

RECORDING REQUESTED BY:

City of San Leandro
Planning Services Division
835 East 14th Street
San Leandro, California 94577

WHEN RECORDED MAIL TO:

Tamika Greenwood, City Clerk
City of San Leandro
835 East 14th Street
San Leandro, California 94577



2017198520

09/11/2017 02:56 PM

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STEVE MANNING
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THIS SPACE FOR RECORDER'S USE ONLY

(No fee pursuant to Government Code Section 27383)

AGREEMENT TO CONDITIONS

PLN17-0003

100 Halcyon Drive

100 HALCYON OWNER, LLC (Applicant and Property Owner)

THIS AGREEMENT is entered into by and between the CITY OF SAN LEANDRO, a municipal corporation, hereinafter referred to as "City", and, 100 HALCYON OWNER, LLC, a Delaware limited liability company, hereinafter referred to as "Applicant" and as "Property Owner".

Applicant applied for and received Conditional Use Permit and Site Plan Review approval to demolish the existing structures on the site of the former Kraft Foods manufacturing facility at 100 Halcyon Drive and redevelop the 30.74 acre site into an industrial complex with warehousing and office space. The proposed San Leandro Business Center development would consist of three new industrial buildings totaling 553,200 square feet. This Permit also includes height exceptions for the buildings to have a height between 35- to 50-feet tall, a 70 foot tall architecturally screened tower for a co-locating wireless telecommunication facility on Building 1 where 57 feet is the maximum allowed (15 feet above the parapet) and for 43.5- to 46 feet tall southeastern corner portion on Building 2 where 25 feet is the maximum height being within 100 feet of a R Residential District building. IG(AU) Industrial General, Assembly Use Overlay District; Alameda County Assessor's Parcel Numbers 77C-1240-2, 77C-1315-2, and 77C-1235-3-4.

NOW, THEREFORE, pursuant to the applicable provisions of the Zoning Code, it is mutually agreed as follows:

1. Applicant agrees to comply with the Conditions of Approval adopted by the City of San Leandro Board of Zoning Adjustments, more specifically described in the list of Conditions of Approval, attached hereto, and as described in the exhibits on file in the Community Development Department, all of which are incorporated herein by this reference.

2. This agreement shall be binding upon and inure to the benefit of the parties hereto and their respective heirs, successors, and assigns.

3. City is authorized to record this agreement and any amendments thereto with the Alameda County Recorder, California. All amendments hereto must be in writing and signed by the appropriate authorities of the City and Applicant. The Applicant will be charged the costs of recordation and agrees to pay same. Conditions run with the land and are binding to future owners of the property.

4. Applicant and Property Owner have read and fully understand all of the foregoing terms and conditions, and hereby agree that all said terms and conditions are as approved by the San Leandro Board of Zoning Adjustments in accordance with law, and hereby agrees to comply with all of said terms and conditions.

IN WITNESS WHEREOF, duly executed by the parties as of the day and year below written.

This **CONDITIONAL USE PERMIT and SITE PLAN REVIEW** must be exercised within **ONE YEAR** or it expires.

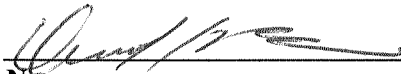
(Acknowledgment) **100 HALCYON OWNER, LLC, a Delaware limited liability company, as Applicant and Property Owner**


By: PEPF 100 HALCYON REIT, LLC, a Delaware limited liability company, its managing member

By: PRINCIPAL ENHANCED PROPERTY FUND, L.P., a Delaware limited partnership, its manager

By: PRINCIPAL ENHANCED PROPERTY FUND GP, LLC, a Delaware limited liability company, its general partner

By: PRINCIPAL REAL ESTATE INVESTORS, LLC, a Delaware limited liability company, its sole member

By: 
Name: _____
Its: **David Graves**
Sr. Development Manager

By: 
Name: _____
Its: **Jeffrey D. Uittenbogaard**
Investment Director
Asset Management

Receipt of Executed Approval: I hereby certify that I am the Secretary to the Board of Zoning Adjustments of the City of San Leandro and in that capacity did receive this copy of **PLN17-0003** Agreement to Conditions fully executed by all parties thereto, and that the effective date of this zoning approval granted herein is **August 3, 2017**.

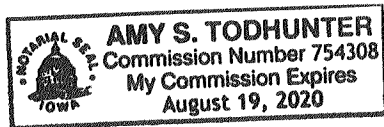
STATE OF IOWA)
) ss.
COUNTY OF POLK)

On August 18, 2017, before me, Amy S. Todhunter, a Notary Public in and for said state, personally appeared David Graves and Jeffrey D. Uittenbogaard, personally known to me (or proved to me on the basis of satisfactory evidence) to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same in their authorized capacities, and that by their signatures on the instrument the persons or the entity upon behalf of which the persons acted, executed the instrument.


I certify under PENALTY OF PERJURY under the laws of the state of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.


Amy S. Todhunter, notary public



CITY OF SAN LEANDRO, a municipal corporation


Attest: 

Tamika Greenwood,
City Clerk



Andrew J. Mogensen, Secretary, AKA Andrew Mogensen
Board of Zoning Adjustments

Approved as to Form:



Rich Pio Roda, City Attorney

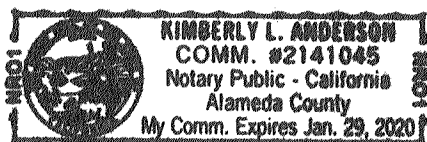
CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California)
) ss.
County of Alameda)

On August 22, 2017 before me, KIMBERLY L. ANDERSON, NOTARY PUBLIC,
personally appeared Andrew Mogensen,

My commission number is 2141045.



who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

My commission expires on January 29, 2020.

