

First Street Safeway





AGENDA REPORT

MEETING DATE: January 24, 2012

TO: City Council

FROM: Zachary Dahl, Senior Planner

SUBJECT: New Safeway Grocery Store Development

RECOMMENDATIONS:

- A. Certify a Mitigated Negative Declaration of Environmental Impact; and
 - B. Approve Resolution No. 2012-03 approving Design Review Application 11-D-03 and Use Permit Application 11-UP-02 with Findings and Conditions.
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SUMMARY:

Estimated Fiscal Impact:

Amount: Not Applicable

Budgeted: Not Applicable

Public Hearing Notice: November 30, 2011

Previous Council Consideration: October 25, 2011

CEQA Status: Mitigated Negative Declaration

Attachments:

- 1. Resolution No. 2012-03
- 2. Planning Commission Minutes, December 15, 2011
- 3. Planning Commission Memorandum, December 15, 2011
- 4. Applicant Correspondence
- 5. Public Correspondence

James Walgren, Assistant City Manager

Date

Douglas J. Schmitz, City Manager

Date

BACKGROUND:

The new Safeway grocery store development (Project) was heard before the Planning Commission on December 15, 2011. At the meeting, the Commission heard public comments from local residents and Downtown business and property owners. There was broad support for the development of a new and expanded grocery store, but concerns were raised with regard to potential public parking shortages in Plaza 7, the terms of the draft parking agreement, traffic congestion and potential negative impacts to adjacent businesses. Concerns were also raised about potential aesthetic, noise and headlight glare impacts to the residences along University Avenue to the southwest of the Project.

Following public comment, the Commission discussed the Project, expressing support for the architectural design, and the need to redevelop and expand the existing Safeway grocery store. But several commissioners did raise concerns about the parking demand analysis for the expanded grocery store, noting that lack of onsite parking could result in parking shortages in Plaza 7. Several commissioners also raised concerns about the draft Parking Term Sheet and the need to address any potential impacts to the University Avenue residence. Following the discussion, the Commission voted unanimously to recommend certification of the Mitigated Negative Declaration and recommend approval of the Design Review and Use Permit applications with the following additional recommendations:

- Provide a more detailed explanation about the parking model that was used to estimate parking demand.
- Revise Condition No. 2 to note that the applicant shall be responsible for retrieving all shopping carts left in any public right-of-way or public parking plaza area.
- The applicant shall actively maintain the green wall along First Street that screens the parking lot.
- Include ample public parking signage.
- Continue to work with Project neighbors to address concerns about headlight glare and noise.
- Include additional landscaping along Foothill Expressway if appropriate and feasible.
- Consider installing screening landscaping in Lincoln Park opposite the project frontage.
- Consider revising the terms of the opt-out clause in the Parking Term Sheet to be more beneficial to the City and consider increasing the cost for Safeway to opt out to be consistent with other projects.

The staff memorandum to the Planning Commission (Attachment 2) and December 15, 2011 meeting minutes (Attachment 3) are attached for reference.

DISCUSSION:

Design Changes

Following the Planning Commission meeting, the applicant revised the plans to address several of the comments. The Project plans, dated January 13, 2012, include the following revisions:

- A preliminary signage plan (Sheet A0.2).
- Sheet A2.3 has been revised to correctly show a solid wall along Foothill Expressway.
- The proposed elevations for each side are shown with and without landscaping.
- A cross-section through the main driveway entrance and Foothill Expressway showing headlight profiles has been included on Sheet A3.4.

In addition, the applicant has submitted two letters further addressing Planning Commission comments and elaborating on the methodology used for the parking demand model (Attachment 4). To respond to the other Planning Commission recommendations, staff has updated Condition No. 2 regarding shopping cart retrieval on public property, added a new condition (No. 3) to address green wall maintenance and updated Condition No. 11 to note that the master sign program shall include ample public parking signage. The landscape plan along Foothill Expressway is appropriate as proposed and including additional species could result in vegetation encroaching into the expressway travel lanes. Also, planting additional screening landscaping in Lincoln Park is not appropriate as there are already multiple layers of trees and landscaping (existing and proposed) between the Project and the residences on the west side of University Avenue. In addition, the open space in Lincoln Park is used for public events and views of the park from Downtown are an aesthetic benefit. Resolution No. 2012-03 contains the findings and conditions for the Project (Attachment 1).

Parking Agreement

City staff has had ongoing discussions with Safeway representatives over the years about either building a new, larger store or renovating their current store. The recommendation to support Safeway's request to join the public parking district was accepted by the City Council in September 2010, thus finding a solution to Safeway's primary obstacle – providing adequate parking for a new expanded grocery store.

On October 25, 2011, the City Council considered a draft Parking Term Sheet for the new Safeway grocery store. The agreement would allow the 45,265 square-foot grocery store to provide 154 on-site parking spaces, a ratio of 3.4 spaces/1,000 square feet where a parking ratio of 5 spaces/1,000 square feet is required. As outlined in the terms of the agreement, the Project would contribute 129 parking spaces for public use in exchange for use of public parking during peak shopping periods. Safeway would also contribute \$500,000 to the City for future parking solutions. The Council voted to approve the Parking Term Sheet with the understanding that a formal Parking Agreement would be reviewed and approved by City Council following Project approval.

The agenda report which provides a detailed discussion about the Parking Term Sheet is included as Attachment C of the Planning Commission Memorandum. The Parking Term Sheet, as approved by Council, is included as Exhibit B in Resolution No. 2012-03.

The financial contributions contained in the Parking Term Sheet were negotiated by then Mayor Packard, Mayor Pro Tem Carpenter and City Manager Schmitz with Safeway representatives. Subsequent to that meeting, Councilmember Packard has continued to negotiate with Safeway on the terms based on comments made at the October 2011 meeting. Below are the resulting recommended changes:

- For the first five years following the opening of the new store, Safeway may opt out of this agreement at any time at its sole discretion by providing a one-year notice of termination and by paying the City a termination fee of \$2,880,000 – less the initial \$500,000 payment.
- After the first five-year period, Safeway may opt out of this agreement at its sole discretion by providing the City a one-year notice of termination and by paying the City a termination fee of \$1,500,000 – less the initial \$500,000 payment.
- The secondary period opt-out fee identified above will be reduced by \$500,000 in the event the parking ratio in the surrounding downtown area is reduced per the Parking Term Sheet.
- Opt-out fees are subject to inflationary adjustments every five years based on the Consumer Price Index commencing with the store opening.

A formal Parking Agreement document incorporating these changes will be drafted and reviewed and approved by City Council following project approval.

Environmental Review

As part of the development review process, environmental review is required to satisfy the requirements of the California Environmental Quality Act (CEQA). In order to ensure that all aspects of the project are fully evaluated, the applicant prepared and submitted a transportation impact analysis, an acoustical analysis, an air quality assessment and a greenhouse gas emissions analysis. Following review and approval of the technical reports by staff, an environmental initial study was prepared. The initial study identified potentially significant impacts related to air quality, biology, cultural resources and hydrology (storm water runoff). However, with appropriate mitigation measures incorporated, all potential impacts were reduced to a less than significant level. The initial study was published on November 7, 2011 and the public review period ran through November 28, 2011. The initial study and Mitigated Negative Declaration, which includes the technical reports, are included in Attachment E of the Planning Commission Memorandum.

During the public review period for the initial study, three comment letters were submitted. The majority of the comments were related to traffic circulation and the parking analysis. However, there were also comments related to aesthetics, greenhouse gas emissions, biology and noise. CEQA does not require an initial study and mitigated negative declaration to be recirculated unless a substantial revision is required. As outlined in the response to comments (Attachment F of the Planning Commission Memorandum), no new avoidable significant impacts were identified and no new mitigation measures will be required. In order to incorporate the mitigation measures into the Project, they have been included as part of Exhibit A in Resolution No. 2012-03.

