

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 State California Environmental Quality Act (CEQA) Guidelines concerning the Environmental Impact Report (EIR) prepared for the Southline Specific Plan. 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 as 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.

Specific economic, legal, social, technological, or other considerations, including provisions 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 *ibid*; see also *Sequoyah Hills Homeowners Assn. v. City of Oakland* (1993) 23 Cal.App.4th 704, 716.)

The findings included in this Exhibit C support the adoption of Alternative D (Reduced Underground Parking Alternative, referred to herein as the Recommended Alternative), 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 and 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 and mitigation measures designed to address those impacts.

Additionally, 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, 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 to provide the general public with an opportunity to comment on the draft EIR. On May 22, 2020, the City of South San Francisco circulated a Notice of Preparation (NOP) for a 46-day comment period to help identify the types of impacts that could result from the Southline Specific Plan (proposed 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 City of San Bruno), and nearby addresses. Comments received by the City on the NOP were taken into account during the preparation of the draft EIR.

The draft EIR was made available on the City's website for public review on September 28, 2021. 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 the City of San Bruno), and 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 September 28, 2021 and ended on November 12, 2021. The Planning Commission conducted a public hearing to receive comments on the draft EIR on November 4, 2021. In addition to Planning Commission comments, the City received eight emails or letters commenting on the draft EIR, including two that were received after the close of the comment period. 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 of South San Francisco, as the Lead Agency, has considered the public comments received on the draft EIR and has prepared written responses to each of the comments received relative 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)(1), and CEQA Guidelines sections 15091, subdivision (d), and 15097. The MMRP provides a table setting forth each mitigation measure listed in the EIR that is 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 the implementation of a mitigation measure, the MMRP also states this 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, and is referred to herein as the EIR:

- The draft EIR, including all of its appendices;

- The Responses to Comments (RTC) document providing responses to significant environmental points raised during the review and consultation process, and revisions to the draft EIR¹;
- A list of persons, organizations, and public agencies commenting on the draft EIR, included in the RTC document;
- Copies of all emails and letters received by the City on the draft EIR; and
- Other information added by the City, including a final Water Supply Assessment (WSA) for the proposed project.²

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 (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:

- Notice of Preparation and other public notices issued by the City in conjunction with the proposed project and Recommended Alternative (see Appendix 1 of the draft EIR for the Notice of Preparation);
- The public review draft EIR and supporting documentation prepared for the proposed project and Recommended Alternative (draft EIR dated September 2021 and Appendices 1 through 4.18-1), and 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 Mitigation Monitoring and Reporting Program;
- The final EIR for the Southline Specific Plan dated May 2022 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, selection of the Recommended Alternative, adoption of a Statement of Overriding Considerations and a Mitigation Monitoring and Reporting Program, 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 public Resources Code section 21167.6, subdivision (e).

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

² The final WSA is included in Chapter 3, *Revisions to the Draft EIR*, of the RTC document.

The location and custodian of the documents and other materials that constitute the Record of Proceedings are:

City of South San Francisco Planning Division City Hall Annex
315 Maple Avenue
P.O. Box 711
South San Francisco, California 94080
Contact: Adena Friedman, (650) 877-8535
Adena.friedman@ssf.net

Southline Specific Plan

Project/CEQA Objectives

The underlying purpose of the project is to create a state-of-the-art, transit-oriented commercial campus, including professional offices, R&D (including life science) uses, and supporting amenities (e.g., retail, fitness, restaurants, etc.) in proximity to BART and Caltrain stations. Other objectives of the project include the following:

- Create a commercial campus development consistent with the General Plan designation for the Specific Plan area.
- Promote the City's ongoing development of its transit-accessible corridors with high-quality development.
- Establish a commercial campus development with sophisticated, unified architectural and landscape design and site planning, resulting in a distinctive campus identity and strong sense of place.
- Allow for well-designed, flexible buildings and floor plates that can accommodate a variety of commercial building uses over time to ensure that the Specific Plan is responsive to market conditions and demands.
- Establish flexibility to build the proposed project in phases that respond to market conditions.
- Redevelop underutilized parcels within the Specific Plan area to realize the highest and best use of the land by increasing the intensity of the land uses.
- Provide a positive fiscal impact on the local economy through the creation of jobs, enhancement of property values, and generation of property tax and other development fees.
- Provide well-designed retail and publicly available open spaces to increase local participation and usage of the Specific Plan area.
- Create new publicly accessible open spaces, including plazas, courtyards, and green spaces within the Specific Plan area.
- Provide an extensive pedestrian network that links buildings and outdoor recreational spaces through paving, wayfinding signage, street furniture, and lighting.
- Promote alternatives to automobile transportation to further the City's transportation objectives by emphasizing public transit linkages, transportation demand management (TDM), and pedestrian access and ease of movement between buildings.

- Create convenient and safe pedestrian and bike access from the Specific Plan area to the San Bruno BART station and the Centennial Way Trail.
- Construct a new east-west public street through the Specific Plan area to improve site access and regional roadway circulation, in furtherance of City General Plan policies.
- Enhance vehicular, bicycle, and pedestrian circulation and access in the area surrounding the Specific Plan area.
- Work cooperatively with relevant agencies to implement off-site improvements compatible with planned regional circulation and safety improvements.
- Design roadways within and adjacent to the Specific Plan area to ensure that all police, fire, and emergency medical service vehicles can safely and efficiently navigate.
- Incorporate sustainable and environmentally sensitive design and equipment, energy conservation features, water conservation measures and drought-tolerant or equivalent landscaping, and sustainable stormwater management features.

Summary of the Recommended Alternative

The proposed project evaluated in the EIR involves the development of a research and development (R&D)/office campus on a 26.5-acre site in the City’s Lindenville Planning Sub-area. Development associated with the proposed project would be implemented under the proposed Specific Plan. The proposed project does not include any development on the 80 Tanforan Avenue parcel because, at the time of publication of the draft EIR and close of the public comment period, the applicant did not have site control over that parcel; therefore, alternative site plan layouts that could potentially reduce environmental impacts by incorporating that area had not been explored. After draft EIR publication, the applicant acquired rights to purchase 80 Tanforan Avenue, which enabled consideration of the Recommended Alternative. The Recommended Alternative was also selected for evaluation based on its potential to reduce impacts related to construction air quality, construction TACs, and construction noise, in part to address comments received from the South San Francisco Planning Commission at its hearing on the draft EIR, on November 4, 2021. The Recommended Alternative analysis was added to the EIR in Chapter 3, *Revisions to the Draft EIR*, of the RTC document, and the Specific Plan was updated to align with the Recommended Alternative. These Findings of Fact have been prepared to support City staff’s recommendation to the City Council to adopt the Recommended Alternative. **Table 1** compares the key features of the proposed project evaluated in the draft EIR and the Recommended Alternative.

Table 1. Comparison of Proposed Project and Recommended Alternative

	Proposed Project	Recommended Alternative
Specific Plan Area	26.5 acres	28.6 acres
Total Allowable Building Area/FAR	2,800,000 / 2.4	2,800,000 / 2.4
Number of New Buildings	Nine buildings, one above-grade parking structure (Parking Structure C)	Nine buildings, two above-grade parking structures (Parking Structure C and Parking Structure D)

	Proposed Project	Recommended Alternative
Building Heights	Four stories (60 feet above grade) to seven stories (115 feet above grade)	Three stories (60 feet above grade) to seven stories (115 feet above grade)
Phase 1 Proposed Uses (sf)		
Office/R&D	612,715	615,000
Ground Floor Restaurant/Retail	16,400	11,786
Food/Beverage (Private)	9,000	5,027
Fitness Center (Private)	49,000	27,949
Other	13,800	24,948
Total	700,915	684,710
Phase 1 open space (sf)	25,700	37,245
Parking Ratio (physical stalls per 1,000 sf of commercial use)	2.2	1.65
Off-Site Improvements	Various circulation and utility improvements (see Table 3-5, EIR p. 3-21).	Same as proposed project

The Recommended Alternative would redevelop a 28.6-acre industrial site (Specific Plan area) within the City's Lindenville Planning Sub-area, located in proximity to the San Bruno BART station, with a transit-oriented R&D/office campus. The Recommended Alternative would also construct off-site transportation, circulation, and infrastructure improvements at several locations outside the Specific Plan area, some of which are located within the City of San Bruno (off-site improvement areas), totaling approximately 6.4 acres. Together, the Specific Plan area and the off-site improvements compose the project site, totaling approximately 35.1 acres (project site). The Specific Plan area is located at the intersection of South Maple Avenue and Tanforan Avenue adjacent to the City of San Bruno. The Specific Plan area is bounded by commercial, industrial, and warehouse facilities to the north and east, single-family residences to the south, and the San Bruno BART Station, The Shops at Tanforan, and San Bruno Towne Center to the west. In addition, the Centennial Way Trail, a Class-I multi-use path, runs generally parallel and west of the Specific Plan area. The approximately 28.6-acre Specific Plan area encompasses 27 parcels (Assessor's Parcel Numbers 014-250-090, 014-250-080, 014-250-050, 014-241-030, 014-241-040, 014-232-030, 014-232-050, 102-590-010, 102-590-020, 102-590-030, 102-590-040, 102-590-050, 102-590-060, 102-590-070, 102-590-080, 102-590-090, 102-590-100, 102-590-110, 102-590-120, 102-590-130, 102-590-140, 102-590-150, and 102-590-160), and currently consists of a variety of office, industrial, warehouse, and storage facilities that were largely constructed in the 1940s and 1950s. The existing structures total approximately 386,184 square feet.

The Recommended Alternative would demolish all existing on-site uses within the Specific Plan area and construct a transit-oriented R&D/office campus with a maximum anticipated building area of approximately 2.8 million square feet, a nine-story parking structure north of Southline Avenue (referred to as Parking Structure C), a six-story parking structure south of Southline Avenue

(referred to as Parking Structure D), a new east-west connection road (Southline Avenue; provisionally named for the purpose of the Specific Plan and CEQA review), supportive utilities and related infrastructure, and up to 353,345 square feet (approximately 8.1 acres) of open space. Development would include commercial office/R&D buildings envisioned to accommodate office and R&D tenants and supporting amenity uses, ranging in height from three to seven stories, subject to maximum building height limits in accordance with Federal Aviation Administration (FAA) and Airport Land Use Compatibility Plan (ALUCP) requirements for San Francisco International Airport.

Off-site improvements would include the following improvements within the City of South San Francisco:

- reconfiguration of the South Linden Avenue and Dollar Avenue intersection;
- reconfiguration of the existing at-grade rail crossing at South Linden Avenue;
- roadway widening of, and street front improvements on South Maple Avenue; and
- signalization of intersections at the main Southline campus entry point at Southline Avenue, and Dollar Avenue and Southline Avenue.

The off-site improvements also include the following improvements located outside of the City and within the jurisdiction of the City of San Bruno and/or BART, which are subject to separate application, review, and approval requirements from the City of San Bruno and/or BART for facilities within its jurisdiction:

- a new signalized intersection, reconfiguring Huntington Avenue, connecting it to the new Southline Avenue and providing for improved adjacent bicycle and pedestrian facilities;
- reconfiguration of Tanforan Avenue to create a cul-de-sac limiting through traffic; and
- a new dedicated, signalized northbound left turn lane on Huntington Avenue providing a new entrance into the transit center for SamTrans buses.

The Recommended Alternative would also remove, install, or relocate several utilities (aboveground and underground), sidewalks, curbs, and streetscape improvements within the cities of South San Francisco and San Bruno, and within BART jurisdiction.

The EIR provides a program-level analysis of the potential effects on the environment that could occur from implementation of the Recommended Alternative. In addition, the EIR provides a project-level analysis of the initial development phase of the Specific Plan (Phase 1), which is a component of the Recommended Alternative. Phase 1 development within the Specific Plan area would be located on the entirety of the Specific Plan area located south of the new Southline Avenue, and would include the construction of Building 2 (an approximately 69,710-square foot amenities building), Building 1 (an approximately 318,380-square foot office/R&D building), Building 7 (an approximately 296,620-square foot office/R&D building), and Parking Structure D. In total Phase 1 would include approximately 684,710 square feet of net new building area. Phase 1 would also include the construction of a total of approximately 1,095 at- or above-grade parking spaces, including 972 parking spaces in Parking Structure D, 103 above-grade spaces in Building 2, and 20 surface parking spaces. In addition, under Phase 1, vehicle and pedestrian circulation would be improved through the new public Southline Avenue roadway that would provide connectivity through the project area, as well as new internal private roadways, walkways, and bicycle paths that would provide access to parking, loading, and building areas. The majority of the off-site improvements, with the exception of the South Maple Avenue roadway and street front

improvements, would occur as part of Phase 1. Phase 1 construction would occur on approximately 14.03 acres within the Specific Plan area and 5.03 acres within the off-site improvement areas, totaling 19.06 acres (Phase 1 site).

The Recommended Alternative would require approval of certain entitlements from the City and other agencies to enable its development, including, but not limited to: Specific Plan adoption and related general plan, zoning map, and zoning text amendments to reflect adoption of the Specific Plan; Design Review, Vesting Tentative Map approval; TDM Plan approval; Precise Plan approval for Phase 1 and subsequent phases; and a Development Agreement. Approvals from the BART and/or City of San Bruno would also be required to construct the off-site improvements in their jurisdictions. If the requested entitlements are approved by the City, construction of the Recommended Alternative would be implemented over time and in a phased approach, with full buildout anticipated in 2030. Multiple phases are anticipated, with Phase 1 construction anticipated to commence in 2022 and occur over approximately 30 months, with an anticipated completion date in 2024.

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 Recommended Alternative. 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 the mitigation measures described below are feasible and agrees to adopt them as conditions of approval for the Recommended Alternative. Accordingly, based on the information and analyses set forth in the EIR, and the entirety of the Record of Proceedings before it, including without limitation the Mitigation Monitoring and Reporting Program and the Conditions of Approval, the City finds that changes or alterations have been required or incorporated into the Recommended Alternative which avoid or substantially lessen the significant effects as identified in the EIR and adoption of the mitigation measures set forth below will reduce these significant or potentially significant effects to less-than-significant levels. As described in further detail below and in the EIR, the following impacts will be less than significant with identified feasible mitigation measures.

This section addresses impacts for both buildout of the Specific Plan and Phase 1. In some instances, the impact for Phase 1 was found to be less than significant, but the corresponding impact for the Specific Plan was significant and unavoidable. In these cases, the findings for both the Specific Plan and Phase 1 are addressed in the following section, Findings Regarding Significant and Unavoidable Impacts.

Biological Resources

Impact BIO-1: The Recommended Alternative 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. (Specific Plan: Less than Significant with Mitigation; Phase 1: Less than Significant with Mitigation)

On-site buildings and vegetation including trees may provide suitable nesting habitat for peregrine falcon, other resident and migratory birds that are protected under state (California Fish and Game Code Sections 3503 and 3513) and federal (e.g., Migratory Bird Treaty Act) laws, special-status bat species including pallid bat, Townsend's big-eared bat, and hoary bat, and other bat species protected under state (California Fish and Game Code 4150) law. Construction activities including tree removal and structure demolition associated with the proposed project could impact nesting birds and bats, resulting in take (i.e., direct mortality of adult or young, 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. The impact would be significant for Phase 1 since all tree and building removals would occur during Phase 1.

Mitigation Measure BIO-1a: Preconstruction Nesting Bird Surveys and Buffer Areas (All Phases)

The Phase 1 applicant, and applicants of future Precise Plans, shall implement the following measures prior to the commencement of any demolition or construction activities on the project site that meet the criteria set forth below:

- a. To the extent feasible, conduct initial activities, including, but not limited to, vegetation removal, tree removal, ground disturbance, building or parking lot demolition, site grading, and other construction activities which may compromise breeding birds or the success of their nests outside the nesting season (February 15–September 15).
- b. If construction occurs during the bird nesting season, a qualified wildlife biologist³ shall conduct a nesting bird preconstruction survey within 14 days prior to the start of construction or demolition at areas within the project site where construction or demolition activities have not previously occurred, or after any pause in construction or demolition activities of 14 days or more in areas where construction or demolition activities have not previously occurred. The survey shall be performed within the following radii of the applicable construction area in order to locate any active nests: 100 feet for passerine species, 300 feet for raptor (birds of prey) species, and 500 feet for peregrine falcon; and shall be of those areas that constitute suitable habitat for these species.
- c. If active nests are located during the preconstruction nesting bird survey, a qualified biologist shall determine if the schedule of construction activities could affect the active nests; if so, the following measures would apply:
 1. If the qualified biologist determines that construction is not likely to affect an active nest, construction may proceed without restriction; however, a qualified biologist shall regularly monitor the nest at a frequency determined appropriate for the surrounding construction activity to confirm there is no adverse effect. Spot-check

³ The experience requirements for a “qualified biologist” shall include a minimum of 4 years of academic training and professional experience in biological sciences and related resource management activities, and a minimum of 2 years of experience conducting surveys for each species that may be present within the project site.

monitoring frequency would be determined on a nest-by-nest basis, considering the particular construction activity, duration, proximity to the nest, and physical barriers that may screen activity from the nest.