WITNESS my hand and official seal.

Kimberly L. Anderson
Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: PLN17-0003, Agreement to Conditions, 100 Halcyon Drive

Document Date: August 3, 2017

Number of Pages: 19

Signer(s) Other Than Named Above:

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____

- ☐ Individual
☐ Corporate Officer – Title(s): _____
☐ Partner – ☐ Limited ☐ General
☐ Attorney in Fact
☐ Trustee
☐ Guardian or Conservator
☐ Other: _____

Signer is Representing: _____

RIGHT THUMBPRINT
OF SIGNER
Top of thumb here

Signer's Name: _____

- ☐ Individual
☐ Corporate Officer – Title(s): _____
☐ Partner – ☐ Limited ☐ General
☐ Attorney in Fact
☐ Trustee
☐ Guardian or Conservator
☐ Other: _____

Signer is Representing: _____

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OF SIGNER
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CONDITIONS OF APPROVAL

PLN17-0003

100 Halcyon Drive

100 Halcyon Owners, LLC (Applicant and Property Owner)

I. COMPLIANCE WITH APPROVED PLANS

- A. The project shall comply with Exhibits A through VV, attached to the staff report, dated August 3, 2017, except as hereinafter modified. (Exhibits are on file at the City of San Leandro, Community Development Department, 835 East 14th Street, San Leandro, California, 94577).

Exhibit A - Site Plan, Zoning Map (Sheet A0.0)
Exhibit B - Site Plan (Sheet A1.0)
Exhibit C - Alternative Site Plan (Sheet AB-A2.1)
Exhibit D - Building 1 Site Plan (Sheet 1-A1.0 ALT)
Exhibit E - Building 1 Floor Plan (Sheet 1-A2.1)
Exhibit F - Building 1 Roof Plan (Sheet 1-A2.10)
Exhibit G - Building 1 Elevations (Sheet 1-A3.1)
Exhibit H - Building 1 Alternative for Cell Tower (Sheet 1-A3.2), as per IV. H. below.
Exhibit I - Building 2 Site Plan (Sheet 2-A1.1)
Exhibit J - Building 2 Floor Plan (Sheet 2-A2.1)
Exhibit K - Building 2 Roof Plan (Sheet 2-A2.10)
Exhibit L - Building 2 Elevations (Sheet 2-A3.1)
Exhibit M - Building 3 Site Plan (Sheet 3-A1.1)
Exhibit N - Building 3 Floor Plan (Sheet 3-A2.1)
Exhibit O - Building 3 Roof Plan (Sheet 3-A2.10)
Exhibit P - Building 3 Elevations (Sheet 3-A3.1)
Exhibit Q - Line of Sight Study (Sheet DAB-A4.1)
Exhibit R - Landscape Plan (Sheet LC1)
Exhibit S - Topographic Survey (Sheet C1)
Exhibit T - Civil Engineer Site Plan (Sheet C2)
Exhibit U - Civil Details (Sheet C3)
Exhibit V - Sections (Sheet C4)
Exhibit W - Sections (Sheet C4.1)
Exhibit X - Grading and Drainage (Sheet C5)
Exhibit Y - Utility Plan (Sheet C6)
Exhibit Z - Storm Water Quality Control Plan (Sheet C7)
Exhibit AA - Right Turn Pocket Exhibit (EX1)
Exhibit BB - Colored Rendering Building 1
Exhibit CC - Colored Rendering Building 2
Exhibit DD - Colored Elevations
Exhibit EE - Photometric Plan (Sheet P-SL-2)
Exhibit FF - Colors and Materials Board
Exhibit GG - Distant Views of Murals on Elevations
Exhibit HH - Indigenous People/Fall Image-Mural
Exhibit II - Industrial Age (wrench)/Winter Image-Mural

Exhibit JJ - Digital Age/Spring Image-Mural
Exhibit KK - Reaching Human Potential/Summer Image-Mural
Exhibit LL – Signage Elements (Colors and Materials)
Exhibit MM – Signage Hierarchy (Signage Types)
Exhibit NN – Monument Sign Color Elevations
Exhibit OO – Monument Sign Elevations with Dimensions
Exhibit PP – Monument Sign Details
Exhibit QQ – Monument Sign Footings
Exhibit RR – Monument Sign Engineering
Exhibit SS – Directional Sign
Exhibit TT – Wall Sign Tenant Identification
Exhibit UU – Edge Sign Building Address Identification
Exhibit VV – Sign Location Plan (Key Map)

- B. The developer shall be responsible for assuring that any successor in interest who assumes responsibility for this zoning approval is informed of its terms and conditions.
- C. Conditional Use Permit and Site Plan approval shall lapse after one (1) year following Board of Zoning Adjustments approval of the application unless a grading permit or building permit has been issued, coupled with diligent progress evidencing good faith intention to commence the intended use; or an occupancy permit has been issued; or the approval is renewed, as provided in Section 5-2218.E. Pursuant to Zoning Code Section 5-2218.E. upon written request the approval may be renewed by the Zoning Enforcement Official for one (1) year, with one additional (1) one-year renewal allowed for a total period not to exceed two (2) years without notice or public hearing if the findings required by Section 2-580.H. remain valid. Application for renewal shall be made in writing to the Community Development Director not less than 30 days or more than 120 days prior to expiration of the Conditional Use Permit and Site Plan approval. Denial of a request for renewal of the Project approval may be appealed.

