



CITY OF HAYWARD AGENDA REPORT

Meeting Date: 9/20/07

Agenda Item: 3

TO: Planning Commission
FROM: David Rizk, AICP, Planning Manager
SUBJECT: South of Route 92 Specific Plan Amendment Study

- I. **General Plan Amendment Application No. PL-2007-0019** - Request to Amend the General Plan Land Use Map Designation for Portions of the Area From "Industrial Corridor" to "Retail and Office Commercial" and "Medium Density Residential";
- II. **Specific Plan Amendment** – Request to Amend the *South of Route 92/Oliver & Weber Properties Specific Plan* Land Use Designation for Portions of the Area From "Business Park" to "Retail Commercial" and "Residential", and Make Related Text Changes;
- III. **Zoning Text Amendment Application No. PL-2007-0233** – Request to Delete the "Commercial Retail" District and Add a New "Regional Commercial" District, and Amend the "Business Park" District and "Neighborhood Commercial" District;
- IV. **Zone Change Application No. PL-2007-0232** - Request to Amend the Zoning District for Portions of the Area From "Business Park" and "Commercial Retail" to "Medium Density Residential", "Neighborhood Commercial", and "Regional Commercial";
- V. **Development Guidelines Revisions** – Request to Amend the *South of Route 92/Oliver & Weber Properties Development Guidelines* Consistent with Related Amendments to the Specific Plan;
- VI. **Development Agreement Amendment** - Request to Amend the *Mount Eden Business and Sports Park Community Development Agreement*.

Legacy Partners, Inc. - Applicant/Eden Shores Associates I and II, LLC - Owners; City of Hayward – (Applicant/Owner)

The Project Site Includes Approximately 60 Acres Generally Located West of Hesperian Boulevard and East of Marina Drive, Between Industrial Boulevard and Eden Park Place

RECOMMENDATION

Staff recommends that the Planning Commission recommend to the City Council approval of the Mitigated Negative Declaration, Mitigation Monitoring and Reporting Plan and associated

Technical Memorandum, the related land use applications and the Development Agreement amendment, subject to the findings attached to this report.

SUMMARY

Staff supports the proposal in that it would provide a desirable mixed-use project in the southwestern portion of the City that would:

1. provide for greater retail opportunities in an area that lacks such opportunities, which would provide more sales tax revenues for the City coffers,
2. would introduce a new regional retail use to further enhance sales tax revenues for the City,
3. would provide a mix of land uses that would be compatible with and help generate greater potential for more immediate development of office/business park uses and which would still provide opportunity for a campus style development and other office uses that would total to more than a half-million square feet, with Hayward currently having over one million square feet of vacant inventory,
4. would provide additional needed housing in an arrangement that would take full advantage of nearby neighborhood-serving retail uses and a sports complex, encouraging less dependence and use of the automobile, while providing property transfer tax revenues, and

Staff recognizes that the reduction in vacant land available for business park uses compared with potential development in accordance with the existing Specific Plan may affect the City's ability to attract campus-style complexes. However, the City's Industrial Corridor also contains other vacant and underutilized parcels which have the potential for being redeveloped with the types of office uses that generate higher-paying jobs.

BACKGROUND

In 1998, the City of Hayward certified a Program Environmental Impact Report (EIR) associated with the approval of the South of Route 92 General Plan Amendment, Zone Change and Specific Plan for the Oliver Estate/Weber Properties. The Specific Plan area is bounded by Hesperian Boulevard to the east, Old Alameda Creek to the south, the Baumberg Tract (Eden Landing Ecological Reserve) to the west, and Industrial Boulevard/Arden Road and the Baumberg neighborhood to the northwest (see Attachment A). In 1999, the City approved and executed the Mount Eden Business and Sports Park Community Development Agreement in connection with the Oliver Estate properties.

The 1998 Specific Plan provided for a mixed-use development consisting of a business park, high-quality single-family housing, light manufacturing, open space and a 25-acre sports park on 333.5 acres. The Plan sought to expand the supply of owner-occupied housing and increase the variety of the City's housing stock, particularly housing for professionals, technical specialists and managers and business owners, and create opportunities for businesses that provide higher wage jobs and/or sales tax revenues to develop and expand in Hayward. The sports park and the 537-unit Eden Shores residential community have been completed.