2. If it is determined that construction may cause abandonment of an active nest, the qualified biologist shall establish a no-disturbance buffer around the nest(s), and all project work shall halt within the buffer to avoid disturbance or destruction until a qualified biologist determines that the nest is no longer active. Typically, buffer distances are a minimum of 100 feet for passerines and 300 feet for raptors; however, the buffers may be decreased if an obstruction, such as a building, is within line-of-sight between the nest and construction.
3. Modifying nest buffer distances, allowing certain construction activities within the buffer, and/or modifying construction methods in proximity to active nests shall be approved by the qualified biologist and in coordination with the Planning Division. To the extent necessary to remove or relocate an active nest, such removal or relocation shall be coordinated with the Planning Division, and the removal or relocation shall be in compliance with the California Fish and Game Code and other applicable laws.
4. Any work that must occur within established no-disturbance buffers around active nests shall be monitored by a qualified biologist. If adverse effects in response to project work within the buffer are observed and could compromise the nest, work within the no-disturbance buffer(s) shall halt until the nest occupants have fledged.
5. Any birds that begin nesting within the project site and survey buffers amid construction activities are assumed to be habituated to construction-related or similar noise and disturbance levels. Work may proceed around these active nests subject to Measure c.2 above.

Mitigation Measure BIO-1b: Preconstruction Bat Surveys and Protection (Phase 1 Only)

Prior to the demolition of the existing buildings and structures within the Specific Plan area, the Phase 1 applicant shall retain a qualified biologist to conduct a habitat assessment and implement protective measures for pallid bat, Townsend's big-eared bat, and hoary bat, and other roosting bats, which shall include an initial daytime survey to assess the building for potential bat roosting habitat, and to look for bats and signs of bats. It is recommended that the habitat assessment be conducted by a qualified biologist at least two months and no more than six months prior to demolition activities. Qualified biologists shall have knowledge of the natural history of the species that could occur and sufficient experience determining bat occupancy and bat survey techniques. The qualified biologist shall examine both the inside and outside of the buildings and structures for potential roosting habitat, as well as routes of entry to the buildings and structures. Locations of any roosting bats, signs of bat use, and entry and exit points shall be noted and mapped on a drawing of the buildings and structures. Roost sites shall also be photographed as feasible. The methods and results of the habitat assessment and the future steps to be taken shall be submitted to CDFW. Recommendations received from CDFW shall be considered by the City and incorporated into future steps to be taken unless the City determines them to be infeasible. The City shall make good faith efforts to coordinate with CDFW to discuss revisions to any CDFW recommendations the City considers to be infeasible. Depending on the results of the habitat assessment, the following steps will be taken as described below.

- If the buildings and structures can be adequately assessed (i.e., sufficient areas of the buildings and structures can be examined) and no habitat or limited habitat for roosting bats is present, and no signs of bat use are present, a preconstruction survey of the interior and exterior of the buildings and structures by a qualified biologist shall be conducted within 24 hours of demolition.
- If moderate or high potential habitat is present but there are no signs of bat use, the Phase 1 applicant shall implement feasible measures under the guidance of a qualified biologist to exclude and/or discourage bats from using the buildings and structures as a roost site, such as sealing off entry points. Feasible measures shall be determined based on the condition of the buildings and structures. Prior to installing exclusion measures, a qualified biologist shall re-survey the buildings and structures to ensure that no bats are present. In addition, a preconstruction survey of the interior and exterior of the buildings and structures shall be conducted within 24 hours of demolition to confirm that no bats are present.
- If moderate or high potential habitat is present and bats or signs of bats are observed, or if exclusion measures are not installed as described above, or the buildings or structures provide suitable habitat but could not be adequately assessed, the Phase 1 applicant shall implement the following protective measures.
 - Follow-up surveys shall be conducted to determine if bats are present prior to commencement of demolition. The Phase 1 applicant shall submit a survey plan (number, timing, and type of surveys) to the City and CDFW; recommendations received from CDFW shall be considered and incorporated into the plan unless the City determines them to be infeasible. If CDFW requests that the bats be identified to species, the follow-up survey(s) shall include use of night vision goggles and active acoustic monitoring using full spectrum bat detectors.
 - Based on the timing of demolition, the extent of bat signs and/or occupied habitat, and the species present (if determined), as determined by the qualified biologist, the biologist shall develop a bat exclusion plan to discourage or exclude bat use prior to demolition. The Phase 1 applicant shall submit the bat exclusion plan to the City and CDFW for review and approval, pursuant to Section 4150 of the Fish and Game Code. Reasonable methods to discourage or exclude bat use may include installing exclusion measures such as one-way doors or using light or other means to deter bats from using the buildings and structures to roost, such as sealing large holes or gaps void of bats using the installation of plywood and/or metal sheeting, and/or sealing small holes or gaps void of bats using installation of expandable foam or steel wool.
 - A preconstruction survey of the interior and exterior of the buildings and structures shall be conducted within 24 hours of demolition.

Depending on the species of bats present, the size of the bat roost, and timing of the demolition, additional protective measures may be recommended by the qualified biologist or CDFW, and may include measures listed below, which shall be undertaken by the Phase 1 applicant.

- To avoid impacts on maternity colonies or hibernating bats, the buildings and structures shall not be demolished while bats are confirmed to be present, generally between April 1 and September 15 (maternity season) and from November 1 to March 1 (hibernation).

- Removal of occupied roosting habitat shall only occur following the maternity season and prior to hibernation, generally between September 15 and October 31, unless exclusionary devices are first installed (as described above). Other measures, such as using lights to deter bat roosting, may be used if developed in compliance with applicable law and coordination with and approval by CDFW.
- Installation of exclusion devices shall occur before maternity colonies establish or after they disperse, generally from March 1–30 or September 15–October 31 to preclude bats from occupying a roost site during demolition to the extent feasible. Exclusionary devices shall only be installed by or under the supervision of a qualified biologist.

The Phase 1 applicant shall implement the following measures prior to any tree removal on the project site:

- A qualified biologist shall examine trees to be removed for suitable bat roosting habitat (e.g., large tree cavities, basal hollows, loose or peeling bark, larger snags, palm trees with intact thatch) before tree removal. Trees providing suitable or potential bat habitat shall be marked with flagging and identified as potential habitat. Because of the limited timeframe for tree removal for trees containing bat habitat (i.e., September 15–October 31), the tree habitat assessment should be conducted early enough in the calendar year to provide information to the applicant and City to inform tree removal planning. The protective measures listed below shall be implemented for trees containing potential roosting habitat.
 - Removal or disturbance of trees providing bat roosting habitat shall be avoided between April 1 and September 15 (the maternity period) to avoid effects on pregnant females and active maternity roosts (whether colonial or solitary).
 - Removal of trees providing bat roosting habitat shall be conducted between September 15 and October 31, which corresponds to a time period when bats have not yet entered torpor or would be caring for nonvolant young.
 - If a maternity roost is found, whether solitary or colonial, that roost shall remain undisturbed until September 15 or until a qualified biologist has determined the roost is no longer active. The qualified biologist will determine appropriate no-work buffers around roost and/or hibernaculum sites. Buffer distances may vary depending on the species and activities being conducted.
- Removal of trees (between September 15 and October 31) providing suitable roosting habitat shall be monitored by qualified biologists. Trees that provide suitable habitat for bats shall be removed in a two-phase removal process conducted over two consecutive days. In the afternoon on the first day, limbs and branches shall be removed by a tree cutter using chainsaws only. Limbs with cavities, crevices, or deep bark fissures shall be avoided, and only branches or limbs without those features shall be removed. On the second day, the remainder of the tree shall be removed. A qualified biologist shall search downed vegetation for dead and injured bats. After tree removal and monitoring completion, the biologist shall prepare a biological monitoring report, which shall be provided to the City and to CDFW. The presence of dead or injured bats that are species of special concern resulting from downed trees shall be included in the monitoring report.

Loss of occupied roosting habitat shall be mitigated by constructing and/or installing suitable replacement habitat on-site or near the project site which shall be undertaken by the Phase 1 applicant. The roosting habitat shall be monitored by a qualified biologist to ensure it functions

as intended, as set forth under a roosting habitat design and monitoring plan developed in coordination with CDFW.

Findings: Based on the analysis in Section 4.3.4.3 and Section 5.8 of the EIR, implementation of Mitigation Measures BIO-1a and BIO-1b will ensure that potential adverse impacts on nesting birds and bats will be mitigated to less-than-significant levels. 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 Recommended Alternative that avoid or substantially lessen the significant environmental effects identified in the final EIR.

Impact BIO-4: The Recommended Alternative 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. (*Specific Plan: Less than Significant with Mitigation; Phase 1: Less than Significant with Mitigation*)

As discussed above under Impact BIO-1, existing buildings, structures, and trees on the project site could provide nesting habitat for resident and migratory birds and bats; therefore, the Recommended Alternative has the potential to affect a native wildlife nursery site, which would be a potentially significant impact.

Operation of the Recommended Alternative also would include the use of new lighting and construction of buildings with potentially reflective surfaces. Although the Recommended Alternative would remove and replace existing structures, the new lighting and new surfaces could misdirect or confuse migratory birds, resulting in disruption of natural behavioral patterns and possible injury or death from exhaustion or collisions with buildings, which would be a significant impact. The potential for these types of impacts could be heightened because of the project site's proximity to San Bruno Mountain and San Francisco Bay. Section 5.4.10 (Exterior Lighting) of the Specific Plan includes various exterior lighting Design Guidelines intended to minimize light intrusion that may reduce impacts to birds, including directing illumination downward, not causing glare or spillover into neighboring properties, and encouraging low voltage and low intensity lighting. Nonetheless additional mitigation is needed to further reduce the potential impact. This impact would be significant for both the Specific Plan and Phase 1.

Mitigation Measure BIO-1a: Preconstruction Nesting Bird Surveys and Buffer Areas (All Phases). See above (page 9) for full mitigation measure text.

Mitigation Measure BIO-1b: Preconstruction Bat Surveys and Protection (Phase 1 Only). See above (page 10) for full mitigation measure text.

Mitigation Measure BIO-2a: Lighting Measures to Reduce Impacts on Birds (All Phases)

During design, the Phase 1 applicant and applicants of future phases shall ensure that a qualified biologist experienced with bird strikes and building/lighting design issues shall identify lighting-related recommended measures to minimize the effects of the building's lighting on birds to. The applicant shall incorporate such measures into the building's design and operation to the extent feasible, subject to design review and approval by the City, which may include the following and/or other measures.

- a. Use strobe or flashing lights in place of continuously burning lights for obstruction lighting. Use flashing white lights rather than continuous light, red light, or rotating beams.

- b. Install shields onto light sources not necessary for air traffic to direct light towards the ground.
- c. Extinguish all exterior lighting (i.e., rooftop floods, perimeter spots) not required for public safety as determined by the City.
- d. When interior or exterior lights must be left on at night, the operator of the buildings shall examine and adopt feasible alternatives to bright, all-night, floor-wide lighting, which may include installing motion-sensitive lighting, using desk lamps and task lighting, reprogramming timers, or using lower-intensity lighting.
- e. Windows or window treatments that reduce transmission of light out of the building shall be implemented to the extent feasible.

Mitigation Measure BIO-2b: Building Design Measures to Minimize Bird Strike Risk (All Phases)

During design, the Phase 1 applicant and applicants of future phases shall ensure that a qualified biologist experienced with bird strikes and building/lighting design issues shall identify recommended measures related to the external appearance of the building to minimize the risk of bird strikes. The applicant shall incorporate such measures into the building's design to the extent feasible, subject to design review and approval by the City, which may include the following and/or other measures:

- a. Minimize the extent of glazing.
- b. Use low-reflective glass and/or patterned or fritted glass.
- c. Use window films, mullions, blinds, or other internal or external features to "break up" reflective surfaces rather than having large, uninterrupted areas of surfaces that reflect, and thus to a bird may not appear noticeably different from, vegetation or the sky.

Findings: Based on the analysis in Section 4.3.4.3 and Section 5.8 of the EIR, implementation of Mitigation Measures BIO-1a, BIO-1b, BIO-2a, and BIO-2b 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. 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 Recommended Alternative that avoid or substantially lessen the significant environmental effects identified in the final EIR.

Impact C-BIO-1: The Recommended Alternative, inclusive of Phase 1, together with the cumulative projects identified, would not result in a cumulatively considerable contribution to significant cumulative impacts on biological resources. (*Specific Plan: Less than Cumulatively Considerable with Mitigation; Phase 1: Less than Cumulatively Considerable with Mitigation*)

As discussed under Impact BIO-1, construction activities including tree removal and structure demolition associated with the Recommended Alternative could impact nesting birds and bats. As discussed under Impact BIO-4, migratory birds could collide with new structures, resulting in injury or death. Cumulative impacts on these biological resources could be significant because reasonably foreseeable projects would affect or remove additional structures and trees and erect new structures, and the project has potential to contribute considerably to this cumulative impact.

Findings: Based on the analysis in Section 4.3.4.4 and Section 5.8 of the EIR, implementation of Mitigation Measure BIO-1a, Mitigation Measure BIO-1b, Mitigation Measure BIO-2a, and Mitigation Measure BIO-2b would require pre-construction surveys for bats and nesting birds as well as building design measures to minimize lighting effects on birds and bird strike risk. Implementation of these mitigation measures would ensure that the Recommended Alternative's contribution to cumulative impacts on nesting special-status bat and migratory bird species, the movement of native resident or migratory wildlife species, established native resident or migratory wildlife corridors, the use of native wildlife nursery sites, and local policies or ordinances for protecting biological resources would be less than cumulatively considerable. 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 Recommended Alternative that avoid or substantially lessen the significant environmental effects identified in the final EIR.

Cultural Resources

Impact CR-1: The Recommended Alternative would not cause a substantial adverse change in the significance of a historical resources pursuant to Section 15064.5. (*Specific Plan: Less than Significant with Mitigation; Phase 1: Less than Significant with Mitigation*)

The Recommended Alternative would demolish all existing buildings and structures within the Specific Plan area. The Specific Plan area is located within the boundaries of a potential historic district. A historic district qualifies as a historical resource as defined in Section 15064.5 of the CEQA Guidelines. Eleven of the buildings within the Specific Plan area, eight of which are located on the Phase 1 site, appear to contribute to the potential historic district. Under the Recommended Alternative, all eleven buildings would be demolished to allow for new development within the Specific Plan area. It is possible that further research could reveal that the potential district is able to maintain and convey its significance without these properties, but because the full scale of the potential district is unknown at this time, the EIR conservatively concludes that demolition of eleven potential contributors would impair qualities that qualify the potential historic district as a CEQA historical resource. As such, this impact is considered potentially significant. The impact would also be significant for Phase 1 since all building removals would occur during Phase 1.

Mitigation Measure CR-1: Interpretive Signage Program (Phase 1 Only)

The Phase 1 applicant shall prepare an interpretive signage plan document setting forth the process for design and installation of interpretive signage within the Specific Plan area. The interpretive signage plan 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 shall include details regarding the proposed locations for the signage and the design of the visual components of the interpretive historic district signage program. The interpretive signage plan does not need to include cost analysis or specifications for the fabrication or installation of the signage program.

The interpretive signage plan shall be reviewed and approved by the City of South San Francisco prior to the issuance of a building permit for the proposed project. No further discretionary review or approvals are anticipated to be required by the City to implement the interpretive historic district signage program. Implementation of the interpretive signage

program shall include the following elements:

1. **Temporary Signage:** The temporary historic district interpretive signage program shall include at least one temporary marker or sign regarding South San Francisco's industrial heritage to display within or at the perimeter of the Specific Plan area for the duration of the construction process. The temporary signage shall be installed at a location that is visible from a public right-of-way and shall include a written narrative accompanied by historic images where feasible. As needed due to construction activity, the temporary signage may be relocated to another location that meets these criteria.
2. **Permanent Signage:** The permanent interpretive signage program 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 Specific Plan area. The signs shall describe the industries that operated within the Specific Plan area, such as Colorado Fuel and Iron, Poetsch & Peterson Tannery, and E. I. du Pont de Nemours, 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 availability and publication permissions of the images. The signs shall be located within the Specific Plan area boundary and shall be visible to both Specific Plan area tenants and the general public from a public right-of-way. No more than half of the signs may be located in lobbies, restaurants, or other public spaces that are inside buildings. The permanent signs shall be installed prior to the issuance of the first Certificate of Occupancy for Phase 1, and may be located solely within the Phase 1 area.

Findings: Based on the analysis in Section 4.4.4.3 and Section 5.8 of the EIR, implementation of Mitigation Measure CR-1 will ensure that adverse impacts on historical resources will be mitigated to less-than-significant levels. 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 Recommended Alternative that avoid or substantially lessen the significant environmental effects identified in the final EIR.

Impact CR-2: The Recommended Alternative would not cause a substantial adverse change in the significance of an archaeological resource pursuant to Section 15064.5. (*Specific Plan: Less than Significant with Mitigation; Phase 1: Less than Significant with Mitigation*)

The Recommended Alternative would require major grading and excavation to construct the new subterranean parking garages to a depth of up to approximately 28 feet below grade level. A records search did not identify any previously recorded archaeological resources within the project site. However, the presence of two precontact midden deposits within 0.25 mile of the project site indicates increased potential for encountering as-yet undocumented archaeological deposits during project-related ground disturbance. Although the Project Area is highly developed, much of the prior development has been occupied by office, industrial, warehousing and distribution facilities that do not include sub-levels beneath grade. Therefore, the excavation and grading activity associated with construction of the subterranean portions of the Recommended Alternative also contributes to the potential for encountering as-yet undocumented archaeological deposits during project-related ground disturbance. This impact is considered potentially significant. Although Phase 1 does not include major subterranean development, it would include surface grading and utility trenching. Therefore, the impact is also potentially significant for Phase 1.

