

City of Brisbane

Agenda Report

TO: Honorable Mayor and City Council

FROM: Community Development Director via City Manager

SUBJECT: **Baylands Development Program and Environmental Review Overview
(Cases GP-01-06/GP-02-10/SP-01-06)**

DATE: Meeting of September 29, 2016

Purpose:

The City Council's forthcoming review of the Baylands Development Program is the culmination of a decade-long planning effort involving the preparation of volumes of technical documents, studies and reports, numerous community meetings and workshops, dozens of public meetings and hearings, a community survey, and extensive written and verbal comments from members of the community and the public at large. The record of the public process can be found at <http://www.brisbaneca.org/baylands-information>, and is on file with the City of Brisbane.

The Planning Commission's recent evaluation of the Baylands Development Program, conducted during an 11-month public review process including extensive public hearings and deliberations meetings, culminated on August 25, 2016, at which time the Commission adopted a recommendation to the City Council as required by State Planning and Zoning Law and the Brisbane Municipal Code. The specifics of the Planning Commission's recommendation are discussed later in this report, and the resolution adopting the recommendation is provided as Attachment C.

The purpose of tonight's workshop is not to revisit or comprehensively summarize the process to date, but to provide background and context for the forthcoming City Council public hearings on the Baylands. The public hearings (see Attachment A for full schedule) will be organized around specific topics. A separate staff report including relevant topical information and a discussion of important planning and/or environmental issues raised during the Planning Commission process will be provided for each public hearing to help inform the policy choices and land use decisions that the City Council will be considering.

Background:

Tonight's workshop will:

- Provide a brief overview of the planning process to date;
- Briefly address key planning and CEQA concepts relevant to the City Council's review process for the Baylands Development Program;

- Provide a synopsis of the various components that together comprise the proposed Baylands Development Program;
- Summarize the development applications proposed by Universal Paragon Corporation (UPC or applicant), including the *Brisbane Baylands Specific Plan* (Specific Plan);
- Provide a synopsis of the Planning Commission's recommendations;
- Provide an overview of the Final EIR;
- Summarize the Baylands Sustainability Framework;
- Discuss Potential Decisionmaking Outcomes by the City Council

PROCESS OVERVIEW:

The adopted 1994 Brisbane General Plan (General Plan) defines procedural requirements for any future development within the Baylands. The General Plan requires that a specific plan be prepared and adopted prior to any development within the Baylands. A specific plan is a step below the general plan in the land use policy and approval hierarchy, and is used to systematically implement the general plan in particular geographic areas. State law requires a specific plan to (1) specify the distribution, location and extent of land uses; (2) major components of public and private transportation, sewage, water, drainage, solid waste disposal, energy and other essential facilities located in the plan area and needed to support the plan's land uses; (3) standards and criteria by which development will proceed; and (4) a program of implementation measures, including regulations, programs, public works projects and financing measures necessary to carry out the specific plan's components.

Another procedural requirement established in the General Plan, which is unique to the Baylands subarea, is the requirement for a concept plan to be prepared for the whole of the Baylands prior to or in conjunction with the first Baylands specific plan. General Plan Policy 329 requires the Concept Plan to include:

1. An overall conceptual plan, illustrative in nature, showing uses and locations by means of bubble and schematic diagrams with accompanying text;
2. A general description of conceptual uses, densities, intensities, and locations consistent with the adopted General Plan; and
3. A listing of responsible state, federal, or local agencies that have jurisdiction over the development of the site in the manner contemplated by the Concept Plan and a description of the studies to be concluded and the issues to be resolved with such agencies.

In 2005, UPC, the property owner and project sponsor, filed a concept plan with the City for the entire Baylands site and a specific plan application covering the easterly portion of the site (easterly of the Caltrain rail line). The City then commenced preparation of an environmental impact report (EIR) pursuant to the California Environmental Quality Act (CEQA). The City Council determined that a community alternative to UPC's proposal should be studied in the EIR, at the same level of detail as UPC's plan. UPC subsequently revised its concept plan and filed a revised specific plan in 2011 encompassing the entire site, and EIR preparation

commenced based on the updated project description. The Draft EIR was published in June 2013, followed by the Final EIR in June 2015. The Planning Commission commenced its hearings on the Baylands Development Program and Final EIR in September 2015, culminating in its final recommendation to the City Council on August 25, 2016.

In addition to the EIR, several other City efforts and studies have been undertaken over the years to facilitate the Baylands planning process. These included a City-wide survey to gauge community attitudes toward potential future Baylands development, the preparation of a Sustainability Framework for the Baylands, and the preparation of a fiscal impact study to evaluate the potential fiscal impacts of Baylands development on the City of Brisbane.

Key Planning/Environmental Concepts:

As the City Council begins the public hearing process, it is critical to understand what constitutes the “Baylands Development Program” for purposes of the City Council’s review. The “Baylands Development Program” is not a discrete final plan or singular planning approval. Rather, the Baylands Development Program now under review consists of multiple components and planning approvals as described below. Additionally, not all of the components that will ultimately be required to implement the Baylands Development Program are under consideration by the City Council at the present time. Some of the future components will require a higher level of design detail and will be subject to separate City review when formal applications are made in the future. Other required components are subject to regulatory review by outside agencies such as the California Department of Toxic Substances Control (DTSC) and the Regional Water Quality Control Board (RWQCB), not discretionary review by the City of Brisbane.

It is also important to recognize that the “Baylands Project” analyzed in the EIR is defined more broadly than just the components now under review by the City Council. Under CEQA, an EIR is required to broadly define a development activity (or “project” in CEQA terminology) to ensure that the EIR evaluates the “whole of an action” that has the potential, directly or indirectly, to result in a physical change to the environment. This includes all phases that are reasonably foreseeable, and all related activities that are directly linked to the “project,” whether or not formal actions for such future phases have been requested. **All of the components now under consideration by the City Council were evaluated in the EIR.** However, some of the components analyzed in the EIR include actions and activities that are outside the regulatory authority or physical jurisdiction of the City of Brisbane, or will require separate City review at a later time. Note that the Planning Commission in its deliberations and recommendation addressed all of the project components identified below as “now under consideration by the City Council.”

Project Components Now Under Consideration by the City Council and Analyzed in the EIR

The Project components now under consideration by the City Council include:

- **A Concept Plan** for the development of the Baylands, as required by the Brisbane General Plan prior to development within the Baylands. Four Concept Plans are evaluated in the EIR at an equal level of detail:
 - ***Developer-Sponsored Plan (DSP)***. The DSP scenario was proposed by Universal Paragon Corporation (UPC) in the February 2011 *Draft Brisbane Baylands Specific Plan (Specific Plan)*. The DSP includes only the 684-acre portion of the Baylands within the Brisbane City limits and excludes the 44.2-acre Recology site and adjacent road rights-of-way. The DSP proposes

approximately 7 million square feet of office/ retail /industrial/ institutional uses, 4,434 residential units, approximately 169.7 acres of “open space/open area,” and approximately 135.6 acres of “lagoon” area. Total new development under the DSP would be approximately 12.1 million square feet.

- ***Developer-Sponsored Plan – Entertainment Variant (DSP-V).*** The DSP-V scenario is also proposed by UPC in the Specific Plan. The DSP-V encompasses the same 684-acre area as the DSP. It is similar to the DSP in its development intensity and land use pattern, but replaces the retail and office/research and development (R&D) uses proposed under the DSP in the northeast portion of the Project Site with entertainment-oriented uses, including a 17,000- to 20,000-seat sports arena, a 5,500-seat concert theater, a multiple-screen cinema, and more conference/exhibition space and hotel rooms than are proposed under the DSP. New development under the DSP-V also includes 4,434 residential units, and would total approximately 12.0 million square feet.
- ***Community Proposed Plan (CPP).*** The CPP scenario was developed through extensive community input and designated for study in the EIR by the Brisbane City Council in 2010. The CPP provides for approximately 7.7 million square feet of new office, industrial, commercial, and institutional uses, along with approximately 330 acres of open space/open area and the 135.6-acre lagoon. In addition to the 684-acre area included in the DSP, the CPP includes the 44.2-acre Recology site, and adjacent roadway rights-of-way for a total area of 733 acres. The CPP does not include residential development.
- ***Community Proposed Plan – Recology Expansion Variant (CPP-V).*** The CPP-V scenario encompasses the same 733-acre area as the CPP scenario, and differs from the CPP in that it proposes expansion of the existing Recology facility in the northeast portion of the Brisbane Baylands. Under the CPP-V scenario, Recology would expand southward from its current boundary, replacing hotel and R&D uses proposed under the CPP. The existing 44.2-acre Recology site would expand by 21.3 acres to a total of 65.5 acres, consolidating existing offsite recycling and corporation yard facilities into one location within the Baylands. Total new development under the CPP-V scenario would be approximately 8.1 million square feet.
- Other alternatives (including the Renewable Energy Generation alternative) were evaluated in the EIR, although not at the same level of detail as the Concept Plans described above. Any of these alternatives could serve as the basis for a concept plan.
 - Amendments to the Brisbane General Plan as needed to ensure consistency of the Concept Plans with the provisions of the General Plan.
 - A Specific Plan submitted to the City by UPC detailing development for the two “Developer-Sponsored Plan” Concept Plans.

Project Components Analyzed in the EIR Which Will Be Subject to Subsequent City Review and Separate Approval at a Later Time

As was discussed above, the EIR analyzed several project components which the City Council will not be taking action on at this point in the planning process. These components would be subject to subsequent City review and would be greatly influenced by the City Council’s final decision on the components now under review. These future components include:

- A water supply agreement to ensure adequate water supply for the Baylands and City of Brisbane, which will be required to implement any development scenario.
- Proposed expansion of the existing Recology facility, which is included in the CPP-V Concept Plan scenario only.
- Relocation of existing lumberyards to a different location within the Baylands, which can be accommodated under any development scenario.
- Construction and operation of an onsite recycled water plant, which would provide tertiary treatment of wastewater for recycled water re-use within the Project Site, which is proposed under each of the four Concept Plan scenarios.