EXHIBIT A

FINDINGS

11-D-03 and 11-UP-02—160 First Street

1. With regard to the Environmental Review, the City Council finds that:
 - A. The MND is in accordance with CEQA (Pub. Res. Code § 21000 *et seq.*) and the CEQA Guidelines (Cal. Code Regs., Ch. 3, Tit. 14), as amended, and that the Project, with the incorporated mitigation measures, would not create any significant environmental effects. The City Council finds and determines that evidence in the administrative record, including, without limitation, the analysis and conclusions set forth in the staff reports, responses to comments, testimony provided at the Project's public hearings, the MND and the supporting technical studies including 1) Air Quality Technical Report by ENVIRON Inc. (September 2011), 2) Greenhouse Gas Emission Inventory Analysis by ENVIRON Inc. (September 2011), 3) Acoustical Study by Wilson Ihrig & Associates (August 31, 2011), 4) Transportation Impact Analysis by Fehr and Peers (October 2011) and 5) Parking Demand Estimation Clarification Letter by Fehr and Peers (January 13, 2012) demonstrate that, with incorporation of the identified mitigation as set forth in the Mitigation Monitoring and Reporting Program (MMRP), the Project will not have any significant environmental impacts. The City Council has considered all comments and other information submitted to the City in connection with the MND. The City Council further finds and determines that no substantial evidence to support a fair argument that the Project may have a significant environmental impact has been submitted to the City in connection with the MND.
 - B. Based on evidence in the administrative record, including, without limitation, staff reports, responses to comments, the MND, the MMRP, testimony provided at the Project's public hearings, and the supporting technical studies including the Project's technical Transportation Impact Analysis, the Project's technical Parking Study (August 2011), the technical consultant's supplemental analysis prepared in response to comments (December 2011 and January 2012), the City Council finds and determines that the Project will not result in any significant secondary traffic or air quality impacts from the Project's parking proposal. The City Council has considered all comments and other information submitted to the City in connection with the Project's parking proposal. The City Council further finds and determines that no substantial evidence to support a fair argument that the Project may have a significant environmental impact relating to secondary traffic or air quality impacts has been submitted to the City in connection with the MND.
 - C. Based on evidence in the administrative record, including, without limitation, staff reports, responses to comments, the MND, the MMRP, testimony provided at the Project's public hearings, and the supporting technical studies including the Project's technical Transportation Impact Analysis, the City Council finds and determines that the Project will not result in any significant individual or cumulative traffic impacts. The City Council further finds and determines that no substantial evidence to support a fair argument that the

Project may have a significant traffic impact has been submitted to the City in connection with the MND.

- D. Based on evidence in the administrative record, including, without limitation, staff reports, responses to comments, the MND, the MMRP, and testimony provided at the Project's public hearings, the City Council finds and determines that the Project will not result in any significant aesthetic impacts. The City Council further finds and determines that no substantial evidence to support a fair argument that the Project may have a significant aesthetic impact has been submitted to the City in connection with the MND.
 - E. Based on evidence in the administrative record, including, without limitation, staff reports, responses to comments, the MND, testimony provided at the Project's public hearings, and the supporting technical studies including the Project's technical Transportation Impact Analysis and the technical Greenhouse Gas (GHG) Emissions Analysis (GHG Emission Inventory Analysis and the supplemental technical analysis prepared in response to comments), the City Council further finds and determines that the Project will not result in any significant GHG emissions impacts.
 - F. Based on evidence in the administrative record, including, without limitation, staff reports, responses to comments, the MND, testimony provided at the Project's public hearings, and the supporting technical studies, including the Project's technical Transportation Impact Analysis and the technical GHG emissions analysis (GHG Emission Inventory Analysis and the supplemental technical analysis prepared in response to comments), the City Council finds and determines that the Project will not result in any significant GHG emissions impacts. The City Council further finds and determines that no substantial evidence to support a fair argument that the Project may have a significant GHG emissions impact has been submitted to the City in connection with the MND.
 - G. Based on evidence in the administrative record, including, without limitation, staff reports, responses to comments, the MND, the MMRP, and testimony provided at the Project's public hearings, the City Council finds and determines that the Project will not result in any significant biological resources impacts. The City Council further finds and determines that no substantial evidence to support a fair argument that the Project may have a significant biological resources impact has been submitted to the City in connection with the MND.
 - H. Based on evidence in the administrative record, including, without limitation, staff reports, responses to comments, the MND, the MMRP, and testimony provided at the Project's public hearings and the supporting technical studies, the City Council finds and determines that the Project will not result in any significant noise impacts. The City Council further finds and determines that no substantial evidence to support a fair argument that the Project may have a significant noise impact has been submitted to the City in connection with the MND.
2. With regard to Commercial Design Review application 11-D-03, the City Council finds in accordance with Section 14.78.040 of the Municipal Code that:
- A. The proposal meets the goals, policies and objectives of the General Plan and the Downtown Design Plan due to the fact that a larger, modern grocery store will function as

an anchor store that improves and strengthens Downtown vitality, will create a stronger customer attraction, will provide additional public parking through a shared parking arrangement and will increase retail sales tax and property tax revenues. The proposal meets the Commercial Design Review Guidelines and the CRS District design controls in that the new architecture will be an asset to the Downtown aesthetic, it will implement the First Street Streetscape Improvement Project by installing new crosswalks, street trees, sidewalks and pedestrian amenities along First Street, and will install new trees and landscaping along the Foothill Expressway edge;

- B. The proposal has architectural integrity and has an appropriate relationship with other structures in the immediate area in terms of height, bulk and design;
 - C. Building mass is articulated to relate to the human scale, both horizontally and vertically. Building elevations have variation and depth, and avoid large blank wall surfaces;
 - D. Exterior materials and finishes convey quality, integrity, permanence and durability, and materials are used effectively to define building elements such as base, body, parapets, bays, arcades and structural elements;
 - E. Landscaping is generous and inviting, and landscape and hardscape features are designed to complement the building and parking areas and to be integrated with the building architecture and the surrounding streetscape. Landscaping includes substantial street tree canopy, either in the public right-of-way or within the Project frontage;
 - F. The proposed signage is designed to complement the building architecture in terms of style, materials, colors and proportions;
 - G. Mechanical equipment is screened from public view and the screening is designed to be consistent with the building architecture in form, material and detailing in that the equipment will be located within the building or on the roof behind parapet walls; and
 - H. Service, trash and utility areas are screened from public view, or are enclosed in structures that are consistent with the building architecture in materials and detailing; the delivery bays will be located within building and be shielded from public view.
3. With regard to the Use Permit, the City Council finds in accordance with Chapter 14.80 of the Municipal Code that:
- A. The proposed location of the conditional use is desirable or essential to the public health, safety, comfort, convenience, prosperity, or welfare as evidenced in the agenda report and due to the fact that it is located within the Downtown commercial setting, will strengthen the commercial retail base, will provide additional public parking through a shared parking arrangement and is maintaining the existing grocery store use on the site;
 - B. The proposed location of the conditional use is in accordance with the objectives of the zoning plan as stated in Chapter 14.02 of this title due to the fact that it is a retail commercial use that supports Downtown;

- C. The proposed location of the conditional use, under the circumstances of the particular case, will not be detrimental to the health, safety, comfort, convenience, prosperity, or welfare of persons residing or working in the vicinity or injurious to property or improvements in the vicinity, as evidenced by the analysis and conclusions in the MND and supporting technical documents that there are no significant unmitigated impacts of the Project; and
 - D. The proposed conditional use complies with the CRS District regulations, including use, design and setbacks, and the general provisions of Chapter 14.02 except where the Exception for Public Benefit allows for over-height parapet walls to screen rooftop mechanical equipment, reduced parking based on a shared parking arrangement and a reduced landscape buffer width along First Street to accommodate standard parking stalls on a narrow lot.
4. With regard to Exceptions for Public Benefit in the CRS District, the City Council finds in accordance with Section 14.48.180 of the Municipal Code that:
- A. The granting of exceptions to allow for over-height parapet walls to screen rooftop mechanical equipment and a reduced landscape buffer width along First Street to accommodate standard parking stalls on a narrow lot will not be detrimental to the public health, safety or welfare or materially injurious to properties or improvements in the area, as evidenced above and due to the fact that the parapet walls will improve aesthetics and reduce noise, and the reduced landscape buffers are providing vertical green walls that provide an equivalent amount of landscape screening for the on-site parking as viewed from First Street;
 - B. The benefits to the City derived from granting the exceptions, which include a redeveloped and expanded anchor store that brings more customers Downtown, increases retail sales tax and property tax revenues, additional public parking based on a shared parking arrangement, new architecture that improves the Downtown aesthetic, new design elements, street trees landscaping along the Foothill Expressway edge and implementation of the First Street Streetscape Improvement Plan, is an appropriate mitigation when considered against the cost to the developer;
 - C. The Project and mitigation, as evidenced above, will result in a public benefit to the Downtown; and
 - D. The resultant Project and mitigation are consistent with the General Plan and accomplish objectives of the Downtown Design Plan, as evidenced above.