Mitigation Measure CR-2a: Cultural Resources Worker Environmental Awareness Program (All Phases)

The Phase 1 applicant and applicants of future Precise Plans shall ensure that a qualified archaeologist shall conduct Worker Environmental Awareness Program (WEAP) training for all construction personnel on the project site prior to project-related construction and ground-disturbing activities. 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. This training shall be provided for any additional personnel added to the project, even after the initiation of construction and ground-disturbing activities.

Mitigation Measure CR-2b: Halt Construction Activity, Evaluate Find, and Implement Mitigation for Archaeological and Tribal Cultural Resources (All Phases)

Should a potential archaeological or tribal cultural resource be encountered during project construction activities, the construction contractor shall halt construction within 25 feet of the find and immediately notify the City of South San Francisco Economic and Community Development Director if the resource was discovered in South San Francisco's jurisdiction, or the San Bruno City Planning Manager and Public Works Director if the resource was discovered in San Bruno's jurisdiction. A qualified archaeologist, in consultation with the City in which the resource was discovered, shall 1) evaluate the potential resource to determine if it meets the CEQA definition of a unique archaeological resource pursuant to Public Resources Code Section 21083.2 or a tribal cultural resource pursuant to Public Resources Code Section 21074 and 2) make recommendations about the treatment of the resource, as warranted. If the qualified archaeologist determines the find is not a unique archaeological resource, then proper recordation and identification shall be completed and construction shall continue without delay.

If the resource meets the CEQA definition of a unique archaeological resource or tribal cultural resource, it shall be avoided to the extent feasible by project construction activities to allow for preservation in place as described under CEQA Guidelines Section 15126.4 (b)(3)(A)-(B). If avoidance is not feasible, and the resource is determined to be a unique archaeological resource, adverse effects to the resource shall be mitigated as specified by Public Resources Code Section 21083.2. This mitigation may include, but is not limited to, a thorough recording of the resource on Department of Parks and Recreation Form 523 records, or archaeological data recovery excavation. If data recovery excavation is warranted, CEQA Guidelines Section 15126.4 (b)(3)(C), which requires a data recovery plan prior to data recovery excavation, shall be followed. If avoidance is not feasible, and the resource is determined to be a tribal cultural resource, additional coordination with the appropriate California Native American tribe(s) shall be conducted in accordance with existing laws to determine appropriate mitigation, including consideration of the measures identified in Public Resources Code Section 21084.3.

Findings: Based on the analysis in Section 4.4.4.3 and Section 5.8 of the EIR, implementation of Mitigation Measures CR-2a and CR-2b will ensure that adverse impacts on archaeological resources will be mitigated to less-than-significant levels. 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 Recommended Alternative that avoid or substantially lessen the significant environmental effects identified in the final EIR.

Impact CR-3: The project would not disturb any human remains, including those interred outside of formal cemeteries. (Specific Plan: Less than Significant with Mitigation; Phase 1: Less than Significant with Mitigation)

As stated above, no previously identified archaeological resources have been recorded within the project site. However, the presence of two precontact midden deposits within 0.25 mile of the project site indicates that there is increased potential for project-related ground disturbance to encounter as-yet undocumented archaeological deposits. Midden deposits, like the ones identified in the vicinity of the project site, often contain human remains. Therefore, for the reasons stated in Impact CR-2, construction of the Recommended Alternative has the potential to encounter as-yet undocumented precontact archaeological deposits that may contain human remains. This impact is considered potentially significant. Although Phase 1 does not include major subterranean development, it would include surface grading and utility trenching. Therefore, the impact is also potentially significant for Phase 1.

Mitigation Measure CR-2a: Cultural Resources Worker Environmental Awareness Program (All Phases). See above (page 17) for full mitigation measure text.

Mitigation Measure CR-2b: Halt Construction Activity, Evaluate Find, and Implement Mitigation for Archaeological and Tribal Cultural Resources (All Phases). See above (page 17) for full mitigation measure text.

Mitigation Measure CR-3: Halt Construction Activity, Evaluate Remains, and Take Appropriate Action in Coordination with Native American Heritage Commission (All Phases)

In the event that human remains are uncovered during site preparation, excavation, or other construction activity, the Phase 1 applicant and applicants of future Precise Plans shall cease or ensure the ceasing of all such construction activity within a radius of 25 feet of the discovery and shall notify the San Mateo county coroner immediately. No further construction activity shall occur within this 25-foot radius until the San Mateo county coroner has evaluated the remains and has taken appropriate action in accordance with Section 5097.98 of the California Public Resources Code. Concurrently, an archaeologist shall be contacted to assess the situation and consult with the appropriate agencies. If the human remains are of Native American origin, the coroner shall notify the Native American Heritage Commission (NAHC) within 24 hours of this identification in accordance with section 5097.98 of the California Public Resources Code, and section 7050.5 of the California Health and Safety Code, as applicable. The NAHC shall identify a Most Likely Descendant (MLD) to inspect the site and provide recommendations for the proper treatment of the remains and associated grave goods. The MLD may inspect the site of the discovery and shall complete the inspection within 48 hours of notification by the NAHC.

Findings: Based on the analysis in Section 4.4.4.3 and Section 5.8 of the EIR, implementation of Mitigation Measure CR-2a, CR-2b, and CR-3 will ensure that adverse impacts on human remains will be mitigated to less-than-significant levels. 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 Recommended Alternative that avoid or substantially lessen the significant environmental effects identified in the final EIR.

Impact C-CR-2: The Recommended Alternative, inclusive of Phase 1, together with the cumulative projects identified, would not result in a cumulatively considerable contribution to significant cumulative impacts on archaeological resources or human remains. (*Specific Plan: Less than Cumulatively Considerable with Mitigation; Phase 1: Less than Cumulatively Considerable with Mitigation*)

As discussed under Impact CR-2 and Impact CR-3, ground disturbing activities under the Recommended Alternative would have the potential to result in the inadvertent destruction of archaeological resources and human remains. Cumulative impacts on archaeological resources and human remains are considered potentially significant because reasonably foreseeable projects would most likely involve ground-disturbing activities that could uncover resources related to resources that could be uncovered by the Recommended Alternative, and the project has potential to contribute considerably to this cumulative impact.

Findings: Based on the analysis in Section 4.4.4.4 and Section 5.8 of the EIR, implementation of Mitigation Measure CR-2a, Mitigation Measure CR-2b, and Mitigation Measure CR-3 would ensure that the Recommended Alternative's contribution to cumulative impacts on archaeological resources and human remains would be less than cumulatively considerable with mitigation. 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 Recommended Alternative that avoid or substantially lessen the significant environmental effects identified in the final EIR.

Energy

Impact EN-1a: The project would not result in a potentially significant environmental impact due to the wasteful, inefficient, or unnecessary consumption of energy resources during project construction. (*Specific Plan: Less than Significant with Mitigation; Phase 1: Less than Significant with Mitigation*)

Construction activities associated with the Recommended Alternative would result in the temporary usage and consumption of energy resources within the project site. Construction energy use would include the electricity used to power electric construction equipment and mobile offices or deliver water to construction sites, the gasoline and diesel fuel used to transport workers and drive haul trucks to and from construction sites, and the fuel used to operate off-road equipment. Construction-related energy usage and consumption would occur intermittently throughout the course of project buildout and would vary substantially, depending on the level of activity, the length of construction periods, specific construction operations, the types of equipment, and the number of workers, which could result in a significant energy impact if best management practices (BMPs) are not implemented. This impact would also be significant for Phase 1, which is estimated to consume approximately 749 million British thermal units (mBTUs) of electricity during construction.

Mitigation Measure GHG-1: Require Implementation of BAAQMD-recommended Construction BMPs (All Phases)

The Phase 1 applicant and applicants of future Precise Plans shall require their contractors, as a condition in contracts, to reduce construction-related GHG emissions by implementing BAAQMD's recommended BMPs, based on BAAQMD's CEQA Guidelines:

- Ensure that alternative-fuel (e.g., biodiesel, electric) construction vehicles/equipment make up at least 15 percent of the fleet,

- Use local building materials (at least 10 percent) sourced from within 100 miles of the planning area, and
- Recycle and reuse at least 50 percent of construction waste or demolition materials.

Mitigation Measure AQ-4: Require Construction Fleet to Use Renewable Diesel (Future Phases Only)

- Applicants of future Precise Plans other than Phase 1 shall require their contractors, as a condition of contract, to reduce construction-related exhaust emissions by ensuring that all off-road equipment greater than 50 horsepower operates on renewable diesel (such as high-performance renewable diesel). Exemptions can be made for specialized equipment that cannot operate with renewable diesel or if renewable diesel is not commercially available. The contractor must provide documentation to the City showing that specialized equipment cannot use renewable diesel and that a good-faith effort to obtain renewable diesel was conducted.

Findings: Based on the analysis in Section 4.5.4.3 and Section 5.8 of the EIR, implementation of Mitigation Measures GHG-1 and AQ-4 will ensure that adverse impacts related to the consumption of energy resources during project construction will be mitigated to less-than-significant levels. 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 Recommended Alternative that avoid or substantially lessen the significant environmental effects identified in the final EIR.

Geology and Soils

Impact GEO-6: The Recommended Alternative would not directly or indirectly destroy a unique paleontological resource or site or unique geologic feature. (*Specific Plan: Less than Significant with Mitigation; Phase 1: Less than Significant with Mitigation*)

Geologic units underlying the project site, specifically the Colma Formation and Merced Formation, are known to have yielded significant vertebrate fossils. Therefore, the paleontological sensitivity of these geologic units is considered to be high, and these geologic units have the potential to contain significant fossils at the project site. Although the project site is already substantially disturbed and contains artificial fill, in certain portions of the project site, artificial fill extends as little as 2 feet below ground surface (bgs), at which point native sediments are encountered. 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 affecting areas at a depth greater than 2 feet bgs to directly or indirectly destroy any paleontological resources within the project site. This could result in a significant impact. Although Phase 1 does not include major subterranean development, it would include surface grading and utility trenching. Therefore, the impact is also potentially significant for Phase 1.

Mitigation Measure GEO-1: Halt Construction Activity in Case of Finding Paleontological Resources, Evaluate Find, and Excavate Find (All Phases)

In the event that previously unidentified paleontological resources are uncovered during site preparation, excavation, or other construction activity, the project applicant or successor shall cease all such activity within 25 feet of the discovery or ensure that all such activity within

25 feet of the discovery ceases until the resources have been evaluated by a qualified professional and specific measures can be implemented to protect these resources in accordance with Sections 21083.2 and 21084.1 of the California Public Resources Code. If the find is potentially significant, the project applicant or successor shall ensure a qualified paleontologist shall excavate the find in compliance with state law, keeping project delays to a minimum. If the qualified paleontologist determines the find is not significant then proper recordation and identification shall ensure and the project will continue without delay.

Findings: Based on the analysis in Section 4.6.4.3 and Section 5.8 of the EIR, implementation of Mitigation Measure GEO-1 will ensure that adverse impacts on paleontological resources will be mitigated to less-than-significant levels. 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 Recommended Alternative that avoid or substantially lessen the significant environmental effects identified in the final EIR.

Impact C-GEO-2: The Recommended Alternative, inclusive of Phase 1, together with the cumulative projects identified would not result in a cumulatively considerable contribution to significant cumulative impacts on paleontological resources. (Specific Plan: Less than Cumulatively Considerable with Mitigation; Phase 1: Less than Cumulatively Considerable with Mitigation)

As discussed under Impact GEO-6, ground disturbing activities under the Recommended Alternative would have the potential to result in the inadvertent destruction of paleontological resources. Cumulative impacts on paleontological resources are considered potentially significant because reasonably foreseeable projects would likely involve ground-disturbing activities that could uncover resources related to resources that could be uncovered by the Recommended Alternative, and the project has potential to contribute considerably to this cumulative impact.

Findings: Based on the analysis in Section 4.6.4.4 and Section 5.8 of the EIR, implementation of Mitigation Measure GEO-1 would ensure that the Recommended Alternative's contribution to cumulative impacts on paleontological resources would be less than cumulatively considerable because it would ensure that information that may be recoverable from any identified paleontological resource would be recorded and properly curated as required under state law. 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 Recommended Alternative that avoid or substantially lessen the significant environmental effects identified in the final EIR.

Greenhouse Gas Emissions

Impact GHG-1a: The Recommended Alternative would not generate GHG emissions, either directly or indirectly, that would have a significant impact on the environment during construction. (Specific Plan: Less than Significant with Mitigation; Phase 1: Less than Significant with Mitigation)

Construction of the Recommended Alternative would result in the temporary generation of GHG emissions. Emissions would originate from construction equipment exhaust, vehicle exhaust, and the use of electricity in mobile trailers. Construction-related GHG emissions would vary substantially throughout buildout of the project, depending on the level of activity, length of the construction period, specific construction operations, the types of equipment, and the number of

workers. Because the timing and intensity of future development projects is not known, the precise effects of construction activities associated with buildout of the project site cannot be accurately quantified. BAAQMD has not established a quantitative threshold for assessing construction related GHG emissions. Rather, the air district recommends evaluating whether construction activities would conflict with statewide emission reduction goals and implementing feasible BMPs. If a project does not implement feasible BMPs, it is anticipated that it would conflict with statewide emissions goals, resulting in a significant impact. This impact would also be significant for Phase 1, which is estimated to generate approximately 5,610 metric tons of carbon dioxide equivalent (CO_{2e}) emissions during construction.

Mitigation Measure GHG-1: Require Implementation of BAAQMD-recommended Construction BMPs (All Phases). See above (page 19) for full mitigation measure text.

Mitigation Measure AQ-4: Require Construction Fleet to Use Renewable Diesel (Future Phases Only). See above (page 20) for full mitigation measure text.

Findings: Based on the analysis in Section 4.7.4.3 and Section 5.8 of the EIR, implementation of Mitigation Measures GHG-1 and AQ-4 will ensure that adverse impacts related to the generation of GHG emissions during construction will be mitigated to less-than-significant levels. 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 Recommended Alternative that avoid or substantially lessen the significant environmental effects identified in the final EIR.

Impact GHG-2: The project would not conflict with an applicable plan, policy, or regulation adopted for the purpose of reducing the emission of GHGs during construction and operation. (Specific Plan: Less than Significant with Mitigation; Phase 1: Less than Significant with Mitigation)

As stated above, construction of the Recommended Alternative would result in the temporary generation of GHG emissions, which would originate from construction equipment exhaust, vehicle exhaust, and the use of electricity in mobile trailers. Construction-related GHG emissions would vary substantially throughout buildout of the Recommended Alternative, depending on the level of activity, length of the construction period, specific construction operations, the types of equipment, and the number of workers. Therefore, for the reasons stated in Impact GHG-1a, construction of the Recommended Alternative has the potential to conflict with applicable GHG plans. This impact is considered potentially significant. For the reasons stated in Impact GHG-1a, this impact would also be significant for Phase 1.

Mitigation Measure GHG-1: Require Implementation of BAAQMD-recommended Construction BMPs (All Phases). See above (page 19) for full mitigation measure text.

Mitigation Measure AQ-4: Require Construction Fleet to Use Renewable Diesel (Future Phases Only). See above (page 20) for full mitigation measure text.

Findings: Based on the analysis in Section 4.7.4.3 and Section 5.8 of the EIR, implementation of Mitigation Measures GHG-1 and AQ-4 will reduce impacts related to consistency with GHG plans to less-than-significant levels. 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 Recommended Alternative that avoid or substantially lessen the significant environmental effects identified in the final EIR.

Hazards and Hazardous Materials

Impact HAZ-2: The Recommended Alternative would not create a significant hazard to the public or the environment through reasonably foreseeable upset and accident conditions involving the release of hazardous materials into the environment. (*Specific Plan: Less than Significant with Mitigation; Phase 1: Less than Significant with Mitigation*)

Multiple site-specific investigations were prepared between 2017 and 2020 for portions of the Specific Plan area, including the Phase 1 site. These investigations concluded that prior releases of hazardous materials have occurred within various portions of the Specific Plan area, including within the Phase 1 site. Therefore, the potential for contaminated on-site soil and/or groundwater exists within the Specific Plan area, and presumably within the off-site improvement areas, given their proximity to the Specific Plan area. Depending on the contaminant characteristics and extent of contamination in particular locations, ground disturbance and excavation activities conducted during construction are likely to encounter contaminated soil. Additionally, dewatering within the Specific Plan area could result in the withdrawal of contaminated groundwater. If the groundwater contains contaminants above regulatory levels, a release of the water could present a hazard to people or the environment unless properly managed. This impact is considered potentially significant for the Recommended Alternative.

Mitigation Measure HWQ-1: Require Groundwater Monitoring and Sampling Prior to Dewatering Activity (Future Phases Only).

Prior to any construction activity proposing or with the potential to require dewatering, applicants of future Precise Plans shall measure water levels and water quality, prior to and during dewatering activities, with a focus on potential constituents of concern based on permitting requirements and known or suspected water quality impacts within or near the development site. Applicants of future Precise Plans shall ensure collection and testing of samples prior to initiating construction activities proposing or with the potential to require dewatering. The location of the sampling locations shall be at an appropriate distance from the proposed dewatering site, as determined by a geotechnical evaluation of the local groundwater and soil conditions. If contamination is detected, remedial measures to limit and/or contain the spread of contaminated water shall be implemented. Several options can be employed such as conducting on-site treatment/remediation, disposal in sewer system (with any appropriate pre-treatment) or at a hazardous materials disposal facility depending on type and levels of contamination, tanking, or stopping or phasing underground construction. Water shall be treated such that it complies with discharge and reporting requirements of the Volatile Organic Compound (VOC) and Fuel General Permit (Order No. R2-2018-0050) and applicable water quality objectives as designated in the San Francisco Bay Basin (Region 2) Water Quality Control Plan (Basin Plan), or hauled off-site for treatment and disposal at a permitted waste treatment facility. The applicant shall be responsible for demonstrating to the City that the treatment and disposal requirements set forth in this mitigation measure have been met.