Project Components Analyzed in the EIR that are under the Regulatory Authority of Outside Agencies

As noted previously, the EIR also addressed components that are outside the regulatory authority of the City of Brisbane. Most notably is the remediation of hazardous materials contamination within the former railyard and closure of landfill area of the Project Site, which will be required under any development scenario and is subject to the regulatory authority of the Regional Water Quality Control Board and Department of Toxic Substances Control (DTSC).

UPC’s Proposed Brisbane Baylands Specific Plan

The proposed Specific Plan submitted by UPC in 2011 includes the applicant’s proposed development plan for the 684-acre portion of the Baylands (excluding the existing 44.2-acre Recology site and adjacent roadway rights-of-way), including goals, policies, and development standards and plans to guide future development actions.

The Specific Plan includes two Concept Plan scenarios offering the applicant’s vision for Baylands development, referred to as the “Developer-Sponsored Plan” (DSP) and the “Developer-Sponsored Plan – Entertainment Variant” (DSP-V). As noted previously, the DSP scenario proposes approximately 7 million square feet of office, retail, industrial, and institutional uses; 4,434 residential units; approximately 169.7 acres of “open space/open area;” and approximately 135.6 acres of “lagoon” area. The DSP-V scenario differs from the DSP scenario by replacing the retail and office/research and development (R&D) uses proposed under the DSP in the northeast portion of the Project Site with entertainment-oriented uses, including a 17,000- to 20,000-seat sports arena, a 5,500-seat concert theater, a multiple-screen cinema, and more conference/exhibition space and hotel rooms than are proposed under the DSP. Total new development under the DSP would be approximately 12.1 million square feet.

An executive summary of UPC’s Specific Plan is provided for reference purposes as Attachment B. In summary the Plan is comprised of the following elements.

- **Sustainability Framework:** describes the applicant’s proposed approach to sustainability, including concepts for compact development, transit accessibility, ecology and open space, alternative energy strategies, green building, and other sustainable infrastructure elements.
- **Overall Land Use Concept:** describes the overall land use and development concept, including land use goals, policies, and regulations. The proposed development program including the types and intensities of land use; form and pattern of new development;

community design principles; and goals, development standards, and design guidelines for development are also described.

- **Conservation & Open Space:** describes the proposed open space system, including conservation of environmental resources, urban parks, and recreational space. Open space recommendations are linked to elements of other sections, including landscaped areas, stormwater management, and overall energy conservation.
- **Circulation:** describes the proposed circulation network and identifies design standards for access and movement of pedestrians, bicyclists, transit, and vehicles, including connections to highways and transit, improvements to existing facilities, and development of new facilities.
- **Utilities and Services:** describes proposed infrastructure and service improvements to provide sewer, water, storm drainage, and other utilities and services to the Baylands.
- **Implementation:** describes steps to be taken to implement the Specific Plan, including proposed development approval procedures and capital improvements.
- **Public Facilities Financing:** identifies public improvement costs and potential sources of funding and cost sharing.

UPC's Specific Plan would serve as zoning for the 684-acre specific plan area and, as such, contains permitted use regulations, development standards, design guidelines, and development review procedures that are proposed to replace existing Brisbane zoning requirements for the Baylands.

The applicant has further applied for a General Plan amendment to ensure consistency between its proposed Specific Plan and the General Plan. Most notably this request involves eliminating the current General Plan's prohibition on housing within the Baylands subarea.

Planning Commission Recommendation

Following a series of public hearings focusing on specific environmental issues affecting Baylands development that were identified and analyzed in the Final EIR, as well as presentations by the applicant and several community organizations, the Planning Commission's deliberations process focused on proactively identifying development principles for the Baylands. This was followed by a discussion regarding the distribution, types, and intensity of land use the Commission felt was most appropriate to reflect these principles. The Commission then evaluated the applicant's proposal in the context of the Commission's preferred land use program for the site.

Specifically, the Commission's deliberations addressed:

- Basic principles for development of the Baylands that would apply regardless of the development concept ultimately selected for the Baylands;
- Identification of key environmental and land use features that broadly define the most appropriate locations for new uses and development within the Baylands. As part of this effort, it was determined that each of the four development scenarios and the Renewable Energy Generation Alternative were based on the same basic key features and development planning areas, as is the Planning Commission's recommendation;

- Appropriate types of land use within the Baylands, utilizing the areas defined in the step above as suitable for new future development;
- Appropriate intensity of development within the Baylands; and
- Other land use, infrastructure, and environmental policies;

The Planning Commission's recommendation for the Baylands is set forth in Resolution GP-01-06/GP-02-10/SP-01-06 (Attachment C). In summary, the Planning Commission recommended denial of the applicant's proposed General Plan Amendment and Specific Plan. The Planning Commission further recommended approval of a land use concept for the Baylands site which retains the existing General Plan prohibition on housing, allows for up to 2 million square feet of new non-residential development on the Baylands, and makes provision for an approximately 85 acre utility-scale renewable energy generation facility. The recommended land use concept, including recommended distribution of land uses and supporting narrative is set forth in Exhibit 1 of Attachment C. The Planning Commission also recommended a number of changes to the text of the General Plan as outlined in Section 2 of Attachment C.

Final EIR Overview

In conformance with CEQA and the CEQA Guidelines, the Brisbane Baylands Final EIR provides detailed information regarding the environmental consequences of proposed development of the Baylands. The Final EIR also proposes feasible mitigation measures to minimize significant environmental effects and identifies a reasonable range of potentially feasible development alternatives intended to reduce or avoid significant environmental impacts while meeting basic project objectives. The Final EIR must be certified by the City Council before it takes any discretionary action regarding any of the components of the proposed Baylands Development Program.

Pursuant to *CEQA Guidelines*, Section 15132, the Brisbane Baylands Final EIR consists of:

- (a) The Draft EIR and proposed revisions to the Draft EIR.** The Draft EIR was completed in June 2013, and was distributed for public review from June 11, 2013, through January 24, 2014. Chapter 3 of the Final EIR identifies revisions to the Draft EIR proposed in response to public and agency comments.
- (b) Comments and recommendations received on the Draft EIR.** A total of 54 comment letters were received during the public review period, providing approximately 2,200 individual comments. In addition, three public hearings were held in October 2013, at which time seven speakers provided 79 comments on the Draft EIR. The entirety of each comment letter is provided in the Final EIR, along with verbatim transcripts of the October 2013 hearings.
- (c) A list of persons, organizations, and public agencies commenting on the Draft EIR.** The Final EIR provides a list of agencies receiving the Draft EIR and/or a Notice of Completion for the Draft EIR. The Final EIR also identifies each of the State agencies, regional agencies, special districts, municipalities, and individuals providing comments on the Draft EIR.
- (d) The responses of the lead agency to significant environmental points raised in the review and consultation process.** The Final EIR provides written responses to each of the comments received on the Draft EIR. These responses are provided in the form of:

- “Master Responses,” which provide comprehensive discussions of a “theme” of similar comments that were raised in multiple comments or by multiple entities;
- “Individual Responses,” which address a specific comment raised by a specific commenter; or
- A reference to a master response or another individual response.

Significant Environmental Effects

The EIR identified significant unavoidable environmental impacts in the following resource areas: aesthetics and visual resources; greenhouse gas emissions; noise and vibration; population and housing; traffic and circulation; and utilities, service systems, and water supply.

The EIR has also identified additional significant environmental impacts that would be reduced to less than significant with mitigation in the following resource areas: aesthetics and visual resources; air quality; biological resources; cultural resources; geology, soils, and seismicity; hazards and hazardous materials; surface water hydrology and water quality; land use and planning policy; noise and vibration; public services, recreational resources; traffic and circulation; utilities, service systems, and water supply; and energy resources.

EIR Alternatives

Consistent with CEQA Guidelines Section 15126.6, the EIR describes a reasonable range of alternatives to proposed Baylands development that would feasibly attain most of its basic objectives while reducing or avoiding its significant effects. Alternatives analyzed in the EIR include the following:

- No Project Alternatives
 - *No Project – No Build.* This alternative assumes that no Concept Plan, Specific Plan, or site-specific development of the Project Site would be approved; site remediation would not occur; no water supply agreement would be approved; and there would be no further development on the Baylands.
 - *No Project – General Plan Buildout.* This alternative assumes that none of the proposed Concept Plan scenarios would be selected. In addition, the Brisbane Baylands Specific Plan, as well as site-specific development projects, would not be approved, and buildout of the Project Site would occur pursuant to the existing adopted provisions of the Brisbane 1994 General Plan. Thus, this alternative assumes that a Concept Plan would be prepared and one or more Specific Plan(s) would be prepared and approved consistent with the existing General Plan land use designations for the Project Site, which are *Planned Development-Trade Commercial, Marsh/Lagoon/Bayfront, and Heavy Industrial*. This alternative also assumes that site remediation would be undertaken, and that the currently proposed water supply agreement would be approved but with a lesser amount of water. Since Baylands development would far less intense than any of the four development scenarios, the onsite recycled water plant is not part of this alternative.
- Other Alternatives to Reduce or Eliminate Significant Project Impacts

- *Renewable Energy Generation Alternative.* Land uses under this alternative consist of alternative energy uses including a combination of small vertical-axis wind turbines, wind turbines placed within development, and photovoltaic solar panels; research and development facilities; and retail/entertainment uses. Other uses would include relocated industrial uses. This alternative also assumes that site remediation would be undertaken and that imported water supply would be approved to support development, but at a lesser amount than currently proposed. Since Baylands development would be far less intense than any of the four development scenarios, the onsite recycled water plant is not part of this alternative.
- *Reduced Intensity Non-Residential Alternative.* This alternative incorporates a mix of commercial, office, business park, and institutional uses at a reduced level of development from that proposed by the CPP-V Concept Plan scenario, including the full proposed Recology expansion from the CPP-V scenario. This alternative also assumes that site remediation would be undertaken, that imported water supply would be approved to support development, and that an onsite water reclamation facility would be developed.
- *Reduced Intensity Mixed Use Alternative.* This alternative incorporates a mix of uses similar to the DSP scenario, but at a reduced level of development from that proposed by the DSP. This alternative also assumes that site remediation would be undertaken, that imported water supply would be approved to support development, and that an onsite water reclamation facility would be developed.