II. PERMITTED USE

- A. This is Conditional Use Permit and Site Plan Review is an approval to demolish the existing structures on the site of the former Kraft Foods manufacturing facility at 100 Halcyon Drive and redevelop the 30.74 acre site into an industrial complex with warehousing and office space. The proposed San Leandro Business Center development would consist of three new industrial buildings totaling 553,200 square feet. The buildings would accommodate a range of industrial, research, warehouse and office uses. This Permit also includes height exceptions for the buildings to have a height between 35- to 50-feet tall, a 70 foot tall architecturally screened tower for a co-locating wireless telecommunication facility on Building 1 where 57 feet is the maximum allowed (15 feet above the parapet) and for 43.5- to 46 feet tall southeastern corner portion on Building 2 where 25 feet is the maximum height being within 100 feet of a R Residential District building. This approval also permits the murals on the exterior of the building walls per Exhibits GG to KK. IG(AU) Industrial General, Assembly Use Overlay District; Alameda County Assessor's Parcel Numbers 77C-1240-2, 77C-1315-2, and 77C-1235-3-4.

- B. This Conditional Use Permit approves the use of Warehouse-Storage Facilities; Warehouse-Wholesale/Retail Distribution Facilities; Vehicle/Equipment Repair, General; Vehicle/Equipment Repair, Limited; and Vehicle/Heavy Equipment Rentals on the subject property, as defined by the City of San Leandro Zoning Code. Any other conditionally permitted uses shall require prior approval of amended Conditional Use Permit, as identified in the San Leandro Zoning Code.
- C. Parking adequacy shall be evaluated prior to the City's issuance of a Business License and/or Administrative Review approval. Additional parking and/or alternative parking options may be required by the Zoning Enforcement Official to compensate for parking deficiencies prior to issuance of a City Business License or Administrative Review approval. These options may include, but are not limited to, the provision of expanded employee shuttle services to BART, parking shelf systems, or the redesign of existing parking and loading areas in order to ensure the property has adequate parking.
- C. The storage and display of equipment, materials, and merchandise outside of the buildings shall be prohibited. Vehicle and trailer parking shall be restricted to designated areas upon paved surface.
- D. The mural(s) for each respective building shall be completed, prior to issuance of Certificate of Occupancy of the respective building.
- E. These conditions of approval shall be posted conspicuously inside the buildings prior to Certificate of Occupancy and a copy shall be included with the lease agreement provided to future tenants of the building.
- F. No application for amendment of the application or Conditions of Approval may be submitted or accepted for processing by the City unless (i) there is full compliance with all terms of the application and Conditions of Approval; or (ii) the Community Development Director can waive compliance with the terms of the application if they are minor in content.
- G. The project shall remain in substantial compliance with the approved exhibits and plans. Any change to the parameters of the proposed project shall be subject to the review and approval of the Community Development Director, who may administratively approve or require review by the Board of Zoning Adjustments as a modification to appropriate application approval listed above.

III. ENVIRONMENTAL MITIGATION MEASURES

- A. All mitigation measures indicated in the Mitigated Negative Declaration shall be included and are hereby incorporated as Conditions of Approval. Said mitigation measures are also listed in the Mitigation Monitoring Plan and the developer shall comply with and implement all provisions of said Mitigation Monitoring Plan. The applicant shall provide a copy of the Mitigation Monitoring Plan to all construction contractors prior to commencement with demolition of the property.

B. Air Quality

1. Project's construction contractor shall comply with the following Bay Area Air Quality Management District (BAAQMD) Best Management Practices for reducing construction emissions of PM₁₀ and PM_{2.5}:
 - a) Water all active construction areas at least twice daily, or as often as needed to control dust emissions. Watering should be sufficient to prevent airborne dust from leaving the site. Increased watering frequency may be necessary whenever wind speeds exceed 15 miles per hour. Reclaimed water should be used whenever possible.
 - b) To control dust, pave, apply water twice daily or as often as necessary, or apply (nontoxic) soil stabilizers on all unpaved access roads, parking areas, and staging areas at construction sites.
 - c) Cover all trucks hauling soil, sand, and other loose materials or require all trucks to maintain at least two feet of freeboard (i.e., the minimum required space between the top of the load and the top of the trailer).
 - d) Sweep daily with water sweepers (using reclaimed water if possible), or as often as needed, all paved access roads, parking areas, and staging areas at the construction site to control dust.
 - e) Sweep public streets daily (with water sweepers using reclaimed water if possible) in the vicinity of the Project site, or as often as needed, to keep streets free of visible soil material.
 - f) Hydroseed or apply nontoxic soil stabilizers to inactive construction areas.
 - g) Enclose, cover, water twice daily, or apply nontoxic soil binders to exposed stockpiles (e.g., dirt, sand, etc.).
 - h) Limit vehicle traffic speeds on unpaved roads to 15 mph.
 - i) Replant vegetation in disturbed areas as quickly as possible.
 - j) Install sandbags or other erosion control measures to prevent silt runoff from public roadways.
2. The Project construction contractor(s) shall use construction equipment fitted with Level 3 Diesel Particulate Filters (DPF) for all construction equipment of 50 horsepower or more. Prior to any construction, the construction contractor(s) shall ensure that all construction plans submitted to the City of San Leandro Community Development Department clearly show the requirement for Level 3 DPF for construction equipment over 50 horsepower. During construction, the construction contractor(s) shall maintain a list of all operating equipment in use on the Project site

for verification by the City of San Leandro Community Development Department. The construction equipment list shall state the makes, models, and numbers of construction equipment on site. Equipment shall be properly serviced and maintained in accordance with manufacturer recommendations. The construction contractor(s) shall ensure that all nonessential idling of construction equipment is restricted to five minutes or less in compliance with California Air Resources Board (CARB) Rule 2449.