In November of 2005, the Specific Plan was amended to allow for residential development (Eden Shores East) on approximately 29 acres formerly designated for light manufacturing just east of the railroad tracks. The Bridgeport and Crossings projects, consisting of 139 single-family units and 122 condominiums, respectively, are now under construction. That approval changed the nature of land uses east of the railroad tracks and impacted the potential for establishing a large business park/light manufacturing center east of the railroad tracks in the Specific Plan area, as was envisioned with the Plan was adopted in 1998.

Interest has been expressed by property owners of the remaining undeveloped acreage (Legacy) to explore other potential land uses in addition to the current Business Park and Commercial Retail zoning designations. In response, the City Council, in November of 2006, authorized a study to evaluate potential revisions to the Specific Plan which would allow for consideration of a greater variety of land uses within the approximately 60 acres bordering Hesperian Boulevard and Industrial Boulevard (see Attachment B). This study, conducted over the past several months, began with the preparation of a market analysis, followed by the formulation of three land use alternatives (including Alternative 2 proposed by Legacy, Attachment C). Various technical studies, including a fiscal impact analysis and a traffic impact analysis, were completed for each alternative. Major findings of the technical studies were reviewed with the Planning Commission and City Council at joint work sessions in February and May of this year. In addition, three workshops were held in the Eden Shores community to review the studies and solicit comments from area residents.

Subsequent to the work sessions, the project proponent revised their previous proposal and received feedback on it from the City Council and Planning Commission at a joint work session on September 11.

DISCUSSION

Summary of Revisions to Legacy's Proposal

The current proposal, which is represented in an illustrative site plan in Attachment D, is indicating three-story office buildings along Industrial Boulevard and in the northwest portion of the project area. Along the east side of Marina Drive, the site plan indicates a larger, three-story medical office building and several single-story, smaller office buildings. Also shown is a 42,000 square foot fitness center. Although such use is shown within the office/business park area, it would provide a service for both residents and workers in the area and would be compatible with and complement the business park/medical offices uses. Staff is recommending that the BP Zoning District provisions be amended to allow these types of compatible uses. Legacy's current proposal shows office uses on 0.4 more acres compared to the previous proposal, but slightly less square footage (2,500 square feet). Additionally, due to a reconfiguration of uses, buildings with a parking structure in the northwest portion of the site are arranged in a more traditional, interconnected campus style development, rather than in a linear configuration along Industrial Boulevard as was previously shown. Also, the potential noise impacts from trains to residents associated with the previous proposal has been eliminated since such housing has been replaced by office uses. Furthermore, office uses are now shown along the east side of Marina Drive, south of Industrial Boulevard, which would replace parking lot

area for the regional retail use that was previously shown across from the Bridgeport residential development being constructed along Marina Drive. In summary, the amount of parking lot area across from the Bridgeport residential development has been greatly reduced and deeper business park/ areas have been provided to allow potential for a more traditional campus style development that would contain a variety of interconnected buildings to enhance the environment for workers.

The amount of neighborhood serving retail use has been reduced by 10,500 square feet and 0.9 acres. However, the relocation of such center to north of Eden Shores Boulevard would provide greater opportunities to cater to the neighborhood and enhance the aesthetic environment along Eden Shores Boulevard for residents in that area, compared to the previous proposal. The relationship and shared parking potential for the regional and neighborhood serving retail is also enhanced with the revised proposal.

The regional retail building and parking lot are shown relocated northward to take greater advantage of the major intersection of Industrial Boulevard and Hesperian Boulevard. Such relocation would minimize traffic and noise impacts to residential uses to the east and would provide easier access for shoppers of that facility. Additionally, such location would provide easier access for future business park and office users along Industrial Boulevard eastward toward I-880.

The number of residential units is approximately the same, though on two less acres. The biggest difference with regards to the residential units is that the current proposal now shows all the units together adjacent to Hesperian Boulevard and Eden Shores Boulevard, north of the 25-acre sports complex. Additional parking is shown between the two residential developments, to accommodate overflow parking from the sports complex during peak activity, as has been requested by staff of the Hayward Area Recreation and Park District. Noise impacts from Hesperian Boulevard traffic for those units that would face onto Hesperian Boulevard and impacts from athletic field lights on residences fronting onto Eden Park Place across from the sports complex would need to be addressed through design.

The following table summarizes possible development scenarios per the original three land use alternatives upon which technical studies were based, along with Legacy's revised proposal.