Mitigation Measure HAZ-2a: Prepare a Soil Management Plan Prior to Issuance of Grading Permit (All Phases)

Prior to issuance of any grading permit, the Phase 1 applicant and applicants of future Precise Plans shall retain the services of a qualified environmental engineering firm to prepare and implement, during site preparation, grading, and excavation activities, a Soil Management Plan

(SMP). The SMP shall be designed to protect human health of construction workers, the public and the environment during site preparation, grading, and excavation activities by including protocols, measures, and techniques for the proper handling, management, and disposition of affected soils found on the site and any areas of off-site work during site preparation and grading activities. The SMP shall also ensure the proper characterization, management, and/or disposal of contaminated environmental media that is above applicable Environmental Screening Levels (ESLs) by recommending additional sampling activities (as necessary), including profile sampling for proper disposal. The SMP shall be prepared by a commercial environmental engineering firm with demonstrated expertise and experience in the preparation of SMPs and shall be stamped by an appropriately licensed professional. The SMP shall be implemented by the Phase 1 applicant and applicants of future Precise Plans throughout all ground-disturbing work.

The SMP shall establish protocols and measures for addressing the discovery of presently unknown environmental conditions or subsurface structures such as USTs, sumps, or wells. If the environmental engineering firm subsequently identifies the need for further sampling, the project applicant shall implement this and any other requirements identified in the SMP. The project applicant shall enter into a voluntary agreement with the San Francisco Bay Regional Water Quality Control Board (RWQCB) for review and approval of the SMP prior to construction activities. The RWQCB will also have oversight authority pertaining to implementation of the SMP. If directed by the RWQCB, the project applicant shall conduct additional site investigation and characterization prior to construction to ensure that hazardous materials in the soil, soil vapor, and/or groundwater do not exceed applicable regulatory thresholds.

Mitigation Measure HAZ-2b: Engineering Controls to Address Vapor Encroachment Conditions (Future Phases that Include the Property at 325 South Maple Avenue)

Prior to the issuance of a building permit for development within the property at 325 South Maple Avenue, the project applicant shall demonstrate compliance with applicable requirements imposed by the San Francisco Bay Regional Water Quality Control Board (RWQCB) or San Mateo County Health, Environmental Health Services for soil vapor sampling and risk evaluation to address vapor intrusion concerns. Prior to the issuance of a certificate of occupancy, engineering controls designed by a qualified engineer to address vapor encroachment conditions by redirecting and or minimizing VOC concentrations in compliance with San Francisco Bay RWQCB (or San Mateo County Health) requirements and shall be implemented on the site. Specific engineering controls may include, but will not be limited to:

- Installation of subsurface migration barriers; and/or
- Inclusion of ventilated foundations for any proposed structures; and/or
- The use and implementation of an alternative method or structural design that would address soil gas releases and reduce the potential for hazardous conditions to occur.

Appropriate engineering control system(s) shall be determined with concurrence, approval, and oversight of the San Francisco Bay RWQCB or San Mateo County Health, as applicable, and shall be dependent on future building placement and construction. Project applicants shall comply with all applicable San Francisco Bay RWQCB or San Mateo County Health requirements for long-term operation, monitoring, and maintenance of the vapor mitigation systems. Any land use covenant required by the San Francisco Bay RWQCB or San Mateo County Health to assure

the long-term efficacy of the vapor mitigation systems shall be recorded in property title records by the project sponsor(s) or successor owner(s). If at the time of development, the 325 South Maple Avenue site has obtained case closure from the San Francisco Bay RWQCB or San Mateo County Health and vapor intrusion is deemed no longer a concern, implementation of this mitigation measure would no longer be required.

Mitigation Measure HAZ-2c: Conduct a Hazardous Building Materials Survey prior to Demolition Activities and Hazardous Building Material Handling (All Phases)

Prior to the issuance of any demolition permit, the Phase 1 applicant and applicants of future Precise Plans shall ensure that a Hazardous Building Materials Survey is conducted by a licensed contractor on structures that will be demolished and have not been surveyed previously. The Hazardous Building Materials Survey shall identify the presence of hazardous building materials including: asbestos-containing materials (ACMs), lead-based paint (LBP), and poly-chlorinated biphenyls (PCBs). Should this survey determine that lead-based paint and/or asbestos or other hazardous building materials are present, the following actions shall be implemented by the Phase 1 applicant and applicants of future Precise Plans:

- A health and safety plan shall be developed by a certified industrial hygienist for potential lead-based paint, asbestos or other hazardous building materials risks present during demolition. The health and safety plan shall then be implemented by a licensed contractor. The health and safety plan shall comply with federal Occupational Safety and Health Administration (OSHA) and the California Occupational Safety and Health Administration (Cal/OSHA) requirements.
- Necessary approvals shall be acquired from the City and/or County (by the licensed contractor) for specifications or commencement of abatement activities. Abatement activities shall be conducted by a licensed contractor.
- Prior to demolition of building materials containing asbestos, the Bay Area Air Quality Management District (BAAQMD) shall be notified ten days prior to initiating construction and demolition activities. Section 19827.5 of the California Health and Safety Code requires that local agencies not issue demolition or alteration permits until an applicant has demonstrated compliance with notification requirements under applicable federal regulations regarding hazardous air pollutants, including asbestos. In addition:
 - Asbestos shall be disposed of at a licensed disposal facility to be identified by the licensed contractor.
 - The local office of the Cal/OSHA shall be notified of asbestos abatement activities.
 - Asbestos abatement contractors shall follow state regulations contained in 8 CCR 1529 and 8 CCR 341.6 through 341.14 where there is asbestos-related work involving 100 square feet or more of asbestos containing material.
 - Asbestos removal contractors shall be certified as such by the Contractors Licensing Board of the State of California. The owner of the property where abatement is to occur shall have a Hazardous Waste Generator Number assigned by and registered with the Office of the California Department of Health Services in Sacramento.
- The contractor and hauler of hazardous building materials shall file a Hazardous Waste Manifest that details the hauling of the material from the site and the disposal of it. Pursuant

to California law, the City of South San Francisco shall not issue the required permit until the applicant has complied with the notice requirements described above.

Findings: Based on the analysis in Section 4.8.4.3 and Section 5.8 of the EIR, implementation of Mitigation Measures HWQ-1, HAZ-2a, HAZ-2b, and HAZ-2c will ensure that adverse impacts related to the release of hazardous materials into the environment will be mitigated to less-than-significant levels. 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 Recommended Alternative that avoid or substantially lessen the significant environmental effects identified in the final EIR.

Impact HAZ-4: The Recommended Alternative would be located on a site which is included on a list of hazardous materials sites compiled pursuant to Government Code Section 65962.5, but would not create a significant hazard to the public or the environment. (Specific Plan: Less than Significant with Mitigation; Phase 1: Less than Significant with Mitigation)

One property identified in the Department of Toxic Substances Control's (DTSC) Cleanup Sites database and two properties identified in the Leaking Underground Storage Tank (LUST) database are located within the project site, specifically the Phase 1 site boundary. No other sites within the project site were identified in the *Cortese List Data Resources*. Contamination at both the properties have been addressed to the satisfaction of the oversight agencies as indicated on the state GeoTracker database. Thus, potential impacts associated with the aforementioned LUST listings are considered unlikely. However, it is possible that construction workers could encounter residually contaminated on-site soil during project construction. Therefore, this impact is considered potentially significant for the Recommended Alternative and Phase 1.

Mitigation Measure HAZ-2a: Prepare a Soil Management Plan Prior to Issuance of Grading Permit (All Phases). See above (page 23) for full mitigation measure text.

Findings: Based on the analysis in Section 4.8.4.3 and Section 5.8 of the EIR, implementation of Mitigation Measure HAZ-2a will reduce impacts related to the potential exposure of construction workers and the public to any potential residual contamination in on-site soils, if encountered, to less-than-significant levels. 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 Recommended Alternative that avoid or substantially lessen the significant environmental effects identified in the final EIR.

Hydrology and Water Quality

Impact HWQ-1: The Recommended Alternative would not violate any water quality standards or waste discharge requirements or otherwise substantially degrade surface or groundwater quality. (Specific Plan: Less than Significant with Mitigation; Phase 1: Less than Significant)

Construction dewatering would be required during certain site preparation and subterranean construction within the Specific Plan area associated with excavation for the subterranean garages (not including Phase 1, which does not include subterranean parking garages). Dewatering could result in the exposure of pollutants from spills or other activities and may contaminate groundwater. Groundwater dewatering may also mobilize existing groundwater contaminant plumes, which if untreated could be discharged to a storm drain system or natural watercourse, and may exceed water quality standards of the receiving water. Release of these pollutants into receiving

waters could potentially harm wildlife in the San Francisco Bay or interfere with the wastewater treatment plant's operation. Discharging contaminated or sediment-laden water from a dewatering site into any water of the state without treatment is prohibited. Therefore, this impact is considered potentially significant for the Recommended Alternative, not including Phase 1.

Mitigation Measure HWQ-1: Require Groundwater Monitoring and Sampling Prior to Dewatering Activity (Future Phases Only). See above (page 23) for full mitigation measure text.

Findings: Based on the analysis in Section 4.9.4.3 and Section 5.8 of the EIR, implementation of Mitigation Measure HWQ-1 will reduce impacts related to groundwater quality to less-than-significant levels. 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 Recommended Alternative that avoid or substantially lessen the significant environmental effects identified in the final EIR.

Impact C-HWQ-1: The Recommended Alternative, inclusive of Phase 1, together with the cumulative projects identified would not result in a cumulatively considerable contribution to significant cumulative impacts on hydrology and water quality. (Specific Plan: Less than Cumulatively Considerable with Mitigation; Phase 1: Less than Significant with Mitigation)

As discussed under Impact HWQ-1, construction dewatering during future phases under the Recommended Alternative could result in the discharge of potentially contaminated dewatered groundwater into surface waters or migration of contaminated plumes. Cumulative impacts on groundwater are considered potentially significant because reasonably foreseeable projects could result in simultaneous dewatering, exacerbating these impacts, and the project has potential to contribute considerably to this cumulative impact.

Findings: Based on the analysis in Section 4.9.4.4 and Section 5.8 of the EIR, with implementation of Mitigation Measure HWQ-1, water quality effects due to construction dewatering and potentially contaminated dewatered groundwater would be controlled such that the Recommended Alternative would not contribute considerably to cumulative significant water quality impacts. Therefore, the Recommended Alternative's contribution to cumulative impacts on hydrology and water quality would be less than cumulatively considerable with mitigation. 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 Recommended Alternative that avoid or substantially lessen the significant environmental effects identified in the final EIR.

Land Use and Planning

Impact LU-2: The Recommended Alternative would not result in an environmental impact due to conflict with any land use plan, policy, or regulation adopted for the purpose of avoiding or mitigating an environmental effect. (Specific Plan: Less than Significant with Mitigation; Phase 1: Less than Significant)

The Recommended Alternative would be consistent with all of the emission reduction measures in the City's 2014 Climate Action Plan (CAP) except Measure 2.2, which calls for the reduction of emissions from off-road vehicles and equipment. Therefore, this impact is considered potentially significant for buildout of the Recommended Alternative, not including Phase 1.

Findings: Based on the analysis in Section 4.7.4.3 and Section 5.8 of the EIR, implementation of Mitigation Measure AQ-4 will reduce impacts related to consistency with CAP Measure 2.2 to a less-than-significant level by requiring the construction fleet for future phases to use renewable diesel fuel. 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 Recommended Alternative that avoid or substantially lessen the significant environmental effects identified in the final EIR.

Noise and Vibration

Impact NOI-1b: Operation of the Recommended Alternative would not generate a substantial temporary or permanent increase in ambient noise levels in the vicinity of the project in excess of standards established in the local general plan or noise ordinance or applicable standards of other agencies. (Specific Plan: Less than Significant with Mitigation; Phase 1: Less than Significant with Mitigation)

Although the heating and cooling equipment and emergency generators for future phase development has not been selected at this time, general details about the heating and cooling equipment and emergency generators for Phase 1 are known. Since the Phase 1 site is the portion of the Specific Plan area closest to residential or sensitive land uses (both in the City of South San Francisco and the City of San Bruno), and because overall noise levels are typically dominated by the loudest and closest sources, based on the estimated ambient noise levels in the vicinity of the project site, noise from heating and cooling equipment and emergency generators may result in an increase in ambient noise levels. Therefore, noise from these equipment sources for development under the Specific Plan, including Phase 1, would be expected to exceed City of San Bruno Noise Ordinance limits for mechanical equipment and the daytime and nighttime thresholds outlined in the South San Francisco Municipal Code at nearby buildings within South San Francisco. This impact is considered potentially significant for the Recommended Alternative and Phase 1.

Mitigation Measure NOI-1c: Mechanical Equipment Noise Reduction Plan (All Phases)

To reduce potential noise impacts resulting from project heating, cooling, and ventilation equipment, the Phase 1 applicant and applicants of future Precise Plans shall conduct a noise analysis to estimate noise levels of project-specific mechanical equipment based on the selected equipment models and design features, and create a Noise Reduction Plan to ensure noise levels of equipment, once installed, are below the applicable criteria described below. The Noise Reduction Plan shall include any necessary noise reduction measures required to reduce project-specific mechanical equipment noise to a less-than-significant level. The plan shall also demonstrate that with the inclusion of selected measures, noise from equipment would be below the significance thresholds. Feasible noise reduction measures to reduce noise below the significance threshold include, but are not limited to, selecting quieter equipment, utilizing silencers and acoustical equipment at vent openings, siting equipment farther from the roofline, and/or enclosing all equipment in a mechanical equipment room designed to reduce noise. This analysis shall be conducted and the results and final Noise Reduction Plan shall be provided to the City prior to the issuance of building permits for each phase.

The noise analysis and Noise Reduction Plan shall be prepared by persons qualified in acoustical analysis and/or engineering. The Noise Reduction Plan shall demonstrate with reasonable certainty that noise from mechanical equipment selected for the project, including

the attenuation features incorporated into the project design, will not exceed the City of South San Francisco property plane threshold of 60 dBA during daytime hours or 55 dBA during nighttime hours for nearby multi-family residential uses, 65 dBA during daytime hours or 60 dBA during nighttime hours for nearby commercial uses, or the City of San Bruno threshold of 10 dB above the ambient noise level, as identified through field noise measurements, at the property plane.

The Phase 1 applicant and applicants of future Precise Plans shall incorporate all feasible methods to reduce noise identified above and any other feasible recommendations from the acoustical analysis and Noise Reduction Plan into the building design and operations as necessary to ensure that noise sources meet applicable requirements of the respective noise ordinances at receiving properties.

Mitigation Measure NOI-1d: Emergency Generator Noise Reduction Plan (All Phases)

Prior to approval of a building permit for any proposed development under the Specific Plan, including Phase 1, the Phase 1 applicant and applicants of future Precise Plans shall conduct a noise analysis to estimate noise levels from the testing of project-specific emergency generators, and create a Noise Reduction Plan to ensure noise levels of generator testing are below the applicable criteria. This analysis and Noise Reduction Plan may be incorporated together with the analysis described in MM-NOI-1c. This analysis shall be conducted and the Noise Reduction Plan shall be created based on the analysis results. The results, methods, and final Noise Reduction Plan shall be provided to the City prior to the issuance of building permits for each phase. The analysis shall account for proposed noise attenuation features, such as specific acoustical enclosures and mufflers or silencers, and the final Noise Reduction Plan shall demonstrate with reasonable certainty that proposed generator(s) will not exceed the City of South San Francisco property plane threshold of 60 dBA for residential uses and 65 dBA for commercial uses during daytime hours, or 55 dBA for residential uses and 60 dBA for commercial uses during nighttime hours, and the City of San Bruno threshold of 10 dB above the ambient noise level, as identified through field noise measurements. Acoustical treatments may include, but are not limited to:

- Enclosing generator(s);
- Installing relatively quiet model generator(s);
- Orienting or shielding generator(s) to protect noise-sensitive receptors to the greatest extent feasible;
- Installing exhaust mufflers or silencers;
- Increasing the distance between generator(s) and noise-sensitive receptors; and/or
- Placing barriers around generator(s) to facilitate the attenuation of noise.

In addition, all project generator(s) shall be tested only between the hours of 7:00 a.m. and 8:00 p.m.

The Phase 1 applicant and applicants of future Precise Plans shall incorporate all recommendations from the acoustical analysis into the building design and operations to ensure that noise sources meet applicable requirements of the noise ordinance.

Findings: Based on the analysis in Section 4.11.4.3 and Section 5.8 of the EIR, implementation of Mitigation Measures NOI-1c and NOI-d will reduce impacts related to substantial or permanent increase in ambient noise levels during project operations to less-than-significant levels. 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 Recommended Alternative that avoid or substantially lessen the significant environmental effects identified in the final EIR.

