CITY OF MERCED
Planning & Permitting Division

STAFF REPORT:	**#17-11**	**AGENDA ITEM:**	**4.1**
FROM:	Kim Espinosa, Planning Manager	**PLANNING COMMISSION** **MEETING DATE: June 21, 2017**	
PREPARED BY:	Julie Nelson, Associate Planner	**CITY COUNCIL** **MEETING DATE: Aug. 7, 2017**	

SUBJECT: **General Plan Amendment #15-03, Zone Change #422, Planned Development Establishment #74, and Conditional Use Permit #1203** for the proposed Merced Gateway Master Plan (hereinafter referred to as the "Project"), initiated by Gateway Park Development Partners, LLC, on behalf of Pluim Family Partnership, property owner. General Plan Amendment #15-03 would: 1) reconfigure the boundary between the Regional/Community Commercial (RC) and High to Medium Density Residential (HMD) designations; and, 2) amend the Official Circulation Plan by adding several driveways along the Campus Parkway Expressway. Planned Development Establishment #74 would establish a Site Utilization Plan for 601,127 square feet of commercial uses (including retail, restaurants, a hotel, and gas station), 178 multi-family residential dwelling units, and a 1.53-acre fire station site; along with development standards. Zone Change #422 would relocate and reduce the size of a High-Medium Density Residential (R-3-2) site, and change the designation of the Regional/Central Commercial (C-C) area to Planned Development (P-D) #74. The project site is bounded by Gerard Avenue, Coffee Street, Mission Avenue and Pluim Drive (extended), on property currently designated Regional/Community Commercial and High to Medium Density Residential. *PUBLIC HEARING*

ACTION: PLANNING COMMISSION:

Recommendation to City Council

1) Certification of Environmental Review #15-18 (Environmental Impact Report)
2) General Plan Amendment #15-03
3) Zone Change #422
4) Planned Development (P-D) Establishment #74 (including the adoption of the Merced Gateway Master Plan)

Table

1) Conditional Use Permit #1203

CITY COUNCIL:

Approve/Disapprove/Modify

1) Certification of Environmental Review #15-18 (Environmental Impact Report)
2) General Plan Amendment #15-03
3) Zone Change #422
4) Planned Development (P-D) Establishment #74 (including the adoption of the Merced Gateway Master Plan)

SUMMARY

General Plan Amendment/Zone Change

The project site is located at the northeast and southeast corners of Campus Parkway and Coffee Street and is bounded by Gerard Avenue to the north and Mission Avenue to the south (Attachment A). The site consists of 77.5 acres and is bisected by Campus Parkway resulting in approximately 51.06 net acres on the north side of Campus Parkway and 21.56 net acres on the south side of Campus Parkway. With the proposed Master Plan, Pluim Road would be constructed on the east side of the site providing roadways on all four sides of the project.

The project site currently has two General Plan designations: Regional/Community Commercial (RC) and High-Medium Density Residential (HMD). As shown on the map at Attachment B, the area designated as HMD is along the northern end encompassing the area from Coffee Street to the eastern edge of the site consisting of 20 acres (+/-). The Regional/Community Commercial area consists of the remaining 57.5 (+/-) acres extending to Mission Avenue to the south.

The current zoning for the site follows the same boundaries as the General Plan designations. The area designated by the General Plan as HMD is zoned R-3-2 and the area designated as RC on the General Plan is zoned Central Commercial (C-C) (Attachment C).

The project proposes to amend the General Plan and Zoning designations and to establish Planned Development (P-D) #74. In addition, the project includes a Master Plan (Attachment G) for the development of the site.

The General Plan Amendment would reconfigure the boundary between the residential and commercial portions of the project site, resulting in an increase in commercial acreage (67.5 acres +/-) and a decrease in residential acreage (8 acres +/-) (Attachment D). The Zone Change would change the zoning for the entire site to Planned Development (P-D) #74 (Attachment E).

The Master Plan for the site includes residential and commercial uses as well as a fire station site. The development would include 601,127 square feet of commercial uses and 178 multi-family dwellings. Refer to the site plan and table at Attachment F for the proposed location of each of these uses. The Master Plan also includes design guidelines for the project including landscaping, storm drainage, and signage, and architectural design. The Merced Gateway Master Plan is found at Attachment F.

Conditional Use Permit

This application was submitted in 2015. At that time, the City was undergoing a comprehensive update to the Zoning Ordinance. The new Zoning Ordinance went into effect on October 19, 2016. In 2015,the previous Zoning Ordinance required a Conditional Use Permit for development within a Planned Development. The new Zoning Ordinance changed this requirement to allow the Site Plan Review Committee to approve developments within a Planned Development. Therefore, Conditional Use Permit #1203, submitted as part of this application is no longer needed. Staff is recommending that the Planning Commission table the Conditional Use Permit. Subsequently the applicant will withdraw the application and submit a Site Plan Review application for final design approval prior to construction. The submittal of the Site Plan Review application would be contingent upon approval of the General Plan Amendment, Zone Change, Establishment of Planned Development (P-D) #74, and adoption of the Merced Gateway Master Plan by the City Council.

Staff Recommendation

Planning staff recommends the Planning Commission recommend to the City Council approval of General Plan Amendment #15-03, Zone Change #422, Planned Development Establishment #74, and the Merced Gateway Master Plan. Planning staff further recommends the Planning Commission table Conditional Use Permit #1203 as described above. Staff also recommends certification of the project Environmental Impact Report and associated documents.

RECOMMENDATION

Planning staff recommends that the Planning Commission:

A) Table Conditional Use Permit #1203;

B) Recommend to the City Council Certification of the Draft and Final Environmental Impact Report (EIR) #15-18; Adoption of Draft Findings of Fact and a Draft Statement of Overriding Considerations (Exhibit A of Planning Commission Resolution #3083 at Attachment M); and Adoption of a Mitigation Monitoring Program (Exhibit B of Planning Commission Resolution #3083 at Attachment M), subject to the Draft Resolution at Attachment M; and,

C) Recommend to City council approval of General Plan Amendment #15-03, Zone Change #422, and Planned Development (P-D) Establishment #74, including the adoption of the Merced Gateway Master Plan (including the adoption of Resolution #3084 at Attachment N) subject to the following conditions:

Conditions

*1) The proposed project shall be constructed/designed in substantial compliance with Exhibit 1 (site plan) and Exhibit 2 (the Merced Gateway Master Plan), -- Attachments F and G of Staff Report #17-11, except as modified by the conditions below or as approved by the Site Plan Review Committee.

*2) The approval of the Merced Gateway Master Plan is an approval of the conceptual design of the project. Specific details related to access, site design, and architectural details shall be approved by the Site Plan Review Committee prior to each phase of construction.

*3) In compliance with Merced Municipal Code Section 20.20.020 Q, Site Plan Review permits are required prior to construction to address conformance with the standards of Planned Development (P-D) #74, including but not limited to, building elevations, landscaping, signage, etc.

*4) Approval of the General Plan Amendment, Zone Change, Planned Development Establishment, and Merced Gateway Master Plan is subject to the applicant's entering into a written (legislative action) agreement that they agree to all the conditions and shall pay all City and school district fees, taxes, and/or assessments, in effect on the date of any subsequent subdivision and/or permit approval, any increase in those fees, taxes, or assessments, and any new fees, taxes, or assessments, which are in effect at the time the building permits are issued, which may include public facilities impact fees, a regional traffic impact fee, Mello-Roos taxes—whether for infrastructure, services, or any other activity or project authorized by the Mello-Roos law, etc., unless a subsequent agreement is reached with the City for a modified fee schedule for the project. Payment shall be made for each phase at the time of building permit issuance for such phase unless an Ordinance or other requirement of the City requires payment of such fees, taxes, and or assessments at an earlier or subsequent time. Said legislative action agreement to be approved by the City Council prior to the adoption of the ordinance, resolution, or minute action.

*5) The proposed project shall comply with all standard Municipal Code and Subdivision Map Act requirements as applied by the City Engineering Department.

*6) All other applicable codes, ordinances, policies, etc. adopted by the City of Merced shall apply.

*7) The developer/applicant shall indemnify, protect, defend (with counsel selected by the City), and hold harmless the City, and any agency or instrumentality thereof, and any officers, officials, employees, or agents thereof, from any and all claims, actions, suits, proceedings, or judgments against the City, or any agency or instrumentality thereof, and any officers, officials, employees, or agents thereof to attack, set aside, void, or annul, an approval of the City, or any agency or instrumentality thereof, advisory agency, appeal board, or legislative body, including actions approved by the voters of the City, concerning the project and the approvals granted herein. Furthermore, developer/applicant shall indemnify, protect, defend (with counsel selected by the City), and hold harmless the City, or any agency or instrumentality thereof, against any and all claims, actions, suits, proceedings, or judgments against any governmental entity in which developer/applicant’s project is subject to that other governmental entity’s approval and a condition of such approval is that the City indemnify and defend such governmental entity. City shall promptly notify the developer/applicant of any claim, action, or proceeding. City shall further cooperate fully in the defense of the action. Should the City fail to either promptly notify or cooperate fully, the developer/applicant shall not thereafter be responsible to indemnify, defend, protect, or hold harmless the City, any agency or instrumentality thereof, or any of its officers, officials, employees, or agents.

*8) The developer/applicant shall construct and operate the project in strict compliance with the approvals granted herein, City standards, laws, and ordinances, and in compliance with all State and Federal laws, regulations, and standards. In the event of a conflict between City laws and standards and a State or Federal law, regulation, or standard, the stricter or higher standard shall control.

*9) Community Facilities District (CFD) formation is required for annual operating costs for police and fire services as well as storm drainage, public landscaping, street trees, street lights, parks and open space. CFD procedures shall be initiated before issuance of the first building permit. Developer/Owner shall submit a request agreeing to such a procedure, waiving right to protest and post deposit as determined by the City Engineer to be sufficient to cover procedure costs and maintenance costs expected prior to first assessments being received.

*10) The project shall comply with all mitigation measures required by the Mitigation Monitoring program (Exhibit B of Planning Commission Resolution #3083 – Attachment M of Staff Report #17-11).

*11) All development shall be in accordance with the design guidelines and standards of the Merced Gateway Master Plan unless otherwise modified by this resolution or future action of the Site Plan Review Committee.

12) Minor modifications to the Merced Gateway Master Plan, including the site plan are subject to approval by the Development Services Director or, at his/her discretion, may be referred to the Site Plan Review Committee. Changes to the Master Plan and/or site plan shall be supported by evidence showing that the changes would not create conflicts within the Master Plan area or surrounding area. The Director of Development Services may require changes to the Master Plan or Site Plan if it is determined the proposed plan creates an unsafe situation.

13) If the final site plan is approved in phases, evidence shall be provided showing that the phase being approved would not conflict with future phases. A site plan of the entire Master Plan area shall be provided with the approval of each phase to allow the Site Plan Review Committee to confirm each phase will work in conjunction with existing and future phases.

14) At the time the City determines it is needed, the owner shall offer for dedication a minimum 1.5-acre parcel for a future fire station as shown on the site plan found at Attachment F of Staff Report #17-11.

Public Improvements

15) Roadway improvements shall be made in accordance with the Circulation Transportation Improvement Phasing Plan found at Attachment I of Staff Report #17-11.

16) The Circulation Transportation Improvement Phasing Plan (CTIPP) shall be modified prior to the first phase of construction at the owner's sole expense to determine what improvements are necessary. Subsequent modifications shall be made at the owner's sole expense if the phasing of the project is different than what is analyzed in the CTIPP. Any modifications to the CTIPP shall be approved by the Development Services Director and

City Engineer and in consultation with Caltrans regarding improvements within its jurisdiction.

17) Any modifications to the CTIPP shall be supported by a traffic analysis subject to City and Caltrans approval which identifies:

   a. When "Interim" improvements to the SR 99 / Mission Avenue / Campus Parkway interchange are needed,
   b. Design requirements for "Interim" improvements in terms of lane length, signage, markings, etc.;
   c. When improvements to the Campus Parkway / Coffee Street intersection are needed; and,
   d. What level of overall project development can be accommodated prior to the need for ultimate SR 99/Mission Avenue / Campus Parkway interchange improvements.

18) The construction of Pluim Drive, including the signal at Pluim Drive and Campus Parkway, shall be required when the eastern access driveway is necessary to either the north or south parcels. This may be as determined by the phasing of the site or when deemed necessary by the City Engineer to ensure adequate circulation and safety.

19) A signal shall be installed at the intersection of Parsons Avenue and Coffee Street. The traffic signal shall be constructed at the time Parsons Avenue is extended and the shopping center entrance is constructed unless otherwise approved by the Development Services Director and City Engineer.

20) All streets shall be built to City Standards (with the exception of a portion of Parsons Avenue – see Condition #21).

21) Parsons Avenue shall extend through the shopping center and connect to Pluim Drive. However, the design shown on the proposed Site Plan and Merced Gateway Master Plan are not approved as proposed. The developer shall work with the City Engineer, Public Works Director, and Director of Development Services to determine the alignment and design of Parsons Avenue. The City Engineer and Public Works Director shall also determine if public utilities would be needed in this section of Parsons Avenue and if the applicant will be responsible for maintenance of the roadway.

22) A Class II Bike Lane shall be included on the following streets: 1) Coffee Street – east side of the street for the full length of Coffee Street between Gerard and Mission Avenue; 2) Gerard Avenue – south side of street for the full length between Coffee Street and Pluim Drive; and 3) Mission Avenue from Coffee Street to Pluim Drive. Refer to Figure 32 of the Merced Gateway Master Plan.

*23) Full frontage improvements, including, but not limited to sidewalk, curb, gutter, street lights, and street trees, shall be installed along the frontage adjacent to each building or group of buildings at the time of construction. Additional areas may be required to be improved by the Site Plan Review Committee or as determined necessary by the Engineering Department at the time of building permit review.

*24) The project shall dedicate all necessary right-of-way along Coffee Street (Collector Street), Gerard Avenue (Arterial Street), Pluim Drive (future Collector Street), and Mission Avenue (Collector Street) to comply with City Standards or as determined by the City Engineer.

25) Prior to the construction of any phase which proposes direct access to Campus Parkway between Coffee Street and Pluim Drive, a traffic analysis shall evaluate the impacts of this access on the operation of SR 99 ramps ,and identify desirable driveway location and design. If required by Caltrans, dual right turn lanes for eastbound traffic on Campus Parkway into the western driveway access for the southern parcel shall be constructed.

26) "Interim" improvements to the SR 99 NB ramps / Mission Avenue and SR 99 SB ramps / Mission Avenue intersection shall be constructed with the first phase of development unless determined to be needed under an alternative schedule by an updated CTIPP. "Interim" improvements shall include:

a) restripe the northbound off ramp to include a shared left/through/right lane and an exclusive right turn lane. The outside (#1) right-turn lane shall be designated for northbound Coffee Street by appropriate signing and markings approved by Caltrans
b) restripe the southbound off ramp to have a shared right/through/left lane and an exclusive left turn lane.

All work within the State right of way shall be completed under an encroachment permit issued subject to Caltrans approval and shall be accompanied by a supporting traffic analysis subject to Caltrans approval which evaluates specific design requirements.

27) The project may be eligible for reimbursement for certain improvements subject to the provisions of the Merced Municipal Code (MMC).

28) Per the Merced Gateway Master Plan, an enhanced bicycle crossing should be considered at the intersection of Campus Parkway and Coffee Street. Additionally, an enhanced bicycle crossing should be considered at Campus Parkway and Pluim Drive. The developer shall work with the City Engineer and Director of Development Services to determine if such crossings are needed. If it is determined the enhanced crossings are needed, the developer shall work with the City Engineer and Director of Development Services to determine the design of the crossings. The crossings shall be subject to Caltrans approval.

29) Deceleration and acceleration lanes shall be constructed at all non-signalized entrances/exits to the project site along Campus Parkway. The length of these lanes shall be approved by the City Engineer and Caltrans.

Circulation and Parking

*30) All uses within the Merced Gateway Master Plan area shall comply with the parking requirements set forth in Merced Municipal Code Section (MMC) 20.38 – Parking and Loading.

31) Sidewalks or pedestrian pathways shall be incorporated into the parking areas to provide pedestrian access from the parking areas to the buildings. Details shall be worked out with the Planning Department at the Site Plan Review stage.

*32) A minimum turning radius of 33 feet inside, curb-to-curb and 49 feet wall-to-wall for fire apparatus access must be provided throughout the project site. Refuse containers or other items shall not be permitted to be placed in the required clear space of the turning area.

*33) Bicycle parking shall meet the minimum requirements of the California Green Building Code and MMC 20.38.080.

*34) All driveways shall comply with the City of Merced Standard for commercial driveways and are to be reviewed by the Fire Department as part of the review of the improvement plan submittals.

35) The developer shall work with UC Merced (Cat Tracks) and the Merced Transit System (The Bus) to determine the best location for public transit facilities. The location of these facilities will be subject to review and approval by the Development Services Director and City Engineer or through the Site Plan Review process.

36) Consideration shall be given to circulation and vehicle stacking room for all uses with a drive-through window. Vehicles waiting in the drive-through aisle shall not conflict with the circulation on the site.

37) If the apartment complex or any other part of the project has gated entrances/exits, each entrance/exit shall be provided with a Knox-box that is equipped with "click-to-enter" technology for the Fire Department and Public Works Departments. Details to be reviewed by Fire Department at the building permit stage. The developer/owner shall provide the necessary remotes to operate the gates to the City.

38) If the apartment complex or any other part of the project is gated, pedestrian access gates shall be provided to allow pedestrian access to the public sidewalks as well as into the shopping center.

Construction

*39) Prior to any demolition work, the applicant shall obtain all necessary approvals from the San Joaquin Valley Air Pollution Control District.

*40) The developer shall use proper dust control procedures during site development in accordance with San Joaquin Valley Air Pollution Control District rules.

41) All construction activity shall be conducted in accordance with City of Merced standards for times of operation.

Landscaping

*42) All landscaping shall comply with the Section 20.36.040 – Landscape and Sprinkler Plans, of the City's Zoning Ordinance in addition to all applicable state laws and the Merced Gateway Master Plan requirements.

43) Changes to the tree and plant list approved with the Merced Gateway Master Plan are subject to approval by the Planning Manager for any on-site landscape areas. All landscaping in the public right-of-way is subject to approval by the City's Public Works Department.

44) Full landscape and irrigation plans shall be submitted at the time of building permit application. Landscaping is required with each building at the time of construction and in common areas connecting buildings as these areas are constructed, as well as the public right-of-way adjacent to each building. Additional areas may be required to be landscaped at the time of building permit review or by the Site Plan Review Committee.

*45) Parking lot trees shall be installed per the City's Parking Lot Landscape Standards. Trees shall be a minimum of 15-gallons, and be of a type that provides a 30-foot minimum canopy at maturity (trees shall be selected from the City's approved tree list). Trees shall be installed at a ratio of at least one tree for each six parking spaces. The trees may be located in planter areas that protrude into the parking areas, or which run along the edge of the parking areas and shall be located to accommodate any carport or shade structures (details to be worked out with Planning Staff).

Safety and Lighting

46) All walking paths, bicycle and vehicle parking areas, and recreational areas shall be provided with sufficient lighting to ensure a safe environment.

47) Lighting near the apartment complex at the northwest corner of the site or across the street from residential uses shall be oriented and/or shielded in such a way as to not spill-over into the apartment units.

Utilities and Storm Drainage

*48) The project shall comply with the Post Construction Standards in accordance with the requirement for the City's Phase II MS-4 Permit (Municipal Separate Storm Sewer System).

*49) All storm water shall be retained onsite and metered out to the City's storm water system in accordance with City Standards. The storm drainage plan proposed by the Merced Gateway Master Plan is conceptually approved. The City Engineer shall approval final design of the storm drain system prior to construction.

*50) The use of the County of Merced-owned terminal drainage basin at the intersection of Mission Avenue and Coffee Street is approved subject to the approval of a license agreement with Merced County and approval of the Local Agency Formation Commission (LAFCo).

*51) A 16-inch water line shall be installed in Mission Avenue along the full frontage of the project site. A 12-inch water line (or a size determined to be acceptable by the Public Works Director) shall be installed in Pluim Drive. All water lines shall be installed per City Standards. The developer may be eligible for reimbursement from the adjacent property owner and for any over-sizing of the water lines in accordance with the Merced Municipal Code.

*52) The developer shall work with the Public Works Director to determine if a sewer line is required in Mission Avenue and Pluim Drive. If sewer lines are required, they shall be installed per City Standards. The developer may be eligible for reimbursement from the adjacent property owner and for any over-sizing of the water lines in accordance with the Merced Municipal Code.

*53) All new utilities (including electrical lines) shall be installed underground.

*54) A backflow prevention device shall be provided for all water services (i.e., domestic, irrigation, and fire).

Signage

55) All signs shall comply with the sign requirements adopted with the Merced Gateway Master Plan. Single and multi-tenant buildings shall be permitted two square feet of sign area for each linear foot of building frontage. Primary anchor tenants (30,000 square feet or larger) shall be permitted up to one square foot of sign area for each linear foot of building frontage. Modifications to the sign program may be approved by the Director of Development Services.

Flood Control

*56) The project shall comply with all FEMA Flood Zone requirements and with the California 200-year Urban Level of Flood Protection requirements.

General Conditions

*57) The applicant shall work with the City's Refuse Department to determine the best location for the refuse enclosures serving each building or group of buildings. The enclosures shall be constructed per City Standards.

*58) The premises shall remain clean and free of debris, weeds, and graffiti at all times.

*59) Fire Hydrants shall meet minimum fire-flow requirements and be located in accordance with City of Merced codes and standards. The maximum spacing between hydrants is 500 feet. The placement of fire hydrants and the number of hydrants for the site is to be worked out with the Fire Department no later than the review of building permit plans.

(*) Denotes non-discretionary conditions.

PROJECT DESCRIPTION

The proposed project includes a General Plan Amendment, Zone Change, Establishment of Planned Development (P-D) #74, and the adoption of the Merced Gateways Master Plan. The approval of these applications would be the first step toward the development of a mixed-use development containing approximately 601,127 square feet of commercial space, 178 multi-family dwelling units, and a site for a future fire station. The project site is bounded by Gerard Avenue to the north, Mission Avenue to the south, Coffee Street to the west, and the future construction of Pluim Drive on the east side of the site would provide streets on all sides of the project site (Attachment A). The development would be done in phases over approximately 10 years. The tables below show the proposed development on the north and south sides of Campus Parkway. The Site Plan and table at Attachment F shows the proposed locations for the specific uses identified in the tables below.

North Area Development

Use	End Uses	Characteristics
Residential	Multi-Family Residential	178 Dwelling Units
Commercial	Restaurants (5)	26,615 square feet
	Grocery Store	54,176 square feet
	Retail Shops (13)	236,971 square feet
	Movie Theatre	38,773 square feet
	Transit Center	2,000 square feet
Public Facility	Fire Station	9,209-square-foot fire station
Total		367,744 square feet (Non-Residential) 178 Dwelling Units (Residential)

South Area Development

Use	End Uses	Characteristics
Commercial	Restaurants (5)	25,780 square feet
	Retail Shops (4)	160,607 square feet
	Gas Station, Convenience Market, Car Wash	6,305 square feet
	Hotel	49,900 square feet 81 rooms
Total		242,592 square feet (Non-Residential)

Surrounding Uses
(Attachment A)

Surrounding Land	Existing Use of Land	Zoning Designation	City General Plan Land Use Designation
North	Single Family Residential (across Gerard Ave.)	R-1-5/R-1-6	Low Density Residential (LD)
South	Single Family & Agriculture (across Mission Ave.)	Merced County	Commercial Reserve (Com-R)
East	Vacant Ag Land	A-1-20	Business Park (BP)
West	Pioneer School, Vacant Commercial (across Coffee Street)	R-1-6/ P-D #35	School/Thoroughfare Commercial (CT)

BACKGROUND

The project site was annexed into the City as part of the Weaver Annexation No. 1 in 1998. At which time proposed uses included multi-family and retail commercial. Historical records indicate the property was used for row crops from 1946 until around 2005-2006.

The City received applications for development of this site in 2007, 2009, and 2011 that were never entitled, In 2015, the Planning Department received the current application under review. An Environmental Impact Report was prepared from 2015 to 2017.

FINDINGS/CONSIDERATIONS:

General Plan Compliance and Policies Related to This Application

A) The proposed project would comply with the General Plan designations of Regional/Community Commercial (RC) and High Medium Density Residential (HMD) if amended as proposed. The project would also comply with the zoning designation of Planned Development (P-D) if the establishment of Planned Development (P-D) #74 is approved.

The proposed project would help achieve many goals and policies of the *Merced Vision 2030 General Plan.* For a list of the goals and policies and an analysis of the consistency of the proposed project to the General Plan, please refer to the table excerpted from the Draft Environmental Impact Report and found at Attachment H.

Traffic/Circulation

B) The proposed circulation plan for the project provides internal circulation and includes multiple points of access to the surrounding roadways. These access pointes include a main entry point as the extension of Parsons Avenue, two secondary access points along Coffee Street for the North Parcel, and one for the South Parcel. Access off Gerard Avenue is accomplished by two access points into the shopping center area, one approximately midway between Coffee Street and Pluim Drive and the second at the intersection of Gerard Avenue and Pluim Drive. Along Campus Parkway, two right-in-right-out entrances provide access to the South and North Parcel areas. Additional access is provided at the intersection of Campus Parkway and Pluim Drive, which will be signalized. The project will provide roadway improvements as required along all existing roadways and will construct Pluim Drive from Gerard Avenue to Mission Avenue.

A traffic study was prepared in conjunction with the Draft Environmental Impact Report [refer to Chapter 3.11-Transportation on page 3-11.1 of the Draft EIR, previously provided to the Planning Commission. (Please ask staff if you need another copy.)]. The traffic study analyzed the following scenarios: 1) existing conditions; 2) existing plus approved projects plus project conditions; and, 3) cumulative conditions plus project conditions. As a result of the traffic analysis, mitigation measures are being recommended along with a Circulation Transportation Improvement Phasing Plan (Attachment I).

The traffic study and Circulation Transportation Improvement Phasing Plan (CTIPP) analyzed 20 intersections (including access to the project site) and 9 roadways surrounding the site. If the phasing of the project does not proceed as proposed by the Master Plan, the CTIPP may be modified by the Director of Development Services based upon evidence supporting the proposed changes (Condition #16).

***Acceptable LOS**:*

Level of Service (LOS) analysis provides a basis for describing existing traffic conditions and for evaluation the significance of project traffic impacts. Level of Service measures the quality of traffic flow and is represented by letter designations from A to F, with a grade of A referring to the best conditions, and F representing the worst conditions. *Merced Vision 2030 General Plan,* Policy T-1.8, establishes an acceptable Level of Service (LOS) of "D" for intersection and roadway operations.

In order for all roadways and intersections to function at LOS D or better as required by the General Plan, the traffic analysis identified mitigation measures necessary to ensure the roads and intersections meet this requirement. These Mitigation Measures are identified in the Mitigation Monitoring Program found at Exhibit B of Planning Commission Resolution #3083 [Attachment M (see Section 3.11-Transportation beginning on Page 14).].

The CTIPP (Attachment I) outlines the necessary improvements to be constructed with each phase of construction to ensure the LOS operates at a D or better. Table 2 found on page 4 of the CTIPP describes the trip generation forecasted for each phase of development. Tables 3 through 8 of the CTIPP describe the improvements required for each phase.

Pluim Drive

Pluim Drive is the future north/south collector road running along the eastern side of the property. This street would be required at the time the eastern-most driveway access is needed (see Condition #17). The developer has worked with the adjoining property owner, who has agreed to provide the necessary right-of-way needed to construct Pluim Drive to its full ultimate width (74 feet right-of-way). The traffic signal at Pluim Drive and Campus Parkway would be required at the time Pluim Drive is constructed (Condition #18).

Campus Parkway

Campus Parkway is a 4-lane expressway that will eventually connect Highway 99 with Yosemite Avenue. The proposed mixed-use development would have limited access to Campus Parkway, only allowing right-in and right-out movements, except at the signalized intersections of Coffee Street and Pluim Drive. The right-in and right-out driveways located near the center of the shopping center on both the north and south parcels would have deceleration and acceleration lanes to allow traffic to continue to flow on Campus Parkway while allowing vehicles to turn into the shopping center (Condition #29).

Coffee Street

Coffee Street currently extends south from Gerard Avenue and stops at a cul-de-sac prior to reaching Parsons Avenue along the Pioneer School frontage. South of the cul-de-sac, Coffee Street continues until the intersection at Mission Avenue where it turns into Marino Way. The cul-de-sac along the Pioneer School frontage would remain in place to help reduce traffic impacts to the school. Coffee Street would be improved to the City's Standard for local roads from Gerard Avenue to the end of the cul-de-sac. The rest of Coffee Street would be improved to meet City Standards for a collector street, including a Class II bike lane on the east side for the full length of Coffee Street along the project frontage.

Parsons Avenue

Parsons Avenue would align with the main project entrance on Coffee Street. Parsons Avenue extends through the site to connect with the future Pluim Drive on the east side of the project. This street section would be pedestrian oriented with sidewalks, landscaping, and connections to adjacent commercial uses. Final design of Parsons Avenue would be approved at the Site Plan Review and Building Permit stages (Condition #21). The traffic signal would be required at the time Parsons Avenue is extended and the shopping center entrance constructed unless otherwise approved by the Development Services Director and City Engineer.

The Merced Gateway Master Plan states that Parsons Avenue would be a public street. The Master Plan also shows the primary project entrance to be Parsons Avenue and Coffee Street (a signalized intersection). As shown on the site plan, Parsons Avenue would have a meandering path of travel with decorative roadway features at the entrance and a Towne Square in front of the proposed movie theater and would then connect to Pluim Drive. While the decorative features and Towne Square create a nice environment and are aesthetically pleasing, this could present challenges for maintenance of this section of roadway. Therefore, Condition #21 has been included which states the following:

> *"Parsons Avenue shall extend through the shopping center and connect to Pluim Drive. However, the design shown on the proposed Site Plan and Merced Gateway Master Plan are not approved as proposed. The developer shall work with the City Engineer, Public Works Director, and Director of Development Services to determine the alignment and design of Parsons Avenue. The City Engineer and Public Works Director shall also determine if public utilities would be needed in this section of Parsons Avenue and if the applicant will be responsible for maintenance of the roadway."*

Gerard Avenue

Gerard Avenue is an east/west collector street running along the northern boundary of the project site. Across Gerard Avenue to the north is a single-family subdivision. The primary entrance into the development from Gerard Avenue would align with Daffodil Drive to the north. This entrance would give access to the proposed fire station and multi-family residential development at the northwest corner of the site. Gerard Avenue would be improved to meet City Standards for a collector street, including a Class II bike lane on the south side for the full length of the project frontage. In addition, Mitigation Measure TRANS-1a requires the pedestrian crossing at the intersection of Gerard and Coffee Street be enhanced to include design elements to call attention to school pedestrian activity (e.g., signage, high visibility street markings, warning devices, etc.). Mitigation Measure AIR-7c requires a protected multi-use path on Gerard Avenue connecting Daffodil Drive with the project's main driveway on Gerard Avenue.

Mission Avenue

Mission Avenue is designated as a Divided Arterial with a 118-foot right-of-way. There would be two driveways into the southern parcel of the development as well as a service-type entrance at the dead-end intersection of Pluim Drive (future) and Mission Avenue.

Mission Avenue would be constructed to meet City Standards for a Divided Arterial, including the construction of a Class II bike lane on the north side of Mission Avenue along the full length of the project frontage.

Bicycle Circulation

Bicycle access to and from the Shopping Center would be provided through Class II bicycle lanes along Gerard Avenue, Coffee Street, future Pluim Drive, and Mission Avenue. Existing Class II bicycle lanes are located in Parsons Avenue and on the west side of Coffee Street from Parsons Avenue south to Campus Parkway (see Attachment J). Bicycle parking would be provided on site as required by the Merced Municipal Code and California Green Building Code. The multi-family component of this project would have interior bicycle parking/hangers to encourage alternate transportation. Bicycles would be able to cross Campus Parkway at the traffic signals at Coffee Street and Pluim Drive once those signals have been installed. The Master Plan calls for enhanced bicycle crossings to be considered at the intersection of Campus Parkway and Coffee Street. An enhanced crossing should also be considered for the intersection of Campus Parkway and Pluim Drive. The developer would work with the City Engineer and Planning Department to determine if an enhanced intersection is necessary and if so, how the intersection should be designed. The design of the intersection would be subject to Caltrans approval since Campus Parkway is partially under their jurisdiction. Additionally, Mitigation Measure AIR-7a requires safe bicycle crossing be provided on internal streets within the project site.

The Bicycle Advisory Commission (BAC) reviewed the proposed plan at their meeting of October 27, 2015. The BAC suggested some design changes that were incorporated into the final design or were made a condition of approval.

Pedestrian Circulation

It is anticipated that pedestrian traffic would be generated from the single-family neighborhoods in the area. As described above, an enhanced crosswalk is required at the intersection of Gerard Avenue and Coffee Street and a multi-use path is also required at Gerard and Daffodil to provide safe pedestrian access to the shopping center. Condition #31 requires sidewalks or pedestrian pathways to be provided throughout the parking areas to provide access from the parking areas to the buildings.

Parking

C) The Merced Gateway Master Plan addresses parking requirements for the proposed uses. However, because the exact uses have not yet been identified, the requirements identified in the Master Plan are considered conceptual at this point. All uses within the shopping center would be required to meet the parking requirements of Merced Municipal Code Section 20.38 (Condition #30). As shown in the Master Plan, the site offers sufficient parking to meet these requirements. The Site Plan Review Committee would review compliance with the parking requirements prior to the approval for any building or group of buildings to be constructed. Reductions in parking (based on mixed-use, provision of transit facilities, etc.) may be granted in compliance with Chapter 20.38.050 of the Zoning Ordinance.

Public Improvements/City Services

D) The project would be responsible for installing all new, missing or damaged public improvements. As described in the Transportation/Circulation section above, the roadway improvements are required with the different phases of development. In addition to any required traffic signals or other traffic control devices, roadway improvements would include, but are not limited to, street, curb, gutter, sidewalk, street lights, and street trees.

The project would also be responsible for extending any necessary sewer and water lines needed to serve the project site. Currently, there are water and sewer lines in Gerard Avenue and Coffee Street. A 16-inch water line would be required in Mission Avenue and a 12-inch water line would be required to be installed with the construction of Pluim Drive (Condition #51). The developer may be eligible for reimbursement per the requirements of the Merced Municipal Code.

Sewer lines may be required in Pluim Drive and Mission Avenue. The developer shall work with the Public Works Director to determine if sewer lines are required in these streets (Condition #52). If they are required, the developer shall install the lines along the full project frontage on Pluim Drive and Mission Avenue or as determined by the Public Works Director.

The project would be required to provide a storm drainage system for the site. As proposed, the storm drainage system would include a system of bio-swales and storm drain lines to take the water runoff from the site to the proposed storm drainage basin located at the southwest corner of Coffee Street/Marino Way and Mission Avenue (Attachment K). This basin is located outside the City Limits and is owned by Merced County. Therefore the City has obtained an easement deed from the County for the storm drainage purposes. The storm water system shall be approved by the City Engineer (Condition #49).

City Funding Obligations/Reimbursements

E) The project will be responsible for the installation/construction of the following public improvements, among others:

1) The project shall dedicate all necessary right-of-way along all frontages to meet City Standards for roads and public improvements.
2) The project shall be responsible for widening all roadways to their ultimate width as required by City Standards and the *Merced Vision 2030 General Plan*.
3) The project shall construct Pluim Drive from Gerard Avenue to Mission Avenue.
4) Traffic signals will be required at the intersections of Coffee Street and Campus Parkway, Coffee Street and Parsons Avenue, and Campus Parkway and the future Pluim Drive. According to the Transportation Circulation Improvement Phasing Plan, the signal at Coffee Street and Campus Parkway would be necessary after Phase 3 of the project. Pluim Drive and the signal at the intersection with Campus Parkway would be required at the time the eastern driveway is installed. The signal at Parsons Avenue and Coffee Street would be required at the time Parsons Avenue is extended and the main entrance from Coffee Street is constructed, unless otherwise approved by the Development Services Director and City Engineer.

For the above improvements, the developer may be eligible for reimbursement/ credit from the City per the procedures in the Merced Municipal Code. Projects eligible for reimbursement/credit, include street oversizing (per MMC 17.58); Public Facilities Impact Fee (PFIF) projects (per MMC 17.62); and Park Dedication (per MMC 18.40). The developer may also be eligible for sewer/water oversizing improvements per MMC 15.08 and MMC 15.40.

In particular, the developer will likely be eligible for reimbursement for: traffic signals at Coffee Street and Campus Parkway, and at Pluim Drive and Campus Parkway (50% reimbursement from the PFIF program for arterial/collector intersections). The amount of fee credit/reimbursement will be based on the cost of the improvements and shall be determined at the building permit stage.

Building Design

F) The Merced Gateway Master Plan defines certain development standards that address building height, setback, lot area, lot coverage, etc., with specific standards for the residential component of the project as well as the commercial component. The Development Standards also address standards for the building facades, window glazing, and compatibility with the surrounding area. The maximum height for a residential building would 40 feet and 60 feet for a commercial building. Both commercial and residential buildings would require a minimum 20-foot setback from a public street and 15 feet between buildings. Sections 4 and 5 of the Merced Gateway Master Plan contain Tables defining the standards and architectural design concepts (refer to pages 12-15 of the Merced Gateway Master Plan at Attachment G for details).

Prior to construction, the Site Plan Review Committee would review all building designs for compliance with the Merced Gateway Master Plan standards (Conditions #2 and #3). Conceptual building elevations have been provided in the Master Plan and are available on pages 13-15 of Attachment G.

Site Design

G) The project site is bounded by Gerard Avenue to the north, Coffee Street to the west, Mission Avenue to the south, and future Pluim Drive to the east. Campus Parkway bisects the project site creating a northern and southern area. The site plan proposes access from all sides of the project. However, access from Campus Parkway would be limited to right in/right out except at the signalized intersections.

The site plan is considered conceptual at this point and may be modified as development proceeds. Changes to the site plan could be approved by the Site Plan Review Committee. As proposed, the northern parcel would contain the future fire station, 178 multi-family units, and approximately 368,744 square feet of commercial development. The southern parcel would contain approximately 242,592 square feet of commercial development.

The site plan shows several fast food restaurants on the southern parcel fronting Campus Parkway. While the City is not opposed to the location of the restaurants, consideration would need to be given to the ability for cars to having stacking room while waiting in a drive-through line and still allow other vehicles to circulate through the site. The final

design of the site plan would be approved by the Site Plan Review Committee. Refer to Conditions #2 and #3.

Landscaping

H) The Merced Gateway Master Plan contains detailed information regarding the proposed landscaping areas, the plants and trees proposed, as well as defining specific guidelines for landscaping throughout the project area. The specific details of the landscaping would be approved by the Site Plan Review Committee. All plant and tree species used in the public right-of-way would be subject to approval by the City Public Works Department. The development would be required to annex into the City's Community Facilities District (CFD) for services to cover the cost of landscape maintenance in the public right-of-way. All landscaping on private property would be maintained by the developer.

Details on the proposed landscaping may be found on pages 16 through 22 of the Merced Gateway Master Plan at Attachment G. All landscaping would be required to comply with Conditions #42 through #45.

Neighborhood Impact/Interface

I) The proposed project would significantly change the site taking it from vacant land to a large mixed-use development. With the development of the site, the surrounding neighborhood would see additional traffic, light and glare, noise, and other possible impacts. As shown in Attachment A, there are residential uses to the north of the site across Gerard Avenue, a school to the west across Coffee Street, and vacant land to the east and south of the site. There is one single family dwelling to the south across Mission Avenue and a residential subdivision on Lawndale Avenue across Mission Avenue near the southeast corner of the site.

Noise

Noise impacts would be both operational and construction related. The EIR for this project provides some mitigation measures to help address the construction related noise impacts, but operational noise would be difficult to mitigate. Efforts have been made in the design of the project to keep the commercial uses as far away as possible from the residential uses across Gerard Avenue. The subdivision directly across Gerard Avenue has a 6-foot-tall block wall along Gerard Avenue which would help shield the residential uses from noise. The homes located at the northwest corner of Coffee Street and Gerard Avenue would be shielded from the commercial uses by the apartment buildings proposed at the northwest corner of the project site. The same is true for Pioneer Elementary School.

The Fire Station would also add to the noise impacts in the area. During normal operations, the fire station would not generate much noise. However, when a fire engine is dispatched to a call, sirens are sounded and this noise would carry throughout the neighborhood. Although this may be a nuisance, the benefits to having a fire station so close should outweigh the nuisance issues.

Traffic

The proposed project would significantly increase the amount of traffic in the area. However, mitigation measures and conditions of approval requiring traffic signals, street widening, and bicycle lanes would help reduce the impacts. The residential uses across Gerard Avenue have access to the project from Childs Avenue via Coffee Street and Campus Parkway as well as from Gerard Avenue. Because the first phase of construction is likely to be on the southern parcel, impacts to the neighborhood won't likely be seen until later phases of development. The site has been designed to provide multiple access points along all four sides of the development. This will help disperse the traffic throughout the area and help prevent major impacts on Gerard Avenue. In addition, the majority of the commercial uses are closer to Campus Parkway which may make access from Highway 99 and Campus Parkway more appealing than using surface streets. Although impacts from traffic cannot be completely mitigated, the implementation of the mitigation measures and conditions would reduce these impacts to a reasonable level.

Light

Additional lighting would be part of the development of the project. The site would include parking lot lighting, building lighting, and illuminated signs. A condition has been included to require lights to be shielded or oriented in such a way so the light does not spill-over onto adjacent property (Condition #47). However, it is still likely that some light and glare would affect the residential uses closest to the site. Again, the design of the site has taken the residential uses into consideration and tried to orient the buildings in a way that would have the front of the buildings where most of the lighting is located facing away from the residential uses. The closest building to the residential uses would be over 100 feet away given the road width and required setbacks.

Signage

J) The Master Plan includes a sign program for the project site. The sign program includes a freeway oriented sign, four large shopping center signs, a small shopping center sign, four monument signs, eight directional signs, and tenant signs on the buildings. The site plan for signs provided at Attachment L shows the conceptual location of each of these signs. The Master Plan includes design guidelines that address content, materials, location, and other design elements of the signs. The Master Plan also sets forth the size of each of the shopping center signs and monument signs allowed. Wall signs shall be in addition to the signs on the shopping center or monument signs. Single and multi-tenant buildings shall be permitted two square feet of sign area for each linear foot of building frontage. Primary anchor tenants (30,000 square feet or larger) shall be permitted up to one square foot of sign area for each linear foot of building frontage. Each sign would require a building permit be issued prior to installation. Modifications to the sign program can be approved by the Director of Development Services (Condition #55).

Planned Development Standards/Master Plan

K) The Zoning Ordinance requires specific findings be made in order for the City Council to approve a Planned Development. The Planned Development Standards are also in the Merced Gateway Master Plan. Below are the required findings and explanations as to how the proposed project would comply with the findings:

1) *The proposed development is consistent with the goals, policies, and actions of the General Plan and any applicable specific plan and community plan.*

   The proposed project is consistent with the goals, policies, and actions of the General Plan. As described in Finding A above, the proposed project would help achieve several goals, policies, and actions of the General Plan. There are no other applicable specific or community plans for this area.

2) *The site for the proposed development is adequate in size and shape to accommodate proposed land uses.*

   The proposed project would sit on approximately 77.5 acres of land. As shown on the site plan at Attachment F, the proposed project provides ample setbacks, open space and recreational areas, as well as parking. The site is of sufficient size to accommodate the proposed development.

3) *The site for the proposed development has adequate access considering the limitations of existing and planned streets and highways.*

   The proposed project is bounded by Gerard Avenue, Coffee Street, Campus Parkway, Mission Avenue, and future Pluim Drive. Access to the development would be provided from each for these roadways. Coffee Street has four access points, Gerard Avenue has one, and Campus Parkway has access at the signalized intersections as well as right-in/right-out access mid-block. Access is also from future Pluim Drive for the northern parcel. The site provides sufficient access to serve the proposed project.

4) *Adequate public services exist or will be provided to serve the proposed development.*

   The site would be served by the City's water and sewer facilities. Sufficient capacity is available for both water and sewer to serve this project. A water line exists in Gerard Avenue and Coffee Street and extends the full length of the project frontage on both streets. This line is of adequate size to serve the proposed development. Additional lines would be installed in Mission Avenue and Pluim Drive to serve the site.

   A sewer line is available in Gerard Avenue and in a portion of Coffee Street from Parsons Avenue south to Mission. This line would be sufficient to serve the project. Additional water and sewer lines may be installed in Pluim Drive when constructed.

The storm drain basin would be provided off-site at the southwest corner of Mission Avenue and Marino Way (a County-owned facility). All agreements are in place for this project to use a County-owned facility that is outside the City Limits for containment of storm drain runoff.

The developer would be required as a condition of approval (Condition #9) to annex into the City's Community Facilities District for Services (CFD) #2003-2. Revenue collected from the CFD would help pay for police, fire, landscape maintenance, and storm drain facilities.

5) *The proposed development will not have a substantial adverse effect on surrounding property, will be compatible with the existing and planned land use character of the surrounding area, and will enhance the desirability of the area and have a beneficial effect.*

The proposed project is not expected to adversely effect the surrounding property. Certain impacts are to be expected when developing vacant land. However, the developer has been sensitive to the surrounding uses with the proposed design. The large setbacks, orientation of buildings, and placement of more intense uses away from the residential areas would help reduce any adverse effects the project might have. Although there may be certain impacts from the development, it would also bring a certain level of shopping convenience to the area. Currently there are no retail uses, grocery stores, restaurants, or gas stations nearby (the nearest retail uses are at Childs and Carol Avenue, about 1 mile away).

The expected traffic impacts would be mitigated as required by the EIR and conditions of approval.

6) *The proposed development carries out the intent of the Planned Development zoning district by providing a more efficient use of the land and an excellence of site design greater than that which could be achieved through the application of established zoning standards.*

The proposed development provides a very efficient use of the land by providing a mixed-use development that incorporates multi-family dwellings with a variety of retail uses, including a grocery store, hotel, theater, and multiple restaurants. The design of the project includes design features to incorporate a pedestrian plaza area and town square for public events. The design of the site and structures would be of high standard and implementing many environmentally-friendly features throughout the buildings and site. Some of the components of the Merced Gateway Master Plan would have to be modified under established zoning standards (i.e., building heights, sign requirements, etc.). Therefore, the use of Planned Development Zoning is appropriate for the proposed project. The buildings would be of high-quality materials and the site would be designed and maintained in an aesthetically pleasing manner to help enhance the site and surrounding area.

7) *Each individual unit of the proposed development, in each phase as well as the total development, can exist as an independent unit capable of creating a good environment in the locality and being in any stage as desirable and stable as the total development.*

Each component of the mixed-use development would be able to exist independently of each other. While the commercial component of the project would be a convenience to the apartments on the site, the commercial component would still be able to exist without the apartments due to the other residential uses in the area and the proximity to the freeway.

The apartments would be able to exist without the commercial component. This site is adjacent to residential uses and a school making it ideal for higher density residential uses.

8) *Any deviation from the standard ordinance requirements is warranted by the design and additional amenities incorporated in the development plan, which offer certain unusual redeeming features to compensate for any deviations that may be permitted.*

The proposed project deviates from the standard zoning requirements by the use of a mixed-use development which combines both residential and retail uses in one development. Additionally, the building heights and sign requirements differ from those allowed under standard zoning. In exchange for allowing these deviations, the developer has incorporated several nice amenities into the complex, such as a Towne Square, pedestrian plaza, decorative entrance on Parsons Avenue, and the use of high-quality materials and design standards. The owner would also dedicate land for a future fire station along Gerard Avenue.

9) *The principles incorporated in the proposed development plan indicate certain unique or unusual features, which could not otherwise be achieved under the other zoning districts.*

The proposed project incorporates a mixed-use design that could not be achieved in other zoning districts. While other zoning districts may allow these same uses individually, the Planned Development zone allows the uses to be designed as one cohesive development and allows for the deviation of the height restriction and more generous allowances for signs within the project area.

Environmental Clearance

Draft Environmental Impact Report

L) The Draft EIR analyzed two alternatives: 1) the proposed project without the construction of Pluim Drive on the east side of the project site (referred to as "the Project"); and, 2) the proposed project with the construction of Pluim Drive (referred to as "the Circulation Element Alternative").

The Draft EIR for the proposed Merced Gateway Master Plan was distributed to interested agencies and the public for a 45-day-period (beginning on July 15, 2016, and ending on

August 29, 2016). The City received 11 letters commenting on the DEIR. Those letters can be seen in their entirety in Section 2 of the Final EIR (distributed to the Planning Commission on June 7, 2016). Responses to comments contained in those letters are located immediately following each letter in Section 2 of the Final EIR.

As required per Section 21092.5(a) of the State of California Public Resources Code, a copy of the response to comments was sent to each public agency who had submitted a letter on June 7, 2017 (at least 10 days prior to the Planning Commission hearing). A notice was also sent to all those individuals who had commented on the DEIR regarding the availability of the Final EIR, including the Responses to Comments, on June 7, 2017. (The DEIR commenters were also mailed public hearing notices for the June 21, 2017, Planning Commission hearing on June 8, 2017, which indicated that the Final EIR would be available on June 12, 2017.) The Final EIR was made available for public review at City offices, the Main Branch of the Merced County Library, and the City's website on June 8, 2017. Printed copies and copies on CD-ROM were also made available.

The Final EIR for the proposed Merced Gateway Master Plan also contains minor modifications to the text and mitigation measures in response to the comments received (see Section 3of the Final EIR).

Impacts Identified from the Project

M) The Draft EIR for the proposed Merced Gateway Master Plan has identified potentially significant physical environmental impacts that are expected to result from the Project and from the Circulation Element Alternative. The EIR also provides appropriate measures to mitigate the impacts and to reduce anticipated physical environmental impacts to less than significant levels. Significant Environmental Effects Requiring Mitigation include impacts on air quality/greenhouse gas emissions, biological resources, cultural resources, hydrology and water, noise, and transportation/traffic. Details on these impacts and mitigation measures are found in the Mitigation Monitoring Program (Exhibit B of Planning Commission Resolution #3083 at Attachment M).

N) The EIR for the proposed Merced Gateway Master Plan identified Unavoidable Significant Environmental Effects related to traffic under the "Project" scenario (summarized in Section 5.1.1, starting on page 5-1 of the Draft EIR). Under the Project scenario six intersections would have operated at an unacceptable level of service. However, the Circulation Element Alternative would have fewer significant and unavoidable impacts to traffic (see Section 5.4 starting on page 5-3 of the Draft EIR) resulting in significant and unavoidable impacts at two intersections instead of 6 under the Project scenario. In 2017, the project applicants modified their project (as analyzed by the Draft EIR) to conform to the General Plan Alternative

Findings of Fact and Statement of Overriding Considerations

O) The Environmental Impact Report (EIR) for the Merced Gateway Master Plan identified significant impacts associated with the Project. Approval of a Project with significant impacts requires that findings be made by the City pursuant to the California

Environmental Quality Act (CEQA) and State CEQA Guidelines. These findings must state that significant impacts of the Project would either: 1) be mitigated to a less-than-significant level pursuant to the mitigation measures identified in this EIR; or, 2) mitigation measures notwithstanding, have a residual significant impact that requires a Statement of Overriding Considerations.

First Carbon Solutions (FCS), the firm that prepared the EIR, in consultation with City staff has prepared Draft "Findings of Fact and Statement of Overriding Considerations" (Exhibit B of Planning Commission Resolution #3083 at Attachment M).

P) All significant impacts associated with the Project have been mitigated to a level of insignificance except those described in Finding N. Therefore, a Draft Statement of Overriding Considerations (Exhibit B of Planning Commission Resolution #3083 at Attachment M) has been prepared.

PLEASE BRING YOUR COPY OF THE DRAFT AND FINAL EIR'S TO THE MEETING. IF YOU NEED ANOTHER COPY, PLEASE CONTACT STAFF.

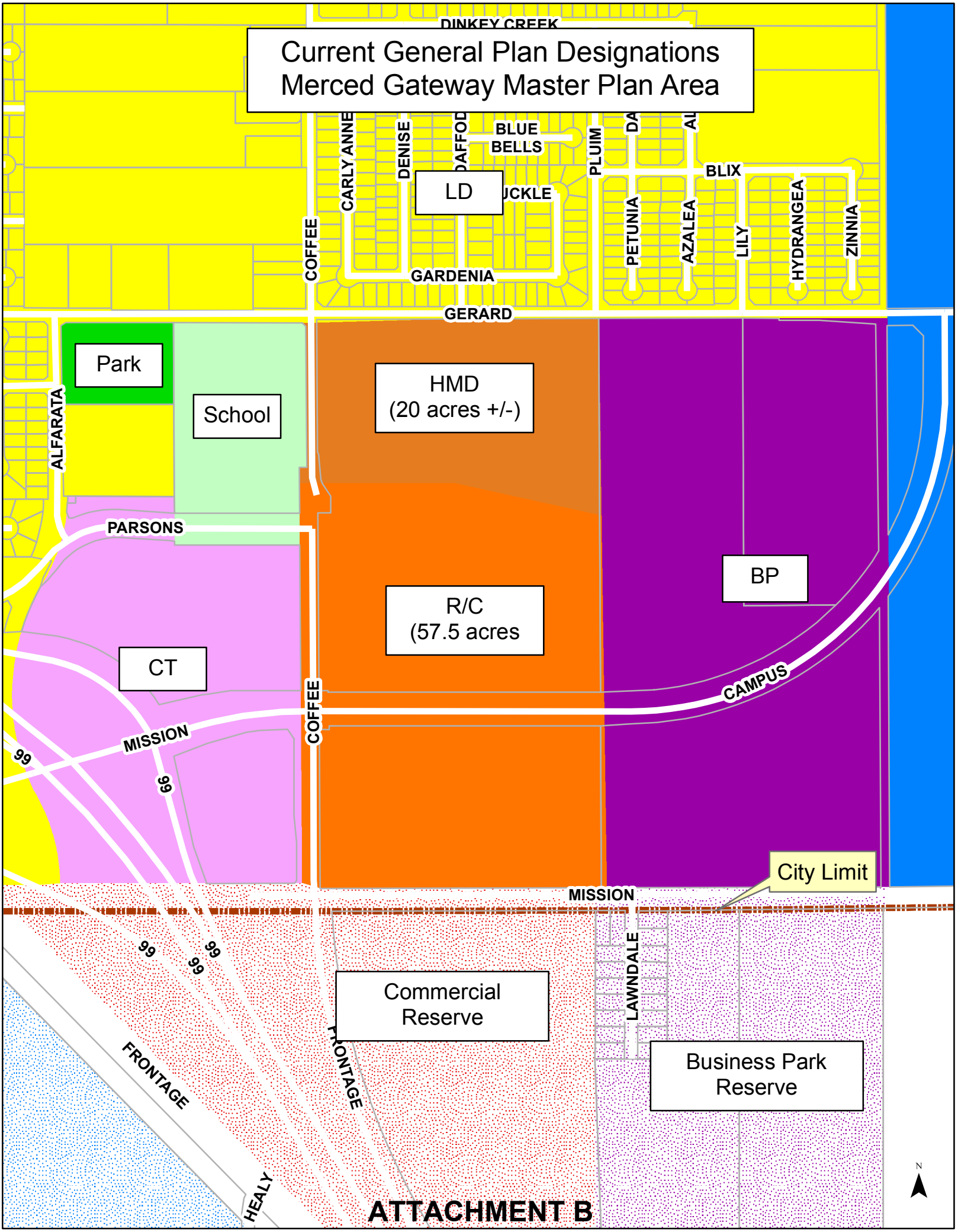
Attachments:

A) Location Map
B) General Plan Designations
C) Zoning Designations
D) Proposed General Plan Designations
E) Proposed Zoning Designation
F) Site Plan and Table of Proposed Uses
G) Merced Gateway Master Plan
H) General Plan Consistency
I) Circulation Transportation Improvement Phasing Plan
J) Bicycle Plan
K) Storm Drainage Plan
L) Site Plan for Signs
M) Draft Planning Commission Resolution #3083 approving the EIR (including Findings of Fact and Statement of Overriding Considerations at Exhibit B and the Mitigation Monitoring Program at Exhibit C)
N) Draft Planning Commission Resolution #3084 approving the Project

Enclosures:

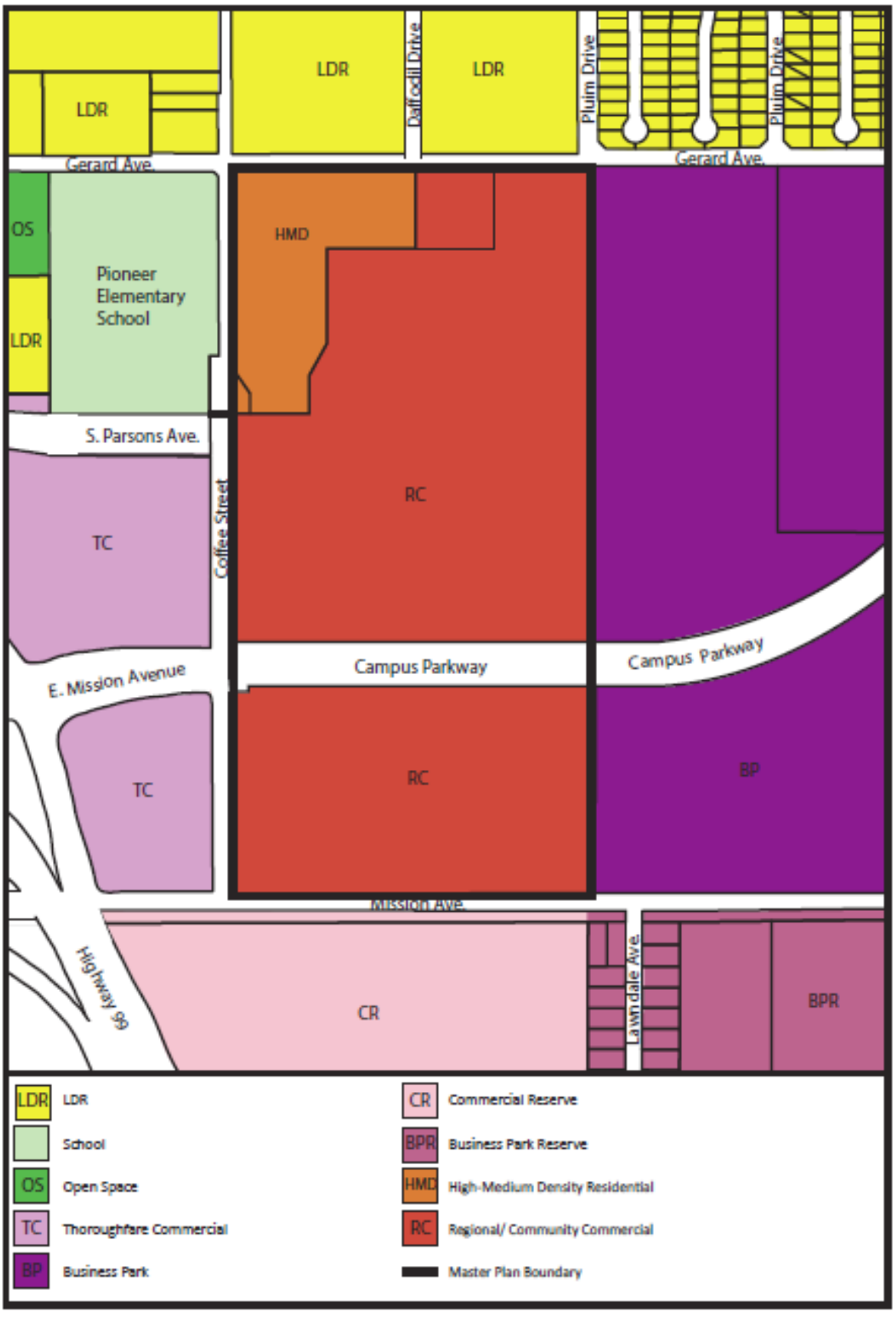
1) Final Environmental Impact Report


City Limit
CHILDS
Low Density
Resdiential
DINKEY CREEK
COFFEE
PLUIM
DAFFODIL
Single Family
Residential
Pioneer
School
GERARD
Single Family
Residential
ALFARATA
PARSONS
Vacant
Business Park
SUBJECT
SITE
COFFEE
Vacant
Industrial
CAMPUS PKWY
MISSION
City Limit
Outside
City Limits
N
ATTACHMENT A


Current General Plan Designations
Merced Gateway Master Plan Area
DINKEY CREEK
CARLY ANNE
DENISE
BLUE BELLS
PLUIM
BLIX
LD
COFFEE
GARDENIA
PETUNIA
AZALEA
LILY
HYDRANGEA
ZINNIA
GERARD
Park
School
HMD
(20 acres +/-)
ALFARATA
PARSONS
BP
R/C
(57.5 acres
CT
CAMPUS
COFFEE
MISSION
99
City Limit
MISSION
LAWNDALE
Commercial
Reserve
Business Park
Reserve
FRONTAGE
FRONTAGE
HEALY
ATTACHMENT B
N

ATTACHMENT C

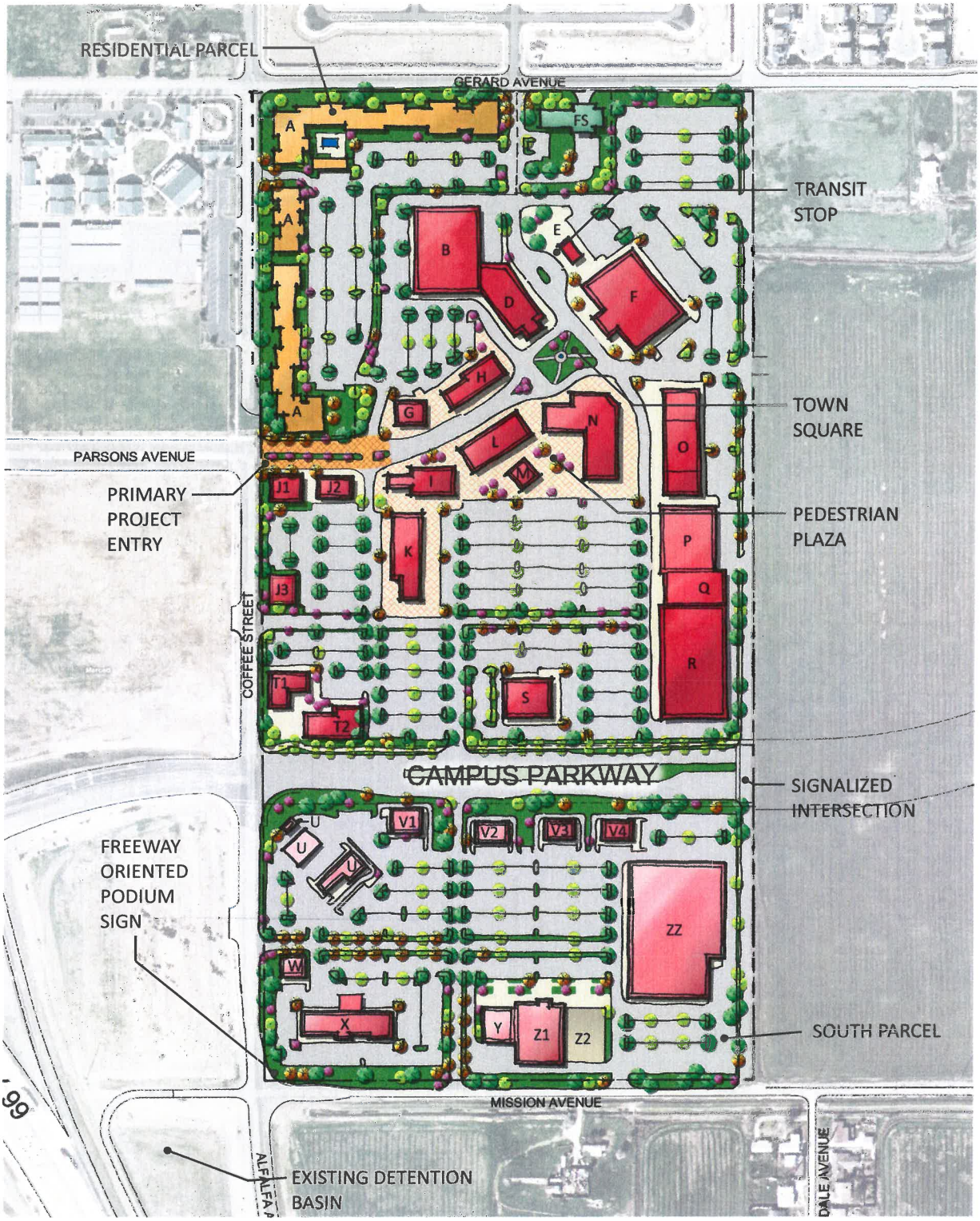
Proposed General Plan Designations



ATTACHMENT D

Proposed Zoning Designations

ATTACHMENT E



Merced Gateway Site Plan

NTS

March 8, 2017

ATTACHMENT F

rrm design group

USE	MARK	NAME	AREA	RATIO	REQUIRED PARKING	PROVIDED PARKING
FIRE STATION PARCEL			66,807 SF			
PUBLIC SAFETY						
	FS	FIRE STATION	9,209			
RESIDENTIAL PARCEL			366,216 SF			
RESIDENTIAL						
	A	RESIDENTIAL - 151 UNITS			**262**	**262**
CLUBHOUSE						
		CLUBHOUSE	2,500			
			2,500			
NORTH PARCEL			1,791,131 SF			
GROCERY						
	R	GROCERY	54,176	250	217	
					217	
RESTAURANTS						
	G	RESTAURANT	4,912		29	
	J1	RESTAURANT	6,266		38	
	J2	RESTAURANT	5,700		34	
	J3	RESTAURANT	5,556		33	
	M	RESTAURANT	4,181		25	
					160	
RETAIL						
	B	SHOP 1	40,458	300	135	
	D	SHOP 2	16,014	300	53	
	E	TRANSIT CENTER	2,000	300	7	
	F	MOVIE THEATRE	38,773	300	129	
	H	SHOP 3	9,867	300	33	
	I	SHOP 4	10,647	300	35	
	K	SHOP 5	17,700	300	59	
	L	SHOP 6	14,107	300	47	
	N	SHOP 7	28,193	300	94	
	O	SHOP 8	28,655	300	96	
	P	SHOP 9	23,172	300	77	
	Q	SHOP 10	15,057	300	50	
	S	SHOP 11	13,358	300	45	
	T1	SHOP 12	8,340	300	28	
	T2	SHOP 13	11,403	300	38	
					0	
		TOTAL DEVELOPMENT SF:	**358,535**			
		FAR:	**0.20**		**1,303**	**1,627**
SOUTH PARCEL			939,010 SF			
TRAVEL COMMERCIAL						
	U	GAS STATION/MINI MART WITH CAR WASH	6,305	400	16	
RESTAURANTS						
	V1	FAST FOOD/DRIVE THRU	5,865		47	
	V2	FAST FOOD/DRIVE THRU	5,260		42	
	V3	FAST FOOD/DRIVE THRU	5,118		41	
	V4	FAST FOOD/DRIVE THRU	5,207		42	
	W	RESTAURANT	4,330		26	
					198	
RETAIL						
	ZZ	SPORTING GOODS	131,193	300	437	
	Y	SHOP 10	8,136	300	27	
	Z1	FARM AND RANCH SUPPLY	21,278	300	71	
	Z2	FARM AND RANCH SUPPLY OUTDOOR DISPLAY				
					535	
HOTEL						
	X	HOLIDAY INN EXPRESS (81 ROOMS)	49,900		108	
		TOTAL DEVELOPMENT SF:	**242,592**			
		FAR:	**0.26**		**857**	**936**

PARKING RATIOS

RETAIL:	1/300SF
RESTAURANTS*:	1/2.5 SEATS
HOTEL:	1/BEDROOM + 1/3BEDROOMS
GROCERY:	1/250SF
TRAVEL COMMERCIAL:	1/400SF

* 30% of bldg sf is dining & 20 sf per seat
** 15 sf per seat for fast food/drive thru

ATTACHMENT G

MERCED GATEWAY PLANNED DEVELOPMENT MASTER PLAN

DRAFT

MASTER PLAN TO BE REVISED AS SHOWN IN NOTES ON SUBSEQUENT PAGES.

By Gateway Park Development Partners, L.L.C.

June 2016

rrm design group

MERCED GATEWAY

Merced, California

Prepared For:
City of Merced
Planning Division
678 W. 18th Street
Merced, CA 95340

Prepared by:
RRM Design Group
3765 S. Higuera St., Suite 102
San Luis Obispo, CA 93401

On behalf of:
Gateway Park Development Partners LLC
133 Old Wards Ferry Road
Sonora, CA 95370

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1. INTRODUCTION

1.1 BACKGROUND

Located in California's rapidly-growing Central Valley, the City of Merced is posed for significant population growth. It is expected that over 10 million people will be added to California by 2030, with a significant portion of this growth occurring in the San Joaquin Valley. Anticipating this growth, the City of Merced envisions a growing community that preserves much of its small town feel. The Merced Gateway project is a crucial part of this expansion as it will capitalize on the newly created Campus Parkway; a major arterial road that will connect south and north Merced.

The Merced Gateway project included an application for General Plan Amendment and Zone Change to reconfigure the boundary between two land use areas and create a Planned Development (P-D) zone. P-D is the designated zone for the Merced Gateway Master Plan planning area (Master Plan area).

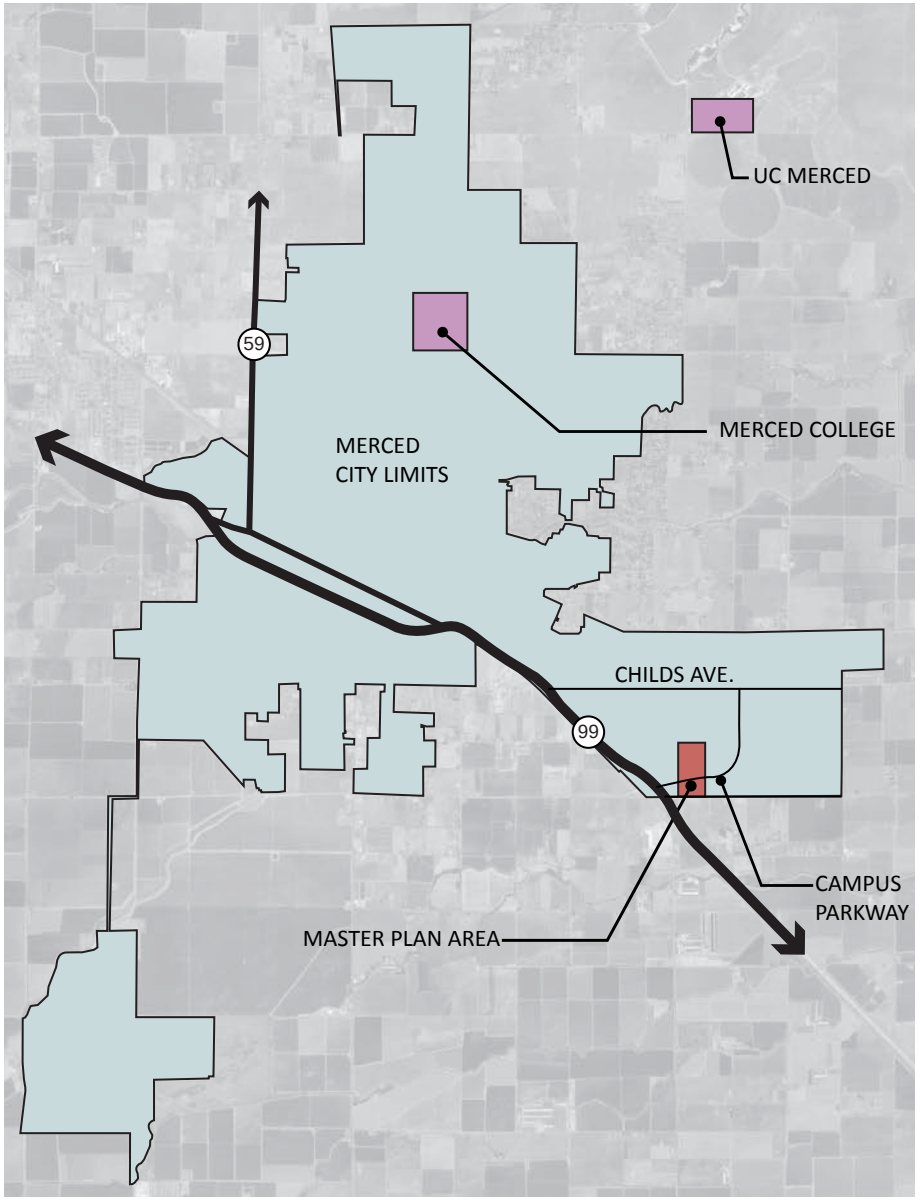


Figure 1 Context Map

1.2 PURPOSE

The purpose of the Merced Gateway Master Plan is to provide a framework for the orderly development of a 77-acre Planned Development Master Plan area into an economically vibrant and aesthetically pleasing residential and commercial shopping center in southeast Merced.