Alternatives Development Summary

| Land Use Alternative | Office-flex/R&D | Neighborhood Retail | Regional Retail | Residential |
|---|----------------------------------|------------------------------|-------------------------------|-------------------------------|
| Alternative 1: Existing Specific Plan | 53.4 ac. 1,400,000 sf | 3.0 ac. 33,000 sf | None | None |
| Alternative 2: Legacy's Previous Proposal | 20.1 ac. 502,500 sf | 6.3 ac. 66,500 sf | 15.5 ac. 160,000 sf | 14.6 ac. 174 units |
| Legacy's Revised Proposal* | 20.5 ac. 500,000 sf** | 5.4 ac. 56,000 sf | 16.5 ac 160,000 sf | 14.4 ac. 167 units |
| Alternative 3: Office/Biotech/Retail | 34.7 ac. 907,000 sf | 6.3 ac. 66,500 sf | 15.5 ac 160,000 sf | None |

*revised per the project proponent in response to comments received on previous proposal

** includes 42,000 square foot fitness facility

Because the revisions to Legacy's proposal essentially entail relocation of uses, additional analyses was not conducted. The following discussions relate to the previous proposal from Legacy, which are still applicable to the current proposal.

Overview of Technical Studies

Market Analysis. The market study prepared by Keyser Marston Associates (KMA) forecast trends for selected land uses over the next twenty years (2016). Major findings are summarized below:

- *Research & Development (R&D).* It is anticipated that R&D space demand of approximately 500,000 sq. ft. in the City will be adequately met by the existing 1.2 million sq. ft. of vacant inventory and that no net new demand would exist. However, given the limited amount of large, vacant and readily developable land in the City, there may be niche opportunities within the Specific Plan area to compete successfully for a share of the overall R&D demand in the region.
- *Office/Flex.* The subject site has the potential for capturing up to 100% of the net office/flex space demand, about 300,000 sq. ft. (or approximately 17 acres) projected for the City between 2006 and 2016.
- *Retail.* Within the one-mile trade area, opportunities exist for convenience retail goods (food and drugs) in the form of a new neighborhood retail center (3 to 4 acres), anchored by a grocery store in the range of roughly 35,000 to 40,000 sq. ft. Within the five-mile trade area, significant opportunities – in the range of 500,000 sq. ft. to 900,000+ sq. ft. - exist in the City for nearly all types of comparison retail goods, i.e., apparel, general merchandise, specialty retail and home furnishings. These needs might be met by a regional retail center or “big box” retail use.

- *Residential.* According to the market analysis, an estimated net new housing demand for 1,200 residential units is projected for the City between 2006 and 2016. The net demand is derived from the number of projected new households minus the number of vacant housing units and the number of housing units under construction or in approved and pending projects. It should be noted that the net new demand does not reflect potential additional housing units not known at this time but which may be developed on vacant or underutilized land (e.g., South Hayward BART Concept Plan area and other infill areas throughout the City).

An important issue for consideration is short-term versus longer-term development activity. For example, a tradeoff of a shorter absorption time-frame for more immediate sales tax return versus the potential loss of higher quality and/or higher-paying jobs, which are often generated by high-tech businesses, as opposed to industrial or retail jobs. Although a faster absorption potentially increases the probability of project success and accelerates the timing of the flow of fiscal revenue to the City, it is the tradeoff for longer term opportunities that may create higher-wage jobs. The ideal balance is the appropriate mix of housing, retail and office/business park uses to attract the higher wage jobs. Labor force relies on a good quality supply of residential units.

Fiscal Impact Analysis. The fiscal impact analysis assesses the potential fiscal benefits with the projected costs of service demand generated by the proposed uses. The analysis was prepared by Pacific Municipal Consultants (PMC). It forecasts impacts on the City's General Fund in five-year increments over the next twenty years for three land use alternatives. Major findings are summarized below.

The property owner's previous proposal (Alternative 2), which entailed a mix of retail, office/flex and housing, provided a net fiscal benefit to the General Fund of about \$39.4 million over the twenty-year period. This type of office and retail development mix, especially one which includes a regional retailer, generated significant General Fund revenues, about \$54.3 million, in the form of sales taxes, property taxes and property transfer tax revenue. However, the presence of the housing component in the development mix also resulted in additional service costs in the City budget of about \$14.9 million, resulting in the net benefit of \$39.4 million over 20 years. In comparison, the existing Specific Plan (Alternative 1, which represents status quo), a mix of business park uses with a much smaller retail component, created only \$9.9 million in net benefit. A modified version of the property owner's proposal (Alternative 3), which included additional office/flex uses instead of the residential uses, would generate a slightly higher net fiscal benefit of \$39.9 million. While this alternative yielded less revenue, it also resulted in lower costs to service the project area. The end result is that both Alternative 2 and Alternative 3 were comparable in terms of net revenue.