CONDITIONS

11-D-03 and 11-UP-02—160 First Street

GENERAL

1. Project approval is based upon the plans received on January 13, 2012 except as modified by these conditions.
2. As a condition of the use permit, the grocery store operator shall be responsible for retrieving all shopping carts left in any public right-of-way or public parking plaza areas in a timely manner.
3. As a condition of the use permit, the applicant shall be responsible for maintaining the green walls along First Street in order to ensure that the planting species provide adequate screening of the on-site parking lot. If needed, replacement species shall be promptly planted.
4. With regard to improvements within the First Street right-of-way:
 - a. The applicant shall be responsible for the engineering and the installation of improvements within the public right-of-way along the frontage of the subject property. Improvements include, but are not limited to, curb, gutter, sidewalk, landscaping and street trees. The improvements shall be consistent with the First Street Streetscape Improvement Plan and the design shall be approved by the City Engineer.
 - b. The applicant shall contribute to the City for the cost to install the following public improvements: 1) the mid-block crosswalk adjacent to Plaza 7, 2) the crosswalks and paving to complete the First Street and State Street intersection improvements, and 3) the storm drain improvements within the public right-of-way.
 - c. The applicant shall coordinate their construction schedule with the City, to the extent feasible, and taking into account the applicant's anticipated construction schedule and the timing of its proposed construction, to allow the City's streetscape improvements to be constructed concurrently with the Project and applicant improvements within the First Street right-of-way. The applicant shall work with the City to minimize public street and sidewalk closures, to the extent feasible.
5. The required permits shall be obtained from the Engineering Division prior to any work done within the public right-of-way. The permits and the work shall be in accordance with the Project, as approved, as well as with the related improvement plans to be approved by the City Engineer.
6. Improvements shall comply with the City of Los Altos Municipal Regional Storm Water (MRP) NPDES Permit No. CA S612008, Order R2-2009-0074 dated October 14, 2009. The improvement plans shall include the "Blueprint for a Clean Bay" plan sheet in all plan submittals.
7. The applicant shall contact electric, gas, communication and water utility companies regarding the installation of new utility services to the site.

8. All Project improvements shall comply with Americans with Disabilities Act (ADA).
9. The applicant agrees to indemnify and hold City harmless from all costs and expenses, including attorney's fees, incurred by the City or held to be the liability of City in connection with City's defense of its actions in any proceeding brought in any State or Federal Court, challenging the City's action with respect to its approval of the Project.

PRIOR TO SUBMITTAL OF BUILDING PERMIT

10. The applicant shall execute the Shared Parking Agreement. The Shared Parking Agreement shall be substantially in compliance with the Parking Agreement Term Sheet as contained in Exhibit B. The form and content of the Shared Parking Agreement shall be reviewed by the City Manager or his designee, and the City Attorney, and approved by the City Council.
11. The applicant shall provide a master sign program that includes locations, sizes, materials, illumination and colors of all proposed signage. The master sign program shall include ample public parking signage in accordance with the terms and conditions of the Shared Parking Agreement.
12. The plans shall show that all exterior lighting on the building has shrouds and/or is directed downward to avoid impacts to the adjoining properties.
13. The applicant shall prepare a landscape and irrigation plan that includes the Foothill Expressway shoulder within the public right-of-way that fronts on the subject property. The landscaping along Foothill Expressway shall include trees and landscaping that are found in the City's list of approved plantings for Foothill Expressway. The plan shall meet the requirements of the State's Model Water Efficient Landscape Ordinance (AB 1881) and it shall be reviewed and approved by the Community Development Director. If deemed necessary by the City Arborist, the applicant shall provide up to two (2) 24-inch box *Olea europaea* "Swan Hill" (Olive) trees for planting in the Foothill Expressway median adjacent to the Project site.

PRIOR TO ISSUANCE OF BUILDING PERMIT

14. The applicant shall submit a copy of the Notice of Intent to comply with the State Construction Storm Water General permit submitted to the State Water Resource Control Board. The State required Storm Water Pollution Prevention Plan (SWPPP) shall be prepared in accordance with the State of California's General Construction Permit. The applicant shall submit a copy of the filed SWPPP to the City Engineer prior to any demolition, grading or issuance of the building permit, which ever happens first.
15. The applicant shall record a pedestrian use easement for the crosswalk and ADA ramps at the main driveway entrance in a form approved by the City Engineer and City Attorney. The plat and legal description of the pedestrian use easement shall be submitted for review by the City Land Surveyor. Applicant shall provide a sufficient fee retainer to cover the cost of the review of the pedestrian use easement.

16. The applicant shall submit the Storm Water Management Plan (SWMP) in accordance with the requirements provided by the City Engineer. The SWMP will show the entire requirement on how the design is in compliance with the MRP. The SWMP shall be reviewed and approved by a City approved third-party consultant at the applicant's expense. The recommendations from the SWMP shall be shown on the building plans and approved by the third-party consultant.
17. The applicant shall prepare and record a lot merger map for APNs 167-39-107, 167-39-108 and 167-39-135. Plats and legal descriptions of the lot merger shall be submitted for review and approval by the City Land Surveyor. The applicant shall provide a sufficient fee retainer to cover the cost of the lot merger application. The lot merger map shall show all necessary public utility easements and revise the access easement that benefits the properties at 400 Main Street and 230 First Street to reflect the revised driveway configuration.
18. The applicant shall pay the applicable traffic impact fee in accordance with Chapter 3.48 of Los Altos Municipal Code.
19. The applicant shall pay all applicable sanitary sewer connection fees.
20. The applicant shall submit on-site grading, utility and drainage plans for approval by the City Engineer. The grading/drainage plans shall include, but not be limited to, drain swales, drain inlets, rough pad elevations, building envelopes and elevations at property lines. Utility plans shall show the size of proposed sanitary sewer lateral for the new building. The location of all underground utilities in the public right-of-way shall be shown on the plans. The applicant shall verify that the City sewer and storm drain systems are adequately sized to handle the proposed flows.
21. The utility plans shall show a grease interceptor. A grease interceptor is required to be installed for each commercial grease-generating activity (LAMC 10.08.280(C)). The grease interceptor is required to be sized in conformance with the Uniform Plumbing Code (LAMC 10.08.280(D)).
22. The applicant shall contact Mission Trail Waste Systems and submit a solid waste disposal plan indicating the type and size of container proposed and the frequency of pick-up service subject to the approval of the Engineering Division. The applicant shall submit evidence that Mission Trail Waste Systems has reviewed and approved the size and location of the proposed new enclosure for recyclables.
23. The applicant shall submit plans to the County of Santa Clara for any proposed improvements within the County's right-of-way and provide documentation to reflect any required County approval of these improvements to the City.
24. The applicant shall submit a construction management plan for review and approval by the City Engineer. The plan shall include:
 - a. A traffic control plan and a pedestrian detouring plan that will be implemented during the construction phase of this Project.
 - b. Detailed plans for any construction activities affecting the public right-of-way, including but not limited to excavation, material storage, earth retention, construction vehicle parking, traffic control and safe pedestrian access.

- c. A truck routing and staging plan for the proposed excavation of the site.
- d. Pay applicable fees before the transportation permit can be issued by the Traffic Engineer.