This Planned Development Master Plan (Master Plan) includes basic site development concepts with architectural standards, landscape recommendations, signage guidelines, and other design guidelines that guide development while allowing for flexibility in market changes and maintaining the integrity of project goals.

This Master Plan will also assist in the review and approval process of subsequent development proposals such as site plans and improvement plans. Responsibility for interpretation of these concepts and design guidelines lie with the City.

1.3 MASTER PLAN GOALS

The following goals reflect the desired vision for the Master Plan area:

1. Ensure the provision of multifamily housing units.
2. Establish central focal points for retail establishments with prominent placement of pedestrian plazas.
3. Provide a variety of shopping uses including big box retail establishments to complement visitor serving commercial uses.
4. Continue Parsons Avenue through the project, to provide a connection to the adjoining parcel.

1.4 RELATIONSHIP TO EXISTING PLANNING DOCUMENTS

City of Merced Municipal Code

The Master Plan area is zoned Planned-Development (P-D). P-D zoning allows for a variety of development types that carry out the objectives of the General Plan. Chapter 20.42 of the City's Municipal Code provides the framework for development within the P-D zone at this time. Chapter numbers and references are subject to change with the Zoning Ordinance Update.

City of Merced General Plan

The City's General Plan designates the Master Plan Area High-Medium Density Residential (HMD) and Regional/Community Commercial (RC). The Master Plan area includes 8.4 acres of HMD and 68.6 acres of RC. The City's General Plan Housing Element allocates 178 units for the portion of the Master Plan area in the HMD designation, for multifamily development such as apartments, higher density triplex/fourplex units and condominiums.

Figure 2 Merced Gateway Planned Development Zone

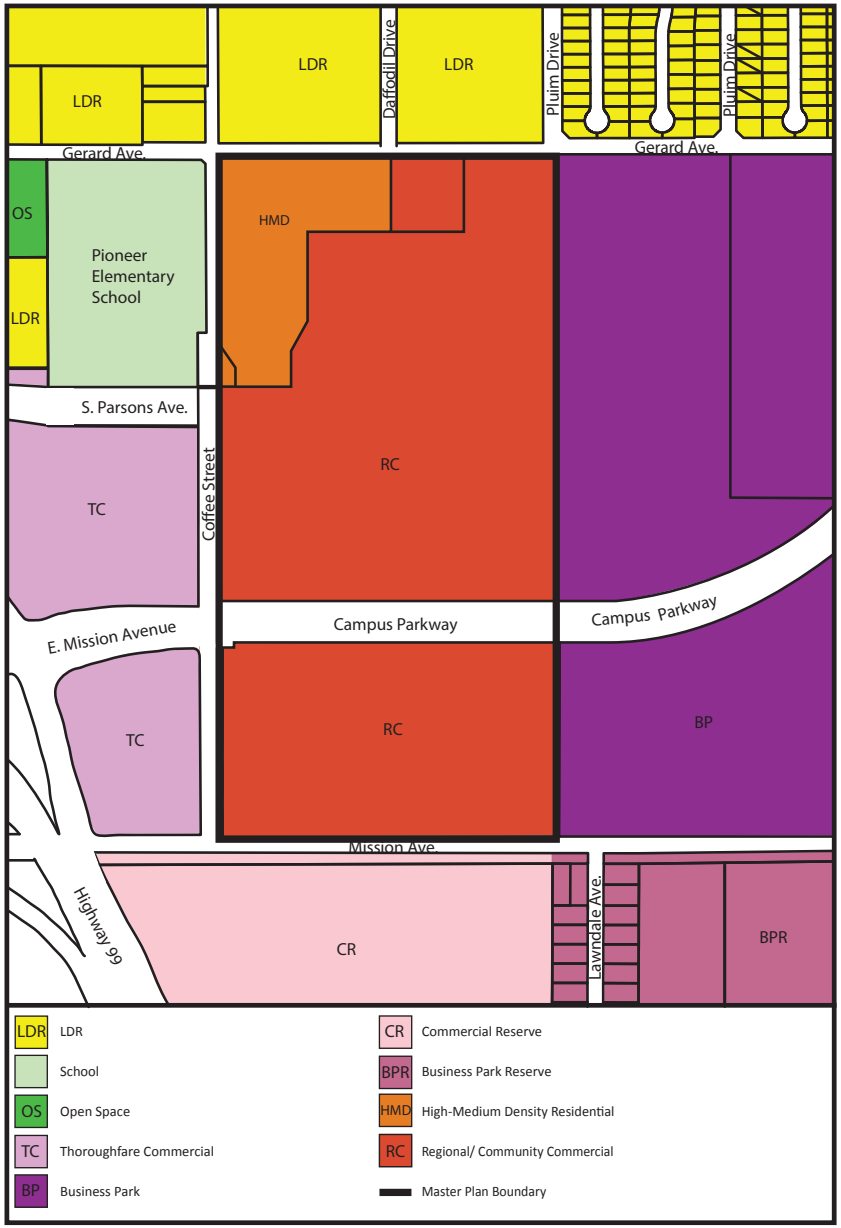


Figure 3 Merced Gateway General Plan Land Use Designations

2. PROJECT DESCRIPTION

2.1 LOCATION

The Planned Development Master Plan area (Master Plan area) is located in the southeast corner of the City of Merced within the City limits. An on- and off-ramp to Highway 99 is located approximately 500 feet west of the site, allowing for quick regional access. The newly constructed Campus Parkway bisects the site and includes median and separated multiuse trail improvements. As shown in Figure 4: *Location Map*, the Master Plan area is bordered by Coffee Street to the west, Mission Avenue to the South, Gerard Avenue to the north and vacant lands designated business park to the east.

2.2 SURROUNDING LAND USES

Surrounding the Master Plan area are a variety of land uses including Low Density Residential (LDR) adjacent to the northern boundary, vacant Business Park (BP) land to the east, vacant Commercial Reserve (CR) and Business Park Reserve (BPR) to the south, and Thoroughfare Commercial (TC) and a School to the west. Surrounding land uses are shown in Figure 4: *Location Map*.

Figure 4 Location Map

2.3 PROJECT DESCRIPTION

The Merced Gateway project includes development of a 77-acre area zoned Planned Development. P-D zoning allows for a wide variety of commercial and residential uses with customized design guidelines prepared to ensure a high-quality development that is compatible with surrounding uses.

Planned Development Land Uses

Two land use designations are provided within the Master Plan area (see Figure 3). These include 8.4 acres of High-Medium Density Residential (HMD) and 68.6 acres of Regional/Community Commercial (RC).

The HMD area is located in the northwest corner of the site. The vision for this area is to include up to 178 multifamily dwelling units in an apartment, townhouse, or condominium type configuration.

The RC area is divided by Campus Parkway, a 4-lane expressway with central median and a multiuse path on the north side. South of Campus Parkway, visitor serving uses are anticipated such as quick-serve/drive-thru dining, service stations, hotel, and big-box retail. North of Campus Parkway, community-serving uses such as a theater/entertainment use, restaurants, grocery, and a variety of retail stores.

Section 3.2 and 3.3 describe these areas in greater detail.

Development Program

The development program includes a conceptual mix of uses based on current market trends, City development regulations, and site constraints. Based on this analysis, it was determined that the Master Plan area could include a maximum of 178 residential units and 601,127 sf of commercial. Figure 5: *Conceptual Site Plan* identifies potential locations for program components and includes lettered building pads that correspond with Table 1: *Master Plan Program*. Table 1 groups the Master Plan program components into four parcels based on physical location and land use. Revisions to the plan may occur as described in Chapter 10 - *Implementation*.

Parcel 1 - Fire Station Parcel

Figure 5: *Conceptual Site Plan* shows a fire station site located in the northern portion of the Master Plan area adjacent to Gerard Avenue (see "FS" label). This fire station parcel location has been provided to enable improved fire service and response times to this area of the City, and could accommodate a 9,000 sf station in the future.

Parcel 2 - Residential Parcel

The 8.4 acre residential parcel is located in the northwest corner of the Master Plan area and serves as a transition from neighboring residential uses and an elementary school to proposed commercial areas. A maximum of 178 residential units may be permitted at a density of 12 - 24 du/ac. units per acre. Except as presented in this Master Plan, development of this parcel follows the provisions of Chapter 20.14 - *R-3 District* (subject to change) from the City's Municipal Code. On-site amenities may include a 2,500 sf clubhouse and pool area (see Figure 10).

Parcel 3 - North Parcel
This 41 acre parcel is programmed to include up to 385,535 sf of commercial uses. Table 1 identifies individual program components which include a 54,000 sf grocery store, five sit-down restaurants totaling 26,600 sf, 11 retail shops totaling 237,000 sf, one 38,800 sf movie theater, and a bus stop.

Parcel 4 - South Parcel
This 21 acre parcel is programmed to include up to 242,592 sf of commercial uses. Table 1 identifies individual program components which include a 6,000 sf automobile service station, four fast food establishments totaling 21,450 sf, one 4,000 sf sit-down restaurant, four retail stores totaling 160,607 sf, and one 50,000 sf hotel that can accommodate up to 81 hotel rooms.

Parking
The number of parking spaces required for the development of residential and commercial projects within the Master Plan area are consistent with Chapter ~~28.58~~ 20.38 of the City's Municipal Code. These requirements are summarized in Table 1. However, with the final design of each individual phase, a reduction in parking may be considered by the City with a joint parking agreement or parking reduction program. The intent is to reduce the amount of asphalt/non-pervious surfaces within the Master Plan area.

Central Green
One of the key place-making amenities provided within the Master Plan area is an approximate 1 acre central green located in front of the theater/entertainment center.

TABLE 1: MASTER PLAN PROGRAM

MARK	NAME	AREA	RATIO	REQUIRED PARKING	PROVIDED PARKING
FIRE STATION PARCEL		**66,807 SF**			
PUBLIC SAFETY					
FS	FIRE STATION	9,209			
RESIDENTIAL PARCEL		**366,216 SF**			
RESIDENTIAL					
A	RESIDENTIAL - 178 UNITS MAX			**311**	**311**
CLUBHOUSE					
	CLUBHOUSE	2,500			
		2,500			
NORTH PARCEL		**1,791,131 SF**			
GROCERY					
R	GROCERY	54,176	250	217	
				217	
RESTAURANTS					
G	RESTAURANT	4,912		29	
J1	RESTAURANT	6,266		38	
J2	RESTAURANT	5,700		34	
J3	RESTAURANT	5,556		33	
M	RESTAURANT	4,181		25	
				160	
RETAIL					
B	SHOP 1	40,458	300	135	
D	SHOP 2	16,014	300	53	
E	BUS STOP	2,000	300	7	
F	MOVIE THEATRE	38,773	300	129	
H	SHOP 3	9,867	300	33	
I	SHOP 4	10,647	300	35	
K	SHOP 5	17,700	300	59	
L	SHOP 6	14,107	300	47	
N	SHOP 7	28,193	300	94	
O	SHOP 8	28,655	300	96	
P	SHOP 9	23,172	300	77	
Q	SHOP 10	15,057	300	50	
S	SHOP 11	13,358	300	45	
T1	SHOP 12	8,340	300	28	
T2	SHOP 13	11,403	300	38	
				0	
	TOTAL DEVELOPMENT SF:	**358,535**			
	FAR:	**0.20**		**1,303**	**1,627**

Table 1 Master Plan Program

SOUTH PARCEL		**939,010 SF**			
TRAVEL COMMERCIAL					
U	GAS STATION/MINI MART WITH CAR WASH	6,305	400	16	
RESTAURANTS					
V1	FAST FOOD/DRIVE THRU	5,865		47	
V2	FAST FOOD/DRIVE THRU	5,260		42	
V3	FAST FOOD/DRIVE THRU	5,118		41	
V4	FAST FOOD/DRIVE THRU	5,207		42	
W	RESTAURANT	4,330		26	
				198	
RETAIL					
ZZ	SHOP 14	131,193	300	437	
Y	SHOP 15	8,136	300	27	
Z1	SHOP 16	21,278	300	71	
Z2	SHOP 16 OUTDOOR DISPLAY				
				535	
HOTEL					
X	HOTEL (81 ROOMS)	49,900		108	
	TOTAL DEVELOPMENT SF:	**242,592**			
	FAR:	**0.26**		**857**	**936**

PARKING RATIOS

RETAIL:	1/300SF
RESTAURANTS*:	1/2.5 SEATS
HOTEL:	1/BEDROOM + 1/3BEDROOMS
GROCERY:	1/250SF
TRAVEL COMMERCIAL:	1/400SF

* 30% of bldg sf is dining & 20 sf per seat
** 15 sf per seat for fast food/drive thru

Note: This is a conceptual calculation for the proposed uses. Parking calculations are based on 2 bed/2 bath units.
All uses shall comply with Section 20.38 of the City's Zoning Ordinance.

3. LAND USE

3.1 SITE PLAN

The Merced Gateway project aims to provide visitors and residences a cohesive and unique development that is connected to surrounding neighborhoods and provides the City of Merced with a one-of-a-kind shopping, living, and dining experience. The site design provides a transition from single-family residential units that border the north side of the Master Plan area to commercial developments south of Campus Parkway. The Master Plan area includes an 8.4 acre multifamily development on the northwest portion of the Master Plan area along with a 1.5 acre fire station parcel to serve new residences and the surrounding community.

Business opportunities range from big box retail to smaller anchor stores complemented by visitor serving restaurants and retail establishments. In addition, prime frontage lots face onto Campus Parkway with abundant local and tourist traffic. The addition of the Merced Gateway project to the community of Merced will attract outside businesses, encourage local businesses to expand into the Master Plan area, and employ local workers.

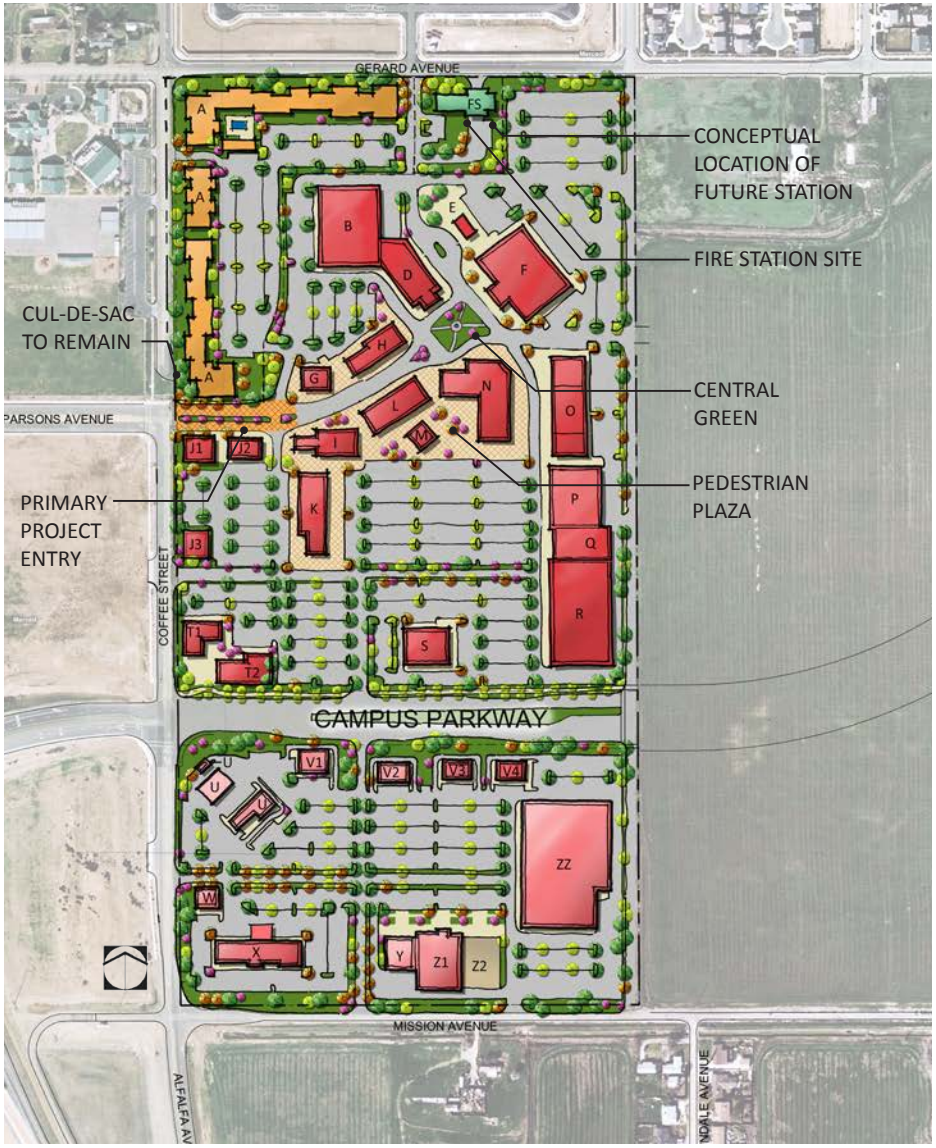


Figure 5 Conceptual Site Plan

3.2 NORTH PARCEL

The largest portion of the Master Plan area, referred to as the North Parcel, is 41 acres in size. The vision for the North Parcel contains multifamily housing, regional and local serving retail commercial, and an entertainment center. Commercial uses may include grocery, small box, and large box retailers as well as a theatre and central green. Smaller restaurants will complement the retailers and offer visitors a pleasant shopping and entertainment experience. Retail stores are placed and oriented on the site to maximize opportunity for walking once visitors access the surface parking lots. Plazas for outdoor dining or casual gathering are conveniently located throughout the center.

Figure 5: *Conceptual Site Plan* shows primary site access off of Parsons Avenue with commercial structures fronting onto the road creating a "Main Street" effect. The terminus of this public street includes an approximate 1 acre central green with a movie theater/entertainment venue beyond. The central green is envisioned to be programmed with features that allow for passive recreation and events such as farmer's markets, car shows, and live music. The road between the central green and the movie theater/entertainment center (see Figure 6: *North Parcel*) may be designed to restrict vehicular traffic during events in order to expand the event space and allow for improved pedestrian circulation between the two areas.

In the northwestern portion of the parcel, multifamily residences will provide a transition from single-family residences north of Gerard Avenue to retail/commercial establishments within the Master Plan area. Main access to the multifamily residences will occur off of Gerard Avenue at the intersection of Daffodil Drive. The 8.4 acre multifamily development includes a blend of up to 178 multifamily dwelling units that will accommodate a variety of income levels. These apartment units will bring a new residential product to the area and support the demand

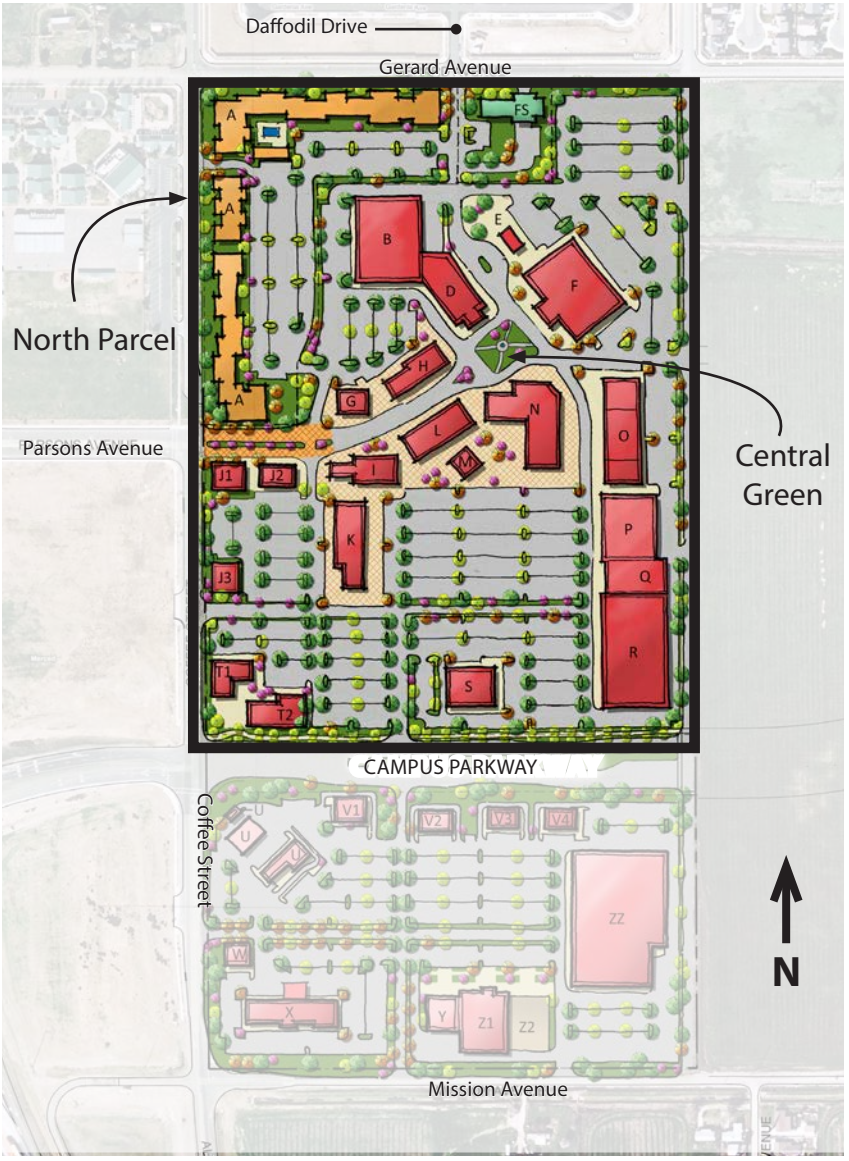


Figure 6 North Parcel

for moderate level income housing. Close proximity to Pioneer Elementary School and adjacent commercial uses will make this a vibrant and walkable place to live.

A bus stop is located between the theater and future fire station, proximate to the multifamily and retail uses.

The following list includes uses envisioned for the North Parcel.

Permitted Uses Include:

- *Bank*
- *Department store*
- *Drug store/pharmacy with drive-through*
- *Dwelling, multifamily*
- *Fast-food restaurant*
- *General retail store*
- *Hotel*
- *Medical and professional offices*
- *Personal services*
- *Public Facility/Fire Station*
- *Regional shopping center*
- *Restaurant*
- *Supermarket*
- *Theater, entertainment*
- *Transit center*
- *Other commercial uses typically associated with a mixed-use shopping center*

Conditionally Permitted Uses Include:

- *Automobile service station*
- *Drive-through restaurant*
- *Tavern, bar, cocktail lounge*
- *Alcohol sales for off-site consumption*
- *Other uses deemed compatible by the Planning Commission*

Box style commercial with arcade

Landscaping in the parking area

3.3 SOUTH PARCEL

On the south portion of the Master Plan area, the vision is to create a highway oriented center that provides for travelers and supports the outdoor lifestyle opportunities afforded by the "Gateway to Yosemite". The mix of retail uses will be focused on, but not necessarily limited to, retail uses oriented towards travelers and outdoor enthusiasts (hunting, fishing, camping, hiking and related outdoor recreation merchandise). These uses may also include a gas station, hotels, drive through and sit down restaurants and other complementing retail/commercial. The following list includes uses envisioned for the South Parcel.

Permitted Uses Include:

- *Bank*
- *Department store*
- *Fast-food restaurant*
- *Drive-through restaurant*
- *General retail store*
- *Hotel*
- *Medical and professional offices*
- *Personal services*
- *Regional shopping center*
- *Restaurant*
- *Theater*
- *Outdoor recreation retail*
- *Sporting Goods*
- *Other related uses*

Conditionally Permitted Uses Include:

- *Automobile service station*
- *Tavern, bar, cocktail lounge*
- *Alcohol sales for off-site consumption*
- *Other uses deemed compatible by the Planning Commission*

Figure 7 South Parcel

4. STANDARDS

4.1 DEVELOPMENT AND SIGN STANDARDS

The Merced Gateway Master Plan area is zoned P-D which allows for the creation of customized development standards. This section includes the regulations that allow for development to proceed by regulating height setbacks from public roadways and parking, and lot coverage.

These development standards shall supersede the City's municipal code. Where conflicts occur, the development standards provided herein shall be utilized. Where the PD standards are silent, the City Municipal Code shall govern. Sign standards are specified in Chapter 7 - *Signage*.

TABLE 2 - Merced Gateway Development Standards

Standard	Designation		Notes
	HMD	RC	
Height	40′ max	60′ max	Architectural projections such as towers, cupolas, chimneys and other features designed to add architectural interest may exceed the 40′ height limit by up to 5′
Stories	3 max	1 max.	
Lot Area	6,000 sf min	1,980 sf min.	
Lot Coverage	60% max	35% max	Based on coverage for the entire Master Plan area.
Distance Between Buildings	15′ min	15′ min	
Setbacks (Buildings and Parking)			
Public street	20′ min	20′ min	Variation may be allowed along the extension of Parsons Avenue through the project site
East Property Line	-	20′ min	
Internal Front	-	0′ min.	
Internal Side	-	0′ min.	
Parking	Per Chapter 20.58		
Plate height	-	14′ min.	Applies to ground floor
Building facade	-	No building facade shall extend more than 100′ in length without a 5′ min variation to the wall plane.	
Window Glazing	-	45% minimum transparent glazing on the first floor facade for retail uses	Only applies to the extension of Parsons Avenue into the Master Plan area, and to structures adjacent to the Central Green
Land Use Compatibility	1. Loading docks, service areas, noise and odor generating operations, queuing areas for drive-through operations, and ground-mounted mechanical equipment is not permitted within 20′ of HMD designated property. 2. HVAC systems shall be selected based on their noise rating or designed with features to reduce noise, such as parapet walls and equipment enclosures and/or placement of equipment. 3. Exterior lighting shall focus internally within RC properties to decrease light pollution onto neighboring residential properties. 4. Fast food restaurant speakers shall be directed away from residential units. 5. Landscaping shall be used with other features to reduce potential visual, light, and glare conflicts.		
Signs	Signs shall comply with standards in Chapter 7 - *Signage*		

5. ARCHITECTURAL DESIGN CONCEPTS

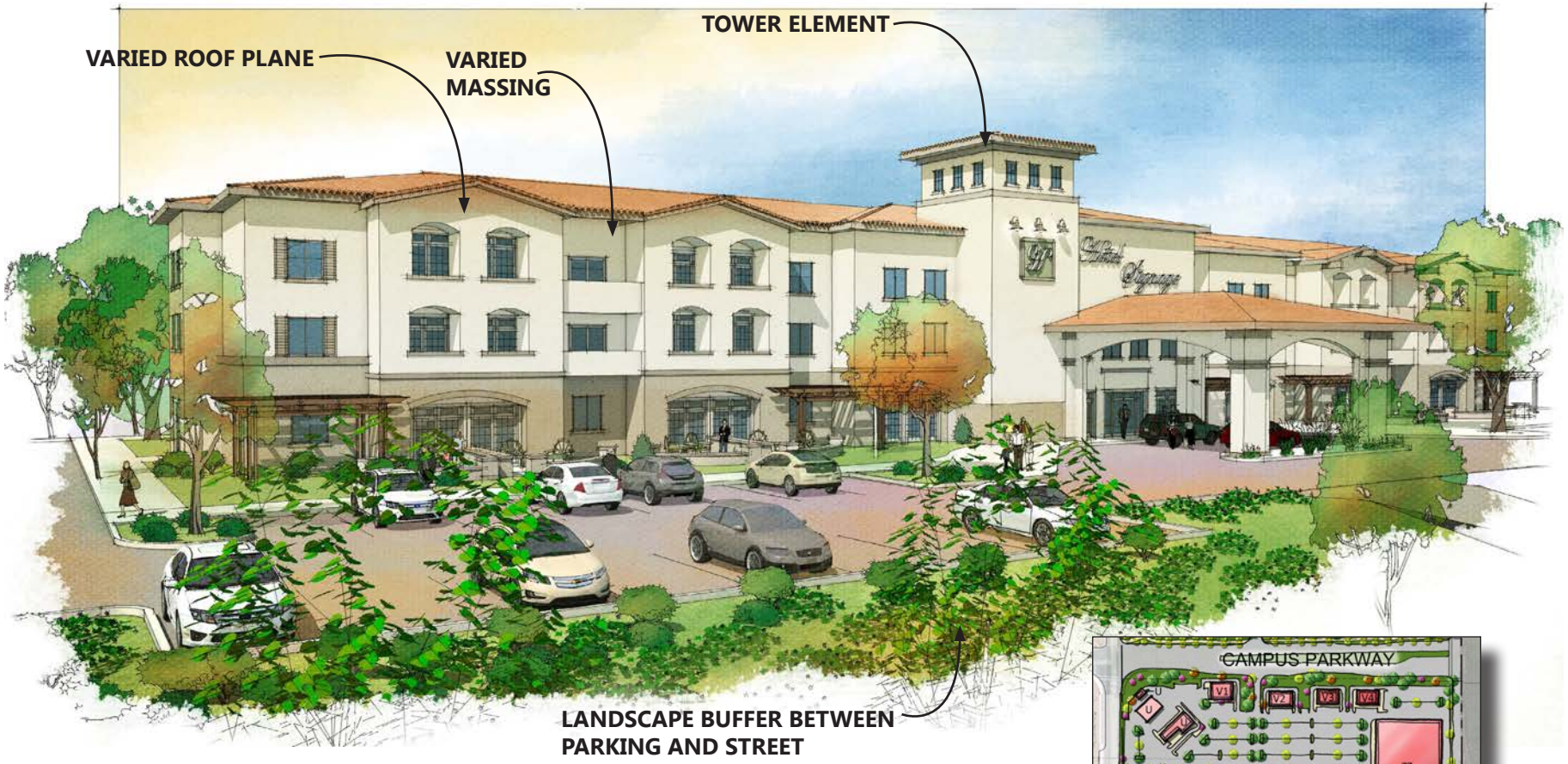
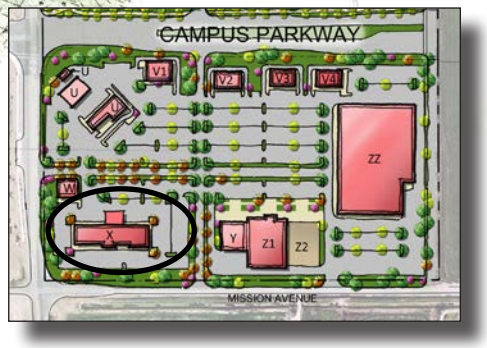


Figure 8 Conceptual Hotel Sketch



Key Map - Conceptual Hotel Location

Figure 9 Conceptual Retail Plaza Sketch

Key Map - Conceptual retail plaza location

Figure 10 Conceptual Residential Sketch

Key Map - Conceptual location for multifamily residential amenity

6. LANDSCAPING PLAN

Figure 5: *Conceptual Site Plan* shows the site layout and the areas of the Master Plan area to be landscaped. The Landscape concept includes areas of groundcover, low shrubbery, and tree plantings. California State regulations, and the current drought conditions throughout the state, require extensive consideration of drought tolerant and low-water using plants. To the fullest extent feasible, Low Impact Development (LID) principles will be employed in the final landscape design for the Master Plan area. A combination of informal groupings and formal placement of native and non-native tree species will be used to provide shade and create a strong sense of place.

The Master Plan area is also a key entry area for the City of Merced along the Campus Parkway corridor. Landscape design along the corridor will take this into account ensuring an appropriate aesthetic for this important street and point of entry.

A tree and plant palette for the Master Plan area is provided in the following sections.

6.1 PLAN AREA LANDSCAPE SPECIES

The following list of landscape species was developed specifically for the Merced Gateway Master Plan using species known to flourish in this region . Trees, shrubs, groundcovers, perennials, and grasses have been selected to survive and flourish in the Central Valley climate (hot summers, occasionally freezing in winter) and categorized according to their function in the landscape (e.g. canopy, accent, screen) Consideration should be given to the creation of shade (canopy trees); framing the streetscapes and driveways; visual screening (columnar trees) and accent trees or specimen trees to highlight an entry or point of interest.

Figure 11 Acer Platanoides

Figure 12 Ulmus Pavifolia

Recommended Canopy Trees

- *Acer platanoides `princeton gold` / princeton gold maple*
- *Acer rubrum `october glory` tm / october glory maple*
- *Celtis occidentalis `magnifica` / magnifica hackberry*
- *Crateagus laevigata 'paul's scarlet'/ english hawthorn*
- *Ginkgo biloba `autumn gold` tm / maidenhair tree*
- *Gleditsia triacanthos inermis `shademaster` tm / shademaster locust*
- *Grevillea robusta / silk oak*
- *Koelreuteria bipinnata / chinese flame tree*
- *Liriodendron tulipifera / tulip tree*
- *Magnolia grandiflora `majestic beauty` tm / southern magnolia*
- *Pistacia chinensis / chinese pistache*
- *Platanus x acerifolia `columbia` / london plane tree*
- *Prunus cerasifera `krauter vesuvius` / purple leaf plum*
- *Quercus coccinea / scarlet oak*
- *Quercus douglasii / blue oak*
- *Quercus lobata / valley oak*
- *Quercus rubra / red oak*
- *Quercus suber / cork oak*
- *Quercus wislizenii / interior live oak*
- *Robinia x ambigua `purple robe` / pink flowering locust*
- *Ulmus parvifolia `allee` / allee lacebark elm*
- *Ulmus parvifolia `sempervirens` / chinese evergreen elm*
- *Zelkova serrata / sawleaf zelkova*

Recommended Accent Trees

- *Acer palmatum spp. / japanese maple (shade)*
- *Arbutus unedo / strawberry tree*
- *Cercis canadensis 'forest pansy' / eastern redbud*
- *Cercis occidentalis / western redbud*
- *Chitalpa tashkentensis 'pink dawn' / chitalpa*
- *Cladastris kentukea / yellow wood*
- *Cornus controversa / giant dogwood*
- *Cornus florida / eastern flowering dogwood (shade)*
- *Cotinus coggygria `purpureus` / purple smoke tree*
- *Lagerstroemia indica / crape myrtle*
- *Magnolia stellata `royal star` / royal star magnolia*
- *Magnolia x soulangiana `burgundy` / burgundy magnolia*
- *Malus spp. / flowering crabapple*
- *Prunus cerasifera `krauter vesuvius` / purple leaf plum*
- *Prunus glandulosa `rosea plena` / pink flowering almond*
- *Prunus subhirtella 'pendula' / weeping flowering cherry*
- *Pyrus calleryana `bradford` / bradford flowering pear*

Recommended Screening Trees

- *Calocedrus decurrens / incense cedar*
- *Cedrus atlantica `glauca pendula` / weeping blue atlas cedar*
- *Cedrus deodara / deodar cedar*
- *Heteromeles arbutifolia / california toyon*
- *Liquidambar styraciflua 'rotundiloba' / sweetgum (sterile variety only)*
- *Liriodendron tulipifera 'arnold' / columnar tulip tree*
- *Pinus canariensis / canary island pine*
- *Pinus pinea / italian stone pine*
- *Thuja occidentalis `emerald` / emerald arborvitae*
- *Umbellularia californica / california laurel*

Figure 13 Cercis Canadensis

Figure 14 Thuja Occidentalis

Figure 15 Muhlenbergia

Figure 16 Lavandula

Recommended Shrubs, Grasses, and Groundcovers

- *Agave x `blue glow` / blue glow agave*
- *Arctostaphylos uva-ursi `emerald carpet` / emerald carpet manzanita*
- *Artemisia schmidtiana `silver mound` / silver mound artemisia*
- *Berberis thunbergii `crimson pygmy` / crimson pygmy barberry*
- *Carex testacea `prairie fire` / prairie fire sedge*
- *Carpenteria californica / bush anemone*
- *Caryopteris x clandonensis / bluebeard*
- *Ceanothus griseus horizontalis `yankee point` / california lilac*
- *Cedrus deodara `prostrate beauty` / prostrate beauty deodar cedar*
- *Cistus ladanifer / crimson spot rockrose*
- *Echeveria x `black prince` / black hen and chicks*
- *Helianthemum nummularium `apricot` / apricot sunrose*
- *Helictotrichon sempervirens `blue oats` / blue oat grass*
- *Hemerocallis x `stella de oro` / stella de oro daylily*
- *Heteromeles arbutifolia / toyon*
- *Iberis sempervirens `snowflake` / snowflake evergreen candytuft*
- *Lantana montevidensis `new gold` / trailing lantana*
- *Lavandula x intermedia `hidcote giant` / lavender*
- *Miscanthus sinensis `morning light` / eulalia grass*
- *Muhlenbergia capillaris `autumn blush` / pink muhly*
- *Pennisetum alopecuroides `little bunny` / little bunny fountain grass*
- *Penstemon heterophyllus `blue bedder` / foothill penstemon*
- *Perovskia atriplicifolia / russian sage*
- *Phormium tenax `jack spratt` / new zealand flax*

- *Pinus mugo mugo / dwarf mugo pine*
- *Rhamnus californica / california coffee berry*
- *Rhaphiolepis indica `ballerina` / ballerina indian hawthorn*
- *Rosa x `flower carpet white` / rose*
- *Sedum spurium `coccineum` / dragon`s blood sedum*
- *Spiraea x bumalda `goldmound` / gold mound spirea*
- *Viburnum tinus `compactum` / viburnum*
- *Zauschneria californica / california fuchsia*
- *Bioswale plants*
- *Andromeda polifolia `blue ice` / bog rosemary*
- *Bergenia cordifolia / heartleaf bergenia*
- *Carex spp. / sedge*
- *Corylus cornuta californica / western hazelnut*
- *Hibiscus moscheutos / rose mallow*
- *Iris douglasiana `pacific coast hybrids` / pch iris*
- *Sisyrinchium bellum / blue eyed grass*
- *Trifolium pratense / red clover*
- *Vitis californica / california wild grape*

Figure 17 Carex

Figure 18 Zauschneria

Figure 19 Native Landscaping

Figure 20 Permeable Paving

6.2 LANDSCAPE DESIGN GUIDELINES

The following landscape design guidelines are provided supplement existing City regulations and standards found in the Municipal Code.

a. *The tree and plant list above serves as the master list for the Merced Gateway Master Plan area. Substitutions/additions are permitted subject to approval of the Planning Manager who shall make findings that the proposed substitution/addition is consistent with the intent of these Design Guidelines.*

b. *California natives are encouraged where available.*

c. *Ornamental and specialty plant materials should be considered for accents and/or entry features.*

d. *Landscaped areas should include the spaces between walkways and buildings, buildings and parking lots, in pedestrian plazas, along roadways, and areas adjacent to public streets.*

e. *A water budget should be developed for landscape irrigation use that conforms to Merced's local water efficient landscape ordinance, or to the California Department of Resources Model Water Efficient Landscape Ordinance (MWELO), whichever is more stringent.*

f. *Irrigations systems should utilize weather based controllers with the ability to adjust watering run-times based on historical and current temperature and precipitation data.*

g. *Automatic low flow, high efficiency, drip irrigation systems should be utilized as an alternative to sprinklers and overhead sprays to minimize amount of water lost to evaporation, run-off, and misapplication.*

h. Only trees listed on the City's approved Street Tree list may be used in the public right-of-way.
i. All parking lot trees shall meet the requirements of the City's Parking Lot Landscape Standards 1985 edition.

h. *The use of permeable paving to reduce surface run-off is encouraged throughout the Master Plan area, including sidewalks, parking stalls, plazas, paseos, pedestrian thoroughfares, and driveways.*

i. *Parking lots will include the use of vegetation and canopy trees to provide shade, reduce heat of paved surfaces, noise, automobile glare, preserve local groundwater strata, slow and store water on-site, reduce storm water drainage problems, and to enhance property values. One tree is required for every six parking spaces per the City of Merced Municipal Code.*

j. *Tree-lined and vegetated streets are encouraged for improving air quality and providing a shaded and attractive environment for pedestrians, residents, and visitors.*

k. *Street trees will be planted at maximum intervals of 30' on center within planting strips and parkways, unless approved otherwise by the City.*

l. *Street trees should be planted at least 10' away from pedestrian streetlights and a minimum of 10' from sewer or water lines, as per City of Merced's Street Tree Standard L-1A.*

m. *New trees should be pollution tolerant, heat and drought resistant, low maintenance, disease resistant, long lived, and have the ability to cast shade in summer.*

n. *Vegetated bioswales should be used for stormwater management where possible.*

o. *The use of turf is prohibited except for the Central Green.*

p. *Ensure the adequate and appropriate provision of landscaping within all development phases.*

q. *All landscape plans shall comply with the City of Merced Landscape Standards.*

6.3 LIGHTING DESIGN GUIDELINES

Effective lighting provides safety and direction for vehicles and pedestrians and provides visibility and security for businesses, all while enhancing architectural building and landscaping details. The following guidelines apply to on-site lighting for private development projects in parking areas and to lights associated with the building. Light types could include downward facing pole lights, wall-mounted sconces, parking, and landscape lighting.

Design Guidelines

a. *Lighting should be designed to provide ambiance, safety, and security without unnecessary spillover or glare onto adjacent properties. This design is particularly important for the residential users who may be located on an adjacent parcel or nearby neighborhood.*

b. *The quality of light, level of light (as measured in foot-candles) and the type of bulb or source should be carefully addressed. Lighting levels should not be so intense as to draw attention to the flow or glare of the project site. The lighting plan should incorporate current energy-efficient fixtures and technology.*

c. *Spotlighting or glare from any site lighting should be shielded from adjacent properties and directed at a specific object or target area. Exposed bulbs should not be used.*

d. *Building light fixtures should be designed or selected to be architecturally compatible with the main structure, which should complement the theme of the surrounding area.*

e. *Wall-mounted light fixtures should not extend above the height of the wall to which the fixtures are mounted.*

f. *Accent lighting that is downlit and focused on key architectural elements and trees can be effective and attractive; however, light sources should be screened from view.*

g. *Blinking, flashing lights and exposed neon lighting used to illuminate building façades or to outline buildings should not be used. (Exception: Temporary decorative lights such as holiday lighting may be allowed for up to an four week period during the calendar year.)*

h. *When security lighting is necessary, it should be recessed, hooded and located to illuminate only the intended area. Off-site glare and light trespass should be prevented.*

i. *Pedestrian areas, paseos, sidewalks, parking lots and building entrances should be adequately lit to provide safety and security.*

j. *All exterior lighting fixtures should be efficient in terms of design and energy use. Low- and high-pressure sodium (LPS, HPS) lamps are permitted in public areas, but prohibited on structures.*

7. SIGNAGE

7.1 SIGNAGE PLAN

Signs within the Master Plan area should provide a cohesive character and identity. This section is comprised of design guidelines and standards. Design guidelines should be applied to the extent practical whereas standards are required.

Conceptual sign locations are identified on Figure 21.

7.2 SIGNAGE GUIDELINES

General Design Guidelines

a. *Ensure all elements reinforce and are coordinated with the character of the Master Plan area and its surroundings.*

b. *Sign design should coordinate with any adjoining walls or fences.*

c. *Signs should be clear, concise, and informative.*

d. *Street signs and directional signs should have a common design theme.*

e. *Electronic reader-boards, of any size, are prohibited.*

f. *Freestanding signs to advertise a single individual tenant are not permitted.*

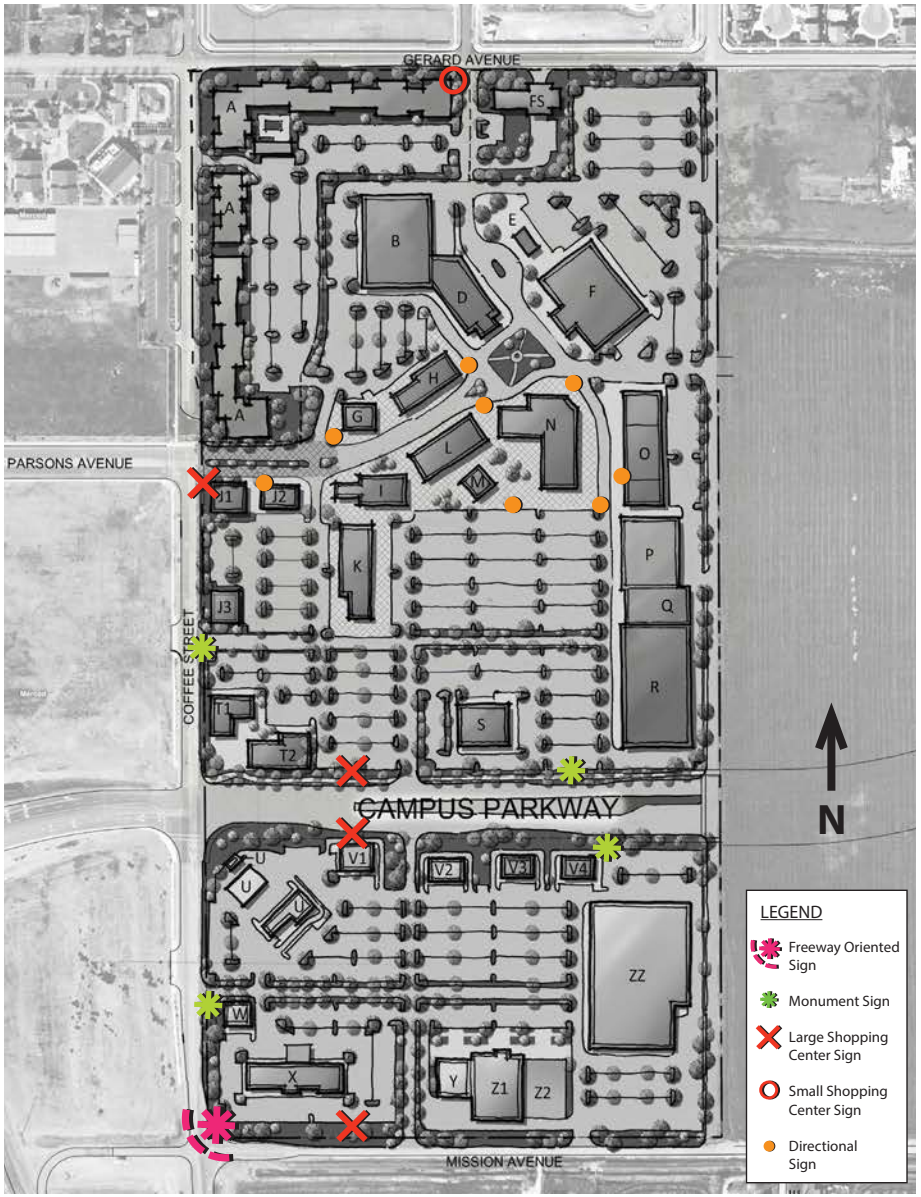


Figure 21 Conceptual Signage Plan

Figure 22 Shopping Center Sign

Material Design Guidelines

a. *Signs should be made of durable materials that are appropriate and complementary to the building architecture.*

b. *Signage should incorporate like materials, colors, and shapes that reflect those of the Merced Gateway Shopping Center.*

c. *Signs should be constructed of high-quality and long-lasting materials.*

Sign Size Design Guidelines

a. *The message of effective signs should be easily read and understood by passing motorists and pedestrians. A number of factors including distance from the sign, speed of travel, letter to-background contrast, and the number and nature of nearby, competing signs contribute to the "readability" of the sign.*

b. *For the purpose of evaluating appropriate sign size, the City should consider the normal sign viewing distances, the general nature of the street (e.g., width and traffic speed), and the size of existing signs in the area.*

Sign Height Guideline

a. *Sign height and width should be appropriate to the building on which it is placed and the distance of the sign from fronting streets.*

Sign Lighting Guideline

a. *Back-lit letters are permitted.*

b. *Exterior illuminated signs should utilize shielded spot lights.*

7.3 FREEWAY ORIENTED SIGN DESIGN STANDARDS

a. The Freeway oriented pylon sign should be elevated by one (1) or two (2) bases.

b. The Freeway oriented pylon sign should be located in the southwest corner of the Master Plan area (Mission and Coffee).

c. One freeway sign may be provided with a maximum height not to exceed seventy five (75) feet above the crown of the freeway.

d. The location of the Freeway Oriented sign will be on the west side of the South Parcel or on an off-site location approved by the City.

e. Sign shall not exceed nine hundred fifty (950) square feet per face, or nineteen hundred (1,900) square feet total sign area.

f. Materials, color, and arrangement shall be compatible and consistent with the shopping center buildings.

g. Individual letters are required; logos may be permitted. The background area immediately adjacent to the copy portion of the sign may include trademark colors, however, it may not be illuminated and must be constructed of a material that is compatible with the texture and materials of the shopping center buildings. Additionally, background area with trademark colors will be considered part of the total allowed signage. Individual letters and logos may be internally illuminated.

h. The foundation base shall be a minimum 80% of the sign structure length.

Figure 23 Freeway Sign Elevated By One Base

Figure 24 Shopping Center Sign

Figure 25 Monument Sign Example

7.4 MONUMENT AND SHOPPING CENTER SIGNAGE DESIGN GUIDELINES AND STANDARDS

General Guidelines

a. *Monument and shopping center signs should assist motorists in finding businesses along auto-oriented streets.*

b. *Signs should be located for easy visibility from passing vehicles.*

c. *Monument and shopping center signs should be internally illuminated. Where allowed by the City, direct spotlight illumination from fixtures mounted 1) at the top of the sign, or 2) on the ground below the sign may be permitted.*

d. *Fixtures should be shielded to avoid direct view of the bulb.*

e. *Monument and shopping center signs should be, or appear to be made of stone, metal, and/or other natural materials.*

f. *Materials, color, and arrangement shall be compatible and consistent with the freestanding building or shopping center.*

g. *Monument and shopping center signs should be constructed of matte finish, non-reflective materials.*

Monument Sign Standards

a. *Maximum of four permitted within the Master Plan area.*

b. *The sign may be double-faced, with up to two tenant advertising spaces per side. The sign area for each advertising space is 4.8 square feet. Sign area should not exceed 75% of structure area.*

c. *Monument structure shall not exceed a height of six feet or a length of eight feet.*

d. *The foundation/base shall be at least 80% of the monument structure length.*

e. *Materials, color, and arrangement shall be compatible and consistent with the freestanding building or shopping center.*

Shopping Center Sign Standards

a. *A maximum of one large shopping center sign may be provided for each of the following street segments: 1) Coffee Street between Parsons Avenue and Campus Parkway; 2) Mission Avenue; 3) Campus Parkway (north-side); and 4) Campus Parkway (south-side).*

b. *A maximum of one small, non-illuminated, shopping center sign may be provided on Gerard Avenue.*

c. *The shopping center sign copy shall be limited to the name of the center, the tenants in the center, or both the center and tenants names.*

d. *Individual letters are required; logos may be permitted. The background surrounding the lettering may include trademark colors, but may not be illuminated. Background area with trademark colors will be considered in total allowed signage. Individual letters and logos may be internally illuminated.*

e. *The sign may be double-faced and include multiple tenant advertising spaces per side.*

Shopping Center Sign Standards		
Sign Feature	Small Shopping Center Sign	Large Shopping Center Sign
Overall Height (as measured from the top of sidewalk or curb)	12.5 feet + 2' appurtenance	20' + 3' appurtenance
Maximum Structure Height	12.5' high by 8' wide	20' high by 13' wide
Maximum Sign Area	40% of Structure Area	40% of Structure Area

Figure 26 Wall Sign Example

Figure 27 Blade Sign Example

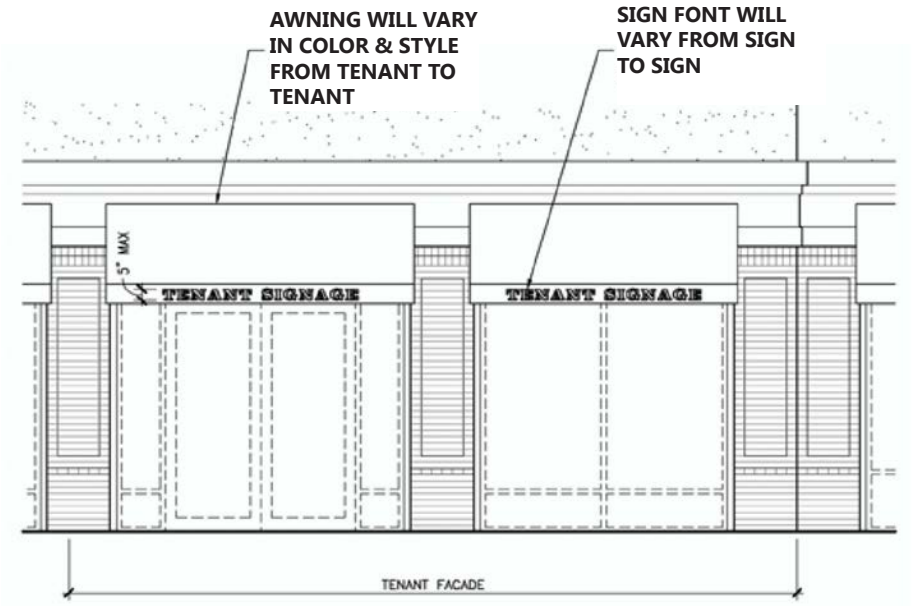


Figure 28 Awning Sign Guideline

Figure 29 Awning Signage

f. Minimum letter height is 14 inches.

g. The foundation base shall be a minimum 80% of the sign structure length.

h. Materials, color, and arrangement shall be compatible and consistent with the shopping center buildings.

7.5 ATTACHED SIGNAGE GUIDELINES AND STANDARDS

Each tenant will have the option to place various types of tenant attached signage on the front façade(s).

General Guidelines

a. The design of signs and awnings should vary in design including materials, geometry, and color.

Wall Signage Design Standards

a. Wall signage should be mounted above the tenant entrance.

b. Wall signage shall be individually lettered signs.

c. Wall signage may be internally or externally illuminated, however, internally-illuminated sign cabinets are not allowed.

d. Tenants are permitted up to four (4) signs.

e. Single and multi-tenant buildings shall be permitted two square feet (2 sf) of sign area for each linear foot of building frontage. Primary anchor tenants (30,000 sf or larger) shall be permitted up one square foot (1 sf) of sign area for each linear foot of frontage.

f. Signage shall not exceed 100 sf for a single sign, or 200 sf total sign area, for single tenants; 40 sf, or 75 sf total, for tenants in multi-tenant buildings; and 200 sf, or 400 sf total, for primary anchor tenants. A 50% increase in total sign area may be permitted for primary anchor tenants with two street frontages, with approval by the Director of Development Services.

g. Window and door signage are permitted 0.5 sf of sign area for each linear foot of building frontage. This signage may not exceed 25 sf, or 10% of combined window and door area.

Blade Signs Design Standards

a. Blade signage may or may not be internally illuminated.

b. Blade signs shall be no greater than four (4) square feet.

c. A blade sign must have a vertical clearance of eight (8) feet above the sidewalk or other public right-of-way and cannot exceed a height of more than six (6) feet above the entryway of the building on which the sign is mounted.

d. A blade sign must be attached by a wrought iron or similar metal framework to the building wall.

e. Materials, color, and arrangement shall be compatible and consistent with the freestanding building or shopping center.

Awning Signage Design Standards

a. A tenant may elect to place its name on the entire width of the valance portion of the awning sign.

b. The typeface on an awning sign should not exceed 5 inches in height.

c. The text font of each awning sign should vary among tenants.

d. Awning should be limited to the width of the window bay.

7.6 DIRECTIONAL SIGNAGE

Directional signage is a key component in facilitating easy movement of pedestrians, bicyclists, and vehicles throughout the Master Plan area. Signage should be easy to read and visually attractive, and should enhance the form, character, and identity of the Merced Gateway. Directional signs should be placed along internal roadsides at key locations or within landscaped areas.

Figure 30 Directional signage concept

Directional Signage Design Guidelines

a. *Directional signs should be located within the center to help direct people to specific attractions, services, and destinations.*

b. *Directional signs should include direction arrows and non-commercial labeling to denote these attractions.*

Directional Signage Design Standards

a. *Directional signs shall follow the Federal Highway Administration Manual on Uniform Traffic Control Devices (MUTCD) guidelines for design, organization, type fonts, sizes, contrast and reflectivity, but may be mounted or customized in ways which can help to reinforce the Master Plan area identity established at entryways.*

b. *Directional signs shall use neutral colors and use uniform font size and color.*

c. *Use of logos on directional signs is not permitted.*

7.7 WINDOW SIGN STANDARDS

a. *Window signs shall be non-illuminated and shall not exceed twenty percent of the window area.*

b. *Window spaces used for more than 30 consecutive days to display signs shall be counted towards the total sign area square-footage permitted for the building. Use of window spaces for any shorter time-frame is not allowed.*

c. *Window signs shall not be counted toward the sign area permitted for the building or use.*

7.8 MULTIFAMILY SIGN STANDARDS

a. *Signs utilized on the multifamily portion of the development site shall be designed consistent with City Municipal Code Section 17.36.572.*

7.9 TEMPORARY SIGN STANDARDS

a. *Temporary signs utilized on the development site shall be provided consistent with City Municipal Code Section 17.36.570.*

7.10 SIGN REVIEW AND PERMIT PROCESS

Signs that are consistent with the standards of this Master Plan may be permitted through the City's building permit process, except that a Conditional Use Permit shall be required for the freeway-oriented sign. If a sign is found to be inconsistent with the standards of this Master Plan, the Planning Manager has the authority to require a higher level of review, up to and including a review by the Planning Commission. For signs that are not addressed by the standards of this Master Plan, the signs shall comply with the most restrictive code section of the Merced Municipal Code, and related review and permit process as described in said code.

8. CIRCULATION

8.1 CIRCULATION PLAN

The Circulation Plan provides for internal circulation area and includes multiple points of access to surrounding roadways. These access points include a main entry point as an extension of Parsons Avenue, two secondary access points along Coffee Street for the North Parcel, and one for the South Parcel. Access off Gerard Avenue is accomplished by two access points into the Master Plan area. Along Campus Parkway, four right-in right-out entrances provide access to the South and North Parcel areas. Two access points from Mission Avenue are provided to the South Parcel. Except for the extension of Parsons Avenue into the site, the internal circulation shown in Figure 31 is composed of private roads.

8.2 COFFEE STREET

Coffee Street currently extends south from Gerard Avenue and stops at a cul-de-sac prior to reaching Parsons Avenue. South of the cul-de-sac, Coffee Street continues until the intersection at Mission Avenue where it then turns into Marino Way. The Master Plan Circulation Plan preserves the cul-de-sac in order to maintain current traffic levels on Coffee Street north of Parsons Avenue.

Proposed Improvements

- Improve Coffee Street along the Master Plan area boundary between Parsons Avenue and Gerard Avenue to the City's adopted standard for a local road.
- Improve Coffee Street along the Master Plan area boundary between Parsons Avenue and Mission Avenue to the City's adopted standard for a collector street.
- Provision of Class II bike lane on east side for the full length of Coffee Street between Gerard Avenue and Mission Avenue.
- Other improvements required by project conditions of approval and mitigation measures.

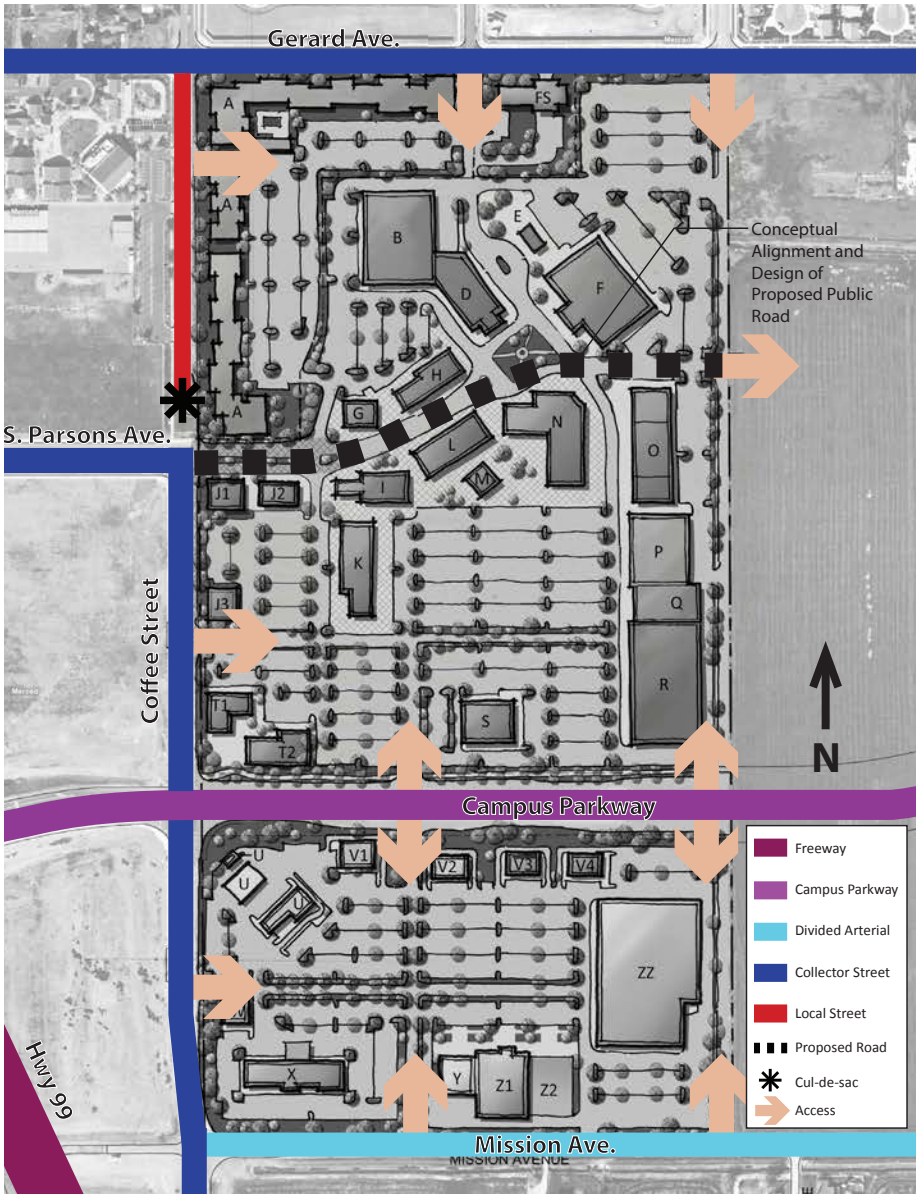


Figure 31 Circulation Plan

8.3 CAMPUS PARKWAY

Campus Parkway was constructed as a four-lane limited-access expressway that will eventually connect State Route 99 with Yosemite Avenue. North of Yosemite Avenue, the road is planned to be an urban arterial, which will extend to UC Merced. The construction of the Campus Parkway was in response for the need to serve projected growth in north and east Merced. Merced Gateway will have limited access from Campus Parkway, only allowing right-in and right-out circulation movements with adequate turning and deceleration lanes.

Proposed Improvements

- Deceleration/Acceleration lane at project access points to allow for right turn in/out movements. No left turns will be permitted.
- Other improvements required by project conditions of approval and mitigation measures.

8.4 PARSONS AVENUE

Parsons Avenue is a collector street that currently terminates at the west side of the Master Plan area. It is proposed to extend through the site to the eastern Project boundary as a public street right-of-way. The final street design and alignment will be determined upon submittal of a Development Application. The street should be pedestrian oriented with sidewalks, landscaping, and connections to adjacent commercial uses.

Proposed Improvements

- Extension of Parsons Avenue as a public street to the adjoining parcels which lie on the east side of the Master Plan area.
- Other improvements required by project conditions of approval and mitigation measures.

*Details of Parsons Avenue shall be worked out with the Director of Development Services, City Engineer, and Public Works Director per Conditions of Approval.

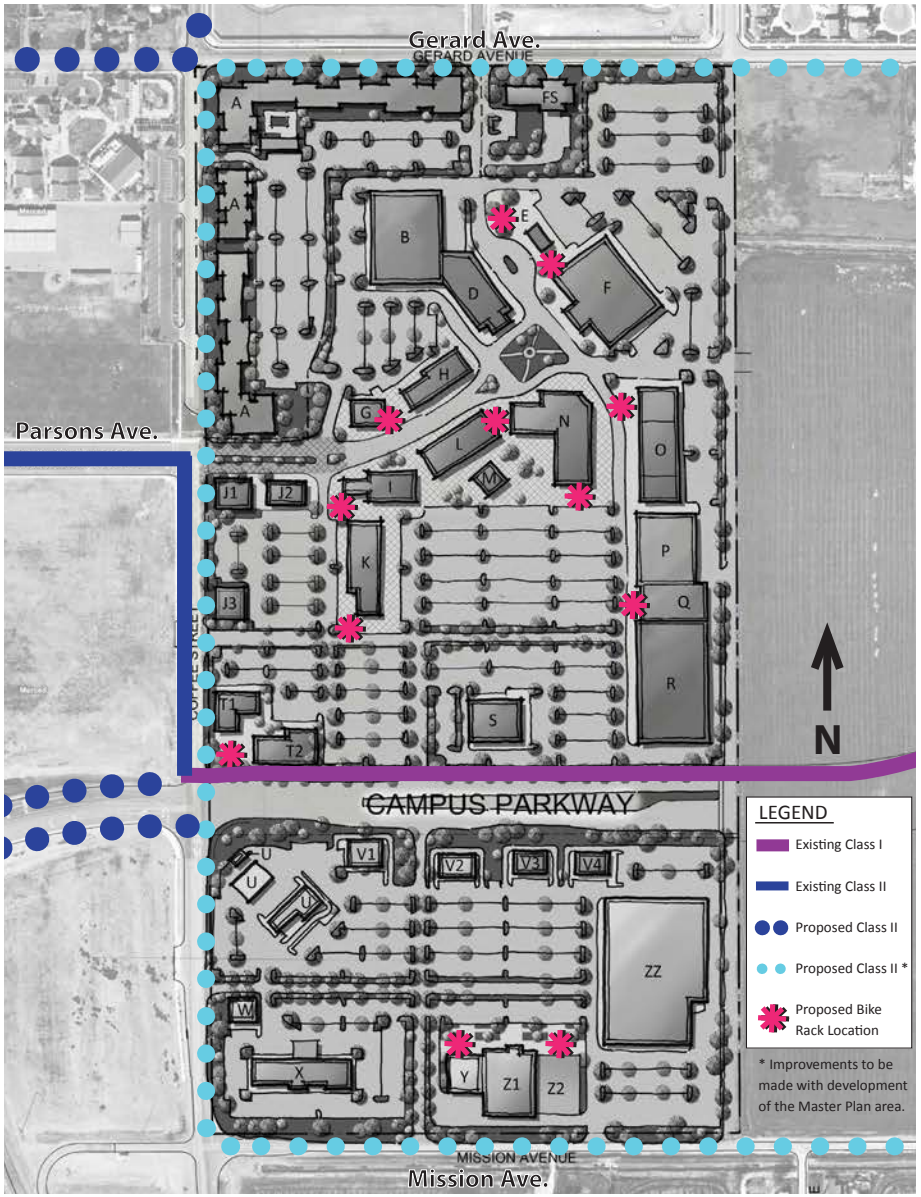


Figure 32 Bikeway Plan

8.5 GERARD AVENUE

Gerard Avenue is an east-west collector located along the northern boundary of the Master Plan area. A residential subdivision lies behind a sound wall just north of the right-of-way. Primary access to the potential fire station and residential parcel will be taken from the intersection of Daffodil Drive with Gerard Avenue.

Proposed Improvements

- Provision of Class II bike lane on south side for the full length of Gerard Avenue between Coffee Street and Pluim Drive.
- Improve Gerard Avenue along the Master Plan area boundary to the City's adopted standard for a collector street.
- Other improvements required by project conditions of approval and mitigation measures.

8.6 MISSION AVENUE

Mission Avenue is designated as divided arterial (118') in the City's General Plan (Figure 4.1: *City of Merced Circulation Plan*). Two Master Plan area access points are proposed.

Proposed Improvements

- Mission Avenue will be improved per city requirements. Fee credits or reimbursement may be available for constructing improvements beyond those required to develop the project.
- Other improvements required by project conditions of approval and mitigation measures.

8.7 BICYCLE CIRCULATION

Bicycle access to and from the Merced Gateway should be provided through Class II bicycle lanes along Gerard Avenue, Coffee Street, and Mission Avenue consistent with Figure 32: *Bikeway Plan*. This is consistent with the City of Merced General Plan. The following are additional guidelines for bicycle parking and internal circulation routes.

a. Bicycle parking shall be as provided in the Merced Municipal Code.

b. Internal bicycle circulation on private drives should be considered. However, bicycle circulation should not interfere with pedestrian circulation and safety.

c. Multifamily residential should provide interior bike parking/ hangers.

d. Bicycle parking should be conveniently located, but should not conflict with pedestrian or auto circulation.

e. An enhanced bicycle crossing should be considered at the intersection of Campus Parkway and Coffee Street as bicyclists will not be permitted to cross Campus Parkway elsewhere.

9. STORM DRAINAGE

9.1 EXISTING CONDITIONS

The current Master Plan area is relatively flat with less than 2% grade based upon the USGS survey. The soil consists mainly of clay loam over hardpan as determined in the Natural Resources Conservation Service soil survey. Per the Caltrans drainage basin report the existing subsurface percolation rate is expected to be low to very low, which reduces the type of Best Management Practices (BMPs) that can be utilized on-site.

9.2 STORMWATER REQUIREMENTS

Stormwater requirements for the City of Merced requires two different evaluations to determine the volume of water that will need to be detained:

1. The Post Construction Standards Plan implements the City of Merced's Volumetric BMP Calculator (accessible from the City of Merced website)
2. The City's Storm Drain Design Standards uses the following equation: Vol = (V×A×R)/12.

Based on the equation above, the volume required for the storm drain basin will be 13.6 acre feet. A license agreement with the County will be required prior to use of the basin.