The CEQA Guidelines state that if the no project alternative is the environmentally superior alternative, the EIR must also identify “an environmentally superior alternative” from among the other alternatives. (CEQA Guidelines Section 15126.6(e)(2).) In the case of the Baylands, the No Project-General Plan Buildout would be the environmentally superior alternative since it would reduce or avoid many of the significant effects of proposed development, provide for site remediation, identify a firm water supply to support Baylands development as well as 400 acre-feet of firm supply to facilitate citywide buildout of the General Plan, and meet most of the basic project objectives identified in the EIR.

Of the other alternatives evaluated in the EIR, the Renewable Energy Generation Alternative would be the environmentally superior alternative since it involves minimal impacts compared to other alternatives, avoids the significant air quality, GHG (CPP and CPP-V scenarios only), population and housing, and public services effects of Project development scenarios.

The Planning Commission recommended certification of the Final EIR as it pertains to its land use recommendations for the Baylands. The Planning Commission recommendations regarding EIR certification are set forth in full in in Section 3 of Attachment C.

City Council Actions Regarding CEQA

Pursuant to CEQA, the City may not approve (with or without modifications) the Baylands Development Program or any Program component unless it certifies the Final EIR as meeting the requirements of CEQA. To certify the EIR, the City Council would need to adopt the findings set forth in CEQA Guidelines § 15090(a) that the EIR:

- Has been completed in compliance with CEQA;

- Was presented to the decision-making body of the lead agency (the Brisbane City Council), which reviewed and considered the information in the Final EIR before approving or approving with modifications any component of the project; and
- Reflects the lead agency's independent judgment and analysis.

The City Council would further need to make written findings to the effect that either:

- The project as approved will not have a significant effect on the environment; or
- The City as lead agency has (1) eliminated or substantially lessened all significant effects on the environment where feasible, and (2) determined that any remaining significant effects on the environment found to be unavoidable are acceptable due to overriding concerns, i.e., when the specific economic, legal, social, technological or other benefits, including region-wide or statewide benefits, of the project outweigh the unavoidable adverse environmental effects (a Statement of Overriding Considerations).

At the conclusion of the City Council public hearing process, staff and City legal counsel will prepare the appropriate CEQA findings and resolution for the action the City Council chooses to take, including the CEQA-required mitigation monitoring and reporting program (MMRP) to ensure that all mitigation measures are implemented. For each mitigation measure, the MMRP identifies the significant environmental impact being mitigated, identifies both the specific entity responsible for implementing the measure and the entity responsible for enforcing such implementation, describes when and how often implementation of mitigation measures will be monitored, and indicates the specific actions that define completion of the required mitigation measures.

Sustainability Framework for the Brisbane Baylands

As part of its recommendation for Baylands development, the Planning Commission recommended that the Sustainability Framework for the Baylands be integrated into the General Plan as appropriate. The October 2015 Sustainability Framework for the Baylands represents a substantial effort by the City Council to define and implement sustainable development of the Brisbane Baylands. The principles, key performance indicators, and implementation strategies are described in the Framework as being “aspirational,” rather than a “contract for specific results.” The Sustainability Framework is “meant to inform the negotiation of binding criteria between the City and the Developer in a Development Agreement,” and is intended to “continually evolve over the course of the Baylands project to reflect new information, new funding mechanisms, new policies and technologies, and improvements to the project design.”

The Framework adapts the principles of the One Planet Communities program to the Baylands. The key principles set forth in the Sustainability Framework address:

- Zero Carbon Buildings
- Zero Waste
- Sustainable Transportation -- Using low carbon modes of transport
- Local and Sustainable Materials
- Local and Sustainable Food

- Sustainable Water – Efficient use, addressing local flooding, wetlands, and stormwater pollution
- Open Space & Habitat -- Protect and restore biodiversity & natural habitats
- Culture and Heritage
- Economic Vitality with Equity and Ecology -- Ecologically-based economies that support equity and inclusive communities
- Health, Safety and Happiness – Promoting promote good health and well-being

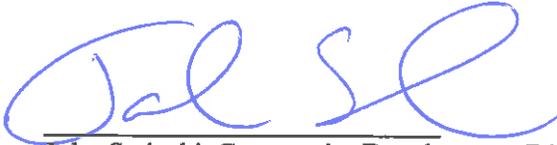
Potential City Council Actions

The City Council has wide range of options at its discretion when making a decision on the Baylands Development Program. While there are multiple variations of what the City Council may choose to do, the options fall broadly into the general categories described below. The purpose of this discussion is to ensure the City Council is aware of the general range of its potential options as it proceeds with public hearings on the Baylands.

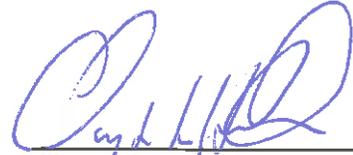
- **Denial.** The City Council could deny UPC’s proposed General Plan Amendment and Specific Plan without selecting any development scenario or recommending any specific language to provide revised or more detailed General Plan land use guidance for the Baylands. Under this scenario the General Plan would remain unchanged. This action could be taken without certification of the Final EIR.
- **Approval of the Applicant’s Proposal.** The City Council could approve UPC’s proposed General Plan Amendment and Specific Plan. This action would require certification of the Final EIR.
- **Approval of Planning Commission Recommendation.** The City Council could approve the Planning Commission’s recommendation (in full or part). This action would require certification of the Final EIR.
- **Approval of Other Concept Plans.** The City Council could approve any of the concept plan or alternatives evaluated in the Final EIR, or the City Council could approve a hybrid plan incorporating elements from two or more concept plans and/or alternatives already identified, including the Planning Commission recommended plan. This action would require certification of the Final EIR.
- **Direct Preparation of a New Concept Plan.** The City Council could direct that a new concept plan be prepared incorporating components outside the scope of what was included in any of the concept plans and/or alternatives already addressed in the Final EIR. By including components not already studied in the Final EIR, new environmental review would be required for such a concept plan.

Attachments:

- A. City Council Baylands Hearing Schedule
- B. Brisbane Baylands Specific Plan Executive Summary
- C. Planning Commission Resolution GP-01-06/GP-02-10/SP-01-06 (including recommended land use concept)



John Swiecki, Community Development Director



Clay Holstine, City Manager

COUNCIL BAYLANDS REVIEW SCHEDULE**September 1, 2016**

Tentative Hearing Date	Issues to be Addressed
September 29, 2016	Overview of Review Process Overview of Proposed Baylands Development: <ul style="list-style-type: none"> • Developer's application • Project components • Environmental Impact Report • Sustainability Framework • Commission Recommendation
November 17, 2016	Site Remediation and Title 27 Landfill Closure and Related Policy Issues
December 15, 2016	Traffic, Noise, Air Quality, GHG Emissions and Related Policy Issues
January 19, 2017	Water Supply, Public Services and Facilities and Related Policy Issues
February 16, 2017	Other Environmental Issues and Related Policy Implications
March 16, 2017	Economics: Development Feasibility, Municipal Cost-Revenue and Related Policy Implications
April (date TBD), 2017	Land Use and Planning Issues and Related Policy Implications
May 18, 2017	Applicant and Community Presentations
TBD	City Council deliberations

* VISION & EXECUTIVE SUMMARY

PROJECT OVERVIEW

The Baylands, comprising the 684-acre Planning Area¹ of this Brisbane Baylands Specific Plan, is one of the largest undeveloped locations on the west San Francisco Bay Peninsula. The Baylands, most of which were formerly used for industrial and landfill purposes, is well-positioned with expansive San Francisco Bay views and high visibility, as well as proximity to mass transit and highway access, yet has not been previously developed and has up to now remained underutilized due to challenges posed by contamination issues as well as a lack of a coordinated vision. At present, the Baylands is strategically positioned to capitalize on its location at the juncture of world-class research, investment and employment centers in Silicon Valley, San Francisco and the East Bay.

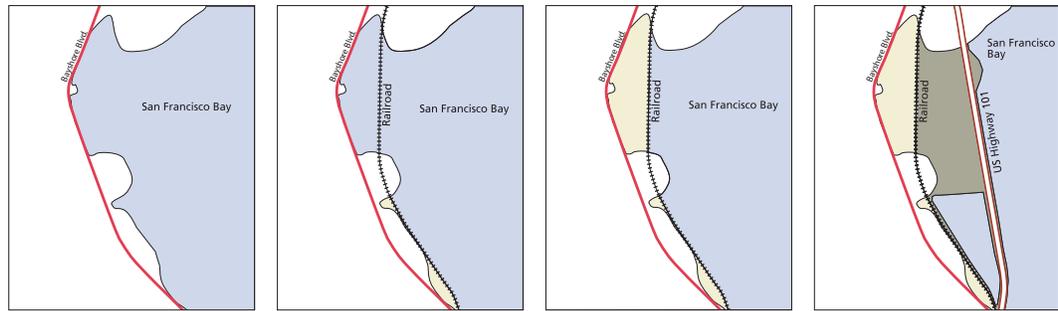
The plan balances pedestrian-oriented development and economic regeneration with a strong public open space system. (View of the R&D campus district looking south towards Oyster Point)



¹ Acreage was derived from the ALTA/ACSM Land Title Survey prepared by David Evans and Associates, Inc., October 2000; Sunquest Properties (Universal Paragon) Parcel survey prepared by Brian Kangas Foulk, September 1989; and the LUK 2006 ALTA for the Lagoon subarea.

Originally part of San Francisco Bay, the Planning Area was once part of an estuarine ecosystem in which upland drainage flowed into nutrient-rich marshes, tidal mud flats, and open Bay waters. The advent of the railroad in the early 1900s, combined with the 1906 earthquake, began a process of filling the Bay that eventually moved the shoreline as much as three quarters of a mile eastward and created the upland area now called the Baylands. Since then, the Baylands have been used as a regional railway and freight hub, a municipal landfill, and a site for materials recycling – all uses that ignored the important ecological character of the land and left Brisbane with an underutilized and partially contaminated site and a visual and physical blight in the community for over four decades.