3. Prior to issuance of the certification of occupancy, the City of San Leandro shall require future tenants proposing food processing or food manufacturing operations to prepare an Odor Management Plan that identifies Project design features, measures, and control technologies to ensure compliance with BAAQMD Regulation 7, Odorous Substances, which requires abatement of any nuisance generating an odor complaint. The Odor Management Plan for food processing/food manufacturing facilities shall be submitted to the City. During operation of the proposed facility, the City shall conduct periodic evaluation of on-site odors per the schedule and reporting requirements outlined in the Odor Management Plan

C. Biological Resources

1. Adequate measures shall be taken to avoid inadvertent take of bird nests protected under the federal Migratory Bird Treaty Act and California Department of Fish and Game Code when in active use. This shall be accomplished by taking the following steps.
 - a) If tree removal and initial construction is proposed during the nesting season (March to August), a focused survey for nesting raptors and other migratory birds shall be conducted by a qualified biologist within 7 days prior to the onset of tree and vegetation removal or building demolition, in order to identify any active nests on the site and surrounding area within 100 feet of proposed construction. The site shall be resurveyed to confirm that no new nests have been established if vegetation removal and demolition has not been completed or if construction has been delayed or curtailed for more than 7 days during the nesting season.
 - b) If no active nests are identified during the construction survey period, or development is initiated during the non-breeding season (September to February), tree and vegetation removal and building construction may proceed with no restrictions.
 - c) If bird nests are found, an adequate setback shall be established around the nest location and vegetation removal, building demolition, and construction activities restricted within this no-disturbance zone until the qualified biologist has confirmed that any young birds have fledged and are able to function outside the nest location. Required setback distances for the no-disturbance zone shall be based on input received from the CDFW; and may vary depending on species and sensitivity to disturbance. As necessary, the no-disturbance zone shall be fenced with temporary orange construction fencing if construction is to be initiated on the remainder of the site.

- d) A report of findings shall be prepared by the qualified biologist and submitted to the City for review and approval prior to initiation of vegetation removal, building demolition and other construction during the nesting season (March to August). The report shall either confirm absence of any active nests or should confirm that any young are located within a designated no-disturbance zone and construction can proceed. No report of findings is required if vegetation removal, building demolition, and other construction is initiated during the non-nesting season (September to February) and continues uninterrupted according to the above criteria.

D. Cultural Resources

1. Pursuant to Health and Safety Code Section 7050.5 and the CEQA Guidelines Section 15064.5(e) in the event that human remains are discovered during excavation and/or grading of the site, all activity within a 50-foot radius of the find shall be stopped. The Alameda County Coroner shall be notified immediately and make a determination as to whether the remains are of Native American origin or whether an investigation into the cause of death is required. If the remains are determined to be Native American, the Coroner will notify the Native American Heritage Commission (NAHC) immediately. Once the NAHC identifies the most likely descendants, the descendants will make recommendations regarding proper burial, which will be implemented in accordance with Section 15064.5(e) of the CEQA Guidelines. If the MLD does not make recommendations within 48 hours, the owner shall, with appropriate dignity, reinter the remains in an area of the property secure from further disturbance. Alternatively, if the owner does not accept the MLD's recommendations, the owner or the descendent may request mediation by the NAHC.

E. Tribal Cultural Resources

1. If any prehistoric or historic subsurface cultural resources are discovered during ground-disturbing activities, all work within 50 feet of the resources shall be halted and a qualified archaeologist shall be consulted to assess the significance of the find according to CEQA Guidelines Section 15064.5. If any find is determined to be significant, representatives from the City and a qualified archaeologist would meet to determine the appropriate avoidance measures or other appropriate mitigation. All significant cultural materials recovered shall be, as necessary and at the discretion of the consulting archaeologist, subject to scientific analysis, professional museum curation, and documentation according to current professional standards. In considering any suggested mitigation proposed by the consulting archaeologist to mitigate impacts to historical resources or unique archaeological resources, the City shall determine whether avoidance is necessary and feasible in light of factors such as the nature of the find, proposed Project design, costs, and other considerations. If avoidance is infeasible, other appropriate measures (e.g., data recovery) would be instituted. Work may proceed on other parts of the Project site while mitigation for historical resources or unique archaeological resources is being carried out.

F. Hazards and Hazardous Materials

1. A systematic plan for identifying, handling, and removing hazardous building materials for structures proposed for demolition at the Project site shall be prepared by a licensed professional and submitted to the City of San Leandro for approval prior to demolition. The plan shall be implemented by a qualified professional. All loose and peeling lead-based paint and ACM shall be abated by a certified contractor(s) in accordance with City and other local, state, and federal requirements. All other hazardous materials, such as "universal wastes," shall be removed from structures prior to demolition in accordance with Department of Toxic Substances Control (DTSC) regulations and City requirements. The findings of the abatement activities shall be documented by a qualified environmental professional(s) and submitted to the City prior to the issuance of construction and Demolition Permits.