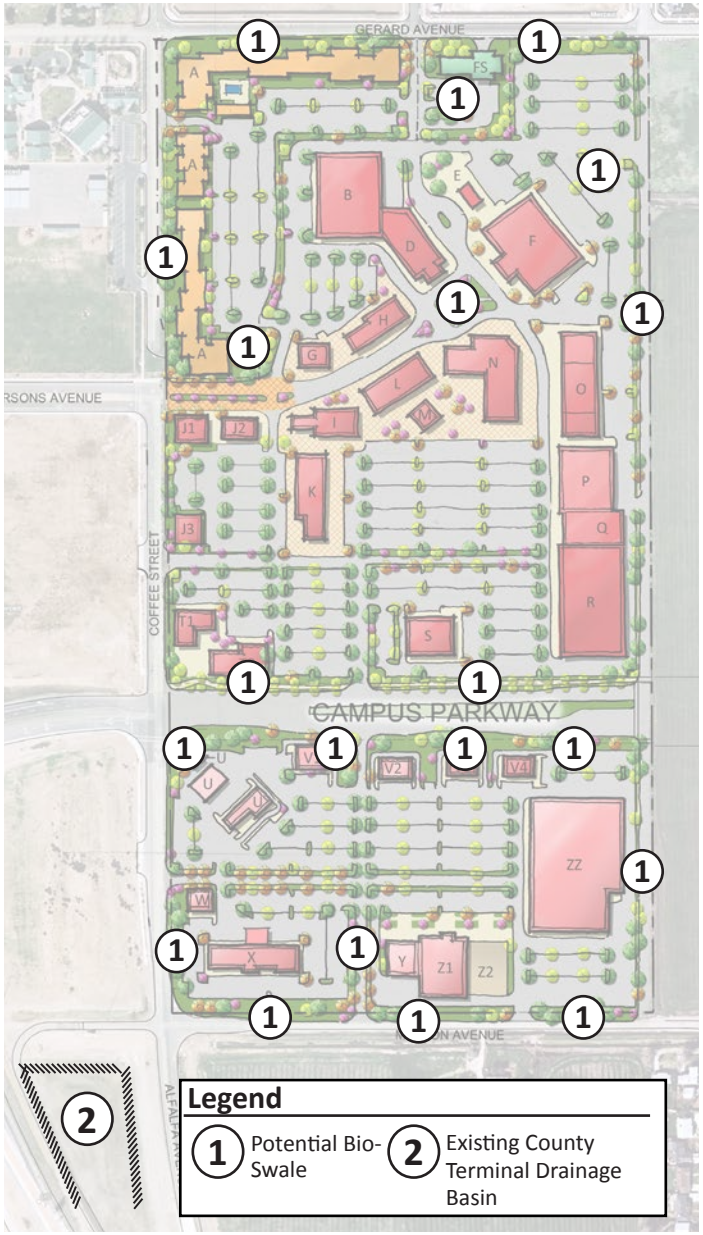


Figure 33 Stormwater Drainage Plan

9.3 STORMWATER MANAGEMENT PLAN

The on-site stormwater volume will be accommodated by an existing off-site County of Merced terminal drainage basin at the intersection of Mission Avenue and Coffee Street west of the Master Plan Area. The preliminary storm-water runoff analysis shows 615,855 cubic feet of runoff volume which will be conveyed through drainage bioswales into inlets that will be equipped with catch basin filters and piped to the existing basin (See Figure 33: *Stormwater Drainage Plan*).

Use of the basin may require some minor excavation to increase capacity to meet the County's new Drainage Basin Design requirement of accommodating a 100 year storm plus 20% over capacity. A licensing agreement with the County of Merced will be required.

10. IMPLEMENTATION

The Merced Gateway Master Plan acts as one of a series of steps in securing approval for development within the Master Plan area. This Master Plan, which includes the City Council adopted Preliminary Site Utilization Plan (SUP), becomes the basis for reviewing subsequent tract maps and other site specific entitlement requests.

10.1 DEVELOPMENT PROCESSING

Although the Merced Gateway Master Plan is not an implementation mechanism, development implementation can occur in the following two ways:

1. Implementation of site specific projects which conform with this Master Plan.
2. Implementation of public infrastructure required to support development envisioned by this Master Plan.

The following entitlement steps will follow the approval of the Merced Gateway Master Plan for the processing of development requests, unless otherwise required by the Merced Municipal Code.

Step 1: Final Site Utilization Plan

Prior to or concurrent with applications for any building permits within a Planned Development zoning district, a Final Site Utilization Plan (Final SUP) shall be approved by the Site Plan Review Committee, unless the Director of Development Services determines that the Final SUP should be referred to the Planning Commission for approval because of substantial modifications or more than 3 years have passed since the Preliminary SUP was adopted. Due to the size of the Merced Gateway Project and

extended time of anticipated buildout, with concurrence of the Director of Development Services , the Final SUP may encompass sub-areas of the total 77-acre project site. These sub-areas should correspond to the adopted phasing map, but may be smaller where allowed by the Director of Development Services. The Final Site Utilization Plan shall include:

1. Permit Conditions, Mitigation Measures, and other Terms: The required conditions of approval, mitigation measures, and terms of the development agreement of the project, where appropriate.
2. Land Use: The Final Site Utilization Plan shall include a map showing the location of each land use proposed within the site, including open space and common areas. The land use map shall be accompanied by a narrative description of permitted land uses, allowable accessory uses, and uses allowed with a Conditional Permit. Only those uses specifically listed are allowed in the Planned Development.
3. Subdivison Map: If the project involves the subdivision of land, the application shall include a tentative parcel map or tentative subdivision map as required by Title 18 (Subdivisions) of the Merced Municipal Code. The proposed parcels shall have, at least, minimum parcel area and minimum parcel dimensions.
4. Circulation: the Final Site Utilization Plan shall include map and descriptions of the major circulation features within the site including vehicular, bicycle, pedestrian facilities; traffic flow of internal traffic; and existing and proposed public streets, bikeways, transit facilities, and sidewalk improvements.
5. Public Facilities and Open Space: The application shall include the amount (in square feet or acres) and percentage of site area that will be dedicated for all types of open space, including proposed recreational facilities and amenities; and any public facilities, including public utility easements, public buildings and public land uses. The map(s) with location and dimensions of each open space shall be also submitted.
6. Development Standards: The Final Site Utilization Plan Development Standards shall identify all development standards that apply within the site, including parcel dimensions, density, setbacks, structure height, parking, and landscaping requirements, which assures the suitable integration of the Planned Development into the neighborhood or area in which it is located.

Step 2: Revisions to a Planned Development

A public hearing by the Planning Commission and City Council shall be required prior to approval of revisions to either the Preliminary of Final Site Utilization Plan which involve changes in land use, expansion or intensification of development or changes in the standards of development. The Planning Manager shall determine, on a case-by-case basis, those instances where a Revision to the Preliminary of Final Site Utilization Plan is necessary, following the same procedures as the original application. Changes in approved Preliminary or Final Site Utilization Plan which do not involve changes in land use, expansion or intensification of development, or changes in the standards of development, may be approved by the Site Plan Review Committee if such changes are consistent with the purposes, character, and conditions of the Planned Development.

Minor Changes
Minor changes to an approved Site Utilization Plan shall be approved as specified in Section 20.72.050 of the Merced Municipal Code (Changes to an Approved Project).

Step 3: Subsequent Entitlements and Building Permits
After adoption of a Final SUP, or amendments thereof, building permits for projects may be submitted to the City. Note: Consistent with project approvals, public improvement requirements may precede the submittal, review or issuance of a building permit. Project elements that require an additional planning entitlement prior to submittal of a building permit include:

1. Freeway-orientated Shopping Center Sign: Conditional Use Permit from the Planning Commission.

10.2 PHASING

The phasing concept for the Master Plan area is reflected on Figure 34: *Conceptual Phasing Plan*. Five major phases are planned with each phase occurring over two to three years or approximately 10 years for build-out. Development may occur faster than the anticipated time-line depending on the market. Each of the five primary phases may include sub-phases (e.g. 1-A, 1-B,) based on demand. Table 4 summarizes the conceptual development potential for each phase. Based on Project conditions of approval, CEQA Mitigation Measures, or terms of the Development Agreement, specific infrastructure is required to be installed and/or financed with each phase. Changes to the phasing plan and infrastructure schedule are probable; the Development Agreement describes how such requests are handled.

The Phase Concept shall be updated to match the phasing plan used in the Circulation Transportation Improvement Phasing Plan

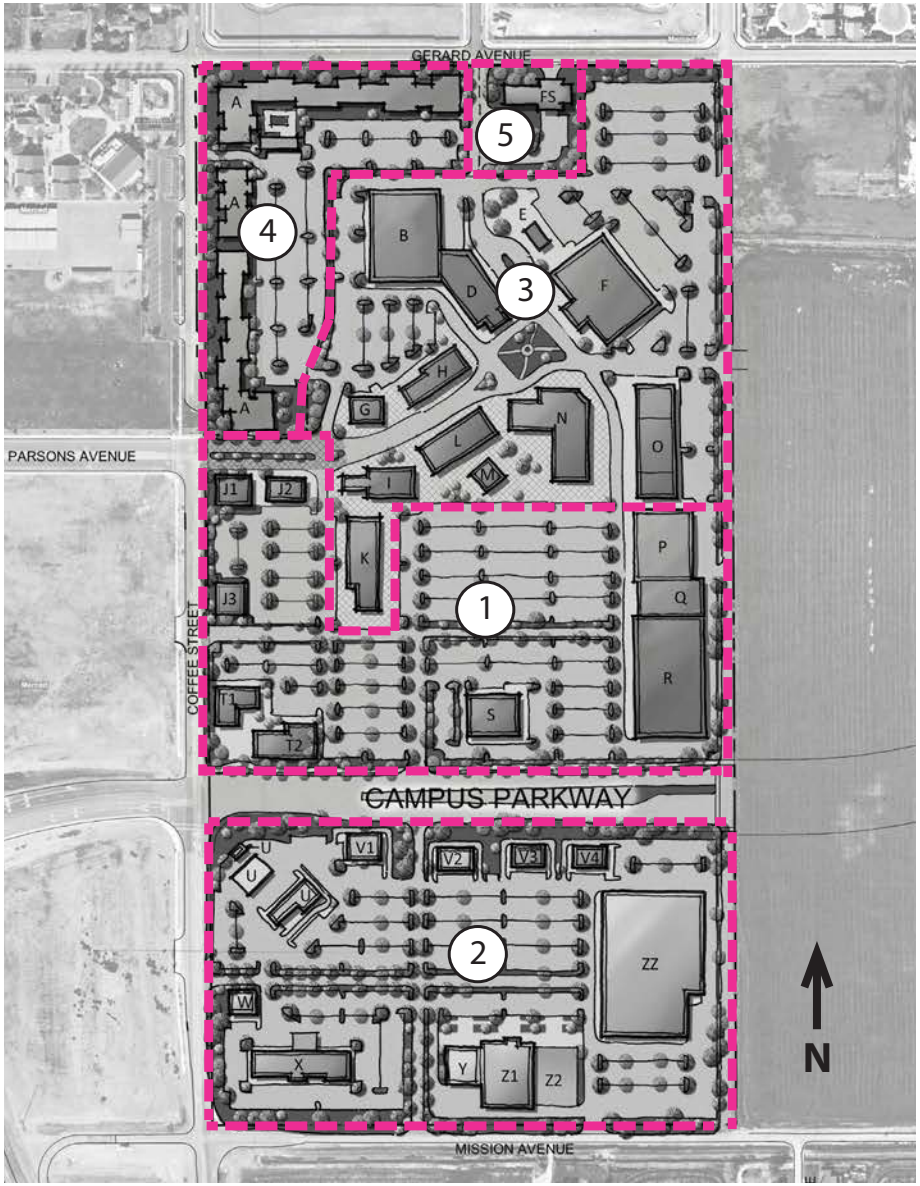


Figure 34 Conceptual Phasing Plan

Table 4: Phasing Concept		
Phase	**Potential Square Feet**	**Total Units/ Rooms**
Phase 1		
Retail	71,330	-
Restaurants	17,522	-
Grocery	54,176	-
Sub Total	**143,028 sf**	-
Phase 2		
Retail	166,912	-
Restaurants/Fast Food	25,780	-
Hotel	49,900	81 rooms
Sub Total	**242,592 sf**	**81 rooms**
Phase 3		
Retail	165,641	-
Restaurants	9,093	-
Theater	38,773	-
Transit	2,000	-
Sub Total	**215,507 sf**	-
Phase 4		
Residential		178 max units
Clubhouse	2,500	
Sub Total	**2,500 sf**	**178 max units**
Phase 5		
Fire Station	9,209	-
Sub Total	**9,209 sf**	

General Plan Consistency Analysis
(Excerpted from Draft Environmental Review for
Merced Gateway Master Plan Table 3.8-3)

Element	Goal/Objective/Policy		Consistency Determination
	No.	Text	
Residential & Neighborhood Development	Policy L-1.1	Promote balanced development which provides jobs, services and housing.	**Consistent:** The Master Plan promotes a balance of both commercial and residential development. Although the plan reduces the acreage of medium density residential designation, the concept includes a 178-unit high-density residential complex that remains consistent with the estimated number of unit count in the General Plan. This allows for both development of adequate housing and a larger acreage for commercial development.
	Policy L-1.2	Encourage a diversity of building types, ownership, prices, designs, and site plans for residential areas throughout the City.	**Consistent:** The Merced Gateway includes a mix of uses including fire station development, residential, and commercial development.
	Policy L-1.3	Encourage a diversity of lot sizes in residential subdivisions.	**Consistent:** The proposed project includes a maximum of 178 units permitting a density of anywhere between 12-24 du/ac.
	Policy L-1.7	Encourage the location of multi-family developments on sites with good access to transportation, shopping, employment centers, and services.	**Consistent:** The Master plan area designates 8.4 acres as High-Medium Density Residential. This multi-family complex would help meet the City's regional housing allocation goals in the Housing Element of the General Plan.
	Policy L-1.8	Create livable and identifiable residential neighborhoods.	**Consistent:** The 178-unit multi-family complex provides an identifiable neighborhood with plans for a 2,500-square-foot clubhouse and a pool. Along with this, the architectural design concepts include a landscape buffer between the parking and street, tower elements, and walkable areas around the residential community.

ATTACHMENT H

Element	Goal/Objective/Policy		Consistency Determination
	No.	Text	
Residential & Neighborhood Development	Policy L-1.9	Ensure connectivity between existing and planned urban areas.	**Consistent:** The project aims to provide visitors and residents connectivity to shopping, dining, and a variety of living experiences. The present Campus Parkway, a four-lane expressway, and other roadways will facilitate this. A main goal in the Master Plan also includes a connection from Gerard Avenue to Campus Parkway by connecting Coffee Street.
	Goal L-1-1	Housing opportunities in Balance with Jobs Created in the Merced Urban Area	**Consistent:** The multi-family complex coincides with the development of commercial uses in order to create a balanced mixed-use project.
	Goal L-1-2	A Wide Range of Residential Densities and Housing Types in the City	**Consistent:** The development of the High-Medium Density Residential area provides for multi-family housing compared with existing Low Density Residential housing to the North of the site.
	Goal L-1-3	Preservation and Enhancement of Existing Neighborhoods	**Consistent:** The project enhances the aesthetics of both the site and areas surrounding the Master Plan area.
	Goal L-1-4	Quality Residential Environments	**Consistent:** The 178-unit multi-family complex provides an identifiable neighborhood with plans for a 2,500-square-foot clubhouse and a pool. Along with this, the architectural design concepts include a landscape buffer between the parking and street, tower elements, and walkable areas around the residential community.

Element	Goal/Objective/Policy		Consistency Determination
	No.	Text	
	Goal L-1-5	Mixed-use, Transit and Pedestrian-Friendly Residential Environments	**Consistent:** Though not a mixed-use project, it adds multi-family dwellings and commercial uses to a neighborhood that has single-family homes, a school, and planned parks. Internally, the project includes an on-site bus stop and pedestrian walkways, Externally, public streets will include parkstrips, sidewalks, bikelanes, and a multi-use path. Through project mitigation (Section 3-3, Air Quality/ Greenhouse Gas Emissions), continuous, convenient, and safe pedestrian and bicycle improvements will connect the project to the surrounding neighborhood.
	Goal L-1-6	Ensure Adequate Housing is Available to All Segments of the population	**Consistent:** The development of multi-family housing ensures that a range of adequate housing types is available to the population in livable and prosperous areas of the City.
Economic & Business Development	Policy L-2.1	Encourage further development of appropriate commercial and industrial uses throughout the City.	**Consistent:** The proposed project is intended to include up to 385,535 square feet of commercial uses in the North Parcel and 242,592 square feet of commercial uses in the South Parcel.
	Policy L-2.3	Promote the retention and expansion of existing industrial and commercial business.	**Consistent:** The policy is not applicable to the project.
	Policy L-2.5	Maintain attractive industrial areas and business parks.	**Consistent:** The policy is not applicable to the project.
	Policy L-2.6	Provide neighborhood commercial centers in proportion to residential development in the City.	**Consistent:** The development of both new residential and commercial hubs for southeast Merced ensures a proportionate development of residential and commercial centers within the City.

Element	Goal/Objective/Policy		Consistency Determination
	No.	Text	
	Policy L-2.7	Locate and design new commercial development to provide good access from adjacent neighborhoods and reduce congestion on major streets.	**Consistent:** Internally, the project includes an on-site bus stop and pedestrian walkways, Externally, public streets will include parkstrips, sidewalks, bikelanes, and a multi-use path. Through project mitigation (Section 3-3, Air Quality/Greenhouse Gas Emissions), continuous, convenient, and safe pedestrian and bicycle improvements will connect the project to the surrounding neighborhood.
	Policy L-2.8	Encourage a mixture of uses, activities, and reinvestment that will maintain the vitality of the downtown area.	**Consistent:** The policy is not applicable to the project.
	Policy L-2.10	Encourage well-planned freeway-oriented developments.	**Consistent:** The project intends to create highway-oriented commercial uses on a highly
	Goal L-2-1	Increased Employment Opportunities for the Citizens of Merced	**Consistent:** Citizens of Merced will have a new source of job opportunities in the commercial sector from the future development of this project.
	Goal L-2-2	A Diverse and balanced Merced Economy	**Consistent:** The mix of commercial uses proposed by the Master Plan ensures a balance of diverse areas of retail for the City.
	Goal L-2-3	Preservation and Expansion of the City's Economic Base	**Consistent:** The project expands the economic base for the City by installing new retail areas and ensuring ease of access for residents and visitors.
	Goal L-2-6	Ready Access to Commercial Centers and Services Throughout the City	**Consistent:** The project enhances connectivity to future commercial areas and current and future residential areas. The Master Plan provides a connection for S. Coffee Street.
	Goal L-2-7	A Distinguished Downtown	**Consistent:** The policy is not applicable to the project.

Element	Goal/Objective/Policy		Consistency Determination
	No.	Text	
Urban Growth and Design	Policy L-3.1	Create land use patterns that will encourage people to walk, bicycle, or use public transit for an increase number of their daily trips.	**Consistent:** The proximity of the retail stores, grocery stores, and restaurants to nearby neighborhoods provides a land use pattern that encourages people to walk, bicycle or to use public transit.
	Policy L-3.2	Encourage infill development and a compact urban form.	**Consistent:** The policy is not applicable to the project.
	Policy L-3.3	Promote site designs that encourage walking, cycling, and transit use.	**Consistent:** Internally, the project includes an on-site bus stop and pedestrian walkways, Externally, public streets will include parkstrips, sidewalks, bikelanes, and a multi-use path. Through project mitigation (Air Quality Section), continuous, convenient and safe pedestrian and bicycle improvements will connect the project to the surrounding neighborhood.
	Policy L-3.4	Build identity, character, and enhanced community design in the South Merced Community Plan area.	**Consistent:** The policy is not applicable to the project.
	Goal L-3-1	Living Environments which Encourage People to Use a Variety of Transportation Alternatives	**Consistent:** Internally, the project includes an on-site bus stop and pedestrian walkways, Externally, public streets will include parkstrips, sidewalks, bikelanes, and a multi-use path. Through project mitigation (Air Quality Section), continuous, convenient and safe pedestrian and bicycle improvements will connect the project to the surrounding neighborhood.

Element	Goal/Objective/Policy		Consistency Determination
	No.	Text	
	Goal L-3-2	A Compact Urban Village Design for New Growth Areas	**Consistent:** The policy is not applicable to the project.
	Goal L-3-3	Self-sustaining, Mixed-Use, Pedestrian-Friendly Neighborhoods	**Consistent:** Pedestrians are able to access both residential and commercial hubs under the proposed Master Plan. The presence of a variety of uses also allows people to condense shopping trips to multiple stores in just one location. This reduces vehicle miles traveled and resulting emissions, and promotes a self-sustaining mixed-use neighborhood for nearby residents.

KD Anderson & Associates, Inc.
Transportation Engineers

June 1, 2017

Mr. Jason Brandman
FIRST CARBON SOLUTIONS
1350 Treat Boulevard
Walnut Creek, CA 94597

RE: CIRCULATION TRANSPORTATION IMPROVEMENT PHASING PLAN FOR MERCED GATEWAY PROJECT, MERCED, CALIFORNIA

Dear Mr. Brandman:

This letter presents a *Transportation Improvement Phasing Plan* that has been prepared to determine the level of site development that can proceed prior to investing in major improvements to Campus Parkway assuming that baseline project frontage improvements required by the City of Merced are made.

The analysis is intended to identify the level of development that could:

1. Proceed prior to exceeding LOS D under "Existing Plus Project Phases" conditions at an all-way stop controlled intersection at Campus Parkway / Coffee Street.
2. Proceed with traffic signals at Campus Parkway / Coffee Street and/or Campus Parkway / Pluim Drive prior to installing major improvements in the Caltrans right-of-way.
3. Proceed prior to signalizing the Parsons Avenue / Coffee Street intersection.

It is important to note that many factors make identification of an exact project phasing schedule and transportation improvement implementation schedule difficult. In addition to market forces that may affect commercial development, recent legislative action has accelerated the probable schedule for the northerly extension of Campus Parkway beyond its current terminus at Childs Avenue. The DEIR analysis assumed that Campus Parkway would eventually be extended under the long term cumulative scenario but its presence under the "Existing Plus" conditions described herein could drastically change forecasts traffic patterns. As a result, it is likely that this phasing strategy will need to be modified as more information regarding both the timing of Campus Parkway and the location and nature of local development becomes available.

Executive Summary

1. ***An all-way stop control at Campus Parkway / Coffee Street will operate at LOS C with Phase 3 but would reach LOS E with Phase 4. With Phases 1-3 eastbound queueing on Campus Parkway will not extend to the NB ramp intersection, and modifying the NB off ramp to provide a second right turn lane is not immediately required. A total of 775 new p.m. peak hour trips would be generated with Phases 1-3. This represents 32% of the project's total new p.m. peak hour trips.***
2. ***A traffic signal at Campus Parkway / Coffee Street would be needed with Phase 4, and the NB SR 99 off ramp will need to be reconfigured to provide a second right turn lane. Without additional SR 99 interchange modifications the Campus Parkway/ Coffee Street intersection would operate at LOS D or better through Phase 6, but under the original access configuration***

ATTACHMENT I

(i.e., full access at Coffee Street) LOS E would occur at the Campus Parkway / Coffee Street intersection with Phase 7. A total of 1,398 new p.m. peak hour trips would be generated by Phases 1-6. This represents 58% of the project's total new p.m. peak hour trips.

3. ***Because the Circulation Element Access Alternative provided incrementally better Level of Service, the amount of development that is permissible with the partial signal at Coffee Street and a full signal at Pluim Drive can reasonably be expected to exceed the limit under the original access plan. However, for the purpose of this assessment, Phase 6 is also assumed to be the limit of permissible development without additional interchange improvements.***
4. ***A traffic signal may be warranted at Parsons Avenue / Coffee Street with Phase 8 if left turns are prohibited at the Central Access on Coffee Street (intersection 15). A total of 1,676 new p.m. peak hour trips would occur as a result of Phases 1-7, or 70% of the project total.***

Development Assumptions

To assist in this analysis a potential development schedule was created that identified areas of the overall project that might incrementally proceed. Ten (10) separate phases were identified. It is important to note that these phases were initially identified in response to the DEIR's proposed project and that an alternative strategy may eventually result from implementation of the Circulation Element Alternative as is now anticipated

Required Improvements. The extent of frontage improvements required by the City of Merced with each phase was identified by City staff. These assumptions are noted in attachments A1-A10. It is recognized that the summary of frontage improvements will change with implementation of the modified Circulation Element Alternative.

Analysis Locations. The locations evaluated in this assessment are intended to provide the information needed to address operating Level of Service and traffic signal warrants. In the case of the Parsons Avenue / Coffee Street intersection, the volume of traffic at this location is dependent on traffic controls installed at the Coffee Street / Central Access intersection. The DEIR traffic study assumed that left turns would be prohibited at the Central Access is intersection under Existing Plus Project (Merced Gateway Build Out) conditions. However, because full access will be initially permitted at the Central Access, it is necessary to evaluate this driveway's operation in order to determine whether turn prohibitions are justified and if additional traffic will be diverted to the Parsons Avenue intersection by such prohibition.

Trip Generation Forecasts. The p.m. peak hour trip generation associated with each development phases was identified using the trip generation rates employed for the DEIR, and these rates are presented in Table 1. Table 2 presents the resulting trip generation forecasts.

TABLE 1
MERCED GATEWAY
TRIP GENERATION RATES

Code	Description	Unit	Trip Generation Rates per unit									
			Daily	AM Peak Hour			PM Peak Hour			Saturday Peak Hour		
				In	Out	Total	In	Out	Total	In	Out	Total
220	Multiple Family Residential	Dwelling Unit	6.65	20%	80%	0.51	65%	35%	0.62	50%	50%	0.52
-	Fire Station	Firefighter	4.34	50%	50%	2.00	50%	50%	2.00	5%	50%	0.50
-	Transit Center	each	20	50%	50%	2.00	50%	50%	2.00	-	-	-
934	Fast Food Restaurant with drive-thru	ksf	496.12	51%	49%	45.42	52%	48%	32.65	51%	49%	59.00
946	Gasoline Sales with C-store	Fueling Position	152.84	51%	49%	11.84	51%	49%	13.86	50%	50%	19.46
932	Sit Down Restaurant	ksf	127.15	55%	45%	10.81	60%	40%	9.95	53%	47%	14.07
850	Supermarket	ksf	102.24	62%	38%	3.40	51%	49%	9.48	51%	49%	10.65
861	Sporting Goods Superstore	ksf	18.40	62%	38%	0.91	48%	52%	1.84	51%	49%	3.84
810	Tractor Supply Store	ksf	14.00	62%	38%	0.91	47%	53%	1.40	49%	51%	3.17
820	SC Retail (400 ksf+)	ksf	41.80	62%	38%	0.91	48%	52%	3.79	52%	48%	5.38
445	Movie Theater	ksf	62.65	-	-	-	62%	38%	4.91	75%	25%	4.70
310	Motel / Hotel	room	8.17	59%	41%	0.53	51%	49%	0.60	56%	44%	0.72

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TABLE 2
MERCED GATEWAY TRIP GENERATION FORECASTS

Phase	Description	Quantity	Trip Generation PM Peak Hour		
			In	Out	Total
1	Fast Food Restaurant with drive-thru	5.35 ksf	91	84	175
	Pass-by Trips	50%	45	42	87
	Net New Trips		46	42	88
	Gasoline Sales with C-store	12 Fueling Position	85	81	166
	Pass-by trips		42	41	83
	Net new trips		43	40	83
	Total New Trips		**89**	**82**	**171**
2	Supermarket	54.2 ksf	262	252	514
	Pass-by trips	36%	94	91	185
	Net New Trips		168	161	329
	High Turnover Sit Down Restaurant	4.3 ksf	25	16	41
	Pass-by trips	35%	9	5	14
	Net New Trips		16	11	27
	Hotel	81 rooms	25	24	49
	Total New Trips		**209**	**196**	**405**
3	High Turnover Sit-Down Restaurant	5.4 ksf	32	22	54
	Pass-by Trips	35%	11	8	19
	Net new Trips		21	14	35
	Retail	50.8 ksf	92	101	193
	Pass-by Trips	15%	14	15	29
	Net New Trips		78	86	164
	Total New Trips		**99**	**100**	**199**
1-3	**Total New Trips Phase 1-3**		**397**	**378**	**775 (32%)**
4	High Turnover Sit-Down Restaurant	5.4 ksf	32	22	54
	Pass-by Trips	35%	11	8	19
	Net New Trips		21	14	35
	Retail	48.9 ksf	89	96	185
	Pass-by Trips		13	14	27
	Net New Trips		76	82	158
	Total New Trips		**97**	**96**	**193**
5	Multi-Family Residential	178 du's	72	38	110
	Fast Food	5.35 ksf	91	84	175
	Pass-by Trips		45	42	87
	Net New Trips		46	42	88
	Total New Trips		**118**	**80**	**198**

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TABLE 2 (cont'd)
MERCED GATEWAY TRIP GENERATION FORECASTS

Area	Description	Quantity	Trip Generation PM Peak Hour In	Out	Total
6	Fire Station	1	4	4	8
	Transit Center	1	1	1	2
	High Turnover Sit-Down Restaurant	5.4 ksf	32	22	54
	Pass-by Trips	35%	11	8	19
	Net New Trips		21	14	35
	Retail	50.4 ksf	92	99	191
	Pass-by Trips	15%	14	15	29
	Net New Trips		78	84	162
	Farm & Ranch Supply	21.3 ksf	14	16	30
	Pass-by Trips	15%	2	3	5
	Net New Trips		12	13	25
	Total New Trips		**116**	**116**	**232**
4-6	**Total Phases 4-6**		**331**	**292**	**623**
	Total Phases 1-6				**1,398 (58%)**
7	Movie Theater	38.8 ksf	118	72	190
	Fast Food Restaurant	5.35 ksf	91	84	175
	Pass-by Trips	50%	45	42	87
	Net New Trips		46	42	88
	Total New Trips		**164**	**114**	**278**
	Total New Trips Project Build Out (Phases 1-10)				**2,392**

Trip Distribution. The directional distribution assumptions made for "Existing plus Project" conditions in the DEIR traffic study were re-used. As was noted in the DEIR traffic study, because existing traffic volumes are low, it was assumed that background volumes on Campus Parkway or Coffee Street were not sufficient to be an appreciable source of the project's pass-by trips. Pass-by trips were again assumed to be diverted from through traffic on SR 99.

Trip Assignment. Trips were assigned to the study area circulation system assuming access that is available under each phase. In the case of driveways on Coffee Street, full access was assumed for the new retail driveways under these initial conditions.

Evaluation

Existing plus Project Phases traffic volume were evaluated within the context of the circulation system that would be available under each phase. Improved intersections were identified, Simtraffic simulation was performed and resulting Levels of Service were calculated in order to identify the development phase that would result in conditions in excess of the City's LOS D standard.

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Permissible Development with All-Way Stop at Campus Parkway / Coffee Street. The simulation results indicated that Phases 1 thru 3 could be accommodated with an all-way stop at LOS C, but that Phase 4 would result in LOS E conditions at the intersection.

Figure 1 illustrates Existing Plus Phases 1-3 traffic volumes and schematically notes the intersection geometry that would be available at the end of Phase 3 under the original access alternative. An all-way stop remains at the Campus Parkway / Coffee Street intersection, but required frontage improvements have resulted in some additional lanes at the intersection. Under the Circulation Element Alternative it is anticipated the Coffee Street approaches will not be widened because only single right turn lanes will ultimately be created with the partial traffic signal.

As noted in Table 3, at these volume levels the SR 99 ramp intersections continue to operate at LOS A. The effect of all-way stop operation on queueing in the area of the Campus Parkway intersections has also been evaluated. With Phase 1-3, the eastbound queues extending from Coffee Street back towards SR 99 would reach 190 feet (left turn lane) 160 feet (through lane and 110 feet (through plus right turn lane). These queues would not interfere with the operation of the NB ramp intersection, and as a result it would not be necessary to reconfigure the NB off ramp to provide a second right turn lane until after Phase 3.

TABLE 3
EXISTING PLUS PHASES 1-3 INTERSECTION LEVELS OF SERVICE
EITHER ACCESS ALTERNATIVE

Intersection	Control	PM Peak Hour		Traffic Signal Warranted
		Average Delay (sec/veh)	LOS	
9. Parsons Avenue / Coffee Street	AWS	-	-	No
10. SB SR 99 ramps / Mission Avenue	Signal	8.9	A	-
11. NB SR 99 ramps / Campus Parkway	Signal	5.5	A	-
12. Campus Parkway / Coffee Street	AWS	19.4	C	
15. Coffee Street / Central Access				

Permissible Development with a Full Access Traffic Signal at Campus Parkway / Coffee Street. The simulation results indicate that under the original access proposal Phases 1 thru 6 could be accommodated with a full access traffic signal at the Campus Parkway / Coffee Street intersection, but that Phase 7 would result in LOS E conditions at the intersection. It is important to note, however, that this evaluation does not assume that Campus Parkway is extended northerly beyond Childs Avenue. This street extension could reasonably be anticipated to occur before the project exceeded Phase 3 and would appreciably affect local traffic conditions. As a result additional analysis may be required as development proceeds. Figure 2 illustrates Existing Plus Phases 1-6 traffic volumes and schematically notes the intersection geometry that would be available at the end of Phase 6. A traffic signal has been installed at the Campus Parkway / Coffee Street intersection, but portions of the required frontage improvements can now be used to create auxiliary lanes that were not feasible with an all-way stop (i.e., dual left turn lanes). As noted in Table 4, at these volume levels the SR 99 ramp intersections continue to operate at LOS A or LOS B. However, to address queuing issues in the area between Coffee Street and SR 99 the Northbound SR 99 off ramp would be reconfigured to provide a second right turn lane when the Coffee Street intersection is signalized.

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TABLE 4 EXISTING PLUS PHASES 1-6 INTERSECTION LEVELS OF SERVICE ORIGINAL ACCESS (FULL ACCESS AT COFFEE STREET)				
Intersection	**Control**	**PM Peak Hour**		**Traffic Signal Warranted**
		Average Delay (sec/veh)	**LOS**	
9. Parsons Avenue / Coffee Street	AWS	-	-	No
10. SB SR 99 ramps / Mission Avenue	Signal	12.6	B	-
11. NB SR 99 ramps / Campus Parkway	Signal	8.0	A	-
12. Campus Parkway / Coffee Street	Signal	33.5	C	-
15. Coffee Street / Central Access Westbound Approach	WB Stop	10.5	B	No

Table 5 summarizes conditions with Phase 7. As shown, while the SR 99 ramps would operate at LOS B, the Campus Parkway / Coffee Street intersection operates at LOS E, which exceeds the City's LOS D minimum.

TABLE 5 EXISTING PLUS PHASES 1-7 INTERSECTION LEVELS OF SERVICE ORIGINAL ACCESS (FULL ACCESS AT COFFEE STREET)				
Intersection	**Control**	**PM Peak Hour**		**Traffic Signal Warranted**
		Average Delay (sec/veh)	**LOS**	
9. Parsons Avenue / Coffee Street	AWS			No
10. SB SR 99 ramps / Mission Avenue	Signal	16.6	B	-
11. NB SR 99 ramps / Campus Parkway	Signal	14.3	B	-
12. Campus Parkway / Coffee Street	Signal	59.3	E	-
15. Coffee Street / Central Access Westbound Approach	WB Stop	14.4	B	No
18. Coffee Street / South Access Westbound Approach	WB Stop	150.3	F	No

Permissible Development with Modified Circulation Element Alternative Traffic Signals. If the modified Circulation Element Alternative is pursued then traffic signals will be created at the new Pluim Drive intersection (full access) and a partial signal will be constructed at the Coffee Street intersection. The order of installation at these locations is unknown. The exact level of development that can be accommodated under this circulation alternative has not been calculated, however, the DEIR analysis concluded that Levels of Service with the Circulation Element Alternative were generally better than those identified under the original access alternative. Thus, it is reasonable to conclude that the amount of development that can be accommodated will be similar to or greater than that identified above. (i.e., Phase 1-6 permitted). However, it will be appropriate to affirm this conclusion as development proceeds.

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Traffic Signal Warrant at Parsons Avenue / Coffee Street. The DEIR traffic study noted that under the original access proposal the Parsons Avenue / Coffee Street intersection would eventually carry volumes that satisfied MUTCD peak hour traffic signal warrants, even though the operating Level of Service was acceptable. The phase that would result in volumes that met warrants would depend on the traffic control at the Central Access and the location of development. Development south of Campus Parkway has relatively little effect on the volume of traffic at the Parsons Avenue / Coffee Street intersection. As noted in Table 6, if access at the Central Access on Coffee Street (intersection 15) were to be limited to right-turns-only, then traffic signal warrants could be met at the Parsons Avenue / Coffee Street intersection with completion of Phase 8.

TABLE 6
PARSONS AVENUE / COFFEE STREET INTERSECTION TRAFFIC SIGNAL WARRANTS WITH ORIGINAL ACCESS ALTERNATIVE

Development Level	Central Access Control	PM Peak Hour Volumes (VPH)		Traffic Signal Warranted?
		Major	Minor	
Phase 7	Full	347	304	No
	No lefts	474	304	No
Phase 8	Full Access	395	346	No
	No lefts	535	346	Yes
Project Build Out	No lefts	559	511	Yes

In general, the Circulation Element Alternative results in less traffic on Coffee Street than was anticipated under the original access alternative. Thus, while a traffic volume forecast has not been prepared, it is reasonably to conclude that a traffic signal will not be needed at this intersection under this alternative until phase 8 or later.

Please feel free to call me if you have any questions or need more information.

Sincerely yours,

KD Anderson & Associates, Inc.

Kenneth D. Anderson, P.E.
President

Attachment: Phase illustrations, TRAFFIX assignments, SimTraffic summary results

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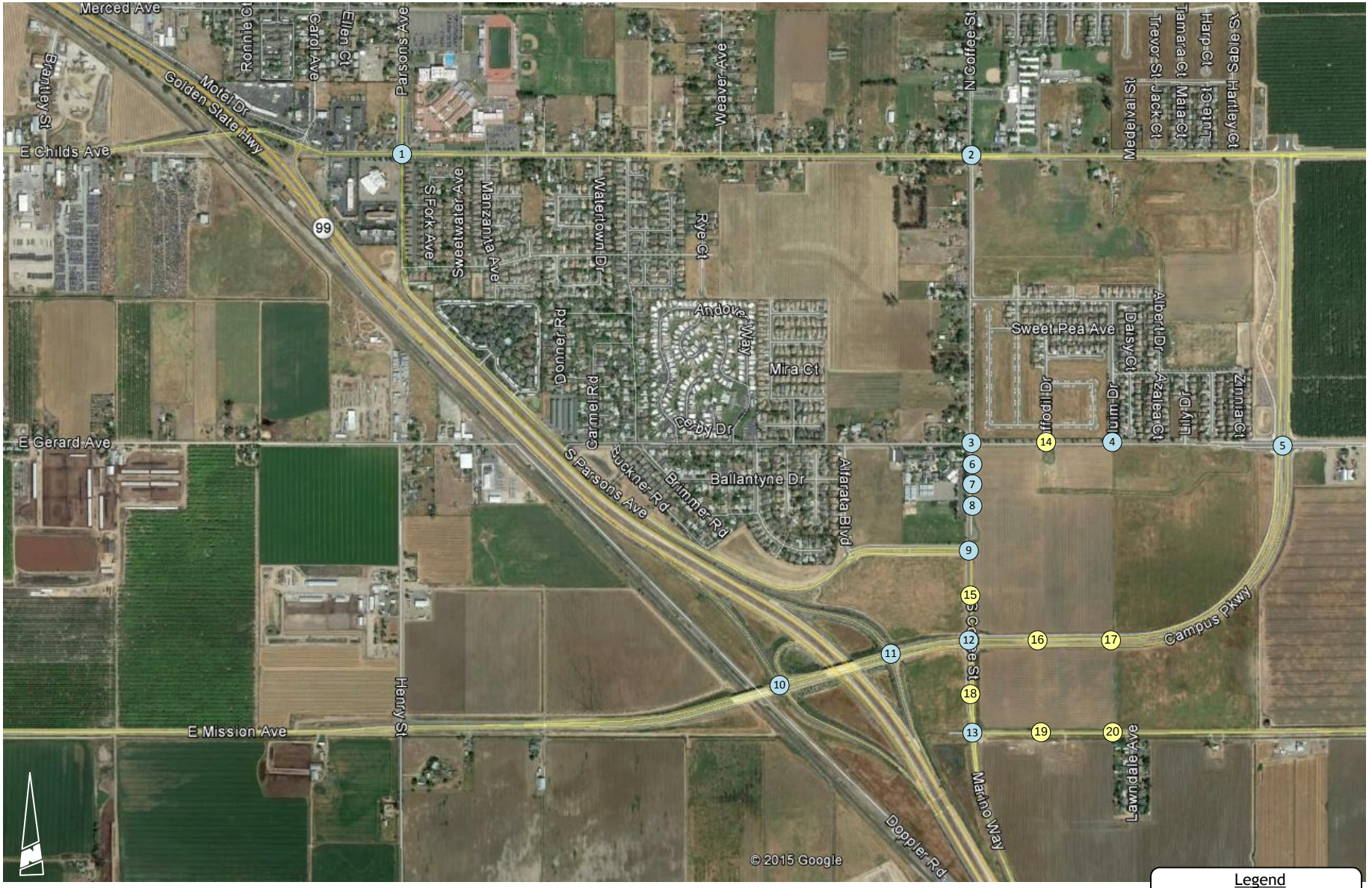
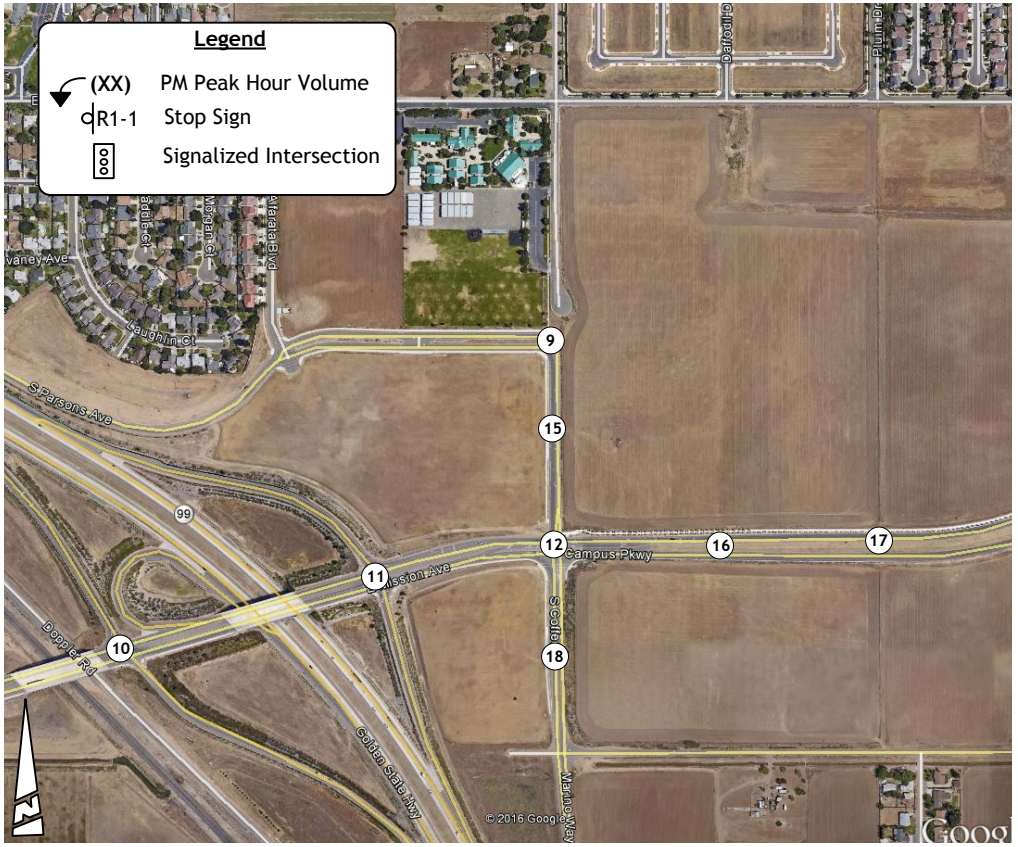


STUDY INTERSECTIONS

KD Anderson & Associates, Inc.
Transportation Engineers

3260-02 LT 8/8/2016

figure 1



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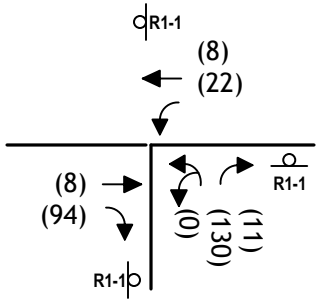

Parsons Ave/ Coffee St

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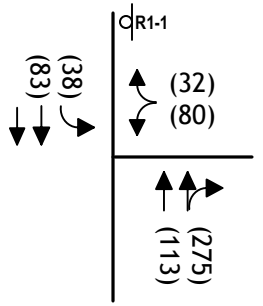
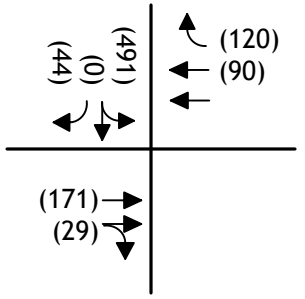


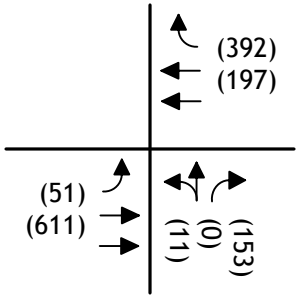
Coffee St/ Central Access

10



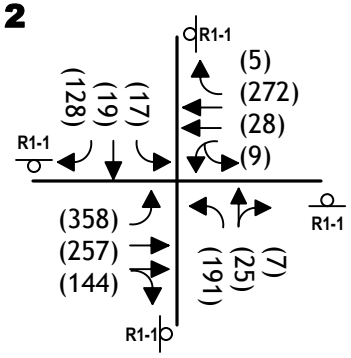
SB SR 99 / E Mission Ave

11



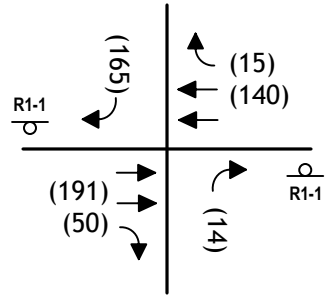
NB SR 99 / Campus Pkwy

12



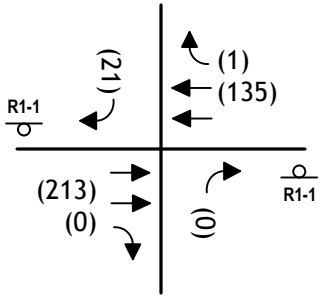
Coffee St/ Campus Pkwy

16



Central Access/ Campus Pkwy

17



East Access/ Campus Pkwy

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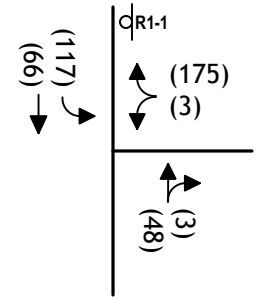


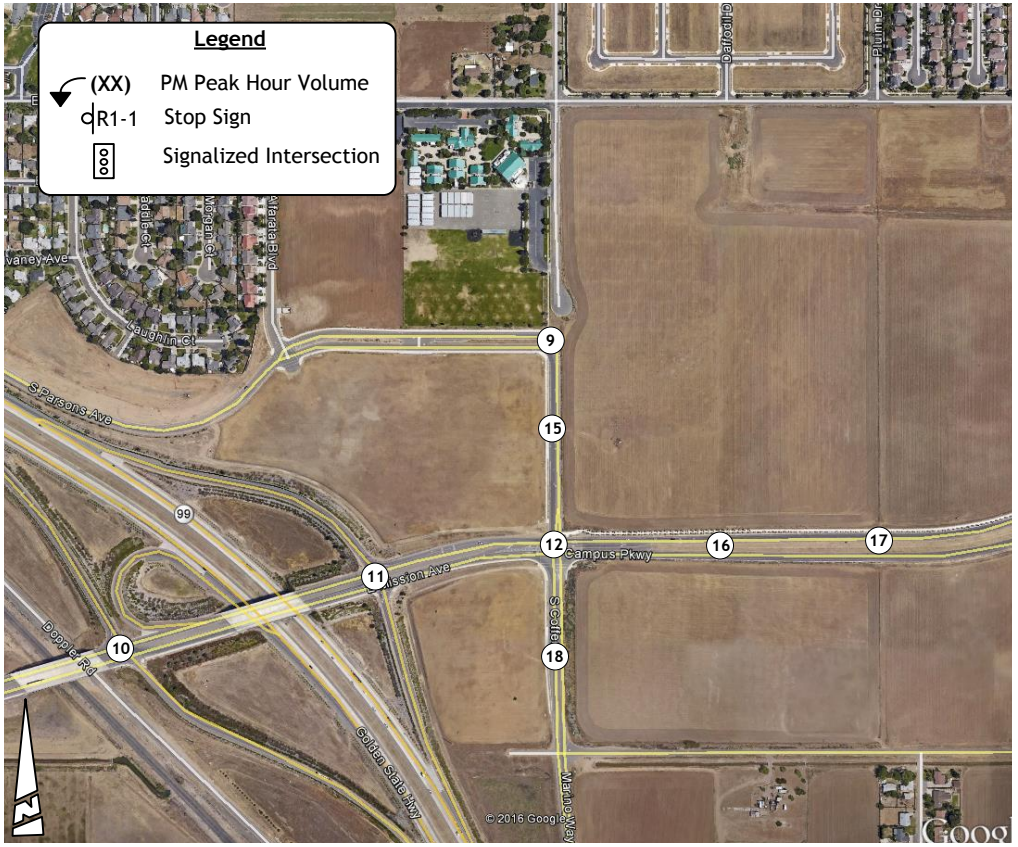
Coffee St/ South Access

KD Anderson & Associates, Inc.
Transportation Engineers

PHASES 1 THRU 3 TRAFFIC VOLUMES AND LANE CONFIGURATIONS

3260-02 LT 8/8/2016

figure 2



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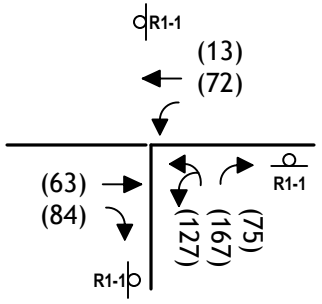
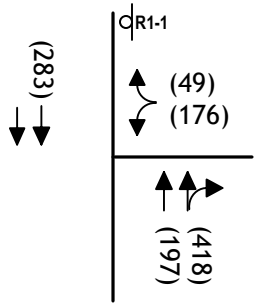


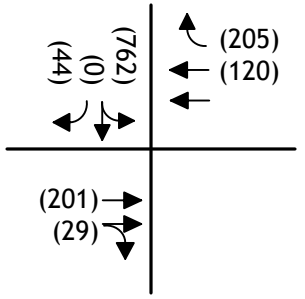
Parsons Ave/ Coffee St

15



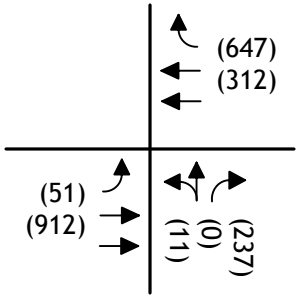
Coffee St/ Central Access

10



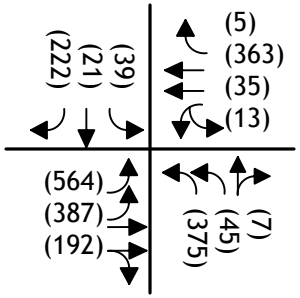
SB SR 99 / E Mission Ave

11



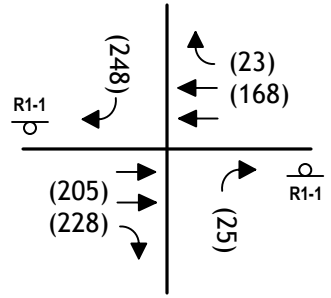
NB SR 99 / Campus Pkwy

12



Coffee St/ Campus Pkwy

16



Central Access/ Campus Pkwy

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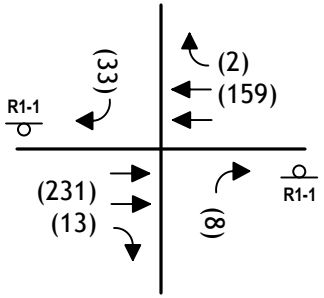
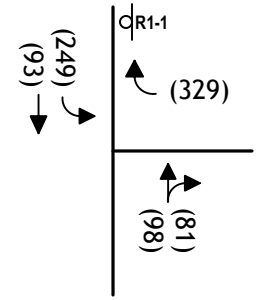


East Access/ Campus Pkwy

18



Coffee St/ South Access

KD Anderson & Associates, Inc.
Transportation Engineers

PHASES 4 THRU 6 TRAFFIC VOLUMES AND LANE CONFIGURATIONS

3260-02 LT 8/8/2016

figure 3

10: SR 99 SB Ramps & Mission Ave Performance by approach

Approach	EB	WB	SB	All
Denied Del/Veh (s)	0.1	0.0	0.0	0.0
Total Del/Veh (s)	13.2	11.7	7.0	8.9

11: SR 99 NB Ramps & Mission Ave/Campus Parkway Performance by approach

Approach	EB	WB	NB	All
Denied Del/Veh (s)	0.0	0.0	0.0	0.0
Total Del/Veh (s)	5.0	6.1	5.2	5.5

12: Coffee St & Campus Parkway Performance by approach

Approach	EB	WB	NB	SB	All
Denied Del/Veh (s)	0.0	0.0	0.0	0.0	0.0
Total Del/Veh (s)	24.0	17.4	14.2	8.8	19.4

Total Zone Performance

Denied Del/Veh (s)	0.1
Total Del/Veh (s)	1186.5

10: SR 99 SB Ramps & Mission Ave Performance by approach

Approach	EB	WB	SB	All
Denied Del/Veh (s)	0.1	0.0	0.0	0.0
Total Del/Veh (s)	20.3	17.5	9.7	12.6

11: SR 99 NB Ramps & Mission Ave/Campus Parkway Performance by approach

Approach	EB	WB	NB	All
Denied Del/Veh (s)	0.0	0.0	0.0	0.0
Total Del/Veh (s)	6.7	9.0	8.9	8.0

12: Coffee St & Campus Parkway Performance by approach

Approach	EB	WB	NB	SB	All
Denied Del/Veh (s)	0.0	0.0	0.0	0.0	0.0
Total Del/Veh (s)	31.5	45.9	36.8	18.7	33.5

Total Zone Performance

Denied Del/Veh (s)	0.2
Total Del/Veh (s)	1441.6

15: Coffee St & Central Access Performance by approach

Approach	WB	NB	SB	All
Denied Del/Veh (s)	0.2	0.0	0.0	0.0
Total Del/Veh (s)	10.5	3.5	4.4	4.9

18: Coffee St & Southside Access Performance by approach

Approach	WB	NB	SB	All
Denied Del/Veh (s)	0.3	0.0	0.0	0.2
Total Del/Veh (s)	5.4	1.7	3.0	4.0

Total Zone Performance

Denied Del/Veh (s)	0.3
Total Del/Veh (s)	644.6

Intersection: 10: SR 99 SB Ramps & Mission Ave

Movement	EB	EB	WB	WB	SB	SB
Directions Served	T	TR	T	T	LT	R
Maximum Queue (ft)	102	96	63	64	200	36
Average Queue (ft)	43	34	23	23	106	8
95th Queue (ft)	84	74	50	53	170	28
Link Distance (ft)	3477	3477	156	156	1076	
Upstream Blk Time (%)						
Queuing Penalty (veh)						
Storage Bay Dist (ft)						1000
Storage Blk Time (%)						
Queuing Penalty (veh)						

Intersection: 11: SR 99 NB Ramps & Mission Ave/Campus Parkway

Movement	EB	EB	EB	WB	WB	WB	NB	NB
Directions Served	L	T	T	T	T	R	LT	R
Maximum Queue (ft)	77	120	108	94	111	181	38	148
Average Queue (ft)	30	52	44	16	42	91	6	63
95th Queue (ft)	64	100	90	55	92	156	25	110
Link Distance (ft)		800	800	646	646		538	
Upstream Blk Time (%)								
Queuing Penalty (veh)								
Storage Bay Dist (ft)	330					450		425
Storage Blk Time (%)								
Queuing Penalty (veh)								

Intersection: 12: Coffee St & Campus Parkway

Movement	EB	EB	EB	EB	WB	WB	WB	WB	NB	NB	NB	SB
Directions Served	L	L	T	TR	UL	T	T	R	L	L	TR	L
Maximum Queue (ft)	310	320	239	293	81	274	339	70	250	273	310	81
Average Queue (ft)	157	190	58	155	33	96	184	5	91	175	46	27
95th Queue (ft)	278	293	156	263	69	227	299	49	211	263	159	61
Link Distance (ft)			646	646		416	416	416			372	
Upstream Blk Time (%)							0				0	
Queuing Penalty (veh)							0				0	
Storage Bay Dist (ft)	450	450			270				250	250		200
Storage Blk Time (%)						0			0	2		
Queuing Penalty (veh)						0			0	1		

Intersection: 12: Coffee St & Campus Parkway

Movement	SB	SB
Directions Served	T	R
Maximum Queue (ft)	62	171
Average Queue (ft)	15	71
95th Queue (ft)	47	134
Link Distance (ft)	369	
Upstream Blk Time (%)		
Queuing Penalty (veh)		
Storage Bay Dist (ft)		300
Storage Blk Time (%)		
Queuing Penalty (veh)		

Zone Summary

Zone wide Queuing Penalty: 2

Intersection: 15: Coffee St & Central Access

Movement	WB	NB	SB
Directions Served	LR	R	LT
Maximum Queue (ft)	134	16	141
Average Queue (ft)	57	1	32
95th Queue (ft)	104	9	96
Link Distance (ft)	303	369	313
Upstream Blk Time (%)			
Queuing Penalty (veh)			
Storage Bay Dist (ft)			
Storage Blk Time (%)			
Queuing Penalty (veh)			

Intersection: 18: Coffee St & Southside Access

Movement	WB	NB	SB
Directions Served	LR	TR	LT
Maximum Queue (ft)	126	9	71
Average Queue (ft)	61	0	21
95th Queue (ft)	99	7	57
Link Distance (ft)	311	328	372
Upstream Blk Time (%)			
Queuing Penalty (veh)			
Storage Bay Dist (ft)			
Storage Blk Time (%)			
Queuing Penalty (veh)			

Zone Summary

Zone wide Queuing Penalty: 0

10: SR 99 SB Ramps & Mission Ave Performance by approach

Approach	EB	WB	SB	All
Denied Del/Veh (s)	0.1	0.0	0.0	0.0
Total Del/Veh (s)	28.5	23.6	12.6	16.6

11: SR 99 NB Ramps & Mission Ave/Campus Parkway Performance by approach

Approach	EB	WB	NB	All
Denied Del/Veh (s)	0.0	0.0	0.0	0.0
Total Del/Veh (s)	13.3	11.9	26.2	14.3

12: Coffee St & Campus Parkway Performance by approach

Approach	EB	WB	NB	SB	All
Denied Del/Veh (s)	0.0	0.0	1.4	0.0	0.3
Total Del/Veh (s)	54.1	54.8	98.5	21.8	59.3

Total Zone Performance

Denied Del/Veh (s)	3.2
Total Del/Veh (s)	2128.0

15: Coffee St & Central Access Performance by approach

Approach	WB	NB	SB	All
Denied Del/Veh (s)	0.2	0.0	0.0	0.0
Total Del/Veh (s)	14.4	4.9	4.2	6.1

18: Coffee St & Southside Access Performance by approach

Approach	WB	NB	SB	All
Denied Del/Veh (s)	150.3	0.0	0.0	76.0
Total Del/Veh (s)	84.5	7.5	3.7	43.4

Total Zone Performance

Denied Del/Veh (s)	108.3
Total Del/Veh (s)	1684.7

Intersection: 10: SR 99 SB Ramps & Mission Ave

Movement	EB	EB	WB	WB	SB	SB
Directions Served	T	TR	T	T	LT	R
Maximum Queue (ft)	123	120	80	75	261	42
Average Queue (ft)	54	52	31	26	144	8
95th Queue (ft)	103	99	63	58	224	28
Link Distance (ft)	3477	3477	156	156	1076	
Upstream Blk Time (%)						
Queuing Penalty (veh)						
Storage Bay Dist (ft)						1000
Storage Blk Time (%)						
Queuing Penalty (veh)						

Intersection: 11: SR 99 NB Ramps & Mission Ave/Campus Parkway

Movement	EB	EB	EB	WB	WB	WB	NB	NB	B52
Directions Served	L	T	T	T	T	R	LT	R	T
Maximum Queue (ft)	117	304	278	109	175	282	136	274	7
Average Queue (ft)	34	96	108	28	64	148	15	130	0
95th Queue (ft)	83	250	258	77	129	243	127	265	7
Link Distance (ft)		800	800	646	646		538		559
Upstream Blk Time (%)							0	0	
Queuing Penalty (veh)							0	0	
Storage Bay Dist (ft)	330					450		425	
Storage Blk Time (%)		1					0	1	
Queuing Penalty (veh)		0					0	0	

Intersection: 12: Coffee St & Campus Parkway

Movement	EB	EB	EB	EB	WB	WB	WB	WB	NB	NB	NB	SB
Directions Served	L	L	T	TR	UL	T	T	R	L	L	TR	L
Maximum Queue (ft)	309	334	572	642	114	306	371	107	370	372	410	113
Average Queue (ft)	188	204	200	430	49	110	208	7	325	361	356	39
95th Queue (ft)	283	299	510	701	94	252	330	80	445	410	522	86
Link Distance (ft)			646	646		416	416	416			372	
Upstream Blk Time (%)			0	5		0	1	0	1	19	32	
Queuing Penalty (veh)			1	36		0	1	0	0	0	198	
Storage Bay Dist (ft)	450	450			270				450	450		200
Storage Blk Time (%)			0			0			1	19	32	
Queuing Penalty (veh)			0			0			0	13	174	

Intersection: 12: Coffee St & Campus Parkway

Movement	SB	SB
Directions Served	T	R
Maximum Queue (ft)	61	213
Average Queue (ft)	14	94
95th Queue (ft)	43	170
Link Distance (ft)	369	
Upstream Blk Time (%)		
Queuing Penalty (veh)		
Storage Bay Dist (ft)		300
Storage Blk Time (%)		
Queuing Penalty (veh)		

Zone Summary

Zone wide Queuing Penalty: 424

Intersection: 15: Coffee St & Central Access

Movement	WB	NB	NB	SB
Directions Served	LR	T	R	LT
Maximum Queue (ft)	160	67	177	169
Average Queue (ft)	64	2	11	34
95th Queue (ft)	122	19	75	112
Link Distance (ft)	303	369	369	313
Upstream Blk Time (%)	0	0	0	
Queuing Penalty (veh)	0	0	0	
Storage Bay Dist (ft)				
Storage Blk Time (%)				
Queuing Penalty (veh)				

Intersection: 18: Coffee St & Southside Access

Movement	WB	NB	SB
Directions Served	LR	TR	LT
Maximum Queue (ft)	358	105	102
Average Queue (ft)	297	31	30
95th Queue (ft)	435	82	79
Link Distance (ft)	311	328	372
Upstream Blk Time (%)	78		
Queuing Penalty (veh)	0		
Storage Bay Dist (ft)			
Storage Blk Time (%)			
Queuing Penalty (veh)			

Zone Summary

Zone wide Queuing Penalty: 0

10: SR 99 SB Ramps & Mission Ave Performance by approach

Approach	EB	WB	SB	All
Denied Del/Veh (s)	0.1	0.0	0.0	0.0
Total Del/Veh (s)	12.4	11.1	7.1	8.8

11: SR 99 NB Ramps & Mission Ave/Campus Parkway Performance by approach

Approach	EB	WB	NB	All
Denied Del/Veh (s)	0.0	0.0	0.0	0.0
Total Del/Veh (s)	5.0	6.1	5.1	5.5

12: Coffee St & Campus Parkway Performance by approach

Approach	EB	WB	NB	SB	All
Denied Del/Veh (s)	0.0	0.0	0.0	0.0	0.0
Total Del/Veh (s)	17.1	16.4	11.0	8.4	15.1

Total Zone Performance

Denied Del/Veh (s)	0.1
Total Del/Veh (s)	931.2

Intersection: 10: SR 99 SB Ramps & Mission Ave

Movement	EB	EB	WB	WB	SB	SB
Directions Served	T	TR	T	T	LT	R
Maximum Queue (ft)	70	80	40	42	130	40
Average Queue (ft)	27	26	14	13	75	8
95th Queue (ft)	56	57	33	35	116	28
Link Distance (ft)	3477	3477	156	156	1076	
Upstream Blk Time (%)						
Queuing Penalty (veh)						
Storage Bay Dist (ft)						1000
Storage Blk Time (%)						
Queuing Penalty (veh)						

Intersection: 11: SR 99 NB Ramps & Mission Ave/Campus Parkway

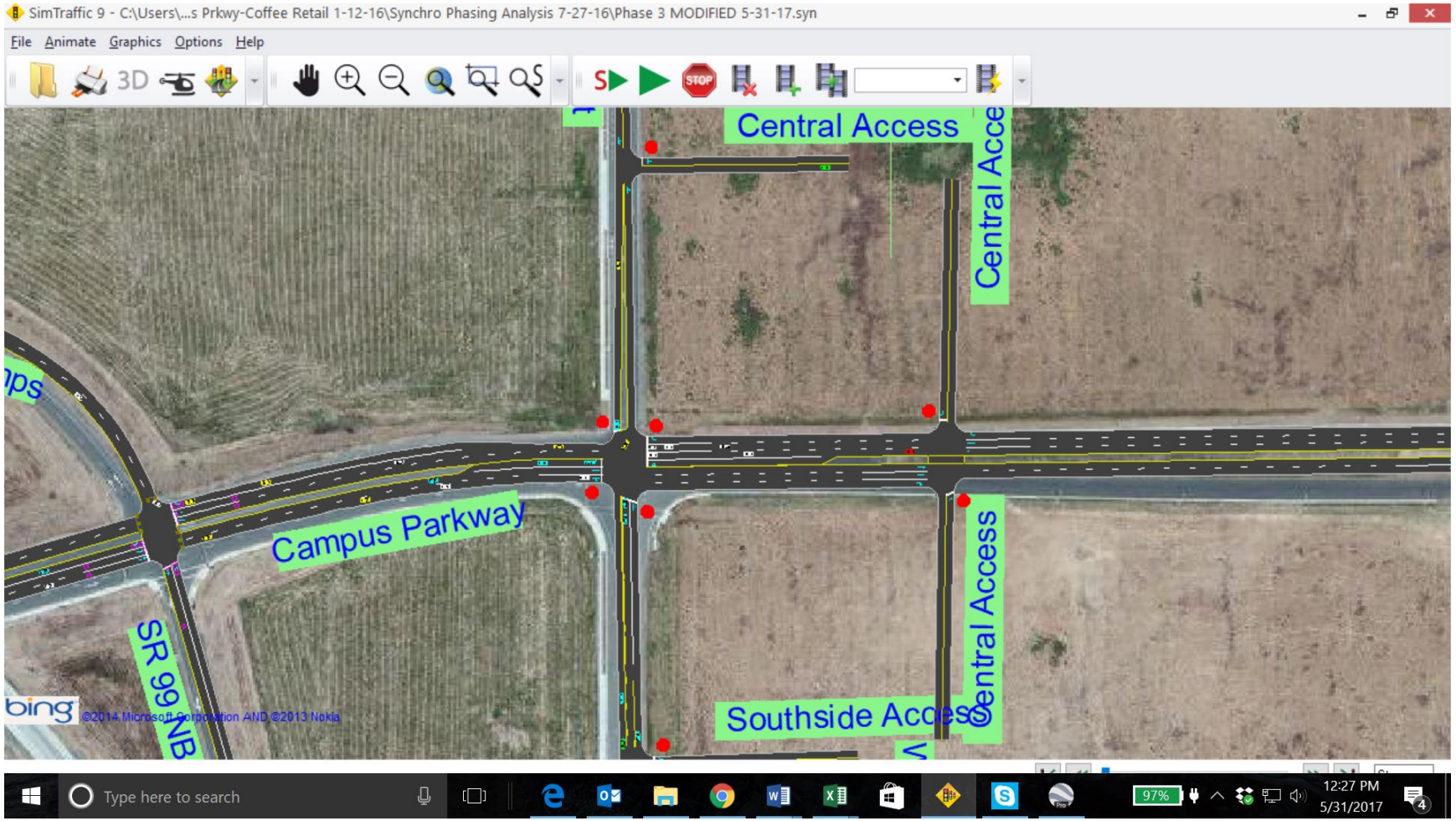
Movement	EB	EB	EB	WB	WB	WB	NB	NB
Directions Served	L	T	T	T	T	R	LT	R
Maximum Queue (ft)	61	76	78	35	77	72	31	82
Average Queue (ft)	25	31	25	7	23	38	6	35
95th Queue (ft)	51	67	59	28	56	63	23	64
Link Distance (ft)		800	800	665	665		538	
Upstream Blk Time (%)								
Queuing Penalty (veh)								
Storage Bay Dist (ft)	330					450		425
Storage Blk Time (%)								
Queuing Penalty (veh)								

Intersection: 12: Coffee St & Campus Parkway

Movement	EB	EB	EB	WB	WB	WB	WB	NB	NB	SB
Directions Served	L	T	TR	UL	T	T	R	L	TR	LTR
Maximum Queue (ft)	216	223	135	53	107	174	28	109	52	90
Average Queue (ft)	102	49	60	20	29	73	4	49	21	40
95th Queue (ft)	188	157	103	44	66	134	18	85	47	71
Link Distance (ft)		665	665		434	434	434		377	374
Upstream Blk Time (%)										
Queuing Penalty (veh)										
Storage Bay Dist (ft)	200			270				250		
Storage Blk Time (%)	4									
Queuing Penalty (veh)	6									

Zone Summary

Zone wide Queuing Penalty: 6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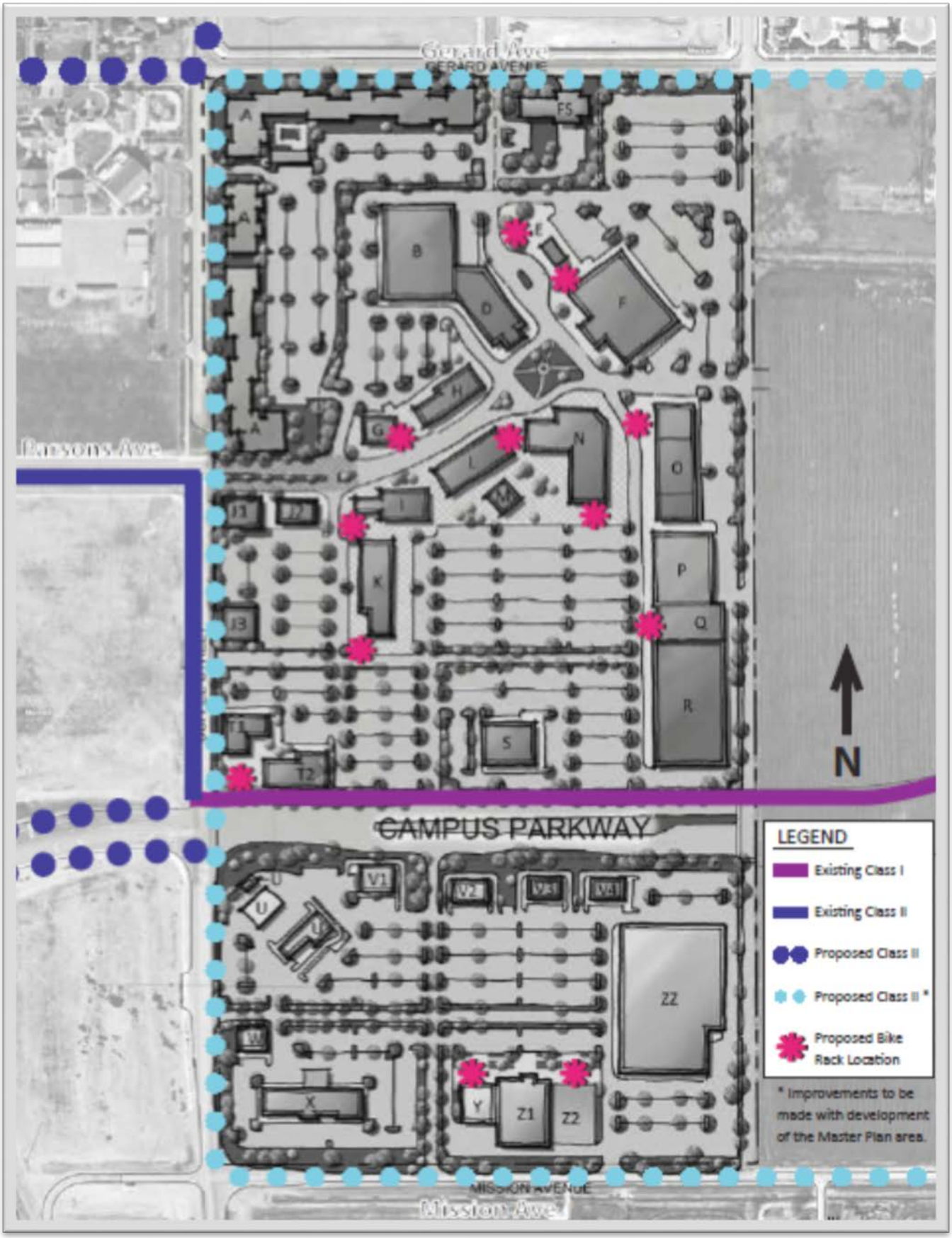
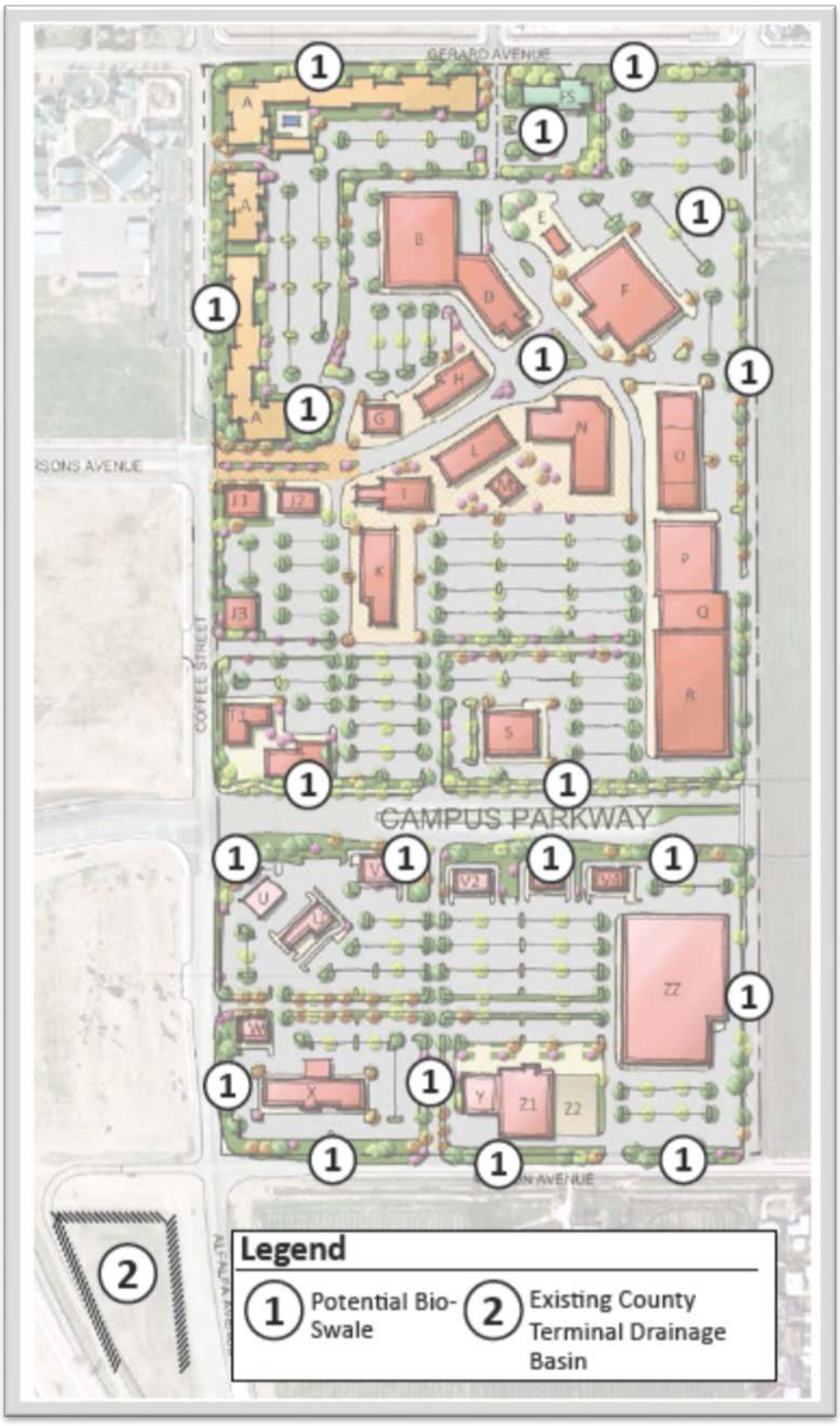
5/31/2017

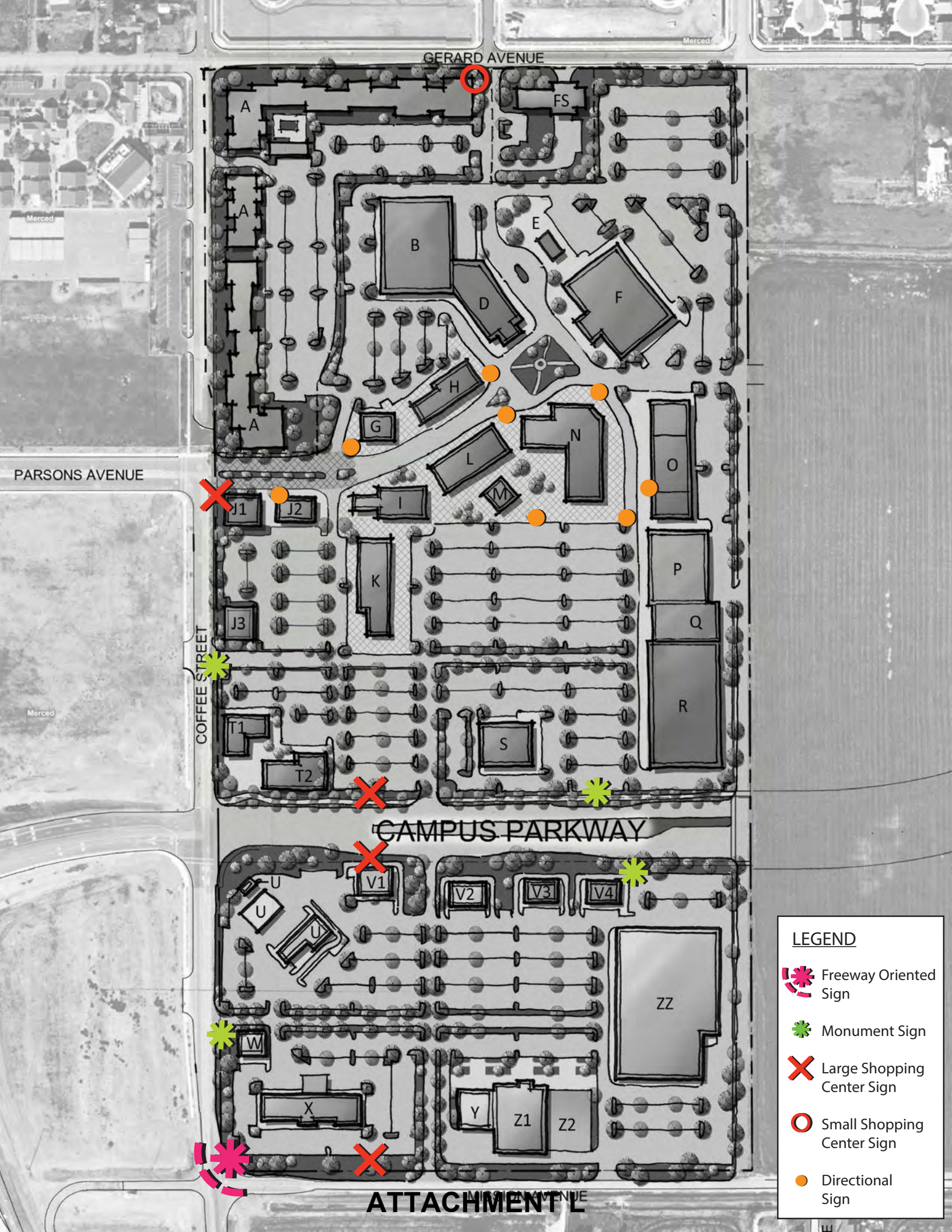
Proposed Bikeway Plan



ATTACHMENT J



ATTACHMENT K



ATTACHMENT L

CITY OF MERCED
Planning Commission

Resolution #3083

WHEREAS, the Merced City Planning Commission at its regular meeting of June 21, 2017, held a public hearing and considered Certification of the Environmental Impact Report (EIR) for Merced Gateway Master Plan; and,

WHEREAS, the Merced City Planning Commission concurs with Findings L through P of Staff Report #17-11; and,

NOW THEREFORE, after reviewing the City's Environmental Impact Report for Merced Gateway, and fully discussing all the issues, the Merced City Planning Commission does resolve to hereby recommend to City Council Certification of EIR #15-18; Adoption of Findings of Fact and a Statement of Overriding Considerations; and Adoption of a Mitigation Monitoring Program regarding EIR #15-18.