Historical progression of the shoreline (left to right): pre-rail, rail, railyards, and U.S. 101 and sanitary landfill



This Specific Plan offers a vision for reclaiming this land as a part of Brisbane that contributes to the economic, social, and environmental well-being of the community and re-establishes a connection and appreciation for the natural environment. The present Specific Plan is the culmination of a multi-year effort to bring about this evolving vision. It includes a comprehensive plan, inspired by the community’s visions, for the entirety of the 684-acre area, including goals, policies, and development standards to guide future public and private actions related to development. This includes a balanced land use program, the creation of a public open space network, and the re-establishment of ecological functions. The Specific Plan also identifies necessary infrastructure and circulation improvements to accommodate the proposed growth and a strategy for ensuring coordinated implementation. The resulting plan was developed through extensive community involvement and collaboration with key stakeholders over several years.

Most important, the plan defines a new model for community development which combines socially, economically and ecologically sustainable strategies into a compact, mixed-use, transit-friendly environment that features an ecologically-rich open space network, and is served by a low-impact infrastructure system which seeks to minimize carbon production.

This Specific Plan is a revision of the 2006 Brisbane Baylands Phase I Specific Plan and supersedes that document.

COMPONENTS OF THE PLAN

The Brisbane Baylands Specific Plan accomplishes this vision through the elements of a specific plan, detailed below. These elements are linked by the overarching framework plan, which sets forth the goals for sustainability, and guides the land use, circulation and infrastructure elements that complete the physical development. Finally, implementation and financing are addressed to ensure that the plan is legally sound and economically feasible and will be phased in a manner appropriate for market flexibility and regional economic needs. The following elements are included in the detailed chapters that follow:

- Sustainability Framework Plan
- Overall Land Use Concept
- Conservation & Open Space
- Circulation
- Utilities & Services
- Implementation
- Public Facilities Financing



The plan combines socially, environmentally and ecologically sustainable strategies into a compact, mixed-use, transit-friendly environment. (View of Neighborhood Retail Street in northern residential districts)

The Specific Plan is designed to implement and advance the goals and policies set forth in the Brisbane General Plan. This includes a mix of local- and regional-serving commercial development that is balanced with parks and open space² to provide balanced economic, recreational, and aesthetic benefits to the community. A key departure from the General Plan is the inclusion of housing in this Specific Plan. The rationale and benefits of providing housing, including serving a key regional need in this transit-rich area with excellent access to regional job centers, are discussed in detail in this document. An accompanying General Plan Amendment formally requesting this proposed change is being processed with this Specific Plan.

Sustainability Framework Plan

The Sustainability Framework (detailed in Chapter 3) establishes the conceptual framework for the Baylands area, emphasizing an integrated approach to sustainable development, including open space, ecological enhancements, sustainable development standards, a multi-modal circulation network, land use mix, and sustainable infrastructure including alternative energy strategies, low-impact development (LID) standards and natural wastewater treatment.

The Sustainability Framework reflects the City’s policy objectives for the Baylands and the greater community as expressed in the General Plan. It establishes a multi-functional open space system that protects and enhances the area’s natural resources, serves the recreational needs of the greater Brisbane community, and provides a “green” framework for future development. A primary goal of the open space system is to re-establish, where



The plan seeks to recreate ecological function by means of an extensive system of ecologically-rich open space. (View of wildlife refuge looking south with Ice House Hill on the right)

² Here and throughout most of the text, “open space” is used in its more general and commonly recognized sense: land that is not covered by structures, roads or parking areas and that provides some measure of either physical or visual openness. In certain instances, “open space” is used in its more technical sense as defined in the Brisbane General Plan; refer to *Appendix D, Glossary* for more information regarding this distinction.

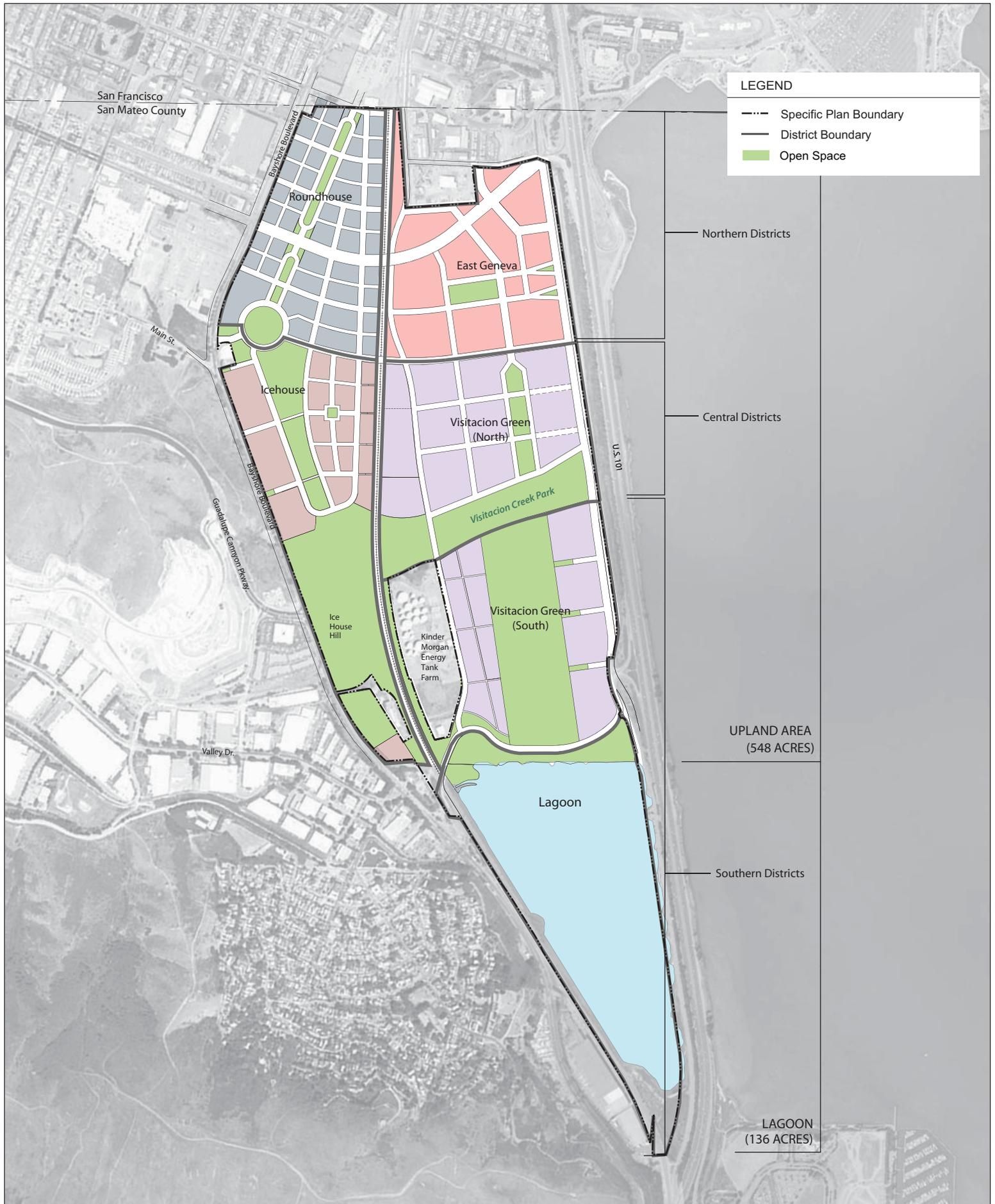
possible, an ecologically productive environment largely lost in the Baylands since the early twentieth century. The Sustainability Framework also establishes key fixed alignments that will define and organize future development in the Baylands. The open space network and the circulation system for pedestrians, bicycles, transit, and automobiles for the Baylands are defined based on these alignments.

As noted, the land west of the Caltrain tracks occupies a former Southern Pacific railyard while the land east of tracks occupies a former municipal landfill site. Since these landfilling operations were ceased in 1967, a soil cover of between 20 and 30 feet deep has been placed over the eastern site. The remediation strategy proposed for the west side is also to use a soil cap which could vary in depth to achieve other drainage and design goals. The plan includes a grading concept that benefits from the abundance of fill materials available on the site. The concept is intended to highlight the importance of Visitacion Creek Park by forming a broad valley with adjacent lands rising gently from the creek corridor. Along the north end of the Lagoon, a ridge landform is proposed that will screen development from Lagoon Park and Central Brisbane. Also, by filling the development parcels on either side of the Caltrain tracks, the rail line can effectively be recessed to reduce its visual and auditory impact to the Baylands and surrounding neighborhoods.

Finally, the plan provides the masterplan for the various utilities and services that are necessary to accommodate future development in the Baylands, including storm drainage, water, sanitary sewer, electricity, gas, telephone, and cable television. The goal of the masterplan is to create a sustainable network of utilities and services, particularly with respect to stormwater management, renewable energy and wastewater treatment. The stormwater system proposed in the plan focuses on natural methods, including bioswales and an open drainage system combined with wetlands and riparian habitat to improve water quality on the site before it flows into the San Francisco Bay.

Overall Land Use Concept

This Specific Plan addresses the 684-acre Baylands area, which is composed of 548 upland acres and 136 Lagoon-related acres. The Planning Area is generally bounded on the northeast by the Recology waste collection and recycling center, with a sliver of land that extends north along the railroad track to the San Francisco city limits and on the northwest by the San Francisco City and County line. Bayshore Boulevard forms the Baylands' western boundary. The Union Pacific railroad tracks, which accommodate both freight and Caltrain commuter trains, bisect the Baylands forming its east and west areas, and U.S. Highway 101 forms the Planning Area's eastern boundary. The convergence of U.S. 101 and the Caltrain railroad tracks south of the Brisbane Lagoon form the Specific Plan area's southern boundary.



The overall land use strategy is to concentrate development density in the north—taking advantage of transit resources—and step density down as development extends southward. This concept led to the formation of three conceptual areas—north, central, and south—that form the five upland land use districts, in addition to the Lagoon, within the Specific Plan, as illustrated in Figure 0.1-District Concept. The northernmost districts would contain the greatest amount of density, transit links, and mix of uses, while the southernmost districts would be most integrated with the Lagoon and open space network, and represent the lowest degree of density and visual impact. The middle area, between the “Roundhouse Arc” and Visitation Creek Park, represents a mid-range of density and “fingers” of open space extending between the northern and southern districts.

