buildings would be built, nor would any parking garages. Existing land uses would remain unchanged and in their current physical state. No new curbs or sidewalks would be constructed, and there would be no improvements to pedestrian and bicyclist circulation and access. New restaurant, outdoor terrace, conference center, and day-care spaces would not be constructed. Existing General Plan and Specific Plan land use designations and zoning districts would be maintained. Alternative A would not preclude potential future development at the project site, with the range of land uses permitted under existing land use policies. Permitted uses under the existing MIH land use designation and zoning allow for development of a wide range of warehousing, manufacturing, processing, service commercial, and storage and distribution uses. As required under the MIH designation, truck docks, loading areas, and service areas must be located at the rear of the buildings and screened so that they are not visible from surrounding public streets, including highways.

Table 5-4 in Section 5.9 of the EIR compares the impacts of the proposed project that are significant or less than significant with mitigation to the impacts of Alternative A; Table 5-5 compares the ability of Alternative A to meet the objectives of the proposed project. Because no new development would occur at the project site, the effects of the No-Project Alternative would be a continuation of existing conditions described in Chapter 4, *Environmental Setting, Impacts, and Mitigation,* of the EIR. Therefore, because the project would not be constructed or operated at the project site under the No-Project Alternative, none of the impacts identified for the project would occur.

Findings: Alternative A – No Project Alternative would preserve existing conditions on the project site. No land use approvals would be adopted by the City. Existing facilities on the site would continue operating in their present condition. Although it would avoid the project's significant environmental effects, the City rejects Alternative A on the basis that it would not meet any of the project objectives (see Section 3.4 as well as Table 5-5 in the EIR) and would not result in redevelopment of the project site with the improvements that would be provided by the proposed project. Accordingly, the City finds that specific economic, legal, social, technological, or other considerations make adoption of Alternative A infeasible. The City also finds that each of the reasons set forth above would be an independent ground for rejecting Alternative A and would justify rejection of Alternative A.

Alternative B – BTP-M Alternative (Environmentally Superior Alternative)

Alternative B—BTP-M Alternative would develop the proposed project in accordance with the requirements for the BTP-M zoning designation, resulting in a floor area ratio (FAR) of 1.0 instead of 2.0, as allowed under the BTP-H zoning designation. Consequently, there would be a reduction in the amount of floor area for R&D and amenity uses as well as the number of project-generated employees. With the reduction in FAR, maximum building heights under Alternative B would be reduced to 57 feet, or three stories, compared to the maximum heights that would be developed under the proposed project (approximately 114 feet, or six stories). The amount of new development would be reduced to approximately 768,440 sf compared to approximately 1,7040,050 sf under the proposed project. As a result, Alternative B would result in the generation of approximately 1,708 employees compared to the approximately 3,787 employees that would be generated under the proposed project.

The site plan for Alternative B would be similar to that of the proposed project but at a reduced scale. In addition, all proposed uses (e.g., the conference space, fitness center, restaurant, day care) would be incorporated as part of the alternative but also at a reduced scale. These uses would be accessible from a network of interconnected pathways as well as central courtyards. The overall design of Alternative B would be similar to that of the proposed project. It would incorporate two central courtyards along the interior of the project site. These would be framed by the proposed buildings to prioritize pedestrian- and bike-friendly connections and outdoor amenities. Alternative B would also achieve a Leadership in Energy and Environmental Design (LEED) Gold rating for building design and construction as well as WELL v2 Core certification. Furthermore, the transportation demand management (TDM) program, which would be implemented to reduce the amount of traffic generated by the alternative, would be similar to that for the proposed project.

As mentioned above, Alternative B would not change the permitted uses that would be allowed to occur under the project or the footprint of proposed buildings; however, it would change the intensity at which they would occur due to the reduced intensity and, consequently, building height (57 feet, or three stories). Alternative B would still include R&D, conference, fitness center, restaurant, and day-care uses. Specifically, Alternative B would involve approximately 734,500 sf of new R&D uses and 33,940 sf of amenity uses, instead of 1,632,000 sf of R&D uses and 72,050 sf of amenity uses as proposed under the project. However, because Alternative B would result in less building area for R&D and amenity uses and fewer employees, the amount of parking would be reduced. With the reduction in required parking spaces, Alternative B would eliminate two levels of below-grade parking, resulting in only one below-grade level for parking.