Upon motion by Commissioner _____, seconded by Commissioner _____, and carried by the following vote:

AYES: Commissioner(s)

NOES: Commissioner(s)

ABSENT: Commissioner(s)
ABSTAIN: Commissioner(s)

Adopted this 21st day of June 2017

_____
Chairperson, Planning Commission of the City of Merced, California

ATTEST:

_____
Secretary

Attachment:
Exhibit A – Findings of Fact and a Statement of Overriding Considerations
Exhibit B – Mitigation Monitoring Program

n:shared:planning:PC Resolutions:Merced Gateway & FEIR #15-18 (EIR Res)

ATTACHMENT M

FINDINGS OF FACT AND STATEMENT OF OVERRIDING CONSIDERATIONS BY THE CITY COUNCIL OF THE CITY OF MERCED REGARDING THE FINAL ENVIRONMENTAL IMPACT REPORT FOR THE MERCED GATEWAY MASTER PLAN (STATE CLEARINGHOUSE NO. 2015101048)

I. INTRODUCTION.

The City of Merced ("City") City Council hereby certifies and finds that the Merced Gateway Master Plan Project ("Project") Final Environmental Impact Report ("Final EIR"), State Clearinghouse Number 2015101048, has been completed in compliance with the California Environmental Quality Act (Public Resources Code Sections 21000 et seq., "CEQA") and the State CEQA Guidelines (Title 14, Cal. Code Regs. Sections 15000 et seq., "CEQA Guidelines").

The Project Final EIR consists of the following documents: (1) July 2016 Draft Environmental Impact Report and technical appendices ("Draft EIR or DEIR"); and (2) June 12, 2017 Final EIR. The City Council hereby certifies that it received, reviewed and considered the information contained in the following: (i) the Final EIR; (ii) the applications for all discretionary approvals necessary in connection with the Project; and (iii) all hearings, and submission of testimony from City officials and departments, the public, other public agencies, community groups, and organizations.

All potentially significant impacts of the Project identified in the Final EIR are included herein, and are organized according to the resources affected. The Findings in this document are for the Merced Gateway Master Plan Project, and are supported by information and analysis from the Final EIR and other evidence in the administrative record.

For each significant impact, a Finding has been made as to one or more of the following, in accordance with Public Resources Code Section 21081 and State CEQA Guidelines Section 15091:

A. Changes or alterations have been required in, or incorporated into, the Project which mitigate or avoid the significant environmental effects on the environment.

B. Those changes or alterations are within the responsibility and jurisdiction of another public agency and have been, or can and should be, adopted by that other agency.

C. Specific economic, legal, social, technological, or other considerations, including considerations for the provision of employment opportunities for highly trained workers, make infeasible the mitigation measures or alternatives identified in the environmental impact report.

A narrative of supporting facts follows the appropriate Finding. For all of the impacts, one or more of the findings above have been made. A Statement of Overriding Considerations is included in Section VIII, herein.

EXHIBIT A

Concurrently with the adoption of these findings, the City Council adopts a Mitigation Monitoring and Reporting Program ("MMRP"), attached hereto as Exhibit A. Having received, reviewed and considered the foregoing information, as well as any and all information in the administrative record and the record of proceedings, the City Council hereby makes the following Findings of Fact and Statement of Overriding Considerations pursuant to, and in accordance with Public Resources Code Section 21081 and State CEQA Guidelines Section 15090:

II. PROJECT BACKGROUND.

A. Project Description.

The Project consists of (1) General Plan Amendments that would re-configure the boundary between the residential and commercial portions of the Project site and amend the General Plan's Circulation Element; (2) corresponding Zone Changes; and (3) the establishment of a Planned Development Zone with an accompanying Master Plan for the site that defines the overall site development concept. The buildout potential of the Project is 601,127 square feet of commercial uses, 178 multi-family dwelling units, and a 1.53-acre fire station site on Gerard Avenue, 0.13 miles east of Coffee Street.

Overall, the General Plan Amendments and Zone Changes would increase the amount of commercial acreage by 12 acres (resulting in 67.5 acres total) and reduce the amount of residential acreage by approximately 12 acres (resulting in 8 acres total). Although this would result in a reduction in the medium-density residential designation acreage, the Master Plan concept includes a 178-unit, high-density, multi-family residential complex (21 units per acre), which results in a total number of units consistent with the anticipated unit count in the General Plan and which will comply with the City's goals for the regional housing allocation reflected in the City's Housing Element.

The commercial square footage would be located on both sides of Campus Parkway, with 358,535 square feet on the north side and 242,592 square feet on the south side. Proposed uses would include retail, restaurant, fuel station, movie theater, and hotel.

The original project as evaluated in the DEIR included a General Plan Amendment to amend the Circulation Element, to eliminate a planned extension of Pluim Drive (collector level street) along the east side of the site and add right turn in and out driveways along the Campus Parkway Expressway. However, on March 1, 2017, as the result of an agreement with the adjoining property owner, the Project applicant requested a change to the Project Description to incorporate the roadway improvements envisioned in the Merced General Plan for access to the Project site, rather than those previously proposed by the Project. As a result, the Campus Parkway/Pluim Drive intersection will be created with separate left turn, right turn and through lanes on each new approach, and will be controlled by a traffic signal. This scenario was evaluated in the DEIR as the "Circulation Element Alternative", and is the same as the Project in every other respect, with

no changes to square footage or uses. This new scenario will add the two driveways off Campus Parkway that were analyzed under the original project, and the mitigation measures that were specific to them. Therefore, all references to the "Project" contained in these findings shall be understood to mean the Circulation Element Alternative as described in the DEIR, unless otherwise specified.

The Project would be constructed in five phases, over 10 years. It is estimated that construction would begin in 2017 and be completed by 2026, and the Project would be fully operational in 2027.

B. Discretionary Actions Required for Project.

The following discretionary approvals and permits are required by the City of Merced for implementation of the Project:

- General Plan Amendment
- Zone Change and Establishment of a Planned Development

Subsequent ministerial actions would be required for the implementation of the Project, including issuance of grading and building permits and Site Plan Review.

C. Statement of Project Objectives.

The objectives of the Merced Gateway Master Plan Project are as follows:

1. Positively contribute to the local economy through new capital investment, creation of new employment opportunities, expansion of the tax base, and increased retail offerings.

2. Reinforce Merced's status as a regional retail node and employment center by increasing commercial offerings.

3. Develop regional-serving and highway-oriented commercial uses on a highly visible site near SR-99 in order to cater to local residents and travelers.

4. Promote residential and economic growth in accordance with the goals and policies set forth in the Merced Vision 2030 General Plan.

5. Develop new multi-family residential uses in southeast Merced to provide additional diverse housing options in a growing part of the City.

6. Design a site plan that provides convenient internal circulation, while also minimizing access conflicts between the residential and commercial uses.

7. Reserve a site for a future public safety facility in the interests of ensuring that adequate fire protection is provided in the future.

III. ENVIRONMENTAL IMPACT REPORT PROCESS

The City issued a Notice of Preparation ("NOP") for the DEIR on October 14, 2015, which was circulated to the State Clearinghouse, responsible agencies, and other interested parties for a public review period extending from October 14, 2015 through November 20, 2015. Pursuant to CEQA Guidelines Section 15082(c)(1), the City also held a scoping meeting for the Project on Tuesday, October 27, 2015, in the Sam Pipes Meeting Room at Merced Civic Center. Comments regarding traffic and building height received at the meeting were addressed in the Draft EIR. The Draft EIR includes the comment letters received during the public review period in response to the NOP (see Draft EIR Appendix A). All NOP comments relating to the EIR were reviewed and the issues raised in those comments were addressed, to the extent feasible, in the Draft EIR.

Potentially significant environmental impacts addressed in the Draft EIR include: Aesthetics, Light and Glare, Agricultural Resources, Air Quality and Greenhouse Gas Emissions, Biological Resources, Cultural Resources, Hazards and Hazardous Materials, Hydrology and Water Quality, Land Use, Noise, Public Services and Utilities, Transportation, and Utilities and Service Systems. The Draft EIR analyzed both Project-level and cumulative effects of the Project on these topics and identified a variety of mitigation measures to minimize, reduce, avoid, or compensate for the potential adverse effects of the Project.

The Project was determined to result in no impact to Geology and Soils, Mineral Resources, Population and Housing, or Recreation.

In addition to the originally proposed Project, the Draft EIR also analyzed three other potential alternatives to the Project for purposes of CEQA analysis, including: 1) No Project Alternative; 2) Circulation Element Alternative; and 3) Less Intense Alternative. Potential environmental impacts of each of these alternatives were discussed at the CEQA-prescribed level of detail, and comparisons were made to the originally proposed Project.

The Draft EIR was submitted to the State Clearinghouse, Governor's Office of Planning and Research, and was circulated for public review for the 45-day public review period required by State CEQA Guidelines Section 15087 from July 7, 2016 to August 22, 2016.

IV. FINDINGS REGARDING POTENTIAL ENVIRONMENTAL EFFECTS WHICH ARE NOT SIGNIFICANT OR WHICH HAVE BEEN MITIGATED TO A LESS THAN SIGNIFICANT LEVEL

All Final EIR mitigation measures, as set forth in the MMRP (attached as Exhibit A to these findings) have been incorporated by reference into the conditions of approval for the Project. These mitigation measures and conditions of approval will result in a substantial mitigation of the effects of the Project set forth below, such that the effects are not significant or have been mitigated to a

level of less than significant. Specifically, the City Council has determined, based on the Final EIR, that Project design features, mitigation measures, and conditions of approval will reduce Project impacts related to Aesthetics, Light and Glare, Agricultural Resources, Air Quality and Greenhouse Gas Emissions, Biological Resources, Cultural Resources, Hazards and Hazardous Materials, Hydrology and Water Quality, Land Use, Noise, and Public Services and Utilities to a level of less than significant.

A. AESTHETICS, LIGHT AND GLARE.

Potential Effect:

The Project would have significant aesthetic impacts to the Project area if it would have a substantial adverse effect on a scenic vista; damage scenic resources, including, but not limited to, trees, rock outcroppings, and historic buildings within a state scenic highway; substantially degrade the existing visual character or quality of the site and its surroundings; or create a new source of substantial light or glare which will adversely affect day or nighttime views in the area.

Finding:

The Project will not have a significant effect on the environment related to Aesthetics, Light and Glare. No mitigation is required.

Facts Supporting the Finding:

The Merced Vision 2030 General Plan does not identify any visual resources or scenic vistas in the vicinity of the Project site, thereby precluding impacts in this regard. Although the Sierra Nevada Mountains are visible to the north and east on clear days, given the absence of developed land uses to the west, east, and south, there would be no potential for adverse impacts on scenic vistas. For the developed residential uses to the north, the Project would not obstruct views of the Sierra Nevada Mountains to the north or east. **(DEIR at 3.1-4)**.

The Merced Vision 2030 General Plan identifies Campus Parkway as a Scenic Corridor, and includes numerous design considerations to avoid aesthetic impacts. The Merced Gateway Master Plan sets forth Development Standards (height limits, lot coverage limits, setbacks, etc.) to ensure that buildings are visually appealing and compatible with their surroundings. The Master Plan requires landscaping along the Campus Parkway frontage and places limits on the number and types of signs permitted along the roadway. All utilities are currently located underground—and this requirement would be carried forward by the Master Plan. This would ensure that the Project would not have adverse visual impacts on Campus Parkway. **(DEIR at 3.1-5).**

Key aspects of the Master Plan as it relates to visual character are summarized at DEIR pages 3.1-5 to 3.1-7. When evaluated in context of the Merced Vision 2030 General Plan—which has long designated the Project site for urban development—and development patterns in the Project vicinity, the Master Plan represents logical and planned growth. Moreover, the Master Plan sets forth development standards and design guidelines that establish parameters for architecture, site

layout, landscaping, signage, lighting, and other areas to ensure that new development is attractive and compatible with surrounding land uses. **(DEIR at 3.1-7)**.

With regard to lighting and glare impacts, the Master Plan includes numerous design guidelines for lighting to ensure that unnecessary glare or spillover onto adjacent properties does not occur (see DEIR at 3.1-8). Additionally, the Mitigation Monitoring and Reporting Program prepared for the Merced Vision 2030 General Plan includes Mitigation Measure 3.1-4, for the purpose of reducing illumination impacts, and will be applicable to the Project. The implementation of these design guidelines would ensure that the Project would not create new sources of light which would adversely affect day or nighttime views in the area. In addition, the Project is not anticipated to utilize building materials or involve uses that would create new sources of significant glare. **(DEIR at 3.1-8 to 3.1-9).**

B. AGRICULTURAL RESOURCES.

Potential Effect:

The Project would have a significant impact on Agricultural Resources if it would: convert Prime Farmland, Unique Farmland, or Farmland of Statewide Importance to non-agricultural use; conflict with existing zoning for agricultural use, or with a Williamson Act contract; conflict with existing zoning for, or cause rezoning of, forest land (as defined in Public Resources Code Section 12220 (g)), timberland (as defined in Public Resources Code Section 4526), or timberland zoned Timberland Production (as defined in Government Code Section 51104(g)); result in the loss of forest land or conversion of forest land to non-forest use; or involve other changes in the existing environment which, due to their location or nature, could result in conversion of Farmland, to non-agricultural use or conversion of forest land to non-forest use.

Finding:

The Project will not have a significant effect on the environment related to Agricultural Resources. No mitigation is required.

Facts Supporting the Finding:

There is no Prime Farmland, Unique Farmland, or Farmland of Statewide Importance mapped on the Project site. The Project site is designated as Farmland of Local Importance. On-site soils are rated grade 1 (excellent) and grade 2 (good) by the Storie Index, and 4w (poor) and 4s (poor) by the NRCS Nonirrigated Capability Class. The availability and practicality of on-site irrigation is limited, and the existing Campus Parkway road further limits the site's use for field crops. The Project would convert approximately 77.5 acres of Farmland of Local Importance to commercial and residential uses. The Project would not convert any Prime Farmland, Unique Farmland, or Farmland of Statewide Importance to non-agricultural uses. **(DEIR at 3.2-10)**.

However, the Final Agricultural Land Evaluation and Site Assessment (LESA) Score for the Project site is 77.65 (irrigated) or 51.90 (nonirrigated). Based on LESA significance thresholds, Project implementation would be considered a significant impact on agricultural resources.

However, the City has previously recognized this significant environmental impact when it approved and adopted the Merced 2015 General Plan and certified the accompanying Merced 2015 General Plan EIR (General Plan EIR), as well as the Merced Vision 2030 General Plan and Merced Vision 2030 General Plan EIR. At the time the General Plan EIR was prepared, the Project site was designated as Prime Farmland and Farmland of Statewide Importance. Since then, the on-site designations have been updated to Farmland of Local Importance, likely to reflect changing on-site uses and the urban designation of the Project site. As recognized in the General Plan EIR, adoption of the General Plan resulted in existing agricultural areas being re-designated for residential, commercial, and public land uses The General Plan included several policies and implementing actions to ensure that increased demand for additional land associated with an increase in population would minimize the conversion of Prime Farmland, Unique Farmland, or Farmland of Statewide Importance to non-agricultural use. **(DEIR at 3.2-12)**. The majority of these policies and implementing actions require action of the City of Merced and do not apply directly to or require the direction action of individual developments.

Despite the adoption of the policies and implementing actions, the General Plan EIR concluded that the conversion of Prime Farmland was considered a potentially significant impact under buildout conditions, and that this impact would remain significant and unavoidable. The City adopted a Statement of Overriding Considerations to address this impact. Therefore, the loss of important farmland on the Project site has already been accounted for by the City's General Plan EIR and associated Statement of Overriding Considerations. The City has designated and zoned the land for urban development, further indicating its long-range plan for the site's urban development and the loss of farmland. Therefore, because urban development of the site has been planned for and the Project is consistent with such planned development, impacts would be less than significant. **(DEIR at 3.2-17)**.

The Project site is not encumbered by a Williamson Act contract. **(DEIR at 3.2-17)**.

The Project does not include changes to the physical existing environment, which, because of their location or nature could result in the conversion of Prime Farmland, Unique Farmland, or Farmland of Statewide Importance to non-agricultural use. The Project site is located within the city limits and within the Sphere of Influence/Specific Urban Development Plan (SOI/SUDP). The development of the Project is consistent with adjacent existing urban uses to the northeast and northwest of the Project site. All surrounding undeveloped lands, including those currently used for agriculture are planned for urban development. Underground storm drainage, water, sewer, electrical, and natural gas are located within adjacent roadways. The Project would connect to these existing facilities and would not extend such facilities beyond existing limits, thereby encouraging urban development beyond the SOI/SUDP. Future development of lands near the Project site but outside the SOI/SUDP, including in areas used as farmland, would be restricted from conversion to urban uses through compliance with the City of Merced's urban expansion policies. As such, it is unlikely that the Project would result in the conversion of adjacent farmlands to non-farmland uses. **(DEIR at 3.2-18)**.

C. AIR QUALITY/GREENHOUSE GAS EMISSIONS.

Potential Effect:

The Project would have a significant impact on Air Quality and Greenhouse Gas Emissions if it would: conflict with or obstruct implementation of the applicable air quality plan; violate any air quality standard or contribute substantially to an existing or projected air quality violation; cumulatively produce a considerable net increase of any criteria pollutant for which the Project region is in non-attainment under an applicable federal or state ambient air quality standard (including releasing emissions that exceed quantitative thresholds for ozone precursors); expose sensitive receptors to substantial pollutant concentrations; create objectionable odors affecting a substantial number of people; generate direct or indirect GHG emissions that may have a significant impact on the environment; or conflict with an applicable plan, policy, or regulation adopted for the purpose of reducing GHG emissions.

Finding: Changes or alterations have been required in, or incorporated into the Project which mitigate or avoid the potentially significant environmental effects related to Air Quality/Greenhouse Gas Emissions. With implementation of Mitigation Measures AIR-2a to AIR-2f, and AIR-7a to AIR-7d, impacts will be less than significant.

Facts Supporting the Finding:

Emissions of ROG, NOx, PM_{10}, and $PM_{2.5}$ associated with the construction and operation of the Project would not exceed the Air District's significance thresholds after incorporation of Mitigation Measures AIR-2a through AIR-2e. The Project would not result in CO hotspots that would violate CO standards. **(DEIR at 3.3-56 to 3.3-57)**. Therefore, the Project would not contribute to air quality violations or contribute substantially to an existing or projected air quality violation. **(DEIR at 3.3-45)**. Likewise, with incorporation of Mitigation Measures AIR-2a through AIR-2e, the Project would not result in a cumulatively considerable net increase of any criteria pollutant for which the region is nonattainment (PM_{10}, $PM_{2.5}$, or ozone). **(DEIR at 3.3-61).**

Unmitigated operational ROG emissions of the Project would exceed the adopted SJVAPCD significance threshold; among other measures, the Project proponent will be required to enter into a Voluntary Emission Reduction Agreement (VERA) with the SJVAPCD to reduce the Project-related impact on air quality due to ROG emissions to a less than significant level, by providing pound-for-pound mitigation of air emissions increases through a process that funds and implements emission reduction projects. **(DEIR at 3.3-51)**.

As discussed at DEIR pages 3.3-45 to 3.3-46, the applicable air quality plans contain an adequate emissions margin to accommodate the additional commercial growth resulting from the Project. The Project will comply with all applicable Air District rules and regulations, and will not conflict with or obstruct implementation of the applicable air quality attainment plan. **(DEIR at 3.3-46)**.

During construction, on-site NOx emissions would exceed the daily screening threshold in year 2017; Mitigation Measure AIR-2f is provided, that would require either that at least half of the construction equipment utilized during site preparation and grading activities for Phases 1 and 4 to meet Tier 4 emissions standards, or the restriction of simultaneous site preparation and grading activities for Phases 1 and 4. The maximum daily NOx emissions for Phases 1 and 4 with implementation of Mitigation Measure AIR-2f would be less than significant. **(DEIR at 3.3-55)**.

The Project would not expose sensitive receptors to substantial pollutant concentrations. **(DEIR at 3.3-62 to 3.3-67)**. The Project would not involve any uses that would generate offensive odors. **(DEIR at 3.3-67 to 3.3-68)**.

The City of Merced adopted the Merced Climate Action Plan (City of Merced 2012), which was developed in order to implement the greenhouse gas emission reduction targets identified in AB 32. The Merced City Council approved a greenhouse gas reduction target of 1990 levels by 2020 be utilized in the Climate Action Plan. The Climate Action Plan utilized year 2008 as its baseline and determined that in 1990, the City's greenhouse gas emissions were 349,981 metric tons of CO_2 equivalent (MTCO2e) per year and that by 2020 for the BAU forecast is 497,896 MTCO2e per year. Therefore, the Climate Action Plan was developed to cut 147,915 MTCO2e from BAU conditions by year 2020. This is equivalent to a 29.7 percent reduction over baseline year 2008 greenhouse gas emissions rates by the year 2020. The Project was found to achieve a reduction of 34.6 percent from BAU in the year 2020 with regulations applied, and implementation of Mitigation Measures AIR-2a and 2b. This is above the 29.7-percent reduction required by the City of Merced Climate Action Plan. **(DEIR at 3.3-70 to 3.3-73)**.

As outlined at DEIR pages 3.3-74 to 3.3-87, the Project will comply with all applicable policies of the Merced Climate Action Plan, with implementation of Mitigation Measures AIR-7a to AIR-7d. **(DEIR at 3.3-87)**.

In addition, the Circulation Element Alternative would cause fewer instances of traffic congestion, and would therefore produce fewer pollutant emissions from mobile sources. (DEIR at 5-4). Therefore, the Circulation Element Alternative would create fewer air quality and greenhouse gas emissions than the originally proposed Project.

D. BIOLOGICAL RESOURCES

Potential Effect:

The Project would have a significant impact on biological resources if it would: have a substantial adverse effect, either directly or through habitat modifications, on any species identified as a candidate, sensitive, or special status species in local or regional plans, policies, or regulations, or by the California Department of Fish and Game Wildlife ("CDFW") or U.S. Fish and Wildlife Service ("USFWS"); have a substantial adverse effect on any riparian habitat or other sensitive natural community identified in local or regional plans, policies, and regulations of CDFW or USFWS; have a substantial adverse effect on federally protected wetlands as defined by Section 404 of the Clean Water Act (including marshes, vernal pools, and coastal wetlands) through direct removal, filling, hydrological interruption, or other means; interfere substantially with the movement of any native resident or migratory fish or wildlife species or with established native resident or migratory wildlife corridors, or impede the use of wildlife nursery sites; conflict with any local policies or ordinances protecting biological resources, such as a tree preservation policy or ordinance; or conflict with the provisions of an adopted Habitat Conservation Plan, Natural Community Conservation Plan, or other approved local, regional or state habitat conservation plan.

Finding: Changes or alterations have been required in, or incorporated into the Project which mitigate or avoid the potentially significant environmental effects related to Biological Resources. With implementation of Mitigation Measures BIO-1a to BIO-1e and BIO-2, impacts will be less than significant.

Facts Supporting the Finding:

The Project site contains disturbed open agricultural fields with evidence of disking in the northern section and disturbed land with ruderal weedy species in the southern section. The site is unlikely to support any special-status plant species, and no mitigation for special-status plants is necessary. **(DEIR at 3.4-22)**. With regard to special status wildlife species, avoidance or preconstruction clearance surveys for burrowing owl will be required, as addressed in Mitigation Measure BIO-1a; avoidance or protocol surveys for San Joaquin kit fox will be required, as addressed in Mitigation Measure BIO-1b; and avoidance or pre-construction clearance surveys for Swainson's hawk will be required, as addressed in Mitigation Measure BIO-1c. Mitigation Measures BIO-1d and BIO-1e will also require additional avoidance or pre-construction clearance surveys to avoid potential impacts to nesting birds. **(DEIR at 3.4-23)**.

There is a potential jurisdictional drainage feature present in the southern section along the western boundary, parallel to Coffee Street. As a result, avoidance or jurisdictional delineation surveys will be required prior to development as addressed in Mitigation Measure BIO-2. The amount of mitigation required by the regulatory agencies for impacts to USACE or CDFW jurisdictional areas will be determined during the permitting process to the satisfaction of these agencies. **(DEIR at 3.4-25)**. Therefore, any impacts to federally-protected wetlands or riparian habitats will be less than significant.

The Project site consists of a large open disturbed agricultural field, bordered by residential development to the north, a major highway further to the west, and open agricultural fields to the south and east. The Project contains no rivers, streams, or drainages capable of supporting native resident or migratory fish species; as a result, no impacts to the movement of native resident or migratory fish species are expected to occur, and the site is not suitable for a wildlife nursery site. **(DEIR at 3.4-26)**.

The Project site is not located within any adopted Habitat Conservation Plan, Natural Community Conservation Plan, or other approved local, regional, or state habitat conservation plan. The East Merced County Habitat Conservation Plan is currently in development, but it has not yet been adopted and is not a CDFW-recognized Habitat Conservation Plan or Natural Community Conservation Plan. **(DEIR at 3.4-27)**.

E. CULTURAL RESOURCES

Potential Effect:

The Project would have a significant effect on Cultural Resources if it would: cause a substantial adverse change in the significance of a historical resource as defined in Section 15064.5; cause a

substantial adverse change in the significance of an archaeological resource pursuant to Section 15064.5; directly or indirectly destroy a unique paleontological resource or site or unique geologic feature; or disturb any human remains, including those interred outside of formal cemeteries.

Finding:

Changes or alterations have been required in, or incorporated into the Project which mitigate or avoid the potentially significant environmental effects related to Cultural Resources. With implementation of Mitigation Measures CUL-1, CUL-3 and CUL-4, impacts will be less than significant.

Facts Supporting the Finding:

A small structure and irrigation ditch built prior to 1946 existed in the north of the Project area. The structure was demolished and the ditch went out of use sometime between 2005 and 2009. The demolished structure lacks the integrity to be considered a historic resource for the purposes of CEQA, and does not constitute a historical resource that will be adversely impacted by the Project. With regard to the irrigation ditch; however, the Project area is located within the boundaries of Historic District P-24-001909: The Merced Irrigation District (MID). The MID was incorporated in 1919 and consists of over 750 miles of canals that irrigate more than 110,000 acres. However, the ditch was found to not meet any of the criteria for listing in the California Register, and is therefore not considered a historic resources for purposes of CEQA. **(DEIR at 3.5-16)**.

The probability of encountering buried archaeological or paleontological resources during excavation or grading activities on the Project site was also determined to be low. However, due to the possibility that subsurface construction activities always have some potential to damage or destroy previously undiscovered historic, archaeological and paleontological resources, as well as discover human remains, Mitigation Measures CUL-1, CUL-3 and CUL-4 provide measures to address any inadvertent discoveries. With implementation of these measures and compliance with State law, impacts will be less than significant. **(DEIR at 3.5-17 to 3.5-20)**.

F. HAZARDS AND HAZARDOUS MATERIALS

Potential Effect:

The Project would have a significant effect on Hazards and Hazardous Materials if it would: create a significant hazard to the public or the environment through the routine transport, use, or disposal of hazardous materials; create a significant hazard to the public or the environment through reasonably foreseeable upset and accident conditions involving the release of hazardous materials into the environment; emit hazardous emissions or handle hazardous or acutely hazardous materials, substances, or waste within one-quarter mile of an existing or proposed school; be located on a site which is included on a list of hazardous materials sites compiled pursuant to Government Code Section 65962.5 and, as a result, create a significant hazard to the public or the environment; for a project located within an airport land use plan, or where such a plan has not been adopted, within 2 miles of a public airport or public use airport, result in a safety hazard for people residing or working in the project area; for a project within the vicinity of a private airstrip,

result in a safety hazard for people residing or working in the project area; impair implementation of, or physically interfere with, an adopted emergency response plan or emergency evacuation plan; or expose people or structures to a significant risk of loss, injury, or death involving wildland fires, including where wildlands are adjacent to urbanized areas or where residences are intermixed with wildlands.

Finding:

The Project will not have a significant effect on the environment related to Hazards and Hazardous Materials. No mitigation is required.

Facts Supporting the Finding:

Project construction and operational activities may involve the use and transport of small quantities of hazardous materials such as fuels, oils, mechanical fluids, architectural coatings and other chemicals used during construction. Other residential and commercial end users of the Project would be expected to handle small quantities of commonly used substances such as cleaning solvents, herbicides, fertilizers, diesel, gasoline, grease/degreasers, mechanical fluids, and oil as part of daily operations. The routine use of these substances would not be considered a potential risk to human health or the environment. As such, the Project would not create a significant hazard to the public through the routine use, transport, or disposal of hazardous materials. **(DEIR at 3.6-6)**.

The proposed gas station in the southern portion of the Project site at the intersection of Campus Parkway/Coffee Street would store gasoline and diesel products in USTs. Pursuant to state regulations, all USTs would undergo pre-installation testing to verify structural integrity and employ safety features such as primary and secondary containment systems, spill containment and overfill prevention systems, and leak detection systems. All USTs would be permitted by the County of Merced. All truck drivers transporting fuel to the site would be required to possess a valid commercial driver license with requisite hazardous materials endorsements. Additionally, truck drivers would be subject to federal and state requirements that govern the safe operation of such vehicles (such as hours of service limits). Moreover, the truck units would be required to undergo regular inspection, with documentation kept on file for verification by law enforcement or regulatory agencies. Collectively, these safety requirements provide assurances that the operational activities associated with the fuel station would not create a significant hazard to the public or the environment through the routine transport, use, or disposal of hazardous materials. **(DEIR at 3.6-6)**.

The Project contemplates a network of new and improved roadways that would be designed and constructed in accordance with the City of Merced General Plan street section standards. This would improve emergency evacuation and response within the plan area. Individual development projects within the Master Plan area would be required to comply with the California Fire Code's access requirements, including but not limited to the provision of at least two access points suitable for use by fire apparatus. Additionally, the City of Merced actively maintains an Emergency Operations Plan, and all development projects are reviewed by the Fire Department to ensure that

emergency response is not constrained. Temporary construction activity would be expected to create temporary delays in traffic. Such delays would be typical for a construction project of this nature and would not be expected to interfere with an adopted emergency response plan or emergency evacuation plan; furthermore, construction contract provisions would require the preparation of a traffic management plan to address and minimize potential delays to emergency response plans. **(DEIR at 3.6-7).**

According to the California Department of Forestry and Fire Protection, the Project site is not located in any fire hazard zone. The areas surrounding the Project site are mostly undeveloped/vacant. There is therefore a low potential for wildland fires. **(DEIR at 3.6-7).**

The Project site is not included on a list of hazardous materials sites compiled pursuant to Government Code Section 65962.5; no impact was found to occur with respect to the remaining impact areas related to accident or upset conditions; exposure of schools to hazardous materials or emissions; or location with an airport plan or within proximity to a public use airport or private airstrip. **(DEIR at 7-1 to 7-2)**.

G. HYDROLOGY AND WATER QUALITY

Potential Effect:

The Project would have a potentially significant impact on Hydrology and Water Quality if it would: violate any water quality standards or waste discharge requirements; substantially deplete groundwater supplies or interfere substantially with groundwater recharge such that there would be a net deficit in aquifer volume or a lowering of the local groundwater table level (e.g., the production rate of pre-existing nearby wells would drop to a level which would not support existing land uses or planned uses for which permits have been granted); substantially alter the existing drainage pattern of the site or area, including through the alteration of the course of a stream or river, in a manner which would result in substantial erosion or siltation on- or off-site or flooding on- or off-site; create or contribute runoff water which would exceed the capacity of existing or planned stormwater drainage systems or provide substantial additional sources of polluted runoff; otherwise substantially degrade water quality; place housing within a 100-year flood hazard area as mapped on a federal Flood Hazard Boundary or Flood Insurance Rate Map or other flood hazard delineation map; place structures, which would impede or redirect flood flows, within a 100-year flood hazard area, floodway, or floodplain; expose people or structures to a significant risk of loss, injury or death involving flooding, including flooding as a result of the failure of a levee or dam; or place structures in areas subject to inundation by seiche, tsunami, or mudflow.

Finding:

Changes or alterations have been required in, or incorporated into the Project which mitigate or avoid the potentially significant environmental effects related to Hydrology and Water Quality. Implementation of Mitigation Measure HYD-1a, HYD-1b and HYD-4 will reduce impacts to less than significant.

Facts Supporting the Finding:

The Project applicant will be required to prepare a Stormwater Pollution Prevention Plan (SWPPP) as required by Mitigation Measure HYD-1a. The implementation of this mitigation measure would ensure that potential, short-term, construction water quality impacts are reduced to a level of less than significant. **(DEIR at 3.7-9)**. With regard to operational water quality impacts, Mitigation Measure HYD-1b will require the Project applicant to submit a Stormwater Mitigation Plan (SWMP) to the City of Merced for review and approval. The SWMP would include design concepts that are intended to accomplish a "first flush" objective that would remove contaminants from the first 2 inches of stormwater before it enters area waterways, and would ensure that potential, long-term, operational water quality impacts are reduced to a level of less than significant. **(DEIR at 3.7-10)**.

The City Council acknowledges that the Merced Subbasin is currently in a state of overdraft, however, the Water Supply Assessment estimated Project water demand to be 150 acre-feet/year at buildout. For comparison purposes, "worst case" total demand for the City of Merced municipal water system service area is estimated to range from 39,977 acre-feet/year in 2020 to 54,649 acre-feet/year in 2030. Thus, the Project's demand would represent 0.3 to 0.4 percent of total citywide demand. The Water Supply Assessment indicated that adequate water supplies are expected to be available under all water year scenarios, taking into account the water demands of the Project. The Project would be required to use metered connections, and it would be required to comply with the City water efficiency requirements for landscaping and any temporary or permanent mandatory water conservation measures that are in effect. All of these requirements would serve to reduce potable water demand and, by extension, pumping from the Merced Subbasin. The City Council finds that the City of Merced has the ability to manage its municipal water supply such that it can provide adequate water supplies in periods of extended drought. The Project would not interfere with groundwater recharge. Therefore, impacts to groundwater would be less than significant. **(DEIR at 3.7-12)**.

In lieu of constructing the storm drainage facilities contemplated by the Storm Drainage Master Plan, the Project applicant will develop a storm drainage system that would convey runoff to an off-site stormwater basin located at the intersection of Mission Avenue/Coffee Street. This basin is owned and maintained by the County of Merced and was developed in conjunction with the SR-99/Campus Parkway interchange. The preliminary stormwater runoff analysis shows 615,855 cubic feet of runoff volume that will be conveyed through drainage bioswales into inlets that will be equipped with catch basin filters and piped to the existing basin. Pursuant to the County's drainage design standards, the applicant would be required to excavate the basin to increase capacity to meet the design standard of accommodating a 100-year storm plus 20 percent over capacity. This would be equivalent to 13.6 acre-feet. Collectively, these measures would serve to slow, reduce, and meter the volume of runoff leaving the Project site and ensure that downstream storm drainage facilities are not inundated with Project-related stormwater. **(DEIR at 3.7-13 to 3.7-14)**.

As indicated in Merced Vision 2030 General Plan Figure 11.5, the entire Project site is located in a 100-year flood hazard area. In accordance with federal law, all Project buildings in a flood zone would need to have the finished floor a minimum of 1-foot above the 100-year flood elevation.

This requirement is reflected in Mitigation Measure HYD-4 and would reduce impacts to a level of less than significant. **(DEIR at 3.7-14)**.

Merced Vision 2030 General Plan Figure 11.3 indicates that the Project site is not within the dam failure inundation area of either Bear Reservoir or Yosemite Lake. This condition precludes the possibility of the Project exposing people or structures to risks associated with flooding from dam failure. Additionally, the Project site is not protected by any levees, a condition that precludes the possibility of the Project exposing people or structures to risks associated with flooding from levee failure. **(DEIR at 3.7-15)**.

H. LAND USE AND PLANNING.

Potential Effect:

The Project would have a significant effect related to Land Use if it would: physically divide an established community; conflict with any applicable land use plan, policy or regulation of an agency with jurisdiction over the project (including but not limited to the general plan, specific plan, local coastal program, or zoning ordinance) adopted for the purpose of avoiding or mitigating an environmental effect; or conflict with any applicable habitat conservation plan or natural communities conservation plan.

Finding:

The Project will not have a significant effect on the environment related to Land Use. No mitigation is required.

Facts Supporting the Finding:

The Master Plan boundaries encompass approximately 77 acres and contain undeveloped properties contemplated for high- to medium-density residential and regional commercial development. The established community to the north and west of the Master Plan area includes residential uses as well as an elementary school. Vacant lands to the south and east are designated for commercial and business park use. Implementation of the Master Plan will not limit access to the established community. Additionally, the Master Plan would also be consistent with the General Plan, which provides for the logical and orderly growth of the Plan Area, includes land uses that are compatible with surrounding land uses, and is consistent with goals, policies, and programs of the General Plan including identified densities and phasing. **(DEIR at 3.8-4).**

The Master Plan complies with the land uses and intensity of uses allowed under the General Plan. In addition, the Master Plan conforms to the goals identified in the General Plan. Implementation of the Master Plan would be in accordance with the General Plan's policies to maintain and enhance the quality of the City's residential neighborhoods, increase economic and business development, as well as encourage urban growth and design. **(DEIR at 3.8-5)**.

According to the General Plan, the Master Plan area is not located within an adopted or proposed conservation plan area. There would be no impact to an adopted or proposed habitat conservation plan or natural communities conservation plan. **(DEIR at 3.8-11)**.

I. NOISE.

Potential Effect:

The Project would result in a significant noise impact if it would: expose persons to, or generate noise levels in excess of standards established in the local general plan or noise ordinance, or applicable standards of other agencies; expose persons to, or generate excessive groundborne vibration or groundborne noise levels; result in a substantial permanent increase in ambient noise levels in the project vicinity above levels existing without the project; result in a substantial temporary or periodic increase in ambient noise levels in the project vicinity above levels existing without the project; for a project located within an airport land use plan or, where such a plan has not been adopted, within two miles of a public airport or public use airport, expose people residing or working in the project area to excessive noise levels; or for a project within the vicinity of a private airstrip, expose people residing or working in the project area to excessive noise levels.

Finding:

Changes or alterations have been required in, or incorporated into the Project which mitigate or avoid the potentially significant environmental effects related to Noise. Implementation of Mitigation Measures NOI-1 and NOI-2 will reduce impacts to less than significant.

Facts Supporting the Finding:

Restrictions on the permissible hours of construction, as well as implementation of industry standard noise-reducing best management practices as required under Mitigation Measure NOI-1 would reduce construction noise impacts to acceptable levels. **(DEIR at 3.9-14)**. Likewise, Mitigation Measure NOI-2 will reduce operational traffic impacts to future residential and hotel uses to an acceptable level. Specifically, the Project will incorporate a minimum 8-foot-high sound wall along Gerard Avenue bordering the proposed residential land use portion of the Project. In addition, the hotel and all proposed residential units with a direct line of sight to Gerard Avenue would require an alternative ventilation system, such as air conditioning, to ensure that windows can remain closed for a prolonged period of time in order to meet the interior noise standard. No other operational noise sources would require mitigation to maintain noise at acceptable levels. **(DEIR at 3.9-14 to 3.9-19)**.

Due to the distance of receptors from the site, groundborne vibration levels would attenuate to below 0.03 in/sec PPV from operation of a large vibratory roller at the nearest Project construction footprint. This vibration level is well below the industry standard vibration damage criteria of 0.2 in/sec PPV for buildings of this type of construction, and groundborne vibration impacts would be less than significant. **(DEIR at 3.9-20)**. Long-term operational noise associated with implementation of the Project would not result in a substantial permanent increase in ambient noise

levels, and the Project would not result in a substantial temporary or periodic increase in ambient noise levels in the Project vicinity above levels existing without the Project with implementation of Mitigation Measure NOI-1. **(DEIR at 3.9-21 to 3.9-22)**.

J. PUBLIC SERVICES AND UTILITIES.

Potential Effect:

The Project would have a significant impact on Public Services and Utilities if it would: result in substantial adverse physical impacts associated with the provision of new or physically altered governmental facilities, the construction of which could cause significant environmental impacts, in order to maintain acceptable service ratios, response times, or other performance objectives for fire protection; police protection; schools; parks; libraries, or other public facilities; exceed wastewater treatment requirements of the applicable Regional Water Quality Control Board; require or result in the construction of new water or wastewater treatment facilities or expansion of existing facilities, the construction of which could cause significant environmental effects; require or result in the construction of new storm water drainage facilities or expansion of existing facilities, the construction of which could cause significant environmental effects; require new or expanded water entitlements; result in a determination by the wastewater treatment provider, which serves or may serve the project that it does not have adequate capacity to serve the project's projected demand in addition to the provider's existing commitments; be served by a landfill without sufficient permitted capacity to accommodate the project's solid
waste disposal needs; not comply with federal, state, and local statutes and regulations related to solid waste; or result in inefficient, wasteful, or unnecessary consumption of energy.

Finding:

Changes or alterations have been required in, or incorporated into the Project which mitigate or avoid the potentially significant environmental effects related to Public Services.

Facts Supporting the Finding:

According to the Merced Fire Department 2014 Annual Report, the department reported general response times of 4 minutes and 55 seconds, which meets the goal of first response in 4 to 6 minutes as established in the Fire Department Facilities Master Plan. The Project would not cause response times to increase to unacceptable levels. The Master Plan represents planned growth as stated in the Urban Expansion chapter in Merced's General Plan. An implementing action states the City will adequately plan for public improvements/services, including fire protection, to support designated land uses for all areas as they become suitable for development (Merced Vision 2030 General Plan 2015). The City will expand fire protection personnel and facilities as needed to support the growing population. Development impact fees imposed on the Project will help to remodel and construct new fire protection services. Fees, updated January 1, 2016, amounting to $7,283 per 1,000 square feet for commercial uses and $3,332 per dwelling unit for residential uses would be applied to the Project, totaling $4,970,179. As the City grows, these fees, subject to annual increases, will fund needed public facilities and infrastructure.

Along with expected growth of fire protection personnel and facilities, the Master Plan includes a proposed site for a future 9,000 square foot fire station that will serve the area and will be located in the north of the site adjacent to Gerard Avenue. This location, combined with the future development of a station, will provide fire protection and emergency service to the site area, and has access to SR-99 for quick response to other areas located near the Master Plan area. The Project would not create a need for an expansion of any existing fire protection facilities, as it will provide a site for an addition of a new fire station within the Master Plan Area. **(DEIR at 3.10-12 to 3.10-13)**.

The current Merced Police Department response times meet accepted standards, and the Police Department has reported that the Project would not cause response times to increase to unacceptable levels. The Project is within the growth projections the City has provided and police services will grow as the City's sphere of influence grows. Development impact fees imposed on the Project will help to remodel and construct new police protection services. Fees, updated January 1, 2016, amounting to $7,283 per 1,000 square feet for commercial uses and $3,332 per dwelling unit for residential uses would be applied to the Project, totaling $4,970,179. As the City grows, these fees, subject to annual increases, will fund needed public facilities and infrastructure. **(DEIR at 3.10-13 to 3.10-14)**.

The uses associated with the Project were accounted for by the Merced Vision 2030 General Plan, which currently designates the Project site as "Medium to High Density Residential" and "Regional Community Commercial." Although the Project would change the acreage allocations of these designations (increasing the amount of commercial acreage by 12 acres and reducing the amount of residential acreage by approximately 12 acres), the Master Plan would include a 178-unit, multi-family residential complex (21 units per acre), which results in a total number of units consistent with the anticipated unit count in the General Plan. The site was contemplated for this type of development by the General Plan, and, therefore, the future number of water service connections and future potable water usage was indirectly accounted for by the General Plan and UWMP. Therefore, impacts related to the need for new or expanded potable water facilities would be less than significant. **(DEIR at 3.10-14 to 3.10-15)**.

The City does not rely on recycled water as a regular source of water and does not have the capability or infrastructure to use it for widespread irrigation. The recycled water that is used is collected from the wastewater treatment plant (WWTP) for limited agricultural use and wildland management. In response to the recent drought years, the City has begun to use its treated water for irrigation for public parks. The Master Plan involves the use of drought-tolerant landscaping design to limit water use throughout the site area. Climate-appropriate, drought-tolerant species are required, and ornamental and specialty plant materials may supplement the drought-tolerant plant palette. A water budget will be developed to conform to Merced's local water landscape ordinance or with the California Department of Resources Model Water Efficient Landscape Ordinance, whichever is more stringent. The use of permeable paving will help to reduce runoff and replenish water supply within the site area. Overall, the Master Plan will use water-restricting methods in order to reduce the use of potable water wherever possible. This will limit the need for recycled water, and impacts will be less than significant. **(DEIR at 3.10-16)**.

Wastewater generated by the proposed uses in the Master Plan area will be treated by the WWTP. Based on a factor of 90 percent of potable water usage, the wastewater expected to be produced by the site would equal 12,052 gallons per day, less than 1 percent of the plant's current capacity of 12 million gallons per day (mgd). According to the WWTP, only about 6.5 to 7 mgd are being treated by the plant per day; therefore, there is immediate capacity for the Project's wastewater. Discharge of wastewater from the Project will not exceed the current or future capacity of the WWTP, and, physical impacts will be less than significant. **(DEIR at 3.10-17)**.

In lieu of constructing the storm drainage facilities contemplated by the Storm Drainage Master Plan, the Project applicant will develop a storm drainage system that would convey runoff to an off-site stormwater basin located at the intersection of Mission Avenue/Coffee Street. This basin is owned and maintained by the County of Merced and was developed in conjunction with the SR-99/Campus Parkway interchange. The preliminary stormwater runoff analysis shows 615,855 cubic feet of runoff volume that will be conveyed through drainage bioswales into inlets that will be equipped with catch basin filters and piped to the existing basin. Pursuant to the County's drainage design standards, the applicant would be required to excavate the basin to increase capacity to meet the design standard of accommodating a 100-year storm plus 20 percent over capacity. This would be equivalent to 13.6 acre-feet. The City will require the Project's drainage plan to meet performance standards so that the amount of water leaving the site will not exceed the capacity of the storm drain basin. In addition, up to 20 bioswales equipped with catch basins will be included throughout the site to filter pollutants and limit runoff volume. Collectively, these measures would serve to slow, reduce, and meter the volume of runoff leaving the Project site and ensure that downstream storm drainage facilities are not inundated with Project-related stormwater. **(DEIR at 3.10-18)**.

The overall design capacity of the Highway 59 landfill is currently 30,012,352 cubic yards, of which 24,000,000 cubic yards of unused capacity was available as of 2014. Currently, the peak tonnage per day allowed is 1,500 tons per day. The construction and operational waste generation of the Project are well within the available capacity of the Highway 59 Landfill. **(DEIR at 3.10-19)**.

All new residential and non-residential development within the Master Plan boundaries would be subject to the latest adopted edition of the Title 24 energy efficiency standards, which are among the most stringent in the United States. As such, implementation of the Master Plan would not result in the unnecessary, wasteful, or inefficient use of energy. **(DEIR at 3.10-20)**.

V. FINDINGS REGARDING CUMULATIVE ENVIRONMENTAL EFFECTS WHICH ARE NOT SIGNIFICANT OR WHICH HAVE BEEN MITIGATED TO A LESS THAN SIGNIFICANT LEVEL.

Pursuant to Section 15130 of the CEQA Guidelines, the following Findings and statements of fact identify potentially significant cumulative impacts and the Project's incremental contribution to the impacts discussed in the EIR, in the context of the relevant geographical scope. For the following environmental resource areas, the Project's incremental effect is not cumulatively considerable, and no cumulatively significant impact will occur.

A. AESTHETICS, LIGHT AND GLARE.

Potential Effect:

Other land development projects proposed or under construction in the southern portion of the City of Merced and the adjacent unincorporated area surrounding the project site, have the potential to result in cumulative impacts to Aesthetics, Light and Glare.

Finding:

Changes or alterations have been required in, or incorporated into the Project, which mitigate or avoid significant environmental effects. The Project, in conjunction with other development projects, will not result in a cumulatively significant impact to Aesthetics, Light and Glare.

Facts Supporting the Finding:

Much of the surrounding area was developed relatively recently in compliance with the General Plan and the City's current Municipal Code requirements related to design and visual character. Compliance with these standards, as well as the City's review and approval role in the planning process, has ensured a visually compatible and cohesive development pattern in the surrounding area. Therefore, there is currently no existing cumulatively significant visual aesthetic impact within the Project area.

The Project would be developed in several phases over a 10-year period. The Project would feature buildings as high as 60 feet above finished grade. Using site planning techniques such as setbacks, structure placement, and landscaping, the visual appearance of the Project would be compatible with its surroundings. Residential buildings would be allowed to up 60 percent lot coverage, while commercial buildings would be allowed up to 35 percent lot coverage. The building heights and lot coverage limits of the Project would be similar to other developments in Merced. Buildout of the Master Plan, in conjunction with cumulative development contemplated by the City of Merced General Plan, would result in changes to scenic vistas, views from State Route 99, visual character, and light and glare. However, the incremental changes that would occur relative to the baseline conditions would not be cumulatively considerable because of the extent and nature of existing development in Merced and that envisioned in the City's General Plan. Moreover, the Master Plan contains development standards to guide the shape and form of new development in a manner that would be compatible with surrounding land uses and the vision set forth in the City of Merced General Plan. Additionally, development proposals would be reviewed by the City to ensure consistency with architectural standards and lighting requirements. Therefore, the Master Plan, in conjunction with other future development projects, would not have cumulatively considerable impacts associated with aesthetics, light, and glare.

B. AGRICULTURAL RESOURCES.

Potential Effect:

Other land development projects proposed or under construction in the area, in combination with the Project, have the potential to result in cumulative impacts to Agricultural Resources to the south and east of the Project site.

Finding:

Changes or alterations have been required in, or incorporated into the Project, which mitigate or avoid significant environmental effects. The Project, in conjunction with other development projects, will not result in a cumulatively significant impact to Agricultural Resources.

Facts Supporting the Finding:

The Project development will result in the loss of 77.5 acres of Farmland of Local Importance. The EIR prepared for the City of Merced's General Plan acknowledged a significant and unavoidable impact related to the loss of prime farmland that would occur with General Plan buildout. This is an existing cumulatively significant impact that would exist even without the Project. The Project site is located within the City's Urban Influence zone and has been designated for urban uses by the General Plan, and the surrounding unincorporated areas of farmland have also been designated for urban uses by the City's General Plan. Therefore, the Project would not make a cumulatively considerable contribution to the loss of prime farmland that was not already accounted for by the General Plan EIR and associated Statement of Overriding Considerations adopted by the City.

C. AIR QUALITY AND GREENHOUSE GAS EMISSIONS.

Potential Effect:

Other land development projects proposed or under construction in the area, in combination with the Project, have the potential to result in cumulative impacts to Air Quality and Greenhouse Gas Emissions in the San Joaquin Valley Air Basin.

Finding:

Changes or alterations have been required in, or incorporated into the Project, which mitigate or avoid significant environmental effects. The Project, in conjunction with other development projects, will not result in a cumulatively significant impact to Air Quality and Greenhouse Gas Emissions.

Facts Supporting the Finding:

The Project's construction emissions would not exceed SJVAPCD daily emissions thresholds. Construction activities associated with other development projects would make an inconsiderable contribution to cumulative emissions because the expected timing of those activities likely would

overlap minimally with the Project, if at all. To the extent that construction periods do overlap, the SJVAPCD recommends that if it appears that the level of activity may cause an adverse impact, the Lead Agency should require the imposition of enhanced dust control measures. It is reasonable to assume that all other projects would impose similar mitigation, pursuant to SJVAPCD guidance. Therefore, it is reasonable to conclude that construction emissions from the Project would not combine with emissions from other development projects to cause cumulatively considerable air quality impacts. The Project's operational emissions would not exceed the SJVAPCD's significance thresholds for criteria pollutants for which the Project region is in nonattainment, after mitigation. The SJVAPCD thresholds are designed to capture nearly all sources of emissions in the air basin, and thus are not only very conservative, but are intended to address a cumulative scenario. Because the Project's operational emissions would not exceed any SJVAPCD thresholds, its air emissions would be within the regional air emissions budget and, therefore, can be assumed not to be cumulatively considerable.

The Project, when combined with emissions from neighboring emission sources would not expose sensitive receptors to significant pollutant levels. Emissions from the Project, the existing development on the Project site, and from nearby roadways would not cause a localized exceedance of health based air quality standards for carbon monoxide and oxides of nitrogen. The analysis also demonstrated that cumulative PM_{10} and $PM_{2.5}$ emissions would not contribute significantly to existing violations of PM_{10} and $PM_{2.5}$ standards as defined by EPA significant impact level thresholds for these pollutants. The Project has no significant air quality impacts after mitigation. Other projects that result in similar impacts would be required to mitigate for their impact. Because the Project can mitigate all its air quality impact to a level of less than significant, it would have no significant cumulative impact on air quality. Greenhouse gas emissions are inherently a cumulative impact, as no single project could produce a quantity of greenhouse gas emissions significant enough to influence global climate change.

The Project will be consistent with the City of Merced's CAP. In addition, the Project is planned to improve pedestrian, bike, and transit orientation that would reduce overall growth in VMT generation in the City by increasing use of alternative modes of travel in the plan area. Therefore, the Project would not significantly contribute to a cumulative greenhouse gas impact.

D. BIOLOGICAL RESOURCES.

Potential Effect:

Other land development projects proposed or under construction in the area, in combination with the Project, have the potential to result in cumulative impacts to Biological Resources.

Finding:

Changes or alterations have been required in, or incorporated into the Project, which mitigate or avoid significant environmental effects. The Project, in conjunction with other developments, will not result in a cumulatively significant impact to Biological Resources.

Facts Supporting the Finding:

The Master Plan Project site contains undeveloped land. Overall, the Master Plan area is considered a suburban environment because it is at the edge of the developed areas of the City of Merced and is bordered to the south and east by open, formerly agricultural land. The burrowing owl (a California Species of Special Concern) and nesting birds protected by the Migratory Bird Treaty Act (MTBA) are the only special-status species with the potential to occur within the Master Plan area. Development activities associated with the Merced Gateway Master Plan, as well as other future development projects in the area, may impact burrowing owls and nesting birds. Standard pre-construction surveys and, if necessary, avoidance procedures would be required for any project with the potential to affect burrowing owl and nesting birds. Therefore, the Project, in conjunction with other future development projects, would not have cumulatively considerable impacts on biological resources.

E. CULTURAL RESOURCES.

Potential Effect:

Other land development projects proposed or under construction in the area, in combination with the Project, have the potential to result in cumulative impacts to Cultural Resources.

Finding:

Changes or alterations have been required in, or incorporated into the Project, which mitigate or avoid significant environmental effects. The Project, in conjunction with other development projects, will not result in a cumulatively significant impact to Cultural Resources.

Facts Supporting the Finding:

No known impacts to historic, archaeological, or paleontological resources have occurred in the Project vicinity as a result of past or current projects, and there is no existing cumulatively significant impact related to cultural resources. The Master Plan area contains a mix of suburban development and undeveloped land. Development activities associated with the Project, as well as other future development projects in the Merced Gateway Master Plan area, would result in ground-disturbing activities that may encounter previously undiscovered cultural resources. Standard construction monitoring and, if necessary, avoidance or recovery procedures would be required for any project with the potential to adversely affect cultural resources. Therefore, the Project, in conjunction with other future development projects, would not have cumulatively considerable impacts associated with cultural resources.

F. GEOLOGY, SOILS AND SEISMICITY.

Potential Effect:

Other land development projects proposed or under construction in the area, in combination with the Project, have the potential to result in cumulative impacts to Geology, Soils and Seismicity.

Finding:

Changes or alterations have been required in, or incorporated into the Project, which mitigate or avoid significant environmental effects. The Project, in conjunction with other development projects, will not result in a cumulatively significant impact to Geology, Soils and Seismicity.

Facts Supporting the Finding:

Development in the Project vicinity has not included any uses or activities which would result in geology, soils or seismicity impacts (such as mining or other extraction activities), and there is no existing cumulatively significant impact. The Master Plan area contains a mix of urban development and undeveloped land. There are no known geologic hazards within the Master Plan area (active faults, liquefaction zones, steep slopes, etc.). Development activities associated with the Project as well as other future development projects in the Master Plan area would be required to comply with building code standards for foundations and structures to ensure that buildings are adequately supported to withstand seismic events and abate any unstable soil conditions. In addition, other future development would be required to implement standard erosion control measures to ensure that ground-disturbing activities do not create off-site hazards. Therefore, the Project, in conjunction with other future development projects, would not have cumulatively considerable impacts associated with geology, soils, and seismicity.

G. HAZARDS AND HAZARDOUS MATERIALS.

Potential Effect:

Other land development projects proposed or under construction in the area, in combination with the Project, have the potential to result in cumulative impacts to Hazards and Hazardous Materials.

Finding:

Changes or alterations have been required in, or incorporated into the Project, which mitigate or avoid significant environmental effects. The Project, in conjunction with other development projects, will not result in a cumulatively significant impact to Hazards and Hazardous Materials.

Facts Supporting the Finding:

Hazards and hazardous materials are extensively regulated at the federal, state, and local levels. There are no land uses in the Project vicinity that are known to utilize large quantities of hazardous materials or involve hazardous activities, and there is no existing cumulatively significant impact. The Project would not have significant impacts associated with hazards or hazardous materials, as there is no evidence of contamination from past uses or project characteristics that involve the routine handling of large quantities of hazardous materials. Other development projects that have become contaminated from past uses, project characteristics that involve the routine handling of

large quantities of hazardous materials, or airport incompatibility issues would be required to mitigate for their impacts. Because hazards and hazardous materials exposure is generally localized and development activities associated with other cumulative development projects may not coincide with the Project, this effectively precludes the possibility of cumulative exposure.

H. HYDROLOGY AND WATER QUALITY.

Potential Effect:

Other land development projects proposed or under construction in the area, in combination with the Project, have the potential to result in cumulative impacts to Hydrology and Water Quality.

Finding:

Changes or alterations have been required in, or incorporated into the Project, which mitigate or avoid significant environmental effects. The Project, in conjunction with other development projects, will not result in a cumulatively significant impact to Hydrology and Water Quality.

Facts Supporting the Finding:

The nature and types of surrounding development, existing stormwater infrastructure, and regulatory requirements have ensured that no cumulatively significant impacts related to water pollutants or flooding exist within the Project vicinity. The Project site is located within a 100-year flood hazard area. Mitigation Measure HYD-4 will require building plans to comply with Merced Code of Ordinances Chapter 17.48, which includes requirements for anchoring, construction materials and methods, elevation, and floodproofing. Other projects that propose new development in flood hazard areas would be required to implement similar mitigation in accordance with adopted regulations. The required mitigation would reduce the Project's contribution to any significant cumulative flooding impact to less than cumulatively considerable.

The Project would involve short-term construction and long-term operational activities that would have the potential to degrade water quality in downstream water bodies. Mitigation Measures HYD-1a and HYD-1b would require implementation of various construction and operational water quality control measures that would prevent the release of pollutants into downstream waterways. Other projects that propose new development would be required to implement similar mitigation measures in accordance with adopted regulations. The required mitigation would reduce the Project's contribution to any significant cumulative water quality impact to less than cumulatively considerable. All other Project-related hydrology impacts (e.g., groundwater and drainage) were found to be less than significant and did not require mitigation.

I. LAND USE.

Potential Effect:

Other land development projects proposed or under construction in the area, in combination with the Project, have the potential to result in cumulative impacts to Land Use.

Finding:

Changes or alterations have been required in, or incorporated into the Project, which mitigate or avoid significant environmental effects. The Project, in conjunction with other development projects, will not result in a cumulatively significant impact to Land Use.

Facts Supporting the Finding:

Development within the City of Merced is governed by the City's General Plan and Municipal Code, which ensure logical and orderly development and require discretionary review to ensure that projects do not result in land use impacts due to inconsistency with the General Plan and other regulations. As a result, there is no existing cumulatively significant land use impact. Therefore, the Project, in conjunction with other future development projects, would not have cumulatively considerable land use impacts.

J. NOISE.

Potential Effect:

Other land development projects proposed or under construction in the area, in combination with the Project, have the potential to result in cumulative Noise impacts.

Finding:

Changes or alterations have been required in, or incorporated into the Project, which mitigate or avoid significant environmental effects. The Project, in conjunction with other development projects, will not result in a cumulatively significant Noise impact.

Facts Supporting the Finding:

Construction noise would result in temporary increases in ambient noise levels, and mitigation would require implementation of noise control measures during construction activities. Because construction would be temporary, ambient noise levels would not experience a permanent increase; therefore, no cumulatively considerable increase would occur. Other planned and approved projects would be required to evaluate construction noise impacts and implement mitigation, if necessary, to minimize noise impacts pursuant to local regulations. In addition, the timing of construction activities associated with other development projects would overlap minimally, if at all, with the Project. Furthermore, because noise is a highly localized phenomenon, even if construction activities did overlap in time with the Project, distance would diminish any additive effects. Construction noise would generally be limited to daytime hours and would be short-term in duration. Therefore, it is reasonable to conclude that construction noise from the Project would not combine with noise from other development projects to cause cumulatively significant noise impacts.

Vehicular trips generated by the Project would not cause ambient noise levels along any affected roadway segment to exceed acceptable noise standards for sensitive receptors under Existing Plus Project or 2035 conditions. Therefore, the Project would not have a cumulatively considerable impact related to increased ambient noise levels on nearby roadways. Residential uses proposed within and adjacent to the Master Plan site would be exposed to noise levels above acceptable noise standards before mitigation. Mitigation would include an 8-foot soundwall to be constructed along Gerard Avenue bordering the proposed residential land use portion of the Project, and for an alternative ventilation system for the hotel and any residential development within the Master Plan site to allow windows to be kept closed so that interior noise standards would be met, reducing the impact to less than significant with mitigation. The Project will not result in potentially significant construction and operational vibration to off-site and on-site sensitive receptors. Off-site and on-site sensitive receptors would not be exposed to significant sources of vibration, and impacts would not be cumulatively considerable. Because vibration is a highly localized phenomenon, there would be no possibility for vibration associated with the Project to combine with vibration from other projects because of their distances from the Project site. Therefore, Project, in conjunction with other future development projects, would not have cumulatively considerable noise impacts.

K. PUBLIC SERVICES AND UTILITIES.

Potential Effect:

Other land development projects proposed or under construction in the area, in combination with the Project, have the potential to result in cumulative impacts to Public Services and Utilities.

Finding:

Changes or alterations have been required in, or incorporated into the Project, which mitigate or avoid significant environmental effects. The Project, in conjunction with other development projects, will not result in a cumulatively significant impact to Public Services and Utilities.

Facts Supporting the Finding:

The Merced Gateway Master Plan uses and other future development projects would increase demands for fire protection and police protection. The Project would be required to provide development fees to finance capital improvements to the facilities to maintain acceptable service ratios and performance standards. Additionally, the Merced Gateway Master Plan would provide a fire station site. Future facilities would be sized to accommodate increased demands resulting from planned growth. The Project will increase demands for police protection but will pay development fees to maintain acceptable service ratios and performance standards, as will other projects. Therefore, the Project, in conjunction with other future development projects, would not have cumulatively considerable impacts to fire protection, emergency medical services, and police protection.

The Water Supply Assessment prepared for the Project concluded that MID has adequate potable and recycled water supplies to serve the Project as well as other existing and future users. Therefore, there would be no existing cumulatively significant impact related to potable water supply.

The Project is estimated to demand 150 acre-feet per year (afy) of potable water for residential, commercial, and landscape uses. The City projects normal-year demand usage to increase from 23,660 afy in 2010 to 44,419 afy in 2030. The City's Urban Water Management Plan found that sufficient water supply is available to meet this demand, as well as the needs of the service area. Therefore, the Project, in conjunction with other planned and approved projects, would not have a cumulatively significant impact related to water supply.