G. Transportation and Circulation

1. Implement the change in use of the project site driveway on Washington Avenue, as described and illustrated in the "Specific Intersection Improvements" section of the April 28, 2017 Transportation Impact Analysis prepared by Kittelson and Associates. This includes using the driveway on Washington Avenue as a full-access driveway rather than a right-turn in/right-turn out driveway, necessitated by striping a two-way left-turn lane on Washington Avenue between 143rd Avenue and the railroad crossing north of Chapman Road. The two-way left turn lane could be accommodated by removing parking on one side of Washington Avenue. These changes would distribute vehicular access to Project site among two driveways, and delays at the Halcyon Drive/Project driveway intersection would be significantly reduced.
2. Modifications to the existing signal timing scheme at study intersection #3, Washington Avenue and Halcyon Drive, described in the "Specific Intersection Improvements" section of the April 28, 2017 Transportation Impact Analysis prepared by Kittelson and Associates, shall be implemented. Specifically, optimize the existing signal timing scheme at this intersection appropriately for the traffic volumes expected during the Existing Plus Project and future Cumulative Plus Project conditions. Additionally, as a part of the Project, extend the westbound right-turn lane at this intersection by approximately 230 feet in length. Optimized signal timing would reduce queuing at all approaches to the intersection, while the extended turn lane would facilitate increased movement of vehicles out of signal-restricted lanes.

IV. ADDITIONAL PLAN SUBMITTALS

- A. Prior to issuance of building permits, the developer shall submit final landscape and irrigation plans for the review and approval of the Zoning Enforcement Official and Principal Engineer. Said plans shall include all setbacks and planters adjacent to the driveway. At a minimum, the planting plan shall include trees with a minimum size of 24-inch box. The minimum size for the shrubs and vines shall be five gallons and the ground cover shall be one gallon or from flats with appropriate spacing for coverage. Said plans shall include details such as: 1) tree size, species and location; 2) shrubs and

groundcovers; 3) installation specifications, including tree staking; 4) irrigation details; 5) water conservation techniques; and 6) maintenance programs. Final landscape and irrigation plans shall be prepared by a California licensed landscape architect and shall conform to the Model Water Efficient Landscape Ordinance as updated by the State of California Department of Water Resources. Tree planting in the forefront of the painted wall murals may be adjusted accordingly so as not to obstruct the view of the murals from the public right-of-way. Moreover, the landscape plan and the selection of trees and shrubs shall be designed and the planting implemented to minimize debris from the plants to blowing over to the Oleander Street single-family residences.

- B. Prior to approval of a building permit for the new building an actual colors and materials board shall be submitted and subject to the review and approval of the Zoning Enforcement Official.
- C. Prior to issuance of building permit, the developer shall submit final details and specifications for a residential soundwall with a minimum height of ten (10) feet tall separating the subject property from residential properties adjacent to the southeast (i.e., Oleander Street, Halcyon Drive) and for the decorative/tubular metal fence adjacent to the eastern railroad right-of-way. Decorative/tubular metal fencing shall be a minimum of eight feet in height and may be designed and constructed higher with prior approval from the Zoning Enforcement Official. Said fencing shall include pedestrian gate(s) and improved access paths to connect the subject property and its buildings to the future East Bay Greenway. The details and specifications for the required residential soundwall, decorative/tubular metal fencing and pedestrian access gate(s) shall be subject to the review and approval of the Community Development Director. The installation of the required pedestrian access gate(s) may be deferred until construction of the East Bay Greenway commences with prior approval of the Community Development Director.
- D. Prior to issuance of building permits, the developer shall submit final details and specifications for any freestanding or exterior trash enclosure structures. Said details and specifications shall be designed to blend in and complement the new building, to the satisfaction of the Community Development Director.
- E. Prior to issuance of building permits, the developer shall submit final plans and details for site lighting (including submittal of a photometric study) for the review and approval of the Community Development Director. The plans and details shall show location, height, decorative features, bulb types, illumination levels and construction details showing materials and finishes to be used for construction. Lighting fixtures shall be "dark sky" compliant and focused below the horizontal plane. No site lighting may spill offsite. Staff may require lighting modifications including the installation of reflectors or visors for lighting fixtures in proximity to sensitive residential areas.
- F. Prior to issuance of building permits, applicant shall submit a final site plan that shows on-site bicycle parking locations, counts, details and specifications, for the review and approval of the Community Development Director and the City Engineer. The minimum number of bicycle parking provided shall be at least 5% of the provided

vehicle parking spaces and said location of the spaces shall be distributed evenly on the site plan.

- G. Prior to issuance of building permits, a green building and water-efficient landscape checklist shall be completed and incorporated into building permits for this project. For the purposes of this condition, the checklists shall be the Build-it Green GreenPoint Rated checklist for New Industrial Buildings, or an equivalent rating system, as approved by the Zoning Enforcement Official, and the StopWaste.Org Bay-Friendly Landscape checklist.
- H. Prior to issuance of a building permit for Building 1, the applicant and architect shall provide a revised wireless communications facility tower design that identifies a decorative parapet or roof and a clock face on at least two sides of the tower feature. The final design of the wireless communications facility tower shall be reviewed and approved by the Zoning Enforcement Official prior to issuance of the building permit.
- I. Prior to issuance of a Certificate of Occupancy, the applicant shall provide the Planning Division with three final bound color copies of the final Sign Program as well as an electronic copy in PDF or similar format. Any minor changes or revisions to the Sign Program shall require approval by the Zoning Enforcement Official. Major Sign Program revisions or amendments shall be referred to the Site Development Sub-Commission or Board of Zoning Adjustments for consideration.
- J. Security guard kiosks for entrances on Halcyon Drive and Washington Avenue may be submitted and approved by separate building permit. The design of the security booths may include a restroom and shall be consistent with the architecture of the other buildings on the property.