The northernmost districts having the highest density of uses are “Roundhouse” and “East Geneva.” Roundhouse lies west of the railroad and features a concentration of predominately residential and mixed-use development with complementary ground-floor retail uses. East Geneva, lying east of the railroad, has a greater concentration of commercial office, retail and limited hotel uses with a variant option featuring entertainment facilities such as an arena, theater, a multiplex cinema, and a luxury hotel. These districts also correspond to the highest concentration of transit facilities – both existing and proposed – namely, the MUNI light rail (T-Third), the Caltrain commuter train, SamTrans routes and the proposed bus rapid transit (BRT) along Geneva Avenue which is planned to connect from the future



Figure 0.2-The Six Districts of the Baylands:
The Baylands will include five land use districts in the upland area and the Lagoon district to the south.

Table 0-1: Land Use Program

<i>District</i>	<i>Land Use Category</i>	<i>Acres</i>	<i>Percent of District Land Area</i>	<i>Percent of Total Land Use</i>
<i>Roundhouse</i>	<i>Residential</i>	43	49%	77%
	<i>Retail</i>	1	1%	5%
	<i>Office/ Commercial</i>	4	5%	4%
	<i>Parks & Open Space*</i>	8	9%	4%
	<i>Rights-of-Way</i>	31	36%	23%
	<i>Sub-Total</i>		87	100%
<i>East Geneva</i>	<i>Retail</i>	11	12%	56%
	<i>Office/ Commercial</i>	45	49%	37%
	<i>Light Industrial</i>	1	1%	9%
	<i>Parks & Open Space*</i>	5	6%	3%
	<i>Rights-of-Way</i>	30	33%	22%
	<i>Sub-Total</i>		92	100%
<i>Icehouse</i>	<i>Residential</i>	13	11%	23%
	<i>Office/ Commercial</i>	11	9%	9%
	<i>Institutional</i>	9	8%	100%
	<i>Renewable Energy Generation (R.E.G.)</i>	6	5%	25%
	<i>Parks & Open Space*</i>	57	50%	34%
	<i>Rights-of-Way</i>	18	16%	13%
<i>Sub-Total</i>		113	100%	17%
<i>Visitacion Green (North)</i>	<i>Office/ Commercial</i>	43	38%	36%
	<i>Light Industrial</i>	10	8%	91%
	<i>Wastewater Treatment/ Recycling</i>	5	4%	100%
	<i>Parks & Open Space*</i>	32	29%	19%
	<i>Rights-of-Way</i>	23	20%	17%
	<i>Sub-Total</i>		113	100%
<i>Visitacion Green (South)</i>	<i>Retail</i>	7	6%	39%
	<i>Office/ Commercial</i>	19	17%	15%
	<i>Renewable Energy Generation (R.E.G.)</i>	19	17%	75%
	<i>Parks & Open Space*</i>	53	47%	31%
	<i>Rights-of-Way</i>	15	13%	11%
	<i>Sub-Total</i>		113	100%
<i>Lagoon (Upland[†])</i>	<i>Parks & Open Space* (Upland)[†]</i>	13	6%	2%
<i>Total Upland[†] Development Area (Including Lagoon Park)</i>		531		78%
<i>Railroad Right-of-Way (Upland[†])</i>		17		2%
<i>Total Upland[†] Area</i>		548		80%
<i>Lagoon</i>	<i>Open Area</i>	11	7%	n/a
	<i>Open Water</i>	111	74%	n/a
	<i>Rights-of-Way</i>	14	9%	2%
	<i>Sub-Total</i>	136	100%	20%
<i>Total Specific Plan Area</i>		684		100%

* The 169.7 acres of parks and open space referred to elsewhere in the text include designated recreation and habitat areas in the upland area. Additionally, there are 25.6 acres of landscaped areas within development sites and 11 acres of Lagoon Perimeter (not included in the Upland area), totalling 196.6 acres.

[†] Upland area includes the Roundhouse, East Geneva, Icehouse, and Visitacion Green (North and South) land use districts, the Lagoon Park, and the railroad right-of-way. Total right-of-way is 148 acres.

Hunters Point development to the Balboa BART Station. A potential stop for Caltrain's Baby Bullet, an express commuter rail option that currently passes through Brisbane, and potential future connections to the California High-Speed Rail (HSR) may also provide augmented rail service to the Baylands. A "panhandle" linear greenspace is featured running north/south through the Roundhouse district providing passive and active open space for the residential neighborhoods. A large public park/plaza is centered in the East Geneva district providing an animated public space for functions, festivals and passive recreation.

Through the middle of the site, densities drop and open space expands. On the east side, the "Visitacion Green North" district features R&D, production and warehousing uses with signature "campus" sites oriented along the Bay edge and production and warehousing uses fronting the railroad. On the west side, in the "Icehouse" district, a residential townhome neighborhood extends the residential neighborhoods southward from the Roundhouse area. A solar farm accommodating ground-mounted arrays of photovoltaic (PV) panels for solar energy generation buffers this neighborhood from the rail corridor. Beginning at the Roundhouse, a broad informal creek park runs south to Icehouse Hill then turns east towards the Bay. A re-created Visitacion Creek runs through the park providing tidal and freshwater hydrological function and habitat as a feature of the park. The park emphasizes active recreational uses near Roundhouse Circle and passive/natural uses extending southward and eastward. A habitat reserve area is proposed with minimal human access in the central portion of the Creek park on either side of the railroad. Along the Bayshore Boulevard



The East Geneva District accommodates a greater concentration of commercial, office, retail and limited hotel uses. (View of Central Plaza looking east)

edge, a school site fronts the park and Roundhouse Circle and additional production/warehousing sites extend southward towards Icehouse Hill.

The southern area of the site is composed predominately of public open space including the Brisbane Lagoon and Lagoon Park, Icehouse Hill, and a large central greenspace running through the center of the eastern side of the Baylands. Development uses located within the “Visitation Creek South” district include a limited number of low-rise R&D campus sites along the Bay edge and a small cluster of restaurant retail overlooking the Lagoon and Bay. A charter high school site south of Icehouse Hill sits in the southernmost tip of the Icehouse district west of the tracks. Another feature of this southern area is an additional solar farm accommodating arrays of ground-mounted PV panels for solar energy generation. This area forms a buffer along the eastern edge of the Kinder Morgan fuel storage facility.

The land use program and associated acreages for the upland area are detailed in Table 0-1: Land Use Program. Overall, the Specific Plan allows for approximately 12.5 million square feet of commercial retail, office, residential, hotel, office R&D, and light industrial development on 414 acres (not including 134 acres of road and railroad rights-of-way), while preserving 170 acres of upland open space and 111 acres of open water and 11 acres of open space perimeter within the Brisbane Lagoon. The Specific Plan contains design standards and guidelines that will produce compact and sustainable development and support the



The Icehouse District, in the central Baylands, features lower-density residential neighborhoods oriented towards public open space. (View of townhome neighborhood looking west towards San Bruno Mountain)

building of neighborhoods that are walkable, socially diverse, economically healthy, and a source of pride for the City of Brisbane. The development provides opportunities for employment, shopping, and entertainment while contributing to a stable and diverse tax base for the City of Brisbane. The creation and enhancement of open space resources is intended to expand recreation opportunities for Brisbane residents and improve the site's ecological function.



Conservation & Open Space

The Conservation and Open Space framework is intended to provide a significant area of public open space within the Baylands. The open space network provides a balance of ecologically-rich natural areas and passive and active recreation areas as well as other functions, such as zones for natural stormwater detention and management and opportunities for community gardens. The Specific Plan seeks to re-create a more ecologically functional Visitation Creek corridor with associated tidal and freshwater wetlands bringing back some measure of the natural functions of habitat and stormwater hydrology that used to exist in this area of the Bay prior to the landfill and railyard operations that began at the turn of the 20th century. The open space network features two linear parks extending into the Roundhouse and Visitation Green North districts, a Roundhouse Circle park that includes the historic Roundhouse, a broad creek park extending from the Roundhouse Circle southward to the preserved Icehouse Hill then eastward connecting to the Bay. A broad central park extends north-south through the Visitation Green South district with

The southern portions of the Baylands feature open space and trails, and incorporate the area's natural ecology. (View of South Visitation Park looking south towards Lagoon and Oyster Point beyond)

natural habitat, stormwater detention zones, and multipurpose recreation fields to serve the R&D campus users and the Baylands community. A new Lagoon Park will offer a mix of natural habitat and passive recreation activities which may include a nature center and a storage and launching facility for small, non-motorized watercraft. An extensive system of trails and multi-use paths will give public access to this extensive new park resource.



An improved Lagoon Park offers a mix of natural habitat and passive recreation activities. (View along Lagoon Park shoreline looking west towards Downtown Brisbane)

Circulation

The circulation plan for the Baylands is designed to provide safe and efficient multi-modal circulation both within the Baylands and to and from surrounding areas. The circulation plan includes enhancements to existing roads (e.g. Tunnel Avenue and Lagoon Way) and the addition of new roads (e.g. Geneva Avenue and Sierra Point Parkway extensions) that will enhance both internal circulation and area-wide connectivity. In particular, the plan incorporates major transportation improvements called for in the City's General Plan and the forthcoming Bi-County Transportation Study, including: the extension of Geneva Avenue from Bayshore Boulevard to U.S. 101; the construction of a new interchange overpass of U.S. 101 at Harney Way and Beatty Avenue/Alana Way to connect Geneva Avenue and Harney Way; modifications to the U.S. 101 interchange at Sierra Point Parkway to extend the ramps and improve the connection with Lagoon Way; and extension of the San Francisco Municipal Railway (MUNI) T-Third Street LRT line to connect to the Bayshore Caltrain Station and a planned BRT line along the Geneva Avenue extension to Candlestick Point.