All future projects would be required to demonstrate that sewer service is available to ensure that adequate sanitation can be provided. The Project is estimated to generate 12,052 gallons of wastewater on a daily basis (0.012 mgd). The Project site is served by the City of Merced's Wastewater Treatment Plant, which has a daily treatment capacity of 10.0 mgd. As such, the City's Wastewater Treatment Plant would be expected to accommodate the Project's increase in effluent without needing to expand existing or construct new facilities, as the treatment capacity is sufficient to serve both the Project and planned future development in the area. Therefore, the Project, in conjunction with other planned and approved projects, would not have a cumulatively significant impact related to wastewater.

All future development projects in the Project vicinity would be required under existing regulations to provide drainage facilities that collect and detain runoff such that off-site releases are controlled and do not create flooding. The Project would install a storm drainage system consisting of street gutters, inlets, on-site and off-site basins, and underground piping that would ultimately convey runoff to the municipal storm drainage system. The drainage system would be designed to reduce the peak flows generated in the developed condition to the peak flows in the pre-development condition. This would ensure that the Project would not contribute to downstream flooding conditions during peak storm events. As such, the Project would ensure that no net increase in stormwater would leave the Project site during a peak storm event, and would avoid cumulatively significant stormwater impacts to downstream waterways at times when capacity is most constrained. Stormwater facilities in the Project vicinity either have or will be required to have capacity to serve both the Project and planned future development in the service area. Increases in runoff flow and volume from future development must be managed so that the post-project runoff does not exceed estimated pre-project rates and durations, in accordance with Municipal Regional Permit Provision C.3.g. Therefore, the Project, in conjunction with other planned and approved projects, would not have a cumulatively significant impact related to storm drainage.

Future development projects would generate construction and operational solid waste and, depending on the volumes and end uses, would be required to implement recycling and waste reduction measures. The Project is anticipated to generate 3,268 cubic yards of solid waste during construction and 4,032 cubic yards annually during operations. The overall design capacity of the Highway 59 landfill that would serve the Project is currently 30,012,352 cubic yards, of which 24,000,000 cubic yards of unused capacity is available as of 2014. Currently, the peak tonnage per

day allowed is 1,500 tons per day, and the Highway 59 landfill is anticipated to have adequate capacity until at least 2030. Accordingly, the Project, in conjunction with other future projects, would not have a cumulatively significant impact related to solid waste.

Future development projects in the PG&E service area would be required to comply with Title 24 energy efficiency standards. The Project would demand an estimated 10.5 million kilowatt-hours of electricity and 43.5 million cubic feet of natural gas on an annual basis. The Project's structures would be designed in accordance with Title 24, California's Energy Efficiency Standards for Residential and Nonresidential Buildings. These standards include minimum energy efficiency requirements related to building envelope, mechanical systems (e.g., heating, ventilation, and air conditioning and water heating systems), indoor and outdoor lighting, and illuminated signs. The incorporation of the Title 24 standards into the Project would ensure that the Project would not result in the inefficient, unnecessary, or wasteful consumption of energy. Therefore, the Project, in conjunction with other future projects, would not have a cumulatively significant impact related to energy consumption.

VI. FINDINGS REGARDING SIGNIFICANT ENVIRONMENTAL EFFECTS WHICH CANNOT BE FULLY MITIGATED TO A LESS THAN SIGNIFICANT LEVEL.

A. TRANSPORTATION (PROJECT-LEVEL AND CUMULATIVE).

Potential Effect:

The Project would have a significant impact related to Transportation and Circulation if it would: exceed the capacity of the existing circulation system, based on an applicable measure of effectiveness (as designated in a general plan policy, ordinance, etc.), taking into account all relevant components of the circulation system, including but not limited to intersections, streets, highways and freeways, pedestrian and bicycle paths, and mass transit; conflict with an applicable congestion management program, including, but not limited to level of service standards and travel demand measures, or other standards established by the county congestion management agency for designated roads or highways; result in a change in air traffic patterns, including either an increase in traffic levels or a change in location that results in substantial safety risks; substantially increase hazards due to a design feature or incompatible uses; result in inadequate emergency access; conflict with adopted policies, plans or programs supporting alternative transportation (e.g. bus turnouts, bicycle racks).

Finding:

Although all feasible changes or alterations have been required in, or incorporated into the Project to mitigate or avoid significant environmental effects, the Project will nonetheless result in a significant and unavoidable cumulative impact related to Transportation.

Facts Supporting the Finding:

Even after all feasible mitigation (Mitigation Measures TRANS-1a to TRANS-1g), the following intersections would have operated at unacceptable LOS under Existing Plus Project conditions, if the originally proposed Project were carried out to amend the Circulation Element and eliminate the planned extension of Pluim Drive: Campus Parkway/Coffee Street, Campus Parkway/Central Access, and Coffee Street/South Access.

In addition, the originally proposed Project would have contributed new trips to intersection and roadway segments that would operate at unacceptable levels during Existing Plus Approved Projects Plus Project conditions. Feasible mitigation (Mitigation Measures TRANS-1a to TRANS-1g and TRANS-2) would improve operations at some—but not all— facilities. Additionally, certain facilities are outside the jurisdictional control of the City of Merced, and, therefore, uncertainty exists regarding whether the improvements would be implemented as contemplated. The identified improvements would have still resulted in LOS F at the Coffee Street/Central Access intersection during the Saturday peak hour. This location is a right turn only, and further improvement is not feasible as all-way stop control and traffic signalization cannot be installed near the Coffee Street/Campus Parkway intersection. Similarly, the Coffee Street/South Access intersection was projected to operate at LOS F in the AM, PM, and Saturday peak hours. This location is right turn only, and further improvement is not feasible as all-way stop control and traffic signalization cannot be installed near the Coffee Street/Campus Parkway intersection. The SR-99 SB Ramps and NB Ramps, and the Coffee Street/Campus parkway intersection would all remain in an LOS F condition. No identified improvement would change the LOS at the Childs Avenue/Parsons Avenue intersection, so it would remain at LOS F in the AM peak hour. Even after all feasible improvements, the following intersections would have operated at unacceptable LOS under Existing Plus Approved Projects Plus Project conditions under the originally proposed project: Childs Avenue/Parsons Avenue, Campus Parkway/Coffee Street, Mission Ave/SB SR-99 ramps, Mission Ave/NB SR-99 ramps, Coffee Street/Central Access, and Coffee Street/South Access. **(DEIR at 3.11-98)**.

Under Cumulative 2035 conditions, the following intersections would have operated at unacceptable LOS even after implementation of the aforementioned improvements and mitigation measures, in addition to the payment of impact fees pursuant to Mitigation Measure TRANS-3a for improvements to the intersection of Childs Avenue/Parsons Avenue, and widening Coffee Street between Campus Parkway and Mission Avenue to four lanes pursuant to Mitigation Measure TRANS 3-b: Campus Parkway/Coffee Street, Mission Ave/SB SR-99 ramps, Mission Ave/NB SR-99 ramps, Campus Parkway/Central Access, Coffee Street/Central access, and Coffee Street/South Access. **(DEIR 3.11-135)**.

A significant and unavoidable impact would have also occurred to roadway facilities that are under the jurisdiction of the Merced County Regional Transportation Plan: SR-99, Campus Parkway, and Mission Avenue. Specifically, impacts would have occurred to the following intersections of these facilities: Mission Ave/SB SR-99 ramps, Mission Ave/NB SR-99 ramps, Campus Parkway/Coffee Street intersection, and travel speed on Mission Avenue/Campus Parkway. **(DEIR at 3.11-136)**.

In contrast, adoption of the Circulation Element Alternative would build out the same amount and type of development as the proposed project and therefore would generate the same amount of vehicle trips. However, these trips would be distributed on the roadway diagram shown in the Circulation Element of the Merced General Plan. Under this alternative, the Circulation Element of the General Plan would not be amended to eliminate a planned extension of Pluim Drive (collector level street) along the east side of the site. The Circulation Element Alternative, with proposed mitigation, would result in zero intersections operating at level of service (LOS) E or F in the Existing Plus Merced Gateway condition, and two in the 2035 Cumulative condition (Coffee Street/Central Access and travel speed on Mission Avenue/Campus Parkway). This level of impact would be less than the originally proposed Project. (DEIR at 5-6).

Mitigation Measures TRANS-1a, TRANS-1c, TRANS-1d, TRANS-1e, and TRANS-1g as described above would still be required for the Circulation Element Alternative.

Implementation of Mitigation Measure TRANS-5 would have ensured that the Project design did not substantially increase hazards due to a design feature, by requiring the Project applicant to retain a qualified engineer to design the Parsons Avenue extension between Coffee Street and the eastern boundary of the Project to be capable of handling commercial trucks. The roadway improvement plans shall be submitted to the City of Merced for review and approval. The Parsons Avenue extension shall be completed by the time of issuance of the first certificate of occupancy for the North commercial area. This mitigation is not required for the Circulation Element Alternative.
No conflicts with nearby at-grade railroad crossings are anticipated to occur. All uses within the Project site would be served with two or more vehicular access points in accordance with California Fire Code requirements **(DEIR at 3.11-137 to 3.11-138)**.

Mitigation Measure TRANS-1a, in combination with Mitigation Measures AIR-7a and AIR-7b will ensure a safe and convenient pedestrian environment by providing an enhanced pedestrian crossing on Coffee Street/Gerard Street, a protected multi-use path on Gerard Avenue connecting Daffodil with the Project's main driveway on Gerard Avenue, and connectivity between public sidewalks and private sidewalks on the Project site. Therefore, the Project would not conflict with adopted policies, plans, or programs regarding public transit, bicycle, or pedestrian facilities, or otherwise decrease the performance or safety of such facilities. **(DEIR at 3.11-139)**.

VII. FINDINGS REGARDING PROJECT ALTERNATIVES.

These Findings and Statements of Fact regarding Project alternatives and certain mitigation measures identified in the Final EIR are set forth to comply with Section 21002 of the Public Resources Code and Sections 15091(a)(3) and 15126.6 of the CEQA Guidelines. Three alternatives to the Project were analyzed and considered as follows: 1) No Project Alternative; 2) Circulation Element Alternative; and 3) Less Intense Alternative. These alternatives constitute a reasonable range of alternatives necessary to permit a reasoned choice. For the reasons set forth below, Alternatives A and C are rejected as infeasible for the specific economic, legal, social,

technological, or other considerations set forth below, and Alternative B is hereby adopted for the reasons stated herein.

A. NO PROJECT ALTERNATIVE.

Description:

Under the No Project/No Build Alternative, the Merced Gateway Master Plan would not be implemented. The General Plan and zoning designations would remain the same, no planned development designation would be applied, and no development would occur within the Master Plan boundaries. The Plan Area would thus be left in its undeveloped state for the foreseeable future. No disturbance or new development would occur on the Project site, thereby eliminating the potential for impacts associated with aesthetics, light and glare; air quality and greenhouse gas emissions; biological resources; cultural resources; hazards and hazardous materials; hydrology and water quality; land use; noise; public services and utilizes; and transportation. Accordingly, this alternative would avoid all of the Project's significant impacts (including significant and unavoidable impacts), as well as the need to implement any mitigation measures.

Finding:

The No Project Alternative is rejected, because it would not meet any of the Project objectives.

Facts Supporting the Finding:

This alternative would not advance any of the project objectives, including those related to promoting economic development, providing new housing opportunities, expanding the tax base, or reserving a site for a fire station to expand fire protection services to this area of Merced.

B. CIRCULATION ELEMENT ALTERNATIVE.

Description:

The Circulation Element Alternative consists of building the Merced Gateway Master Plan with the same uses and square footage, but incorporating the roadway improvements envisioned in the Merced General Plan for access to the Project site instead of the roadway improvements proposed under the Project. The General Plan assumes that the roadblock on Coffee Street north of Parsons Avenue would remain in place, and that movements at the Campus Parkway/Coffee Street intersection would be limited (i.e., no North-south cross traffic or left turns.) The Circulation Element Alternative also assumes that the Campus Parkway/Pluim Drive intersection will be created with separate left turn, right turn and through lanes on each new approach, and that traffic will be controlled by a traffic signal.

Finding:

The Circulation Element Alternative is hereby adopted, because it would reduce the significant and unavoidable transportation impacts that would occur under the Project.

Facts Supporting the Finding:

The Circulation Element Alternative would have fewer significant and unavoidable impacts to traffic than the Project, although it would result in significant, unavoidable impacts at two intersections (compared with six intersections of the Project). All other environmental topical areas would have similar impacts. In addition, the Project applicant has since modified the Project description to reflect access as contemplated by the Circulation Element Alternative, pursuant to an agreement with the adjoining property owner. The Circulation Element Alternative meets all Project objectives, particularly the objective of providing convenient internal circulation, while also minimizing access conflicts between the residential and commercial uses.

C. LESS INTENSE ALTERNATIVE.

Description:

This alternative would reduce the commercial use on the site by 25 percent, or 150,281 square feet (from 601,127 square feet to 450,846 square feet), and would reduce the number of multi-family housing units from 178 to 134. The 150,281 square feet removed from commercial development and the undeveloped land in the residential parcel would be maintained as open space and public areas throughout the Project site. The planning areas described correspond to the planning areas comprising the Merced Gateway Master Plan.

Finding:

The Less Intense Alternative is rejected, because it would not fully meet the Project objectives.

Facts Supporting the Finding:

The Less Intense Plan Alternative would lessen the severity of, but would not avoid, the significant and unavoidable transportation impacts associated with the Project. Although this alternative would reduce the total number of trips generated by commercial uses onto the local roadway system by 25 percent, it would still result in unacceptable level of service on surrounding roadways, specifically Coffee Street. The Less Intense Plan Alternative would advance all of the Project objectives, but to a lesser degree than the Project because of the reduction in new dwelling units and nonresidential development. This includes objectives related to promoting economic development, providing new housing opportunities, and expanding the tax base; and establishing a land use plan to guide development within the Master Plan area.

VIII. STATEMENT OF OVERRIDING CONSIDERATIONS.

The EIR has identified and discussed potentially significant environmental effects, which may occur as a result of the Project. With implementation of design features and mitigation measures

as discussed in the EIR and in the Findings, these potentially significant effects can be mitigated to levels considered less than significant, with the exception of impacts related to Transportation, as described above. In sum, the Circulation Element Alternative, with proposed mitigation, would result in two intersections operating at level of service (LOS) E or F in the 2035 Cumulative condition (Coffee Street/Central Access and travel speed on Mission Avenue/Campus Parkway).

CEQA Section 21081 provides that no public agency shall approve or carry out a project for which an EIR has been certified which identifies one or more potentially significant effects on the environment that would occur as a result of the Project unless the agency makes specific findings of overriding considerations with respect to those potentially significant environmental effects. Where a public agency finds potentially significant effects cannot be mitigated to a level of less than significance, it may also make findings that "specific overriding economic, legal, social, technological, or other benefits of the project outweigh the significant effects on the environment". CEQA Guidelines Section 15093 provides guidance in making this determination, providing as follows:

(a) CEQA requires the decision-making agency to balance, as applicable, the economic, legal, social, technological, or other benefits, including region-wide or statewide environmental benefits, of a proposed project against its unavoidable environmental risks when determining whether to approve the project. If the specific economic, legal, social, technological, or other benefits, including region-wide or statewide environmental benefits, of a proposed project outweigh the unavoidable adverse environmental effects, the adverse environmental effects may be considered "acceptable."

(b) When the lead agency approves a project which will result in the occurrence of significant effects which are identified in the final EIR but are not avoided or substantially lessened, the agency shall state in writing the specific reasons to support its action based on the final EIR and/or other information in the record. The statement of overriding considerations shall be supported by substantial evidence in the record.

(c) If an agency makes a statement of overriding considerations, the statement should be included in the record of the project approval and should be mentioned in the notice of determination. This statement does not substitute for, and shall be in addition to, findings required pursuant to section 15091.

Having considered the unavoidable adverse impacts of the Project (Circulation Element Alternative), the City Council hereby determines that all feasible mitigations have been adopted to reduce or avoid the potentially significant impacts identified in the EIR, and that no additional feasible mitigation is available to further reduce potentially significant impacts. Further, the City finds that economic, social and other considerations of the Project outweigh the unavoidable adverse impacts described previously in the Findings. In making this finding, the City Council has balanced the benefits of the Project against its unavoidable environmental impacts and has accepted those risks.

In weighing the potential adverse impacts and the benefits of the Project, the City considered the following benefits and concludes that each individual benefit is sufficient to support approval of

the Project, that each of the statements are based on the EIR and/or other information in the record, and are vital to the long term well-being of the City. The Project would have the following benefits:

- The Project would provide for the logical and orderly growth of the Plan Area and would include land uses that are compatible with surrounding land uses.

- The Project would positively contribute to the local economy through new capital investment, creation of new employment opportunities, expansion of the tax base, and increased retail offerings through the commercial retail component of the Project.

- The Project will reinforce Merced's status as a regional retail node and employment center by increasing commercial offerings such as a movie theater, gas station, convenience market, car wash, hotel, restaurants and other shops.

- The Project will develop regional-serving and highway oriented commercial uses on a highly visible site near SR-99 in order to cater to local residents and travelers.

- The Project will promote residential and economic growth in accordance with the goals and policies set forth in the Merced Vision 2030 General Plan.

    - Specifically, the Project will promote the following goals and objectives of the Merced Vision 2030 General Plan:

        - Goal L-1-1: "Housing opportunities in Balance with Jobs Created in the Merced Urban Area" in that the multi-family residential component of the Project will coincide with the development of commercial uses in order to create a balanced mixed-use project.

        - Goal L-1-4: "Quality Residential Environments" in that the 178-unit multi-family complex provides an identifiable neighborhood with plans for a 2,500-square-foot clubhouse and a pool. Along with this, the architectural design concepts include a landscape buffer between the parking and street, tower elements, and walkable areas around the residential community. This multi-family complex would help meet the City's regional housing allocation goals in the Housing Element of the General Plan.

        - Policy L-1-6: "Ensure Adequate Housing is Available to All Segments of the population" in that the development of multi-family housing ensures that a range of adequate housing types is available to the population in livable and prosperous areas of the City.

        - Policy L-2.1: "Encourage further development of appropriate commercial and industrial uses throughout the City" in that the Project will include up to 385,535 square feet of commercial uses in the North Parcel and 242,592 square feet of commercial uses in the South Parcel.

- Policy L-2.6: "Provide neighborhood commercial centers in proportion to residential development in the City" in that the development of both new residential and commercial hubs for southeast Merced ensures a proportionate development of residential and commercial centers within the City.

- Policy L-2.10: "Encourage well-planned freeway-oriented developments" in that the Project will create highway-oriented commercial uses on a highly visible site near SR-99 in order to cater to residents and visitors.

- Goal L-2-1: "Increased Employment Opportunities for the Citizens of Merced" in that citizens of Merced will have a new source of job opportunities in the commercial sector from the future development of the Project, due to the hotel and commercial uses.

- Goal L-2-2: "A Diverse and balanced Merced Economy" in that the mix of commercial uses proposed by the Master Plan ensures a balance of diverse areas of retail for the City.

- Goal L-2-3: "Preservation and Expansion of the City's Economic Base" in that the Project will enhance the economic base for the City by installing new retail areas and ensuring ease of access for residents and visitors.

- Goal L-2-6 "Ready Access to Commercial Centers and Services Throughout the City" in that the Project will enhance connectivity to future commercial areas and current and future residential areas.

- Develop new multi-family residential uses in southeast Merced to provide additional affordable housing options in a growing part of the City.

- Design a site plan that provides convenient internal circulation, while also minimizing access conflicts between the residential and commercial uses.

- Reserve a site for a future fire station in the interests of ensuring that adequate fire protection can be provided for future development in the area.

For each of these reasons, the City finds that, on balance, the benefits of the Project outweigh the unavoidable environmental risks. Although there are potentially significant unavoidable impacts as a result of the Project, the economic, technological, and social benefits will extend into the future and provide a better living environment for the community. Therefore, the level of environmental risk of the Project is considered to be acceptable, given the importance of the overall Project.

IX. FINDINGS REGARDING THE MITIGATION MONITORING AND REPORTING PROGRAM ("MMRP")

Pursuant to Section 21081.6 of the Public Resources Code, the City Council, in adopting these Findings, also adopts the MMRP for the Merced Gateway Master Plan. The MMRP is designed to ensure that, during Project implementation, the City and other responsible parties will comply with the mitigation measures adopted in these Findings.

The City Council hereby finds that the MMRP, which is incorporated herein by reference and attached as Exhibit A to these Findings, meets the requirements of Public Resources Code Section 21081.6 by providing for the implementation and monitoring of Project conditions intended to mitigate potential environmental effects of the Project.

X. CEQA GUIDELINES SECTION 15084(D)(3) AND 15084(D)(4) FINDINGS

The City has relied on Sections 15084(d)(3) of the State CEQA guidelines, which allow acceptance of working drafts prepared by the Project applicant, a consultant retained by the Project applicant, or any other person. The City has also relied upon Section 15084(d)(4), which allows the Draft EIR to be prepared directly by, or under contract by the lead agency. The City has reviewed and edited as necessary the submitted drafts to reflect the City's own independent judgment, including reliance on City technical personnel from other departments.

XI. PUBLIC RESOURCES CODE SECTION 21082.1(C) FINDINGS

Pursuant to Public Resources Code Section 21082.1(c), the City Council hereby finds that the City, as CEQA lead agency, has independently reviewed and analyzed the Final EIR, and that the Final EIR reflects the independent judgment of the lead agency.

XII. NATURE OF FINDINGS

Any finding made by the City Council shall be deemed made, regardless of where it appears in this document. All of the language included in this document constitutes findings by the City Council, whether or not any particular sentence or clause includes a statement to that effect. The City Council intends that these Findings be considered as an integrated whole and, whether or not any part of these Findings fail to cross reference or incorporate by reference any other part of these findings, that any finding required or committed to be made by this City Council with respect to any particular subject matter of the Final EIR, shall be deemed to be made if it appears in any portion of these Findings.

XIII. RELIANCE ON RECORD

Each and all of the findings and determinations contained herein are based on the competent and substantial evidence, both oral and written, contained in the entire administrative record relating to the Merced Gateway Master Plan. The findings and determinations constitute the independent findings and determinations of the City Council in all respects, and are fully and completely supported by substantial evidence in the record as a whole.

XIV. RELATIONSHIP OF FINDINGS TO EIR

The City finds and declares that substantial evidence for each and every finding made herein is contained in the EIR or is in the record of proceedings in the matter.

XV. CUSTODIAN OF RECORDS

The custodian of the documents or other material which constitute the record of proceedings upon which the City's decision is based is the City of Merced, located at 678 W. 18th Street Merced, CA 95340.

EXHIBIT A
MITIGATION MONITORING AND REPORTING PROGRAM
("MMRP")

FIRSTCARBONSOLUTIONS™

Mitigation Monitoring and Reporting Program for the Merced Gateway Master Plan Environmental Impact Report City of Merced, Merced County, California

State Clearinghouse Number 2015101048

Prepared for:
City of Merced

678 W. 18th Street
Merced, CA 95340
209.385.6858

Contact: Julie Nelson, Associate Planner

Prepared by:
FirstCarbon Solutions

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Walnut Creek, CA 94597
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Contact: Jason Brandman, Project Director
Elizabeth Johnson, Project Manager

Date: May 23, 2017

EXHIBIT B

Table 1: Merced Gateway Master Plan Mitigation Monitoring and Reporting Program

Mitigation Measures	Method of Verification	Timing of Verification	Responsible for Verification	Verification of Completion	
				Date	Initial
Section 3.3—Air Quality/Greenhouse Gas Emissions					
MM AIR-2a: Prior to issuance of the certificate of occupancy for any proposed non-residential commercial use that consists of 30,000 square feet or more building space, the operator shall demonstrate to the satisfaction of the City of Merced that a Transportation Demand Management (TDM) Program will be implemented during operations. The TDM program shall have the following elements: a) Secure bicycle parking for employees. b) Employee lockers and breakroom. c) Rideshare information bulletin board. d) Incentives for employee rideshare, transit use, or bicycling/walking to work. e) Include TDM program information in employee orientation documents and periodic company newsletters.					
MM AIR-2b: Prior to issuance of the certificate of occupancy of any proposed non-residential commercial use that consists of 20,000 square feet or more building space, the City of Merced shall verify that at least one electrical vehicle charging station is provided on the project site for each proposed commercial use that meet the above criteria in order to encourage the use of zero emission vehicles in accordance with California Green Building Code standards. Based on the proposed site plan, this would result in the installation of a minimum of nine (9) electrical vehicle charging stations on the project site.					
MM AIR-2c: Prior to City approval of the final site plan for the project or issuance of the first grading permit for the project, whichever comes first, the project proponent shall provide the City of Merced with proof that all feasible measures detailed in Mitigation Measure 3.3-2 from the Merced Vision 2030 General Plan (provided in Appendix J) have been incorporated into the project design.					

Table 1 (cont.): Merced Gateway Master Plan Mitigation Monitoring and Reporting Program

Mitigation Measures	Method of Verification	Timing of Verification	Responsible for Verification	Verification of Completion	
				Date	Initial
MM AIR-2d: Prior to city approval of the final site plan for the project or issuance of the first grading permit for the project, whichever comes first, the project proponent shall provide the City of Merced with proof that an Indirect Source Review (ISR) application has been approved by SJVAPCD.					
MM AIR-2e: The project proponent shall submit evidence, verified by SJVAPCD, that demonstrates that the project's operational-related ROG emissions will be reduced to below SJVAPCD's numeric threshold of 10 tons per year, respectively. These reductions can be achieved by any combination of project design and/or via the project proponent entering into a development mitigation contract (e.g., Voluntary Emission Reduction Agreement, or VERA), with the SJVAPCD. If a VERA is utilized, a copy of the executed agreement and implementing reports will be provided to the City to demonstrate compliance. Additionally, the project proponent shall supply updated documents if the requirements change as the VERA is reassessed by SJVAPCD at each phase of project development. This requirement will be enforced and verified by SJVAPCD. The current VERA payment fee for operational emissions is $94,000 per ton of NOx (The SJVAPCD would likely substitute NOx emissions for ROG emission reductions); payment fees vary by year (i.e., future year payment fees for NOx could be more than the current price of $94,000) and are sensitive to the number of projects requiring emission reductions within the air basin. The VERA shall identify the amount of emissions to be reduced, in addition to the amount of funds to be paid to the SJVAPCD by the project proponent to implement emission reduction projects required for the project.					

Table 1 (cont.): Merced Gateway Master Plan Mitigation Monitoring and Reporting Program

Mitigation Measures	Method of Verification	Timing of Verification	Responsible for Verification	Verification of Completion	
				Date	Initial
MM AIR-2f: During the site preparation and grading of Phases 1 and 4, the project applicant shall require that either at least half of the construction equipment utilized during site preparation and grading activities for Phases 1 and 4 meet Tier 4 emissions standards, or the project applicant shall restrict the simultaneous site preparation and grading activities for Phases 1 and 4.					
MM AIR-7a: Prior to City approval of the final site plan for the project or issuance of the first grading permit for the project, whichever comes first, the project proponent shall provide the City of Merced with proof that the on-site roadways of the commercial portion of the project site have been designed for the public to bike across.					
MM AIR-7b: Prior to City approval of the final site plan for the project or issuance of the first grading permit for the project, whichever comes first, the project proponent shall provide the City of Merced with proof that the project has been designed to encourage a safe and convenient pedestrian environment.					
MM AIR-7c: Prior to City approval of the final site plan for the project or issuance of the first grading permit for the project, whichever comes first, the project proponent shall provide the City of Merced with proof that a protected multi-use crossing will be installed at the intersection of Daffodil Drive and Gerard Avenue.					
MM AIR-7d: Prior to City approval of the final site plan for the project or issuance of the first grading permit for the project, whichever comes first, the project proponent shall provide the City of Merced with proof that dedicated water meters will be installed for landscape irrigation.					

Table 1 (cont.): Merced Gateway Master Plan Mitigation Monitoring and Reporting Program

Mitigation Measures	Method of Verification	Timing of Verification	Responsible for Verification	Verification of Completion	
				Date	Initial
Section 3.4—Biological Resources					
MM BIO-1a: Prior to the first ground-disturbing activities, a qualified biologist shall conduct protocol-level surveys during the breeding season (one site visit between February 15 and April 15 and three between April 15 and July 15, one of which shall be conducted after June 15), at least three weeks apart, in accordance with the 2012 California Department of Fish and Wildlife Staff Report on Burrowing Owl Mitigation (2012 Staff Report). The survey shall include an approximately 500-foot (150-meter) buffer around the project site, where access is permitted. If the surveys are negative, then a letter report shall be prepared documenting the methodology and results within two weeks following the final survey. If the surveys result in negative findings, the project proponent shall conduct a take avoidance survey between 14 days and 30 days prior to commencement of construction, in accordance with the 2012 Staff Report. If burrows are observed within 500 feet of the project site, an impact assessment shall be prepared and submitted to the California Department of Fish and Wildlife (CDFW), in accordance with the 2012 Staff Report. If it is determined that project activities may result in impacts to nesting, occupied, and satellite burrows and/or burrowing owl habitat, the project proponent shall consult with CDFW and develop a detailed mitigation plan such that the habitat acreage, number of burrows, and burrowing owls impacted are replaced.					

Table 1 (cont.): Merced Gateway Master Plan Mitigation Monitoring and Reporting Program

Mitigation Measures	Method of Verification	Timing of Verification	Responsible for Verification	Verification of Completion	
				Date	Initial
MM BIO-1b: Preconstruction/pre-activity surveys shall be conducted no less than 14 days and no more than 30 days prior to the beginning of ground disturbance and/or construction activities or any project activity likely to impact the San Joaquin kit fox. Surveys shall identify kit fox habitat features on the project site and evaluate use by kit fox and, if possible, assess the potential impacts to kit fox by the proposed activity. The status of all dens shall be determined and mapped according to United States Fish and Wildlife Service (USFWS) survey protocol. Written results of preconstruction/ pre-activity surveys must be received by USFWS within 5 days after survey completion and prior to the start of ground disturbance and/or construction activities. If a natal/pupping den is discovered within the project area or within 200 feet of the project boundary, USFWS shall be immediately notified and under no circumstances shall the den be disturbed or destroyed without prior authorization. Further coordination with USFWS will be necessary to obtain the necessary take authorization/permit.					
MM BIO-1c: A pre-construction survey for nesting raptors shall be performed in accordance with the survey methodology for Swainson's hawk, prior to any ground disturbance, regardless of when construction will occur. If ground-disturbing project activities occur during the normal avian breeding season (February 1 through September 15), additional pre-construction surveys for active raptor nests shall be conducted no more than 10 days prior to the start of construction. In an active Swainson's hawk nest is detected within 0.5 mile of the project site and work will occur within the avian nesting season, consultation with CDFW will be necessary to determine if take of Swainson's hawk can be					

Table 1 (cont.): Merced Gateway Master Plan Mitigation Monitoring and Reporting Program

Mitigation Measures	Method of Verification	Timing of Verification	Responsible for Verification	Verification of Completion	
				Date	Initial
avoided. If take cannot be avoided, further consultation with CDFW will be necessary to acquire an Incidental Take Permit pursuant to California Fish and Game Code Section 2081(b) to comply with CESA.					
MM BIO-1d: To avoid any potential impact to nesting birds and other protected species, including those protected by the Migratory Bird Treaty Act, construction of the project shall occur outside of the breeding season (February 1 through September 15). As long as trees, shrubs, and herbaceous vegetation with the potential to support nesting birds is removed between September 16 and January 31 (outside of the nesting season) and does not become re-established within the project, then no further actions are required. If the nesting season (February 1 to September 15) cannot be avoided during construction or vegetation is allowed to reestablish itself within the project, Mitigation Measure BIO-1e shall be required.					
MM BIO-1e: If construction activities must occur during the nesting season (February 1 to September 15), a qualified biologist shall conduct a nesting bird survey within three days prior to any disturbance of the site, including disking, demolition activities, and grading. The survey area shall include the project site and a 250-foot buffer around the site. Any active nests identified shall have a buffer area established within a 100-foot radius (200-foot radius for birds of prey) of the active nest. Construction activities shall not occur within the buffer area until the biologist determines that the young have fledged.					

Table 1 (cont.): Merced Gateway Master Plan Mitigation Monitoring and Reporting Program

Mitigation Measures	Method of Verification	Timing of Verification	Responsible for Verification	Verification of Completion	
				Date	Initial
MM BIO-2: To avoid any potential impact to riparian habitat or other sensitive natural community identified, formal jurisdictional delineation surveys shall be performed in the canal area prior to the issuance of grading permits in accordance with survey guidelines set by the United States Army Corps of Engineers (USACE) and CDFW. If jurisdictional wetlands, waters, or riparian habitat are found to be present within the project, consultation with USACE, CDFW, and/or Regional Water Quality Control Board (RWQCB) will be required to determine if avoidance is feasible. If avoidance is not feasible and impacts to jurisdictional wetlands, waters, or riparian habitat may occur, the project shall mitigate unavoidable adverse impacts to waters of the United States, wetlands and riparian habitats (pursuant to the Federal Clean Water Act and the California Fish and Game Code, Section 1600, et seq.) by replacement on an in-kind basis. Furthermore, replacement shall be based on a ratio determined by the CDFW and/or USACE in order to account for the potentially diminished habitat values of replacement habitat. Such replacement should occur on the original development site, whenever possible. Alternatively, replacement can be effected, subject to state and federal regulatory approval, by creation or restoration of replacement habitats elsewhere (off-site but preferably within the County), protected in perpetuity by provision for an appropriate conservation easement or dedication.					

Table 1 (cont.): Merced Gateway Master Plan Mitigation Monitoring and Reporting Program

Mitigation Measures	Method of Verification	Timing of Verification	Responsible for Verification	Verification of Completion	
				Date	Initial
Section 3.5—Cultural Resources					
MM CUL-1: In the event that buried historic or archaeological resources are discovered during construction, operations shall stop within 50 feet of the find and a qualified archaeologist shall be consulted to evaluate the resource in accordance with CEQA Guidelines 15064.5. The applicant shall include a standard inadvertent discovery clause in every construction contract to inform contractors of this requirement. If the resource does not qualify as a significant resource, then no further protection or study is necessary. If the resource does qualify as a significant resource then the impacts shall be avoided by project activities. If the resource cannot be avoided, adverse impacts to the resource shall be addressed. The archaeologist shall make recommendations concerning appropriate mitigation measures that shall be implemented to protect the resources, including but not limited to excavation and evaluation of the finds in accordance with Section 15064.5 of the CEQA Guidelines. Any previously undiscovered resources found during construction within the project area should be recorded on appropriate Department of Parks and Recreation (DPR) 523 forms and evaluated for significance in terms of CEQA criteria.					
MM CUL-3: In the event that fossils or fossil-bearing deposits are discovered during construction activities, excavations within a 50-foot radius of the find shall be temporarily halted or diverted. The project contractor shall notify a qualified paleontologist to examine the discovery. The applicant shall include a standard inadvertent discovery clause in every construction contract to inform contractors of this requirement. The paleontologist shall document the discovery as needed in accordance with Society of Vertebrate Paleontology standards and assess the significance of					

Table 1 (cont.): Merced Gateway Master Plan Mitigation Monitoring and Reporting Program

Mitigation Measures	Method of Verification	Timing of Verification	Responsible for Verification	Verification of Completion	
				Date	Initial
the find under the criteria set forth in CEQA Guidelines Section 15064.5. The paleontologist shall notify the appropriate agencies to determine procedures that would be followed before construction activities are allowed to resume at the location of the find. If the Applicant determines that avoidance is not feasible, the paleontologist shall prepare an excavation plan for mitigating the effect of construction activities on the discovery. The plan shall be submitted to the City of Merced for review and approval prior to implementation, and the Applicant shall adhere to the recommendations in the plan.					
MM CUL-4: In the event of the accidental discovery or recognition of any human remains, CEQA Guidelines Section 15064.5, Health and Safety Code Section 7050.5, and Public Resources Code (PRC) Sections 5097.94 and 5097.98 must be followed. If during the course of project development there is accidental discovery or recognition of any human remains, the following steps shall be taken: 1. There shall be no further excavation or disturbance of the site or any nearby area reasonably suspected to overlie adjacent human remains until the County Coroner is contacted and determines if the remains are Native American and if an investigation of the cause of death is required. If the coroner determines the remains to be Native American, the coroner shall contact the Native American Heritage Commission (NAHC) within 24 hours, and the NAHC shall identify the person or persons it believes to be the most likely descendant (MLD) of the deceased Native American. The MLD may make recommendations to the landowner or the person responsible for the excavation work within 48 hours, for means of treating or disposing of, with appropriate dignity, the human remains and any associated grave goods as provided in PRC Section 5097.98.					

Table 1 (cont.): Merced Gateway Master Plan Mitigation Monitoring and Reporting Program

Mitigation Measures	Method of Verification	Timing of Verification	Responsible for Verification	Verification of Completion	
				Date	Initial
2. Where the following conditions occur, the landowner or his or her authorized representative shall rebury the Native American human remains and associated grave goods with appropriate dignity either in accordance with the recommendations of the most likely descendant or on the project site in a location not subject to further subsurface disturbance: • The NAHC is unable to identify a most likely descendent or the most likely descendent failed to make a recommendation within 48 hours after being notified by the commission. • The descendant identified fails to make a recommendation. • The landowner or his authorized representative rejects the recommendation of the descendant, and mediation by the NAHC fails to provide measures acceptable to the landowner. Additionally, California Public Resources Code Section 15064.5 requires the following with regards to Native American Remains: When an initial study identifies the existence of, or the probable likelihood of, Native American Remains within a project, a lead agency shall work with the appropriate Native Americans as identified by the Native American Heritage Commission as provided in Public Resources Code Section 5097.98. The applicant may develop a plan for treating or disposing of, with appropriate dignity, the human remains and any items associated with Native American Burials with the appropriate Native Americans as identified by the NAHC.					

Table 1 (cont.): Merced Gateway Master Plan Mitigation Monitoring and Reporting Program

Mitigation Measures	Method of Verification	Timing of Verification	Responsible for Verification	Verification of Completion	
				Date	Initial
Section 3.6—Hazards and Hazardous Materials					

MM HYD-1a: Prior to the issuance of grading permits, the project applicant shall file a Notice of Intent with and obtain a facility identification number from the State Water Resources Control Board. The project applicant shall also submit a Stormwater Pollution Prevention Plan (SWPPP) to the City of Merced that identifies specific actions and Best Management Practices (BMPs) to prevent stormwater pollution during construction activities. The SWPPP shall identify a practical sequence for BMP implementation, site restoration, contingency measures, responsible parties, and agency contacts. The SWPPP shall include but not be limited to the following elements: • Comply with the requirements of the State of California's most current Construction Stormwater Permit. • Temporary erosion control measures shall be implemented on all disturbed areas. • Disturbed surfaces shall be treated with erosion control measures during the October 15 to April 15 rainy season. • Sediment shall be retained on-site by a system of sediment basins, traps, or other BMPs. • The construction contractor shall prepare Standard Operating Procedures for the handling of hazardous materials on the construction site to eliminate discharge of materials to storm drains. • BMP performance and effectiveness shall be determined either by visual means where applicable (e.g., observation of above-normal sediment release), or by actual water sampling in cases where verification of contaminant reduction or elimination (such as inadvertent petroleum release) is required by the Central Valley Regional Water Quality Control Board to determine adequacy of the measure. • In the event of significant construction delays or delays in final landscape installation, native grasses or other appropriate vegetative cover shall be established on the construction site as soon as possible after disturbance, as an interim erosion control measure throughout the wet season.					
MM HYD-1b: Prior to the issuance of building permits, the project applicant shall submit a final Storm Water Mitigation					

Table 1 (cont.): Merced Gateway Master Plan Mitigation Monitoring and Reporting Program

Mitigation Measures	Method of Verification	Timing of Verification	Responsible for Verification	Verification of Completion	
				Date	Initial
Plan (SWMP) to the City of Merced for review and approval. The plan shall be developed using the California Stormwater Quality Association's "New Development and Redevelopment Handbook." The SWMP shall identify pollution prevention measures and BMPs necessary to control stormwater pollution from operational activities and facilities, and provide for appropriate maintenance over time. The SWMP shall include design concepts that are intended to accomplish a "first flush" objective that would remove contaminants from the first 2 inches of stormwater before it enters area waterways. The project applicant shall also prepare and submit an Operations and Maintenance Agreement to the City identifying procedures to ensure that stormwater quality control measures work properly during operations.					
MM HYD-4: Prior to issuance of grading permits for any building located within a 100-year hazard flood zone, the applicant shall prepare and submit building plans to the City of Merced that demonstrate compliance with federal law and Merced Code of Ordinances Chapter 17.48. The standards include but are not limited to requirements for anchoring, construction materials and methods, elevation, and floodproofing. In addition, the applicant shall provide certification by a registered professional engineer or architect that the activity would not result in an increase in flood levels during the occurrence of the base flood discharge.					
Section 3.9—Noise					
MM NOI-1: To reduce potential construction noise impacts, the following multi-part mitigation measure shall be implemented for the project: • The construction contractor shall ensure that all internal combustion engine-driven equipment is equipped with					

Table 1 (cont.): Merced Gateway Master Plan Mitigation Monitoring and Reporting Program

Mitigation Measures	Method of Verification	Timing of Verification	Responsible for Verification	Verification of Completion	
				Date	Initial
mufflers that are in good condition and appropriate for the equipment. • The construction contractor shall locate stationary noise-generating equipment as far as feasible from sensitive receptors when sensitive receptors adjoin or are near a construction disturbance area. In addition, the project contractor shall place such stationary construction equipment so that emitted noise is directed away from sensitive receptors nearest the project site. • The construction contractor shall prohibit unnecessary idling of internal combustion engines (i.e., idling in excess of 5 minutes is prohibited). • The construction contractor shall locate, to the maximum extent practical, on-site equipment staging areas so as to maximize the distance between construction-related noise sources and noise-sensitive receptors nearest the project site during all project construction. • The construction contractor shall limit all noise producing construction activities, including deliveries and warming up of equipment, to the hours of 7:00 a.m. to 7:00 p.m., Monday through Saturday. No such work shall be permitted on Sundays or federal holidays without prior approval from the City.					

Table 1 (cont.): Merced Gateway Master Plan Mitigation Monitoring and Reporting Program

Mitigation Measures	Method of Verification	Timing of Verification	Responsible for Verification	Verification of Completion	
				Date	Initial
MM NOI-2: To reduce potential traffic noise impacts, the following multi-part mitigation measure shall be implemented for the project: • The project shall incorporate a minimum 8-foot-high soundwall along the Gerard Avenue bordering the proposed residential land use portion of the project. The soundwall shall wrap around the west end of the residential portion of the project, along Coffee Street, for a minimum of 50 feet. In addition, the soundwall should wrap around the eastern end of the residential portion of the project, along the project entrance south of Daffodil Street, for a minimum distance of 50 feet. The building plans approved by the City shall reflect this requirement. • All proposed residential units with a direct line of sight to Gerard Avenue would require an alternative ventilation system, such as air conditioning, to ensure that windows can remain closed for a prolonged period of time. The building plans approved by the City shall reflect this requirement. • The proposed hotel land use located on the southern parcel of the project site shall include an alternate form of ventilation, such as an air conditioning system, in order to ensure that windows can remain closed for a prolonged period of time. The building plans approved by the City shall reflect this requirement.					
Section 3.11—Transportation					
MM TRANS-1a: In accordance with the transportation improvement phasing plan identified in MM TRANS-1g, the project applicant shall improve the intersection of Gerard Avenue/Coffee Street (3) with an enhanced pedestrian crossing.					

Table 1 (cont.): Merced Gateway Master Plan Mitigation Monitoring and Reporting Program

Mitigation Measures	Method of Verification	Timing of Verification	Responsible for Verification	Verification of Completion	
				Date	Initial
MM TRANS-1b: In accordance with the transportation improvement phasing plan identified in MM TRANS-1g, the project applicant shall improve the segment of Coffee Road from Parsons Avenue to Campus parkway to a four-lane roadway. The improved roadway shall be designed and constructed in accordance with City of Merced engineering standards.					
MM TRANS-1c: In accordance with the transportation improvement phasing plan identified in MM TRANS-1g, the project applicant shall improve the intersection of Coffee Street/Parsons Avenue (9). The intersection shall be improved with a traffic signal.					
MM TRANS-1d: In accordance with the transportation improvement phasing plan identified in MM TRANS-1g, the project applicant shall improve the intersection of Mission Avenue/Southbound SR-99 Ramps (10). The intersection shall be improved with a second southbound left turn lane by reconfiguring the existing right turn lane to become a left-turn/right-turn lane.					
MM TRANS-1e: In accordance with the transportation improvement phasing plan identified in MM TRANS-1g, the project applicant shall improve the intersection of Mission Avenue/Northbound SR-99 Ramps (11). The intersection shall be improved by adding a third eastbound through lane and reconfiguring the westbound lanes to provide a combined through lane and second right-turn lane, and add a second northbound right-turn lane. In addition, a second eastbound right turn lane will be added at the project's mid-block driveway on Campus Parkway under the proposed project, and the eastbound share through/right turn at Coffee and Campus Parkway will be split into a separate through lane and separate right turn lane (**required for both the proposed project and the Circulation Element Alternative**).					

Table 1 (cont.): Merced Gateway Master Plan Mitigation Monitoring and Reporting Program

Mitigation Measures	Method of Verification	Timing of Verification	Responsible for Verification	Verification of Completion	
				Date	Initial
MM TRANS-1f: In accordance with the transportation improvement phasing plan identified in MM TRANS-1g, the project applicant shall improve the intersection of Campus Parkway/Coffee Street (12). The intersection shall be improved with a signal, a third eastbound through lane, a second eastbound left turn lane and westbound left turn lane, a third westbound through lane, a westbound right turn lane, a second northbound left turn lane, and separate southbound left turn and through lanes, with overlap phase on southbound right turn. Coffee Street shall be widened north and south of Campus Parkway to provide two receiving lanes for left turns from Campus Parkway.					
MM TRANS-1g: A transportation improvement phasing plan shall be prepared by the City of Merced as a part of the Merced Gateway Planned Development Master Plan. The transportation improvement phasing plan shall specify, based on vehicle trip generation volumes or other accepted metric, when intersection, road segment, alternative transportation improvements, or other transportation improvements shall be implemented in order to ensure acceptable levels of service at each affected intersection or roadway segment. The plan will also indicate the costs, fair-share or otherwise, of the improvement to be borne by the applicant.					
MM TRANS-2: In accordance with the transportation improvement phasing plan identified in MM TRANS-1g, the project applicant shall improve the intersection of Mission Avenue/Southbound SR-99 Ramps (10) with a third eastbound through lane and the segment of Mission Avenue between the ramps and Coffee shall be widened to 6 lanes total. The applicant shall be responsible for its proportional cost of the improvement.					

Table 1 (cont.): Merced Gateway Master Plan Mitigation Monitoring and Reporting Program

Mitigation Measures	Method of Verification	Timing of Verification	Responsible for Verification	Verification of Completion	
				Date	Initial
MM TRANS-3a: Prior to issuance of building permits for the proposed project, the project applicant shall pay impact fees to the City of Merced for improvements to the intersection of Childs Avenue/Parsons Avenue (1). The improvements shall consist of reconfiguring the eastbound through lane to a shared through/left-turn lane. The City of Merced shall install the improvements when monitoring determines that the intersection is approaching unacceptable levels.					
MM TRANS-3b: In accordance with the transportation improvement phasing plan identified in MM TRANS-1g, widen Coffee Street between Campus Parkway and Mission Avenue to four lanes.					
MM TRANS-5: In accordance with the transportation improvement phasing plan identified in MM TRANS-1g, the applicant shall retain a qualified engineer to design the Parsons Avenue extension between Coffee Street and the eastern boundary of the project to be capable of handling commercial trucks. The roadway improvement plans shall be submitted to the City of Merced for review and approval. The Parsons Avenue extension shall be completed by the time of issuance of the first certificate of occupancy for the North commercial area.					

CITY OF MERCED
Planning Commission

Resolution #3084

WHEREAS, the Merced City Planning Commission at its regular meeting of June 21, 2017, held a public hearing and considered **General Plan Amendment #15-03, Zone Change #422, and the Establishment of Planned Development (P-D) #74**, for the proposed Merced Gateway Master Plan (hereinafter referred to as the "Project"), initiated by Gateway Park Development Partners, LLC, on behalf of Pluim Family Partnership, property owner. General Plan Amendment #15-03 would: 1) reconfigure the boundary between the Regional/Community Commercial (RC) and High to Medium Density Residential (HMD) designations; and, 2) amend the Official Circulation Plan by adding several driveways along the Campus Parkway Expressway. Planned Development Establishment #74 would establish a Site Utilization Plan for 601,127 square feet of commercial uses (including retail, restaurants, a hotel, and gas station), 178 multi-family residential dwelling units, and a 1.53-acre fire station site; along with development standards. Zone Change #422 would relocate and reduce the size of a High-Medium Density Residential (R-3-2) site, and change the designation of the Regional/Central Commercial (C-C) area to Planned Development (P-D) #74. The project site is bounded by Gerard Avenue, Coffee Street, Mission Avenue and Pluim Drive (extended), on property currently designated Regional/Community Commercial and High to Medium Density Residential; also known as Assessor's Parcel No. 061-250-092; and,

WHEREAS, the Merced City Planning Commission concurs with Findings A through P of Staff Report #17-11; and,

NOW THEREFORE, after reviewing the City's Environmental Impact Report, and fully discussing all the issues, the Merced City Planning Commission does resolve to hereby recommend to City Council Approval of General Plan #15-03, Zone Change #422, and the Establishment of Planned Development (P-D) #74, subject to the Conditions set forth in Exhibit A attached hereto and incorporated herein by this reference.

ATTACHMENT N

Upon motion by Commissioner _____, seconded by Commissioner _____, and carried by the following vote:

AYES: Commissioner(s)

NOES: Commissioner(s)

ABSENT: Commissioner(s)
ABSTAIN: Commissioner(s)

Adopted this 21st day of June 2017

_____
Chairperson, Planning Commission of the City of Merced, California

ATTEST:

_____
Secretary

Attachment:
Exhibit A – Conditions of Approval

Conditions of Approval
Planning Commission Resolution #3084
General Plan Amendment #15-03, Zone Change #422, and
Establishment of Planned Development (P-D) #74

1. The proposed project shall be constructed/designed in substantial compliance with Exhibit 1 (site plan) and Exhibit 2 (the Merced Gateway Master Plan), -- Attachments F and G of Staff Report #17-11, except as modified by the conditions below or as approved by the Site Plan Review Committee.

2. The approval of the Merced Gateway Master Plan is an approval of the conceptual design of the project. Specific details related to access, site design, and architectural details shall be approved by the Site Plan Review Committee prior to each phase of construction.

3. In compliance with Merced Municipal Code Section 20.20.020 Q, Site Plan Review permits are required prior to construction to address conformance with the standards of Planned Development (P-D) #74, including but not limited to, building elevations, landscaping, signage, etc.

4. Approval of the General Plan Amendment, Zone Change, Planned Development Establishment, and Merced Gateway Master Plan is subject to the applicant's entering into a written (legislative action) agreement that they agree to all the conditions and shall pay all City and school district fees, taxes, and/or assessments, in effect on the date of any subsequent subdivision and/or permit approval, any increase in those fees, taxes, or assessments, and any new fees, taxes, or assessments, which are in effect at the time the building permits are issued, which may include public facilities impact fees, a regional traffic impact fee, Mello-Roos taxes—whether for infrastructure, services, or any other activity or project authorized by the Mello-Roos law, etc., unless a subsequent agreement is reached with the City for a modified fee schedule for the project. Payment shall be made for each phase at the time of building permit issuance for such phase unless an Ordinance or other requirement of the City requires payment of such fees, taxes, and or assessments at an earlier or subsequent time. Said legislative action agreement to be approved by the City Council prior to the adoption of the ordinance, resolution, or minute action.

5. The proposed project shall comply with all standard Municipal Code and Subdivision Map Act requirements as applied by the City Engineering Department.

6. All other applicable codes, ordinances, policies, etc. adopted by the City of Merced shall apply.

7. The developer/applicant shall indemnify, protect, defend (with counsel selected by the City), and hold harmless the City, and any agency or instrumentality thereof, and any officers, officials, employees, or agents thereof, from any and all claims, actions, suits, proceedings, or judgments against the City, or any agency or instrumentality thereof, and any officers, officials, employees, or agents thereof to attack, set aside, void, or annul, an approval of the City, or any agency or instrumentality thereof, advisory agency, appeal board, or legislative body, including actions approved by the voters of the City, concerning the project and the approvals granted herein. Furthermore, developer/applicant shall indemnify, protect, defend (with counsel selected by the City), and hold harmless the City, or any agency or instrumentality thereof, against any and all claims, actions, suits, proceedings, or judgments against any governmental entity in which developer/applicant's project is subject to that other governmental entity's approval and a condition of such approval is that the City indemnify and defend such governmental entity. City shall promptly notify the developer/applicant of any claim, action, or proceeding. City shall further cooperate fully in the defense of the action. Should the City fail to either promptly notify or cooperate fully, the developer/applicant shall not thereafter be responsible to indemnify, defend, protect, or hold harmless the City, any agency or instrumentality thereof, or any of its officers, officials, employees, or agents.

8. The developer/applicant shall construct and operate the project in strict compliance with the approvals granted herein, City standards, laws, and ordinances, and in compliance with all State and Federal laws, regulations, and standards. In the event of a conflict between City laws and standards and a State or Federal law, regulation, or standard, the stricter or higher standard shall control.

9. Community Facilities District (CFD) formation is required for annual operating costs for police and fire services as well as storm drainage,

public landscaping, street trees, street lights, parks and open space. CFD procedures shall be initiated before issuance of the first building permit. Developer/Owner shall submit a request agreeing to such a procedure, waiving right to protest and post deposit as determined by the City Engineer to be sufficient to cover procedure costs and maintenance costs expected prior to first assessments being received.

10. The project shall comply with all mitigation measures required by the Mitigation Monitoring program (Exhibit B of Planning Commission Resolution #3083 – Attachment M of Staff Report #17-11).

11. All development shall be in accordance with the design guidelines and standards of the Merced Gateway Master Plan unless otherwise modified by this resolution or future action of the Site Plan Review Committee.

12. Minor modifications to the Merced Gateway Master Plan, including the site plan are subject to approval by the Development Services Director or, at his/her discretion, may be referred to the Site Plan Review Committee. Changes to the Master Plan and/or site plan shall be supported by evidence showing that the changes would not create conflicts within the Master Plan area or surrounding area. The Director of Development Services may require changes to the Master Plan or Site Plan if it is determined the proposed plan creates an unsafe situation.

13. If the final site plan is approved in phases, evidence shall be provided showing that the phase being approved would not conflict with future phases. A site plan of the entire Master Plan area shall be provided with the approval of each phase to allow the Site Plan Review Committee to confirm each phase will work in conjunction with existing and future phases.

14. At the time the City determines it is needed, the owner shall offer for dedication a minimum 1.5-acre parcel for a future fire station as shown on the site plan found at Attachment F of Staff Report #17-11.

15. Roadway improvements shall be made in accordance with the Circulation Transportation Improvement Phasing Plan found at Attachment I of Staff Report #17-11.

16. The Circulation Transportation Improvement Phasing Plan (CTIPP) shall be modified prior to the first phase of construction at the owner's

sole expense to determine what improvements are necessary. Subsequent modifications shall be made at the owner's sole expense if the phasing of the project is different than what is analyzed in the CTIPP. Any modifications to the CTIPP shall be approved by the Development Services Director and City Engineer and in consultation with Caltrans regarding improvements within its jurisdiction.

17. Any modifications to the CTIPP shall be supported by a traffic analysis subject to City and Caltrans approval which identifies:

    a. When "Interim" improvements to the SR 99 / Mission Avenue / Campus Parkway interchange are needed,

    b. Design requirements for "Interim" improvements in terms of lane length, signage, markings, etc.;

    c. When improvements to the Campus Parkway / Coffee Street intersection are needed; and,

    d. What level of overall project development can be accommodated prior to the need for ultimate SR 99/Mission Avenue / Campus Parkway interchange improvements.

18. The construction of Pluim Drive, including the signal at Pluim Drive and Campus Parkway, shall be required when the eastern access driveway is necessary to either the north or south parcels. This may be as determined by the phasing of the site or when deemed necessary by the City Engineer to ensure adequate circulation and safety.

19. A signal shall be installed at the intersection of Parsons Avenue and Coffee Street. The traffic signal shall be constructed at the time Parsons Avenue is extended and the shopping center entrance is constructed unless otherwise approved by the Development Services Director and City Engineer.

20. All streets shall be built to City Standards (with the exception of a portion of Parsons Avenue – see Condition #21).

21. Parsons Avenue shall extend through the shopping center and connect to Pluim Drive. However, the design shown on the proposed Site Plan and Merced Gateway Master Plan are not approved as proposed. The developer shall work with the City Engineer, Public Works Director, and Director of Development Services to determine the alignment and design of Parsons Avenue. The City Engineer and Public Works Director shall also determine if public utilities would be needed in this

section of Parsons Avenue and if the applicant will be responsible for maintenance of the roadway.

22. A Class II Bike Lane shall be included on the following streets: 1) Coffee Street – east side of the street for the full length of Coffee Street between Gerard and Mission Avenue; 2) Gerard Avenue – south side of street for the full length between Coffee Street and Pluim Drive; and 3) Mission Avenue from Coffee Street to Pluim Drive. Refer to Figure 32 of the Merced Gateway Master Plan.

23. Full frontage improvements, including, but not limited to sidewalk, curb, gutter, street lights, and street trees, shall be installed along the frontage adjacent to each building or group of buildings at the time of construction. Additional areas may be required to be improved by the Site Plan Review Committee or as determined necessary by the Engineering Department at the time of building permit review.

24. The project shall dedicate all necessary right-of-way along Coffee Street (Collector Street), Gerard Avenue (Arterial Street), Pluim Drive (future Collector Street), and Mission Avenue (Collector Street) to comply with City Standards or as determined by the City Engineer.

25. Prior to the construction of any phase which proposes direct access to Campus Parkway between Coffee Street and Pluim Drive, a traffic analysis shall evaluate the impacts of this access on the operation of SR 99 ramps ,and identify desirable driveway location and design. If required by Caltrans, dual right turn lanes for eastbound traffic on Campus Parkway into the western driveway access for the southern parcel shall be constructed.

26. "Interim" improvements to the SR 99 NB ramps / Mission Avenue and SR 99 SB ramps / Mission Avenue intersection shall be constructed with the first phase of development unless determined to be needed under an alternative schedule by an updated CTIPP. "Interim" improvements shall include:

    a. restripe the northbound off ramp to include a shared left/through/right lane and an exclusive right turn lane. The outside (#1) right-turn lane shall be designated for northbound Coffee Street by appropriate signing and markings approved by Caltrans

b. restripe the southbound off ramp to have a shared right/through/left lane and an exclusive left turn lane.

c. All work within the State right of way shall be completed under an encroachment permit issued subject to Caltrans approval and shall be accompanied by a supporting traffic analysis subject to Caltrans approval which evaluates specific design requirements.

27. The project may be eligible for reimbursement for certain improvements subject to the provisions of the Merced Municipal Code (MMC).

28. Per the Merced Gateway Master Plan, an enhanced bicycle crossing should be considered at the intersection of Campus Parkway and Coffee Street. Additionally, an enhanced bicycle crossing should be considered at Campus Parkway and Pluim Drive. The developer shall work with the City Engineer and Director of Development Services to determine if such crossings are needed. If it is determined the enhanced crossings are needed, the developer shall work with the City Engineer and Director of Development Services to determine the design of the crossings. The crossings shall be subject to Caltrans approval.

29. Deceleration and acceleration lanes shall be constructed at all non-signalized entrances/exits to the project site along Campus Parkway. The length of these lanes shall be approved by the City Engineer and Caltrans.

30. All uses within the Merced Gateway Master Plan area shall comply with the parking requirements set forth in Merced Municipal Code Section (MMC) 20.38 – Parking and Loading.

31. Sidewalks or pedestrian pathways shall be incorporated into the parking areas to provide pedestrian access from the parking areas to the buildings. Details shall be worked out with the Planning Department at the Site Plan Review stage.

32. A minimum turning radius of 33 feet inside, curb-to-curb and 49 feet wall-to-wall for fire apparatus access must be provided throughout the project site. Refuse containers or other items shall not be permitted to be placed in the required clear space of the turning area.

33. Bicycle parking shall meet the minimum requirements of the California Green Building Code and MMC 20.38.080.

34. All driveways shall comply with the City of Merced Standard for commercial driveways and are to be reviewed by the Fire Department as part of the review of the improvement plan submittals.

35. The developer shall work with UC Merced (Cat Tracks) and the Merced Transit System (The Bus) to determine the best location for public transit facilities. The location of these facilities will be subject to review and approval by the Development Services Director and City Engineer or through the Site Plan Review process.

36. Consideration shall be given to circulation and vehicle stacking room for all uses with a drive-through window. Vehicles waiting in the drive-through aisle shall not conflict with the circulation on the site.

37. If the apartment complex or any other part of the project has gated entrances/exits, each entrance/exit shall be provided with a Knox-box that is equipped with "click-to-enter" technology for the Fire Department and Public Works Departments. Details to be reviewed by Fire Department at the building permit stage. The developer/owner shall provide the necessary remotes to operate the gates to the City.

38. If the apartment complex or any other part of the project is gated, pedestrian access gates shall be provided to allow pedestrian access to the public sidewalks as well as into the shopping center.

39. Prior to any demolition work, the applicant shall obtain all necessary approvals from the San Joaquin Valley Air Pollution Control District.

40. The developer shall use proper dust control procedures during site development in accordance with San Joaquin Valley Air Pollution Control District rules.

41. All construction activity shall be conducted in accordance with City of Merced standards for times of operation.

42. All landscaping shall comply with the Section 20.36.040 – Landscape and Sprinkler Plans, of the City's Zoning Ordinance in addition to all applicable state laws and the Merced Gateway Master Plan requirements.

43. Changes to the tree and plant list approved with the Merced Gateway Master Plan are subject to approval by the Planning Manager for any on-site landscape areas. All landscaping in the public right-of-way is subject to approval by the City's Public Works Department.

44. Full landscape and irrigation plans shall be submitted at the time of building permit application. Landscaping is required with each building at the time of construction and in common areas connecting buildings as these areas are constructed, as well as the public right-of-way adjacent to each building. Additional areas may be required to be landscaped at the time of building permit review or by the Site Plan Review Committee.

45. Parking lot trees shall be installed per the City's Parking Lot Landscape Standards. Trees shall be a minimum of 15-gallons, and be of a type that provides a 30-foot minimum canopy at maturity (trees shall be selected from the City's approved tree list). Trees shall be installed at a ratio of at least one tree for each six parking spaces. The trees may be located in planter areas that protrude into the parking areas, or which run along the edge of the parking areas and shall be located to accommodate any carport or shade structures (details to be worked out with Planning Staff).

46. All walking paths, bicycle and vehicle parking areas, and recreational areas shall be provided with sufficient lighting to ensure a safe environment.

47. Lighting near the apartment complex at the northwest corner of the site or across the street from residential uses shall be oriented and/or shielded in such a way as to not spill-over into the apartment units.

48. The project shall comply with the Post Construction Standards in accordance with the requirement for the City's Phase II MS-4 Permit (Municipal Separate Storm Sewer System).

49. All storm water shall be retained onsite and metered out to the City's storm water system in accordance with City Standards. The storm drainage plan proposed by the Merced Gateway Master Plan is conceptually approved. The City Engineer shall approval final design of the storm drain system prior to construction.

50. The use of the County of Merced-owned terminal drainage basin at the intersection of Mission Avenue and Coffee Street is approved

subject to the approval of a license agreement with Merced County and approval of the Local Agency Formation Commission (LAFCo).

51. A 16-inch water line shall be installed in Mission Avenue along the full frontage of the project site. A 12-inch water line (or a size determined to be acceptable by the Public Works Director) shall be installed in Pluim Drive. All water lines shall be installed per City Standards. The developer may be eligible for reimbursement from the adjacent property owner and for any over-sizing of the water lines in accordance with the Merced Municipal Code.

52. The developer shall work with the Public Works Director to determine if a sewer line is required in Mission Avenue and Pluim Drive. If sewer lines are required, they shall be installed per City Standards. The developer may be eligible for reimbursement from the adjacent property owner and for any over-sizing of the water lines in accordance with the Merced Municipal Code.

53. All new utilities (including electrical lines) shall be installed underground.

54. A backflow prevention device shall be provided for all water services (i.e., domestic, irrigation, and fire).

55. All signs shall comply with the sign requirements adopted with the Merced Gateway Master Plan. Single and multi-tenant buildings shall be permitted two square feet of sign area for each linear foot of building frontage. Primary anchor tenants (30,000 square feet or larger) shall be permitted up to one square foot of sign area for each linear foot of building frontage. Modifications to the sign program may be approved by the Director of Development Services.

56. The project shall comply with all FEMA Flood Zone requirements and with the California 200-year Urban Level of Flood Protection requirements.

57. The applicant shall work with the City's Refuse Department to determine the best location for the refuse enclosures serving each building or group of buildings. The enclosures shall be constructed per City Standards.

58. The premises shall remain clean and free of debris, weeds, and graffiti at all times.

59. Fire Hydrants shall meet minimum fire-flow requirements and be located in accordance with City of Merced codes and standards. The maximum spacing between hydrants is 500 feet. The placement of fire hydrants and the number of hydrants for the site is to be worked out with the Fire Department no later than the review of building permit plans.

n:shared:planning:PC Resolutions:GPA#15-03/ZC#422/Est. of PD #74 (Merced Gateway) Exhibit A

FIRSTCARBONSOLUTIONS™

FINAL
Environmental Impact Report
Merced Gateway Master Plan
City of Merced, Merced County, California

State Clearinghouse Number 2015101048

Prepared for:
City of Merced
678 W. 18th Street
Merced, CA 95340
209.385.6834

Contact: Julie Nelson, Associate Planner

Prepared by:
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1350 Treat Boulevard, Suite 380
Walnut Creek, CA 94597
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Contact: Jason Brandman, Project Director
Elizabeth Johnson, Project Manager

Date: June 7, 2017

ENCLOSURE 1

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Table of Contents

List of Tables

List of Exhibits

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SECTION 1: INTRODUCTION

In accordance with the California Environmental Quality Act (CEQA) Guidelines Section 15088, the City of Merced has evaluated the comments received on the Merced Gateway Master Plan Draft Environmental Impact Report (EIR). The Responses to Written Comments and Errata, which are included in this document, together with the Mitigation Monitoring and Reporting Program, form the Final EIR for use by the City of Merced in its review.

This document is organized into three sections:

- **Section 1—Introduction.**
- **Section 2—Responses to Written Comments.** Provides a list of the agencies, organizations, and individuals who commented on the Draft EIR. Copies of all of the letters received regarding the Draft EIR and responses thereto are included in this section.
- **Section 3—Errata.** Includes an addendum listing refinements and clarifications on the Draft EIR, which have been incorporated.

The Final EIR includes the following contents:

- Draft EIR (provided under separate cover)
- Draft EIR appendices (provided under separate cover)
- Responses to Written Comments on the Draft EIR and Errata (Sections 2 and 3 of this document)
- Mitigation Monitoring and Reporting Program (provided under separate cover)

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SECTION 2: RESPONSES TO WRITTEN COMMENTS

2.1 - List of Authors

A list of public agencies, organizations, and individuals that provided comments on the Draft EIR is presented below. Each comment has been assigned a code. Individual comments within each communication have been numbered so comments can be crossed-referenced with responses. Following this list, the text of the communication is reprinted and followed by the corresponding response.

Author **Author Code**

State Agencies

Caltrans District 10 ..... CALTRANS
San Joaquin Valley Air Pollution Control District ..... SJVAPCD

Local Agencies

Merced County Department of Public Works ..... MCDPW
City of Merced Fire Department ..... MFD
Weaver Union School District ..... WUSD

Organizations

Merced County Farm Bureau ..... MCFB

Individuals

Tera Mondo ..... MONDO
Bill Spriggs ..... SPRIGGS
Wanger Jones Helsley PC, letter 1 ..... WJH.1
California Gold Development Corporation ..... CGDC
Wanger Jones Helsley PC, letter 2 ..... WJH.2

2.2 - Responses to Comments

2.2.1 - Introduction

In accordance with the California Environmental Quality Act (CEQA) Guidelines Section 15088, the City of Merced, as the lead agency, evaluated the comments received on the Draft EIR (State Clearinghouse No. 2015101048) for the Merced Gateway Master Plan, and has prepared the following responses to the comments received. This Response to Comments document becomes part of the Final EIR for the project in accordance with CEQA Guidelines Section 15132.

2.2.2 - Comment Letters and Responses

The comment letters reproduced in the following pages follow the same organization as used in the List of Authors.

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DISTRICT 10 DIRECTOR
P.O. BOX 2048
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Serious Drought.
Serious drought.
Help save water!

August 12, 2016

10-MER-99-PM R011.565
Draft EIR #15-18
Merced Gateway Master Plan
SCH# 2015101048

Bill King
Principal Planner
City of Merced
Development Services
678 W. 18th Street
Merced, CA 95340

Dear Mr. King:

The California Department of Transportation appreciates the opportunity to review the Draft Environmental Impact Report and Traffic Impact Study for the Merced Gateway Master Plan. The project is located in the south of the City of Merced. It is bounded by East Gerard Avenue on the north, East Mission Avenue on the south, and South Coffee Street on the west. The plan includes 601,127 square feet of commercial space and 178 multi-family residential units. The Department has the following comments:

Planning

1. To provide pedestrian access between the Pioneer Elementary School and the residential buildings in the northwest corner of the project, the Department suggests the following:
   a. Crosswalks should be added to the southern leg of the intersection of Coffee Street and Gerard Avenue.
   b. Sidewalks should be provided along the south side of Gerard Avenue and the east side of Coffee Street.
   c. Sidewalks or crosswalks should be provided at the cul-de-sac on Coffee Street.

1

2. To connect the proposed residences and hotel with commercial areas, the Department recommends that pedestrian facilities be provided throughout the project area

2

3. To provide pedestrian connectivity with the existing sidewalk on Campus Parkway, the Department suggests that sidewalks be constructed on the east side of Coffee Street south of Parsons Avenue. 3

4. The Department recommends that crosswalks be provided across Campus Parkway to provide pedestrian connectivity between the sections of the project to the north and south. 4

5. The Department suggests that bicycle lanes be added to Gerard Ave, Coffee St, Parsons Ave, Campus Parkway, and Mission Ave to provide bicycle access to the development. We also suggest that the development provide bike racks for use by residents and customers. 5

Traffic Operations

6. Mitigation Measure TRANS-1e is not feasible and will create potential safety issues and turning movement conflicts.
   a. The mitigation proposes making the right-turn lane of the northbound SR-99 off-ramp "free" at the intersection of SR-99 NB ramps/Mission Ave under mitigations for "Existing Plus Project with Access as Proposed & General Plan Streets", "Existing Plus Approved Project Plus Project (EPAP Plus Project)/Access as Proposed", and "Cumulative Plus Project with Access as Proposed & General Plan Streets". This proposed mitigation will create potential safety issues and turning movement conflicts between the northbound right-turn & eastbound Mission Avenue. This right-turn movement needs signalized controls.
   b. The mitigation proposes making the right-turn lane from the westbound Mission Avenue to the northbound SR-99 on-ramp "free" at the intersection of SR-99 northbound ramps/Mission Ave under mitigations for "Existing Plus Project with Access as Proposed & General Plan Streets", "Existing Plus Approved Project Plus Project (EPAP Plus Project)/Access as Proposed", and "Cumulative Plus Project with Access as Proposed & General Plan Streets". This proposed mitigation will create potential safety issues and turning movement conflicts between Mission Avenue's westbound right-turn lane & its eastbound left-turn lane. This right-turn movement needs signalized

6

controls with an overlap phase on the westbound right-turn. 6 CONT

7. The DEIR's TIS needs to be revised to provide feasible mitigations under "EPAP Plus Project and Cumulative Plus Project Access as Proposed". The TIS analyzes the traffic impact under this condition, and indicates that the adjacent approved projects will worsen the traffic conditions at the ramp intersections and adjacent intersections, in addition to impacts from the Merced Gateway project. The TIS proposes the using the same "Existing Plus Project" mitigations as the mitigation for the "EPAP Plus Project & Cumulative Plus Project Access as Proposed". However, these proposed mitigations do not mitigate the project's significant impacts to traffic. For example, with these mitigations at the SR-99 NB Ramps/Mission Ave, the LOS is still E and F in the PM peak and Saturday as shown in Table 42, Mitigated EPAP Plus Project Conditions, Merced Gateway TIS. 7

8. Under the "Access as Proposed" scenario, the Merced Gateway DEIR's TIS provides the traffic analysis and mitigations for "Existing Plus Project Conditions", "EPAP Plus Project Conditions", and "Cumulative Plus Project Conditions". However, under the General Plan Circulation scenario, the TIS ignores the "EPAP Plus Project Conditions". The DEIR's TIS needs to mitigate the project's significant impacts during the "EPAP Plus Project with General Plan Circulation Conditions". 8

9. The design and placement of the Central Access point on the south side of Campus Parkway may result in traffic queues that will extend beyond the SR-99 NB Ramps/Mission Ave intersection under the Access as Proposed Scenario.
    a. For example, under "Mitigation Existing Plus Project" (Saturday), this proposed intersection of Campus Pkwy/Central Access includes two thru lanes with a traffic volume of 158 vehicles and a dedicated right-turn lane with a traffic volume of 715 vehicles. The large right-turn traffic volume at this access will create a traffic queue which will block the far right lane and extend back beyond the SR-99 NB Ramps/Mission Ave intersection. Drivers will tend to use the far right lane while approaching the right-turn at the Central Access. The NB Off-ramp right-turn traffic will also be blocked due to this traffic back up. A review of the provided SimTraffic performance report under "Mitigated Existing Plus Project Saturday with Project Street 9

Layout" shows the SR-99 NB Ramps/Mission Ave intersection has an overall delay of 48 seconds. However this is misleading since it is an average delay of all the approaches. The vehicle delay at the NB Off-ramp is more than 500 seconds, which is an unacceptable LOS. This will create long queues on the NB off-ramp, in addition to creating a potential safety issue at the off-ramp and also freeway mainline. 9 CONT

b. The TIS needs to disclose and address these potential traffic/safety impacts and consider other alternative solutions such as relocating the central access on the south side of Campus Parkway to the location of the east access.