The applicant indicates that their financial assessment relies on the housing to make the project viable in their business model. Housing is also critical to the City in generating additional sales tax dollars from the increased household spending. Also, property transfer tax dollars would be generated when a residence is sold, which would occur less frequently with office or business

park uses. The market for large single-use business parks is weak and the property is projected to stand unused after a decade with designation primarily as Business Park.

Traffic Impact Analysis. The traffic impact analysis prepared by DKS Associates estimated the number of vehicle trips generated at project buildout and calculated levels of service at key intersections for the same three land use alternatives. Major findings are summarized below.

Based on the traffic analysis, the property owner's previous proposal would result in about 3,800 more average daily trips over that anticipated in the existing General Plan (same as existing Specific Plan). The increase in the number of daily trips over existing conditions would be 22,499 as compared to 18,651 with the existing General Plan. The primary concern when evaluating traffic impacts of any project is the number of peak hour trips, since that information is used for Level of Service (LOS) analysis. The added AM peak hour trips for the previously proposed project would be less than that envisioned in the General Plan: 1,281 compared to 2,241. Similarly, the PM peak hour trip increases would be 1,919 (as compared to 2,368). No reduction factors, except for the gasoline service station at the regional retailer, were incorporated to account for internal trips among uses in the surrounding development. As a result, the analysis can be considered conservative in that regard.

In comparison, Alternative 3 would generate about 7,100 more average daily trips than the existing General Plan for a total increase of 25,762 trips over existing conditions. Alternative 3 would yield an additional 1,817 AM peak hour trips and an additional 2,409 PM peak hour trips. Alternative 1 assumes development in accordance with the existing General Plan and Specific Plan.

Level of Service analysis was performed using the developed trip generation and assumptions on distribution of that traffic to the street network based on knowledge of existing traffic patterns. All three land use alternatives would generate significant transportation impacts at the intersection of Hesperian Boulevard and Industrial Boulevard. The property owner's previous proposal would result in Level of Service (LOS) D in the AM peak hour and LOS F in the PM peak hour. However, the analysis identifies a mitigation measure that would achieve acceptable levels of service (Level of Service E in the PM peak hour). The mitigation measure involves adding an additional left-turn lane on Industrial Boulevard in the westbound direction. Adding a left-turn lane would require modification to the east, west and south legs of the intersection as well as modification to the traffic signal. These improvements can be accommodated within the existing right-of-way. This mitigation measure is included in the Mitigated Negative Declaration attached to this report.

The property owner's previous proposal, as well as the other two alternatives, also resulted in the unsignalized left turn from Industrial Parkway to the NB I-880 ramps deteriorating to LOS F in the PM peak hour. This impact is significant and essentially the result of anticipated homeward-bound business park workers accessing northbound I-880 since the trip distribution assumption for this type of use indicates 42% of those office workers will use this ramp to return home. The analysis indicates that constructing a left turn only traffic signal on Industrial Parkway will achieve LOS B in the PM peak hour. Hayward's General Plan Circulation Element also identifies the need for an improvement to the Industrial Parkway interchange to add a northbound I-880 off-ramp, which

would include a signal at this location. Timing of this mitigation should be coordinated with any other improvements at the interchange, and because there is uncertainty in when that might occur, it should also be tied to the amount of office development at which the intersection would expect to be at LOS E (estimated at about 50% with the property owner's proposal). Coordination will also be needed with Caltrans since, even today, the metering lights at the northbound ramps impact through movements on Industrial.

In summary, compared with development per existing Specific Plan designations (Alternative 1) and with Alternative 3, Legacy's previous and current proposals are superior in terms of fiscal and traffic impacts.

DESCRIPTION AND ANALYSIS OF PROPOSED AMENDMENTS

With completion of the technical studies summarized above, the property owner (Legacy Partners) is pursuing amendments to the Specific Plan and Development Guidelines, as well as related amendments to the General Plan, Zoning Ordinance, and Development Agreement. The proposed amendments are discussed in the following sections.