V. ENGINEERING AND TRANSPORTATION DEPARTMENT

A. Subdivision

- 1. The applicant proposes three future lots on two existing parcels which dictates a Parcel Map (two lots to three lots). The map shall be approved and recorded prior to building permit issuance for proposed Building #2. Required access easements and utility easements to serve the three lots shall be either shown on the Parcel Map or created via separate plat maps and legal descriptions. A Shared Maintenance Agreement or similar document should be prepared to govern how common area improvements will be managed and maintained in perpetuity.

B. Preliminary Geotechnical Investigation

- 1. Building permit plans shall show that the site features (walkways, etc.) that adjoin building entrances shall be designed to allow for liquefaction-induced settlement of the building foundations as discussed in Section 5.1.2 of the Preliminary Geotechnical Investigation without creating access obstructions for those with disabilities.

C. Phase II Environmental Site Assessment

1. Preparation of site-specific Health and Safety Plan (HASP) is required prior to issuance of a Demolition Permit. Said plan shall outline safe work practices and emergency procedures to be followed during earthwork at the site within the former railroad spur areas identified to contain elevated petroleum hydrocarbon, lead and arsenic concentrations.
2. Preparation of a Site Management Plan shall be required prior to issuance of a Demolition Permit to outline impacted soil handling and disposal requirements, and if required by the development plans, groundwater dewatering, storage, treatment and disposal requirements.

D. Halcyon Drive/Niles Subdivision Rail Crossing

1. A mainline railroad crossing operated by Union Pacific Railroad and Amtrak on the Niles Subdivision extends across Halcyon Drive along the southern frontage of the applicant's property. The crossing is identified as follows:

RSSIMS Crossing ID XING ALA-1756
DOT Crossing ID 749744E
CPUC Crossing ID 001D-16.70

In addition, a disconnected spur track extends across Halcyon Drive, immediately east of the mainline crossing. The modifications, as shown on sheet EX1 (Exhibit AA) prepared by Kier & Wright Civil Engineers & Surveyors, Inc., shall be guaranteed by an Improvement Agreement in conformance with §7-1-945 of the San Leandro Municipal Code. Verified costs for said modifications will be eligible for credit against any City-assessed "Development Fee for Street Improvements (DFSI)" as described in San Leandro Municipal Code §7-11-125. The applicant shall be responsible for all costs that exceed the available Development Fee for Street Improvements (DFSI) credit.

E. Left-turn pocket on Washington Avenue as mitigation measure for CEQA

1. As per the mitigation measure TRANS-1 per on page 4-85 of San Leandro Business Center Initial Study/Mitigated Negative Declaration by Placeworks, Washington Avenue shall be a full-access driveway rather than right-turn in/right-turn out driveway. This necessitates striping a two-way left-turn lane on Washington Avenue between 143rd Avenue and the railroad crossing north of Chapman Road. The two-way left turn lane could be accommodated by removing parking on one side of Washington Avenue (**Condition III. G. 1.**). The modifications shall be completed prior to issuance of a Certificate of Occupancy for any new building. The applicant shall send out neighborhood notifications and get approval from neighboring property owners/business owners for the striping change and loss of curb parking.

F. Utilities

1. The potable water network that serves the site is owned and operated by East Bay Municipal Utility District (EBMUD). Contact EBMUD at 866-403-2683 for more information about connections and water service (information only; no action required).
2. The proposed project is in the Oro Loma Sanitary District service area. The applicant shall contact Oro Loma Sanitary District (510-276-4700) for specific sanitary sewer connection and discharge requirements, and shall submit a copy of Oro Loma Sanitary District Sewer Permit to the City prior to Encroachment Permit Issuance.
3. The applicant shall locate all new and existing electric and communications utilities serving the site underground, prior to issuance of Certificate of Occupancy Permit.

G. Site Planning

1. Building Permit plans shall show proposed bicycle parking racks for each of the three buildings. Bicycle parking spaces shall consist of secure foundation-inset steel loops or a similar design and distributed between all three buildings in a visible location near building entrances. Bicycle lockers are permitted as an alternative.
2. Building permit plans shall show dimension and bearings for the future property lines on civil sheets with setbacks to each building.
3. Trash enclosures shall have roofs and shall be designed to avoid storm water run-on to the trash enclosure pad. Runoff from trash enclosures, recycling areas, or similar facilities shall not discharge directly to the storm drain system without treatment. If a trash enclosure has hot and cold water supply (not a requirement of the City), it is required that the drain inlet within the trash enclosure be connected to the sanitary system instead of the storm drain system. Trash enclosures shall be operational prior to issuance of Certificate of Occupancy for any new building.
4. Building plans shall show that one in every eight required accessible parking spaces shall be van accessible; refer to the City of San Leandro Std. Plan Dwg. No. 600 for parking layout requirements. Accessible parking striping and pavement marking shall be as required by the Building Division and shown on the Building Permit Plans.
5. Building Permit plans shall include a signing and striping plan showing STOP control at both driveways, red painted curbs at required fire lanes, and travel direction pavement arrows as required by the City's Transportation Engineer.