10. The Synchro files submitted to the Department contained the following errors and inconsistencies:
    a. The TIS provides the traffic analysis and mitigations for "Existing Plus Project with General Plan Circulation" and "Mitigated Existing Plus Project with General Plan Circulation". However, the provided electronic Synchro files did not include the analysis for these conditions. Please provide these Synchro files to the Department for review. 10
    b. The TIS provides the traffic analysis and mitigations for "Cumulative Year 2035 Plus Project Conditions with General Plan Circulation" for all studied intersections. However, the provided electronic "Mitigated Cumulative Plus Project with General Plan" Synchro file only includes intersection #1 (Childs Ave/Parson Ave) and ignores the rest of the studied intersections. Please provide Synchro files that include all studied intersections under the "Mitigated Cumulative Plus Project with General Plan". 11
    c. A review of the provided electronic Syncho file under "Mitigated Existing Plus Project", "Mitigated EPAP Plus Project", and "Mitigated Cumulative Plus Project" shows the NB Off-Ramp at the SR-99 NB Ramps/Mission Ave intersection with a right-turn lane storage of 800 feet, which is 350 feet longer than the existing storage lane. However, the TIS never mentions lengthening the NB Off-ramp right-turn lane storage as a part of the proposed mitigations. Either the Synchro file needs to be revised to use the correct storage length or the mitigations need to lengthen the NB off-ramp accordingly. 12
    d. According to Figure 22 (Mitigations for Existing Plus Project/Access as Proposed) and Figure 24 (Mitigations for Existing Plus Project with General Plan Streets) of the TIS, there will be two WB left-turn lane at Campus 13

Pkwy/Coffee Street. However, a review of the provided Mitigation Synchro file shows a single left-turn lane on WB Campus Pkwy. This inconsistency must be corrected. 13 CONT

e. According to Table 41 (Mitigations for EPAP Plus Project Conditions) in the TIS, the improvement does not mention adding a second left-turn lane on WB Campus Pkwy at the Coffee Road/Campus Pkwy intersection. However, a review of the provided Synchro file shows two left-turn lanes on EB Campus Pkwy under "Mitigations for EPAP Plus Project Conditions". This inconsistency must be corrected. 14

f. The traffic analysis uses an unreasonably low percentage of truck traffic. A review of the provided electronic Synchro analysis file shows that under all traffic analysis conditions, only 2% of all turning movements at the intersections of SR-99 SB Ramps/Mission Ave, SR-99 NB Ramps/Mission Ave, and Campus Pkwy/Coffee Street will be trucks. This seems unreasonably low and would affect the saturation flow and level of service results between the ramp intersections and the nearby intersection of Campus Pkwy/Coffee Street. The TIS needs to be revised to provide a reasonable truck percent input in Synchro analysis under all study scenarios. 15

11. The proposed Merced Gateway Master Plan and Adjacent Approved Projects will have potential significant impacts to both operations and safety on mainline State Route 99 facilities. The TIS does not disclose or address these impacts. Therefore the Merced Gateway DEIR's TIS needs to include freeway merge and diverge analyses at the SR-99/Mission Ave interchange. HCS 2010 should be used for the merge and diverge analyses. 16

12. The proposed project will also will have potential significant impacts to both bicycle and pedestrian traffic in the area. The District suggests that the project include more of a Complete Streets approach to the streets and pedestrian facilities. The project should have adequate bicycle and pedestrian pathways and ensure that connections to existing and future pedestrian and bicycle facilities are easily made 17

13. The project should also provide amenities and access for public transit users to help reduce the number of vehicle trips and vehicle emissions. Including amenities such as public transit bus pullouts, bus shelters, bike racks, preferential parking for car 18

pool vehicles and electric vehicle charging stations will help encourage use of alternate modes of transportation and reduce pollution.

18
CONT

Due to the concerns we have with this project, we encourage the lead agency to schedule a meeting with us to discuss the project in greater detail. Please contact Nicholas Fung at (209) 948-7190 or myself at (209) 941-1921.

Sincerely,

TOM DUMAS, CHIEF
OFFICE OF METROPOLITAN PLANNING

State Agencies

Caltrans District 10 (CALTRANS)

Response to CALTRANS-1
The commenter suggests sidewalks and crosswalks at various locations on Coffee Street and Gerard Avenue.

Sidewalks will be installed with the project's frontage improvements on Coffee Street and Gerard Avenue. Sidewalks will be provided at the Parsons Avenue/Coffee Street intersection adjoining the cul-de-sac.

Response to CALTRANS-2
The commenter recommends pedestrian facilities to connect the proposed residences and hotel with the commercial areas of the proposed project.

The comment is acknowledged.

Response to CALTRANS-3
The commenter suggests sidewalks be constructed on the east side of Coffee Street south of Parsons Avenue.

Sidewalks will be constructed as suggested on Coffee Street.

Response to CALTRANS-4
The commenter recommends crosswalks across Campus Parkway.

Crosswalks will be provided by the project applicant.

Response to CALTRANS-5
The commenter suggests that bicycle lanes be added to Gerard Avenue, Coffee Street, Parsons Avenue, Campus Parkway, and Mission Avenue.

There is an existing Class I bikeway along the north side of Campus Parkway. The Merced Gateway Master Plan provides for Class II bicycle lanes along Gerard Avenue, Coffee Street, and Mission Avenue in Figure 32: Bikeway Plan, consistent with the City of Merced General Plan. Parsons Avenue will meet City requirements. The Master Plan also provided for conveniently located bicycle parking.

Response to CALTRANS-6
The commenter states that Mitigation Measure TRANS-1e is not feasible and will create potential safety issues and turning movement conflicts.

The City of Merced and Caltrans have consulted on the issues associated with the State Route 99 (SR-99)/Mission Avenue intersection and have identified an applicable strategy to address these concerns noted in this comment. The northbound SR-99 ramps approach to Mission Avenue will not include a "free" right-turn lane, but instead a second northbound right-turn lane will be provided. These improvements would be required for both the proposed project and the GP Circulation Alternative. In addition, a second right-turn lane will be provided at the project's mid-block driveway on Campus Parkway under the proposed project and the eastbound shared through/right

turn at Coffee and Campus Parkway will be split into a separate through lane and separate right-turn lane. These changes are noted in the revised Figures 22, 23, 24, 26, 27, 28, and 29 and revised Tables 37, 41, and 43 from the Traffic Study in Appendix I to the DEIR and the corresponding Exhibits 3.11-11, 3.11-12, 3.11-13, 3.11-18, 3.11-19, 3.11-24, 3.11-25, and 3.11-26 and Tables 3.11-16, 3.11-28, 3.11-37, 3.11-38, and 3.11-39, which are included in the Errata to the Draft EIR as part of this Final EIR.

Response to CALTRANS-7
The commenter states that the DEIR Traffic Impact Study needs to be revised to provide feasible mitigations under "EPAP Plus Project and Cumulative Plus Project Access as Proposed."

The City of Merced and Caltrans have consulted on the issues associated with the SR-99/Mission Avenue intersection and have agreed that the mitigation measures as revised above are sufficient to address these concerns. The resulting Levels of Service (LOS) would be similar to those identified in the DEIR but would still result in significant and unavoidable impacts as indicated in the DEIR.

Response to CALTRANS-8
The commenter states that the EIR needs to mitigate the project's significant impacts during the "EPAP Plus Project with General Plan circulation Conditions."

The evaluation of the GP Circulation alternative satisfies CEQA requirements for alternatives. The impacts of this alternative were evaluated under Existing and Cumulative conditions. CEQA does not require evaluation of the Existing Plus Approved Projects background condition.

Response to CALTRANS-9
The comment states that the design and placement of the Central Access point on the south side of Campus Parkway may result in traffic queues that will extend beyond the SR-99 NB Ramps/Mission Avenue intersection under the Access as Proposed Scenario.

The City of Merced and Caltrans have consulted on the issues associated with the SR-99/Mission Avenue intersection and have identified an applicable strategy to address these concerns noted in this comment. A second right-turn lane will be provided at the project's mid-block driveway on Campus Parkway under the proposed project, and the eastbound shared through/right turn at Coffee Street and Campus Parkway will be split into a separate through lane and separate right-turn lane.

Response to CALTRANS-10
The commenter points out errors and inconsistencies in the Synchro traffic analysis files submitted to the Department.

Revised Synchro-SimTraffic files were provided to Caltrans and were part of the collaboration between the City and Caltrans that led to the identified improvement strategy.

Response to CALTRANS-11
The commenter points out errors and inconsistencies in the Synchro traffic analysis files submitted to the Department.

Revised Synchro-SimTraffic files were provided to Caltrans and were part of the collaboration between the city and Caltrans that led to the identified improvement strategy.

Response to CALTRANS-12
The commenter points out errors and inconsistencies in the Synchro traffic analysis files submitted to the Department.

Revised Synchro-SimTraffic files were provided to Caltrans and were part of the collaboration between the city and Caltrans that led to the identified improvement strategy.

Response to CALTRANS-13
The commenter points out that according to Figure 22 (Mitigations for Existing Plus Project/Access as Proposed) and Figure 24 (Mitigations for Existing Plus Project with General Plan Streets) in the Traffic Study would require a second westbound left-turn lane at Campus Parkway/Coffee Street, but review of that second left-turn lane is not provided in the Mitigation Synchro file.

The mitigation measure requires two westbound left-turn lanes at the Campus Parkway/Coffee Street intersection. Because the westbound left-turn traffic volumes under Existing plus Project and EPAP plus Project conditions are small, the absence of the second lane does not have an appreciable bearing on the operation of the intersection.

Response to CALTRANS-14
The commenter states that Traffic Study Table 41 (Mitigation for EPAP Plus Project Conditions) does not mention adding a second left-turn lane on Westbound Campus Parkway at the Campus Parkway/Coffee Street intersection and that inconsistency should be corrected.

The mitigation measure requires two westbound left-turn lanes at the Campus Parkway/Coffee Street intersection. Because of the westbound left-turn traffic volumes under Existing plus Project and EPAP plus Project conditions are small, the absence of the second lane does not have an appreciable bearing on the operation of the intersection.

Response to CALTRANS-15
The commenter states that the traffic analysis uses an unreasonably low percentage of truck traffic.

The Traffic Impact Analysis made assumptions for truck percentages that were applicable to each scenario. Under existing and Existing plus Project conditions, the truck percentages would be typical since the project is the primary traffic source and its truck percentage would be appreciable. The 2-percent assumption is valid. Under EPAP conditions, the Walmart Distribution Center's truck traffic was included and the truck percentage was raised. Under long-term cumulative conditions, the truck percentage returned to a typical value as the specific truck contribution of approved projects were diluted and new routes for that traffic were identified.

Response to CALTRANS-16
The commenter states the proposed Merced Gateway Master Plan and Adjacent Approved projects will have potential significant impacts to both operations and safety on mainline State Route 99 facilities.

The City of Merced and Caltrans have consulted on the issues associated with the SR-99/Mission Avenue intersection and have identified an applicable strategy to address these concerns noted in this comment. Applicable improvements to SR-99 ramps were identified, including the addition of auxiliary lanes to NB and SB off ramps.

Response to CALTRANS-17
The commenter states that the project will have potential significant impacts to both bicycle and pedestrian traffic in the area.

Comment acknowledged. Applicable sidewalks and bicycle facilities are included in the Master Plan and the frontage improvements required by the City of Merced.

Response to CALTRANS-18
The commenter states that the project should also provide amenities and access for public transit users to help reduce the number of vehicle trips and vehicle emissions.

As requested by the commenter, a bus stop is included in the Master Plan.

San Joaquin Valley
AIR POLLUTION CONTROL DISTRICT

HEALTHY AIR LIVING™

August 24, 2016

Bill King
City of Merced
Development Services Department
Planning Division
678 West 18th Street
Merced, CA 95340

Agency Project: Draft Environmental Impact Report (DEIR) for the Merced Gateway Master Plan – SCH # 2015101048

District CEQA Reference No: 20160444

Dear Mr. King:

The San Joaquin Valley Unified Air Pollution Control District (District) has reviewed the above referenced project. Per the DEIR, the proposed project consists of (1) General Plan Amendments, (2) corresponding zone changes, and (3) the establishment of a Planned Development Zone. A planned development zone would be adopted to allow the development of up to 601,127 square feet of commercial uses and 178 multi-family dwelling units. The proposed project includes a 1.53-acre site for a fire station. The 77.5-acre project site is located in the City of Merced. The project site is bounded by two non-continuous segments of South Coffee Street on the west, East Gerard Avenue on the north, undeveloped land on the east, and East Mission Avenue on the south. The commercial square footage would be located on Campus Parkway, with 358,535 square feet on the north side and 242,592 square feet on the south side. End uses would include retail/commercial development, i.e. supermarket, regional shopping center(s), discount club, free-standing discount superstore, restaurants, convenience market and gas station, movie theatre, and hotel.

The District offers the following comments:

1. **Project Specific Emissions**

Based on information provided to the District, project specific emissions of NOx, ROG, and PM10 are not expected to exceed District significance thresholds of 10 tons/year NOx, 10 tons/year ROG/VOC and 15 tons/year PM10 with mitigations. 1

Seyed Sadredin
Executive Director/Air Pollution Control Officer

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Tel: 661-392-5500 FAX: 661-392-5585

www.valleyair.org www.healthyairliving.com

2. Voluntary Emission Reduction Agreement (VERA)

The DEIR relies on the reductions from a VERA to mitigate year 2023 and year 2026 operational emissions of ROG to less than the District significance threshold of 10 tons/year ROG.

The DEIR, *Air Quality/Greenhouse Gas Emissions*, Section 3, page 3.3-53, states: "Mitigation Measure AIR-2e requires the project proponent to enter into a VERA to reduce the operational emissions of ROG to a less than significant level."

Mitigation Measure Air-2e states: *"The project proponent shall submit evidence, verified by SJVAPCD, that demonstrates that the project's operational-related ROG emissions will be reduced to below SJVAPCD's numeric threshold of 10 tons per year, respectively. These reductions can be achieved by any combination of project design and/or via the project proponent entering into a development mitigation contract (e.g., Voluntary Emission Reduction Agreement, or VERA), with the SJVAPCD."*

Implementation of project design and the implementation of a VERA are two distinctive and complimentary approaches. The District has a mechanism where emission reductions are achieved by implementation of project design but it is through compliance with District Rule 9510 (Indirect Source Review). The project is subject to District Rule 9510 (Indirect Source Review). However, as mentioned in the DEIR, Section 3.3 Air Quality/Greenhouse Gas Emissions, page 3.3-51, "... *design elements, mitigation measures, and compliance with District rules and regulations are not sufficient to reduce project-related impacts on air quality to a less than significant level.*" VERAs provide a mechanism under which the project proponent provides pound-for-pound mitigation of emissions increases through a process that develops, funds and implements emissions reduction projects, with the District serving the role of administrator of the emissions reduction projects and verifier of the successful mitigation effort. 2

To implement a VERA, the project proponent and the District enter into a contractual agreement in which the project proponent agrees to mitigate project specific emissions by providing funds to mitigate the project's impact on air quality. Once entered into, VERAs become legally enforceable mechanisms for achieving air quality mitigation. After the project is mitigated, the District certifies to the lead agency that the mitigation is completed, providing the lead agency with an enforceable mitigation measure demonstrating that project specific emissions, i.e. the project's operational-related ROG emissions, have been mitigated to less than the District's ROG threshold of 10 tons/year. The City and the project proponent can engage in the discussion with the District regarding the implementation of a VERA prior to the finalization and certification of the EIR.

In conclusion, it is unclear how the City of Merced (City) is requiring evidence of project design implementation to reduce the project's operational-related ROG

emissions and how that would be enforceable. The City of Merced, as the lead agency for the project, has the authority to require feasible changes in any or all activities involved in the project in order to substantially lessen or avoid significant effects on the environment (CCR §15041(a)). These changes, also known as mitigation measures, must be fully enforceable through permit conditions, agreements, or other legally binding instruments (CCR §15126.4(a)(2)). Therefore, the District recommends the City revise Mitigation Measure Air-2e to specifically require the project proponent to mitigate the project's operational-related ROG emissions through one method and the revised mitigation measure should include sufficient details that allow the measure to be enforceable. This would allow the City to fully disclose to the public the extent of the actual mitigation proposed. 2 CONT

The District is providing an example of a VERA mitigation measure:

"Prior to final project approval by the City (or other specific time), the project proponent shall enter into a Voluntary Emission Reduction Agreement (VERA) with the SJVAPCD to mitigate the project's operational-related ROG emissions estimated at 14.56 tons for operational year 2023 and 19.50 tons for operational year 2026 to below the SJVAPCD's level of significance of 10 tons per year of ROG. The project proponent shall submit to the City a VERA executed by the project proponent and the SJVAPCD."

3. **Mitigation Measure Air-2f**

All project specific assumptions that have the effect of reducing or mitigating project related impacts must be fully enforceable.

Mitigation Measure Air-2f states: *"During the site preparation and grading of Phases 1 and 4, the project applicant shall require that either at least half of the construction equipment utilized during site preparation and grading activities for Phases 1 and 4 meet Tier 4 emissions standards, or the project applicant shall restrict the simultaneous site preparation and grading activities for Phases 1 and 4."* 3

All project specific assumptions used in the analysis that have the effect of reducing or mitigating project related impacts must be fully enforceable through permit conditions, agreements, or other legally binding instruments (CEQA Guidelines §15126.4, subd.(a)(2)).

4. **SJVAPCD (District) Attainment Status**

The SJVAPCD offers clarification of the District's current federal and state attainment status designation.

The DEIR, Section 3.3 Air Quality/Greenhouse Gas Emissions, page 3.3-5, states: *"The Air Basin is designated as nonattainment for ozone (state and national), PM_{10} (state), and $PM_{2.5}$ (state and national)."* 4

At the federal level, the District is currently designated as extreme nonattainment for the 8-hour ozone standards; nonattainment for the PM2.5 standards; and attainment for the 1-Hour ozone, PM10 and CO standards. At the state level, the District is currently designated as nonattainment for the 8-hour ozone, PM10, and PM2.5. 4 CONT

5. Ambient Air Quality Analysis

An ambient air quality analysis (AAQA) should be performed if the project's daily mitigated construction or operational emissions exceed the screening value of 100 pounds per day for any criteria pollutant.

To evaluate a potential impact to air quality, Section 8.4.2 of the Guidance for Assessing and Mitigating Air Quality Impacts (GAMAQI) suggests using the project's daily mitigated construction and operational emissions as a screening tool. If emissions exceed the screening value of 100 pounds per day for any criteria pollutant for construction or operation, an ambient air quality analysis (AAQA) should be performed. This analysis should include all emissions from construction and operations for each year the project exceeds the screening threshold. Operational emissions include those from mobile sources and permitted and non-permitted stationary sources. Note that all project related mobile source emissions within ¼ mile of the project boundary should be included as part of the project. 5

6. Health Impacts Assessment

Merced Gateway Project related health impacts should be evaluated to determine the construction and operational impacts to onsite future residents and/or worksites and offsite residents/school/worksites, existing or proposed.

The Impact Analysis, *Construction: Toxic Air Contaminants*, Section 3, page 3.3-63, states: *"Although construction of the project would involve the use of diesel-fueled vehicles, construction risks were not analyzed because of the short duration of the construction phase."* However, the District recommends a Health Risk Assessment (HRA) of the potential project related health impacts be performed to determine the construction and operational impacts to onsite future residents and/or worksites and offsite residents/school from emissions of toxic air contaminants (TACs). This project is a multi-year construction project; i.e. construction starts in 2017 and ends in 2026. 6

a) The most common source of TACs from this type of project can be attributed to diesel exhaust that is emitted from both stationary and mobile sources.

b) The health impact of emissions from this project (construction + operational emissions) needs to be evaluated for the offsite residents to the north and south as well as the school to the west.

c) Phase 4, consisting of 178 multi-family dwelling units, will be operational in 2019. Phase 1, consisting of 142,000 square feet of commercial space, and Phase 5, the fire station, will be operational in 2020. As of 2020, onsite receptors should be included in the HRA.

d) All sources of potential emissions whether they are permitted, not permitted, or to be permitted in the future should be included in an HRA.

e) When evaluating truck idling emissions, the District assumes a 15 minute idling time unless measures to ensure that trucks will idle for only 5 minutes are included as a mitigation measure in the land use permit. The Airborne Toxic Control Measure (ATCM) for idling includes numerous exceptions to the 5-minute idling limitation.

f) Construction onsite truck travel and idling should be included in the HRA.

g) Diesel emissions from onsite construction equipment should be included in the HRA.

h) Commercial, shopping or office development may be a source of toxic air contaminants because of delivery truck travel, idling and transportation refrigeration units (TRUs).

6
CONT

i) The District expects retail stores that sell perishable food products have a fuel-fired emergency standby engine to provide power in case of electrical outage. The fuel-fired emergency standby engine's emissions should be evaluated as part of the HRA.

j) All project specific assumptions used in modeling that have the effect of reducing or mitigating project related impacts must be fully enforceable through permit conditions, agreements, or other legally binding instruments (CEQA Guidelines §15126.4, subd.(a)(2)).

k) Prior to performing an HRA, the District recommends the project proponent contact the District to review the modeling approach.

The project would be considered to have a significant health risk if the HRA demonstrates that project related health impacts would exceed the District's significance threshold of 20 in a million for cancer and 1.0 for Acute and Chronic Hazard Indices.

l) The District recommends that all input files used to conduct the health risk assessment (HRA) be submitted in electronic format to the District. Providing the electronic input files used to develop the modeling outputs facilitates the District's confirmation of the HRA in a timely manner.

m) To comply with CEQA requirements for full disclosure, the District recommends that the modeling outputs be provided as appendices to the EIR. 6 CONT

More information on HRAs can be obtained by:

- E-mailing inquiries to: hramodeler@valleyair.org; or
- Visiting the District's website at: http://www.valleyair.org/busind/pto/Tox_Resources/AirQualityMonitoring.htm

7. Underfired Charbroilers

Particulate Matter 2.5 microns or less in size (PM2.5) from under-fired charbroilers (UFCs) pose immediate health risk. Since the cooking of meat can release carcinogenic PM2.5 species like polycyclic aromatic hydrocarbons (PAH), controlling emissions from under-fired charbroilers will have a substantial positive impact on public health.

Charbroiling emissions occur in populated areas, near schools and residential neighborhoods, resulting in high exposure levels for sensitive Valley residents. The air quality impacts on neighborhoods near restaurants with UFCs can be significant on days when meteorological conditions are stable, when dispersion is limited and emissions are trapped near the surface within the surrounding neighborhoods. This potential for neighborhood-level concentration of emissions during evening or multi-day stagnation events raises environmental concerns.

In addition, the cooking emissions source category is one of the largest single contributors of directly emitted PM2.5 in the Valley. Photochemical modeling conducted for the 2012 PM2.5 Plan showed that reducing commercial charbroiling emissions is critical to achieving PM2.5 attainment in the Valley. 7

The District committed to amend Rule 4692 (Commercial Charbroiling) in 2016, with a 2017 compliance date, to add emission control requirements for UFCs, as committed to in the District's 2012 PM2.5 Plan. Installing charbroiler emissions control systems during construction of new facilities is likely to result in substantial economic benefit compared to costly retrofitting.

Therefore, the District strongly recommends that your agency require new restaurants that will operate UFCs to install emission control systems during the construction phase. To ease the financial burden for Valley businesses that wish to install control equipment before it is required, the District is offering incentive funding during the time leading up to the amendment to the rule. Restaurants with UFCs may be eligible to apply for funding to add emission control systems. Please contact the District at (559) 230-5858 for more information.

8. District Rule 2010 (Permits Required) and Rule 2201 (New and Modified Stationary Source

A gasoline dispensing facility (gas station) is subject to District permitting requirements.

The proposed gas station is subject to District Rule 2010 (Permits Required) and Rule 2201 (New and Modified Stationary Source Review). As such, the District recommends the applicant contact the District's Small Business Assistance (SBA) office prior to starting construction regarding the requirements for an Authority to Construct (ATC) and to identify other District rules and regulations that apply to this project. SBA staff can be reached at (209) 557-6446. 8

In addition, please note that starting construction before receiving an ATC may result in a violation of District regulations and be subject to enforcement action.

9. District Rules and Regulations

The proposed project may be subject to the following District rules and regulations: Regulation VIII (Fugitive PM10 Prohibitions), Rule 4102 (Nuisance), Rule 4601 (Architectural Coatings), Rule 4641 (Cutback, Slow Cure, and Emulsified Asphalt, Paving and Maintenance Operations), and Rule 4702 (Internal Combustion Engines). In the event that any portion of an existing building will be renovated, partially demolished or removed, the project may be subject to District Rule 4002 (National Emission Standards for Hazardous Air Pollutants). The above list of rules is neither exhaustive nor exclusive. 9

More information regarding compliance with District rules and regulations can be obtained by:

- Visiting the District's website at http://www.valleyair.org/rules/1ruleslist.htm for a complete listing of all current District rules and regulation, or
- Visiting the District's website at http://www.valleyair.org/busind/comply/PM10/compliance_PM10.htm for information on controlling fugitive dust emissions.

The District recommends that a copy of the District's comments be provided to the project proponent.

If you have any questions or require further information, please contact Georgia Stewart at (559) 230-5937.

Sincerely,

Arnaud Marjollet
Director of Permit Services

Brian Clements
Program Manager

AM: gs

San Joaquin Valley Air Pollution Control District (SJVAPCD)

Response to SJVAPCD-1
The commenter states that the project-specific emissions of NO_x, ROG, and PM_{10} are not expected to exceed District significance thresholds of 10 tons/year ROG/VOC and 15 tons/year PM_{10} with mitigation incorporated.

The DEIR found that the proposed project would reduce NO_x, ROG, and PM_{10} to below the District's threshold through application of Mitigation Measures AIR-2a through AIR-2f, as found on pages 3.3-57 through 3.3-59 of the DEIR.

Response to SJVAPCD-2
The commenter states that the implementation of project design and of a Voluntary Emission Reduction Agreement (VERA) would provide mitigation of emissions. The commenter also states the requirement for the project proponent and the District to enter into a contractual agreement to implement the VERA.

The comment is noted. The proposed project is a Master Plan for an area and the exact building plans have not yet been developed. The DEIR was worded in such a way as to allow the project applicant to explore design elements that would reduce emissions before entering into a VERA, which would contractually obligate them to pay for the offset in emissions.

The commenter also expresses concerns on a lack of clarity as to how the City of Merced would require evidence related to project design and the way it would reduce operational-related ROG emissions. The commenter states that the mitigation measures must be enforceable through permit conditions, agreement, or other legally binding instruments.

Mitigation Measures AIR-2e requires that the SJVAPCD verify that the project's operational ROG emissions are reduced to below 10 tons per year. This mitigation measure provides the District with the authority to require proof of any emissions reduction achieved through changes to project design.

The commenter recommends the City revise Mitigation Measure Air-2e to require the project proponent mitigate operational-related ROG emissions through one method and explain how that method will be enforced.

Since the proposed project is a Master Plan, where the exact building plans have not yet been developed and since the District's preferred method to reduce emissions is through project design, it does not seem appropriate to limit the project applicant's options to meet the ROG emissions threshold from the project operations.

Response to SJVAPCD-3
The commenter states: "All project specific assumptions used in the analysis that have the effect of reducing or mitigating project-related impacts must be fully enforceable through permit conditions, agreements, or other legally binding instruments."

The DEIR provides Mitigation Measure AIR-2e, which requires the project applicant to either submit evidence to the District that demonstrates through project design features that the project's operational ROG emissions will be reduced to less than 10 tons per year or the applicant is required to enter into a VERA with the District that requires the applicant to pay an offset for the amount the project exceeds the ROG threshold. Mitigation Measures AIR-2e is a fully enforceable and legally binding instrument.

Response to SJVAPCD-4
The commenter states:

> At the federal level, the District is currently designated as extreme nonattainment for the 8-hour ozone standards; nonattainment for the $PM_{2.5}$ standards; and attainment for the 1-Hour ozone, PM_{10} and CO standards. At the state level, the District is currently designated as nonattainment for the 8-hour ozone, PM_{10}, and $PM_{2.5}$.

Table 3.3-3 in Section 3.3, Air Quality/Greenhouse Gas Emissions, shall be revised so that the ozone-one hour standard is designated as "Attainment" for the National Standard.

Response to SJVAPCD-5
The commenter notes the need for an ambient air quality analysis should the project's daily mitigated construction or operation emissions exceed the screening value of 100 pounds per day for criteria pollutants.

As detailed in the text after Table 3.3-13 (page 3.3-55 of the DEIR), Mitigation Measure AIR-2f would reduce all criteria pollutants emissions during construction to below the 100-pound-per-day threshold.

The commenter also mentions the potential use of the project's daily mitigated construction and operational emissions as a screening tool.

As detailed above, the DEIR utilized the 100-pound-per-day threshold to assess the construction-related local air quality impacts and the DEIR found that, with the implementation of Mitigation Measure AIR-2f, the impacts would be less than significant.

The commenter suggests that all project-related mobile source emissions within a 0.25-mile radius of the project should be included as part of the project. The comment is noted. Construction of the proposed project would not require the import or export of large quantities of dirt (haul truck). The worker trips were assessed to determine if they would change the results, and it was found that when their emissions are divided by 0.25/9.5 it equals 0.026, which does not increase mobile source emissions, as shown in Table 3.3-13.

Response to SJVAPCD-6
The commenter recommends a Health Risk Assessment (HRA) for the project-related impacts of emissions on future residents as well as other related impacts.

The DEIR provides a qualitative HRA that analyzes the construction-related health risks to the nearby residents from diesel emissions. Although construction activities may occur between 2017 and 2026, there are anticipated to be large gaps between phases and the latter construction activities would be required to meet more stringent state regulations that would reduce the risk from diesel emissions. As such, preparation of a quantitative HRA would not alter the findings presented in the DEIR and is therefore not necessary.

The DEIR provides a qualitative HRA analysis of both operations and construction activities and found that the proposed project did not meet CAPCOA's screening thresholds that would require the preparation of a quantitative HRA. As such, preparation of a quantitative HRA would not alter the findings presented in the DEIR and is therefore not necessary.

The proposed project consists of a mixed-use development that includes both residential and commercial uses. The *California Supreme Court Ruling for California Building Association v. BAAQMD*, filed on December 17, 2015, limited CEQA analyses from analyzing existing environmental impacts to future residents of a proposed project.

The DEIR identified all sources of TAC emissions that can be reasonably assumed to be part of the project and included diesel truck emissions, gas station emissions, and restaurant charbroiler emissions. All of the sources of emissions were assessed consistent with the CAPCOA screening distances to the nearby sensitive receptors and were found to result in less than significant impacts.

The DEIR identified the potential health risks from diesel emissions during operational activities and found that the number of trucks would be below the California Air Pollution Control Officers Association (CAPCOA) screening levels that require the preparation of a quantitative HRA and impacts would be less than significant.

It is too speculative at this time to try to assess which stores would utilize backup generators. If any store were to install a backup generator, a separate permit would be required. The health risks associated with the generator would be required to be analyzed at that time.

A qualitative HRA was found not to be required for this project, as it would not change the findings presented in the DEIR. Modeling outputs are provided in Appendix C.

Response to SJVAPCD-7
Comment noted. The project applicant will provide all prospective restaurants with information about the District's Unified Facilities Criteria (UFC) rules and incentive funding.

Response to SJVAPCD-8
The commenter states that the gas station is subject to specific requirements and suggests the applicant contact the District's Small Business Assistance (SBA) office before starting construction regarding the requirements.

The comment is noted. The project applicant will provide all prospective gas stations with information about the District's Rules 2010 and 2201 and about the SBA office's assistance to meet the District's requirements.

Response to SJVAPCD-9

The commenter lists District rules and regulations to which the project may be subjected.

The comment is noted. The project applicant will require that all contractors working on the proposed project adhere to all of the District's rules and regulations.

MERCED COUNTY

DEPARTMENT OF PUBLIC WORKS
Road Division

Dana S. Hertfelder
Director

345 West 7th Street
Merced, CA 95341
(209) 385-7601
(209) 722-7690
www.co.merced.ca.us

Equal Opportunity Employer

Date: July 15, 2016

To: Mark Hendrickson, Director
Community and Economic Development Department

From: Steven E. Rough, Supervising Engineer

Subject: Merced Gateway Master Plan Draft EIR Comments

M E M O R A N D U M

We have completed a cursory review of the transportation section of the Draft EIR for the Merced Gateway Master Plan. Although we may not fully agree with the methodology used in the analysis, we are limiting our comments to potential impacts the project may have on County roads.

1. The traffic analysis for the near- and mid-term assumes Campus Parkway has not been extended from its current terminus at Childs Avenue. In these scenarios, the traffic analysis seems to underestimate the volume of new trips that will travel on the Kibby Road access to the project site. The Kibby Road access, as defined in the memo, consists of trips generated from North Merced that choose to travel east on Yosemite Avenue or Olive Avenue to Kibby Road, then south on Kibby Road to Childs Avenue, then west on Childs Avenue to Campus Parkway, then to the project site. 1

   The Kibby Road access route is likely to have a shorter travel time to the project site for many residents than alternative routes through the City of Merced. The actual number of trips following this route may be difficult to determine. The consultant may be able to conduct a select-link analysis to identify trips traveling from North Merced to the project site. If we assume that 10% of the new trips take this route, that represents approximately 2,600 new trips on the Kibby Road access per day. Although it is unlikely that 2,600 new trips will result in any new level-of-service deficiencies along the Kibby Road access, it is likely that this increase in trips may result in an increase in traffic collisions along the Kibby Road access as well as the advanced deterioration of the roadway travel surface. 2

   The construction of Campus Parkway Segments 2 and 3 will eliminate any impacts this project is likely to have on the Kibby Road access. The Regional Transportation Impact Fee (RTIF) has been developed as a mechanism for developers to pay their fair share of significant regional transportation improvements such as Campus Parkway. It is our understanding that the City of Merced recently suspended collection of RTIF fees for 3

new development projects. If the RTIF fee is not collected for projects occurring as part of the Merced Gateway Master Plan, then these projects will not be contributing their fair share towards the construction of Campus Parkway.

As a result, we recommend that this project either be required to pay the RTIF fee or pay their fair share for the construction of Campus Parkway using another mechanism that has not yet been developed. 3 CONT

2. Other General Comments (not County-road related):

   a. Campus Parkway has been designed to accommodate construction of one additional through lane in each direction within the median. The mitigation measures indicate the need for a third lane in each direction but the limits of the third lane has not been clearly identified. 4

   b. The number of trips traveling from the north to Campus Parkway to the Gerard Avenue central driveway into the site seems to be underestimated. This may result in inadequate design at this intersection. 5

   c. If the City decides to eliminate the Coffee Street cul-de-sac, the City may want to evaluate construction of a roundabout at the intersection of Coffee Street and Parsons Avenue. The roundabout is likely to be more efficient than a traffic signal and provide traffic calming. Additional traffic calming features could also be incorporated on the segment of Coffee Street between Parsons Avenue and Gerard Avenue. The peak hour of the school and the peak hour of the land uses in the Merced Gateway project are not the same; as a result, capacity issues are less likely to impact Pioneer School. 6

Local Agencies

Merced County Department of Public Works (MCDPW)

Response to MCDPW-1
The commenter states: "The traffic analysis for the near-and mid-term assumes Campus Parkway has not been extended from its current terminus at Childs Avenues. In these scenarios, the traffic analysis seems to underestimate the volume of new trips that will travel on the Kibby Road access to the project site." The commenter then defines the Kibby Road access. The response is included in the Response to MCDPW-2, below.

Response to MCDPW-2
The commenter suggests that "select link" analysis using the MCAG regional traffic model may be a possible tool for identifying the paths of project trips on Kibby Road. The commenter then says it is unlikely that 2,600 new trips on the Kibby Road access will result in any new level-of-service deficiencies along the Kibby Road access, it is likely that this increase in trips may result in traffic collisions along the Kibby Road access as well as the advanced deterioration of the roadway travel surface.

The MCAG traffic model and select link tracking was used to identify the routes that are likely to be used by project trips under both short-term and long-term conditions. As noted in Table 16 of the traffic study and Table 3.11-8 of the DEIR, 4 to 5 percent of the project's trips are expected to travel east on Child Avenue and Gerard Avenue under short-term conditions towards Kibby Avenue. A major share of these trips would turn north on Kibby Road to reach SR-140 under short-term conditions before Campus Parkway is extended further north.

Response to MCDPW-3
The commenter states: "The construction of Campus Parkway Segments 2 and 3 will eliminate any impacts this project is likely to have on the Kibby Road access . . . . It is our understanding that the City of Merced recently suspended collection of RTIF fees for new development projects . . . we recommend that this project either be required to pay the RTIF fee or pay their fair share for the construction of Campus Parkway using another mechanism that has not yet been developed."

No evidence has been offered to suggest that the project's impacts to Kibby Road are significant, and, therefore, this suggested mitigation is not required. The State of California has recently committed $100,000,000 in funding to complete the Campus Parkway through Senate Bill 1.

Response to MCDPW-4
The commenter states: "Campus Parkway has been designed to accommodate construction of one additional through lane in each direction within the median. The mitigation measures indicate the need for a third lane in each direction but the limits of the third lane has not been clearly identified."

The comment asks for identification of the limits of a third travel lane in each direction on Campus Parkway. Under the proposed access scenario, the third lanes would be needed between the SB SR-99 ramps to the central access, and auxiliary lanes would be needed between the central access and the eastern driveways. Under the GP Circulation Element alternative the third lanes would be needed from the SB SR-99 ramps to Pluim Drive.

Response to MCDPW-5
The commenter states: "The number of trips traveling from the north to Campus Parkway to the Gerard Avenue central driveway into the site seems to be underestimated. This may result in inadequate design at this intersection." The comment suggests that more project trips will use Campus Parkway and Gerard Avenue to north to reach the site than has been anticipated and that additional mitigation will be required.

As noted in DEIR Table 3.11-8 under Year 2035 conditions, 21–23% of the project trips are expected to use Campus Parkway north of the Gerard Avenue, Childs Avenue to the east or Gerard Avenue to the east. These trips have been assumed to pass through the Campus Parkway/Gerard Avenue intersection which has been shown to operate within the City's minimum LOS standard, and no mitigation has been identified. No evidence has been offered to suggest that additional project trips will use this intersection, or to suggest that additional trips would have a significant impact that required mitigation.

Response to MCDPW-6
The commenter states: "If the City decides to eliminate the Coffee Street cul-de-sac, the City may want to evaluate construction of a roundabout at the intersection of Coffee Street and Parsons Avenue."

This action is not proposed by the project under consideration and therefore was not analyzed in the DEIR. The comment suggests that a roundabout could be installed at the Coffee Street/Parson Avenue intersection in lieu of a traffic signal. While a roundabout is not identified as a mitigation measure, the City of Merced could consider a roundabout as an alternative to a traffic signal, and while LOS analysis has not been performed, roundabouts can typically deliver similar or better LOS than traffic signals.

City of Merced Fire Department

Shawn Henry, Fire Chief

INTEROFFICE MEMORANDUM

TO: Bill King, Principal Planner

FROM: Shawn Henry, Fire Chief

DATE: August 29, 2016

SUBJECT: Merced Gateway EIR

The City of Merced Fire Department objects to a specific element in Appendix I: Traffic Study. We would like to have Coffee Street open to through traffic between Campus Parkway and Gerard Avenue. 1

Response times are a critical element when responding to emergency incidents. In the event an emergency is on Coffee Street south of Parsons Avenue, Campus Parkway near the intersection of Coffee Avenue or State Route 99 the fire departments response time to these locations will be extended by having to travel further East on Gerard Avenue to Campus Parkway or West to Alfarata Blvd., South to Parsons Avenue, East to Coffee, and then South on Coffee. 2

Traveling through the shopping center is not an option or a recommended practice for emergency vehicles due to the pedestrian and vehicle traffic associated with parking lots. The proposed Traffic Circulation Plan will have the majority of traffic flowing on Campus Parkway and Gerard Avenue as they navigate around the shopping center. This increase of traffic on Gerard Avenue is not recommended in front of the proposed fire station. The increase in traffic makes it difficult to exit quickly for emergency incidents. 3

We would prefer the extension of Coffee Street from Gerard Avenue be a continuous collector through to Campus Parkway. 4

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City of Merced Fire Department (MFD)

Response to MFD-1
The commenter states: "We would like to have Coffee Street open to through traffic between Campus Parkway and Gerard Avenue."

Comment noted.

Response to MFD-2
The commenter states: "Response times are a critical element when responding to emergency incidents. In the event an emergency is on Coffee Street south of Parsons Avenue, Campus Parkway near the intersection of Coffee Avenue or State Route 99 (SR-99) the fire department's response time to these locations will be extended by having to travel further East on Gerard Avenue to Campus Parkway or West to Alfarata Blvd., South to Parsons Avenue, East to Coffee, and then South on Coffee."

The proposed project does not decrease any current response times. The construction of the project will allow the construction of a new fire station to serve the project and the surrounding area, decreasing current response times to these sites.

Response to MFD-3
The commenter states: "Traveling through the shopping center is not an option or a recommended practice for emergency vehicles due to the pedestrian and vehicle traffic associated with parking lots. The proposed Traffic Circulation Plan will have the majority of traffic flowing on Campus Parkway and Gerard Avenue as they navigate around the shopping center. This increase of traffic on Gerard Avenue is not recommended in front of the proposed fire station. The increase in traffic makes it difficult to exit quickly for emergency incidents."

The future fire station will be sited to allow fire trucks to enter Gerard Avenue directly. The traffic on that section of Gerard was not determined to exceed the City's threshold for traffic flow.

Response to MFD-4
The commenter states: "We would prefer the extension of Coffee Street from Gerard Avenue be a continuous collector through to Campus Parkway."

The comment is noted. Since no comment on the environmental conclusions of the EIR was provided, no further response is required (CEQA Guidelines, Section 15088).

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WEAVER UNION SCHOOL DISTRICT

John Curry, Superintendent

3076 East Childs Avenue * Merced, California 95341 * (T) 209.723.7606 (F) 209.725.7128

Weaver Middle School * Pioneer Elementary School * Farmdale Elementary School

August 26, 2016

Mr. Bill King, Principal Plannèr
City of Merced
678 W. 18th St.
Merced, Ca. 95340

Re: Merced Gateway Project

Dear Mr. King,

This letter shall act as the official response from the Weaver Union School District regarding the EIR for the Merced Gateway Master Plan. We are submitting this to communicate our concerns with the project scope and findings as well as providing some suggestions or mitigations for issues we feel will have a significant impact on our ability to continue to operate our schools in a safe and efficient manner. We will indicate our concerns over air pollution and traffic, both during construction and after completion. Our focus is to continue to provide our community with safe and efficient routes to Pioneer Elementary School and Weaver Middle School. We would also like to point out that we are in support of the concept of the project and the potential benefits to our community. 1

Pioneer Elementary School was originally built for a capacity of up to 700 students. Growth has required us to add 22 additional portable classrooms to the campus. The additional 22 classrooms have helped us house and educate over 1050 students. The 22 additional classrooms have required 22 teachers who require safe parking on or near the site. If you were to analyze the parking situation at the site, you would find that Pioneer staff currently park on both the North-bound and South-bound side of Coffee Street, we have also created additional staff parking in the bus pick up area on the East side of the school campus. Currently there aren't enough parking spaces on the site for our staff. We are concerned that the improvements made to Coffee will reduce offsite parking significantly. 2

In addition to the concern over parking and increased commercial traffic, we also have a concern about the impact of additional students to the campus. There is a formula that schools use to predict additional enrollment based on new residential units. That formula indicates that this project would potentially increase our student population by another 70 - 90 students. That would require us to bring in 4 more portable classrooms and hire at least 4 more teachers. Along with the additional parking for staff, that would increase our pedestrian traffic at the Gerard/Coffee AWS by 70-90 students. These students will range in age from 4 years to 11 years old. The potential for students being struck by vehicles increases significantly. 3

With this in mind, we would request that the enhanced pedestrian crossing at Gerard and Coffee would include the flashing light beacon crosswalk that activates with the push of a button. This crosswalk 4

could be engineered to support safe and adequate traffic/pedestrian flow. We ask that the project include the safest enhancements available to ensure the safety of our students and staff. 4 CONT

The intersection at Gerard and Coffee is extremely busy with both vehicle and foot traffic during morning student drop off and afternoon student pick-up. Most vehicles must stop at that intersection twice per visit as there is currently no way to access Parsons Avenue. Parents must stop to turn into the drop off zone and then make a u-turn to leave stopping again at Coffee and Gerard. Over 1,050 students arrive daily on campus via school bus, private vehicle or on foot. Often vehicles are stopped and/or double-parked on Gerard Avenue creating unsafe conditions for both vehicle and foot traffic. The additional driveway entrance and exit proposed on Coffee Avenue to service the 178 unit residential complex will significantly increase the traffic to the AWS on Gerard and Coffee and will virtually create significant delays in traffic flow. It will also create potential safety hazards to foot traffic as the driveway creates an additional area in which students crossing could be struck by vehicles entering / exiting that driveway. We would respectfully recommend eliminating the driveway servicing the 178 unit residential complex on Coffee Avenue. We would suggest an alternative location for a driveway be found and suggest a pedestrian gate be installed for foot traffic. 5

With the additional traffic that has been confirmed by the EIR, we have two suggestions for mitigation. The first suggestion would be to enter into a Facility Joint Use Agreement with our District for the construction of a parking lot located at the site adjacent to Pioneer Elementary School just to the West (see attached rendering). The City of Merced Plan has the site identified for a park in the future. That park will require a parking lot. If we were to work together to build the parking lot first, then our parents could access the lot to park and walk their children to school either using the sidewalk on E. Gerard or through a walking gate in the fence connected to the two properties (school / city). This would reduce the amount of vehicle trips having to go through the AWS on Gerard and Coffee. A parent could avoid that stop completely (and remember that vehicles have to stop there twice), by parking in the new parking lot, dropping off the student, then exiting the lot and turning West on Parsons Avenue. 6

Our second suggestion or request would be for the City to put in a Right Turn Only exit from the South end of Coffee Street which is currently a cul-de-sac. What the District will do is to create a Student Drop Off/Pick up zone on the South-East corner of Pioneer Elementary School play field (see attached rendering). This would enable vehicle traffic to exit onto Parsons Avenue rather than returning to the AWS at Coffee and Gerard. It would essentially reduce the traffic at that AWS by 50%. We have already created a gate for access to the school from Parsons Avenue and have an adult on duty in the mornings and afternoon. If a Right Turn Only intersection is not possible, then we would ask the City to allow for a Drop off/ Pick up Zone on Parsons Avenue. 7

We are also requesting cooperation and collaboration during the construction. If road improvements or construction cause lane closures or detours, we would need to be given advanced notice so we can inform our families (impact on travel time for pick up / drop off students) as well as our Transportation Department (impact on travel time and bus routes). 8

We have concerns regarding air quality during construction and hope that the City will closely monitor this during the construction of the project. 9

In conclusion, while we support growth and opportunity in this area, the Merced Gateway Project will undoubtedly affect our ability to maintain a safe and efficient school if constructed as planned. Our hope is to work in partnership with the City of Merced and the Developer to find compromises that will significantly reduce the impact. We can grow together!

Sincerely,

John Curry, Superintendent
Weaver Union School District

JC:jrl

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Weaver Union School District (WUSD)

Response to WUSD-1
This comment is in support of the project. Since no comment on the environmental conclusions of the EIR was provided, no further response is required (CEQA Guidelines, Section 15088).

Response to WUSD-2
The commenter expresses concern regarding adequate parking.

The proposed Project's commercial uses shall be accessed from on-site parking lots and will incorporate passenger loading areas. The proposed Merced Gateway Master Plan also notes that a reduction in parking may be considered by the City with a joint parking agreement or parking reduction program. The project meets the parking requirements for all uses as required in the Merced Municipal Code.

Response to WUSD-3
The commenter expresses concern regarding the impact of additional students to the campus in regards to student capacity and pedestrian traffic.

The comment is noted. As noted in the DEIR, "City's General Plan EIR determined that growth of schools attributable to population growth anticipated in the General Plan would be accommodated through the development fees allocated to the school district from new development. The proposed project will generate fewer students than would otherwise occur under the General Plan buildout for this area." Mitigation Measures TRANS-1a through TRANS-1d will also increase safety with the use of enhanced pedestrian crossings and traffic signals throughout the project area. Traffic-related development fees shall also be paid for other road improvements required to meet City standards.

Response to WUSD-4
The commenter requests ". . . that the enhanced pedestrian crossing at Gerard and Coffee would include the flashing light beacon crosswalk that activates with the push of a button."

The comment is noted. Mitigation Measures TRANS-1a through TRANS 1d would increase safety of residents in the City. No impact to pedestrian safety at this crossing was identified.

Response to WUSD-5
The commenter recommends eliminating the driveway serving the residential complex on Coffee Avenue.

This driveway was analyzed in Section 3.11, Transportation of the DEIR and was not determined to present a hazard.

Response to WUSD-6
This comment concerns the project's impacts to parking and entering into a Facility Joint Use Agreement with the District.

The DEIR notes that a reduction in parking may be considered by the City with a joint parking agreement or parking reduction program. Since no comment on the environmental conclusions of

the EIR was provided, no further response is required. The project meets the parking requirements for all uses as required in the Merced Municipal Code.

Response to WUSD-7
This comment suggests the creation of a right-turn-only exit from the south end of Coffee Street.

Impacts to transportation were evaluated in Section 3.11, Transportation of the DEIR, and the traffic flow in this area did not require mitigation as is suggested.

Response to WUSD-8
The commenter states: "We are also requesting cooperation and collaboration during the construction. If road improvements or construction cause lane closures or detours, we would need to be given advance notice so we can inform our families as well as our Transportation Department."

Comment acknowledged. The City and the developer will work with the school district throughout the proposed project's construction phases to avoid construction-related traffic impacts. Since no comment on the environmental conclusions of the EIR was provided, no further response is required (CEQA Guidelines, Section 15088).

Response to WUSD-9
The commenter states: "We have concerns regarding air quality during construction and hope that the City will closely monitor this during the construction of the project."

Responsibility for monitoring and enforcing the air quality mitigation measures is designated in the Mitigation Monitoring and Reporting Program.

Merced County Farm Bureau

August 29, 2016

Mr. Bill King, Principal Planner
City of Merced
Planning Department
678 W. 18th Street
Merced, Ca 95340

Dear Mr. King,

Merced County Farm Bureau (MCFB) would like to submit comments to the official record regarding the City of Merced's (the "City") Environmental Impact Report (EIR) for the Merced Gateway Master Plan. MCFB is a non-profit organization that represents 1,200 farmers and ranchers on a variety of pertinent issues throughout the county. 1

As a leading economic driver within the City, our organization must remain vigilant when agriculture, and the valuable resources associated with it, are used for other means. We understand the need to bring more amenities and housing communities to the area; however we are concerned with the continued loss of productive agricultural land. According to the document, the City's General Plan EIR accounted for loss of this farmland through a Statement of Overriding Consideration; yet we still request actual mitigation to be performed. The property has been deemed to be "Farmland of Local Importance" by the California Department of Conservation's Farmland Mapping and Monitoring Program maps, it has scored relatively high on the Storie Index as being ranked Grade 1 (excellent) and Grade 2 (good). Land Capability Classification for the parcel are not ranked within the highest class; yet the limitations that are presented still allow the parcel to house productive row crops or pastures. 2

The EIR document makes reference to gaining agricultural land in 3.2 Agricultural Resources on page 3.2-1 in stating, "Although urbanization has increased, the City of Merced has gained agricultural land in the 2030 General Plan compared to the 2015 General Plan (City of Merced 2012)." We would like to ask for clarification on how agricultural land within the city boundaries has increased as the basis for this statement as it is not described. 3

OpenSpace Element *Implementing Action 2.1.c* of the Merced Vision 2030 General Plan is in place to "minimize conflict between agricultural and urban uses by requiring buffers, such as landscape areas, roadways, or creeks, to separate these uses." We commend this action being implemented in the General Plan and look to ensure that adequate buffers are developed as 77.5 percent of the surrounding area is designated as agriculture. It seems that all too often our community is portrayed as the criminal for cultural practices. While they are the true stewards of the land and engage in the best management practices, those that are newly established in agriculture communities can tend to criticize methods. 4

The parcel in question has not been farmed since 2005. With the property being left fallow, groundwater has been left untouched and as this project develops, a large amount of water resources will be consumed. Water is the most valuable commodity when considering business or development as any operation would be unable to sustain without it. The Sustainable Groundwater Management Act (SGMA) of 2014 is the most unprecedented water legislation to date. We encourage your continued effort to work with other local agencies in complying with the new regulation of bringing the Merced Subbasin into sustainability. We feel notice should be brought forward regarding a statement involving groundwater overdraft found on page 3.7-12 that reads, "Although groundwater levels have decreased, the City of Merced's ability to pump from the subbasin has not been adversely affected." As you understand the severity of SGMA, you must understand that the amount to pump may be restricted in years to come. There is indication that project buildout would require 150 acre-feet per year which would be offset by a purchase of 200 acre-feet per year of surface water from Merced Irrigation District (MID). We urge you to have a back-up plan in place as surface water is in constant fluctuation due to digression from state officials and is not a resource that can be thought of as an immediate use. 5

Please consider our requests to include mitigation for the proposed project and our concerns with available water. We appreciate the opportunity to comment and look forward to the outcome of these documents.

Sincerely,

Breanne Ramos
Executive Director

Organizations

Merced County Farm Bureau (MCFB)

Response to MCFB-1
The commenter represents the Merced County Farm Bureau.

Comment noted.

Response to MCFB-2
The commenter expresses concern about the loss of productive agricultural land.

The comment is noted. A detailed analysis of Agricultural Resources is provided in Section 3.2 of the DEIR, which concludes that the site would be considered an agricultural resource based on its characteristic as analyzed with the LESA Model; however, this is an impact that was evaluated previously in the Merced 2015 General Plan EIR and the Merced Vision 2030 General Plan EIR. The Merced Visons 2030 General Plan designates one portion of the site for "Medium to High Density Residential" and remaining portion as "Regional Community Commercial." This significant and unavoidable impact was addressed in the Statement of Overriding Considerations adopted by the City with its certification of the General Plan EIR.

Response to MCFB-3
The commenter states: "We would like to ask for clarification on how agricultural land within the City boundaries has increased as the basis for this statement as it is not described."

The gain in agricultural land within the City has resulted from annexation of areas containing agricultural uses.

Response to MCFB-4
The commenter recommends that an adequate buffer is developed between agricultural and urban uses. The comment is noted. Since no comment on the environmental conclusions of the EIR was provided, no further response is required.

Response to MCFB-5
The commenter expresses concern regarding water resources, specifically, the project's effects on groundwater and overdraft in the Merced Subbasin.

As noted in Section 3.7, Hydrology, the use of permeable paving will help to reduce runoff and replenish water supply within the site area. The Master Plan will also use water-restricting methods in order to reduce the use of potable water wherever possible. The City and the Merced Irrigation District have adopted a Groundwater Management Plan for the subbasin that sets forth strategies to optimize use of the groundwater resources to eliminate the overdraft. The DEIR cites the Water Supply Assessment prepared by Balance Hydrologics for this analysis, which found that "the City of Merced experienced a net decrease in water demand in 2014 and 2015 in response to mandatory water conservation measures issued by the State [thereby demonstrating] that the City has the ability to manage its municipal water supply such that it can provide adequate water supplies in periods of extended drought."

Although the Merced Subbasin is in a state of overdraft, the overdraft is not a limitation on the City's ability to draw water from the aquifer. Additionally, the project would implement measures to reduce demand and facilitate groundwater recharge.

July 30, 2016

Tera Mondo

420 Hydrangea Ct.

Merced CA 95341

(209)658-6373

Dear Mr. King,

This letter is in response to the City of Merced DEIR Gateway project. My family of six reside close to the project and we welcome the construction and all the aspects involved with this development. We bought our home seven years ago and my husband and I have discussed from the beginning of residency here how nice a commercial area would be right down the road. As a family we have discussed the noise that will be an outcome of this project and we are willing to sacrifice the sounds of construction for this outcome. 1

The opening of Coffee rd. at Pioneer Elementary School would alleviate the school congestion that is now a gridlock during drop off and pick up times at the school. I also believe the air quality issue that comes along with more traffic because of the Gateway center is not that much of an impact to air quality due to the the constant Highway 99 flow at the similar area. 2

I found that after reviewing the DEIR that it was very informative and I'm glad to learn of this information on this project that will bring job opportunities to our community and the members of our community will benefit from its presence in our area. 3

Sincerely,

Tera Mondo

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Individuals

Tera Mondo (MONDO)

Response to MONDO-1
The commenter expresses concern regarding noise but makes no comment regarding the CEQA analysis.

The comment is noted. Since no comment on the environmental conclusions of the EIR was provided, no further response is required (CEQA Guidelines, Section 15088).

Response to MONDO-2
The commenter notes the project would alleviate school congestion during drop off and pick up times. The commenter notes that traffic generation created by the project would not impact air quality.

The comments are noted. Since no comments on the environmental conclusions of the EIR were provided, no further responses are required (CEQA Guidelines, Section 15088).

Response to MONDO-3
General comment on quality of DEIR.

Comment noted.

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From: Bill Spriggs [mailto:billspriggs@sbcglobal.net]

Sent: Friday, August 26, 2016 9:44 AM

To: King, Bill <KingB@cityofmerced.org>

Subject: Merced Gateway Development

Dear Mr. King,

I have reviewed the Merced Gateway Development Master Plan and would complement the developer and city planning staff for a project the "raises the bar" for commercial development in Merced. I am impressed with the architectural and landscape design standards. I would also note that during my tenure on the city council we heard often from the Golden Valley Neighborhood Association about the lack of shopping opportunities in southeast Merced. This development will go a long way in addressing the concerns of the neighborhood. I support this project. 1

Sincerely,

Bill Spriggs

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Bill Spriggs (SPRIGGS)

Response to SPRIGGS-1
The commenter expresses support for the project.

The comment is acknowledged. Since no comment on the environmental conclusions of the EIR was provided, no further response is required (CEQA Guidelines, Section 15088).

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August 29, 2016

VIA E-MAIL & U.S. MAIL

Bill King, Principal Planner
CITY OF MERCED, PLANNING DIVISION
678 W. 18th Street
Merced, CA 95340

Re: Comments of Merced Gateway, LLC on Merced Gateway Master Plan Draft EIR

Dear Mr. King:

On behalf of Merced Gateway, LLC, I am writing to submit comments on the Draft Environmental Impact Report (the "DEIR") for the Merced Gateway Master Plan (the "Project"), which is located between Mission Avenue, Gerard Avenue, Coffee Street, and the Pluim Drive alignment in the City of Merced (the "Subject Property"). As you are aware, Merced Gateway, LLC owns properties immediately east of the Project (the "Neighboring Properties"), and currently plans to build a commercial development on that property.[1] The Neighboring Properties consist of two parcels (the "Northern Parcel" and the "Southern Parcel"), which are generally bisected by the Campus Parkway alignment. This comment letter also encloses several documents, including the Technical Memorandum prepared by John Rowland, P.E., T.E., of Peters Engineering Group (the "Peters Report"), which is enclosed as Exhibit "A," and several diagrams showing how the Neighboring Properties would be affected by the Project. (See Exs. "C"-"L.") 1

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[1] The Neighboring Property is sometimes referred to as the "BP Property" or the "Business Park Property" in the DEIR and the accompanying technical appendices.

Merced Gateway, LLC objects to the Project. The Project will result in direct and substantial impacts to the Neighboring Properties, which are wholly inconsistent with the update to the General Plan the City adopted in 2012. Just a few years later, the City now seeks to amend the General Plan in a way that (i) essentially prevents reasonable access to the Neighboring Properties for vehicles, bicylists, and pedestrians; (ii) causes significant additional environmental effects, and (iii) is inconsistent with the City's plan-level documents and sound planning practices. These impacts would be significantly reduced, if not avoided, through the adoption of the General Plan Circulation Element Alternative (the "Circulation Element Alternative"),[2] which the DEIR has been determined to be the "environmentally superior alternative" and consistent with all of the Project Objectives. 2 3

As an adjacent property owner, Merced Gateway, LLC supports the commercial development of the Subject Property. This is not a situation where a neighboring development is attempting to halt a project to stifle competition or stop development. The City, however, should not let the development of a single property undermine the orderly development of adjacent properties, and cause significant environmental effects that the DEIR finds are entirely avoidable. 4

For these reasons, the City should either (i) adopt the Circulation Element Alternative, or (ii) decline to certify the EIR, and require the applicant to redesign the Project in a manner consistent with the existing General Plan Circulation Element. 5

A. Because the DEIR Designates the Circulation Element Alternative as The "Environmentally Superior Alternative," and the Circulation Element Alternative Is Feasible, the City Must Approve the Circulation Element Alternative Instead of the Project

The requirement that an EIR identify and discuss alternatives to the project stems from the fundamental statutory policy that a lead agency should require the implementation of feasible alternatives or mitigation measures to reduce a project's significant environmental effects. (Pub. Resources Code, § 21002.) The Supreme Court has thus described the discussion of alternatives and mitigation as the "core of an EIR." (*Citizens of Goleta Valley v. Board of Supers*. (1990) 52 Cal.3d 553, 564.) To implement this policy, an EIR must identify feasible mitigation alternatives that could avoid or substantially lessen the project's significant environmental effects. (Pub. Resources Code, §§ 21002, 21002.1, subd. (a), 21100, subd. (b)(4), 21150.) Decisionmakers can approve an alternative to the project because they have "the flexibility to implement that portion of a project that satisfies their environmental concerns." (*Sierra Club v. City of Orange* (2008) 163 Cal.App.4th 523, 533; *Dusek v. Redev. Agency* (1985) 173 Cal.App.3d 1029, 1041.) 6

[2] The "Circulation Element Alternative" is also referred to in the DEIR and its appendixes as "Alternative 2" or "Scenario 2."

The DEIR discusses the Circulation Element Alternative as "Alternative 2." (See DEIR at 5-3.) This alternative was analyzed to determine whether traffic and related impacts "could be reduced . . . ." (*Id.*) As the DEIR itself concludes, the Circulation Element Alternative would have far fewer impacts than the Project. For example, the Circulation Element Alternative "would create fewer air quality and greenhouse gas emissions and thus would be considered to have fewer impacts than the proposed project." (DEIR at 5-4.) The DEIR also reveals that the Circulation Element Alternative "would have reduced traffic impacts relative to the proposed project." (DEIR at 5-7.)

The DEIR thus recognizes that the Circulation Element Alternative "is the environmentally superior alternative." (DEIR at 5-11.)[3] The DEIR also acknowledges that this "alternative would advance all of the project objectives." (*Id.* at 5-7.) Merced Gateway, LLC agrees with these conclusions.

6 CONT

Although the DEIR reaches the above conclusions, it appears that the applicant and the City still intend to proceed with the Project, as opposed to the Circulation Element Alternative.

This would be improper under CEQA. Because the DEIR identifies significant and unavoidable impacts resulting from the Project, the City cannot approve the Project without making several findings, including a finding that the environmentally superior alternatives identified in the DEIR are not "feasible." (See, e.g., Pub. Resources Code, § 21081, subd. (a)(1)-(3); *Flanders Found. v. City of Carmel-by-the-Sea* (2012) 202 Cal.App.4th 603, 620.) "'Feasible' means capable of being accomplished in a successful manner within a reasonable period of time, taking into account economic, environmental, social, and technological factors." (Pub. Resources Code, § 21061.1.)

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Simply put, there is no evidence that the Circulation Element Alternative is infeasible. As explained above, the DEIR concedes that the Circulation Element Alternative "would advance all of the project objectives." (DEIR at 5-7.) The City likewise cannot credibly assert that the Circulation Element Alternative is inconsistent with its existing goals and policies, as the DEIR has determined that "the Circulation Element Alternative would not require amendment to the General Plan . . . ." (*Id.* at 5-11.) Further, the Circulation Element Alternative would actually result in fewer roadway improvements as mitigation; thus, there are no facilities

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[3] Although not recognized in the alternatives analysis, the Circulation Element Alternative would also have fewer impacts to land use, as explained below, *infra* § B(4), and as implicitly acknowledged in the DEIR. (DEIR at 5-11 ["[T]he Circulation Element Alternative would not require amendment to the General Plan . . . ."].) In addition, Table 5-1 of the Alternatives discussion erroneously overstates the level of service of the Circulation Element Alternative, as explained *infra*, §§ B(1)(a), C.)

or other required improvements the City can point to that would be "economically infeasible" to construct under the Circulation Element Alternative as compared to the Project.

8 CONT

In short, the City may not approve the Project. Rather, the only project that may be legally approved under the DEIR is the Circulation Element Alternative.

B. The Project Would Result in Several Significant Environmental Effects, Many of Which Are Not Discussed in the DEIR

The City also may not legally consider approval of the Project because the DEIR's analysis of several of the Project's impacts is flawed. Many of these flaws emanate directly from the design of the Project, and in particular the removal of (i) Pluim Drive as a collector and (ii) the Pluim Drive / Campus Parkway intersection. As a result of these issues, the DEIR must be revised and recirculated for public comment.

9

1. The DEIR'S Discussion of the Project's Traffic Impacts Is Flawed, Overstates the Environmental Impacts of the Circulation Element Alternative, and Fails to Discuss all of the Project's Significant Effects on the Local Roadway Network

a. The TIA and DEIR Contain Several Errors that Overstate the Impacts of the Circulation Element Alternative

Throughout the Traffic Impact Analysis (the "TIA") and the DEIR, there are several instances where the level of service for various intersections under the Circulation Element Alternative are misstated, and create a misleading impression that the level of service for those intersections under the Project and the Circulation Element Alternative will be the same. A review of the facts, however, shows that the level of service under the Circulation Element Alternative will be ***far better than*** the level of service under the Project. In other words, the TIA and the DEIR ***overstate*** the impacts of the Circulation Element Alternative. Examples of these errors include the following:

10

- ***Mission Avenue/SR 99 SB Ramps***. Table 44 of the TIA (and the related table in the DEIR) show that, under Project conditions, the Mission Avenue/State Route 99 Southbound ramps will operate at LOS D. While this level of service may be acceptable for City roadways and intersections under the City's General Plan, Caltrans typically considers such conditions to be unacceptable. (See, e.g., Ex. "A" at 2; see also generally Ex. "B.") Under the conditions that would occur under the Circulation Element Alternative, a review of the spreadsheets accompanying the TIA reveals this intersection would operate at LOS B, which is substantially less congested that the conditions that would be caused by development under the Project. Both the TIA and the DEIR, however, inaccurately characterize the level of service occurring under the Circulation Element Alternative as LOS D, erroneously suggesting the conditions under the

Circulation Element Alternative would be the same as the Project. (See Ex. "A" at 2.) This error should be corrected, and the DEIR should be revised to clarify that the Circulation Element Alternative would avoid such significant impacts to Caltrans facilities, which would otherwise result in unacceptable levels of service under Caltrans' guidelines. 10 CONT

- ***Mission Avenue/SR 99 NB Ramps***. Table 44 of the TIA (and the corresponding tables in the DEIR) show that, under Project conditions, the Mission Avenue/State Route 99 Southbound ramps will operate at LOS D. Again, Caltrans typically considers such conditions to be unacceptable. (See, e.g., Ex. "A" at 2-3; see also generally Ex. "B.") Under the conditions that would occur under the Circulation Element Alternative, a review of the spreadsheets accompanying the TIA reveals this intersection would operate at LOS B, which is substantially less congested that the conditions that would be caused by development under the Project. As with the SB ramps, both the TIA and the DEIR inaccurately characterize the level of service occurring under the Circulation Element Alternative as LOS D. This error results in the inaccurate suggestion the conditions under the Circulation Element Alternative will be the same as the Project. Not so. (See Ex. "A" at 3.) This error should be corrected, and the DEIR should be revised to clarify that the Circulation Element Alternative would avoid such significant impacts to Caltrans facilities, which would otherwise result in unacceptable levels of service under Caltrans' guidelines. 11

- ***Campus Parkway / Coffee Street***. Table 45 of the TIA (and the corresponding tables in the DEIR) show that, under Project, the Campus Parkway / Coffee Street intersection is expected to operate at LOS F during p.m. peak hour conditions, even after mitigation. The data underlying the TIA reveals that, under the Circulation Element Alternative, the intersection will operate at LOS B. The TIA and the corresponding pages in the DEIR, however, erroneously state the intersection will operate at LOS C. This error should be corrected in both the TIA and the DEIR to show the public and the decisionmakers that the impacts of the Circulation Element Alternative will be less than erroneously stated in the TIA and DEIR. (See Ex. "A" at 4.) 12

b. Under the Project, the Southbound and Northbound Ramps Onto State Route 99 from Mission Avenue Will Operate Under Levels of Service that Are Unacceptable Under Caltrans' Policies

As explained above, under the Circulation Element Alternative, the Southbound and Northbound ramps onto State Route 99 will operate at LOS B, which is acceptable under any standard. In contrast, under Project conditions, both of the intersections will operate at LOS D. While this level of service may be acceptable for City roadways and intersections under the City's General Plan, Caltrans considers such conditions to be unacceptable. (See, e.g., Ex. "A" at 2-3; see also generally Ex. "B.") As a result, the Project would result in significant impacts to the Southbound and Northbound ramps onto State Route 99 that were not identified in the DEIR. These impacts would be avoided entirely by the Circulation Element Alternative. (See Ex. "A" at 2-4.) 13

c. The TIA and the DEIR Erroneously Conclude that the Project's Impacts to Various Intersections are Significant and Unavoidable

The fundamental purpose of an EIR is to identify ways in which a project's significant environmental effects can be mitigated. (See, e.g., Pub. Resources Code, §§ 21002.1, subd. (a), 21061.) "A gloomy forecast of environmental degredation is of little or no value without pragmatic, concrete means to minimize the impacts and restore ecological equilibrium." (*Envt'l Council of Sacramento v. City of Sacramento* (2006) 142 Cal.App.4th 1018, 1039.) Thus, CEQA requires that an EIR must propose and describe feasible, practical, and effective mitigation measures to minimize significant environmental effects. (Pub. Resources Code, § 21002.1, subd. (a), 21100, subd. (B)(3); CEQA Guidelines, § 14126.4; *Napa Citizens for Honest Govt. v. Napa County Bd. of Supers.* (2001) 91 Cal.App.4th 342, 365.)