Tribal Cultural Resources

Impact TCR-1: The Recommended Alternative would not cause a substantial adverse change in the significance of a tribal cultural resource, defined in PRC Section 21074 as either a site, feature, place, cultural landscape that is geographically defined in terms of size and scope of the landscape, sacred place, or object with cultural value to a California Native American tribe that is listed or eligible for listing in the CRHR or in a local register of historical resources, as defined in PRC Section 5020.1 (k), or is a resource determined by the lead agency, in its discretion and support by substantial evidence, to be significant pursuant to criteria set forth in subdivision (c) of PRC Section 5024.1. (*Specific Plan: Less than Significant with Mitigation; Phase 1: Less than Significant with Mitigation*)

Although no known tribal cultural resources were identified during Native American consultation or the records search conducted for the EIR analysis, the Recommended Alternative has the potential to encounter previously undocumented prehistoric archaeological resources, as described above in Impact CR-2 and Impact CR-3. These resources, in turn, have the potential to be tribal cultural resources. Therefore, the potential exists for previously undiscovered tribal cultural resources (as defined in Public Resources Code Section 21074.2) to be encountered during demolition or construction activities associated with the project. Furthermore, buried deposits may be eligible for listing in the California Register of Historical Resources (CRHR). Therefore, this impact is considered potentially significant. Although Phase 1 does not include major subterranean development, it would include surface grading and utility trenching. Therefore, the impact is also potentially significant for Phase 1.

Mitigation Measure CR-2a: Cultural Resources Worker Environmental Awareness Program (All Phases). See above (page 17) for full mitigation measure text.

Mitigation Measure CR-2b: Halt Construction Activity, Evaluate Find, and Implement Mitigation for Archaeological and Tribal Cultural Resources (All Phases). See above (page 17) for full mitigation measure text.

Mitigation Measure CR-3: Halt Construction Activity, Evaluate Remains, and Take Appropriate Action in Coordination with Native American Heritage Commission (All Phases). See above (page 18) for full mitigation measure text.

Findings: Based on the analysis in Section 4.16.4.3 and Section 5.8 of the EIR, implementation of Mitigation Measures CR-2a, CR-2b and CR-3, will reduce impacts related to tribal cultural resources to less-than-significant levels. 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 Recommended Alternative that avoid or substantially lessen the significant environmental effects identified in the final EIR.

Impact C-TCR-1: The Recommended Alternative, inclusive of Phase 1, together with the cumulative projects identified, would not result in a cumulatively considerable contribution to significant cumulative impacts on tribal cultural resources. (Project: *Less than Cumulatively Considerable with Mitigation*; Phase 1: *Less than Cumulatively Considerable with Mitigation*)

As discussed under Impact TCR-1, ground disturbing activities under the Recommended Alternative would have the potential to result in the inadvertent destruction of tribal cultural resources. Cumulative impacts on tribal cultural resources are considered potentially significant because reasonably foreseeable projects would most likely involve ground-disturbing activities that could uncover resources related to resources that could be uncovered by the Recommended Alternative, and the project has potential to contribute considerably to this cumulative impact.

Findings: Based on the analysis in Section 4.16.4.4 and Section 5.8 of the EIR, implementation of Mitigation Measure CR-2a, Mitigation Measure CR-2b, and Mitigation Measure CR-3 would ensure that the Recommended Alternative's contribution to cumulative impacts on tribal cultural resources would be less than cumulatively considerable. 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 Recommended Alternative that avoid or substantially lessen the significant environmental effects identified in the final EIR.

Utilities and Service Systems

Impact UTIL-2: The Recommended Alternative would not have insufficient water supplies available to serve the project and reasonably foreseeable future development during normal, dry, and multiple dry years. (Specific Plan: *Less than Significant with Mitigation*; Phase 1: *Less than Significant with Mitigation*)

The demand estimate in the City's 2020 Urban Water Management Plan (UWMP) includes an estimated demand of 527 acre-feet per year (AFY) for the Specific Plan, including Phase 1. The Recommended Alternative's estimated demand at full buildout would be 555 AFY, as stated in the Water Supply Assessment (WSA) prepared for the Specific Plan. Although this is a conservative estimate, the estimated demand in the WSA exceeds the assumed demand in the 2020 UWMP, and excess supplies are not forecasted during normal year conditions. Furthermore, according to the UWMP, supply shortfalls relative to total demands during single dry years are estimated to range between 34 percent in 2025 and 44 percent in 2045 assuming implementation of the Bay-Delta Plan Amendment. Cal Water has stated that it intends to adopt a Water Neutral Development Policy in the coming months, which would require any new residential, commercial, or industrial development within the South San Francisco District that is expected to use 100 AFY or more in new demand to offset its net increase in water demand. If the Water Neutral Development Policy is adopted as indicated, it would reduce the Recommended Alternatives's estimated water demand. Nonetheless, the potential would remain for the Recommended Alternatives to exceed the 527 AFY assumed in the 2020 UWMP (e.g., if the Water Neutral Policy is not enforced during normal year conditions, or if the Water Neutral Development Policy is not adopted or does not apply to certain development within the Specific Plan area). Therefore, a significant impact could occur at project buildout during normal, dry, and multiple dry year conditions. This impact would also be significant for Phase 1, which is not estimated to exceed the UWMP's allocation for the Specific Plan during normal years but would exacerbate existing projected shortages during dry year conditions.

Mitigation Measure UTIL-1: Limit Total Water Demand under the Specific Plan to 527 AFY (Future Phases)

If Cal Water has lawfully adopted a Water Neutral Development policy that is applicable to the project at the time a Certificate of Occupancy is requested for projects under the Specific Plan, the applicant(s) shall be required to demonstrate to the satisfaction of Cal Water that the project complies with said policy. Upon demonstrating compliance with said policy, no further action is required. The applicant(s) shall provide the City with documentation of Cal Water's concurrence that the project has complied with said policy.

If a Water Neutral Development policy has not been lawfully adopted or is not applicable to the project at the time a Certificate of Occupancy is requested, applicants of future Precise Plans shall prepare an estimate of their individual project's net water demand for the City's review and approval prior to the issuance of the Certificate of Occupancy. The net increase in water demand shall be calculated based on the expected total water use due to the proposed development and/or expansion, minus the amount of existing water use, onsite credits, alternative onsite sources of water supply, and/or offsite credits.

The City shall ensure, through its review of individual projects' demand estimates, that the individual project's net increase in demand does not result in total demand within the Specific Plan area that exceeds 527 AFY. When preparing demand estimates for a future phase(s) of development, applicants shall include Phase 1's net increase in demand based on actual water usage data for Phase 1, if Phase 1 is fully constructed and operational and such data are readily available. If Phase 1 is not fully constructed and operational, or if actual water demand data are not readily available, the applicant shall prepare an estimate of the Phase 1 demand and include it in the estimate of total demand. If the total estimated demand for all projects within the Specific Plan is found to exceed 527 AFY, the City shall withhold issuance of a Certificate of Occupancy for that portion of the project that causes total demand within the Specific Plan area to exceed 527 AFY until the applicant provides evidence that additional water supply is available, or sufficient offsets are provided, to satisfy any additional demand in excess of 527 AFY.

Mitigation Measure UTIL-2: Implement Measures to Address Projected Dry Year Water Shortages (All Phases)

If Cal Water has lawfully adopted a Water Neutral Development policy that is applicable to the project at the time a Certificate of Occupancy is requested for projects under the Specific Plan, the applicant(s) shall be required to demonstrate to the satisfaction of Cal Water that the project complies with said policy. Upon demonstrating compliance with said policy, no further action is required. The applicant(s) shall provide the City with documentation of Cal Water's concurrence that the project has complied with said policy.

If said policy has not been lawfully adopted or is not applicable to the project at the time a Certificate of Occupancy is requested and the 2018 amendment to the Water Quality Control Plan for the San Francisco Bay/Sacramento-San Joaquin Delta Estuary (Bay-Delta Plan Amendment) is not being implemented as adopted due to pending or concluded litigation, rescission, modification through voluntary agreement(s), or other circumstances, no further action is required.

If said policy has not been lawfully adopted or is not in effect at the time the Certificate of Occupancy is requested and the Bay-Delta Plan Amendment is being implemented, then if a Shortage Level 1 or greater shortage has been established, as defined under the Cal Water 2020 UWMP Water Shortage Contingency Plan (WSCP) for the South San Francisco District or otherwise applicable WSCP at that time, applicants of projects under the Specific Plan shall comply with applicable requirements under the WSCP. Consistent with the 2020 UWMP-WSCP, coordination with Cal Water District staff will be required to determine the specific range of strategies identified under the WSCP needed to address water shortage levels, including water use restrictions and/or consumption reduction actions applicable to the project (UWMP, Appendix L, Table 5-1). The applicant(s) shall provide the City with documentation of Cal Water's concurrence that the applicant(s) have committed to implement an agreed upon strategy to address water shortage levels in compliance with the requirements of the WSCP.

Findings: Based on the analysis in Section 4.17.4.3 and Section 5.8 of the EIR, implementation of Mitigation Measures UTIL-1 and UTIL-2 will reduce impacts related to water supplies to less-than-significant levels. 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 Recommended Alternative that avoid or substantially lessen the significant environmental effects identified in the final EIR.

Impact C-UTIL-1: The Recommended Alternative, inclusive of Phase 1, together with past, present, and reasonably foreseeable future projects, would not result in a significant cumulative impact on water infrastructure or water supply. (*Specific Plan: Less than Cumulatively Considerable with Mitigation; Phase 1: Less than Cumulatively Considerable with Mitigation*)

The Recommended Alternative analysis (Impact UTIL-2) is inherently cumulative because it is based on demand and supply projections for Cal Water's Peninsula Districts' service areas, including the South San Francisco District, as presented in the 2020 UWMP. Therefore, for the reasons stated under Impact UTIL-2, a cumulative impact would occur during dry year conditions due to projected supply shortfalls related to implementation of the Bay-Delta Amendment, and the project has potential to contribute considerably to this cumulative impact.

Findings: Based on the analysis in Section 4.17.4.4 and Section 5.8 of the EIR, implementation of Mitigation Measure UTIL-1, which limits the Recommended Alternative's demand to 527 AFY consistent with the 2020 UWMP, and Mitigation Measure UTIL-2, which requires compliance with Cal Water's WSCP and Water Neutral Development Policy, if adopted, would reduce the Recommended Alternative's contribution to the cumulative impact to less than cumulatively considerable. 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 Recommended Alternative that 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 Recommended Alternative would be reduced to a less than significant level with incorporation of mitigation measures identified in the EIR. The Recommended Alternative would result in the following significant unavoidable impacts. The City has determined that the impacts identified below are acceptable because of overriding economic, social, or other considerations, as described in the Statement of Overriding Considerations on page 55.

This section addresses impacts for both buildout of the Specific Plan and Phase 1. In some instances, the impact for Phase 1 was found to be less than significant, but the corresponding impact for the Specific Plan was significant and unavoidable. In these cases, the findings for both the Specific Plan and Phase 1 are addressed in this section.

Air Quality

Impact AQ-2a: Construction of future Precise Plans under the Specific Plan, not including Phase 1, could result in a cumulatively considerable net increase in criteria pollutants for which the project region is classified as a nonattainment area under an applicable federal (ozone) or state (ozone and particulate matter [PM]) ambient air quality standard during construction. (*Specific Plan: Significant and Unavoidable; Phase 1: Less than Significant with Mitigation*)

Construction associated with the new developments that would be permitted under future Precise Plans approved under the proposed Specific Plan (not including Phase 1, which was evaluated separately and found to have a less-than-significant impact after mitigation) would result in the temporary generation of criteria pollutants (ROG, NO_x, PM₁₀, and PM_{2.5}) that could exceed the Bay Area Air Quality Management District's (BAAQMD) daily project-level pollutant thresholds.

Mitigation Measure AQ-1: Require Fugitive Dust Best Management Practices (All Phases)

All applicants proposing development of projects within the project site, including the Phase 1 applicant, shall require their contractors, as a condition of contract, to reduce construction-related fugitive dust by implementing BAAQMD's basic control measures at all construction and staging areas. The following measures are to be required as such contract conditions and are based on BAAQMD's current CEQA guidelines:

- All exposed surfaces (e.g., parking areas, staging areas, soil piles, graded areas, unpaved access roads) shall be watered two times per day.
- All haul trucks transporting soil, sand, or other loose material off-site shall be covered.
- All visible mud or dirt track-out onto adjacent public roads shall be removed using wet-power vacuum street sweepers at least once per day. The use of dry-power sweeping shall be prohibited.
- All vehicle speeds on unpaved roads, driveways, or driving surfaces shall be limited to 15 mph.
- All roadways, driveways, and sidewalks to be paved shall be completed as soon as possible. Building pads shall be laid as soon as possible after grading, unless seeding or soil binders are used.

- A publicly visible sign shall be posted with the telephone number and the name of the person to contact at the lead agency regarding dust complaints. This person shall respond and take corrective action within 48 hours. The phone number of BAAQMD shall also be visible to ensure compliance.

Mitigation Measure AQ-2: Require at Least Tier 4 Final Engines on Construction Equipment (All Phases)

All applicants proposing development of projects within the project site, including the Phase 1 applicant, shall require their contractors, as a condition of contract, to reduce construction-related exhaust emissions by ensuring that all off-road equipment operates with at least EPA-approved Tier 4 Final or newer engines. Exemptions can be made for specialized equipment when Tier 4 engines are not commercially available within 200 miles of the project site. The construction contract must identify these pieces of equipment, document their unavailability, and ensure that they operate on no less than an EPA-approved Tier 3 engine. At least 95 percent of off-road equipment must operate with at least an EPA-approved Tier 4 Final or newer engine. All contractors shall be required to submit a list of equipment and associated Engine Identification Numbers to the California Air Resources Board for Tier 4 verification.

Mitigation Measure AQ-3: Require Use of Diesel Trucks with 2010-Compliant Model Year Engines (Future Phases Only)

Applicants of future Precise Plans other than Phase 1 shall require their contractors, as a condition of contract, to use diesel trucks that have 2010 model year or newer engines but no less than the average fleet mix for the current calendar year, as set forth in CARB's EMFAC2017 database. In the event that 2010 model year or newer diesel trucks cannot be obtained, the contractor must provide documentation to the City showing that it is not feasible to locate such engines following a good-faith effort.

Mitigation Measure AQ-4: Require Construction Fleet to Use Renewable Diesel (Future Phases Only). See above (page 20) for full mitigation measure text.

Mitigation Measure AQ-5: Require Low-VOC Coatings during Construction (Future Phases Only)

Applicants of future Precise Plans other than Phase 1 shall require their contractors, as a condition of contract, to reduce construction-related fugitive ROG emissions by ensuring that low-VOC coatings with a VOC content of 10 grams/liter or less are used during construction. The applicant shall submit evidence of the use of low-VOC coatings to BAAQMD prior to the start of construction.

Mitigation Measure AQ-6: Purchase of Mitigation Credits for Construction Emissions Exceeding BAAQMD's Daily Pollutant Thresholds (Future Phases Only)

Applicants of future Precise Plans other than Phase 1 shall compare their project size with the BAAQMD screening sizes appropriate to their project for construction criteria pollutants, as found in Table 3-1 in BAAQMD's current CEQA Guidelines (2017). The screening limit for general office buildings, an office park, or a government office building is 277,000 square feet. The screening limit for general light industrial buildings, including Research and Development uses, is 259,000 square feet. If the project is less than the screening limit for its project type, the

applicant shall disclose to the City whether construction-related activities would include any of the following:

- Demolition,
- Simultaneous occurrence of more than two construction phases (e.g., paving and building construction) or simultaneous occurrence of construction with other Specific Plan development,
- Simultaneous construction of more than one land use type,
- Extensive site preparation (i.e., greater than default assumptions used by the CalEEMod model for grading, cut and fill, or earth movement), or
- Extensive material transport (e.g., greater than 10,000 cubic yards of soil import/export), requiring a considerable amount of haul truck activity.

If the project is less than the screening limit for the project type and construction would involve none of the five conditions above, then no further action shall be required. Project applicants not excluded by the conditions above shall estimate annual average emissions for each year of construction and compare the annual average emissions for each year of construction to the BAAQMD thresholds used in the EIR for criteria pollutants. The emissions estimate shall be provided as part of the project's initial Precise Plan application to the City. The City will review the estimate and confirm whether offsets are required for construction. If the City-confirmed estimate indicates that the proposed development estimate would not result in construction emissions exceeding BAAQMD's daily pollutant thresholds, no further action shall be required.

For proposed developments that are estimated to result in exceedances of thresholds, prior to start of construction the applicants shall coordinate with a third-party or governmental entity to pay for criteria pollutant offsets for every year in which construction emissions are estimated to exceed the BAAQMD thresholds. If the estimate shows exceedances of multiple criteria pollutants above the BAAQMD thresholds, then offsets must be obtained to reduce each pollutant that is above the threshold to below the threshold. Emission reduction projects and fees will be determined in consultation with the applicant and the third-party (e.g., Bay Area Clean Air Foundation) or governmental entity and include administrative costs for the offset provider (e.g., five percent of the fee amount). The agreement that specifies fees and the timing of payment shall be provided to the City for review and signed by the applicant and the third-party or governmental entity. The emission reductions shall be secured prior to any construction activity which is estimated to result in an exceedance for the year. The payment for the emissions can either be on an annual basis or made once upfront prior to construction.

To qualify under this mitigation measure, the specific emissions reduction project(s) must result in emission reductions in the SFBAAB that are real, surplus, quantifiable, enforceable, and would not otherwise be achieved through compliance with existing regulatory requirements or any other legal requirement.