Utility improvements associated with Alternative B would be similar to those described for the proposed project. The project site is serviced by existing water, wastewater, stormwater, electricity, telecommunications, and waste and recycling services. New on-site facilities would be connected to new services through the installation of new localized connections. Any expansion or increase in the capacity of off-site infrastructure would occur as required by utility providers. Street improvements along Terminal Court and the right-of-way connection to Shaw Road would include new curbs, landscaping, and sidewalks. The construction activities and the types of construction equipment used for Alternative B would be similar to those under the proposed project; however, there would be a few key differences.

The construction schedule for Alternative B may be substantially shorter than that for the proposed project, occurring over approximately 46 months, or approximately 4 years. In addition, Alternative B would require less ground disturbance compared to the proposed project with the reduction in underground parking. The existing land use and zoning designation on the site is MIH. Therefore, Alternative B would still require a General Plan amendment, Specific Plan amendment, zoning map and text amendment, TDM plan approval, design review, tentative map approval, and a development agreement. Alternative B would also require standard City engineering, building, and fire permits, along with other agency approvals (e.g., California Department of Transportation, Bay Area Regional Water Quality Control Board, Bay Area Air Quality Management Agency (BAAQMD), City/County Association of Governments Airport Land Use Commission, Federal Aviation Administration, and Bay Conservation and Development Commission).

Under Alternative B, the five off-site redesignation parcels that are currently designated as MIH under the general plan, specific plan, and City Zoning Code would be redesignated to BTP-M, consistent with the proposed land use and designation for the alternative. This would ensure that future development would be cohesive and consistent with the development proposed under Alternative B. Alternative B would not include the construction of any new uses on the off-site redesignation parcels.

Table 5-4 in Section 5.9 of the EIR compares the impacts of the proposed project that are significant or less than significant with mitigation to the impacts of Alternative B, and Table 5-5 compares the ability of Alternative B to meet the objectives of the proposed project. The EIR concluded that Alternative B, would reduce, but not avoid, all of the project's significant and unavoidable impacts. Alternative B would also not result in any new significant and unavoidable impacts. The EIR found that Alternative B would meet some but not all of the project objectives.

Findings: The City rejects Alternative B – BTP-M Alternative on the basis that it would reduce, but not avoid, any of the significant and unavoidable impacts of the proposed project. The City also rejects the Alternative B on the basis that it would only partially meet the project objective to "create an iconic, inspiring, and dynamic gateway presence along U.S. 101 with high visibility" because it would involve constructing buildings that would range from one to three stories, or up to 57 feet tall, and would not be as visible as the proposed project buildings, which would be up to six stories, or 114 feet tall. In addition, Alternative B would only partially meet the project objective to "redevelop the property with R&D, biotechnology, and office uses in a secure and integrated campus setting" because it would involve constructing buildings that are at reduced height when compared to the project, but with the same ratio of R&D and amenity uses at approximately 50 percent less square footage. Similarly, Alternative B would only partially meet the project objective to "incorporate a building and landscape design that sets a unique identity within the city" because it would not maximize the site's potential uses to the same extent as the project. Alternative B would generate fewer jobs than the proposed project. Alternative B would only partially meet the project objectives to "provide well-designed, flexible buildings and floor plates that can accommodate a variety of tenants to ensure the proposed project will be responsive to market conditions and demands" and to "provide a positive fiscal impact on the local economy through the creation of jobs, enhancement of property values, support for local infrastructure, and the generation of property tax and development fees" because it would be less viable, generate fewer jobs, enhance the property to a lesser extent, and generate fewer taxes and fees compared to the proposed project. Accordingly, the City finds that specific economic, legal, social, technological, or other considerations make adoption of this alternative infeasible. The City also finds that each of the reasons set forth above would be an independent ground for rejecting Alternative B, and by itself would justify rejection of Alternative B.