The TIA and the DEIR identify several intersections where the Project will result in impacts that are "significant and unavoidable," even after mitigation:

- Under the Project, the Mission Avenue / State Route 99 Southbound Ramps operate at LOS E during the p.m. peak hour. (See Ex. "A" at 2-3.) 14

- Under the Project, the Mission Avenue / State Route 99 Northbound Ramps operate at LOS E during the p.m. peak hour. (See *id.* at 3-4.) In addition, the intersection will result in LOS D, which is unacceptable under Caltrans' guidelines. (See *id.* at 2-3; see generally Ex. "B.")

- Under the Project, the Campus Parkway / Coffee Street intersection will operate at LOS E during the a.m. peak hour. The same intersection will operate at LOS F during the p.m. peak hour. (See *id.* at 4.)

A finding that the Project's impacts to the above intersections would be "significant and unavoidable" would be factually inaccurate, and belied by the record. First, each of the above facilities would operate with an acceptable level of service during the peak hours stated above under the Circulation Element Alternative. Because feasible mitigation exists to avoid these impacts altogether – *i.e.*, incorporation of the circulation patterns contemplated in the existing General Plan Circulation Element – the DEIR violates CEQA by acknowledging a significant impact, without requiring mitigation that would reduce the impact to a less than significant level. (Pub. Resources Code, § 21002.1, subd. (a), 21100, subd. (B)(3); CEQA Guidelines, § 14126.4.)

In addition to the fact that the roadway configuration contemplated under the Circulation Element Alternative would avoid the significant impacts identified above, these impacts could also be avoided through additional physical improvements. There is no showing in the DEIR that such physical improvements would be infeasible. (See, e.g., Ex. "A" at 2-4.) 15

As a result, the DEIR should be revised to identify implementation of the circulation contemplated in the existing General Plan as feasible mitigation. 15 CONT

d. The Project Would Have Additional Impacts to Traffic Due to its Limitation of Access to the Neighboring Properties

The DEIR for the Project is also inadequate under CEQA because it does not address or analyze the reasonably foreseeable impacts associated with its destruction of reasonable access and circulation for the Neighboring Properties. (See, e.g., *Laurel Heights Improvement Assn. v. Regents of University of California* (1988) 47 Cal.3d 376 [impact of potential future action must be analyzed where "(1) it is a reasonably foreseeable consequence of the initial project; and (2) the future expansion or action will be significant in that it will likely change the scope or nature of the initial project or its environmental effects."].) 16

Approval of the Project as designed would have severe consequences to the Neighboring Properties. By removing Pluim Drive as a collector, the Project would effectively remove most of the access points to the Neighboring Properties, and what access points remain on Campus Parkway would be reduced to right-in/right-out driveways. Diagrams depicting the Neighboring Properties' loss of access are attached as Exhibits "C" through "J." Despite these impacts to the Neighboring Properties, neither the TIA nor the DEIR purport to discuss the reasonably foreseeable ramifications of the Project's impacts to the Neighboring Properties in terms of circulation and access.

The Project Would Subject Motorists Using the Neighboring Properties to Inconvenient and Circuitous Pathways of Travel. As explained in the expert report prepared by John Rowland of Peters Engineering, the approval of the Project would result in the routing of trips from the Northern Parcel and the Southern Parcel into circuitous and inconvenient pathways that would increase the distribution of trips onto adjacent roadways. For example, under the existing General Plan, a vehicle traveling west on Campus Parkway would be able to make a left into the neighboring parcel to the south directly from Pluim Drive. (See Exhibit "I.") Under the Project, however, a vehicle would need to travel another quarter mile to the west, and make a U-turn at the Coffee Avenue / Mission Avenue intersection. After making a U-Turn, the vehicle will need to travel another quarter mile to enter the southern parcel. This route is very problematic. Not only does the route dramatically increase trip lengths by a half mile per trip, but also add an unnecessary U-turn movement onto the Coffee Avenue / Mission Avenue intersection, which would further degrade the intersection's level of service. Furthermore, because this intersection is only 700 feet from northbound State Route 99 ramp, the additional congestion has a danger of causing queuing into the northbound State Route 99 ramp, or even the mainline of the freeway itself. Because the TIA and the DEIR do not address how the Project (Scenario 1) would affect the circulation of the neighboring properties to the east, these significant issues remain entirely unaddressed. This circulation pattern is depicted on Exhibit "J." 17

In addition, vehicles, seeking to exit the Southern Parcel and travel northbound or southbound on State Route 99 would be required to first make a right hand turn onto Campus Parkway and attempt to safely merge into the left hand lane by the time they reach the Campus Parkway / Gerard Avenue intersection, a distance of 0.5 miles. After merging into the left hand, the motorist would need to make a U-turn on Campus Parkway and return in the opposite direction toward State Route 99. In total, this would result in another approximately 1.0 miles of travel for each vehicle traveling in that direction. (*Compare* Ex. "C" [showing turning movement under the existing Circulation Element] *with* Exs. "D," "E" [showing how the Project would re-route the same trip].) 18

Similar issues would occur with motorists seeking to enter the southern portion of the Northern Parcel from State Route 99. Instead of being able to make a left-hand turn into the Northern Parcel from Campus Parkway onto the Pluim Avenue alignment (as is contemplated under the General Plan), (see Ex. "F"), a motorist would need to continue along Campus Parkway until reaching the Campus Parkway / Gerard Avenue intersection, a distance of over 0.5 miles. The motorist would then need to either (i) make a U-turn and return over 0.5 miles in the opposite direction, or (ii) alternatively make a left onto Gerard Avenue (for approximately 0.25 miles), and then turn left into the Northern Parcel and proceed to the southern part of the property (another 0.25 miles). Again, this would result in another approximately 1.0 miles of travel for each vehicle traveling in that direction. This circulation pattern is depicted on Exhibit "G." (See also Ex. "H" [depicting another manner in which the same trip would be re-routed due to the Project].) 19

The TIS Does Not Evaluate How the Roadway Configuration Changes Under the Project Would Affect Circulation. As demonstrated above, motorists utilizing the Neighboring Property would be required to make lengthier trips and utilize a greater number of intersections. For instance, under both of the above scenarios, motorists would be required to traverse through several intersections as a result of the Project, while under the Circulation Element Alternative they would only need to traverse through one. Moreover, the circuitous pathways resulting from the Project would cause numerous additional U-turn movements at the Campus Parkway / Gerard Avenue intersection yet those movements are not analyzed in the TIS. As explained in the Peters Report, these additional turning movements would result in significant impacts that have not been disclosed or analyzed. (Exhibit "A" at 6-8.) The TIS should therefore be revised to analyze the impacts associated with the fact that the Project will cut off the Neighboring Properties' access to Campus Parkway from Pluim Avenue. 20

The TIS Does Not Analyze How the Roadway Configuration Changes Under the Project Would Affect Trip Lengths. As explained above, motorists traveling to and from the Neighboring Properties would be required to take longer trips than otherwise contemplated under the existing General Plan. For example, motorists existing the Southern Parcel traveling to State Route 99 would be required to travel an additional mile or more for each trip. Motorists seeking to enter the Northern Parcel from State Route 99 would also be required to travel at least a whole mile more. Multiplied over thousands of trips per day, the Project would directly cause hundreds 21

of thousands of additional vehicle miles traveled per year. Neither the TIS nor the DEIR evaluate these potential impacts, and must be revised. (See Exhibit "A" at 7-8.) 21 CONT

e. The Project's Heavy Reliance on Coffee Street Access Would Result in Severe Congestion Along Campus Parkway and State Route 99 that Has Not Been Analyzed

As explained in the enclosed report from Peters Engineering, the "proximity of Coffee Street to the freeway interchange is currently less than 700 feet." (Ex. "A" at 6.) As a result of this design, the Project will cause "severe congestion along Campus Parkway and at the State Route 99 interchange in the ultimate mitigated condition," and as a result of queuing, "the Project could result in impacts to the State Route 99 freeway mainline. These impacts are not investigated, disclosed, or mitigated in the TIA." (*Id.*) 22

f. The Traffic Mitigation Identified in the DEIR Is Legally Inadequate

CEQA requires that an EIR propose and describe mitigation measures to minimize the significant environmental effects identified in the EIR. (Pub. Resources Code, §§ 21102.1, subd. (a); 21100, subd. (b)(3).) The lead agency has the burden of demonstrating that the mitigation measure will be effective in remedying the environmental effect, (see, e.g., *Gray v. County of Madera* (2008) 167 Cal.App.4th 1099, 1116; *Communities for a Better Environment v. City of Richmond* (2010) 184 Cal.App.4th 70, 95), and may not rely upon mitigation measures that are so undefined that it is impossible to gauge their effectiveness. Lead agency also may not rely upon vague or incomplete mitigation measures as a means to avoid evaluating and disclosing project impacts. (*Stanislaus Nat'l Heritage Project v. County of Stanislaus* (1996) 48 Cal.App.4th 182, 195.) 23

Mitigation Measure MM TRANS-1g does not meet this standard, and must be revised. That mitigation measure does not specifically outline the criteria and metric for determining the phasing of required mitigations. If the criteria and metrics are not disclosed or are applied correctly, there is a potential that significant impacts could occur without adequate mitigation. (See Exhibit "A" at 6.)

2. The Project Would Result in Numerous Safety and Access Issues for Pedestrians Seeking to Use the Project and the Neighboring Properties

The City's General Plan contains numerous policies designed to enhance pedestrian access, and to avoid pedestrians taking circuitous pathways to reach their destination. (See *infra*, §§ B(3)(b), E.) The Project, however, would remove the Pluim Drive / Campus Parkway intersection, and would remove Pluim Drive as a collector south of Gerard Avenue. 24

By doing this, the Project would "create unusual, circuitous pathways for pedestrians and bicyclists seeking to cross Campus Parkway." As explained in the Peters Report, "the Pluim Drive intersection contemplated in the General Plan provides a midway point between Gerard Avenue and Coffee Street for pedestrians and bicyclists to safely and conveniently cross Campus Parkway from one side of the Project (and the BP Property) to the other. Without such an intersection, pedestrians and bicyclists who are at the Pluim Drive alignment would need to travel 1/4 mile to the Coffee Street intersection, or 1/2 mile to the Gerard Avenue intersection, and the return on the other side of Campus Parkway in the same direction, resulting in pedestrians needing to walk up to an additional mile to reach their destination." (Ex. "A" at 8; see also Exs. "K," "L" [comparing pedestrian pathways under the existing Circulation Element and the Project].)

According to the Peters Report, this new configuration would greatly "discourage usage of the Project by pedestrians and bicyclists, and would conflict with several of the City's policies designed to encourage access by pedestrians and bicyclists." (See Ex. "A" at 8; see also General Plan Policy T-2.8 ["Improve planning for pedestrians."]; General Plan Implementing Action 2.8.a ["provide more flexible, more usable pedestrians access opportunities to land uses and land use combinations that are prospective pedestrian destinations . . . ."]; General Plan Implementing Action 2.8.c ["review land use and project proposals with the intent to avoid pedestrian barriers that prevent or create unnecessary circuitous access to community and commercial areas."].) The reconfiguration of the roadway network would also undermine numerous other General Plan Policies and Climate Action Plan Strategies, as explained *infra*, §§ B(3)(b), E. 24 CONT

Despite this, the DEIR does not address the impact associated with the removal of the Campus Parkway / Pluim Drive intersection on pedestrians. As a result, Section 3.11 (and in particular Impact TRANS-7) should be modified significant to analyze and mitigate this significant effect.

3. The Project Would Have Significant Air Quality Impacts

Californians experience the worst air quality in the nation, with annual health and economic impacts in at 8,800 deaths (3,000-15,000 probable range) and $71 billion ($36-$136 billion) per year.[4] This issue is particularly acute in the San Joaquin Valley, due to the surrounding mountains that "can block airflow that would" otherwise "help disperse pollutants . . . ." (DEIR at 3.3-1.) The San Joaquin Valley is classified as a "nonattainment" area for several pollutants of concern. (See *id.* at 3.3-5.) 25

[4] *See* Cayan 2006 and *Global Warming: Impacts to Public Health and Air Quality* (http://www.energy.ca.gov/2005publications/CEC-500-2005-197/CEC-500-2005-197-SF.PDF)

a. The DEIR Fails to Require Adequate Mitigation for the Project's Increase in ROG Emissions to a Level of Nearly Double the Applicable Threshold of Significance

The San Joaquin Valley Air Pollution Control District has developed threshold significance for various pollutants of concern, including reactive organic gases ("ROG"). The District's threshold for ROG is 10 tons per year ("TPY"). (DEIR at 3.3-47.)

The DEIR finds that, under buildout of Phases 1, 2, 4, and 5, the Project will result in 14.56 TPY of unmitigated ROG emissions, which will exceed the District's threshold of significance. (See DEIR at 3.3-52.) The DEIR also finds that under full build-out, the Project will result in 19.70 TPY of ROG emissions, which will exceed the District's threshold of significance. (See DEIR at 3.3-54.) The DEIR, however, asserts that "Mitigation Measure Air 2a requires the applicant to commit to either project design features or a VERA that would reduce ROG emissions to less than 10" TPY, after which these emissions will purportedly be 9.99 TPY, or 0.01 TPY under the threshold. (*Id.*) 26

Mitigation Measure MM AIR-2a, however, does not address this issue. (See DEIR 3.3-57.)

Mitigation Measure MM Air-2e contemplates that the Project must "demonstrate[] that the project's operational-related ROG emissions will be reduced below" 10 TPY, and that this "can be achieved by . . . project design" or execution of a Voluntary Emission Reduction Agreement (VERA) with the District to address these impacts. (DEIR at 3.3-58.)

There are several problems with this mitigation measure, assuming it is intended to address the impacts stated above. First, the VERA is contingent upon an agreement with the District to "substitute NOx emissions for ROG emissions reductions." (DEIR at 3.3-58.) In other words, even if the VERA is approved, it will result in payments for NOx reductions, as opposed to payments for ROG emissions. (*Id.*) There is no discussion or mention of how payments for NOx would result in a reduction in ROG emissions to less than 10 TPY. Regardless, it is not adequate mitigation because the utilization of the VERA for ROG emissions will be left up to the discretion of a public agency, and this approval may never occur. 27

As an alternative to the VERA, MM Air-2e also states the applicant could "achieve" the requested emissions reductions through "project design." (DEIR at 3.3-58.) First, there is no deadline in MM AIR-2a for the applicant to show how the emissions reductions will be achieved. (See DEIR at 3.3-58 [text of MM Air-2e].) As a result, the Project could be partially or completely built out before the applicant seeks such verification, at which time it will be too late to address the emissions reductions through "project design." In addition, most of the ROG emissions (*i.e.*, 9.77 TPY) result from emissions from mobile sources – *i.e.*, cars and trucks, (see, e.g., DEIR at 3.3-53) – which will visit the Project site regardless of design. The majority of the remaining sources of ROG are "area sources," which include "emissions from

consumer products, painting, and landscaping equipment," and total 9.82 TPY. (See DEIR at 3.3-54.) While "project design" could result in the modification of landscaping, it is unclear how consumer product emission and painting emissions could be reduced through "project design." Because the proposed mitigation measure does not describe the types of actions that could be taken, the mitigation measure is inadequate. (See, e.g., *Preserve Wild Santee v. City of Santee* (2012) 210 Cal.App.4th 260, 281; *Federation of Hillside & Cyn. Ass'n v. City of Los Angeles* (2000) 83 Cal.App.4th 1252, 1260.) An agency likewise may not cede all responsibility for the development of future mitigation to the project proponent, which is appears to have done here. (*Calif. Clean Energy Comm. v. City of Woodland* (2014) Cal.App.4th 173, 194.) 27 CONT

Deferral of mitigation is also inappropriate where no reason is given as to why deferral is appropriate. (See, e.g., *San Joaquin Raptor Rescue Ctr. v. County of Merced* (2007) 149 Cal.App.4th 645, 669.) In this case, MM Air-2e plainly contemplates that the applicant may seek to reduce ROG emissions through "project design." If this is feasible, there is no explanation as to why the project could not be designed ***at this time*** in a manner that would reduce ROG emissions to less than 10 TPY. As such, MM Air-2e is improper under CEQA. 28

b. The Project Would Directly Conflict With the Merced Climate Action Plan, Which Was Adopted for the <u>Purpose of Reducing Greenhouse Gas Emissions</u>

As explained in the DEIR, the City has adopted the Merced Climate Action Plan, which was designed to "implement the greenhouse gas emission reduction targets identified in AB 32." (DEIR at 3.3-74.) As part of the City's obligations under CEQA, the DEIR is required to address whether the Project would "conflict with any applicable plan, policy, or regulation of an agency adopted for the purpose of reducing the emissions of greenhouse gases." (*Id.*) If the Project is inconsistent with the Climate Action Plan, the Project would have a significant effect on the environmental with respect to greenhouse gas emissions. (See, e.g., *id.*)

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The DEIR addresses several aspects of the Merced Climate Action Plan, but omits discussion of the fact that the Pluim Drive / Campus Parkway intersection will be removed. Because this intersection serves as a midpoint between Gerard Avenue and Coffee Street, the removal of this intersection will cause pedestrians and bicyclists to take lengthy and circuitous pathways to their destinations, thereby undermining travel by foot and by bike. (See, *supra*, § B(2); see Ex. "A" at 8.)

This is important for purposes of the City's climate change analysis because several of the policies articulated in the Merced Climate Action Plan expressly require the enhancement of access by pedestrians and bicyclists. Undermining such access would frustrate those goals:

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- The Air Quality analysis does not perform any analysis of – or event mention –the Strategies included in the Merced Climate Action Plan at page 4-20, *et seq*. These Strategies relate to "Pedestrian Planning and Projects," and seek to encourage the usage of Projects by pedestrians. The Project would undermine these Strategies by closing off the Pluim Drive / Campus Parkway intersection, and forcing pedestrians to take circuitous and unnecessarily long pathways to cross Campus Parkway.

- Strategy EM 1.5.1 of the Climate Action Plan, which references General Plan Policy T-2.2, Implementing Action 2.2(b), requires that the City avoid designs that require pedestrians to duplicate walking distance (double-back) to reach public transit routes. The Project, in contrast, would require pedestrians located around the Pluim alignment to "double-back" to reach their destinations across Campus Parkway.

- The DEIR at 3.3-76 discusses Strategy EM 1.5.3 and General Plan Policy T-2.7 by asserting the Project design "encourage[s] a safe and convenient pedestrian environment." (DEIR at 3.3-76.) Of course, this is not true for pedestrians located at the Pluim Drive alignment. (See generally Ex. "A" at 8.)

- Strategy EM 1.5.3 requires, among other things, that the City review land use and project proposals "to avoid pedestrian barriers that prevent or create unnecessarily circuitous access to community and commercial areas." Campus Parkway is such a barrier, and the Project would directly undermine this strategy. (See generally Ex. "A" at 8.)

- Strategy SC 2.5.4 seeks to encourage projects that increase pedestrian activity and mixed-uses. As explained above, however, the Project frustrates usage by pedestrians. (See generally Ex. "A" at 8.)

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- For the same reasons, the Project would also undermine Strategy SC 2.5.7, which encourages higher-density residential developments within walking distance (approx.. 1.4 mile) of commercial centers. The lengths the pedestrians would have to travel simply to cross the street at Campus Parkway, would be far greater than 1/4 mile.

- Strategy SC 2.5.13 seeks to enhance pedestrian access, and provides that "In no case shall trips which could be internal . . . be forced onto an arterial." But this is exactly what the Project does by removing the Campus Parkway / Pluim Drive interchange. Specifically, shopper located around the Pluim alignment on the south side of Campus Parkway is much more likely to travel the 2/3 to 1 mile by car than to reach a destination across the street than travel that same distance by foot.

- The Project also frustrates Strategy SC 2.5.13, which requires that commercial developments be designed to encourage pedestrian and bicycle access. Again, by removing the Pluim Drive / Campus Parkway intersection, the Project directly undermines this strategy.

- For the same reasons, the Project also undermines Strategy SC 2.5.15, which seeks to encourage pedestrian friendly designs. Further, the DEIR's statement that the Project "encourages people to walk, bicycle, or use public transit" is erroneous, and contradicted by the fact that the barrier created by Campus Parkway is anything but pedestrian-friendly. (See generally Ex. "A" at 8.)

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- Strategy SC 2.5.24 also encourages pedestrian-friendly designs that will be undermined by the removal of the Pluim Drive / Campus Parkway alignment.

In addition to the issues created by the Project's frustration of access by pedestrians and bicyclists, the Project will also undermine several other strategies contained in the Merced Climate Action Plan:

- The Project would also undermine Strategy SC 2.5.3. Specifically, the DEIR asserts in its discussion of this Strategy, that the Project would "maximize compatibility with the nearby land uses." (DEIR at 3.3-77.) This statement is inaccurate, as the Project would frustrate the access to and the orderly development of the Neighboring Property in a manner consistent with its land use designation.

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- Due to the Project's significant traffic effects, as explained above, the Project would not meet Strategy SC 2.5.3; while the Project is close to State Route 99, the Project would increase traffic at the State Route 99 intersections to a level Caltrans deems "significant," and there are numerous issues with respect to potential queuing into those intersections and potentially the freeway mainline. (See generally Ex. "A" at 8.)

- The Project would have significantly greater air quality impacts than the Circulation Element Alternative, which meets all of the Project Objectives. As such, the City cannot find that air quality impacts identified in the CEQA process are consistently and fairly mitigated, as required in Strategy AR 4.4-3.

c. The Air Quality Analysis Should Be Revised to Account For the Necessary Revisions to the TIA

As explained above, and in the Peters Report, the Project will cause significant additional impacts relating to access for the Neighboring Properties. Among other things, the Project will significantly increase trip lengths for the Neighboring Properties, and will redistribute trips in a manner that will overburden intersections such as Campus Parkway / Gerard Avenue and Mission Avenue / Coffee Street, particularly given the need for vehicles to make U-turns at those intersections. (See Ex. "A" at 6-8.) None of these effects are accounted for in the TIA or the DEIR in its traffic analysis. (See generally, *supra* § B(2).)

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The same is true for the DEIR's air quality and climate change analysis. There is no analysis of the increased emissions associated with the additional trip lengths and vehicle miles traveled, nor is there any analysis of the increased emissions that would be caused by increased congestion caused by the redistribution of vehicle trips caused by the changes in the configuration of the local roadway. Because these are direct and foreseeable consequences of the Project, they must be analyzed to determine whether the Project will result in significant air quality and climate change impacts. 32

4. The Project Would Have Significant Land Use Impacts

As part of the analysis under CEQA, environmental documents must analyze a project's land use impacts. (See generally CEQA Guidelines, Appendix "G.") The Project would thus have a significant impact as to land use if it conflicts "with any applicable land use plan, policy, or regulation of an agency with jurisdiction over the project . . . adopted for the purpose of avoiding or mitigating an environmental effect." Although the DEIR finds there would be no such conflict, that finding is contrary to the evidence: 33

- First, as explained *infra*, § E, the Project would conflict with several goals, policies, and implementation actions of the Merced General Plan.

- The Project would also conflict with the Merced Climate Action Plan, which was adopted to address greenhouse gas emissions and climate change, as explained *supra*, § B(3)(b). 34

- As explained in the Peters Report, the Project would result in impacts to Caltrans facilities that are worse than those allowed by Caltrans under its adopted Guidelines for traffic studies. (See Ex. "A" at 2-4; see generally Ex. "B.") 35

As a result of the foregoing, the Project would have significant land use impacts that are not addressed in the DEIR. 36

C. The DEIR's Discussion of Alternatives Should Be Revised

As explained above, the City cannot approve the Project. The DEIR finds the Circulation Element Alternative to be the "environmentally superior alternative," and there is no credible argument that this alternative is infeasible. 37

The fact that the Circulation Element Alternative is the "environmentally superior alternative" should be beyond doubt. However, if several errors in the Alternatives analysis were corrected, the analysis would even more clearly show the Circulation Element Alternative is superior from an environmental perspective. 38

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Although the DEIR states that the Circulation Element Alternative would have the same "Land Use" impacts than the Project, and would "yield a similar compatibility finding with the Merced General Plan," (see DEIR at 5-5), this assertion is erroneous. Rather, the Project seeks a General Plan Amendment, which would necessarily result in differences between the Project and the Merced General Plan. The Circulation Element Alternative, in contrast, would not require an amendment to the existing Merced General Plan. As a result, the Circulation Element Alternative – on its face – would have fewer land use impacts than the proposed Project. 38 CONT

The alternatives discussion also includes Table 5-1, which purports to discuss the differences between the Project and the Circulation Element Alternative. Table 5-1, however, includes levels of service for the Circulation Element Alternative that are erroneous and overstated, as explained *supra*, § B(1)(a). Table 5-1 should be corrected because it would more clearly demonstrate how much better congestion would be under the Circulation Element Alternative, as opposed to the Project. 39

The Alternatives analysis also does not discuss usage of the site by pedestrians and bicyclists. As explained *supra*, § B(2), the Circulation Element Alternative is also superior from this standpoint because the Project would cut off pedestrians and cyclists seeking to cross Campus Parkway, and force those pedestrians and bicyclists to take circuitous and inconvenient pathways to reach their destinations on the other side of Campus Parkway. By keeping the Pluim Drive / Campus Parkway intersection, the Circulation Element Alternative would avoid this issue entirely. The Alternatives analysis should therefore be revised to state the Circulation Element Alternative would be superior to the Project from the standpoint of pedestrian and bicycle access. 40

D. The EIR Is Inadequate Because it Does Not State the Reasons Why the Project is Being Proposed, Notwithstanding the Project's <u>Significant and Unavoidable Effects</u>

Section 15126.2 of the CEQA Guidelines is located in Article IX, which governs the "Contents of Environmental Impact Reports." Section 15126.2(b) requires that, "[w]here there are impacts that cannot be alleviated without imposing an alternative design," an EIR should describe "their implications and the reasons why the project is being proposed, notwithstanding their effect . . . ." (CEQA Guidelines, § 15126.2(b).) 41

The Project would result in significant and unavoidable impacts to traffic, pedestrian and bicycle access, air quality, and land use. The DEIR, however, does not contain any discussion of the implications of these significant and unavoidable effects, and also "the reasons why the project is being proposed, notwithstanding their effect . . . ." (CEQA Guidelines, § 15126.2(b).) The DEIR should therefore be revised to add the discussion required under Section 15126.2(b), and recirculated for public review. 42

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E. The Project Is Inconsistent with the Merced General Plan and the Merced Climate Action Plan

State planning and zoning law requires that all land-use decisions of general law cities must be consistent with the City's General Plan. (Govt. Code, § 65860, subd. (a); see also *Corona-Norco Unif. Sch. Dist. v. City of Corona* (1993) 17 Cal.App.4th 985, 994.) A "project is consistent with the general plan if, considering all its aspects, it will further the objectives and policies of the general plan and not obstruct their attainment." (*Corona-Norco*, *supra*, 17 Cal.App.4th at 994.) While perfect conformity may not be required, "a project ***must*** be compatible with the objectives and policies of the general plan." (*Endangered Habitats League, Inc. v. County of Orange* (2005) 131 Cal.App.4th 777, 782 [emphasis added] [citing *Families Unafraid to Uphold Rural etc. County v. Board of Supers.* (1998) 62 Cal.App.4th 1332, 1336].) "A project is inconsistent if it conflicts with a general plan policy that is fundamental, mandatory, and clear." (*Endangered Habitats*, *supra*, 131 Cal.App.4th at 782 [citing *Families Unafraid*, *supra*, 62 Cal.App.4th at 1341-42].) The Project is inconsistent with the City's plan-level documents in several respects. 43

First, the Project contemplates that Pluim Drive would be removed as a collector, and that the Pluim Drive / Campus Parkway intersection would not be constructed. This would interfere significantly with the use of the Project by bicyclists and pedestrians. Specifically, pedestrians who are using either the southern part of the Project or the Southern Parcel owned by my clients, and who are near the Pluim Drive alignment, would not be able to cross Campus Parkway conveniently. Rather, to reach the other side of Campus Parkway, pedestrians and cyclists would need to walk 1/3 mile west to the Mission Avenue / Coffee Street intersection, or 1/2 mile north to the Campus Parkway / Gerard Avenue intersection, and return the same distance to reach their destination on the other side of the street. This would result in inconvenient, unnecessary, and circuitous pathways pedestrian and cyclists would need to travel to their destinations. Further, because the distance pedestrians and bicyclists would need to travel to reach their destination would be nearly an entire mile, this planning would frustrate alternative methods of transportation, and encourage increased use of vehicles by patrons of the Project site (and the Neighboring Properties), thereby increasing congestion and circulation issues. (See, e.g., Ex. "A" at 8.) This lack of access would directly undermine the following goals, policies, and implementation actions contained within the City's General Plan:

- General Plan Implementation Action 2.7.b, which provides that "Commercial centers shall be designed to provide direct vehicular and pedestrian access from surrounding neighborhoods." 44

- General Plan Implementation Action 2.7.a, which provides that "[c]ommercial developments shall be designed to encourage pedestrian, bicycle, and transmit access."

- General Plan Implementation Action 2.10.b, which seeks to ensure quality freeway-oriented development that addresses" "pedestrians/bicycle/transit access."

- The General Plan Guiding Principal adopted to "[p]romote convenient pedestrian and vehicular access to transit, commercial, recreation, and residential places."

- General Plan Goals, listed as part of L-3, which seeks to encourage "Self-sustaining, Mixed-Use, Pedestrian-Friendly Neighborhoods.

- General Plan Land Use Policy L-3.1 seeks to "Create land use patterns that will encourage people to walk, bicycle, or use public transit for an increased number of daily trips."

- General Plan Implementing Action 3.1.a, which seeks to encourage pedestrian r transit-friendly designs at suitable locations.

- General Plan Implementing Action 3.2.a, which requires the City to encourage owners of vacant lands to build in a manner that promotes pedestrian-oriented developments.

- General Plan Policy L-3.3, which seeks to promote site designs that encourage walking, cycling, and transit use.

- General Plan Implementing Action 3.3.a seeks to encourage "project designs which increase the convenience, safety and comfort of people using transit, walking or cycling." 44 CONT

- General Plan Implementing Action 3.3.b, which encourages "commercial site plans . . . to improve access by transit, bicycle, and walking."

- General Plan Implementing Action 1.6.f, which seeks to "[e]nsure to the extent feasible that pedestrian, bicycle and automobile connections are maintained in existing neighborhoods affected by transportation and other development projects."

- General Plan Goal T-2, which contemplates a "Comprehensive System of Safe and Convenient Pedestrian Facilities."

- General Plan Policy T-2.4, which seeks to "[e]ncourage the use of bicycles."

- General Plan Implementing Action 2.4.b, which seeks to "[c]ontinue to support whenever feasible local efforts to promote cycling."

- General Plan Policy T-2.5, which seeks to "[p]ovide convenient bicycle support facilities to encourage bicycle use."

- General Plan Policy T-2.6, which seeks to "[m]aintain and expand the community's existing bicycle circulation system."

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- General Plan Policy T-2.7, which seeks to "[m]aintain a pedestrian-friendly environment."

- General Plan Implementing Action 2.7.d, which seeks to "[w]ork to maintain safe ad convenient streetscapes for pedestrians."

- General Plan Implementing Action 2.7.i, which requires the City to "review and evaluate possible options for dealing with the issue of incomplete pedestrian access to development projects that will be major pedestrian destinations."

- General Plan Policy T-2.8, which seeks to "[i]mprove planning for pedestrians."

- General Plan Implementing Action 2.8.a, which seeks to "provide more flexible, more usable pedestrians access opportunities to land uses and land use combinations that are prospective pedestrian destinations . . . ."

- General Plan Implementing Action 2.8.c, which seeks to "review land use and project proposals with the intent to avoid pedestrian barriers that prevent or create unnecessary circuitous access to community and commercial areas."

44 CONT

The Project, however, is not just inconsistent with the General Plan due to the failure to adequately ensure convenient and safe access by pedestrians and bicyclists. Rather, there are several other aspects of the Project that would violate the General Plan. As demonstrated below, nearly all of these inconsistencies result from the removal of Pluim Drive as a collector, and the elimination of the Pluim Drive / Campus Parkway intersection:

- The Project is inconsistent with General Plan Policy L-2.1, which seeks to encourage further development of appropriate commercial and industrial uses throughout the City. Specifically, the Project would discourage, and directly undermine, development of the Neighboring Properties because it would eliminate effective access to the properties.

- General Plan Implementation Action 2.1.e specifically seeks to target South Merced as an area that needs more commercial retail and office development. Yet, due to its attempt to undermine development of the Neighboring Properties, the Project conflicts with this Implementation Action.

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- General Plan Implementing Action 2.4.a seeks to encourage Business Parks. However, the Project would undermine development of the adjacent Neighboring Property by cutting off meaningful access, which would frustrate the development of a business park.

- The Project also undermines Implementation Action 2.7.d, which provides that "Cross-access and shared driveways between adjacent commercial uses shall be provided as much as feasible." Despite this provision, the Project contemplates walling off the uses west of

the Pluim Drive alignment from those to the east of the alignment on both sides of Campus Parkway. This inconsistency could be eliminated through the utilization of Pluim Drive as a collector, as contemplated under the existing General Plan. 45 CONT

- General Plan Policy L-2.10 seeks to encourage well-planed freeway-oriented developments at the Mission Avenue/S.R. 99 interchange. The City emphasizes that it has a significant interest in ensuring these developments are "high quality," and that traffic impacts should be reviewed in a "careful manner" before making any land use decisions in the freeway corridor." As explained above, however, the Project would result in ***greater*** land use impacts than the existing General Plan. Also as explained above, the Project would undermine access for the Neighboring Properties, and frustrate their development. As a result, the Project would not result in a well-planned development, but rather a development with numerous significant negative unintended consequences for the surrounding area. 46

- The proposed Project violates Policy T-1.3, Implementing Action 1.3.j, by proposing driveways too close to the major intersection of Coffee Street and Campus Parkway, which is expected to suffer from severe congestion affecting even the freeway interchange. (See Exhibit "A" at 6-7.) 47

In addition, as explained above, the Project is inconsistent with the Merced Climate Action Plan. (See *supra*, § B(3)(b).) 48

Because the Project is inconsistent with several goals, policies, and implementation actions of the Merced General Plan and the Merced Climate Action Plan, the Project is vertically inconsistent with plan-level documents, and the City cannot approve the Project without violating State Planning and Zoning Law. 49

F. The Notice of Availability Is Legally Deficient Because it Attempts to <u>Curtail Public Input on the Environmental Impacts of the Project</u>

The July 11, 2016, Notice of Availability states: "Please note that the 45-day public comment period only applies to the DEIR, not the Merced Gateway Master Plan itself. Citizens may submit comments on the Master Plan itself until the public hearings conclude." (See July 11, 2016, Notice of Availability and Public Review at 2.) The Notice of Availability inaccurately suggests that a commenting party may not make comments on the DEIR ***after*** the close of the 45-day public comment period. This is inaccurate as a matter of law. Section 21177(a) of the Public Resources Code provides that a commenting party may raise "the alleged grounds for noncompliance with [CEQA] . . . during the public comment period" on the environmental document" "***or*** prior to the close of the public hearing on the project . . . ." (Pub. Resources Code, § 21177, subd. (a) [emphasis added].) In other words, commenting parties may continue to raise grounds for noncompliance with CEQA ***until*** the close of the public hearing on the Project. 50

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The problem with the Notice of Availability, in light of the inaccurate statement above, is that it could curtail members of the public from providing comments on the environmental document after the close of the public comment period, contrary to Section 21177(a). The Courts have rejected attempts by public agencies to curtail public comment on environmental documents in this manner, and specifically efforts to "segregate[] environmental review from project approval in contravention of [CEQA] Guidelines section 15202, subdivision (b)." (*Bakersfield Citizens for Local Control v. City of Bakersfield* (2004) 124 Cal.App.4th 1184, 1200; see also *id.* at 1201 ["Apparently, [the City] did not realize that if a public hearing is conducted on the project approval, then new environmental objections could be made until the close of this hearing."].)

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Because the Notice of Availability contains inaccurate statements regarding public input, and inaccurately suggests that project approval is segregated from the environmental document, the Notice of Availability must be revised and the DEIR should be recirculated for public comment.

G. <u>The Project Would Result in a Taking</u>

The approval of the Project will foreclose reasonable access to Campus Parkway and Pluim Drive by the Neighboring Properties, which will increase the Neighboring Properties' trip lengths, and will redistribute the Neighboring Properties' trips in a circuitous nature, burdening several additional intersections in the process. In other words – through no action of Merced Gateway, LLC – the approval of the Project would increase the mitigation required for the Neighboring Properties to develop, and substantially impair access to and from the Neighboring Properties.

Merced Gateway, LLC has held the Neighboring Properties with the reasonable investment-backed expectation that it would be able to develop the Neighboring Properties with access consistent with that provided in the existing General Plan Circulation Element. The Project would directly interfere with this investment-backed expectation, frustrating the ability of Merced Gateway, LLC to develop the Neighboring Properties. In essence, the City would be inversely condemning Merced Gateway, LLC's property. If the City approves the Project as currently planned, Merced Gateway, LLC would be entitled compensation under the takings clause of the United States Constitution, (see, e.g., *Lucas v. South Carolina Coastal Council* (1992) 505 U.S. 1003, 1016), and under California law. (See, e.g., *City of Livermore v. Baca* (2012) 205 Cal.App.4th 1460, 1472.)

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The approval of the Project would also result in an unlawful condition and/or exaction on the Neighboring Properties. Specifically, if the Project were approved, the mitigation required for the Neighboring Properties would increase substantially, due to increased trip lengths, redistributed trips that would overburden adjacent intersections, and landlocked pedestrians and bicyclists. These additional conditions/exactions would be unlawful. They also would not be the result of any existing regulation, (see *Munns v. Stenman* (1957) 152 Cal.App.2d

543), as the Project (i) requires amendment of the existing General Plan Circulation Element, and (ii) is inconsistent with numerous policies, goals, and implementation actions of the City's General Plan. (See, e.g., *supra*, § E; see also Govt. Code, §§ 65860, 65910.)

The additional conditions/exactions imposed on the Neighboring Properties would also be unlawful because there would not be an "essential nexus" between the condition/exaction and the state interest at issue, and there would be no "rough proportionality" between the condition/exaction and the projected impact of the development. (See, e.g., *Nollan v. Calif. Coastal Comm'n* (1987) 483 U.S. 825; *Dolan v. City of Tigard* (1994) 512 U.S. 374.) Specifically, the increased burden that the Neighboring Properties would not be present if the City retained the circulation patterns under the existing General Plan Circulation Element. The increased burdens would have ***no*** rough proportionality to the impacts resulting from the development of the Neighboring Property, because ***those impacts would be caused by the Project described in the DEIR*** as opposed to any development on the Neighboring Property.

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For the same reasons, the Project would effectuate a regulatory taking because it would force the Neighboring Property to incur costs and regulatory burdens that should be borne by development as a whole, and in particular the Project. (See, e.g., *Penn Central Transp. Co. v. New York City* (1978) 438 U.S. 104.)

In short, the City cannot approve the Project without interfering with Merced Gateway, LLC's constitutional rights, for which Merced Gateway, LLC would be entitled to "just compensation" and recovery of its attorneys' fees.

H. Conclusion

The DEIR finds that the Circulation Element Alternative is the "environmentally superior alternative," and that this alternative meets all of the Project objectives. The Project, in contrast, would not only cause significant environmental effects far above and beyond those that would occur under the existing Circulation Element, but would severely impact my client and its properties. The approval of the Project would also result in an unconstitutional taking by the City, for which Merced Gateway, LLC would require just compensation. As a result, Merced Gateway, LLC respectfully requests that the City deny the Project, and instead consider the Circulation Element Alternative for approval.

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Very truly yours,

John P. Kinsey

Enclosures

Wanger Jones Helsley PC (WJH.1)

Response to WJH.1-1
The commenter summarizes the proposed project.

Comment acknowledged. Since no comment on the environmental conclusions of the EIR was provided, no further response is required (CEQA Guidelines, Section 15088).

Response to WJH.1-2
The commenter questions the consistency of the proposed project with the General Plan as updated in 2012.

The proposed project requires a General Plan Amendment that would change the Circulation Element. The DEIR evaluated a development alternative that would build the project without amending the Circulation Element.

Response to WJH.1-3
The commenter states: "These impacts would be significantly reduced, if not avoided, through the adoption of the General Plan Circulation Element Alternative (the "Circulation Element Alternative"), which the DEIR has been determined to be the "environmentally superior alternative" and consistent with all of the Project Objectives."

The City is not required to adopt an alternative that has been determined to be the "environmentally superior alternative." Although this alternative has fewer significant traffic impacts, it would still have significant and unavoidable impacts at two intersections.

Response to WJH.1-4
The commenter states: "As an adjacent property owner, Merced Gateway, LLC supports the commercial development of the Subject Property . . . . The City, however, should not let the development of a single property undermine the orderly development of adjacent properties, and cause significant environmental effects that the DEIR finds are entirely avoidable."

The DEIR determined that the Circulation Element Alternative would also have significant environmental effects that would be unavoidable. The City may, under CEQA, approve a project that has significant and unavoidable impacts.

Response to WJH.1-5
The commenter states: "For these reasons, the City should either (i) adopt the Circulation Element Alternative, or (ii) decline to certify the EIR, and require the applicant to redesign the Project in a manner consistent with the existing General Plan Circulation Element."

The City is not required to adopt the Circulation Element alternative. As discussed in the Response to Comment 4, above, should a lead agency (the City) decide to approve a project despite one or more significant and unavoidable environmental impacts, it is permitted to do so by adopting a Statement of Overriding Considerations (CEQA Guidelines Section 15093).

Response to WJH.1-6

The commenter states: "Because the DEIR designates the Circulation Element Alternative as the 'Environmentally Superior Alternative,' and the Circulation Element Alternative is feasible, the City must approve the 'Circulation Element Alternative Instead of the Project.'" The commenter then summarizes CEQA case law requiring that an EIR must identify feasible alternatives or mitigation measures to reduce a project's significant effects. The commenter re-states that the Circulation Element Alternative would have fewer impacts than the proposed project, as described in the DEIR.

With regard to the contention that the City must adopt the Circulation Element Alternative, the key consideration is that alternatives in an EIR must be potentially feasible (CEQA Guidelines, Section 15126.6(a)).

Agency decision-makers ultimately decide what is "actually feasible" (*California Native Plant Society v. City of Santa Cruz* ("CNPS") (2009) 177 Cal. App. 4th 957, 981). Under CEQA, the concept of "feasibility" also encompasses the question of whether a particular alternative or mitigation measure promotes the underlying goals and objectives of a project (*Sierra Club v. County of Napa* (2004) 121 Cal.App.4th 1490, 1506-1509; CNPS, supra, 177 Cal. App. 4th at p. 1001; In re Bay-Delta Programmatic Environmental Impact Report Coordinated Proceedings (2008) 43 Cal.4th 1143, 1165, 1166). Moreover, "'feasibility' under CEQA encompasses 'desirability' to the extent that desirability is based on a reasonable balancing of the relevant economic, environmental, social, legal, and technological factors" (*City of Del Mar v. City of San Diego* (1982) 133 Cal. App.3d 410, 417).

The City of Merced, as CEQA lead agency, has discretion to approve the project, deny the project, or instead decide to adopt one of the alternatives; however, the City is not legally required to adopt an alternative simply because it is the environmentally superior alternative. The alternatives analysis is presented in an EIR to allow for a comparison between a proposed project and other development scenarios, in order to allow for fully informed decision-making. Should a lead agency decide to approve a project despite one or more significant and unavoidable environmental impacts, it is permitted to do so by way of adopting a Statement of Overriding Considerations (CEQA Guidelines Section 15093). Therefore, the City is not required to adopt the Circulation Element Alternative; however, this alternative will be considered by the City Council in light of the EIR and all relevant evidence in the record. The DEIR has identified both an alternative that reduces some of the project's significant effects and mitigations that reduce some of the project's significant effects. As stated above, the City is not required under CEQA to adopt the environmentally superior alternative.

Response to WJH.1-7

The commenter states: "Although the DEIR reaches the above conclusions, it appears that the applicant and the City still intend to proceed with the Project, as opposed to the Circulation Element Alternative. This would be improper under CEQA. Because the DEIR identifies significant and unavoidable impacts resulting from the Project, the City cannot approve the Project without making several findings, including a finding that the environmentally superior alternatives identified in the DEIR are not "'feasible.' 'Feasible' means capable of being accomplished in a successful manner within a reasonable period of time, taking into account economic, environmental, social, and technological factors."

The City makes its findings at the time that the City Council certifies the EIR as complete and makes its decision whether or not to approve the project. This takes place at a public hearing. It is not improper under CEQA for a lead agency, after considering the impacts of the proposed project and a reasonable range of alternatives, to adopt a statement of overriding considerations, which may include, as the commenter points out, whether the alternatives would be feasible.

Response to WJH.1-8
The commenter states: ". . . there is no evidence that the Circulation Element Alternative is infeasible . . . the DEIR concedes that the Circulation Element Alternative 'would advance all of the project objectives.' . . . Further, the Circulation Element Alternative would actually result in fewer roadway improvements as mitigation; thus, there are no facilities or other required improvements the City can point to that would be 'economically infeasible' to construct under the Circulation Element Alternative as compared to the Project."

As stated above, agency decision-makers ultimately decide what is "actually feasible" (*California Native Plant Society v. City of Santa Cruz* ("CNPS") (2009) 177 Cal. App. 4th 957, 981). Under CEQA, the concept of "feasibility" also encompasses the question of whether a particular alternative or mitigation measure promotes the underlying goals and objectives of a project (*Sierra Club v. County of Napa* (2004) 121 Cal.App.4th 1490, 1506-1509; CNPS, supra, 177 Cal. App. 4th at p. 1001; In re Bay-Delta Programmatic Environmental Impact Report Coordinated Proceedings (2008) 43 Cal. 4th 1143, 1165, 1166). Moreover, "'feasibility' under CEQA encompasses 'desirability' to the extent that desirability is based on a reasonable balancing of the relevant economic, environmental, social, legal, and technological factors" (*City of Del Mar v. City of San Diego* (1982) 133 Cal.App.3d 410, 417).

Response to WJH.1-9
The commenter states: "The Project would result in several significant environmental effects, many of which are not discussed in the DEIR. The City also may not legally consider approval of the Project because the DEIR's analysis of several of the Project's impacts is flawed. Many of these flaws emanate directly from the design of the Project, and in particular the removal of (i) Pluim Drive as a collector and (ii) the Pluim Drive/Campus Parkway intersection. As a result of these issues, the DEIR must be revised and recirculated for public comment."

This comment does not identify which significant environmental effects are not discussed in the EIR, so no response is possible. The City believes it has identified all significant environmental effects in the DEIR, and does not find the removal of Pluim Drive as a collector to be a flaw in the CEQA analysis. It is not clear from the comment which CEQA issue is relevant to the Pluim Drive/Campus Parkway intersection. This intersection was not analyzed as part of the project because it does not exist in the proposed project. No issues are described that would require the recirculation of the DEIR.

Response to WJH.1-10
The commenter states: "Throughout the Traffic Impact Analysis (the 'TIA') and the DEIR, there are several instances where the level of service for various intersections under the Circulation Element Alternative are misstated, and create a misleading impression that the level of service for those intersections under the Project and the Circulation Element Alternative will be the same. A review of

the facts, however, shows that the level of service under the Circulation Element Alternative will be far better than the level of service under the Project. In other words, the TIA and the DEIR overstate the impacts of the Circulation Element Alternative. Examples of these errors include the following:

Mission Avenue/SR-99 SB Ramps. Table 44 of the TIA (and the related table in the DEIR) show that, under Project conditions, the Mission Avenue/SR-99 Southbound ramps will operate at LOS D. While this level of service may be acceptable for City roadways and intersections under the City's General Plan, Caltrans typically considers such conditions to be unacceptable (see, e.g., Ex. 'A' at 2; see also generally Ex. 'B'). Under the conditions that would occur under the Circulation Element Alternative, a review of the spreadsheets accompanying the TIA reveals this intersection would operate at LOS B, which is substantially less congested that the conditions that would be caused by development under the Project. Both the TIA and the DEIR, however, inaccurately characterize the level of service occurring under the Circulation Element Alternative as LOS D, erroneously suggesting the conditions under the Circulation Element Alternative would be the same as the Project (see Ex. 'A' at 2). This error should be corrected, and the DEIR should be revised to clarify that the Circulation Element Alternative would avoid such significant impacts to Caltrans facilities, which would otherwise result in unacceptable levels of service under Caltrans's guidelines."

Response: Review of Table 44 of the TIA reveals that a typographical error occurred in the presentation of Mitigated Cumulative AM Peak Hour LOS with the GP Circulation Alternative. The Mission Avenue/SB SR-99 Ramps intersection is presented as LOS D, but should be shown as LOS B. Because both LOS B and LOS D satisfy the minimum requirements of the City and Caltrans, this error has no bearing on the conclusions regarding adequacy of the identified mitigation measures. A revised Table 44 is included in the Errata to the EIR, as found in this Final EIR.

Response to WJH.1-11

The commenter states the following as an example of the level of service being misstated: "Mission Avenue/SR-99 NB Ramps. Table 44 of the TIA (and the corresponding tables in the DEIR) show that, under Project conditions, the Mission Avenue/SR-99 Southbound ramps will operate at LOS D. Again, Caltrans typically considers such conditions to be unacceptable (see, e.g., Ex. 'A' at 2; see also generally Ex. 'B'). Under the conditions that would occur under the Circulation Element Alternative, a review of the spreadsheets accompanying the TIA reveals this intersection would operate at LOS B, which is substantially less congested that the conditions that would be caused by development under the Project. As with the SB ramps, both the TIA and the DEIR inaccurately characterize the level of service occurring under the Circulation Element Alternative as LOS D. This error results in the inaccurate suggestion the conditions under the Circulation Element Alternative will be the same as the Project. Not so (see Ex. 'A' at 2). This error should be corrected, and the DEIR should be revised to clarify that the Circulation Element Alternative would avoid such significant impacts to Caltrans facilities, which would otherwise result in unacceptable levels of service under Caltrans' guidelines."

Response: As noted above, a typographical error was identified. The Mission Avenue/NB SR-99 ramps are shown as LOS D but should be presented as LOS B. Because both LOS B and LOS D satisfy the minimum requirements of the City and Caltrans, this error has no bearing on the conclusions

regarding adequacy of the identified mitigation measures. A revised Table 44 is included in the Errata to the FEIR, changing the EIR as requested.

Response to WJH.1-12
The commenter states: "Campus Parkway/Coffee Street. Table 45 of the TIA (and the corresponding tables in the DEIR) show that, under Project, the Campus Parkway/Coffee Street intersection is expected to operate at LOS F during PM peak-hour conditions, even after mitigation. The data underlying the TIA reveals that, under the Circulation Element Alternative, the intersection will operate at LOS B. The TIA and the corresponding pages in the DEIR, however, erroneously state the intersection will operate at LOS C. This error should be corrected in both the TIA and the DEIR to show the public and the decision-makers that the impacts of the Circulation Element Alternative will be less than erroneously stated in the TIA and DEIR (see Ex. 'A' at 4)."

Response: Review of Table 45 of the TIA reveals a typographical error occurred in the presentation of Mitigated Cumulative Pm Peak Hour LOS with the GP Circulation Alternative. The Campus Parkway/ Coffee Street intersection was shown as LOS C but should be presented as LOS B. Because both LOS B and LOS D satisfy the minimum requirements of the City and Caltrans, this error has no bearing on the conclusions regarding adequacy of the identified mitigation measures. A revised Table 45 is included in the Errata, changing the TIA and the EIR as requested.

Response to WJH.1-13
The commenter states: "Under the Project, the southbound and northbound ramps onto SR-99 from Mission Avenue will operate under levels of service that are unacceptable under Caltrans's policies."

While general Caltrans traffic study guidelines indicate that LOS C is the goal, specific LOS standards are identified on a facility-by-facility basis in response to identified conditions in consultation with local agencies. Caltrans comments on the DEIR, above, do not indicate that LOS D is unacceptable.

Response to WJH.1-14
The commenter states: "The TIA and the DEIR Erroneously Conclude that the Project's Impacts to Various Intersections are Significant and Unavoidable."

The DEIR identified improvements that could be implemented in the area of the SR-99/Mission Avenue/Campus Parkway intersection and in the area of the Campus Parkway/Coffee Street intersection. The identified improvements represent the maximum feasible mitigation within the context of the General Plan's ultimate plan for Campus Parkway (i.e., six lanes) and Coffee Street (four lanes) with maximum auxiliary turn lanes that can be accommodated within the available distance between intersections. Because of the interaction between closely spaced intersections, additional improvements away from this intersection would not appreciably change the forecast traffic conditions.

Response to WJH.1-15
The commenter states: "In addition to the fact that the roadway configuration contemplated under the Circulation Element Alternative would avoid the significant impacts identified above, these impacts could also be avoided through additional physical improvements. There is no showing in the DEIR that such physical improvements would be infeasible. (See, e.g., Ex. 'A' at 2-4.). As a result, the

DEIR should be revised to identify implementation of the circulation contemplated in the existing General Plan as feasible mitigation."

Response: The DEIR identified improvements that could be implemented in the area of the SR-99/ Mission Avenue/Campus Parkway intersection and in the area of the Campus Parkway/Coffee Street intersection. The identified improvements represent the maximum feasible mitigation within the context of the General Plan's ultimate plan for Campus Parkway (six lanes) and Coffee Street (two lanes) with maximum auxiliary turn lanes that can be accommodated within the available distance between intersections. Because of the interaction between closely spaced intersections, additional improvements away from this intersection would not appreciably change the forecast traffic conditions.

Response to WJH.1-16
The commenter states: "The Project Would Have Additional Impacts to Traffic Due to its Limitation of Access to the Neighboring Properties."

The DEIR and Traffic Study address the cumulative impact of the project and the GP Circulation Alternative within the context of long term traffic conditions that reflect the regional circulation system and access opportunities that will be available based on the significance criteria adopted by the City of Merced and Caltrans (i.e., LOS). The referenced diagrams illustrate possible travel patterns for a speculative retail commercial development on the neighboring BP sites. However, implementation of the proposed project does not eliminate access to the neighboring sites, and the comparisons offered by the comments and supporting materials are speculative and relate to "convenience," which is not an adopted significance criteria.

Response to WJH.1-17
The commenter states: "The Project Would Subject Motorists Using the Neighboring Properties to Inconvenient and Circuitous Pathways of Travel."

Implementation of the proposed project does not eliminate access to the neighboring sites, and the comparisons offered by the comments and supporting materials are speculative and relate to "convenience," which is not an adopted significance criteria. The neighboring sites are not developed and their future development pattern is speculative at this time.

Response to WJH.1-18
The commenter compares the length of vehicle trips from the proposed project to the State Route 99 on-ramps, and the length of trips from the same area under the Circulation Element alternative, and points out that those trips under the Circulation Element would be slightly shorter.

No CEQA issue is identified by the commenter. No response is necessary.

Response to WJH.1-19
The commenter compares the length of vehicle trips from the State Route 99 off-ramps to the proposed project, and the length of trips from the same area under the Circulation Element alternative, and points out that those trips under the Circulation Element would be slightly shorter.

No CEQA issue is identified by the commenter. No response is necessary.

Response to WJH.1-20
The commenter states: "The TIS Does Not Analyze How the Roadway Configuration Changes Under the Project Would Affect Circulation…The TIS should therefore be revised to analyze the impacts associated with the fact that the Project will cut off the Neighboring Properties' access to Campus Parkway from Pluim Avenue."

There are no current trips from the neighboring area, as it is undeveloped, so there is no impact to trip lengths from those areas. The fact that the proposed project does not construct Pluim Avenue does not cut off the neighboring properties' access to Campus Parkway. The DEIR compares the future traffic circulation of the proposed project with the future traffic circulation of the Circulation Element Alternative. Those potential impacts are discussed in the DEIR in Chapter 3-11.

Response to WJH.1-21
The commenter states: "The TIS Does Not Analyze How the Roadway Configuration Changes Under the Project Would Affect Trip Lengths . . . . Neither the TIS nor the DEIR evaluate these potential impacts, and must be revised."

There are no current trips from the neighboring area, as it is undeveloped, so there is no impact to trip lengths from those areas. The fact that the proposed project does not construct Pluim Avenue does not cut off the neighboring properties' access to Campus Parkway. The DEIR compares the future traffic circulation of the proposed project with the future traffic circulation of the Circulation Element Alternative. Those potential impacts are discussed in the DEIR in Section 3.11, Transportation.

Response to WJH.1-22
The commenter states: "The Project's Heavy Reliance on Coffee Street Access Would Result in Severe Congestion Along Campus Parkway and State Route 99 that Has Not Been Analyzed."

The DEIR and its TIA identify the LOS occurring on key intersection on Campus Parkway and at the SR-99 interchange based on the significance criteria employed by the City of Merced and Caltrans (i.e., LOS). The effects of intersection spacing, as suggested in the comment, are addressed in the methodology employed to determine intersection LOS. No further analysis is required.

Response to WJH.1-23
The commenter states: "The Traffic Mitigation Identified in the DEIR Is Legally Inadequate . . . . Mitigation Measure MM TRANS-1g does not meet [the] standard" of effectiveness.

An analysis of project phasing and improvements requirements is included as part of the conditions of approval. This is adequate for the lead agency to make the determination that the mitigation is effective.

Response to WJH.1-24
The commenter states: "The Project Would Result in Numerous Safety and Access Issues for Pedestrians Seeking to Use the Project and the Neighboring Properties."

The required improvements to the Campus Parkway/Coffee Street intersection will include a traffic signal and crosswalks that are controlled by applicable devices (i.e., push buttons and pedestrian indications. With this improvement, the proposed project does not impede pedestrian access between the project's uses north and south of Campus Parkway, and thus the impact on pedestrian safety is not significant.

Response to WJH.1-25
The commenter states: "The Project Would Have Significant Air Quality Impacts."

The comment is noted.

Response to WJH.1-26
The commenter states: "The DEIR fails to require adequate mitigation for the Project's Increase in ROG emissions to a level of nearly double the applicable threshold of significance. The San Joaquin Valley Air Pollution Control District has developed threshold significance for various pollutants of concern, including reactive organic gases ('ROG'). The District's threshold for ROG is 10 tons per year . . . . The DEIR, however, asserts that 'Mitigation Measure Air-2a requires the applicant to commit to either project design features or a VERA that would reduce ROG emissions to less than 10'. . . . Mitigation Measure MM AIR-2a, however, does not address this issue." The DEIR finds that, under buildout of Phases 1, 2, 4, and 5, the Project will result in 14.56 tons per year of unmitigated ROG emissions, which will exceed the District's threshold of significance. The DEIR also finds that under full build-out, the Project will result in 19.70 tons per year of ROG emissions, which will exceed the District's threshold of significance.

Response: Mitigation Measure AIR-2e requires that the applicant reduce ROG emissions to within the District's threshold of 10 tons per year. Mitigation Measure AIR-2e allows this to be achieved either through project design features that reduce ROG emissions or through participation in a VERA where the applicant would pay into a fund controlled by the District. The District would utilize the money for off-site mitigation to reduce ROG emissions. Mitigation Measure AIR-2e addresses the exceedance of ROG emissions and provides measures to reduce ROG emissions to less than significant levels.

Response to WJH.1-27
The commenter states: "Mitigation Measure MM Air-2e contemplates that the Project must 'demonstrate . . . that the project's operational-related ROG emissions will be reduced below' 10 TPY, and that this 'can be achieved by . . . project design' or execution of a Voluntary Emission Reduction Agreement (VERA) with the District to address these impacts. There are several problems with this mitigation measure, assuming it is intended to address the impacts stated above . . . even if the VERA is approved, it will result in payments for NO_x reductions, as opposed to payments for ROG emissions (Id). There is no discussion or mention of how payments for NO_x would result in a reduction in ROG emissions to less than 10 tons per year. Regardless, it is not adequate mitigation because the utilization of the VERA for ROG emissions will be left up to the discretion of a public agency, and this approval may never occur."

Response: ROG emissions by themselves are not harmful pollutants; however, when ROG and NO_x emissions mix in the atmosphere, they create ozone. Therefore, mitigation that reduces ROG or NO_x

are interchangeable. The VERA program is a contractual agreement between the applicant and the District and becomes a legally enforceable mechanism for achieving air quality mitigation.

Response to WJH.1-28
The commenter states: "Deferral of mitigation is also inappropriate where no reason is given as to why deferral is appropriate . . . . MM AIR-2e plainly contemplates that the applicant may seek to reduce ROG emissions through 'project design.' If this is feasible, there is no explanation as to why the project could not be designed at this time in a manner that would reduce ROG emissions to less than 10 tons per year. As such, MM AIR-2e is improper under CEQA."

Response: The DEIR analyzed a master plan for the proposed project and the tenants of the proposed structures have not yet been determined. Mitigation Measure AIR-2e was written in order to provide the project applicant some latitude if it was found that some tenants would create less emissions than was assumed in the DEIR. However, as detailed above, the project applicant will be required to demonstrate how the emissions reductions will be achieved prior to final construction.

Response to WJH.1-29
The commenter states: "The Project Would Directly Conflict With The Merced Climate Action Plan, Which Was Adopted for the Purpose Of Reducing Greenhouse Gas Emissions. As explained in the DEIR, the City has adopted the Merced Climate Action Plan, which was designed to 'implement the greenhouse gas emission reduction targets identified in AB 32. . . .' If the Project is inconsistent with the Climate Action Plan, the Project would have a significant effect on the environmental with respect to greenhouse gas emissions.

"The DEIR addresses several aspects of the Merced Climate Action Plan, but omits discussion of the fact that the Pluim Drive/Campus Parkway intersection will be removed. Because this intersection serves as a midpoint between Gerard Avenue and Coffee Street, the removal of this intersection will cause pedestrians and bicyclists to take lengthy and circuitous pathways to their destinations, thereby undermining travel by foot and by bike."

Response: The DEIR assessed all strategies provided in the Climate Action Plan (CAP) and detailed how the project would comply with each strategy in Table 3.3-19. The DEIR found that through implementation of Mitigation Measures AIR-7a through AIR-7d that the proposed project would be consistent with the strategies in the CAP.

The public will still have access to travel along what would have been the right-of-way for Pluim Drive to Campus Parkway via walking or bicycle riding, which would promote alternative forms of transportation. The proposed project would incorporate several project design features, including development of mixed land uses, and providing a transit station on-site that would promote a walkable community.

Response to WJH.1-30
The commenter states that "The Project will also undermine several other strategies contained in the Merced Climate Action Plan: the Project would frustrate the access to and the orderly development of the Neighboring Property in a manner consistent with its land use designation, the Project would increase traffic at the SR-99 intersections to a level Caltrans deems 'significant,' and

there are numerous issues with respect to potential queuing into those intersections and potentially the freeway mainline."

The commenter states: "The Project would have significantly greater air quality impacts than the Circulation Element Alternative, which meets all of the Project Objectives."

Response: The DEIR did not provide a quantitative analysis of the air quality impacts associated with the Circulation Element Alternative, since it was assumed it would result in similar emissions as the proposed project.

Response to WJH.1-31
The commenter states: "The Air Quality Analysis Should Be Revised to Account For the Necessary Revisions to the TIA. . . . [T]he Project will cause significant additional impacts relating to access for the neighboring properties. Among other things, the Project will significantly increase trip lengths for the neighboring properties, and will redistribute trips in a manner that will overburden intersections such as Campus Parkway/Gerard Avenue and Mission Avenue/Coffee Street, particularly given the need for vehicles to make U-turns at those intersections."

Response: The City, for the reasons outlined in response to comments on the TIA, finds no reason to revise the TIA.

Response to WJH.1-32
The commenter states: "There is no analysis of the increased emissions associated with the additional trip lengths and vehicle miles traveled, nor is there any analysis of the increased emissions that would be caused by increased congestion caused by the redistribution of vehicle trips caused by the changes in the configuration of the local roadway. Because these are direct and foreseeable consequences of the Project, they must be analyzed to determine whether the Project will result in significant air quality and climate change impacts."

The TIA does not find that any additional trip lengths would be appreciable to existing destinations or to the project site under the proposed project as conceptualized. All trips are accounted for by the trip generation and distribution compiled in the TIA.

Response to WJH.1-33
The commenter states: "The Project would thus have a significant impact as to land use if it conflicts 'with any applicable land use plan, policy, or regulation of an agency with jurisdiction over the project. . .adopted for the purpose of avoiding or mitigating an environmental effect.' [T]he Project would conflict with several goals, policies, and implementation actions of the Merced General Plan."

Response: The commenter does not provide analysis to determine that the project conflicts with the goals, policies, and implementation actions of the Merced General Plan.

Response to WJH.1-34
The commenter states: ". . . [t]he Project would also conflict with the Merced Climate Action Plan, which was adopted to address greenhouse gas emissions and climate change."

Response: The DEIR assessed all strategies provided in the Climate Action Plan (CAP) and detailed how the project would comply with each strategy in Table 3.3-19. The DEIR found that through implementation of Mitigation Measures AIR-7a through AIR-7d that the proposed project would be consistent with the strategies in the CAP.

Response to WJH.1-35
The commenter states: ". . . [the] Project would result in impacts to Caltrans facilities that are worse than those allowed by Caltrans under its adopted Guidelines for traffic studies."

The DEIR and its TIA identify the LOS occurring on key intersection on Campus Parkway and at the SR-99 interchange based on the significance criteria employed by the City of Merced and Caltrans (i.e., LOS). The effects of intersection spacing, as suggested in the comment, are addressed in the methodology employed to determine intersection LOS. No further analysis is required.

Response to WJH.1-36
The commenter states: "As a result of the foregoing, the Project would have significant land use impacts that are not addressed in the DEIR."

The commenter does not demonstrate that there are significant land use impacts. The City finds that the analysis of applicable programs and policies from the CAP and the City's General Plan were adequately evaluated in the DEIR.

Response to WJH.1-37
The commenter states: "The DEIR's discussion of alternatives should be revised . . . . [T]he City cannot approve the Project. The DEIR finds the Circulation Element Alternative to be the 'environmentally superior alternative,' and there is no credible argument that this alternative is infeasible. The fact that the Circulation Element Alternative is the 'environmentally superior alternative' should be beyond doubt."

With regard to the contention that the City must adopt the Circulation Element Alternative, the key consideration is that alternatives in an EIR must be potentially feasible (CEQA Guidelines, Section 15126.6(a)). Agency decision makers ultimately decide what is "actually feasible" (*California Native Plant Society v. City of Santa Cruz* ("CNPS") (2009) 177 Cal. App. 4th 957, 981). Under CEQA, the concept of "feasibility" also encompasses the question of whether a particular alternative or mitigation measure promotes the underlying goals and objectives of a project (*Sierra Club v. County of Napa* (2004) 121 Cal. App. 4th 1490, 1506-1509; CNPS, supra, 177 Cal. App. 4th at p. 1001; In re Bay-Delta Programmatic Environmental Impact Report Coordinated Proceedings (2008) 43 Cal. 4th 1143, 1165, 1166). Moreover, "'feasibility' under CEQA encompasses 'desirability' to the extent that desirability is based on a reasonable balancing of the relevant economic, environmental, social, legal, and technological factors" (*City of Del Mar v. City of San Diego* (1982) 133 Cal.App.3d 410, 417).

Response to WJH.1-38
The commenter states: "However, if several errors in the Alternatives analysis were corrected, the analysis would even more clearly show the Circulation Element Alternative is superior from an environmental perspective . . . . The Circulation Element Alternative, in contrast, would not require

an amendment to the existing Merced General Plan. As a result, the Circulation Element Alternative—on its face—would have fewer land use impacts than the proposed Project."

The comment is acknowledged.

Response to WJH.1-39
The commenter states: "The alternatives discussion also includes Table 5-1, which purports to discuss the differences between the Project and the Circulation Element Alternative. Table 5-1, however, includes levels of service for the Circulation Element Alternative that are erroneous and overstated. . .Table 5-1 should be corrected because it would more clearly demonstrate how much better congestion would be under the Circulation Element Alternative, as opposed to the Project."

Table 5-1 has been corrected in the Errata, and the accompanying text has been revised to reflect the correct values.

Response to WJH.1-40
The commenter states: "The Alternatives analysis also does not discuss usage of the site by pedestrians and bicyclists . . . Circulation Element Alternative is also superior from this standpoint because the Project would cut off pedestrians and cyclists seeking to cross Campus Parkway, and force those pedestrians and bicyclists to take circuitous and inconvenient pathways to reach their destinations on the other side of Campus Parkway . . . The Alternatives analysis should therefore be revised to state the Circulation Element Alternative would be superior to the Project from the standpoint of pedestrian and bicycle access."

The Circulation Alternative provides fewer bikeways than those provided in the Merced Gateway General Plan. The Master Plan also provides a transit center within project that will expand access to pedestrians and bicyclists.

Response to WJH.1-41
The commenter states: "Section 15126.2 of the CEQA Guidelines is located in Article IX, which governs the "Contents of Environmental Impact Reports. Section 15126.2(b) requires that, '[w]here there are impacts that cannot be alleviated without imposing an alternative design,' an EIR should describe 'their implications and the reasons why the project is being proposed, notwithstanding their effect . . .'"

The comment is noted.

Response to WJH.1-42
The commenter states: "The Project would result in significant and unavoidable impacts to traffic, pedestrian and bicycle access, air quality, and land use. The DEIR, however, does not contain any discussion of the implications of these significant and unavoidable effects, and also 'the reasons why the project is being proposed, notwithstanding their effect . . .'"

The impacts listed in the comment that are presented in the DEIR are discussed in Sections 3.11, Transportation; 3.3, Air Quality and Greenhouse Gases; and 3.8, Land Use.

Response to WJH.1-43
The commenter states: "The Project Is Inconsistent with the Merced General Plan and the Merced Climate Action Plan. State planning and zoning law requires that all land-use decisions of general law cities must be consistent with the City's General Plan. A 'project is consistent with the general plan if, considering all its aspects, it will further the objectives and policies of the general plan and not obstruct their attainment.'

"First, the Project contemplates that Pluim Drive would be removed as a collector, and that the Pluim Drive/Campus Parkway intersection would not be constructed. This would interfere significantly with the use of the Project by bicyclists and pedestrians. Specifically, pedestrians who are using either the southern part of the Project or the Southern Parcel owned by my clients, and who are near the Pluim Drive alignment, would not be able to cross Campus Parkway conveniently. Rather, to reach the other side of Campus Parkway, pedestrians and cyclists would need to walk one-third mile west to the Mission Avenue/Coffee Street intersection, or one-half mile north to the Campus Parkway/Gerard Avenue intersection, and return the same distance to reach their destination on the other side of the street. This would result in inconvenient, unnecessary, and circuitous pathways pedestrian and cyclists would need to travel to their destinations."

Response: The required improvements to the Campus Parkway/Coffee Street intersection will include a traffic signal and crosswalks that are controlled by applicable devices (i.e., push buttons and pedestrian indications). With this improvement, the proposed project does not impede pedestrian access between the project's uses north and south of Campus Parkway; thus, the impact on pedestrian safety is not significant.

Response to WJH.1-44
The commenter states: "Further, because the distance pedestrians and bicyclists would need to travel to reach their destination would be nearly an entire mile, this planning would frustrate alternative methods of transportation, and encourage increased use of vehicles by patrons of the Project site (and the Neighboring Properties), thereby increasing congestion and circulation issues (see, e.g., Ex. 'A' at 8). This lack of access would directly undermine the following goals, policies, and implementation actions contained within the City's General Plan."

The commenter goes on to list many General Plan goals, such as "General Plan Goals, listed as part of L-3, which seeks to encourage 'Self-sustaining, Mixed-Use, Pedestrian-Friendly Neighborhoods.' General Plan Land Use Policy L-3.1 seeks to 'Create land use patterns that will encourage people to walk, bicycle, or use public transit for an increased number of daily trips.' . . . General Plan Implementing Action 3.1.a, which seeks to encourage pedestrian and transit-friendly designs at suitable locations. General Plan Implementing Action 3.2.a, which requires the City to encourage owners of vacant lands to build in a manner that promotes pedestrian-oriented developments."