Within the development area, a series of new streets will be constructed to enhance access to and through the Planning Area, including two primary east-west streets and two primary north-south routes. These augment the Geneva Avenue extension at the north end of the Planning Area and an enhanced and realigned Lagoon Way at the south end,

and "Roundhouse Arc" in the central area, south of Geneva. All three of these east-west connectors will have grade-separated crossings of the railway. North-south traffic will be accommodated on an enhanced and realigned Tunnel Road and an extended Sierra Point Parkway along the eastern edge of the site between the northern end of the Planning Area and Lagoon Way.

In addition to accommodating vehicular traffic, the plan provides an extensive network of facilities to support pedestrian, bicycle, and transit circulation all of which seek to reduce vehicle trips. A comprehensive system of bicycle and pedestrian routes is provided, connecting the Baylands both internally and externally to surrounding pedestrian and bicycle circulation systems. The system includes Class I (off-street) multi-use facilities along Sierra Point Parkway—consisting of a new segment of the Bay Trail, trails within Visitacion Creek and Lagoon Parks, and Class II bike lanes and landscape-separated sidewalks or trails along Geneva Avenue, Retail Main Street, Tunnel Avenue, Roundhouse Arc, and Lagoon Way.

The Specific Plan promotes convenient access from the Roundhouse and East Geneva Districts to a relocated Caltrain station and a proposed Intermodal Station. This will unite existing and proposed Bus Rapid Transit (BRT), SamTrans, and MUNI with Caltrain and enhance accessibility to regional networks. For development in the southern portion of the Planning Area, it is anticipated that a shuttle service established as part of a larger set of transportation demand management (TDM) measures will facilitate connections to the intermodal station. The Specific Plan generally requires the use of TDM measures to encourage transit use, carpooling, and non-automotive modes and to reduce single-occupant vehicle trips, thus reducing the traffic impacts of future development in the Baylands. Suggested measures include: establishment of a Baylands Transportation Management Association to coordinate and sponsor ride-sharing efforts and subsidization of transit passes; shuttle bus service between the Baylands and Caltrain, MUNI, and BART Balboa Park stations; alternative work scheduling and telecommuting; a guaranteed ride home program; and on-site bicycle facilities that include secure parking areas and shower/change facilities.

The physical design of the circulation system is critical to establishing a distinctive character and sense of quality for the Baylands. As such, the Specific Plan provides detailed design guidelines and development standards for the streets and related circulation facilities. These standards and guidelines are designed to accommodate all modes of travel while creating

³ Led by the San Francisco County Transportation Authority in partnership with several agencies from both sides of the San Francisco/San Mateo county line, the Bi-County Transportation Study aims to evaluate potential transportation improvements needed to address significant current and anticipated land use growth on both sides of the border. Originally scheduled to be completed in early 2010, the study has not been completed at the writing of this Specific Plan. Additional information may be found on the project website: <<http://www.sfcta.org/content/view/319/166/>>.

more pedestrian-friendly streets. A primary focus is on reducing the functional and aesthetic conflicts between automobile traffic and other transportation modes. Given the important role that open space plays in the character of the Baylands, each major roadway has its own “streetscape” design concept with significant landscaping and stormwater management infrastructure such as bioswales. The circulation component also includes bike lanes and trail facilities, which further the vision for sustainable mobility.

Utilities and Services

As noted, an important goal of the Specific Plan is to further sustainable design and practices throughout the development. A natural stormwater management system is a key component of this goal, which involves utilizing surface drainage to the extent feasible to filter stormwater runoff and improve water quality. This is accomplished through an integrated hierarchy of bioswales and water runoff detention zones located in open space, open areas, and within the street rights-of-way, and a tertiary water recycling facility. The water recycling facility will contribute greatly to improved water quality on the site and in San Francisco Bay and provide recycled water which may be used in future development for functions such as landscape irrigation, toilet flushing, and ornamental fountains.

The Baylands development will also benefit from sustainable energy techniques. All future development within in the Baylands will be designed to meet the LEED Silver or equivalent standard for sustainable design. This includes techniques that will reduce energy demand and conserve resources through the use of more efficient fixtures, recycled materials, passive ventilation systems, native planting, and photovoltaic panels. Additionally, energy will be generated on-site through harvesting the sun’s energy. A solar farm, consisting of ground-mounted photovoltaic panels, will generate energy for peak periods, which will reduce the reliance of future energy needs on the existing facilities. This will augment the existing electrical system which is provided for the City of Brisbane by Pacific Gas & Electric (PG&E).

In addition to sustainable energy and stormwater management strategies, the Baylands will be provided with other necessary infrastructure and utilities, including wastewater and sanitary sewer systems, solid waste and recycling, dry utilities and emergency services. In most cases, development at the Baylands will utilize services provided by the City of Brisbane and typical utility providers available in the Bay Area. Whenever possible, environmentally-friendly strategies are included. Recycling facilities will be provided in all buildings and public areas, and the sanitary sewer system will be connected to the water recycling/treatment facility to undergo treatment that will allow for the use of greywater for irrigation and other uses. Emergency services will be provided by the City of Brisbane. These elements are discussed in greater detail in *Chapter 3: Sustainability Framework* and *Chapter 7: Utilities and Services*.

Implementation

The Specific Plan provides clear direction for its implementation with a program that includes a process for the submission and review of future development applications, the preparation of public improvements plans, and the subdivision of land. As part of implementation, a new Redevelopment Plan may be adopted and new land use regulations and application procedures will be adopted specifically for this plan, as set forth in Chapters 4 and 8. All future development is required to be consistent with the Specific Plan.

It is anticipated that the primary landowner within the Planning Area, Universal Paragon Corporation and its affiliates, will enter into a development agreement with the City. This agreement will be used to specify the rules and obligations that will govern future development as it proceeds through the approval process. All applications for future development in the Baylands are required by the Specific Plan to undergo design review.

Financing

In order to ensure that the infrastructure and services necessary to serve future development of the Baylands can be feasibly financed, the Specific Plan provides an analysis of its financial feasibility and includes financing mechanisms and strategies for implementing the Plan. The Plan also establishes a framework that will allow the phasing of development and the choice of financing mechanisms.

In Summary

The Specific Plan sets forth a visionary, forward-thinking plan for the Baylands, creating a “green” development, both in terms of sustainable infrastructure as well as being visually dominated by trees, parks, and greenways, and a network of pedestrian-friendly streets, and bicycle and pedestrian trails. Clustered development containing a mix of retail, residential, office, R&D and other employment uses will emphasize the creation of a high-quality pedestrian environment and employ a development scale and massing that is in keeping with the goal of creating compact, pedestrian-friendly, and transit-accessible neighborhoods. The Specific Plan establishes a comprehensive and integrated public open space network that will serve the community and repair historic damage to the Baylands environment, thus restoring ecological function through habitat creation and natural stormwater management.

The Specific Plan provides a vision for development of the Baylands that is sustainable over the long term, addressing the economic, social, and environmental needs of the site and the broader Brisbane community. In summary, the Specific Plan is characterized by:

- The transformation of the Baylands into a vibrant and safe site for the Brisbane community;
- A land-use mix that supplies needed housing, increased tax revenues and employment opportunities for the City, that greatly enhances jobs-to-housing balance and creates attractive local and regional shopping and entertainment destinations;
- A comprehensive public open space system that incorporates ecological, recreational, and aesthetic enhancements;
- Walkable, people-oriented districts linked to services, transit, and open space;
- A high-quality, well-designed and distinctive built environment that serves as a model for new mixed use communities;
- The use of green, sustainable, and energy efficient design techniques and technologies wherever applicable in the development of infrastructure, public space, and buildings.

RESOLUTION NO. GP-1-06/GP-02-10/SP-01-06

**A RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF BRISBANE
RECOMMENDING THAT THE BRISBANE CITY COUNCIL DENY THE GENERAL PLAN
AMENDMENT AND SPECIFIC PLAN REQUESTED BY
UNIVERSAL PARAGON CORPORATION AND APPROVE GENERAL PLAN AMENDMENTS
FOR THE BAYLANDS, BEATTY, AND NORTHEAST BAYSHORE SUBAREAS**

WHEREAS, an application was filed in 2005 by Universal Paragon Corporation (Applicant or UPC) requesting approval of a General Plan Amendment and Specific Plan for development of approximately 449 acres of the 684-acre portion of the City of Brisbane (City) commonly referred to as the Brisbane Baylands (Baylands); and

WHEREAS, UPC's Phase I Specific Plan proposed a mix of commercial, office/institutional, and open space uses on 449 acres of the Baylands site located to the east of the Caltrain tracks; and

WHEREAS, UPC's application also included a Concept Plan (referred to at the time as a framework plan) addressing basic parameters associated with circulation, land use, open space, infrastructure and utilities for potential future development of a larger, approximately 659-acre area, including the Phase I Specific Plan area along with adjacent properties between the Caltrain rail line and Bayshore Boulevard; and

WHEREAS, the City determined that an Environmental Impact Report (EIR) was required to evaluate the proposed Specific Plan pursuant to the requirements of the California Environmental Quality Act (CEQA) (Pub. Resources Code § 21000 *et seq.*) and the CEQA Guidelines (14 Cal. Code Regs, tit. 14 ch. 3, § 15000 *et seq.*); and

WHEREAS, the City issued a Notice of Preparation (NOP) for the Draft EIR on February 24, 2006, which was sent to each responsible and trustee agency and the Office of Planning and Research (OPR); and

WHEREAS, after issuance of the NOP, the City held five public scoping meetings (on March 2 and 21, April 27, and June 13 and 26, 2006) to solicit comments from individuals, organizations and agencies regarding the environmental analysis, mitigation measures and alternatives to be included in the Draft EIR; and

WHEREAS, on July 20, 2009, the Brisbane City Council directed that the EIR be expanded to include analysis of two additional development scenarios, referred to as the Community Prepared Plan (CPP) and Community Prepared Plan-Recology Variant (CPP-V) scenarios to be addressed in the EIR at an equal level of detail to the applicant's proposed Specific Plan; and

WHEREAS, prior to preparation of the Draft EIR, UPC amended its application for a proposed General Plan Amendment to accommodate an expanded Specific Plan covering 684 acres of the Brisbane Baylands; and

WHEREAS, UPC's revised application included two proposed development scenarios for the expanded Specific Plan area, referred to as the Developer Sponsored Plan (DSP) and the Developer Sponsored Plan–Entertainment Variant (DSP-V); and