During construction, construction contractors shall provide annual construction activity monitoring data to estimate actual construction emissions. Applicants shall submit the annual construction activity monitoring data and an estimate of actual annual criteria pollutant emissions to the City and BAAQMD for review by February 1 of each year for the prior construction year. The annual report shall reconcile paid fees for the prior year relative to actual emissions. If more emissions were generated than fees paid, the applicant shall submit payment

to the third-party or governmental entity for the deficient amount. If more fees were paid than emissions generated, the third-party or governmental entity shall either issue the applicant a refund for the surplus or issue a credit that can be applied to future fee payments.

Findings: For Phase 1, based on the analysis in Section 4.2.4.3 and Section 5.8 of the EIR, implementation of Mitigation Measures AQ-1 and AQ-2 will reduce impacts relating to criteria air pollutants during construction to less-than-significant levels. 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 Recommended Alternative that avoid or substantially lessen the significant environmental effects identified in the final EIR.

For buildout of the Project, based on the analysis in Section 4.2.4.3 and Section 5.8 of the EIR, while impacts would be reduced with implementation of Mitigation Measures AQ-1 through AQ-5, emissions of criteria pollutants during construction may not be reduced to levels below BAAQMD's thresholds. In cases where emissions continue to exceed applicable threshold levels after implementation of Mitigation Measures AQ-1 through AQ-5, Mitigation Measure AQ-6 would be required, which requires applicants of future Precise Plans (not including Phase 1) to track all land use development construction activities occurring under the Specific Plan, assess and determine total emissions for all concurrent construction activities (subject to City review and approval), and coordinate with a third-party or governmental entity to determine the mitigation fees for each development project's applicant to pay on a pro rata basis to offset pollutant emissions, thereby ensuring that BAAQMD's daily pollutant thresholds would not be exceeded. Based on recent experience regarding the offsets feasibly available for other large projects in the San Francisco Bay Area, it is reasonable to assume that offset programs will be available in the future and that emissions associated with development under future Precise Plans can be reduced to levels below threshold levels. Should offset programs be available for this future development, then the Recommended Alternative's impacts on air quality related to construction would be less than significant with mitigation. However, because it cannot be concluded that offset programs would always be available in the future at the time and in the amount needed for any given future development, the construction air quality impacts of future Precise Plans, including health impacts from construction emissions, 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 Recommended Alternative that avoid or substantially lessen the significant environmental effects identified in the final EIR to the greatest extent feasible. However, because the availability of offset programs cannot be assured for future project phases, construction-related criteria pollutant 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.

Impact AQ-2b: Operation of future phases of the Specific Plan, not including Phase 1, could result in a cumulatively considerable net increase in criteria pollutants for which the project region is classified as a nonattainment area under an applicable federal or state ambient air quality standard during operation. (*Specific Plan: Significant and Unavoidable; Phase 1: Less than Significant with Mitigation*)

Operations associated with the new developments that would be permitted under future Precise Plans approved under the proposed Specific Plan would result in the temporary generation of criteria pollutants that could exceed the Bay Area Air Quality Management District's (BAAQMD)

daily project-level pollutant thresholds. This impact would be significant for the Specific Plan. For Phase 1, the EIR analysis shows that Phase 1's operational emissions would be below BAAQMD's daily project-level pollutant thresholds after implementation of mitigation.

Mitigation Measure AQ-7: Purchase of Mitigation Credits for Operational Emissions Exceeding BAAQMD's Daily Pollutant Thresholds (Future Phases Only)

Applicants proposing development of future Precise Plans other than Phase 1 shall compare their project size with the BAAQMD screening sizes appropriate to their project for operational criteria pollutants, as found in Table 3-1 of BAAQMD's current CEQA Guidelines (2017). The screening limit for general office buildings, an office park, or a government office building is 346,000 square feet, 323,000 square feet, and 61,000 square feet, respectively. The screening limits for general light industrial buildings, including Research and Development uses, are any of the following: 541,000 square feet, 72 acres, or 1,249 employees. If the project is less than the screening limit for the project type, then no further action shall be required.

Projects not excluded by the conditions above shall estimate annual average operational emissions for each operational year over the life of the project (30 years) and compare the annual average emissions for each year of operation to the BAAQMD thresholds used in the EIR for criteria pollutants (see **Table 4.2-4** in the EIR). The emissions estimate shall be provided as part of the project's Precise Plan application to the City for the project. The City will review the estimate and confirm whether offsets are required for operation. If so, the procedure described below shall be followed. Should the City-confirmed estimate indicate that the proposed development estimate would not result in operational emissions exceeding BAAQMD's daily pollutant thresholds, no further action shall be required.

For proposed developments that are estimated to result in exceedances of thresholds during any year of the project's life, the project applicant shall coordinate with a third-party (e.g., Bay Area Clean Air Foundation) or governmental entity to pay criteria pollutant offsets for every year in which operational emissions are estimated to exceed the BAAQMD thresholds. If the estimate shows exceedances of multiple criteria pollutants above the BAAQMD thresholds, then offsets must be obtained to address each pollutant above the thresholds. Emission reduction projects and fees will be determined in consultation with the applicant and the third-party or governmental entity and include administrative costs for the offset provider (e.g., five percent of the fee amount). The agreement that specifies fees and the timing of payment shall be provided to the City for review and signed by the applicant and the third-party or governmental entity. The emission reductions shall be secured prior to any operational activity which is estimated to result in an exceedance for the year. The payment for the emissions can either be on an annual basis or made once up front prior to operation.

To qualify under this mitigation measure, the specific emissions reduction project(s) must result in emission reductions in the SFBAAB that are real, surplus, quantifiable, enforceable, and would not otherwise be achieved through compliance with existing regulatory requirements or any other legal requirement. During operation, building managers will provide annual operation activity monitoring data to estimate actual operation emissions. Applicants will submit the annual operation activity monitoring data and an estimate of actual annual criteria pollutant emissions to the City and BAAQMD for review by February 1 of each year for the prior operation year. The annual report will reconcile paid fees for the prior year relative to actual emissions. If more emissions were generated than fees paid, the applicant will submit payment to the third-

party or governmental entity for the deficient amount. If more fees were paid than emissions generated, the third-party or governmental entity will either issue the applicant a refund for the surplus or a credit that can be applied to future fee payments.

Example offset projects include electrification of stationary internal combustion engines; replacing old trucks with new, cleaner, more efficient trucks; and other stationary and mobile source emissions-reducing projects.

Mitigation Measure AQ-8: Limit the Number of Phase 1 Emergency Generators Tested to One Generator Per Day (Phase 1 Only)

No more than one Phase 1 emergency generator shall be tested in any 24-hour period. This requirement shall apply to routine testing events anticipated to occur every month and full load testing events anticipated to occur every 36 months (3 years).

Findings: Based on the analysis in Section 4.2.4.3 and Section 5.8 of the EIR, although the Specific Plan includes numerous sustainability design features and objectives to reduce operational emissions, operation of projects developed under the Specific Plan, not including Phase 1, would generate criteria pollutant emissions from area, energy, mobile, and stationary sources that could exceed BAAQMD's daily pollutant thresholds. Through implementation of Mitigation Measure AQ-7, applicants of future Precise Plans proposing development that exceeds BAAQMD screening criteria would be required to estimate total emissions for operational activities and pay mitigation fees for any operational emissions that exceed BAAQMD's daily pollutant thresholds. Offsetting emissions to a level below BAAQMD's threshold levels would ensure that development under the Specific Plan would not contribute a significant level of air pollution such that regional air quality within the San Francisco Bay Area Air Basin (SFBAAB) would be degraded. Based on recent precedent regarding the offsets feasibly available for other large projects in the San Francisco Bay Area, it is reasonable to assume that offset programs will be available in the future and that emissions can be reduced to levels below threshold levels. However, because it cannot be concluded that offset programs would always be available in the future at the time and in the amount needed for any given future development under the Specific Plan, operational air quality impacts for the Recommended Alternative, including health impacts from operational emissions, are conservatively assumed to 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 Recommended Alternative that avoid or substantially lessen the significant environmental effects identified in the final EIR to the greatest extent feasible. However, because it cannot be concluded that offset programs would always be available in the future at the time and in the amount needed for any given future development under the Specific Plan, 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.

Impact AQ-3: Operation of future Precise Plans under the Specific Plan, not including Phase 1, could expose sensitive receptors to substantial pollutant concentrations. (*Specific Plan: Significant and Unavoidable; Phase 1: Less than Significant with Mitigation*)

The Recommended Alternative would generate toxic air contaminants (TACs) during construction and operation. Specifically, construction activities would generate diesel particulate matter (DPM) and PM_{2.5} that could expose adjacent sensitive receptors to health risks in excess of applicable

thresholds. Depending on the construction schedule and proximity to receptors, there may be instances where DPM emissions could result in cancer or non-cancer health risks that would exceed BAAQMD thresholds, resulting in a significant impact for the Specific Plan (Phase 1 was evaluated separately and found to have a less-than-significant impact with mitigation).

During operation, in the Life Sciences Scenario R&D buildings could involve research activity in wet laboratories and/or require process boilers. The wet laboratories could result in reactive organic gas (ROG) emissions from solvents and chemicals specific to the type of research being conducted (e.g., chemistry, chemical engineering, biological sciences, physical sciences). Similarly, the process could result in ROG emissions of ROG and its constituent gases. Additionally, diesel-fueled generators could expose receptors to PM_{2.5} concentrations in excess of BAAQMD significance thresholds during operations. This impact would be significant for the Specific Plan (Phase 1 was evaluated separately and found to have a less-than-significant impact with mitigation).

Mitigation Measure AQ-1: Require Fugitive Dust Best Management Practices (All Phases). See above (page 34) for full mitigation measure text.

Mitigation Measure AQ-2: Require at Least Tier 4 Final Engines on Construction Equipment (All Phases). See above (page 35) for full mitigation measure text.

Mitigation Measure AQ-3: Require Use of Diesel Trucks with 2010-Compliant Model Year Engines (Future Phases Only). See above (page 35) for full mitigation measure text.

Mitigation Measure AQ-4: Require Construction Fleet to Use Renewable Diesel (Future Phases Only). See above (page 20) for full mitigation measure text.

Mitigation Measure AQ-6: Purchase of Mitigation Credits for Construction Emissions Exceeding BAAQMD's Daily Pollutant Thresholds (Future Phases Only). See above (page 35) for full mitigation measure text.

Mitigation Measure AQ-9: Require Future Projects within 1,000 Feet of Sensitive Receptors to Perform a Health Risk Assessment (Future Phases Only)

All applicants proposing development of projects, other than Phase 1, within 1,000 feet of existing sensitive receptors, as defined by BAAQMD (e.g., residential), shall prepare a site-specific construction and operational HRA. The HRA shall include all reasonably foreseeable sources of TAC, consistent with BAAQMD guidelines. If the HRA demonstrates, to the satisfaction of the City, that the health risk exposures or PM_{2.5} concentrations for adjacent receptors would be less than BAAQMD project-level thresholds, then additional mitigation would be unnecessary. However, if the HRA demonstrates that health risks or PM_{2.5} concentrations would exceed BAAQMD project-level thresholds, additional feasible on- and off-site mitigation would be analyzed by the applicant to help reduce risks to the greatest extent practicable. Mitigation may include installation of indoor air filters (MERV 13 or higher) at sensitive receptor locations and planting of vegetation and trees as pollution buffers.

Findings: Based on the analysis in Section 4.2.4.3 and Section 5.8 of the EIR, the potentially significant impact from the exposure of receptors to DPM during construction activities for future Precise Plans would be reduced by Mitigation Measures AQ-1 through AQ-4 and AQ-6, which would reduce fugitive dust through construction BMPs, reduce DPM through Tier 4 engines and model year 2010 engines in clean diesel trucks, and offset any remaining emissions to below BAAQMD

thresholds through the purchase of mitigation credits. However, emissions generated by construction activities could still expose receptors to cancer and non-cancer risks in excess of BAAQMD significance thresholds during construction.

Mitigation Measure AQ-9 would be required to provide a project-level evaluation of health risks from future Precise Plans. Pursuant to Mitigation Measure AQ-9, applicants proposing development of future phases within 1,000 feet of existing sensitive receptors, as defined by BAAQMD (e.g., residential), are required to prepare site-specific construction and operational health risk assessments (HRAs). However, this mitigation measure does not ensure that the evaluations would find less-than-significant impacts. Therefore, it is possible that mitigation to address future project health risks and pollutant concentrations may be inadequate with respect to reducing impacts to levels below BAAQMD 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 Recommended Alternative that avoid or substantially lessen the significant environmental effects identified in the final EIR to the greatest extent feasible. However, because it is possible that mitigation to address future project health risks and pollutant concentrations may be inadequate with respect to reducing impacts to levels 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.

Impact C-AQ-2: Construction and operation under the Specific Plan, inclusive of Phase 1, together with the cumulative projects identified, could result in a cumulatively considerable net increase in any criteria pollutant for which the project region is a non-attainment area under an applicable federal or state ambient air quality standard. (*Specific Plan: Significant and Unavoidable; Phase 1: Less than Cumulatively Considerable*)

As discussed under Impact AQ-2a, construction emissions resulting from individual future Precise Plan projects developed under the Specific Plan, not including Phase 1, could exceed BAAQMD's regional ROG, NO_x, and PM thresholds. Similarly, as discussed under Impact AQ-2b, long-term operation of future Precise Plan projects developed under the Specific Plan, not including Phase 1, could generate emissions in excess of BAAQMD's project-level thresholds. According to BAAQMD's thresholds of significance for air pollutants, if a project exceeds the identified significance thresholds, its emissions would be cumulatively considerable, resulting in significant adverse air quality impacts to the region's existing air quality conditions. Therefore, cumulative operational air quality impacts are conservatively assumed to be significant and unavoidable. Phase 1, which was evaluated separately and found to have a less-than-significant impact with mitigation, would not have a cumulatively considerable contribution.

Mitigation Measures: Refer to Impact AQ-2a (page 34) and Impact AQ-2b (page 37).

Findings: For the reasons stated under Impact AQ-2a (page 34) and Impact AQ-2b (page 37), 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 Recommended Alternative that avoid or substantially lessen the significant environmental effects identified in the final EIR to the greatest extent feasible. However, because it cannot be concluded that offset programs would always be available in the future at the time and in the amount needed for any given future development under the Specific Plan, 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.

Impact C-AQ-3: Construction and operation of future Precise Plans under the Specific Plan, not including Phase 1, together with cumulative project identified, could expose sensitive receptors to substantial pollutant concentrations. (*Specific Plan: Significant and Unavoidable; Phase 1: Less than Cumulatively Considerable*)

As stated in Impact AQ-3, a significant cumulative impact to the region's existing air quality conditions would occur, which could result in adverse health impacts on sensitive receptors. Therefore, cumulative health impacts are conservatively assumed to be significant and unavoidable. The project would result in a cumulatively considerable contribution. Phase 1, which was evaluated separately and found to have a less-than-significant impact with mitigation, would not have a cumulatively considerable contribution.

Mitigation Measures: Refer to Impact AQ-3 (page 39).

Findings: For the reasons stated under Impact AQ-3 (page 39), 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 Recommended Alternative that avoid or substantially lessen the significant environmental effects identified in the final EIR to the greatest extent feasible. However, because it is possible that mitigation to address future project health risks and pollutant concentrations may be inadequate with respect to reducing impacts to levels 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.

Noise and Vibration

Impact NOI-1a: Construction of the Recommended Alternative would generate a substantial temporary or permanent increase in ambient noise levels in the vicinity of the project in excess of standards established in the local general plan or noise ordinance or applicable standards of other agencies. (*Specific Plan: Significant and Unavoidable; Phase 1: Significant and Unavoidable*)

Construction activities would generate noise at nearby sensitive receptors (i.e., residential and hotel uses). Most construction activities under the Recommended Alternative are expected to occur during standard daytime hours for construction, as defined by the South San Francisco and San Bruno Municipal Codes. However, a limited amount of construction could be necessary outside these daytime hours. Based on modeled noise levels, construction noise from concrete pours and other noise-generating construction activities that would occur outside of daytime hours during Phase 1 would exceed applicable criteria for both the cities of South San Francisco and San Bruno at the residential receptors along Tanforan Avenue. Therefore, this impact is significant for the Specific Plan and Phase 1.