Alternative C – Increased Office Space (80 Percent Office/20 Percent R&D) Alternative

Generally, R&D uses in the city include a mix of lab and office spaces. Alternative C—the Increased Office Space Alternative, would develop the project site with the same total building area that would be developed under the proposed project, approximately 1,704,050 sf, but the total buildout would comprise approximately 80 percent office uses and no more than 20 percent lab uses. Alternative C would reduce the amount of floor area for lab uses as well as the number of lab and amenity employees compared with the proposed project, resulting in approximately 876 employees. However, there would be more total on-site employees under this alternative due to the increase in office space. Alternative C would result in approximately 3,072 office employees. The number of day-care employees (i.e., nine) would remain the same under Alternative C as with the proposed project. Therefore, there would be a total of 3,957 total employees on the project site under Alternative C compared to 3,787 total employees under the proposed project.

The site plan for Alternative C would be similar to that of the proposed project but with internal building reconfigurations to account for the reduced amount of lab space and an increase in the amount of office space. However, all other proposed uses (e.g., the conference space, fitness center, restaurant, and day care) would remain the same and would be accessible from a network of interconnected pathways as well as the central courtyards. Because the building footprints would be the same, all footprint-based impacts would be the same as those of the proposed project. The maximum building height, approximately 114 feet, would be the same as under the proposed project. In addition, the overall design of Alternative C would be similar to that of the proposed project and would incorporate two central courtyards along the interior of the project site that would be framed by the proposed buildings to prioritize pedestrian and bike-friendly connections and outdoor amenities.

The landscape and circulation features under Alternative C would be similar to those the proposed project would incorporate. This would include providing approximately 115,130 sf of open space in the courtyards, which would be publicly accessible, and provide space for outdoor work, recreation, and socializing through the use of seat walls, paved areas, turf, as well as shade structures. Alternative C would also achieve LEED Gold rating for building design and construction as well as WELL v2 Core certification. Furthermore, the TDM program, which would be implemented to reduce the amount of traffic generated by the Alternative, would be similar to that for the proposed project. However, because Alternative C would result in less building area for lab uses and fewer lab employees, but additional office area with more office employees, the amount of parking would increase. The proposed project in total would provide 2,976 parking spaces. Alternative C would provide 3,843 total parking spaces. The additional parking would be accommodated in the underground parking garage under the I131S building by adding one additional level of underground parking.

Utility improvements associated with Alternative C would be similar to those described for the proposed project. The project site is serviced by existing water, wastewater, stormwater, electricity, telecommunications, and waste and recycling services. New on-site facilities would be connected to new services through the installation of new localized connections. Any expansion or increase in the capacity of off-site infrastructure would occur as required by utility providers. Street improvements along Terminal Court and the right-of-way connection to Shaw Road would include new curbs, landscaping, and sidewalks. Alternative C would also provide pedestrian pathways along the exterior and throughout the interior of the site to provide connections between buildings and the courtyards.

Overall, the construction activities and types of equipment used for Alternative C would be similar to those for the proposed project. In addition, construction and demolition activities within the project site would be similar to those under the proposed project. Construction activities under Alternative C would be slightly reduced compared to the proposed project and would occur over an approximately four-and-a-half-year construction period instead of an approximately five years under the proposed project.

As for anticipated approvals, Alternative C would still require a general plan amendment, specific plan amendment, zoning map and text amendment, TDM plan approval, design review, tentative map approval, and development agreement. Alternative C would also require standard City engineering, building, and fire permits, along with other agency approvals (e.g., Caltrans, San Francisco Bay Area Regional Water Quality Control Board, BAAQMD, City/County Association of Governments, Airport Land Use Commission, Federal Aviation Administration, BCDC).

Under Alternative C, the five off-site redesignation parcels that are currently designated as MIH under the General Plan, Specific Plan, and City Zoning Code would be redesignated as BTP-H, consistent with the proposed land use and designation for the alternative. This would ensure that future development would be cohesive and consistent with the development proposed under Alternative C. Alternative C would not include the construction of any new uses on the off-site redesignation parcels.