PRIOR TO FINAL INSPECTION

- 25. The applicant shall provide an acoustical analysis of all rooftop mechanical equipment to confirm that the Project is in compliance with the City's General Plan and the Noise Control Regulations as required in the MMRP and specified performance standards.
- 26. All landscaping and irrigation shall be installed. The applicant shall obtain an encroachment permit from County Roads and Airports prior to installation of landscaping and irrigation in the Foothill Expressway shoulder.
- 27. A one-year, ten percent maintenance bond shall be submitted upon acceptance of improvements in the public right-of-way.
- 28. The applicant shall label all new or existing public and private catch basin inlets which are on and adjacent to the site with the "NO DUMPING - FLOWS TO BAY" logo as required by the City.
- 29. The applicant shall submit a recorded maintenance agreement for the storm water treatment methods installed in accordance with the Storm Water Management Plan (SWMP). The approved third-party consultant shall certify that all storm water treatment systems were properly installed per the approved SWMP and Plans.

MITIGATION MONITORING AND REPORTING PROGRAM

11-D-03 and 11-UP-02—160 First Street

1. The applicant shall comply with all mitigation measures as reflected in the Project's MND and the related MMRP, as set forth more fully herein.
2. **AIR MM 1:** The following mitigation measures shall be implemented during all phases of construction to prevent visible dust emissions from leaving the Project site:
 - a. Water all active construction areas at least twice daily or as often as needed to control dust emissions.
 - b. Cover all trucks hauling soil, sand and other loose materials, and/or ensure that all trucks hauling such materials maintain at least two feet of freeboard.
 - c. Pave, apply water twice daily, or as often as necessary, to control dust, or apply non-toxic soil stabilizers on all unpaved access roads, parking areas and staging areas at construction sites.
 - d. Sweep daily, or as often as needed, with water sweepers all paved access roads, parking areas and staging areas at construction sites to control dust.
 - e. Sweep adjacent public streets daily, or as often as needed, to keep streets free of visible soil material.
 - f. Hydroseed or apply non-toxic soil stabilizers to inactive construction areas.
 - g. Enclose, cover, water twice daily or apply non-toxic soil binders to exposed stockpiles (dirt, sand, etc.).
 - h. Limit vehicle traffic speeds on unpaved roads to 15 mph.
 - i. Replant vegetation in disturbed areas as quickly as possible.
 - j. Install sandbags or other erosion control measures to prevent silt runoff to public roadways.
3. **BIO MM 1:** In compliance with the MBTA and the California Fish and Game Code, the proposed Project shall implement the following measures to reduce or avoid construction-related impacts to nesting raptors and their nests:
 - a. If construction occurs during the non-breeding season (September – January), pre-construction surveys are not necessary for migratory birds, as they are expected to abandon their roosts during construction activities. If construction occurs during the breeding season (February – August), pre-construction surveys shall be completed by a qualified ornithologist to identify active nests that may be disturbed during Project implementation. All potential nesting areas (trees, tall shrubs) shall be surveyed no more than 30 days prior to tree removal or pruning, if the activity will occur within the breeding season. If more than 30 days pass between the completion of the pre-construction survey and the initiation of construction activities, the pre-construction survey shall be completed again and repeated at 30-day intervals until construction activities are initiated.
 - b. If an active nest is observed, tree removal and pruning shall be postponed until all the young have fledged. An exclusion zone appropriate to the bird species observed shall be established around the nest site, in consultation with the California Department of Fish and Game.

- c. Active nests shall be monitored weekly until the young fledge. No construction activities, parking, staging, material storage, or other disturbance shall be allowed within the exclusion zones until the young have fledged from the nest.
4. **CR MM 1:** In the event of the discovery of unanticipated buried prehistoric or historic era cultural materials during Project construction, work will halt within 30 feet of the discovery until it has been inspected by a qualified archaeologist. If it appears that additional construction related earthmoving will affect a potentially significant resource, the archaeologist shall submit a plan for the evaluation of the resource to the Los Altos Planning Department for approval. Evaluation normally takes the form of limited hand excavation of the suspected cultural deposit to determine if it contains information and/or materials that make it eligible for placement on the California Register of Historic Resources (CRHR). If it is determined that construction activity will impact an eligible resource, the City of Los Altos shall prepare a plan for mitigation of impacts to the resource before work is allowed to recommence in the zone designated as archaeologically sensitive. Mitigation can take the form of additional hand excavation coupled with limited hand excavation to ensure that significant archaeological materials and information are retrieved for analysis and report preparation as required by CEQA.
5. **CR MM 2:** If human remains are discovered during construction, construction activities that could disturb the remains and any associated artifacts would halt and the Project sponsor will contact the local Coroner's Office and the Native American Heritage Commission (NAHC). The NAHC would then name a Most Likely Descendant (MLD) to advise the Project sponsor on the manner of exposure and removal of burials and associated grave goods, and to help designate a place for the reburial of these materials.
6. **HYDRO MM 1:** The proposed Project shall comply with the requirements of the MRP, as well as other local, state and federal requirements. Specifically, the Project shall comply with provision C.3 of the Municipal Regional Permit (MRP), which provides enhanced performance standards for the management of storm water for new development.
7. **HYDRO MM 2:** The Project will implement Best Management Practices (BMPs) for reducing the volume of runoff and pollution in runoff to the maximum extent practicable per MRP. These BMPs may include source control measures, site design elements and post-construction treatment measures such as the following:
 - a. Vegetated swales and flow-through areas;
 - b. Bioretention areas or basins;
 - c. Disconnected downspouts that are directed into landscape areas;
 - d. Minimization of impervious surfaces and increased use of permeable pavement;
 - e. Location of all storm drain inlets to be stenciled with, "No Dumping! Flows to Bay" to discourage illegal dumping;
 - f. Location and design of trash enclosures (all shall be covered) and materials handling areas;
 - g. Use effective, site-specific erosion and sediment control methods during post-construction periods.
8. **HYDRO MM 3:** The proposed Project shall comply with all City of Los Altos ordinances, policies and processes regarding the post-construction treatment of storm water runoff. Specifically, a Storm Water Management Plan (SWMP) will be developed prior to issuance of

building permits for Project construction, to ensure compliance with City of Los Altos and MRP requirements. The SWMP will meet the criteria for storm water protection outlined in Chapters 10.16 of the Los Altos Municipal Code. The purpose of the SWMP is to:

- a. Identify the pollutants of concern.
 - b. Identify the site constraints that could limit the types of BMPs and site design measures that can be implemented.
 - c. Incorporate site design measures to minimize imperviousness and redirect runoff from impervious surfaces to less pervious surfaces.
 - d. Select BMPs (both source and treatment control measures) for those impervious areas that cannot be served by site design measures.
9. **HYDRO MM 4:** The proposed Project will file a Notice of Intent (NOI) with the State Water Resources Control Board (SWRCB) and prepare a Storm Water Pollution Prevention Plan (SWPPP) prior to commencement of construction. The Project's SWPPP shall include measures for:
- a. Soil stabilization.
 - b. Sediment control.
 - c. Sediment tracking control.
 - d. Wind erosion control.
 - e. Non-storm water management and waste management and disposal control.
10. **HYDRO MM 5:** BMPs shall be implemented for reducing the volume of runoff and pollution in runoff to the maximum extent practicable during site excavation, grading and construction. All measures shall be included in the Project's SWPPP and printed on all construction documents, contracts and Project plans.
- a. Restrict grading to the dry season or meet City requirements for grading during the rainy season.
 - b. Use effective, site-specific erosion and sediment control methods during the construction periods. Provide temporary cover of all disturbed surfaces to help control erosion during construction. Provide permanent cover as soon as is practical to stabilize the disturbed surfaces after construction has been completed.
 - c. Cover soil, equipment and supplies that could contribute non-visible pollution prior to rainfall events or perform monitoring of runoff. Cover stockpiles with secure plastic sheeting or tarp.
 - d. Implement regular maintenance activities such as sweeping driveways between the construction area and public streets. Clean sediments from streets, driveways and paved areas on-site using dry sweeping methods. Designate a concrete truck washdown area.
 - e. Dispose of all wastes properly and keep site clear of trash and litter. Clean up leaks, drips, and other spills immediately so that they do not contact storm water.
 - f. Place fiber rolls or silt fences around the perimeter of the site. Protect existing storm and sewer inlets in the Project area from sedimentation with filter fabric and sand or gravel bags.