Mitigation Measure NOI-1a: Construction Noise Control Plan to Reduce Noise Outside Standard Construction Hours in the City of South San Francisco (All Phases)

The Phase 1 applicant and applicants of future Precise Plans and/or the contractor(s) for Phase 1 and future Precise Plans shall obtain a permit to complete work outside the standard

construction hours outlined in the South San Francisco and/or San Bruno Municipal Code for work within each respective jurisdiction. In addition, the applicant and/or contractor(s) shall develop a construction noise control plan to reduce noise levels and comply with municipal daytime and nighttime noise standards. Specifically, for noise generated in or experienced by receptors in South San Francisco, the plan shall demonstrate that noise from construction activities that occur daily between 7:00 and 8:00 a.m. weekdays and on Saturday will comply with the applicable City of South San Francisco noise limit of 65 dBA at the nearest existing commercial land use and 60 dBA at the nearest multi-family residential land use, and construction activities that occur between 10:00 p.m. and 7:00 a.m. will comply with the applicable City noise limit of 60 dBA at the nearest existing commercial land use and 55 dBA at the nearest multi-family residential land use. In addition, the plan shall demonstrate that noise generated in or experienced by receptors in San Bruno from construction activities that occur between the hours of 10:00 p.m. and 7:00 a.m. shall not exceed a noise level of 60 dBA, as measured at 100 feet. Measures to help reduce noise from construction activity during non-standard construction hours to these levels shall be incorporated into this plan and may include, but are not limited to, the following:

- Plan for the noisiest construction activities to occur during daytime hours in both jurisdictions when the quantitative standards are less stringent and when people are less sensitive to noise.
- Require all construction equipment be equipped with mufflers and sound control devices (e.g., intake silencers and noise shrouds) that are in good condition (at least as effective as those originally provided by the manufacturer) and appropriate for the equipment.
- Maintain all construction equipment to minimize noise emissions.
- Locate construction equipment as far as feasible from adjacent or nearby noise-sensitive receptors.
- Require all stationary equipment be located to maintain the greatest possible distance to the nearby existing buildings, where feasible.
- Require stationary noise sources associated with construction (e.g., generators and compressors) in proximity to noise-sensitive land uses to be muffled and/or enclosed within temporary enclosures and shielded by barriers, which can reduce construction noise by as much as 5 dB.
- Install noise-reducing sound walls or fencing (e.g. temporary fencing with sound blankets) around noise-generating equipment during nighttime/non-standard daytime hours.
- Prohibit the use of impact tools (e.g., jack hammers) during nighttime/non-standard daytime hours.
- Prohibit idling of inactive construction equipment for prolonged periods during nighttime/non-standard hours (i.e., more than 2 minutes).
- Provide advance notification in the form of mailings/deliveries of notices to surrounding land uses regarding the construction schedule, including the various types of activities that would be occurring throughout the duration of the construction period.
- Provide the name and telephone number of an on-site construction liaison through on-site signage and on the notices mailed/delivered to surrounding land uses. If construction noise is found to be intrusive to the community (i.e., if complaints are received), the construction liaison shall take reasonable efforts to investigate the source of the noise and require that reasonable measures be implemented to correct the problem.

- Use electric motors rather than gasoline- or diesel-powered engines to avoid noise associated with compressed air exhaust from pneumatically powered tools during nighttime hours. Where the use of pneumatic tools is unavoidable, an exhaust muffler on the compressed air exhaust could be used; this muffler can lower noise levels from the exhaust by about 10 dB. External jackets on the tools themselves could be used, which could achieve a reduction of 5 dB.

Mitigation Measure NOI-1b: Construction of Temporary Noise Barrier along Tanforan Avenue (Phase 1 Only)

The Phase 1 contractor(s) shall install a temporary noise barrier along the complete length of Tanforan Avenue that abuts project construction activities, located within the direct line-of-sight path between the noise source and nearby sensitive receptor(s), in advance of project construction. The barrier shall be constructed of material that has a surface weight of at least 1 pound per square foot and has an acoustical rating of at least 25 STC (Sound Transmission Class). This can include a temporary barrier constructed with plywood supported on a wood frame, sound curtains supported on a frame, or other comparable material.

Findings: Mitigation Measure NOI-1a, which includes measures to reduce noise from construction activity during all hours (including non-daytime hours) and Mitigation Measure NOI-1b, which includes installation of a temporary noise barrier along the complete length of Tanforan Avenue near the project site, would be implemented to reduce the Recommended Alternative's significant impact related to non-daytime construction noise. Based on the analysis in Section 4.11.4.3 and Section 5.8 of the EIR, while these mitigation measures would reduce construction noise effects, it may not be possible to reduce noise levels during all non-daytime construction activities to less-than-significant levels. For example, locating equipment as far as possible from noise-sensitive uses and using equipment with mufflers and sound control devices would reduce noise, but may not reduce noise to below significance criteria. Therefore, this impact is 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 Recommended Alternative that avoid or substantially lessen the significant environmental effects identified in the final EIR to the greatest extent feasible. However, because it may not be possible to reduce noise levels during all non-daytime construction activities to less-than-significant levels, 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.

Impact C-NOI-1: The Recommended Alternative, inclusive of Phase 1, together with the cumulative projects identified, could result in the generation of a substantial temporary or permanent increase in ambient noise levels in the vicinity of the project in excess of standards established in the local general plan or noise ordinance or applicable standards of other agencies. (*Specific Plan: Significant and Unavoidable; Phase 1: Significant and Unavoidable*)

As described under Impact NOI-1a, construction would occur mostly during the standard daytime hours for construction, as defined by the South San Francisco and San Bruno Municipal Codes. Similarly, construction for cumulative projects would very likely occur primarily during daytime hours. During these hours, construction noise restrictions are less stringent, and nearby receptors are considered less sensitive to noise. However, some nighttime construction is proposed for the Recommended Alternative during Phase 1, including concrete pours, as well as early-morning construction, which may commence prior to the start of "daytime" hours defined

by the City of South San Francisco. It is possible that future cumulative projects may also propose construction activities outside standard daytime hours. Should construction of these projects occur concurrently with the Recommended Alternative, residential receptors along Tanforan Avenue could be exposed to construction noise during non-exempt hours from both the Recommended Alternative and these cumulative projects. The construction activities that would be closest to sensitive receptors (i.e., the residential uses fronting Tanforan Avenue) would occur during Phase 1. Therefore, Phase 1's contribution would be cumulatively considerable.

Mitigation Measures: Refer to Impact NOI-1a (page 42).

Findings: For the reasons stated under Impact NOI-1a (page 42), 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 Recommended Alternative that avoid or substantially lessen the significant environmental effects identified in the final EIR to the greatest extent feasible. However, because it may not be possible to reduce noise levels during all non-daytime construction activities to less-than-significant levels, 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.

Transportation and Circulation

Impact TR-3d: The Recommended Alternative would contribute to existing hazardous conditions due to project-related traffic, leading to unsignalized intersections meeting signal warrants. (*Specific Plan: Significant and Unavoidable; Phase 1: Less than Significant*)

The Huntington Avenue/Herman Street/Forest Lane intersection meets the peak-hour signal warrant under no-project and with-project conditions during the PM peak hour. Phase 1 would add approximately 11 trips to the intersection during the PM peak hour, which is unlikely to change intersection operations materially or exacerbate the risk of collisions relative to 2024 Baseline conditions. However, the Recommended Alternative would add approximately 301 PM peak-hour trips, which would affect intersection operations more substantially. The addition of project-related trips may exacerbate the risk of collision at this multi-lane, stop-controlled intersection, which experienced eight reported injury collisions between 2014 and 2019. Therefore, the Recommended Alternative would result in a significant impact.

Findings: Based on the analysis in Section 4.15.4.3 and Section 5.8 of the EIR, installation of a traffic signal at the Huntington Avenue/Herman Street/Forest Avenue intersection, located in the City of San Bruno, would reduce impacts to a less-than-significant level. Accordingly, the Recommended Alternative's contribution to the impact could be fully mitigated by paying a fair-share contribution toward installation of a traffic signal at this intersection. However, this traffic signal is not presently included in a capital improvement or fee program adopted by the City of San Bruno, and therefore, the City of San Bruno does not have a mechanism for funding this mitigation and cannot ensure this mitigation will be implemented. Additionally, the City of South San Francisco does not have authority to require completion of this mitigation in the City of San Bruno. There are no other feasible mitigation measures available. The potentially hazardous condition results from a lack of signal control at the intersection; consequently, there are no physical changes (such as modifying lane configurations) or operational changes (such as modifying stop controls) that would address the impact. 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 existing hazardous traffic conditions are the responsibility and jurisdiction of another public agency (the City of San Bruno) and not the agency making the findings. Such changes should be adopted by such other agency.

Impact C-TR-3d: The Recommended Alternative, together with the cumulative projects identified would contribute to existing hazardous conditions due to project-related traffic, leading to unsignalized intersections meeting signal warrants. (*Specific Plan: Significant and Unavoidable; Phase 1: Less than Significant*)

As explained in Impact TR-3d, the Recommended Alternative would result in a significant impact due to the addition of approximately 301 PM peak-hour trips to Huntington Avenue/ Herman Street/Forest Avenue intersection, which would contribute to existing hazardous conditions at the intersection. Therefore, this cumulative impact would be significant and unavoidable, and the project's contribution would be cumulatively considerable. Phase 1 was evaluated separately and found to have a less-than-significant impact with no mitigation required. Therefore, Phase 1's contribution would not be cumulatively considerable.

Findings: For the reasons stated under Impact TR-3d (page 45), based on the EIR and the entire record before the City, the City finds that changes or alterations to mitigate contributions to existing hazardous traffic conditions are the responsibility and jurisdiction of another public agency (the City of San Bruno) and not the agency making the findings. Such changes should be adopted by such other agency.

Findings Regarding Alternatives

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

- Alternative A—No Project Alternative
- Alternative B—No Intersection Alternative
- Alternative C—Reduced Project Alternative
- Alternative D—Reduced Underground Parking Alternative (Environmentally Superior Alternative/Recommended Alternative)

As previously discussed, Alternative D (the Recommended Alternative) was not evaluated in the draft EIR because the applicant did not acquire rights to purchase 80 Tanforan Avenue (which enabled consideration of the Recommended Alternative as a potentially feasible alternative) until after the public release of the draft EIR. The Recommended Alternative was selected for evaluation based on its potential to reduce impacts related to construction air quality, construction TACs, and construction noise, in part based on comments received from the South San Francisco Planning Commission at its hearing on the draft EIR, on November 4, 2021. The Recommended Alternative analysis was added to the EIR in Chapter 3, *Revisions to the Draft EIR*, of the RTC document, and the

Specific Plan was updated to align with the Recommended Alternative (see Appendix 1 of the RTC document).

As also described in Chapter 5, *Alternatives*, six 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 include: Phase 1 Only Alternative, Future Phases-Only Alternative, Reconfigured Project Alternative, Residential Alternative, Mixed-Use Alternative (Residential, Office, and R&D), and Alternative Project Location. These alternatives are further discussed in Section 5.3 of Chapter 5, *Alternatives*, of the EIR.

Section 15091 (a)(3) of the State CEQA Guidelines describes 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 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 following findings 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 evaluation of a “no project” alternative. The Alternative A – No Project Alternative describes the environmental conditions that exist at the time that the environmental analysis commences, 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 Specific Plan would not be adopted. No new construction would occur in the Specific Plan area or in the off-site improvement areas. Existing land uses would remain unchanged and in their current physical state. No demolition of existing uses would occur, and no new R&D or office uses would be built, nor would any subterranean parking garages. No new streetscape or open space would be constructed. Southline Avenue would not be constructed, nor would any of the offsite improvement associated with the project, including the new signalized intersection at Huntington Avenue/Sneath Lane/Southline Avenue/Maple Avenue and the pedestrian, bicycle, and vehicular circulation improvements along Huntington Avenue. Phase 1 would not be built. Existing General Plan land use designations and zoning districts would be maintained on the Specific Plan area. Alternative A

would not preclude potential future development at the project site with a range of land uses that are permitted under existing land use policies at the Specific Plan area. Permitted uses under the existing land use designation and zoning include office and R&D uses, and heavier industrial uses to a certain extent, which are limited to essential infrastructure, general services, warehousing, and related uses in order to maintain the economic viability of the area and to provide a range of employment opportunities. Industrial uses that use or produce substantial amounts of hazardous materials or generate noise, odor, or other pollutants are not permitted. In the case of the Project, the Project site is already developed, so Alternative A is anticipated to result in continuation of existing conditions, including continued operation of businesses and re-tenanting of current developed land uses on the Project Site, and continued utilization of existing circulation improvements in the public rights of way.

Table 5-19 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, and **Table 5-20** 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 this 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, and no land use approvals would be adopted by the City. Existing facilities on the site would continue operations in their present condition. Although it would avoid the project’s significant environmental effects, the City rejects the Alternative A on the basis that it would not meet any of the project objectives (Section 3.5 in the EIR), as further described in **Table 5-20** of the EIR, and would not result in redevelopment of the project site with improvements that would be provided by the Recommended Alternative. Alternative A would not further the General Plan policies that encourage redevelopment and infrastructure improvements in the Lindenville Planning Sub-Area and would not optimally yield high-quality transit-accessible development on the Specific Plan area. Alternative A also would not result in development of a new east-west roadway connection through the Lindenville neighborhood (Southline Avenue) as contemplated by the General Plan. 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 the Alternative A, and by itself would justify rejection of Alternative A.

Alternative B - No Intersection Alternative

Alternative B—No Intersection Alternative would not include the street connection between Southline Avenue/Maple Avenue, and Sneath Lane/Huntington Avenue; instead, the new Southline Avenue would terminate at Maple Avenue. Alternative B would not include the new signalized intersection at the Huntington Avenue/Sneath Lane/Southline Avenue/Maple Avenue as depicted in Figure 3-21 in Chapter 3, *Project Description*, of the EIR. Under this alternative, Huntington Avenue would not be realigned with Maple Avenue, nor would Sneath Lane be realigned with Southline Avenue. In addition, Alternative B would not include the pedestrian and bicycle improvements to enhance access to BART and SamTrans facilities and extend the Centennial Way Trail along Huntington Avenue. Alternative B was selected for evaluation based

on its potential to reduce impacts related to construction air quality, construction TACs, and construction noise, and to address comments raised by the City of San Bruno during the scoping process regarding the relative impacts of constructing, or not constructing, the intersection improvements.

Within the Specific Plan area, Alternative B would construct the same land use program for both Phase 1 and the proposed project. The same Specific Plan and zoning designations would apply to this alternative, which allow for development at a FAR of up to 2.5 within the Specific Plan area with incorporation of Transportation Demand Management (TDM), structured parking, off-site improvement, or specific design standards. In addition, the building design under Alternative B would be the same in height, square footage, bulk, architecture, and materials as the proposed project and would similarly be designed to achieve a minimum LEED version 4 silver rating. Alternative B would include the same design features that support VMT reduction as the proposed project, including the TDM plan, shuttle service to the Caltrain stations, carpooling and vanpooling services, and the installation of electric vehicle charging stations and bicycle parking within the project site. Alternative B would implement the same sustainability features, such as water-efficient devices, water-efficient landscaping, energy-efficient HVAC systems and equipment, all-electric energy sources to the extent feasible, and on-site recycling and composting facilities. Alternative B would provide the same open spaces and pedestrian connections within the Specific Plan area as the project.

Utility improvements associated with Alternative B would be similar to those described for the proposed project. The project site is serviced by existing potable water, stormwater, sanitary sewer, natural gas, electric, and trash recycling services. New on-site facilities would be connected to new services through the installation of new, localized connections. Expansions or an increase in capacity of off-site infrastructure would occur as required by the utility providers. With the exception of the Huntington Avenue/Sneath Lane/Southline Avenue/Maple Avenue intersection and related storm drain improvements, and the Huntington Avenue pedestrian and bicycle improvements, Alternative B would construct the same off-site improvements as the proposed project, including the circulation and utility improvements in Tanforan Avenue; the circulation, intersection, and utility improvements at Southline Avenue/South Linden Avenue/Dollar Avenue; and the circulation and utility improvements along Maple Avenue.

Overall, construction activities for Alternative B would be similar to the proposed project but slightly reduced in terms of timeline and total activity since no construction activity would occur along Huntington Avenue. Alternative B would require less ground disturbance and slightly less excavation than the proposed project. Construction and demolition activities within the Specific Plan area would be the same as the proposed project.

With regard to anticipated approvals, like the proposed project and Recommended Alternative, Alternative B would require Specific Plan adoption, General Plan amendments, zoning map and text amendments, TDM program approval, design review, development agreement, and Precise Plan(s) approval. Alternative B would also require standard City engineering, building, fire, and protected tree removal permits). Since Alternative B would not include any construction within San Bruno or BART jurisdictions, approvals from those agencies would not be required.

Table 5-19 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 5-20** compares the ability of Alternative B to meet the objectives of the proposed project. The EIR

concluded that Alternative B, would not avoid any of the significant and unavoidable impacts of the proposed project or Phase 1. In fact, Impact AQ-2b, C-AQ-2, TR-3d, and C-TR-3d would be increased in severity under this alternative. Furthermore, the alternative would result in two new significant impacts, Impact TR-3b, Freeway Queueing, and Impact TR-5b, Crowding at Pedestrian and Bicycle Facilities, that would not occur under the proposed project. The EIR found that Alternative B would meet some but not all of the project objectives.

Findings: The City rejects Alternative B – No Intersection Alternative on the basis that it would not avoid any of the significant and unavoidable impacts of the proposed project or Phase 1, and in fact, would increase the severity of some of the proposed project’s impacts. The City also rejects the Alternative B on the basis that it would not meet the project objective to “construct a new east-west public street through the Specific Plan area to improve site access and regional roadway circulation, in furtherance of City General Plan policies” because it would not construct the new intersection of Huntington Avenue/Sneath Lane/Southline Avenue/Avenue to connect to the new Southline Avenue. In addition, Alternative B would not meet the project objective to “create convenient and safe pedestrian and bike access from the Specific Plan area to the San Bruno BART station and the Centennial Way Trail” because it would not include the BART station access and Centennial Way Trail improvements along Huntington Avenue that are proposed under the project. For the same reason, Alternative B also would not meet the project objective to “enhance vehicular, bicycle, and pedestrian circulation and access in the area surrounding the Specific Plan area.” Alternative B also would not meet the project objective to “work cooperatively with relevant agencies to implement off-site improvements with planned regional circulation and safety improvements.” 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 - Reduced Project Alternative

Alternative C—Reduced Project Alternative would reduce maximum building heights to 80 feet or four to five stories in accordance with the 80-foot maximum building height per the City’s General Plan Special Area Height Limitations (General Plan Figure 2-3) and BPO zoning district development standards, in comparison to the maximum heights that would be allowed under the proposed project of approximately 120 feet (depending on the specific site elevations across the Specific Plan area), as governed by maximum height allowances under FAA Part 77 regulations and San Francisco International Airport ALUCP. The amount of net new development would be reduced to approximately 1,404,880 (approximately 1.2 floor area ratio) square feet compared to 2,800,000 (approximately 2.4 floor area ratio) square feet under the proposed project. Alternative C was selected for evaluation based on its ability to reduce impacts related to construction air quality, construction TACs, construction noise, and traffic signal warrants.