WHEREAS, the DSP scenario proposes approximately 7 million square feet of office/retail/industrial/institutional uses, 4,434 residential units, approximately 169.7 acres of “open space/open area” and approximately 135.6 acres of “lagoon” area, totaling approximately 12.1 million square feet of building area within the 684-acre portion of the Baylands located in Brisbane; and

WHEREAS, the DSP-V scenario encompasses the same 684-acre area as the DSP and is similar to the DSP scenario in its development intensity (approximately 12.0 million square feet of building area) and land use pattern, differing primarily by replacing the retail and office/research and development (R&D) uses proposed under the DSP in the northeast portion of the site with entertainment-oriented uses, including a 17,000 to 20,000 seat sports arena, a 5,500 seat concert theater, a multiple-screen cinema, and more conference/exhibition space and hotel rooms than are proposed under the DSP; and

WHEREAS, in addition to the 684-acre area included as part of the DSP scenario, the CPP and CPP-V scenarios include the 44.2-acre Recology site, which spans the cities of Brisbane and San Francisco, encompassing the Beatty Subarea as designated in the Brisbane General Plan and adjacent roadway rights of way; and

WHEREAS, the CPP scenario provides for approximately 7.7 million square feet of office, industrial, commercial and institutional uses, along with approximately 300 acres of open space/open area and the 135.6-acre lagoon; and

WHEREAS, the CPP-V scenario differs from the CPP scenario in that it proposes consolidating Recology's existing offsite recycling and corporation yard facilities into its existing Tunnel Avenue facility in the northeast portion of the Baylands by expanding the facility within Brisbane, which would increase Recology's total area from 44.2 acres to a 65.5 acres, and increase Recology's building area from 260,000 square feet to 1,011,000 square feet, resulting in a total building area under the CPP-V scenario of approximately 8.1 million square feet; and

WHEREAS, on December 10, 2010, a revised NOP was published and circulated to each responsible and trustee agency and OPR for a 30-day review period to reflect changes in the EIR's project description, including UPC's proposed General Plan amendment and revisions to its Specific Plan and the DSP and DSP-V scenarios, and the City Council's identification of the CPP and CPP-V scenarios; and

WHEREAS, a subsequent NOP was published and circulated to each responsible and trustee agency and OPR on October 22, 2012 for a 30-day public review period to provide notice that a

proposed water transfer agreement between the City and the Oakdale Irrigation District to supply water to the Baylands would also be analyzed in the Draft EIR; and

WHEREAS, the Draft EIR was prepared in conformance with CEQA and the CEQA Guidelines to evaluate the environmental effects of the proposed development of the Brisbane Baylands; and

WHEREAS, the Draft EIR analyzed five alternatives to proposed Baylands development as reflected in the DSP, DSP-V, CPP and CPP-V scenarios, including a Renewable Energy Generation Alternative based on a proposal by the Committee for Renewable Energy for the Baylands (CREBL) to develop utility-scale renewable energy generation at the Baylands, as well as No Project-No Build, No Project-Existing General Plan, Reduced Intensity Mixed Use, and Reduced Intensity Non-Residential alternatives; and

WHEREAS, land uses under the Renewable Energy Generation Alternative would include 170 acres of alternative energy uses consisting of a large photovoltaic (PV) solar farm, small vertical-axis wind turbines, wind turbines placed within development, and rooftop PV solar panels; 654,900 square feet of research and development facilities on 59 acres; and 173,800 square feet of retail/entertainment uses on 26 acres; a new recycled water facility (seven acres); and the proposed Recology expansion; and relocated industrial uses (three acres), with the remainder of the site designated open space/public uses; and

WHEREAS, the Draft EIR was circulated for public review from June 11, 2013 to January 24, 2014; and

WHEREAS, meetings were held on October 22, October 24, and October 29, 2013 to accept public comments on the Draft EIR; and

WHEREAS, the City Council appointed a volunteer Citizens Committee of 28 Brisbane residents to review and comment on the DEIR, which Committee then worked intensively for a year to study the entire document and submitted extensive comments on the Draft EIR relevant to the application and its alternatives; and

WHEREAS, a Final EIR was prepared consisting of: (a) the Draft EIR and proposed revisions to the Draft EIR, (b) comments received on the Draft EIR during the public review period, (c) a list of persons, organizations, and public agencies commenting on the Draft EIR; (d) the City's responses to the significant environmental issues raised in these comments, and (e) a Mitigation Monitoring and Reporting Program; and

WHEREAS, the Final EIR was released for public review on June 1, 2015; and

WHEREAS, on September 10 and 24, 2015, the Planning Commission conducted two public workshops regarding proposed Baylands development and the Baylands EIR, at which time interested persons and organizations had the opportunity to testify and provide comments; and

WHEREAS, the Planning Commission conducted ten public hearings on proposed Baylands development and the Brisbane Baylands EIR on October 1, 8, 13, 22, and 29, 2015; November 4, 12,

and 16, 2015; and December 1 and 10, 2015, at which time interested persons and organizations had an opportunity to testify and provide comments; and

WHEREAS, after closing the public hearing on December 10, 2015, the Planning Commission began its deliberations on proposed Baylands development and the Brisbane Baylands EIR in 2016; and

WHEREAS, the Planning Commission conducted 11 deliberations meetings on January 14 and 28, 2016; February 2 and 25, 2016; March 19, 2016; April 14 and 28, 2016; May 18, 2016; June 9 and 23, 2016; and July 7, 2016; and

WHEREAS, although the public hearing had been formally closed, the Planning Commission afforded interested persons and organizations an opportunity to provide additional public comment at their deliberations meetings; and

WHEREAS, the Planning Commission reopened the public hearing on July 28, 2016 to consider its recommendations to the City Council regarding proposed Baylands development and the Baylands EIR, including its recommendation regarding UPC's proposed General Plan amendment and Specific Plan; and

WHEREAS, notice of the time and place of all workshops, public hearings, and deliberations meetings where proposed Baylands development and the Baylands EIR were considered by the Planning Commission was given pursuant to State law and the City's Municipal Code by mailing notices to all property owners within a 300-foot radius of the Baylands site, all organizations, entities and individuals who commented on the Draft EIR, adjacent jurisdictions, responsible and trustee agencies, and all interested parties on record in the project file maintained by the Community Development Department, by publication of the hearing notice on the City's website; and by posting of the hearing notice at the three official city posting locations as set forth in Brisbane Municipal Code Section 1.12.010; and

WHEREAS, the Planning Commission has reviewed and considered the General Plan amendments and Specific Plan proposed by UPC, which includes the DSP and DSP-V scenarios; and

WHEREAS, the Planning Commission has reviewed and considered the CPP and CPP-V scenarios presented in the EIR, as well as the five development alternatives analyzed in the EIR, including the Renewable Energy Generation Alternative; and

WHEREAS, the Planning Commission has reviewed and considered all of the information set forth in staff reports and presentations provided at the Commission's public workshops, public hearings, and deliberations meetings, including the testimony and comments provided by the public, as well as presentations by the Applicant and other organizations; and

WHEREAS, the Planning Commission has reviewed and considered the EIR for the Brisbane Baylands as required by CEQA Guidelines § 15025(c); and

WHEREAS, the Planning Commission has reviewed and considered the significant unavoidable impacts set forth in the EIR, including significant unavoidable impacts to aesthetics, air quality, biological resources, noise, population, traffic, and utilities and service systems; and

WHEREAS, based on its review of the EIR's traffic analysis, the Planning Commission has noted that the level of service performance standards set forth in the Brisbane General Plan would be exceeded by cumulative development projects in San Francisco and Daly City, even in the absence of any future development within the Baylands; and

WHEREAS, the Planning Commission has concluded that, given the extent of existing development within the Baylands and the large number of significant unavoidable impacts that would result from the proposed development analyzed in the Final EIR, including cumulative traffic impacts, it would be appropriate to minimize the amount of new development permitted in the Baylands to reduce or avoid these impacts; and

WHEREAS, the Planning Commission finds that the type and amount of development proposed under the DSP and DSP-V scenarios is inconsistent with the development intensity and land uses that the Commission believes are appropriate for the Baylands and that will reduce or avoid significant and unavoidable impacts.

NOW, THEREFORE, based upon the findings set forth hereinabove, the Planning Commission of the City of Brisbane, at its meeting of August 25, 2016 did resolve as follows:

Section 1

The Planning Commission recommends that the City Council deny the General Plan Amendment and Specific Plan proposed for the Brisbane Baylands by the Applicant, Universal Paragon Corporation.

Section 2

The Planning Commission recommends to the City Council that the Brisbane General Plan be amended as follows in regard to the Baylands:

1. Incorporate the land uses and development concept for the Baylands set forth in Exhibit 1 into the General Plan.
2. Modify the General Plan Land Use map to merge the Beatty and Northeast Bayshore subareas into the Baylands Subarea.
3. Modify the existing Baylands Subarea General Plan text to:
 - a. Incorporate applicable provisions of the Brisbane Baylands Sustainability Framework into the General Plan.
 - b. Provide for a maximum 1-2 million square foot net increase in building area, and require specific plan(s) for the Baylands to distribute the maximum allowable development intensity to individual planning subareas within the Baylands. Existing building area within the Baylands is estimated to be 639,900 square feet, including:
 - i. Recology: 260,000 s.f.