Table 5-4 in Section 5.9 of the EIR compares the impacts of the proposed project that are significant or less than significant with mitigation to the impacts of Alternative C; Table 5-4 compares the ability of Alternative C to meet the objectives of the proposed project. The EIR concluded that Alternative C, Increased Office Space Alternative, would not avoid any of the significant and unavoidable impacts of the proposed project. In fact, Impact TRANS-1, TRANS-3, C-TRANS-1, and C-TRANS-3 would increase in severity under this alternative. The EIR concluded that Alternative C would meet some of the project objectives but to a reduced degree.

Findings: The City rejects the Alternative C – Increased Office Space Alternative on the basis that it would not meet project objectives to the same extent as the proposed project. Because it is assumed that the building would not be substantially different under Alternative C, the objective to redevelop the property with R&D, biotechnology, and office uses in a secure and integrated campus setting would be achieved, as under the proposed project. Alternative C would also provide new open spaces and additional landscaped areas with water-conserving plant species, similar to the proposed project and consistent with project objectives to provide an activated landscape and sustainable strategies that include water-saving strategies. Alternative C would develop a highly connected campus, similar to the proposed project. Specifically, Alternative C would include bicycle lanes, pedestrian paths, and open spaces and promote alternative modes of transportation by encouraging walking and biking. However, Alternative C would only partially meet the primary project objective of redeveloping the project site with R&D, biotechnology, and office uses due to the reduction in lab uses. Because of the reduced amount of lab space and increase in office space, Alternative C would translate into approximately 3,957 employees instead of 3,787 as under the proposed project, which would meet the project objective related to creating jobs. It is likely that Alternative C could generate similar tax revenue and development fees for the City, consistent with the project objective of providing "a positive fiscal impact on the local economy through…the generation of property taxes and development fees." However, Alternative C would not avoid any of the significant and unavoidable impacts of the proposed project. In fact, Impact TRANS-1, TRANS-3, C-TRANS-1, and CTRANS-3 would increase

in severity under this alternative. Accordingly, the City finds that specific economic, legal, social, technological, or other considerations make adoption of Alternative C infeasible. The City also finds that each of the reasons set forth above would be an independent ground for rejecting Alternative C and would justify rejection of Alternative C.

Other Required Findings

Absence of Significant New Information

The City recognizes that the RTC document incorporates information obtained and produced after the draft EIR was completed and that the RTC document contains additions, clarifications, and modifications. The City has reviewed and considered the complete EIR, consisting of the draft EIR, the RTC document, and attachments to those documents. The RTC document does not add significant new information to the draft EIR that would require recirculation of the EIR pursuant to CEQA Guidelines Section 15088.5. More specifically, the new information added to the EIR in the RTC document does not involve a new significant environmental impact, a substantial increase in the severity of an environmental impact, or a feasible mitigation measure or alternative considerably different from others previously analyzed that the project sponsor declines to adopt and that would clearly lessen the significant environmental impacts of the project. No information indicates that the draft EIR was inadequate or conclusory or that the public was deprived of a meaningful opportunity to review and comment on the draft EIR. Thus, recirculation of the EIR is not required. In conclusion, the City finds that the changes and modifications made to the EIR after the draft EIR was circulated for public review and comment do not individually or collectively constitute significant new information within the meaning of PRC Section 21092.1 or Section 15088.5 of the CEQA Guidelines.

Findings Regarding Independent Review and Judgment

Each member of the City Council was provided a complete copy of the final EIR in advance of the hearing on the proposed project. The City hereby finds that the final EIR reflects its independent judgment. The City also finds that it has independently reviewed and analyzed the final EIR prior to taking final action with respect to the project (CEQA Guidelines Section 15090).

Statement of Overriding Considerations

CEQA requires the decision-making agency to balance, as applicable, the economic, legal, social, technological, or other benefits of a project against its unavoidable risks when determining whether to approve a project. If the specific economic, legal, social, technological, or other benefits of the project outweigh the unavoidable adverse environmental effects, those effects may be considered acceptable (CEQA Guidelines Section 15093[a]). CEQA requires the agency to support, in writing, the specific reasons for considering a project acceptable when not all significant impacts are avoided or substantially lessened. Those reasons must be based on substantial evidence in the final EIR or elsewhere in the administrative record (CEQA Guidelines Section 15093[b]). The proposed project would result in significant unavoidable impacts related to air quality, cultural resources, and transportation and circulation. No feasible mitigation measures or alternatives have been identified that would reduce these impacts to a less-than-significant level. The significant unavoidable impacts, and the feasibility of additional mitigation measures or alternatives, are discussed in these findings.