EXHIBIT B

PARKING TERM SHEET

11-D-03 and 11-UP-02—160 First Street

The following are the basic tenets of the Parking Term Sheet approved by the City Council on October 25, 2011, all subject to the mutually agreed upon definitions and parameters of the Parking Agreement:

1. Based on a 45,265 net square foot store, a minimum of 154 parking spaces shall be provided for a parking ratio of 3.4 parking spaces per every 1,000 square feet of net building area. Net building area will exclude stairways and elevators, loading docks and mechanical rooms. If the store square footage changes, the parking will be adjusted to be no less than 3.4 parking spaces per every 1,000 square feet of net building area.
2. Safeway will contribute \$500,000 to the City toward the cost of a downtown parking solution prior to issuance of building permits.
3. Safeway will grant the City an easement over 129 parking spaces for public use. Safeway will reserve 25 stalls near the entrance for their customers. Safeway employees may not participate in the public parking plaza long-term parking permit program.
4. The parking will be accessible to the public at all times but may be limited to no longer than 90 minutes. Safeway will be responsible for maintaining and monitoring the parking area and will pay the real estate taxes on the parking area at no cost to the City. Both Safeway and the City will secure and maintain an equal amount of commercial general liability insurance.
5. Safeway may opt out of this agreement at any time at its sole discretion by paying a \$1,000,000 fee to the City. The opt-out fee shall be structured with a cost escalator.
6. Safeway may opt out of this agreement for \$500,000 if the parking ratio for the downtown area adjacent to Safeway is reduced below the existing (TBD)/1,000 square feet of commercial area. The opt-out fee shall be structured with a cost escalator. The area adjacent to Safeway is defined as Main Street to the South, Second Street to the East, Foothill Expressway to the West, and Shasta to the North extending through to Second Street. The specific terms and conditions of this provision will be defined in the Parking Agreement.
7. Safeway maintains the right to redevelop their site at any time in the future pursuant to the development regulations contained in the City of Los Altos Municipal Code.

ATTACHMENT 3

**Planning Commission Memorandum
December 15, 2011**



MEMORANDUM

DATE: December 15, 2011
TO: Planning Commission
FROM: Zachary Dahl, Senior Planner
SUBJECT: 11-D-03 AND 11-UP-02—160 FIRST STREET

RECOMMENDATION

Motions to recommend:

1. Adoption of a Mitigated Negative Declaration of environmental impact to the City Council; and
2. Approval of Design Review application 11-D-03 and Use Permit application 11-UP-02 to the City Council subject to findings and conditions.

PROJECT DESCRIPTION

This is a commercial Design Review application for a new Safeway grocery store. The project includes a parking garage with 154 parking spaces on the street level and 45,265 square feet of grocery store area on the second story. The following summarizes the project's technical details:

GENERAL PLAN DESIGNATION: Downtown Commercial
ZONING: CRS, Commercial Retail Sales
PARCEL SIZE: 72,329 square feet
MATERIALS: Standing seam metal roof, cement plaster siding, aluminum windows, brick facade, pre-cast concrete details, and painted metal awnings, trellises and louvers

	Existing	Proposed	Allowed/Required
FLOOR AREA:			
First story	22,585 square feet	5,235 square feet	
Second story	N-A	47,684 square feet	
Total	22,585 square feet	52,919 square feet	N-A
SETBACKS:			
Front (First Street)	0 feet	0 feet	0 feet
Left Side	142 feet, 7 inches	49 feet	0 feet
Right Side	196 feet	127 feet, 6 inches	0 feet
Rear (Foothill)	0 feet	0 feet	0 feet
HEIGHT:			
Overall	20 feet	30 feet	30 feet
Parapet Walls	24 feet	41 feet	38 feet
PARKING:	95 spaces	154 spaces	226 spaces

BACKGROUND

Architecture and Site Review Committee Recommendation

The project was heard before the Architecture and Site Review Committee on October 19, 2011. At the meeting, the Committee heard public comments and discussed the project. While identifying a few areas of concern with regard to the design, they expressed overall support for the project and unanimously voted to recommended approval, with the following comments being addressed prior to Planning Commission consideration:

- Keep the right turn lane at the entrance driveway, but redesign it as the forth leg of the intersection with curb returns and a crosswalk;
- Widen sidewalks in front of the project;
- Enhance architecturally at the State Street driveway (e.g. entry columns);
- Update Sheet A2.4 to include a cross-section of the rooftop mechanical area with the tallest parapet wall height identified;
- Provide additional cross-sections through the First Street elevation to illustrate all proposed encroachments into the public right-of-way;
- Provide a signage plan that includes proposed sizes, materials, illumination and colors;
- Update the Foothill Expressway shoulder landscape plan to include street trees that frame the visual connection between State Street and Lincoln Park, and a wrought iron fence along open portion of the southwestern property line; and
- Replace the Redwood trees along Foothill Expressway with trees that provide an appropriate vertical relationship to the building and meet City and County tree specifications.

The staff memorandum and meeting minutes are attached for reference.

DISCUSSION

Design Changes

The design, in terms of overall size, scale and style of design, has not been changed. However, the applicant has made a variety of changes to address comments made by the Architecture and Site Review Committee and staff. Those changes include:

- Adding brick columns with a metal arch over the main entrance at State Street and First Street;
- Redesigning the main entrance driveway with curb returns and a crosswalk to match the intersection at First Street and State Street;

- Redesigning both entry tower elements to include smaller window panes and more pedestrian and horizontal scale at the street level by continuing the brick façade across the base;
- Revising the streetscape improvements to correctly show the First Street crosswalks, increasing the sidewalk width to a minimum of five feet, six inches between the front of the building and the street trees, and removing the open landscape areas in the sidewalk;
- Revising the truck routing plan (Sheet A2.5) to avoid using Lyell Street;
- Providing additional cross-sections (Sheet A3.4) to show the rooftop mechanical areas and architectural projections into the First Street right-of-way;
- Relocating the columns adjacent to the northern access driveways to improve vehicle visibility and pedestrian safety; and
- Revising the landscaping and street tree species within the Foothill Expressway right-of-way to meet City and County requirements.

The only item that was not fully addressed pertained to providing a detailed signage plan. However, based on the project elevations, the proposed signage appears proportional to the scale of the building and meets the intent of the Downtown Design Guidelines. Staff has included a condition that requires a master sign program to be prepared prior to building permit submittal (No. 10). Otherwise, the proposed changes appear to fully address staff and Committee comments and improve the overall project design.

Design Review Summary

The project's contemporary architectural style is complementary to the design character of the Downtown Core and the adjacent structures along First Street. The project implements desired goals of the General Plan and Downtown Design Plan by providing a modern anchor store that will attract more customers to Downtown, with the inclusion of elements such as pedestrian amenities and landscaping integrated into the building facade, meets the intent of the Downtown Design Guidelines.

As outlined in the Architecture and Site Review Committee Memorandum, the project design meets the City's Design Review findings. The building relates to the human scale, the design conveys a sense of quality, integrity, permanence and durability, the landscaping is generous and inviting, the hardscape features are designed to complement the building, and the signage is designed to complement the building architecture. All mechanical equipment is located on the roof with architecturally screening and the trash enclosure is located within the loading bay; both elements are completely screened from public view.

Use Permit

Redevelopment of the Safeway grocery store is an important objective, both in terms of Downtown vitality and strengthening the tax base. A larger, modern grocery store would function as an anchor store that improves and strengthens Downtown vitality and creates a stronger customer attraction.

As such, the project meets key economic goals and objectives in the General Plan, implements desired goals of the Downtown Design Plan and meets the intent of the Downtown Design Guidelines.

During the environmental review period, a concern was raised about the potential for abandoned shopping carts in the public parking areas. To address this concern, staff has added a condition (No. 2) which requires the store operator to retrieve all shopping carts left off-site in public areas in a timely manner.

As discussed in the memorandum to the Architectural and Site Review Committee, the project is consistent with the goals and objectives of the Zoning Ordinance and the CRS District. The proposed location of the grocery store, which is within the downtown setting, will not be detrimental to the health, safety or welfare of persons who live or work in the vicinity; and the project, as conditioned, will not be injurious to property or improvements in the vicinity. Overall, the proposed use meets all required findings necessary to grant a conditional use permit to operate a grocery store.