Alternative C 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 height limit of 80 feet or four to five stories. Phase 1 would still include the construction of Buildings 1 and 7, and the amenities building (Building 2). However, Phase 1, under Alternative C, would involve approximately 449,760 square feet of new R&D or office uses, instead of 700,915 square feet of new uses as proposed under the project. Under Alternative C, Phase 1 would include the same amount of amenity building parking spaces proposed under the project, but would only have one level of below-grade parking under the three buildings on the Phase 1 site

instead of two levels of below-grade parking under the proposed project. Furthermore, under Alternative C, the above-ground parking garage would be constructed in future phases of the project, rather than Phase 1. Phase 1 under Alternative C would provide approximately 669 total parking spaces in comparison to 1,379 total parking spaces that would be provided in Phase 1 under the proposed project.

Under Alternative C, up to approximately 1,404,880 square feet of new office or R&D uses could be developed in the Specific Plan area, in comparison to the up to 2,800,000 square feet of uses that would be developed under the proposed project (Office Scenario). In addition, unlike the proposed project, Alternative C would not include any below-grade parking levels in any of the future phases. As explained above, the parking garage would be constructed in future phases of Alternative C, and also would not include any below-grade parking levels. Overall, even though reduced amounts of development would occur under Alternative C, the total lot coverage, and amount of pervious and impervious surfaces would be the same as under the proposed project.

All other features of Alternative C would be the same as, or substantially similar to, those of the proposed project, including the potential office or R&D use, the proposed circulation and infrastructure improvements, the pedestrian realm and open space improvements, building design, TDM program, and sustainability features.

The construction activities for Alternative C would be similar to the proposed project, however, there would be a few key differences based on the reduced development capacity. The construction schedule for Alternative C may be substantially shorter than the proposed project, and construction of the parking garage would be included in future phases of project buildout rather than Phase 1. In addition, Alternative C would require substantially less ground disturbance overall compared to the proposed project since subterranean parking would not be provided in any of the future phases. Furthermore, parking provided in Phase 1 under Alternative C would only include one level of below-grade parking, instead of two levels of below-grade parking as proposed with the project. Overall, Alternative C would result in a substantially reduced construction program.

As for the anticipated approvals, Alternative C would still require Specific Plan adoption, General Plan amendments, zoning map and text amendments, TDM plan approval, design review, development agreement, and Precise Plan(s) approval. Alternative C would also require standard City engineering, building, fire, protected tree removal permits, along with other agency approvals (e.g., City of San Bruno, BART, Bay Area Regional Water Quality Control Board, BAAQMD, City/County Association of Governments Airport Land Use Commission, and Federal Aviation Administration).

Table 5-19 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, and **Table 5-20** compares the ability of Alternative C to meet the objectives of the proposed project. The EIR concluded that Alternative C, Reduced Project Alternative, would reduce, but would not avoid, all of the project's significant and unavoidable impacts. Alternative C would not result in any new significant and unavoidable impacts. The EIR concluded that Alternative C would meet some but not all of the project objectives.

Findings: The City rejects the Alternative C – Reduced Project Alternative on the basis that it would not meet, to the same extent as the project, the project objective to create a commercial campus development consistent with the General Plan designation for the Specific Plan area, because it would not maximize allowable uses under the General Plan Office designation, which

allows for development of up to 2.5 FAR. For the same reason, Alternative C would not meet the project objective to redevelop underutilized parcels within the Specific Plan area to realize the highest and best use of the land by increasing the intensity of land uses.

Additionally, Alternative C would only partially meet the project objective to promote the City's ongoing development of transit-accessible corridors with high-quality development, because it would not maximize the site's potential uses to the same extent as the project. Alternative C would only partially meet the General Plan policies that encourage redevelopment and infrastructure improvements in the Lindenville Planning Sub-Area and would not optimally yield high-quality transit-accessible development on the Specific Plan area, which is uniquely located within the Lindenville Planning Sub-Area proximate to high-quality public transit, including the San Bruno BART station (located immediately across Huntington Avenue to the west, approximately 0.25 miles from the Specific Plan area); the San Bruno Caltrain station (approximately 0.75 mile to the south); the South San Francisco Caltrain station (approximately 1.5 miles to the north).

Alternative C would only partially meet the project objective to establish a commercial campus development with sophisticated, unified architectural and landscape design and site planning, resulting in a distinctive campus identity and strong sense of place, because it would yield lower density development that would not achieve the intended "campus" environment set forth under the Specific Plan. Alternative C would only partially meet the project objectives to allow for well-designed, flexible buildings and floor plates that can accommodate a variety of commercial building uses over time, to establish flexibility to build the project in phases that respond to market conditions, because it would yield a lower development capacity which results in less efficiencies of scale to build the project in phases over time given upfront construction staging, logistics and costs.

Alternative C would only partially meet the project objectives to provide a positive impact on the local economy through the creation of jobs, enhancement of property values, and generation of property tax and other development fees because it would generate fewer jobs, enhance the property value to a lesser extent, and generate fewer taxes and fees compared to the proposed project because of the reduced development intensity.

Additionally, Alternative C would be less economically feasible because the costs associated with construction of on-site and offsite transportation and infrastructure improvements, removal of contaminated soils, provision of open space and landscaping, and compliance with certain mitigation measures and conditions of approval would remain the same as for the project, but there would be reduced ability to recover those costs through rents due to the decreased square footage available to future tenants. The community benefits associated with Alternative C would be decreased because it would no longer be financially feasible for the project to support the same level of community benefits payments and other commitments provided through the project's Development Agreement. Alternative C would also reduce the severity of the project's significant and unavoidable environmental effects, but not to a level of less-than-significant.

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 by itself would justify rejection of the Alternative C.

Alternative D - Reduced Underground Parking Alternative (Environmentally Superior Alternative/Recommended Alternative)

Alternative D is the Recommended Alternative. Refer to the Summary of the Recommended Alternative section on page 55 for a description of Alternative D.

Table 5-19 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 D, and **Table 5-20** compares the ability of Alternative D to meet the objectives of the proposed project. The EIR concluded that Alternative D would avoid Phase 1's significant air quality impact related to generator testing and would also reduce all of the project's remaining significant and unavoidable impacts except the significant impact related to meeting traffic signal warrants at the Huntington Avenue/Herman Street/Forest Lane intersection, which would be similar to the project's level of impact. Therefore, the EIR concluded that Alternative D is the environmentally superior alternative.

The EIR also concluded that Alternative D would fully meet all of the project objectives to the same degree as the project, because it would allow for the same land use program and same extent of office/R&D development in the same transit-oriented location, while avoiding the need to provide underground parking in Phase 1.

Findings: The City hereby finds that that the Alternative D – Reduced Underground Parking Alternative is more desirable than the proposed project and recommends Alternative D for adoption because it would avoid a significant environmental impact of Phase 1; reduce all of the project's remaining significant and unavoidable impacts, except the significant impact related to meeting traffic signal warrants at the Huntington Avenue/Herman Street/Forest Lane intersection, which would be similar to the project's level of impact; fully meet all of the project objectives; and be feasible to implement, all as further described below. Accordingly, Alternative D is the Recommended Alternative for adoption in lieu of the project as originally proposed.

The City finds that the Recommended Alternative would fully meet all of the project objectives to the same degree as the project, because it would allow for the same land use program and same extent of office/R&D development in the same transit-oriented location, while avoiding the need to provide underground parking in Phase 1, as further described in **Table 5-20** in Section 5.9 of the EIR. The Recommended Alternative would also implement the off-site improvements proposed under the project, consistent with the project objective to promote the City's ongoing development of transit-accessible corridors with high-quality development. For the same reasons, the Recommended Alternative would meet the General Plan policies that encourage redevelopment and infrastructure improvements in the Lindenville Planning Sub-Area and would optimize high-quality transit-accessible development on the Specific Plan area, which is uniquely located within the Lindenville Planning Sub-Area proximate to high-quality public transit, including the San Bruno BART station and the San Bruno Caltrain station. Additionally, the Recommended Alternative would result in increased gross open space compared to the proposed project, as the Tanforan Community Parklet would be expanded by approximately 11,545 square feet compared with the proposed project along the frontage of the 80 Tanforan Avenue parcel that is incorporated within the Specific Plan area under the Recommended Alternative.

The City also finds that the Recommended Alternative is the Environmentally Superior Alternative as described in Section 5.10 in Chapter 5, *Alternatives*, of the EIR. As further described in **Table 5-19**

in Section 5.9 of the EIR, the Recommended Alternative would avoid Phase 1's significant air quality impact related to generator testing, and would also avoid reduce all of the project's remaining significant and unavoidable impacts except the significant impact related to meeting traffic signal warrants at the Huntington Avenue/Herman Street/Forest Lane intersection, which would be similar to the project's level of impact. As also further described in **Table 5-19**, the Recommended Alternative would lessen the majority of the project's significant impacts that can be mitigated to a less than significant level.

The City finds that adoption of the Recommended Alternative as the preferred project is equally or more feasible compared to the originally proposed project, based on economic, legal, social, technological, and other considerations. Since the time of publication of the draft EIR, the applicant obtained rights to acquire 80 Tanforan Avenue, thereby allowing for inclusion of that parcel within the Specific Plan area. The Recommended Alternative will require the same land use approvals as the project, as studied under the EIR, including, but not limited to: Specific Plan adoption and related general plan, zoning map, and zoning text amendments to reflect adoption of the Specific Plan; Design Review, Vesting Tentative Map approval; TDM Plan approval; Precise Plan approval for Phase 1 and subsequent phases; and a Development Agreement, as well as approvals from BART and/or the City of San Bruno to construct the off-site improvements in their jurisdictions.

As further described in Section 5.10 in Chapter 5, *Alternatives*, of the EIR, the City also finds that the mitigation measures set forth in the EIR, and further described in the MMRP, are incorporated within the Recommended Alternative, and are feasible and appropriate to lessen or fully avoid potentially significant impacts associated with the Recommended Alternative. The City's adoption of the Recommended Alternative is conditioned upon the project sponsor's compliance with the MMRP.

The City specifically finds that it is authorized to adopt the Recommended Alternative pursuant to CEQA because the Recommended Alternative reflects a feasible, minor modification to the project that reduces the project's environmental impacts; pursuant to CEQA, the City has authority to adopt a project alternative rather than the proposed project if the agency finds that the alternative will be less environmentally damaging than the project as proposed (see PRC Section 21002, 21002.1, 21004, 20181(a); CEQA Guidelines 15002(a), 15021(a), 15091(a); see, e.g., *South of Market Comm. Action Network v. City & County of San Francisco*, 33 Cal.App.5th 321, 336 (2019); see also *Western Placer Citizens v. County of Placer*, 14 Cal.App.4th 890, 904 (2006)). In conclusion, the City has selected Alternative D as the Recommended Alternative for adoption in lieu of the project as originally proposed.

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, including the addition of Alternative D, the Recommended Alternative. The City has reviewed and considered the complete EIR comprised 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, including the Alternative D analysis, 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. In fact, the Alternative D analysis indicates that Alternative D is the Environmentally Superior Alternative. 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 Public Resources Code 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 Recommended Alternative and Phase 1. 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 Recommended Alternative and Phase 1. (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 Recommended Alternative would result in significant unavoidable impacts related to air quality, noise, and transportation. 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 feasibility of additional mitigation measures or alternatives, are identified and discussed in these Findings.

With respect to the foregoing findings and in recognition of those facts that are included in the record, the City further specifically finds that the significant unavoidable impacts to air quality, noise, and transportation are outweighed by the Recommended Alternative's benefits and that such unavoidable impacts are acceptable in light of the benefits of the Recommended Alternative, 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 Recommended Alternative, as described above.
- All mitigation measures recommended in the final EIR have been incorporated into the Recommended Alternative and will be implemented through the MMRP, incorporated by reference herein.

- In accordance with CEQA Guidelines Section 15093, the City has, in determining whether or not to approve the Recommended Alternative, balanced the economic, legal, social, technological, and other benefits, including region-wide or statewide environmental benefits of the Recommended Alternative against these unavoidable environmental risks, and has found that the benefits of the Recommended Alternative outweigh the unavoidable adverse environmental effects. The statements below specify the reasons why, in the City's judgment, the benefits of the Recommended Alternative 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, the Southline Specific Plan, and the Southline Development Agreement.

Environmental Benefits

- **Transit-Oriented Development.** The Recommended Alternative supports the City's goals to provide high-quality employment uses in a transit-accessible setting by providing a state-of-the-art campus in the immediate vicinity of BART, SamTrans, and Caltrain services. The Specific Plan area is adjacent to the San Bruno Transit Corridors Priority Development Area (PDA) designated by the Association of Bay Area Governments/Metropolitan Transportation Commission (ABAG/MTC). The PDA is formed around the San Bruno BART and Caltrain stations. The Recommended Alternative would locate new employment opportunities in South San Francisco, an existing regional employment center, immediately adjacent to public transit, consistent with numerous regional and local plans and policy directives that promote high-density, infill development near transit in an effort to reduce vehicle miles travelled (VMT) and resulting GHG emissions.
- **Remediation of Hazardous Materials.** The Specific Plan area has historically been occupied by industrial uses. Prior releases of hazardous materials have occurred within various portions of the Specific Plan area, and contaminated soils are known to occur on-site. The Recommended Alternative would remove or remediate existing hazards in accordance with applicable regulatory requirements. The Recommended Alternative would also remove older buildings and structures within the Specific Plan area 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.
- **Sustainability.** The Recommended Alternative will incorporate sustainable and environmentally sensitive design and equipment, energy conservation features, water conservation measures and drought-tolerant or equivalent landscaping, and sustainable stormwater management features throughout the Specific Plan area. Among other features, the Recommended Alternative will achieve LEED Silver (v4) certification, purchase 100% carbon-free electricity for all electricity consumption, provide electric vehicle-ready charging connectivity for approximately 10% of total parking, install approximately 6.5 acres of drought-tolerant landscaping and bioretention improvements, and plant approximately 631 new trees for a net gain of approximately 455 trees. Section 5.2 of the Southline Specific Plan establishes Sustainability Guidelines that will be implemented in connection with development of the Recommended Alternative.

Economic Benefits

- **Economic Development.** The Recommended Alternative would provide a positive impact on the local economy by redeveloping an underutilized, transit-accessible location for R&D and office uses, creating a substantial number of new jobs across diverse set of skills and experience levels during project construction and operations. By developing new state-of-the art facilities, the Recommended Alternative helps advance South San Francisco's economic development goals of enhancing the competitiveness of the local economy, and maintaining a strong and diverse revenue and job base. The Recommended Alternative will also generate substantial regional economic benefits, as money spent by employees at the Specific Plan area circulates through the local economy.
- **Fiscal Health.** The Recommended Alternative 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 Recommended Alternative would contribute millions of dollars per year to the City in ongoing general fund revenue, including through tax revenue generation. The Recommended Alternative would also generate impact and service capacity fee contributions as set forth in Exhibit C 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 Recommended Alternative would privately fund all development and improvements described herein, at no cost to the City.
- **Community Benefits Payments.** The project's Development Agreement establishes that the Recommended Alternative would provide to the City a total of \$25 million in community benefits payments, payable in intervals at specified development milestones. The City has sole discretion to allocate and spend these community benefits payments for any authorized governmental purpose.

Social and Other Benefits

- **Circulation Improvements & Public Transit Connectivity.** The Recommended Alternative will substantially enhance vehicular, bicycle, and pedestrian circulation and access within and surrounding the Specific Plan area, through completion of the multimodal circulation improvements set forth in the Specific Plan. These improvements would form a new east-west roadway connection through the Lindenville neighborhood (Southline Avenue), fulfilling long-standing General Plan goals. The Recommended Alternative will promote the use of non-single occupancy vehicle transportation, including through implementation of a Transportation Demand Management program to achieve 45% alternative mode usage.
- **Provision of Open Space.** The Recommended Alternative would provide over 7 acres of new open space, privately owned and maintained, and accessible to the public. This open space will include:
 - 1.5-acre Southline Commons centrally located open space area
 - 0.75-acre Tanforan Avenue Community Parklet and Garden
 - 0.3-acre Southline Retail Plaza
 - ± 4.7 acres plazas, courtyards, walkways, and green spaces

- **Infrastructure Improvements.** The Recommended Alternative will upsize, improve and/or reconfigure a wide range of wet and dry utilities services in the Specific Plan area 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 Recommended Alternative will construct a new public 12-inch water main from South Maple Avenue along the entirety of Southline Avenue; upsize sewer mains on Tanforan Avenue from South Maple Avenue/Huntington Avenue; upsize sewer mains on the northerly portion of South Maple Avenue; construct new stormwater facilities and storm drain mains; and underground a portion of the existing overhead electric and communications utilities along the immediate street frontages and install new utilities along Southline Avenue.

Conclusion

After balancing the specific economic, legal, social, technological, and other benefits of the proposed project, the Recommended Alternative, and the other alternatives evaluated in the EIR, the City of South San Francisco 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 will be caused by implementation of the Recommended Alternative.

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