H. Permits

1. The applicant shall obtain an Encroachment Permit from the Engineering and Transportation Department for any work within public right-of-way. Contractors shall be properly licensed, have a valid Business License, and submit proof of insurance. Applicable fees/deposits shall be paid.

2. A Grading Permit shall be required for the project. The requirements for said permit are indicated in San Leandro Municipal Code §7-12. The permit will be issued prior to or concurrent with the Building Permit. The San Leandro Municipal Code can be found at http://www.sanleandro.org/about/municipal_code.asp. The geotechnical engineer of record shall certify that the design of site improvements conforms to recommendations from the Geotechnical Investigation.
 3. The site shall be subject to a Construction General Permit according to the National Pollutant Discharge Elimination System (NPDES) General Permit No. CAS000002. The general permit is applicable to construction sites that disturb on or more acres of land surface. The applicant shall be required to register the project with the State Water Board's Storm water Multi-Application and Report Tracking System (SMARTS) website. A Qualified Stormwater Pollution Prevention Plan (SWPPP) Developer (QSD) and a Qualified SWPPP Practitioner (QSP) shall be responsible for permit compliance. The SMARTS system will generate a Waste Dischargers Identification (WDID) number which shall be printed on the Demolition Plans and Grading and Erosion Control plans.
- I. Other Comments
1. The applicant shall enter into an Improvement Agreement with the City in conformance with §7-1-945 of the San Leandro Municipal Code to guarantee installation of required public improvements along the Halcyon Drive and Washington Avenue property frontages. The value of these improvements shall be included in a detailed Engineer's Estimate subject to review by the City. The guarantee will be in the form of a financial instrument approved by the City and in accordance with §66499 et seq. of the California Government Code.
 2. The City's traffic impact fee program is called "Development Fee for Street Improvements" (DFSI). According to the adopted 2017-18 Fee Schedule, the rate for General Industrial is \$1.24 per gross building square foot with an equivalent credit offered for the prior use. Assuming 552,674 of new proposed building square footage and 458,443 SF of existing (from tax assessor records), the net square footage will be 94,231 SF. Thus the DFSI will be \$116,846.44 which shall be due prior to issuance of the first Building Permit. This fee is subject to change each fiscal year. According to the City of San Leandro adopted Municipal Code §7-11-125 "Credits", right-of-way improvements beyond 14 feet from property line are eligible for credit against the DFSI. Said credit will be based on verified contractor invoices for work. The credit will not exceed the total DFSI due for this proposed project.
 3. Washington Avenue is in the City's adopted Underground Utility District Master Plan. As such, an in lieu fee is required in the amount of \$148,789.19 which is calculated at \$372.36 per linear foot frontage. This undergrounding overhead utility conversion fee is due at the time of Building Permit issuance for the first building. This fee is subject to change at the beginning of each fiscal year.

4. All temporary telecommunication facilities and equipment installed by separate permit shall be permanently removed from the site prior to issuance of Certificate of Occupancy for the final building.
 5. Any existing utility pole along property frontage which is not being used, shall be permanently removed prior to issuance of Certificate of Occupancy for the final building.
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VI. FIRE DEPARTMENT REQUIREMENTS

- A. Building Permit plans shall include Occupancy Classifications, Type of Construction, and documentation from East Bay Municipal Utility District (EBMUD) showing fire flow complies with the Fire Code.
- B. An irrevocable deeded access easement (EVAE, Emergency Vehicle Access Easement) shall be required for all three buildings as the required access for each building crosses property lines. The required Final Map/Parcel Map shall be filed with the City showing and deeding said EVAE.
- C. Building Permit plans shall include a site plan clearly showing the Fire Department access roads through the site and the Aerial Fire apparatus access as required in Appendix D of the 2016 California Fire Code. In the event there are dead-end fire department access roads exceeding 150 feet, a Fire Department turnaround shall be required.
- D. Building Permit plans shall include a site plan clearly showing locations of all red curb fire lanes and "No Parking Fire Lane" signs.
- E. Building Permit plans shall show all locations of the fire pump rooms and the type of fire pumps to be installed. Per Section 4.13.2 of NFPA 20-2016 Edition the location of the fire pump rooms shall be preplanned with the Alameda County Fire Department. The fire pump rooms shall be accessible from the exterior of the building.
- F. Upon Building Permit application, the appropriate addresses and address ranges for each building shall be included on the Building Permit application(s).
- G. All addresses shall be clearly marked, visible and legible from the street and on-site roadway.

VII. POLICE DEPARTMENT REQUIREMENT

- A. All building addresses shall be placed in such a position as to be plainly visible and legible from the street. Said numbers shall contrast with their background and be visible at night. Details including number size and location shall be submitted for the review and approval of the City of San Leandro Police Department, Fire Marshal and the Community Development Director, prior to issuance of building permits. Specific property addresses will be assigned by the Building Division of the Community Development Department.

VIII. MAINTENANCE

- A. The project site shall be well-maintained and shall be kept free of litter, debris and weeds at all times.
- B. Any graffiti shall be promptly removed from building walls, perimeter sound walls murals and/or fences. The developer and its successors in interest shall comply with the rules and regulations of the City's graffiti removal program and shall grant a license and right of entry as requested to enforce the terms of such program.
- C. All fencing and walls on the project site shall be structurally sound, graffiti- free and well maintained at all times.
- D. Barbed or razor wire shall not be installed on any fence, wall or building on the project site.
- E. All landscaping improvements shall be maintained in a healthy, growing condition at all times. Trees and shrubs necessary for removal shall be replaced.
- F. Upon demolition or removal of existing structures and improvements, the site shall be enclosed with a security fence and monitored for security.
- G. The applicant shall apply a clear-coat anti-graffiti protectant to the murals.