Exceptions for Public Benefit

Projects that implement key goals and objectives of the Downtown Design Plan are eligible for exemptions from CRS District development standards (Section 14.48.180). As discussed above, and in the Architecture and Site Review Committee Memorandum, the project will improve the Downtown edge along Foothill Expressway with new design elements, street trees landscaping. A redeveloped and expanded anchor store will strengthen the Downtown Core by bringing more customers Downtown, increasing retail sales tax and property tax revenues, and the new architecture will be an asset to the Downtown aesthetic. It will also be implementing the First Street Streetscape Improvement Project by installing new crosswalks, street trees, sidewalks and pedestrian amenities along First Street. Therefore, the project qualifies for exceptions from the CRS District development standards.

The project is requesting two exceptions to the CRS District requirements. The first would allow for over-height parapet walls and the second would allow for a reduced landscape buffer width along First Street. As outlined in the Zoning Ordinance, parapet walls can be up to eight feet taller than the maximum allowable height in the CRS District, which would allow for a maximum height of 38 feet. As shown on sheets A2.4 and A3.4, the parapet walls on the First Street elevation would be up to 39 feet in height. In addition, the inner parapet walls that screen the mechanical equipment will be up to 50 feet in height. The allowance of an additional foot of height along the First Street elevation would be minimally noticeable and is integrated into the building's architectural design. Since mechanical equipment of this size is required for a grocery store, these taller screens are necessary; however, they are setback on the roof and would not be visible from First Street or State Street.

The CRS District requires a five-foot landscape buffer when grade level parking is proposed along a street frontage. However, due to the narrow nature of the site, it is not feasible to provide a five-foot landscape buffer and still provide two full rows of parking. As shown on Sheet A3.4, the proposed landscape planters are 30-inches wide and use vertical green walls to screen the parking

lots. While providing a narrower width, the vertical green walls, along with the new street trees, meet the intent of the landscape buffer requirement.

Since these exceptions improve the building design, do not negatively impact the adjacent properties and are not detrimental to public health, safety or welfare, staff supports granting the exceptions in exchange for the enhanced public benefits that will be provided by the project.

Shared Parking Agreement

On October 25, 2011, the City Council considered a draft shared parking agreement for the new Safeway grocery store. The agreement would allow the 45,265 square-foot grocery store to provide 154 on-site parking spaces, a ratio of 3.4 spaces/1,000 square feet where a parking ratio of 5 spaces/1,000 square feet is required. The agenda report which provides a detailed discussion about the terms and conditions of the shared parking agreement is included as Attachment C. As outlined in the terms of the agreement, the project would contribute 129 parking spaces for public use in exchange for use of public parking during peak shopping periods. Safeway would also contribute \$500,000 to the City for future parking solutions. After taking public comment and discussing the item, Council voted to approve the terms of the shared parking agreement subject to approval of the project.

First Street Streetscape Improvement Plan

As part of this project, Safeway will be installing and contributing to elements of the First Street Streetscape Improvement Plan adjacent to the project site (Condition No. 3). Safeway will be installing the sidewalk, including curb and gutter, landscaping, pedestrian amenities and street trees, and contributing the cost to install the mid-block crosswalk, the intersection improvements at First and State streets and the storm drain improvements within the public right-of-way. Safeway has been working with staff to revise the Streetscape Plan in order to better integrate the public improvements with the design of the new grocery store. At the request of staff, the truck circulation area for the loading dock has been designed to be completely on-site. Since this resulted in the need for two driveways, three additional on-street parking spaces had to be eliminated. The City will also work with the applicant to coordinate the installation of the streetscape improvements along this stretch of First Street with the construction of the new store in order to minimize impacts on the surrounding Downtown businesses and users.

Traffic Commission

Fehr and Peers prepared the traffic impact analysis (TIA) for this project. The existing grocery store generates 3,141 average daily trips. Based on the technical analysis in the TIA, the proposed project is estimated to generate 3,157 net new daily trips, 132 net new AM peak-hour trips (73 inbound and 59 outbound) and 300 net new PM peak-hour trips (152 inbound and 148 outbound). While the exact increase in users is not precisely known, given the population density of Los Altos and the locations of other grocery stores in the surrounding area, staff does not anticipate that doubling the size of this grocery store will result in a doubling of the number of grocery store users. Thus, the increase in average daily trips from 3,141 to 6,298 as calculated by the TIA is considered very conservative. The TIA also evaluated all major intersections in the vicinity of the Downtown

Triangle and concluded that the additional traffic generated from the project will not significantly impact the level of service (LOS) at any of the studied intersections, or negatively affect the City's pedestrian, bicycle and transit facilities.

At their meeting on October 26, 2011, the Traffic Commission reviewed and considered the TIA. After taking public comment and discussing the report, the Commission voted unanimously to accept the TIA. A memorandum summarizing the meeting discussion and recommendation is included as Attachment D. A letter from Fehr and Peers responding to the Traffic Commission's comments is also included in Attachment D.

ENVIRONMENTAL REVIEW

As part of the development review process, environmental review is required to satisfy the requirements of the California Environmental Quality Act (CEQA). In order to ensure that all aspects of the project are fully evaluated, the applicant prepared and submitted a transportation impact analysis, an acoustical analysis, an air quality assessment and a greenhouse gas emissions analysis. Following review and approval of the technical reports by staff, an environmental initial study was prepared. The initial study identified potentially significant impacts related to air quality, biology, cultural resources and hydrology (storm water runoff). However, with appropriate mitigation measures incorporated, all potential impacts were reduced to a less than significant level. The initial study was published on November 7, 2011 and the public review period ran through November 28, 2011. The initial study and Mitigated Negative Declaration, which includes the technical reports, are included in Attachment E.

During the public review period for the initial study, three comment letters were submitted. The majority of the comments were related to traffic circulation and the parking analysis. However, there were also comments related to aesthetics, greenhouse gas emissions, biology and noise. CEQA does not require an initial study and mitigated negative declaration to be recirculated unless a substantial revision is required. As outlined in the response to comments (Attachment F), no new avoidable significant impacts were identified and no new mitigation measures will be required. Therefore the Mitigated Negative Declaration is ready for Commission review and consideration. In order to incorporate the mitigation measures into the project, they have been included as conditions of approval.

Cc: Lowney Architecture, Applicant
Safeway Inc., Owner

Attachments

- A. Architecture and Site Review Committee Minutes, October 19, 2011
- B. Architecture and Site Review Committee Memorandum, October 19, 2011
- C. Parking Agreement City Council Agenda Report, October 25, 2011
- D. Traffic Commission Memorandum, October 26, 2011
- E. Environmental Initial Study and Mitigated Negative Declaration
- F. Mitigated Negative Declaration Response to Comments

FINDINGS

11-D-03 and 11-UP-02—160 First Street

1. With regard to the Environmental Review, the Planning Commission finds that the Mitigated Negative Declaration is in accordance with the California Environmental Quality Act Guidelines, as amended January 1, 2011, and that the project, with the incorporated mitigation measures, does not create any significant environmental effects.
2. With regard Commercial Design Review application 11-D-03, the Planning Commission findings in accordance with Section 14.78.040 of the Municipal Code that:
 - A. The proposal meets the goals, policies and objectives of the General Plan and any specific plan, design guidelines and ordinance design criteria adopted for the specific district or area;
 - B. The proposal has architectural integrity and has an appropriate relationship with other structures in the immediate area in terms of height, bulk and design;
 - C. Building mass is articulated to relate to the human scale, both horizontally and vertically. Building elevations have variation and depth and avoid large blank wall surfaces;
 - D. Exterior materials and finishes convey quality, integrity, permanence and durability, and materials are used effectively to define building elements such as base, body, parapets, bays, arcades and structural elements;
 - E. Landscaping is generous and inviting and landscape and hardscape features are designed to complement the building and parking areas and to be integrated with the building architecture and the surrounding streetscape. Landscaping includes substantial street tree canopy, either in the public right-of-way or within the project frontage;
 - F. Signage is designed to complement the building architecture in terms of style, materials, colors and proportions;
 - G. Mechanical equipment is screened from public view and the screening is designed to be consistent with the building architecture in form, material and detailing; and
 - H. Service, trash and utility areas are screened from public view, or are enclosed in structures that are consistent with the building architecture in materials and detailing.
3. With regard to Use Permit application 11-UP-02, the Planning Commission finds in accordance with Chapter 14.80 of the Municipal Code that:
 - A. The proposed location of the conditional use is desirable or essential to the public health, safety, comfort, convenience, prosperity, or welfare;