With respect to the foregoing findings, in recognition of those facts included in the record, the City further specifically finds that the significant unavoidable impacts on air quality, cultural resources, and transportation and circulation are outweighed by the proposed project's benefits and that such unavoidable impacts are acceptable in light of the benefits of the proposed project, based on the findings below:

- The City has made a reasonable and good-faith effort to avoid, eliminate, or substantially mitigate the potential impacts resulting from the project, as described above.
- All mitigation measures recommended in the final EIR have been incorporated into the project and will be implemented through the MMRP, as incorporated by reference herein.
- In accordance with CEQA Guidelines Section 15093, the City has, in determining whether or not to approve the project, balanced the economic, legal, social, technological, and other benefits, including region-wide or statewide environmental benefits of the project, against the unavoidable environmental risks and found that the benefits of the project outweigh the unavoidable adverse environmental effects. The statements below specify the reasons why, in the City's judgment, the benefits of the project outweigh its unavoidable environmental risks. The substantial evidence supporting the City findings and the benefits described below can be found in the record of proceedings, which includes, but is not limited to, the policy determinations of the City Council, as set forth in the General Plan and the Infinite 131 Project development agreement.

Environmental Benefits

- **Alternative Transit Supportive Development.** The proposed project would include various design features consistent with General Plan and Lindenville Specific Plan goals, as well as the Active South City Plan and TDM ordinance, in an effort to reduce VMT and resulting GHG emissions and provide connections to nearby BART and Caltrain stations. The proposed project's TDM plan would include measures such as providing first-/last-mile shuttle service to the San Bruno BART station and South San Francisco Caltrain station, fully subsidized transit passes, and on-site amenities for bicyclists and pedestrians.
- **Sustainability.** The proposed project would incorporate sustainability features to reduce energy consumption, water consumption, and waste generation. The proposed project, at a minimum, would achieve a LEED, version 4.1, Building Design and Construction Core and Shell Gold rating as well as WELL v2 Core certification. Other proposed sustainability measures would include an all-electric building design; on-site renewable energy in the form of rooftop photovoltaic panels; a high-performance building envelope and heating, ventilation, and air-conditioning system; ultra-efficient WaterSense-labeled flush and flow fixtures; low-water demand native and/or adapted vegetation with efficient irrigation systems; on-site recycling and composting facilities; and electric-vehicle charging infrastructure. In addition, the proposed project would also be designed to conserve resources and protect water quality through the management of stormwater runoff using low-impact development methods, where feasible, to allow stormwater filtering, storage, and flood control. Bioretention basins, flow-through planters, Silva Cell units, and other design features would be located throughout the project site.

- **Groundwater Recharge.** The proposed project would increase the pervious surface area on the project site by approximately 18 percent. The increase in pervious surface area would increase infiltration and recharge of the underlying aquifer. It would also reduce the amount of precipitation running into storm sewers or nearby surface waters. In addition, native and/or adapted vegetation and other landscape features, including trees, would provide opportunities for improved groundwater infiltration. Landscaped spaces would allow for an increase in groundwater recharge. New vegetation zones would slow water, allowing water to percolate into the ground, thereby providing increased benefits related to groundwater recharge. Furthermore, the proposed project would not substantially interfere with groundwater recharge because it would not increase groundwater demand or decrease the size of groundwater recharge areas.
- **Remediation of Hazardous Materials.** The project site has historically been occupied by industrial uses. Prior releases of hazardous materials have occurred within various portions of the project site, and contaminated soils and groundwater are known, or have the potential, to occur on-site. The proposed project would remove or remediate existing hazards in accordance with applicable regulatory requirements, and as outlined in the project's Phase II Environmental Site Assessment recommendations. In addition, the proposed project would also remove older buildings and structures within the project site that may contain asbestos-containing materials and/or lead-based paint, and ensure treatment or disposal of these substances in accordance with applicable regulatory requirements and the project's asbestos, lead, and PCB recommendations.