Response: Pedestrian and bicycle access, as well as a bus stop transit center, are provided to General Plan Circulation Element standards by the Merced Gateway Master Plan, as analyzed in the DEIR.

Response to WJH.1-45
The commenter states: "The Project, however, is not just inconsistent with the General Plan due to the failure to adequately ensure convenient and safe access by pedestrians and bicyclists. Rather,

there are several other aspects of the Project that would violate the General Plan. As demonstrated below, nearly all of these inconsistencies result from the removal of Pluim Drive as a collector, and the elimination of the Pluim Drive/Campus Parkway intersection:"

Response: The Pluim Drive/Campus Parkway intersection is not included in the City's Circulation Element under the definition of "expressway" and the envisioned intersections for Campus Parkway. The Circulation Element and the Master Plan both provide for pedestrian and bicycle facilities along Campus Parkway. There is an existing Class I bicycle facility along the north side of Campus Parkway within the proposed Master Plan area.

Response to WJH.1-46
The commenter states: ". . . the Project would result in greater land use impacts than the existing General Plan. Also as explained above, the Project would undermine access for the Neighboring Properties, and frustrate their development."

Response: The proposed project's land use impacts are fully described in Section 3.8 of the DEIR. The proposed project does not deny access to the neighboring properties. "Frustrate their development" does not correspond to a CEQA standard.

Response to WJH.1-47
The commenter states: "The proposed Project violates Policy T-1.3, Implementing Action 1.3.j, by proposing driveways too close to the major intersection of Coffee Street and Campus Parkway, which is expected to suffer from severe congestion affecting even the freeway interchange."

Response: Caltrans and the City of Merced collaboratively evaluated the issue of the issue of driveway spacing and determined that the proposed driveway locations are adequate with the addition of a second right-turn lane at the eastbound center driveway.

Response to WJH.1-48
The commenter states: "In addition, as explained above, the Project is inconsistent with the Merced Climate Action Plan."

Response: This comment was made previously by the commenter and is answered at comment WJH.1-34, above.

Response to WJH.1-49
The commenter states: "Because the Project is inconsistent with several goals, policies, and implementation actions of the Merced General Plan and the Merced Climate Action Plan, the Project is vertically inconsistent with plan-level documents, and the City cannot approve the Project without violating State Planning and Zoning Law."

Response: This is not a comment regarding the adequacy of the EIR. The comment is noted.

Response to WJH.1-50
The commenter states: "The Notice of Availability Is Legally Deficient Because it Attempts to Curtail Public Input on the Environmental Impacts of the Project."

The commenter states: "Section 21177(a) of the Public Resources Code provides that a commenting party may raise 'the alleged grounds for noncompliance with [CEQA] . . . during the public comment period' on the environmental document' 'or prior to the close of the public hearing on the project . . . (Pub. Resources Code, § 21177, subd. (a)).'"

Response: The Notice of Availability was not intended to curtail public comment, but simply cited the 45-day review period for the EIR as provided under CEQA. The case of Bakersfield Citizens for Local Control v. City of Bakersfield cited by the commenter recognizes that: ". . . environmental review is not supposed to be segregated from project approval. [P]ublic participation is an essential part of the CEQA process. Although public hearings are encouraged, they are not explicitly required by CEQA at any stage of the environmental review process (emphasis added). Public comments may be restricted to written communications. Yet, [p]ublic hearings on draft EIRs are sometimes required by agency statute, regulation, rule, ordinance, or the agency's written procedures for implementation of CEQA. If an agency provides a public hearing on its decision to carry out or approve a project, the agency should include environmental review as one of the subjects for the hearing. Since project approval and certification of the EIR generally occur during the same hearing, the two events are sometimes treated as interchangeable" [internal citations omitted].

Response to WJH-51
The commenter states: "Section 21177(a) of the Public Resources Code provides that a commenting party may raise 'the alleged grounds for noncompliance with [CEQA] . . . during the public comment period' on the environmental document" '' "'or prior to the close of the public hearing on the project . . . (Pub. Resources Code, § 21177, subd. (a).).'"

Response: The City did not make an inaccurate statement in the Notice of Availability. The commenter is inferring that the public could draw a conclusion from the statement of a timeline that is statutory, as discussed in comment WJH.1-50, above.

Response to WJH.1-52
The commenter restates the findings of the DEIR re: the Circulation Element Alternative.

The commenter then states: "The approval of the Project would also result in an unconstitutional taking . . ."

The comment does not address the environmental analysis, and is so noted.

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CALIFORNIA GOLD
DEVELOPMENT CORP.

March 1, 2017

Kim Espinosa, Planning Manager
City of Merced Planning & Permitting
678 West 18th Street
Merced, CA 95340

Re: Merced Gateway Master Plan

Dear Kim:

The project applicant requests that the project description be amended to Match Alternative 2 of the Circulation Element Alternative. After further discussion between the project applicant and the adjacent property owner, it was determined that the Pluim Drive extension would provide greater access for both property owners and advance and enhance all of the project objectives. We intend to commence construction of the Pluim Drive Extension no later than the issuance of the first building permit for phase 5 of the project. One half of the roadway will be located on the Merced Gateway, LLC property (adjacent land owner) and the other half on Gateway Park Development Partners, LLC property. Attached hereto is a revised site plan that includes the construction of the Pluim Drive extension. Please advise at your earliest convenience if additional information is needed to amend the project description. 1

Ronald M. Woodall, CEO
California Gold Development Corporation

Eric R Pluim

Eric Pluim, Managing General Partner
Pluim Family Partnership, LLC

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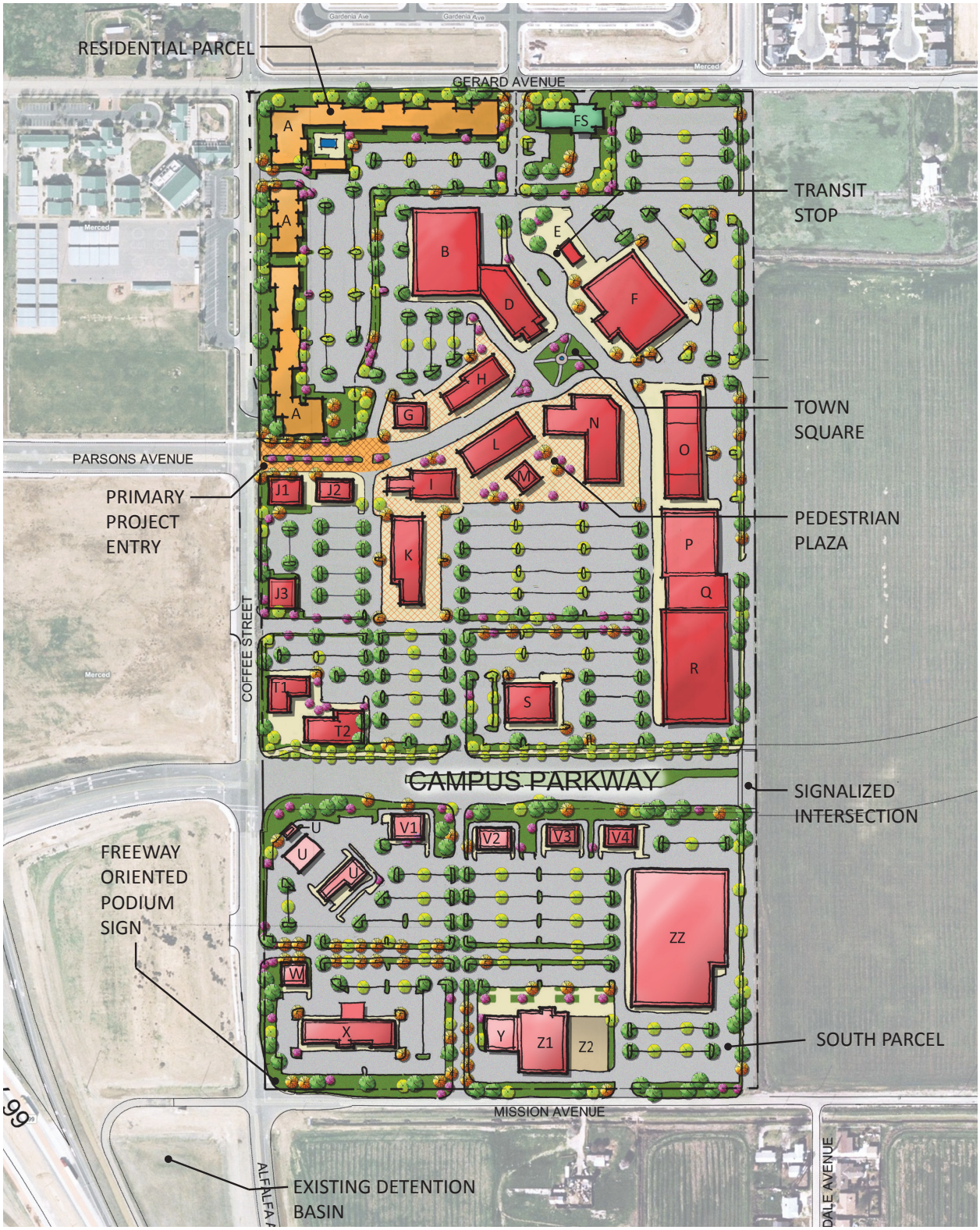

Merced Gateway Site Plan

NTS

March 8, 2017

rrm design group

California Gold Development Corporation (CGDC)-1

Response to CGDC-1

The commenter states, "The project applicant requests that the project description be amended to Match alternative 2 of the Circulation Element Alternative. After further discussion between the project applicant and the adjacent property owner, it was determined that the Pluim Drive extension would provide greater access for both property owners and advance and enhance all of the project objectives. We intend to commence construction of the Pluim Drive Extension no later than the issuance of the first building permit for phase 5 of the project."

Staff is recommending the approval of the Circulation Element Alternative with the additional mitigation measures required for the driveways off Campus Parkway as determined in the analysis of the proposed project. The mitigations are provided in Table 2-1 and in Exhibits 1 and 2.

Table 2-1: Mitigations for Cumulative Plus Project with Modified Circulation Element Alternative

#	Intersection	Improvement
		Modified General Plan Circulation Element Alternative
1	Childs Avenue/Parsons Avenue	Reconfigure EB through lane to one shared thru + left turn
3	Coffee Street/Gerard Avenue	Enhance Pedestrian Crossing
4	Gerard Avenue/Pluim Drive	Add EB and WB left-turn lanes
9	Coffee Street/Parsons Avenue	Traffic Signal
10	Mission Avenue/SB SR-99 ramps	Add 2nd SB left-turn lane and 3rd EB thru lane.
11	Mission Avenue/NB SR-99 ramps	Add 2nd NB right-turn lane Reconfigure #2 WB through lane to one shared "through + right turn", add 3rd EB through lane
12	Campus Parkway/Coffee Street	Add 2nd WB/EB left-turn lane Add 3rd WB and EB through lanes, add EB right-turn lane
14	Gerard Avenue/Central Access	Add EB and WB left-turn lanes
16	Campus Parkway/Midblock Access	Add second EB right-turn lane
17	Campus Parkway/Pluim Drive	Traffic Signal. Create dual left-turn lanes and separate right-turn lanes on all approaches
18	Mission Avenue/Pluim Drive	All-Way Stop
Source: K.D. Anderson and Associates, May 18, 2017.		

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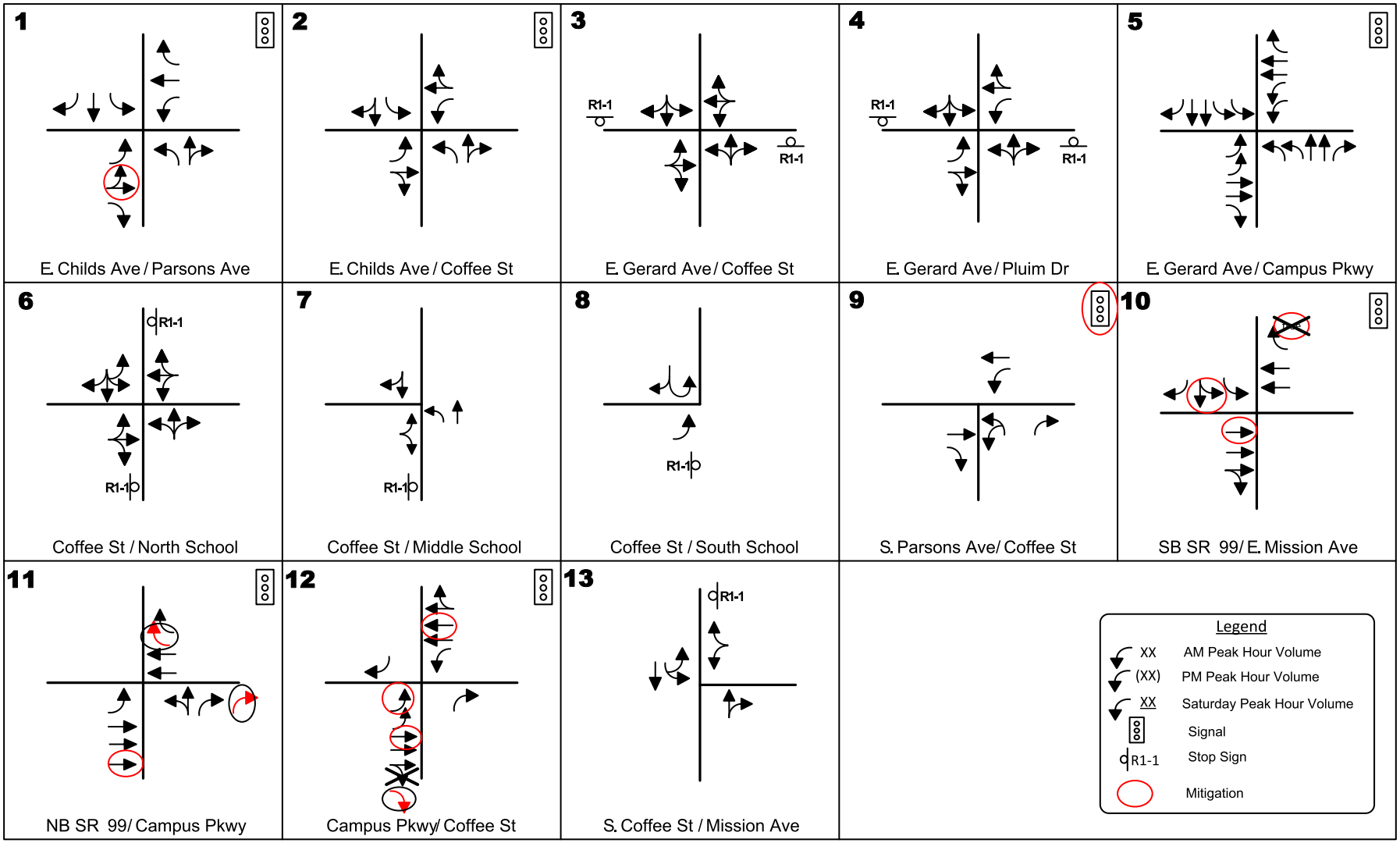

Source: KD Anderson & Associates, Inc. 2017

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Exhibit 1
Mitigations Required for General Plan
Circulation Element in Response to Comment CGDC-1

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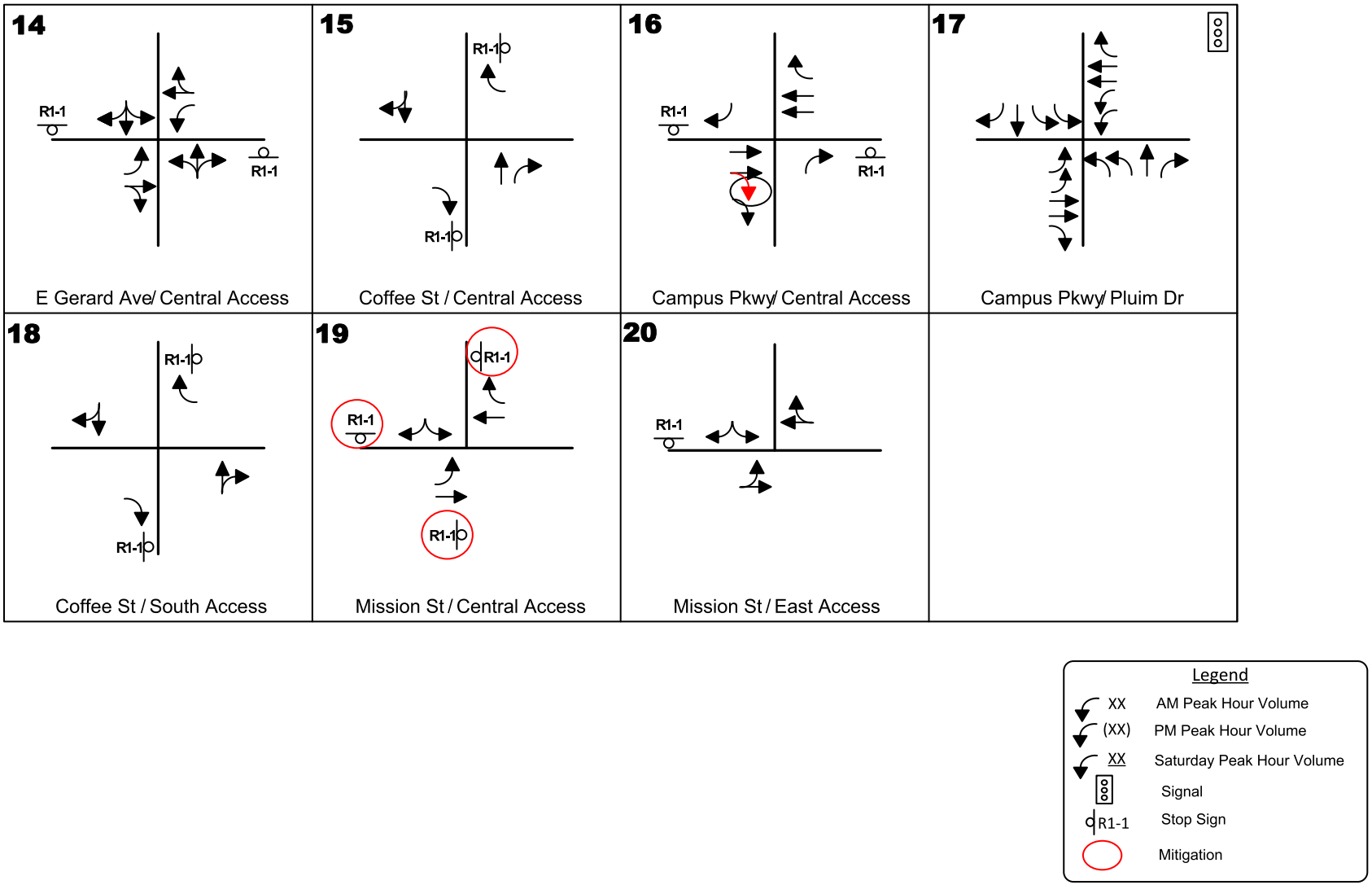

Source: KD Anderson & Associates, Inc. 2017

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Exhibit 2
Mitigations Required for General Plan
Circulation Element in Response to Comment CGDC-1

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April 24, 2017

VIA EMAIL & UNITED STATES MAIL

Bill King, Principal Planner
CITY OF MERCED, PLANNING DIVISION
678 W. 18th Street
Merced, CA 95340

Re: Merced Gateway Master Plan Draft EIR
Resolution of August 29, 2016, Comments
Submitted by Merced Gateway, LLC

Dear Mr. King:

I am writing in reference to the August 29, 2016, comment letter I submitted on behalf of Merced Gateway, LLC concerning the proposed Merced Gateway Master Plan (the "Project"). I understand the applicant has recently submitted a revised site plan for the Project that conforms to the Circulation Element Alternative analyzed in the Draft Environmental Impact Report (the "DEIR") for the Project. I am writing to confirm that Merced Gateway, LLC has reached resolution with the applicant regarding the concerns stated in its August 29, 2016, comments on the DEIR. Specifically, so long as the City approves the Circulation Element Alternative, I am writing to confirm that (i) the concerns expressed in Merced Gateway, LLC's August 29, 2016, comment letter on the Project will be adequately addressed through such approval, and (ii) Merced Gateway, LLC supports the proposed Project, as modified. 1

Of course, if the City does not approve the Circulation Element Alternative or a Project that substantially conforms to the Circulation Element Alternative, Merced Gateway, LLC reserves all rights against the City and the applicant, including the right to file a legal proceeding challenging such action.

///

Should you have any questions regarding this letter or any other issue, please do not hesitate to contact me. 1 CONT

Very truly yours,

John P. Kinsey

cc: Mike Donohoe, Esq.
Jolie Houston, Esq.
Timothy Jones, Esq.

Wanger Jones Helsley PC (WJH.2)

Response to WJH.2-1

The commenter states ". . . that Merced Gateway, LLC has reached resolution with the applicant regarding the concerns stated in its August 29, 2016 comments on the EIR (WJH.1). Specifically, so long as the City approves the Circulation Element Alternative, I am writing to confirm that (i) the concerns expressed in Merced Gateway, LLC's August 29, 2016 comment letter (WJH.2) on the Project will be adequately addressed through such approval, and (ii) Merced Gateway, LLC supports the proposed Project, as modified."

Staff is recommending approval of the Circulation Element Alternative as now proposed by the project applicant.

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SECTION 3: ERRATA

The following are revisions to the Draft EIR for the Merced Gateway Master Plan. These revisions are minor modifications and clarifications to the document, and do not change the significance of any of the environmental issue conclusions within the Draft EIR. The revisions are listed by page number. All additions to the text are underlined (underlined) and all deletions from the text are stricken (~~stricken~~).

3.1 - Changes in Response to Specific Comments

Section 3.11—Transportation

Page 3.11-71

In response to comment CALTRANS-6, CALTRANS-7, WJH.1-10, WJH.1-11, and WJH.1-39, Mitigation Measure TRANS-1e is revised as follows:

MM TRANS-1e In accordance with the transportation improvement phasing plan identified in MM TRANS-1g, the project applicant shall improve the intersection of Mission Avenue/Northbound SR-99 Ramps (11). The intersection shall be improved by adding a third eastbound through lane and ~~converting the northbound right turn lane and westbound right turn lane to "free" right turn lanes~~ reconfiguring the westbound lanes to provide a combined through lane and second right-turn lane, and add a second northbound right-turn lane. In addition, a second eastbound right turn lane will be added at the project's mid-block driveway on Campus Parkway under the proposed project, and the eastbound share through/right turn at Coffee and Campus Parkway will be split into a separate through lane and separate right turn lane **(required for both the proposed project and the Circulation Element Alternative).**

Pages 3.11-37 through 3.11-133

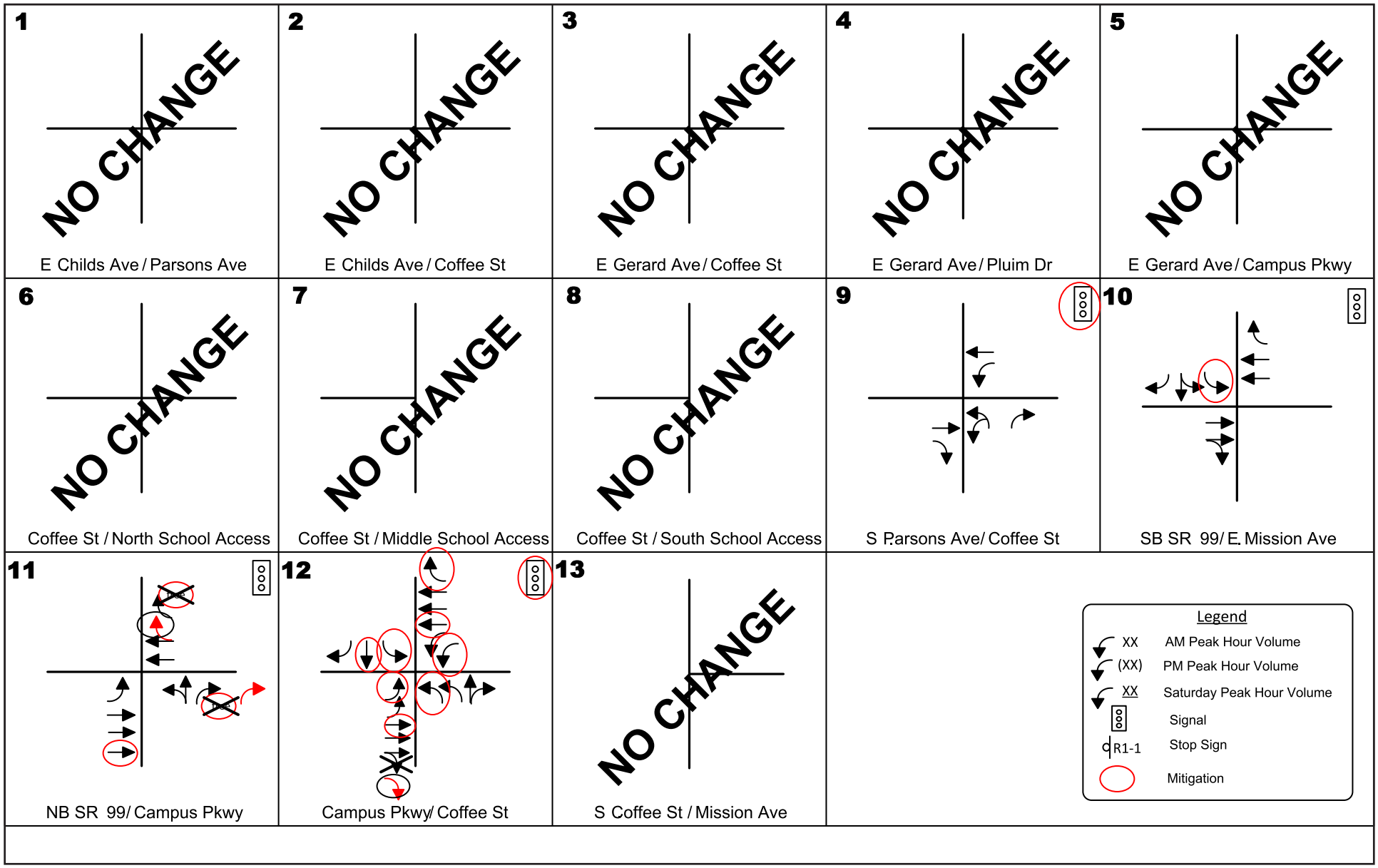
Exhibits 3.11-11, 3.11-12, 3.11-13, 3.11-18, 3.11-19, 3.11-24, 3.11-25, 3.11-26, and 3.11-27, and Tables 3.11-16, 3.11-28, 3.11-37, 3.11-38, and 3.11-39 from the DEIR (corresponding to Figures 22, 23, 24, 26, 27, 28, and 29 and revised Tables 37, 41, and 43 from the Traffic Study in Appendix I of the DEIR) are also changed to reflect the revised mitigation measures and the correction to the Mitigated Cumulative Year 2035 condition for Mission Avenue/State Route 99 northbound and southbound ramps, from LOS "D" to "B" in the AM Peak Hour, and the Mission Avenue/State Route 99 southbound ramps from LOS "C" to "B" in the PM peak hour. The revised pages of the EIR follow.

Page 3.11-99

In response to Comment CALTRANS-11, the text of Mitigation Measure MM TRANS-2 is revised as follows:

MM TRANS-2 In accordance with the transportation improvement phasing plan identified in MM TRANS-1g, the project applicant shall improve the intersection of Mission

Avenue/Southbound SR-99 Ramps (10) with a third eastbound through lane ~~and converting the westbound right turn lane to a "free" right turn,~~ and the segment of Mission Avenue between the ramps and Coffee shall be widened to 6 lanes total. The applicant shall be responsible for its proportional cost of the improvement.



Source: KD Anderson & Associates, Inc. 2017

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Exhibit 3.11-11
Mitigations Existing Plus Project / Access as Proposed Lane Configurations

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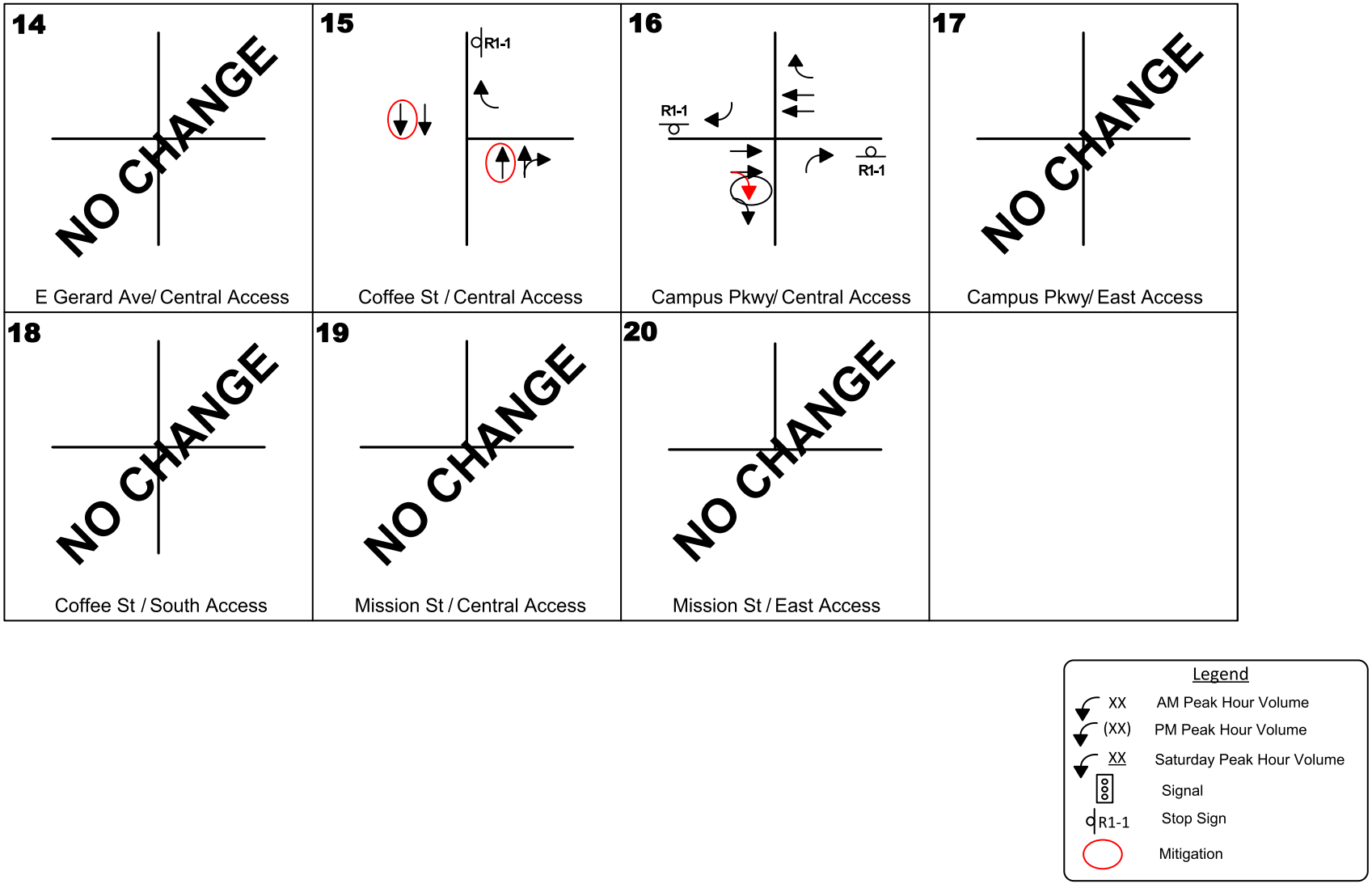

Source: KD Anderson & Associates, Inc. 2017

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Exhibit 3.11-12
Mitigations Existing Plus Project / Access
as Proposed Traffic Volumes Lane Configurations

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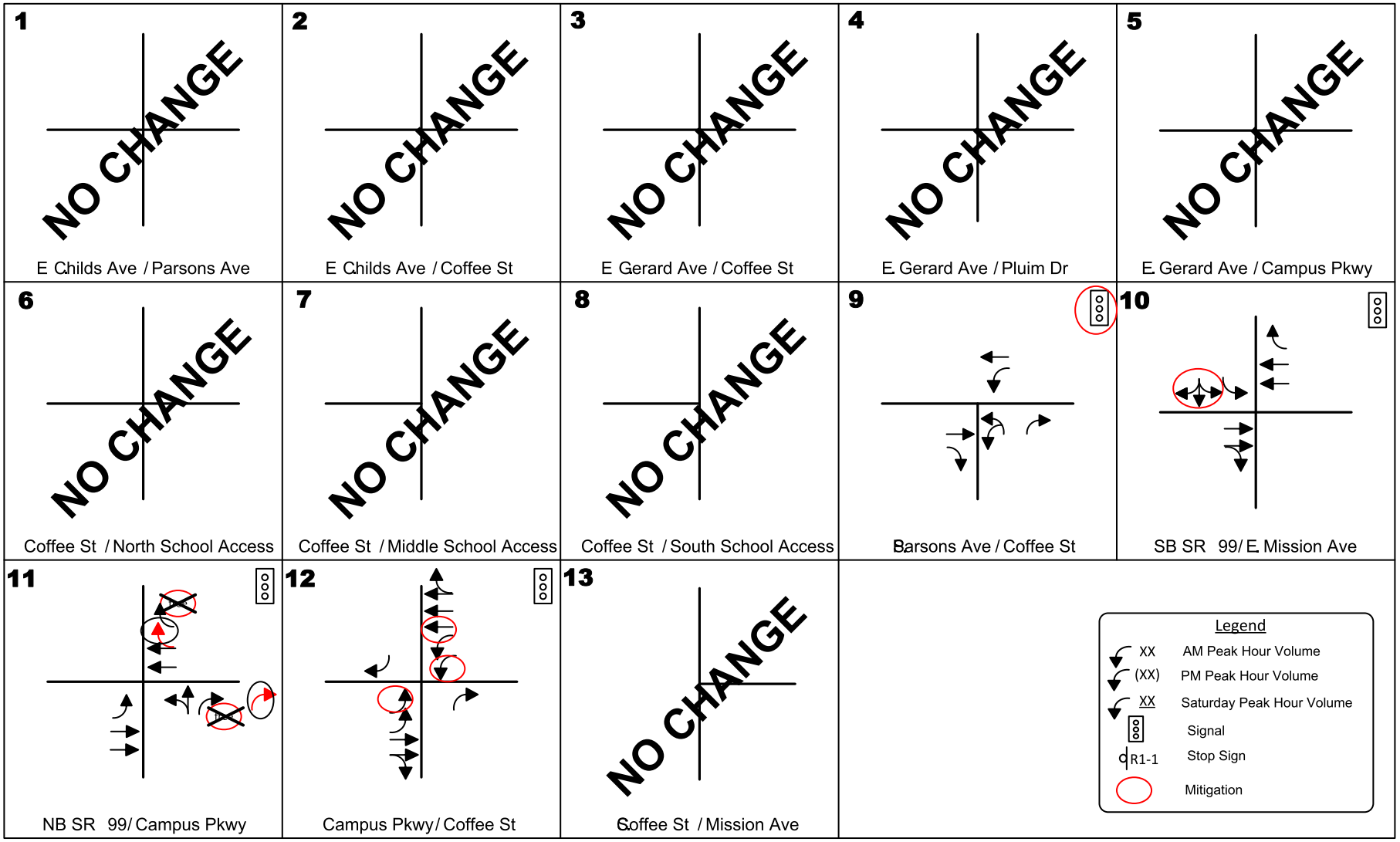

Source: KD Anderson & Associates, Inc. 2017

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Exhibit 3.11-13
Mitigations Existing Plus Project with General Plan Streets Lane Configurations

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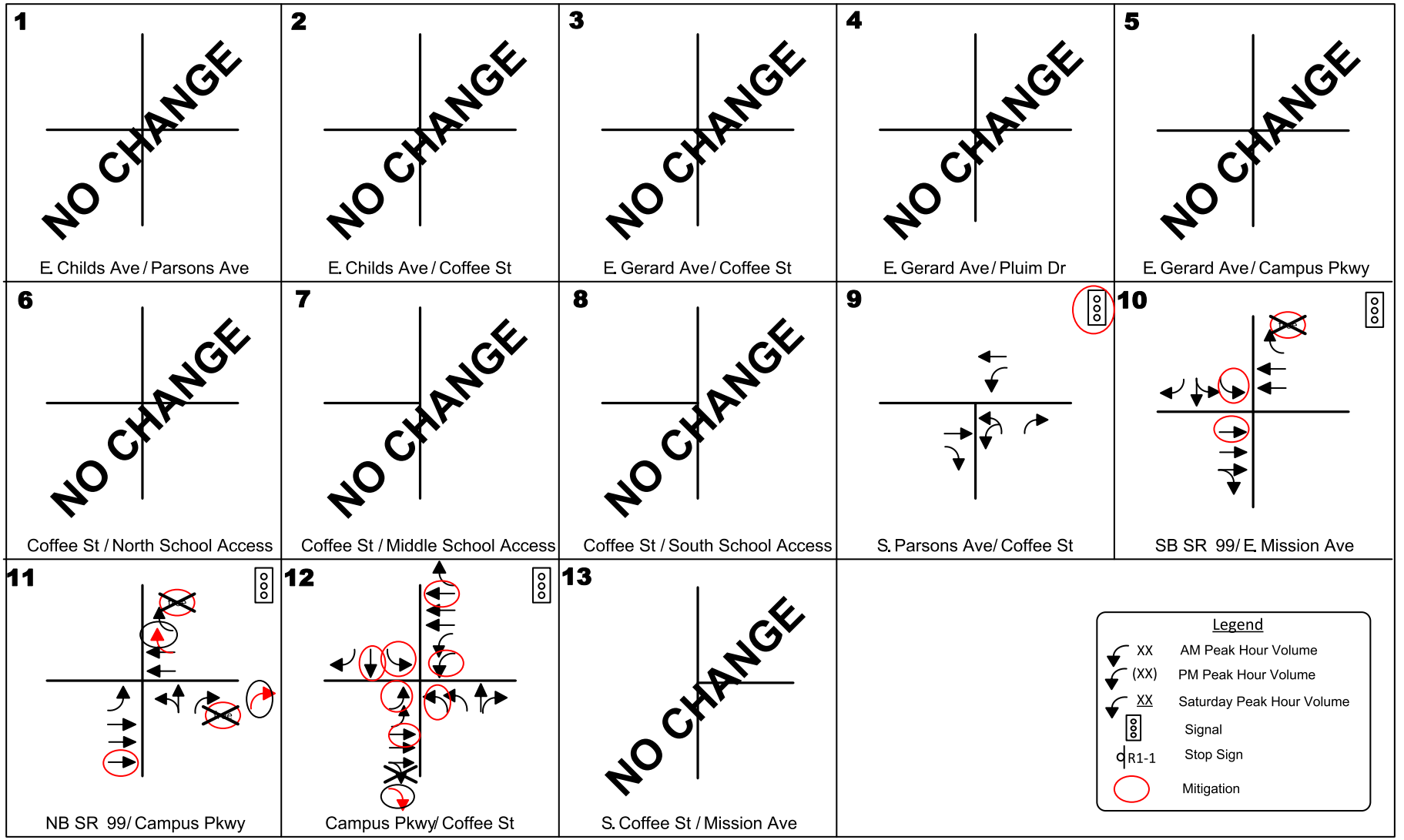

Source: KD Anderson & Associates, Inc. 2017

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Exhibit 3.11-18
Mitigations Existing Plus Approved Projects (EPAP)
Plus Project / Access as Proposed Lane Configurations

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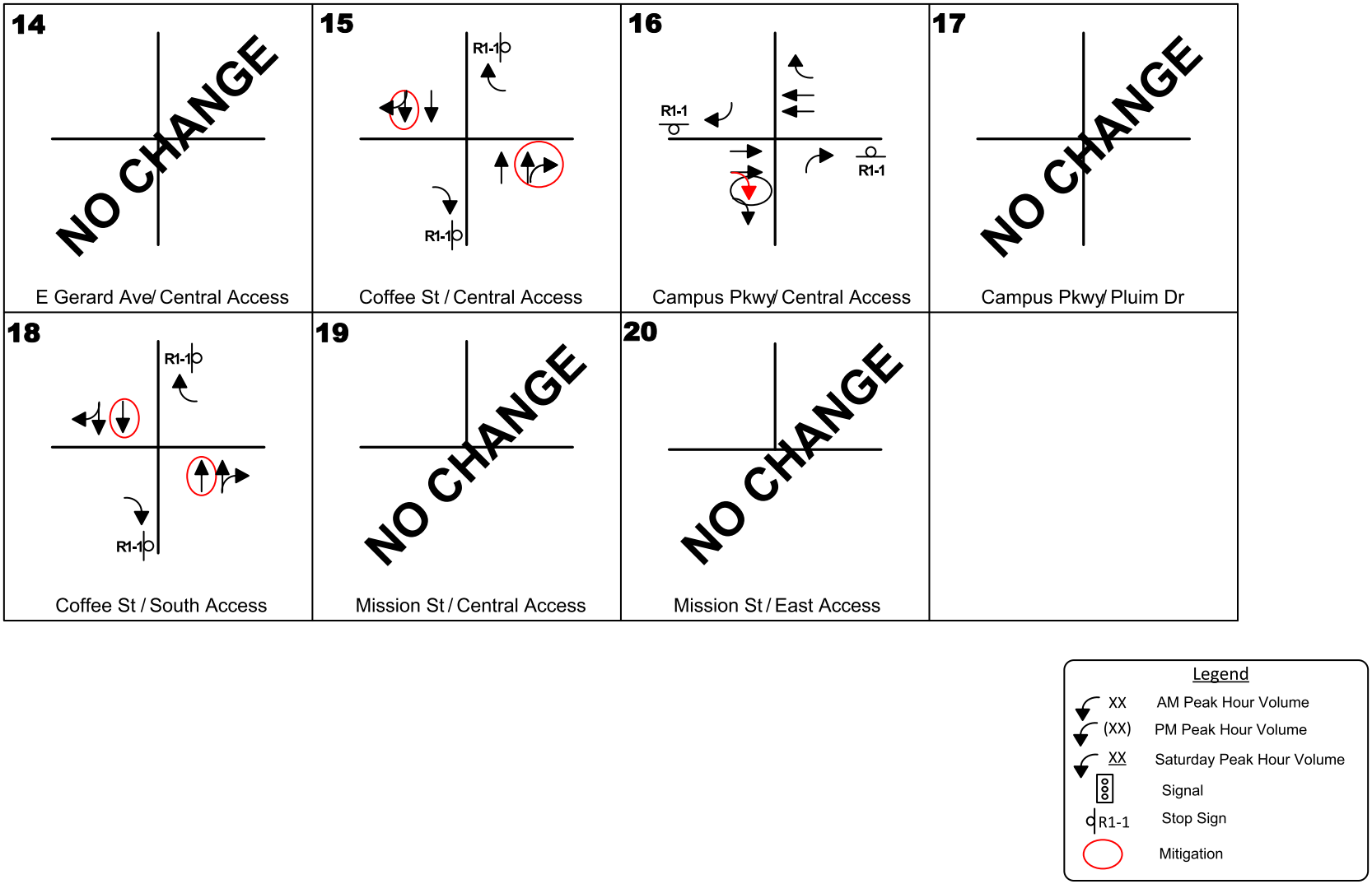

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Exhibit 3.11-19
Mitigations Existing Plus Approved Projects (EPAP)
Plus Project / Access as Proposed Lane Configurations

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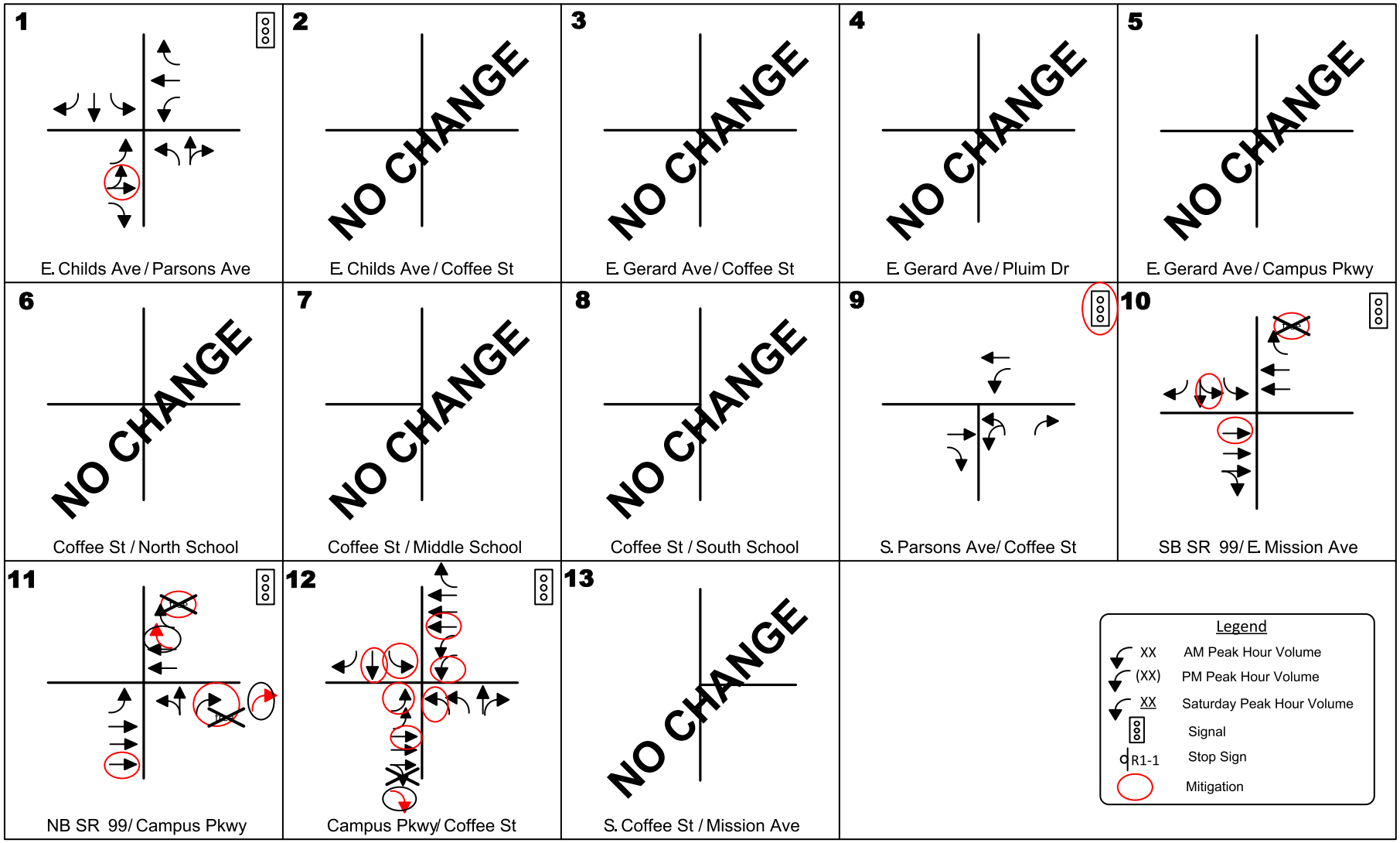

Source: KD Anderson & Associates, Inc. 2017

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Exhibit 3.11-24

Mitigations Cumulative Plus Project / Access as Proposed Lane Configurations

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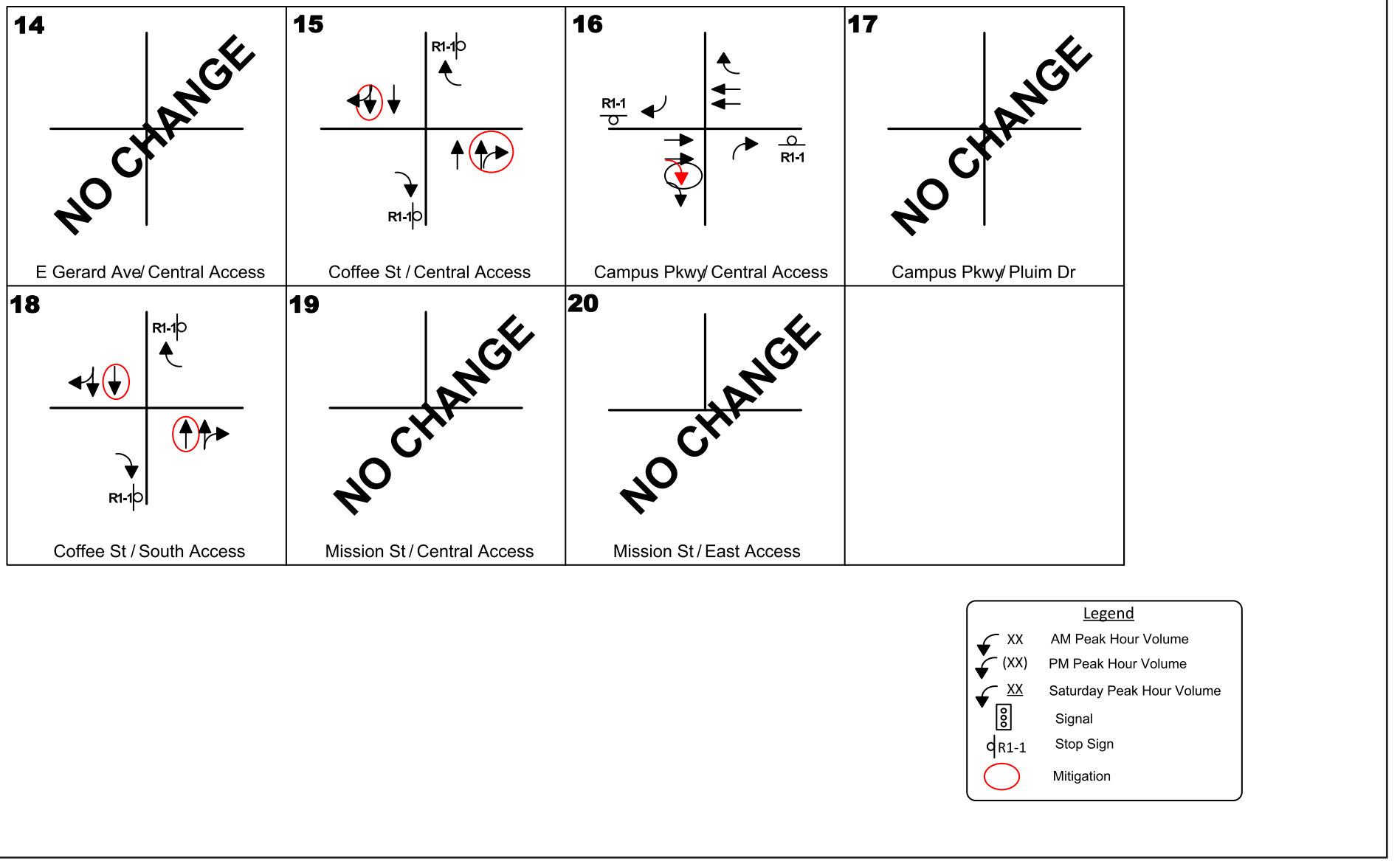

Source: KD Anderson & Associates, Inc. 2017

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Exhibit 3.11-25
Mitigations Cumulative Plus Project / Access as Proposed Lane Configurations

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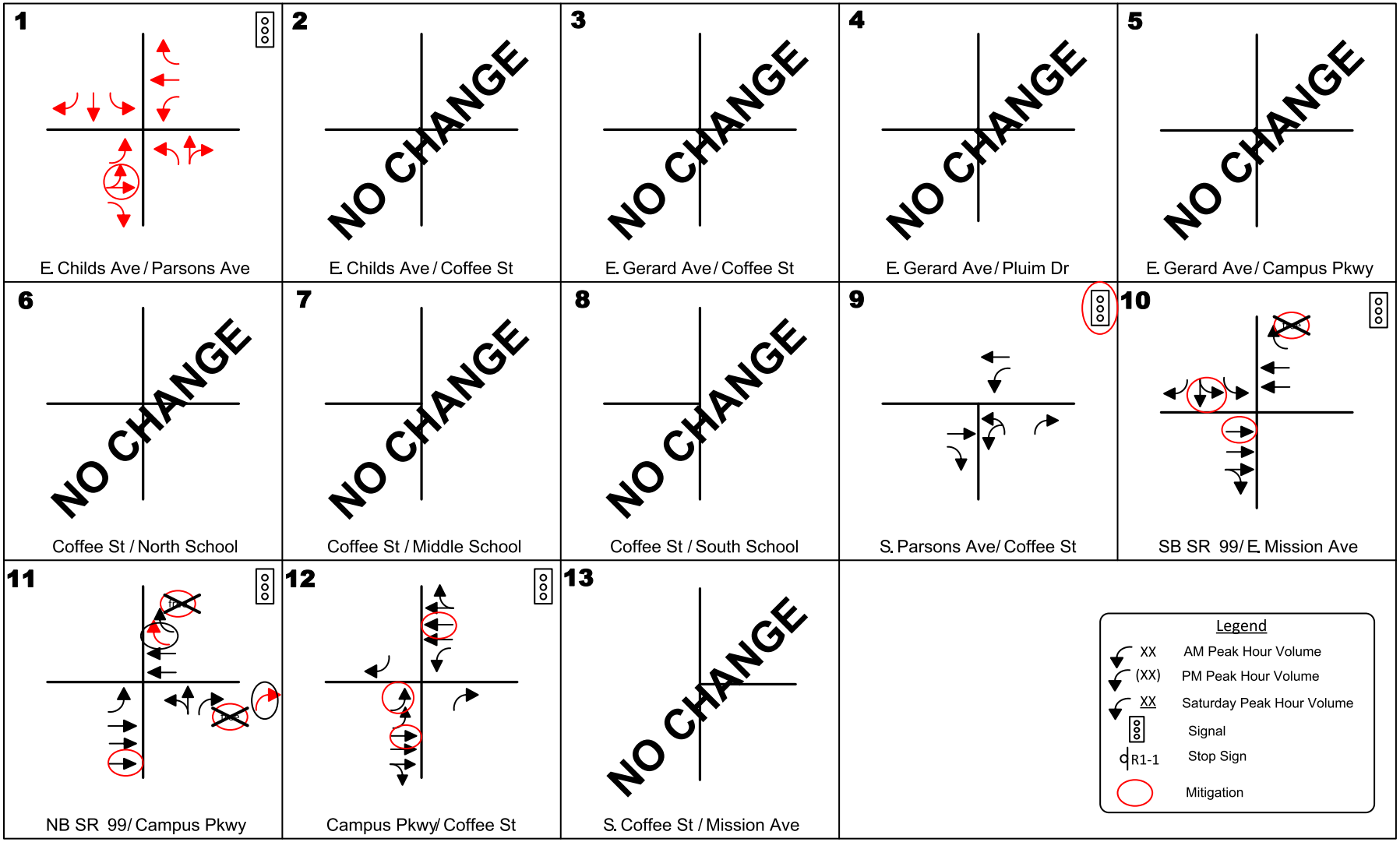

Source: KD Anderson & Associates, Inc. 2017

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Exhibit 3.11-26

Mitigations Cumulative Plus Project with General Plan Streets Lane Configurations

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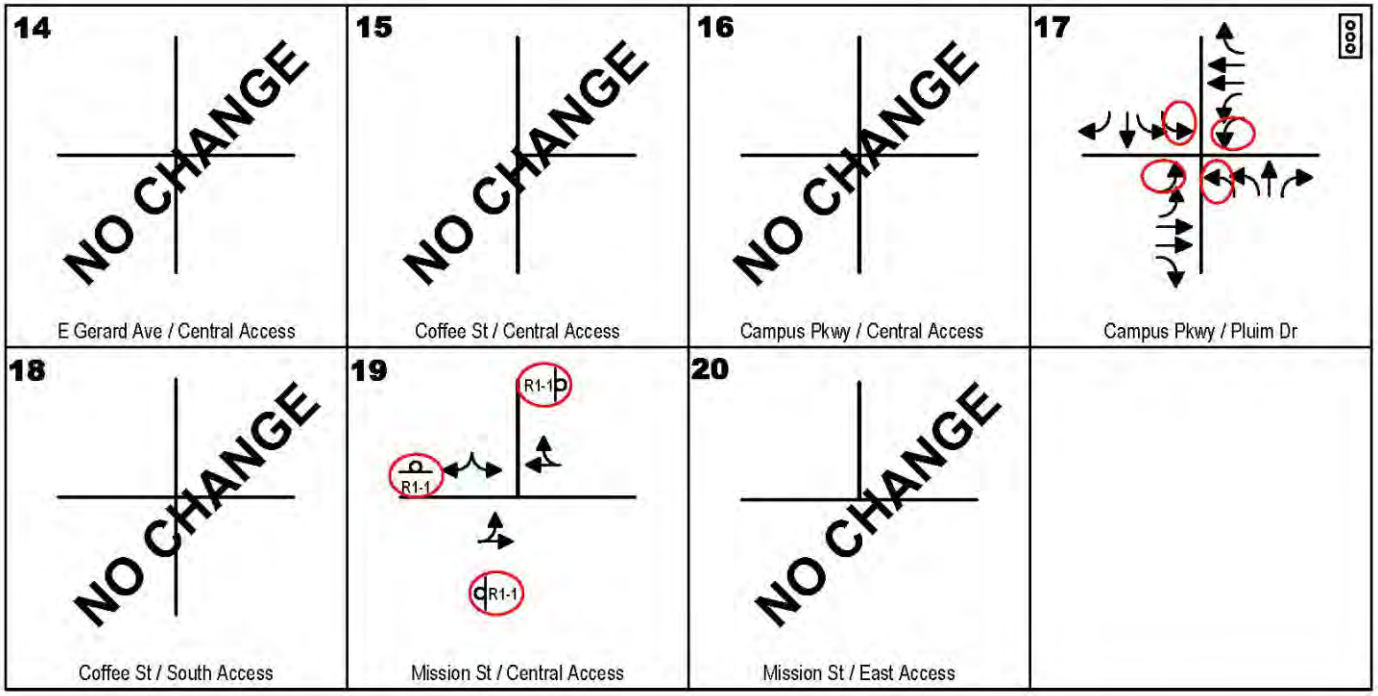

Source: KD Anderson & Associates, Inc. 2016

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Exhibit 3.11-27
Mitigations Cumulative Plus Project with General Plan Streets Lane Configurations

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Table 3.11-16: Mitigations for Existing Plus Project Conditions

#	Intersection	Improvements	
		Access As Proposed	General Plan Circulation Alternative
1	Childs Avenue/Parsons Avenue	None	**None**
2	Childs Avenue/Coffee Street	None	None
3	Gerard Avenue/Coffee Street	Enhance Pedestrian Crossing	Enhanced Pedestrian Crossing
4	Gerard Avenue/Pluim Drive	None	None
5	Gerard Avenue/Campus Parkway	None	None
6	Coffee Street/North School Access	None	None
7	Coffee Street/Central School Access	None	None
8	Coffee Street/South School Access	None	None
9	Coffee Street/Parsons Avenue	Traffic signal based on warrants	None
10	Mission Avenue/SB SR-99 ramps	Add 2nd SB left turn lane	Reconfigure SB right turn lane to allow left turns
11	Mission Avenue/NB SR-99 ramps	Add 3rd EB thru lane, reconfigure westbound lanes to provide a combined thru lane and second right-turn lane, and add second northbound right-turn lane. ~~and make NB right turn lane and WB right turn lane "free"~~	~~Make NB right turn lane and WB right turn lane "free"~~Reconfigure westbound lanes to provide combined thru lane and second right-turn lane, and add second northbound right-turn lane
12	Campus Pkwy/Coffee Street	Traffic signal and add third EB Thru lane, 2nd EB and WB left turn lanes; 3rd WB thru lane and WB right turn lane; 2nd NB left turn lane; separate SB left turn and thru lanes, with overlap phase on SB right turn. Widen Coffee Street north and south of Campus Pkwy to provide two receiving lanes for left turns from Campus Pkwy.	Add Traffic Signal, 2nd EB left turn lane; 3rd WB thru lane. Widen Coffee Street north of Campus Parkway to provide two receiving lanes for left turns.
13	Coffee Street/E. Mission Avenue	None	None
14	Gerard Avenue/Project Access	None	None
15	Coffee Street/Central Access	None	None

Table 3.11-16 (cont.): Mitigations for Existing Plus Project Conditions

#	Intersection	Improvements	
		Access As Proposed	General Plan Circulation Alternative
16	Campus Parkway/Central Access	~~None~~Add second eastbound right-turn lane	—
17	Campus Parkway/Pluim Drive	None	Add traffic signal and 2nd EB left turn lane; add second NB left turn lane;
18	Coffee Street/South Access	None	None
19	Mission Avenue/Central Access	None	All-Way Stop
20	Mission Avenue/Pluim Drive	None	None
—	Coffee Road from Parsons Avenue to Campus Parkway	4 lane section	None

Table 3.11-28: Mitigations for EPAP Plus Project Conditions

#	Intersection	Improvements	
		Existing Plus Approved Projects	EPAP Plus Merced Gateway
1	Childs Avenue/Parsons Avenue	None	None
2	Childs Avenue/Coffee Street	None	None
3	Gerard Avenue/Coffee Street	None	None
4	Gerard Avenue/Pluim Drive	None	None
5	Gerard Avenue/Campus Parkway	None	None
6	Coffee Street/North School Access	None	None
7	Coffee Street/Central School Access	None	None
8	Coffee Street/South School Access	None	None

Table 3.11-28 (cont.): Mitigations for EPAP Plus Project Conditions

#	Intersection	Improvements	
		Existing Plus Approved Projects	EPAP Plus Merced Gateway
9	Coffee Street/Parsons Avenue	None	Traffic signal
10	Mission Avenue/SB SR-99 ramps	None	Add 2nd SB left turn lane, 3rd EB thru lane and "free" WB right turn lane
11	Mission Avenue/NB SR-99 ramps	None	Add 3rd EB thru lane ~~and make NB right turn lane and WB right turn lane "free"~~ and reconfigure westbound lanes to provide combined thru lane and second right-turn lane, and add second northbound right-turn lane
12	Campus Parkway/Coffee Street	Signal based on warrants	Traffic signal and add third EB Thru lane, 2nd EB left turn lane; 3rd WB thru lane and WB right turn lane; 2nd NB left turn lane; separate SB left turn and thru lanes, with a separate SB right turn. Widen Coffee Street north and south of the intersection to provide two receiving lanes for left turns
13	Coffee Street/E. Mission Avenue	None	Accommodate SB to NB U-turns
14	Gerard Avenue/Project Access	None	None
15	Coffee Street/Central Access	None	None
16	Campus Parkway/Central Access	None	~~None~~Add second eastbound right-turn lane
17	Campus Parkway/Pluim Drive	None	None
18	Coffee Street/South Access	None	None
19	Mission Avenue/Central Access	None	None
20	Mission Avenue/Pluim Drive	None	None
—	Campus Parkway from SR 99 to Coffee	None	Six lane section
—	Coffee Street from Parsons Avenue to Campus Parkway	None	Four lane section
—	Coffee Street: Campus Parkway to Mission Avenue	None	Four lane section

Table 3.11-37: Mitigations for Cumulative Plus Project Conditions

#	Intersection	Improvements	
		Cumulative Plus Merced Gateway Access as Proposed	Cumulative Plus Merced Gateway General Plan Access
1	Childs Avenue/Parsons Avenue	Reconfigure EB through lane to thru plus left turn	Reconfigure EB through lane to thru plus left turn
2	Childs Avenue/Coffee Street	None	None
3	Gerard Avenue/Coffee Street	None	None
4	Gerard Avenue/Pluim Drive	None	None
5	Gerard Avenue/Campus Parkway	None	None
6	Coffee Street/North School Access	None	None
7	Coffee Street/Central School Access	None	None
8	Coffee Street/South School Access	None	None
9	Coffee Street/Parsons Avenue	Traffic signal.	Traffic Signal
10	Mission Avenue/SB SR-99 ramps	Add 2nd SB left turn lane, 3rd EB thru lane and "free" WB right turn lane	Add 2nd SB left turn lane and 3rd EB thru lane and "free" WB right turn lane
11	Mission Avenue/NB SR-99 ramps	Add 3rd EB thru lane ~~and make NB right turn lane and WB right turn lane "free"~~ and reconfigure westbound lanes to provide combined thru lane and second right-turn lane, and add second northbound right-turn lane	Add 3rd EB thru lane ~~and make NB right turn lane and WB right turn lane "free"~~ and reconfigure westbound lanes to provide combined thru lane and second right-turn lane, and add second northbound right-turn lane
12	Campus Parkway/Coffee Street	Traffic signal and add third EB Thru lane, 2nd EB left turn lane; 3rd WB thru lane and WB right turn lane; 2nd NB left turn lane; separate SB left turn and thru lanes, with a separate SB right turn. Widen Coffee Street to receive dual left turn lanes	Traffic signal and add third EB Thru lane, 2nd EB left turn lane; 3rd WB thru lane, with overlap phase on SB right turn. Widen Coffee Street to receive dual left turn lanes.
13	Coffee Street/E. Mission Avenue	Accommodate SB to NB U-turns	None
14	Gerard Avenue/Project Access	None	None
15	Coffee Street/Central Access	None	None

Table 3.11-37 (cont.): Mitigations for Cumulative Plus Project Conditions

#	Intersection	Improvements	
		Cumulative Plus Merced Gateway Access as Proposed	Cumulative Plus Merced Gateway General Plan Access
16	Campus Parkway/Central Access	~~None~~Add second eastbound right-turn lane	None
17	Campus Parkway/Pluim Drive	None	Add 2nd EB left turn lane, 2nd WB left turn lane, 2nd NB left turn lane and 2nd SB left turn lane
18	Coffee Street/South Access	None	None
19	Mission Avenue/Central Access	None	None
20	Mission Avenue/Pluim Drive	None	None
—	Coffee Street from Parsons Avenue to Campus Parkway	Four lane section	None
—	Mission Avenue (Campus Parkway) between SR 99 ramps and Coffee Street.	Six lane section	Six lane section
—	Coffee Street from Campus Parkway to Mission Avenue	Four lane section	—
—	Parsons Avenue from Coffee Street to the project's eastern boundary	Provide adequate truck turning radii and roadway structural section	None

Table 3.11-38: Mitigated Cumulative (Year 2035) Plus Project Conditions—AM Peak Hour

#	Intersection	Control	AM Peak Hour			
			Cumulative Plus Project Proposed Circulation		Cumulative Plus Project GP Circulation	
			Average Delay (sec/veh)	LOS	Average Delay (sec/veh)	LOS
1	Childs Avenue/Parsons Avenue	Signal	42	D	43	D
2	Childs Avenue/Coffee Street	Signal	15	C	17	B
3	Gerard Avenue/Coffee Street	AWS	18	C	14	B
4	Gerard Avenue/Pluim Drive SB approach NB approach EB left turn WB left turn	NB/SB Stop	 8 7 2 4	 A A A A	 8 8 2 3	 A A A A
5	Gerard Avenue/Campus Parkway	Signal	23	C	21	C
6	Coffee Street/North School Access EB approach WB approach NB left turn SB left turn	EB/WB Stop	 0 4 0 3	 — A — A	 0 4 0 3	 — A — A
7	Coffee Street/Central School Access EB approach NB left turn	EB Stop	 5 0	 A —	 5 0	 A —
8	Coffee Street/South School Access EB approach	EB Stop	5	A	5	A
9	Coffee Street/Parsons Avenue	AWS	—	—	8	A
		Signal	8	A	—	—
10	Mission Avenue/SB SR-99 ramps	Signal	53	D	18	~~D~~ B
11	Mission Avenue/NB SR-99 ramps	Signal	49	D	18	~~D~~ B
12	Campus Parkway/Coffee Street	Signal	**60**	**E**	14	B
13	Coffee Street/E. Mission Avenue WB approach SB left turn	WB Stop	 4 3	 A A	 6 3	 A A
14	Gerard Avenue/Project Access NB approach SB approach EB left turn WB left turn	NB/SB Stop	 6 8 6 3	 A A A A	 7 8 5 2	 A A A A
15	Coffee Street/Central Access EB approach WB approach	EB/WB Stop	 5 5	 A A	 3 4	 A A

Table 3.11-38 (cont.): Mitigated Cumulative (Year 2035) Plus Project Conditions—AM Peak Hour

#	Intersection	Control	AM Peak Hour			
			Cumulative Plus Project Proposed Circulation		Cumulative Plus Project GP Circulation	
			Average Delay (sec/veh)	LOS	Average Delay (sec/veh)	LOS
16	Campus Parkway/Central Access NB approach SB approach	NB/SB Stop	 2 9	 A A	—	
17	Campus Parkway/Pluim Drive NB approach SB approach	NB/SB Stop	2 5	A A	—	
		Signal	—		36	D
18	Coffee Street/South Access EB approach WB approach	EB/WB Stop	 5 9	 A A	 5 2	 A A
19	Mission Avenue/Central Access SB approach EB left turn	SB Stop	 1 3	 A A	 1 3	 A A
20	Mission Avenue/Pluim Drive SB approach EB left turn	SB Stop	 3 2	 A A	 1 3	 A A

Table 3.11-39: Mitigated Cumulative Year 2035 Plus Project Conditions—PM Peak Hour

#	Intersection	Control	PM Peak Hour			
			Cumulative Plus Project		Cumulative Plus Project GP Circulation	
			Average Delay (sec/veh)	LOS	Average Delay (sec/veh)	LOS
1	Childs Avenue/Parsons Avenue	Signal	38	D	45	D
2	Childs Avenue/Coffee Street	Signal	10	A	10	A
3	Gerard Avenue/Coffee Street	AWS	—	—	10	A
4	Gerard Avenue/Pluim Drive NB approach SB approach EB left turn WB left turn	NB/SB Stop	 7 7 2 3	 A A A A	 7 7 2 2	 A A A A
5	Gerard Avenue/Campus Parkway	Signal	27	C	26	C

Table 3.11-39 (cont.): Mitigated Cumulative Year 2035 Plus Project Conditions—PM Peak Hour

#	Intersection	Control	PM Peak Hour			
			Cumulative Plus Project		Cumulative Plus Project GP Circulation	
			Average Delay (sec/veh)	LOS	Average Delay (sec/veh)	LOS
6	Coffee Street/North School Access EB approach WB approach NB left turn SB left turn	EB/SB Stop	 4 2 0 2	 A A — A	 4 1 0 2	 A A — A
7	Coffee Street/Central School Access EB approach NB left turn	EB Stop	 4 0	 A —	 4 0	 A —
8	Coffee Street/South School Access EB approach	EB Stop	 4	 A	 5	 A
9	Coffee Street/Parsons Avenue	AWS	—	—	17	~~C~~ B
		Signal	13	B	—	—
10	Mission Avenue/SB SR-99 ramps	Signal	**79**	**E**	26	C
11	Mission Avenue/NB SR-99 ramps	Signal	**70**	**E**	25	C
12	Campus Parkway/Coffee Street	Signal	**90**	**F**	17	C
13	Coffee Street/E. Mission Avenue WB approach SB left turn	WB Stop	 5 3	 A A	 8 3	 A B
14	Gerard Avenue/Project Access NB approach SB approach EB left turn WB left turn	NB/SB Stop	 9 6 5 3	 A A A A	 6 6 4 2	 A A A A
15	Coffee Street/Central Access EB approach WB approach	WB Stop	 7 6	 A A	 6 9	 C A
16	Campus Parkway/Central Access NB approach SB approach	NB/SB Stop	 2 50	 A D	—	—
17	Campus Parkway/Pluim Drive NB approach SB approach	NB/SB Stop	 3 7	 A A	—	
	—	Signal	—		26	C

Table 3.11-39 (cont.): Mitigated Cumulative Year 2035 Plus Project Conditions—PM Peak Hour

#	Intersection	Control	PM Peak Hour			
			Cumulative Plus Project		Cumulative Plus Project GP Circulation	
			Average Delay (sec/veh)	LOS	Average Delay (sec/veh)	LOS
18	Coffee Street/South Access EB approach WB approach	EB/WB Stop	5 **76**	A **F**	5 2	A A
19	Mission Avenue/Central Access SB approach EB left turn	SB Stop	1 3	A A	15 3	B A
20	Mission Avenue/Pluim Dr SB approach EB left turn	SB Stop	0 5	A A	1 3	A A

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