- B. The proposed location of the conditional use is in accordance with the objectives of the zoning plan as stated in Chapter 14.02 of this title;
 - C. The proposed location of the conditional use, under the circumstances of the particular case, will not be detrimental to the health, safety, comfort, convenience, prosperity, or welfare of persons residing or working in the vicinity or injurious to property or improvements in the vicinity; and
 - D. The proposed conditional use will comply with the CRS District regulations and the general provisions of Chapter 14.02.
4. With regard to Exceptions for Public Benefit in the CRS District, the Planning Commission finds in accordance with Section 14.48.180 of the Municipal Code that:
- A. The granting of the exceptions will not be detrimental to the public health, safety or welfare or materially injurious to properties or improvements in the area;
 - B. The benefit to the city derived from granting the exceptions is an appropriate mitigation when considered against the cost to the developer;
 - C. The project and mitigation will result in a public benefit to the downtown; and
 - D. The resultant project and mitigation are consistent with the General Plan and promote or accomplish objectives of the Downtown Design Plan.

CONDITIONS

11-D-03 and 11-UP-02—160 First Street

GENERAL

1. Project approval is based upon the plans received on December 2, 2011 except as modified by these conditions.
2. As a condition of the use permit, the grocery store operator shall be responsible for retrieving all shopping carts left in the First Street right-of-way and public parking plaza areas in a timely manner.
3. With Regard to improvements within the First Street right-of-way:
 - a. The applicant shall be responsible for the engineering and the installation of improvements within the public-right-of-way along the frontage of the subject property. Improvements include, but are not limited to, curb, gutter, sidewalk, landscaping and street trees. The improvements shall be consistent with the First Street Streetscape Improvement Plan and the design shall be approved by the City Engineer.
 - b. The applicant shall contribute to the City for the cost to install the following public improvements: 1) the mid-block crosswalk adjacent to Plaza 7, 2) the crosswalks and paving to complete the First Street and State Street intersection improvements, and 3) the storm drain improvements within the public right-of-way.
 - c. The applicant shall coordinate their construction schedule with the City for the purpose of excavation, street closure and installation of curb, gutter, sidewalk and pedestrian amenities within the First Street right-of-way.
4. Permits shall be obtained from the Engineering Division prior to any work done within the public right-of-way. The permits and the work shall be in accordance with plans to be approved by the City Engineer.
5. Improvements shall comply with the City of Los Altos Municipal Regional Stormwater (MRP) NPDES Permit No. CA S612008, Order R2-2009-0074 dated October 14, 2009. The improvement plans shall include the "Blueprint for a Clean Bay" plan sheet in all plan submittals.
6. The applicant shall contact electric, gas, communication and water utility companies regarding the installation of new utility services to the site.
7. All project improvements shall comply with Americans with Disabilities Act (ADA).
8. The applicant agrees to indemnify and hold City harmless from all costs and expenses, including attorney's fees, incurred by the City or held to be the liability of City in connection with City's defense of its actions in any proceeding brought in any State or Federal Court, challenging the City's action with respect to the applicant's project.

PRIOR TO SUBMITTAL OF BUILDING PERMIT

9. The applicant shall execute the Shared Parking Agreement as approved by the City Council on October 25, 2011. The form and content of the Shared Parking Agreement shall be reviewed and approved by the Community Development Director and the City Attorney.
10. Provide a master sign program that includes locations, sizes, materials, illumination and colors of all proposed signage.
11. The plans shall show that all exterior lighting on the building has shrouds and/or is directed downward to avoid impacts to the adjoining properties.
12. The applicant shall prepare a landscape and irrigation plan that includes the Foothill Expressway shoulder within the public right-of-way that fronts on the subject property. The landscaping along Foothill Expressway shall include trees and landscaping that are found in the City's list of approved plantings for Foothill Expressway. The plan shall meet the requirements of the State's Model Water Efficient Landscape Ordinance (AB 1881) and it shall be reviewed and approved by the Community Development Director.
13. The applicant shall submit a copy of the Notice of Intent to comply with the State Construction Storm Water General permit submitted to the State Water Resource Control Board. The State required Storm Water Pollution Prevention Plan (SWPPP) shall be prepared in accordance with the State of California's General Construction Permit. The applicant shall submit a copy of the filed SWPPP to the City Engineer prior to any demolition, grading or issuance of the building permit, which ever happens first.

PRIOR TO ISSUANCE OF BUILDING PERMIT

14. The applicant shall record a pedestrian use easement for the crosswalk and ADA ramps at the main driveway entrance in a form approved by the City Engineer and City Attorney. The plat and legal description of the pedestrian use easement shall be submitted for review by the City Land Surveyor. Applicant shall provide a sufficient fee retainer to cover the cost of the review of the pedestrian use easement.
15. The applicant shall submit the Storm Water Management Plan (SWMP) in accordance with the requirements provided by the City Engineer. The SWMP will show the entire requirement on how the design is in compliance with the MRP. The SWMP shall be reviewed and approved by a City approved third party consultant at the applicant's expense. The recommendations from the SWMP shall be shown on the building plans and approved by the third party consultant.
16. The applicant shall prepare and record a lot merger map for APNs 167-39-107, 167-39-108 and 167-39-135. Plats and legal descriptions of the lot merger shall be submitted for review and approval by the City Land Surveyor. The applicant shall provide a sufficient fee retainer to cover the cost of the lot merger application. The lot merger map shall show all necessary public utility easements and revise the access easement that benefits the properties at 400 Main Street and 230 First Street to reflect the revised driveway configuration.

17. The applicant shall pay a traffic impact fee in accordance with Chapter 3.48 of Los Altos Municipal Code.
18. The applicant shall pay all applicable sanitary sewer connection fees.
19. The applicant shall submit on-site grading, utility and drainage plans for approval by the City Engineer. The grading/drainage plans shall include, but not limited to, drain swales, drain inlets, rough pad elevations, building envelopes and elevations at property lines. Utility plans shall show the size of proposed sanitary sewer lateral for the new building. The location of all underground utilities in the public right-of-way shall be shown on the plans. The applicant shall verify that the city sewer and storm drain systems are adequately sized to handle the proposed flows.
20. The utility plans shall show a grease interceptor. A grease interceptor is required to be installed for each commercial grease-generating activity (LAMC 10.08.280(C)). The grease interceptor is required to be sized in conformance with the Uniform Plumbing Code (LAMC 10.08.280(D)).
21. The applicant shall contact Mission Trails Waste Systems and submit a solid waste disposal plan indicating the type and size of container proposed and the frequency of pick-up service subject to the approval of the Engineering Division. The applicant shall submit evidence that Mission Trails Waste Systems has reviewed and approved the size and location of the proposed new enclosure for recyclables.
22. The applicant shall submit plans to the County of Santa Clara for any proposed improvements within the County's right-of-way and provide approval of these improvements to the City.
23. The applicant shall submit a construction management plan for review and approval by the City Engineer. The plan shall include:
 - a. A traffic control plan and a pedestrian detouring plan that will be implemented during the construction phase of this project;
 - b. Detailed plans for any construction activities affecting the public right-of-way, including but not limited to excavation, material storage, earth retention, construction vehicle parking, traffic control, and safe pedestrian access; and
 - c. A truck routing and staging plan for the proposed excavation of the site.
 - d. Pay applicable fees before the transportation permit can be issued by the Traffic Engineer.