Economic Benefits

- **Economic Development.** The proposed project would provide a positive impact on the local economy by redeveloping an underutilized, transit-accessible location for R&D, biotechnology and office uses, creating a substantial number of new jobs across a diverse set of skills and experience levels during project construction and operations. By developing new state-of-the art facilities, the proposed project helps advance South San Francisco's economic development goals of enhancing the competitiveness of the local economy, maintaining a strong and diverse revenue and job base. The proposed project will also generate substantial regional economic benefits, as money spent by employees within the general project area circulates through the local economy.
- **Fiscal Health.** The proposed project would promote the City's fiscal health by enhancing property values, and generating increased property taxes, development impact fees, and other general fund revenues for the City. At stabilized occupancy, the proposed project would contribute millions of dollars per year to the City in ongoing general fund revenue, including through tax revenue generation. The proposed project would also generate impact and service capacity fee contributions as set forth in Exhibit C.2 of the Development Agreement to be utilized for affordable housing development; park, recreation, childcare, library, and public safety facilities; bicycle and pedestrian infrastructure; sewer capacity improvements, and school district facilities. The proposed project would privately fund all development and improvements described herein, at no cost to the City.
- **Community Benefits Obligations.** The project's Development Agreement establishes the proposed project would provide the City a total of $23 million in community benefits obligations, including specific projects and direct payments. The City has sole discretion to allocate and spend the community benefits payments for any authorized governmental purpose.

Social and Other Benefits

- **Circulation Improvements & Public Transit Connectivity.** The project would provide new connections and on-site circulation paths with pedestrian walkways between all core buildings, bicycle routes through the site, and a new trail along the navigable slough that would connect to Shaw Road. The proposed project will also advance the off-site improvements consistent with and as identified in the General Plan, Lindenville Specific Plan and Active South City Plan. These improvements will substantially enhance vehicular, bicycle and pedestrian circulation and access within and surrounding the proposed project and Specific Plan area. The proposed project will promote the use of non-single occupancy vehicle transportation, including through implementation of a Transportation Demand Management program to achieve 50% alternative mode usage.
- **Provision of Open Space and Project Amenities.** The proposed project would include two centrally located landscaped courtyards, prioritizing pedestrian and bike friendly connections with approximately 115,130 square feet of publicly accessible open space. The proposed courtyards and open space will provide areas for outdoor work, recreation and socializing. The proposed project will provide amenities, including a day-care center, fitness center, restaurant/café, conference rooms and ground floor lobbies, accessible from a network of interconnected pathways and central courtyards.
- **Infrastructure Improvements.** The proposed project will upsize, improve and/or reconfigure a wide range of wet and dry utilities services to increase capacity and also to modernize existing facilities by replacing, improving and/or undergrounding certain existing infrastructure, to serve off-site users as well as the project itself. Among other improvements, the proposed project will construct a new extension to the public 12-inch water main in Terminal Court; construct a new 18-inch sewer main through the southwest corner of the proposed project to a 21-inch main on Shaw Road; construct new stormwater facilities and storm drain mains; and include the installation of new connections for dry utility services.

Conclusion

After balancing the specific economic, legal, social, technological, and other benefits of the proposed project, as well as the other alternatives evaluated in the EIR, the City has determined that the unavoidable adverse environmental impacts identified may be considered acceptable due to the specific considerations listed above, which offset the unavoidable adverse environmental impact that would be caused by implementation of the project.

Recognizing that significant and unavoidable impacts would result from implementation of the project, the City adopts and makes this statement of overriding considerations. Having adopted all feasible mitigation measures and recognizing the project's significant and unavoidable impacts, the City hereby finds that each of the separate benefits of the project, as stated herein, is determined to be by itself an overriding consideration, independent of other benefits, that warrants approval of the project and outweighs and overrides its unavoidable significant effect, thereby justifying approval of the project.