- ii. Industrial Way: 231,400 s.f.
 - iii. Lumber Yards: 142,500 s.f.
 - iv. Misc. smaller buildings: 6,000 s.f.
- c. Incorporate the following principles into the General Plan text for the Baylands Subarea:
- i. Preserve large unbroken blocks of open space that provide for restoration of wetland areas and provide continuity and flow of open space throughout the Baylands.
 - “Open space,” as used in these principles means:
 - Lands for the provision of active and passive recreation;
 - Lands for the protection of resources (e.g., sensitive habitat areas); and
 - Lands for the protection of public health.
 - Site-specific developments will be provided with independent open space areas.
 - ii. Protect key habitat areas, including the Brisbane Lagoon and potential habitat areas adjacent to it, Icehouse Hill, and wetlands.
 - iii. Restore the Roundhouse, provide opportunities for rail-related and educational uses at the Roundhouse, and maintain compatible development adjacent to it.
 - iv. Maintain a transit orientation for new development, including use of the Baylands to enhance access from Central Brisbane to the Bayshore Caltrain Station and other transit services within the Baylands.
 - v. Ensure that the Baylands site is safe for the future uses approved for development by the City in relation to:
 - Site remediation and Title 27 landfill closure;
 - Seismic and geologic hazards;
 - Flooding, including hazards related to sea level rise;
 - Traffic safety and emergency response; and
 - Provision of public safety services.
 - vi. Natural solutions to protect development within the Baylands from the effects of sea level rise are to be given priority over manufactured solutions.
- d. Specify the relationship between the City’s planning review, and the remediation review being undertaken by RWQCB and DTSC for the Baylands as summarized below.
- i. The City of Brisbane will actively participate in the regulatory and CEQA processes undertaken by DTSC and RWQCB to ensure that the City’s interests in protecting public health are addressed.
 - ii. Plans for Title 27 landfill closure and Remedial Action Plans for OU-1 and OU-2 be completed by the applicant to the satisfaction of the RWQCB and DTSC prior to approval of a specific plan.
 - iii. Subsequent project-level environmental documentation under CEQA would be required for adoption of a specific plan by the City.

- iv. Following completion of CEQA documentation and approval of landfill closure and remedial action plans, physical remediation of the Baylands could be undertaken.
 - v. Remedial actions required for the former Brisbane Landfill must be completed prior to grading or development within the area of the former landfill.
 - vi. Remedial actions within OU-1 must be completed to the satisfaction of DTSC prior to initiation of any grading or development within OU-1.
 - vii. Remedial actions within OU-2 must be completed to the satisfaction of the RWQCB prior to initiation of any grading or development within OU-2.
- e. Specify the relationship between the City's proposed water supply agreement and its development planning and review for the Baylands as summarized below.
- i. Based on the level of development set forth in the General Plan for the Baylands, needed operations studies and project-level environmental analysis for the proposed Water Supply and Conveyance Agreements is to be completed prior to consideration of specific plan approval for Baylands development.
 - ii. Prior to approval of site-specific development within the Baylands, final Water Supply and Conveyance Agreements between Brisbane and OID, between OID and MID, and between Brisbane and the SFPUC for individual portions of the proposed water transfer shall be approved by all parties.
 - iii. Prior to issuance of certificates of occupancy within the Baylands, physical water supply pursuant to final Water Supply and Conveyance Agreements shall be available to the Baylands.
- f. Require provision of appropriate infrastructure and site amenities for each increment of development within the Baylands by incorporating specific performance standards into the General Plan.
- i. Each increment of development must be provided with appropriate infrastructure, services and facilities, and site amenities.
 - ii. Development phasing shall include specific milestones for development in relation to provision of:
 - Environmental site mitigation (e.g., open space dedication, habitat restoration, trails).
 - Roadway improvements, including the Geneva Avenue extension and Candlestick interchange, as well as description of allowable development patterns prior to the Geneva Avenue extension.
 - Transit improvements.
 - Other infrastructure (e.g., water, sewer, water recycling plant, drainage improvements; police and fire services and facilities).
- g. To ensure (per General Plan Policy 27) that centrally located police facilities are provided to serve the Baylands and that adequate response times can be maintained throughout the City, incorporate General Plan provisions to require specific plan(s) for Baylands development to prepare and implement a Police Services and Facilities Plan, subject to City approval, to define specific timing requirements for establishment of additional police shifts based on the progression of development within the Project Site as discussed in the EIR.

- h. To ensure adequate fire protection services and facilities to support Baylands development and, specific plan(s) for development within the Baylands would be required to prepare and implement a Fire Protection Services Plan that provides for the timely provision of fire protection facilities, equipment, and staffing needed to maintain adequate response times to the Baylands and throughout the City.
- i. Recognize the potential use of a portion of the Baylands for a high speed rail maintenance yard, and identify City expectations for such a use, including:
 - i. Mitigation of the maintenance yard's environmental impacts.
 - ii. Provision of community benefits.
 - iii. Offset loss of existing and anticipated revenues to the City of Brisbane.
- j. Update Baylands zoning designations to reflect updated General Plan land use designations.
- k. Incorporate a provision requiring specific plans to include a cost-revenue analysis that demonstrates fiscal feasibility to the City.
- l. Modify General Plan LOS standards to be goals, and require projects to implement all feasible mitigations in situations where cumulative traffic conditions prevent achievement of LOS goals.

Section 3

The Planning Commission recommends to the City Council that the EIR for the Brisbane Baylands be certified as meeting the requirements of CEQA for the level of development recommended by the Planning Commission subject to the following:

1. Prior to certification of the EIR for the Brisbane Baylands, the following modifications should be undertaken:
 - a. Add a requirement that biological resources surveys be undertaken during the spring prior to site remediation and grading to update existing conditions information.
 - b. Undertake analyses to define additional methods of avoiding pile driving and reducing noise from pile driving activities.
 - c. Evaluate the significance of impacts that would result from the specific type, intensity, and location of Baylands development that the City Council proposes to approve.
 - d. Revise EIR mitigation measures and the Mitigation Monitoring and Reporting program as necessary to reflect the level of development that the City Council proposes to approve for the Baylands.
2. Should the City Council consider increasing the Commission's recommended development intensity (1-2 million square foot net increase in the Baylands' existing building area), the following additional studies should be completed prior to certification of the EIR:
 - a. Additional analyses of onsite contamination and characterization of waste within the former landfill.
 - b. Additional analysis of site remediation and its potential to create water quality impacts.
 - c. Additional analyses of soils and geologic conditions.
 - d. Supplement the traffic study to:

- i. Expand mitigation measures to improve future cumulative with project roadway levels of service;
 - ii. Provide a method of ensuring that the roadway and transit improvements assumed to be provided by others under future cumulative traffic conditions will, in fact occur or provide additional analyses and mitigation measures addressing requirements should such roadway and transit improvements not be provided; and
 - iii. Confirm conclusions regarding internal capture of trips within the Baylands and mode split between vehicular travel and use of transit.
- e. Consider additional studies of impacts of future development on windsurfing resources adjacent to the Baylands, including use of computer modeling to supplement the wind tunnel analyses undertaken for the EIR.

AYES: Anderson, Do, Munir, Parker, Reinhardt

NOES: None.

ABSENT: None.



Tuong Van Do
Chairperson

ATTEST:



John Swiecki
Community Development Director

Exhibit 1: Development Concept for the Baylands

1A. Open Space Framework

1B. Land Use Framework

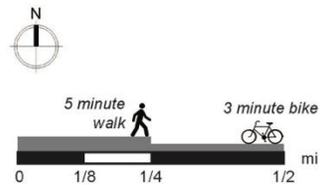
1A. Open Space Framework

Brisbane Baylands Open Space and Pedestrian and Bicycle Circulation

-  Planning Area
-  Caltrain Station
-  Caltrain Line
-  Off-Street Pedestrian, Bicycle and Electric Cart Path (20'+)
-  On-Street Protected Bike Lane (6'+ with planted divider)
-  New Traffic Circle
-  Potential Locations for Caltrain Station Parking

Key Open Spaces

-  Lagoon-Adjacent Habitat Area
-  Icehouse Hill
-  Visitacion Creek Corridor
-  Brisbane Bayview Park
-  Active Open Space
-  Community Garden



1B. Land Use Framework



- **Area 1: Recology Area North of Geneva Avenue Extension, East of Caltrain (59.7 ac.)**
 - **Light Industrial**

This area would will permit new light industrial uses in the area between the existing Recology facility and the Geneva Avenue Extension should the facility not expand, and would provide for the Recology facility to expand without requiring an amendment to the General Plan should the City approve expansion in the future.
- **Area 2: Between Geneva Avenue Extension and Visitacion Creek, East of Caltrain (85.5 ac.)**
 - **Renewable Energy Generation**

The primary purpose of this area would be for the generation of renewable energy such that development of the Baylands is net energy positive.
- **Area 3: South of Visitacion Creek, East of Caltrain (63.3 ac)**
 - **Open Space**

Commercial recreation uses may also be considered within this area.
- **Area 4: South of Visitacion Creek, West of Caltrain (27.5 ac.)**
 - **Light Industrial**

Service and light industrial uses within the Industrial Way industrial park would be permitted to continue. However, existing buildings would be replaced with new, well-designed buildings over time.
- **Area 5: Roundhouse Area (27.1 ac.)**
 - **Retail**

The Roundhouse and Lazzarri Fuel Building would be restored. Uses in this area would consists of a combination of retail, restaurant, and small shops. Small office uses could also be permitted.
- **Area 6: Transit Oriented Development Area (67.7 ac.)**
 - **Research and Development/Tech Campus**

This area would provide for research and development uses in the form of an office campus with supporting commercial uses. The desired primary users of this area would be high-tech firms that are on the cutting edge of new technology, as well as consumer good companies engaged in the development of new products and improvement of established products.
- **Area 7: Machinery & Equipment Building Area (15.8 ac.)**
 - **Community Gardens; Open Space**

The existing use of the Machinery and Equipment building would continue. The surround lands would be used as open space, including providing for community gardens, as well as a potential permanent location for the existing nursery on Icehouse Hill. At some future time, the ideal would be to restore the Machinery and Equipment building for community use in conjunction with the community gardens.

- **Area 8: Kinder Morgan Tank Farm (22.8 ac.)**
 - **Industrial**

The tank farm would continue in its existing use. Buffers would be developed adjacent to the tank farm by realigning Tunnel Avenue to the east, along with open space areas to the north (Visitacion Creek), west (Icehouse Hill and community gardens), and south (lagoon-adjacent habitat area).
- **Area 9: West of Tunnel Avenue between Geneva Extension and Visitacion Creek (25.4 ac.)**
 - **Light Industrial**

This area would provide for the relocation of the existing lumberyard, as well as parking for Caltrain, should the existing Bayshore Station be moved to the south.
- **Area 10: Caltrain Parking Area (3.7 ac.)**
 - **Caltrain Parking**

This area would provide for parking for the Caltrain Bayshore Station.