PRIOR TO FINAL INSPECTION

24. The applicant shall provide an acoustical analysis that all rooftop mechanical equipment to ensure that the project is in compliance with the City's General Plan and the Noise Control Regulations.
25. All landscaping and irrigation shall be installed. The applicant shall obtain an encroachment permit from County Roads and Airports prior to installation of landscaping and irrigation in the Foothill Expressway shoulder.

26. A one-year, ten percent maintenance bond shall be submitted upon acceptance of improvements in the public right-of-way.
27. The applicant shall remove and replace all sidewalks, curb and gutter adjacent to the site as directed by the City Engineer.
28. The applicant shall label all new or existing public and private catch basin inlets which are on and adjacent to the site with the "NO DUMPING - FLOWS TO BAY" logo as required by the City.
29. The applicant shall submit a recorded maintenance agreement for the storm water treatment methods installed in accordance with the Storm Water Management Plan (SWMP). The approved third party consultant shall certify that all storm water treatment systems were properly installed per the approved SWMP and Plans.

MITIGATION MONITORING AND REPORTING PROGRAM

30. **AIR MM 1:** The following mitigation measures shall be implemented during all phases of construction to prevent visible dust emissions from leaving the project site:
 - a. Water all active construction areas at least twice daily or as often as needed to control dust emissions.
 - b. Cover all trucks hauling soil, sand, and other loose materials and/or ensure that all trucks hauling such materials maintain at least two feet of freeboard.
 - c. Pave, apply water twice daily, or as often as necessary, to control dust, or apply non-toxic soil stabilizers on all unpaved access roads, parking areas and staging areas at construction sites.
 - d. Sweep daily, or as often as needed, with water sweepers all paved access roads, parking areas and staging areas at construction sites to control dust.
 - e. Sweep adjacent public streets daily, or as often as needed, to keep streets free of visible soil material.
 - f. Hydroseed or apply non-toxic soil stabilizers to inactive construction areas.
 - g. Enclose, cover, water twice daily or apply non-toxic soil binders to exposed stockpiles (dirt, sand, etc.).
 - h. Limit vehicle traffic speeds on unpaved roads to 15 mph.
 - i. Replant vegetation in disturbed areas as quickly as possible.
 - j. Install sandbags or other erosion control measures to prevent silt runoff to public roadways.
31. **BIO MM 1:** In compliance with the MBTA and the California Fish and Game Code, the proposed project shall implement the following measures to reduce or avoid construction-related impacts to nesting raptors and their nests:
 - a. If construction occurs during the non-breeding season (September – January), pre-construction surveys are not necessary for migratory birds, as they are expected to abandon their roosts during construction activities. If construction occurs during the breeding season (February – August), pre-construction surveys shall be completed by a qualified ornithologist to identify active nests that may be disturbed during project implementation. All potential nesting areas (trees, tall shrubs) shall be surveyed no more than 30 days prior to tree removal or pruning, if the activity will occur within the breeding season. If more than 30 days pass

- between the completion of the preconstruction survey and the initiation of construction activities, the preconstruction survey shall be completed again and repeated at 30-day intervals until construction activities are initiated.
- b. If an active nest is observed, tree removal and pruning shall be postponed until all the young have fledged. An exclusion zone appropriate to the bird species observed shall be established around the nest site, in consultation with the California Department of Fish and Game.
 - c. Active nests shall be monitored weekly until the young fledge. No construction activities, parking, staging, material storage, or other disturbance shall be allowed within the exclusion zones until the young have fledged from the nest.
32. **CR MM 1:** In the event of the discovery of unanticipated buried prehistoric or historic era cultural materials during project construction, work will halt within 30 feet of the discovery until it has been inspected by a qualified archaeologist. If it appears that additional construction related earthmoving will affect a potentially significant resource, the archaeologist shall submit a plan for the evaluation of the resource to the Los Altos Planning Department for approval. Evaluation normally takes the form of limited hand excavation of the suspected cultural deposit to determine if it contains information and/or materials that make it eligible for placement on the California Register of Historic Resources (CRHR). If it is determined that construction activity will impact an eligible resource, the City of Los Altos shall prepare a plan for mitigation of impacts to the resource before work is allowed to recommence in the zone designated as archaeologically sensitive. Mitigation can take the form of additional hand excavation coupled with limited hand excavation to ensure that significant archaeological materials and information are retrieved for analysis and report preparation as required by CEQA.
33. **CR MM 2:** If human remains are discovered during construction, construction activities that could disturb the remains and any associated artifacts would halt and the project sponsor will contact the local Coroner's Office and the Native American Heritage Commission (NAHC). The NAHC would then name a Most Likely Descendant (MLD) to advise the project sponsor on the manner of exposure and removal of burials and associated grave goods, and to help designate a place for the reburial of these materials.
34. **HYDRO MM 1:** The proposed project shall comply with the requirements of the MRP, as well as other local, state, and federal requirements. Specifically, the project shall comply with provision C.3 of the Municipal Regional Permit (MRP), which provides enhanced performance standards for the management of stormwater for new development.
35. **HYDRO MM 2:** The project will implement Best Management Practices (BMPs) for reducing the volume of runoff and pollution in runoff to the maximum extent practicable per MRP. These BMPs may include source control measures, site design elements, and post-construction treatment measures such as the following:
- a. Vegetated swales and flow-through areas;
 - b. Bioretention areas or basins;
 - c. Disconnected downspouts that are directed into landscape areas;
 - d. Minimization of impervious surfaces and increased use of permeable pavement;

- e. Location of all storm drain inlets to be stenciled with, "No Dumping! Flows to Bay" to discourage illegal dumping;
 - f. Location and design of trash enclosures (all shall be covered) and materials handling areas;
 - g. Use effective, site-specific erosion and sediment control methods during post-construction periods.
36. **HYDRO MM 3:** The proposed project shall comply with all City of Los Altos ordinances, policies, and processes regarding the post-construction treatment of stormwater runoff. Specifically, a Stormwater Management Plan (SWMP) will be developed prior to issuance of building permits for project construction, to ensure compliance with City of Los Altos and MRP requirements. The SWMP will meet the criteria for stormwater protection outlined in Chapters 10.16 of the Los Altos Municipal Code. The purpose of the SWMP is to:
- a. Identify the pollutants of concern
 - b. Identify the site constraints that could limit the types of BMPs and site design measures that can be implemented
 - c. Incorporate site design measures to minimize imperviousness and redirect runoff from impervious surfaces to less pervious surfaces.
 - d. Select BMPs (both source and treatment control measures) for those impervious areas that cannot be served by site design measures.
37. **HYDRO MM 4:** The proposed project will file a Notice of Intent (NOI) with the State Water Resources Control Board (SWRCB) and prepare a Storm Water Pollution Prevention Plan (SWPPP) prior to commencement of construction. The project's SWPPP shall include measures for:
- a. Soil stabilization,
 - b. Sediment control,
 - c. Sediment tracking control,
 - d. Wind erosion control, and
 - e. Non-storm water management and waste management and disposal control.
38. **HYDRO MM 5:** BMPs shall be implemented for reducing the volume of runoff and pollution in runoff to the maximum extent practicable during site excavation, grading, and construction. All measures shall be included in the project's SWPPP and printed on all construction documents, contracts, and project plans.
- a. Restrict grading to the dry season or meet City requirements for grading during the rainy season.
 - b. Use effective, site-specific erosion and sediment control methods during the construction periods. Provide temporary cover of all disturbed surfaces to help control erosion during construction. Provide permanent cover as soon as is practical to stabilize the disturbed surfaces after construction has been completed.
 - c. Cover soil, equipment, and supplies that could contribute non-visible pollution prior to rainfall events or perform monitoring of runoff. Cover stockpiles with secure plastic sheeting or tarp.
 - d. Implement regular maintenance activities such as sweeping driveways between the construction area and public streets. Clean sediments from streets, driveways, and paved areas on-site using dry sweeping methods. Designate a concrete truck washdown area.

- e. Dispose of all wastes properly and keep site clear of trash and litter. Clean up leaks, drips, and other spills immediately so that they do not contact stormwater.
- f. Place fiber rolls or silt fences around the perimeter of the site. Protect existing storm and sewer inlets in the project area from sedimentation with filter fabric and sand or gravel bags.