IX. CONSTRUCTION PROVISIONS

- A. Pest and vermin control shall be instituted prior to the demolition and construction of the project.
- B. During construction the following high standards for sanitation are required: Garbage cans, construction dumpsters, and debris piles shall be removed on a minimum weekly basis. All food related trash items such as wrappers, cans, bottles, and food scraps shall be disposed of in closed containers only and shall be regularly removed from the site. At no time shall debris remain on site unattended within the front yard setback of the property. Inspections will be conducted as part of the regular construction compliance, to ensure compliance of the Applicant and contractors with this requirement.
- C. Construction activity shall not commence prior to 7:00 a.m. and shall cease by 7:00 p.m. Monday through Friday, and construction activity shall not commence prior to 9:00 a.m. and shall cease by 5:00 p.m. on Saturday. No construction is permitted on Federal holidays or Sundays. As provided in the City of San Leandro's Noise Ordinance (ORDINANCE NO. 2003-005), "construction" shall mean any site preparation, assembly, erection, substantial repair, alteration, demolition or similar action, for or on any private property, public or private right-of-way, streets, structures, utilities, facilities, or other similar property. Construction activities carried on in violation of this Article may be enforced as provided in Section 4-11-1130, and may also be enforced by issuance of a stop work order and/or revocation of any or all permits issued for such construction

activity. Procedures with the highest noise potential shall be scheduled for daylight hours, when ambient noise levels are highest. The contractor(s) shall be required to employ the quietest among alternative equipment or to muffle/control noise from available equipment.

- D. Construction activity shall not create dust, noise or safety hazards for adjacent residents and properties. Dirt and mud shall not be tracked onto Halcyon Drive or Washington Avenue from the project site during construction. Standard construction dust control procedures, such as wetting, daily roadwashing and other maintenance functions to control emissions, shall be implemented at all times during outdoor construction. Dust generating activities such as excavation, paving etc., shall be scheduled in the early morning and other hours when wind speeds are low. All construction contracts shall include the following requirements: 1) unpaved construction sites shall be sprinkled with water at least twice per day; 2) trucks hauling construction materials shall be covered with tarpaulins or other effective covers; 3) streets surrounding demolition and construction sites shall be swept at least once per day; and 4) paving and planting shall be done as soon as possible. City shall charge developer, and developer shall pay, for all costs of sweeping city streets in the vicinity of the project as necessary to control dust and spillage.
- E. Construction workers on the project shall be provided clean drinking water, portable toilets and handwashing stations as sanitary facilities for use during all phases of construction. Said portable toilets shall be screened from view from the public right-of-way or located to the interior or rear of the site.

X. GENERAL CONDITIONS

- A. All exterior mechanical equipment such as air conditioning/heating units and radio/television antennas shall be screened from view so as not to be visible from adjacent properties or streets to the satisfaction of the Community Development Director. This condition shall not apply to wireless cable receivers that do not exceed three feet in diameter.
- B. All electrical transformers shall be vaulted underground or concealed within building cabinets. In the event that the transformer cannot be undergrounded, it shall be painted an appropriate color and screened from view with landscaping consistent with the access requirements of PG&E. Details for screening shall be subject to the review and approval of the Community Development Director.
- C. No temporary or unauthorized signs including but not limited to banners, streamers and pennants shall be placed on the property, unless approved by the City under a Temporary Sign Permit or Special Event Permit. The use of spotlights, feather signs, animated or inflatable signs, balloons, and lasers shall be prohibited at all times. These requirements shall be identified in the final Sign Program.
- D. No objectionable odors emanating from the buildings or trash enclosures shall be detectable beyond the subject property. The City may require noncompliant tenants to

install odor control measures including but not limited to the installation of air filters or odor control systems.

- E. Vehicle idling shall be actively discouraged and restricted to a maximum of two minutes. A sign up to three (3) square feet in size shall be clearly posted at all entries to notify drivers of this requirement.
- F. No use, activity, or process shall produce vibrations that are perceptible without instruments by a reasonable person at the property lines of the site.
- G. No use, process, or activity shall produce dust that is perceptible without instruments by a reasonable person at the property lines of the site.
- H. There shall be no loitering permitted on the site and the site shall be posted to permit enforcement of the City ordinance prohibiting loitering by the City of San Leandro Police Department.
- I. The City of San Leandro shall maintain the ability to revoke this Conditional Use Permit and set a new public hearing date in order to impose additional conditions to correct problems that may arise such as property maintenance, code violations, and excessive nuisance related responses from Police or Code Enforcement. Additional conditions, to correct problems, include but are not limited to modifications of hours of operation, odor control measures, noise abatement measures, and/or additional parking requirements.
- J. The approvals granted by the City as a result of this application, as well as the Conditions of Approval, shall be recorded in the Office of the County Recorder of Alameda County.
- K. Pursuant to Zoning Code Section 5-2218, this approval shall lapse on August 3, 2018, unless a) a grading permit or building permit has been issued, coupled with diligent progress evidencing good faith intention to commence the intended use; or b) an occupancy permit has been issued; or c) the approval is renewed, as provided for in said Zoning Code section.