I. General Plan Amendment

The applicant is requesting to amend the General Plan Land Use Map designation for portions of the study area from Industrial Corridor (33.3 acres) and Retail and Office Commercial (3.0 acres) to Medium Density Residential (14.4 acres) and Retail and Office Commercial (21.9 acres). Refer to Attachment E.

The General Plan identifies the community's environmental, social and economic goals, and states the City policies on the location and characteristics of future development. Therefore, when assessing the appropriateness of amending the General Plan, identifying the City's overall goals is a significant consideration as well as the characteristics of the land and its surroundings.

The General Plan policies stress the importance of protecting and developing suitable locations for businesses but also emphasize the need to make adequate provision for the housing needs of all economic segments of the community as stated in the following policies:

Land and Infrastructure

- 1. Create a sound local economy that attracts investment, increases the tax base, creates employment opportunities for residents and generates public revenues.*
 - A. Ensure that an adequate supply of land is zoned for industrial and business park uses; limit uses that would erode the integrity of the Business and Technology corridor.*
 - B. Promote and protect the appearance of the Business and Technology corridor to encourage quality development.*

Employment Opportunities

2. *Facilitate the development of employment opportunities for residents.*

A. *Promote commercial and industrial development to create and maintain the maximum job opportunities for area residents.*

Housing Program and Five-Year Implementation Plan

“Identify adequate sites which will be made available through appropriate zoning and development standards and with public services and facilities needed to facilitate and encourage the development of a variety of types of housing for all income levels.”

The appropriateness of the site for housing is a significant issue because the loss of a portion of land zoned for business park uses must be weighed against the benefits of housing, of which there is a shortage in the Bay Area and in Hayward. In Hayward, housing that will be attractive to moderate and higher income residents is a particular niche that needs to be filled, and the City has been pursuing this strategy in recent years.

With respect to the loss of land for business park uses, the Industrial Corridor does contain approximately 300 acres classified as vacant land. However, there are very few large parcels of land available which might attract campus-style business park developments. Although the market for office/flex uses may be relatively weak now, the long-term outlook is positive according to the market analysis conducted for this study. On the other hand, the Association of Bay Area Governments projects by the year 2025, there will be a surplus of Hayward jobs (93,300) over the number of employed residents (84,500), and this ratio would lend support to the use of industrial land for residential purposes.

Providing evidence that Hayward is becoming a good location for higher-end housing is the recent construction activity in the City, particularly in this area. Approximately 800 housing units currently exist or are under construction to the west of the project site, with easy access to the sports park to the south. The Eden Shores community has been successfully developed pursuant to the Specific Plan. The Bridgeport and Crossings projects now underway are immediately west of Marina Drive and north and south of Eden Shores Boulevard, respectively. This area is desirable for housing due to accessibility (particularly to the Hayward-San Mateo Bridge), proximity to employment centers, central location in the region and a variety of surrounding employment centers, in addition to the adjacent 25-acre sports park complex.

Given the number of housing units in the plan area, which is relatively isolated from existing commercial areas, there is a strong demand for retail commercial establishments to serve the convenience needs of the residents. Expansion of the designated neighborhood retail site, as well as provision of a site for regional commercial uses may be appropriate, even at the expense of land zoned for business park uses, to provide for adequate opportunities for shopping and access to personal services.

The original Specific Plan did not envision the need for an elementary school within the area. Although recent amendments have allowed additional housing, the Hayward Unified School District has continued to experience declining student enrollments. In fact, the District is in the

process of closing six elementary schools. Based on current student yield data, the additional housing included in this proposal would generate about 15 elementary school students.

The General Plan has a stated policy to *“Seek to increase the amount, diversity, and quality of parks and recreational facilities and opportunities.”* The requirement for dedication of park lands calls for the applicant to dedicate either land for park purposes or to pay park in-lieu fees in the amount of \$11,953 per single-family dwelling and \$9,653 per multi-family unit, or do a combination of park dedication and payment of in-lieu fees. The City’s land dedication requirement (5.0 acres per 1000 population) for 167 homes with an estimated population of 557 new residents would be approximately 2.8 acres. The development would be required to comply with the City’s ordinance in terms of parkland dedication and/or payment of in-lieu fees, to be determined by the City at a future date in consideration of specific development proposals. However, specific development applications have not been submitted that would allow staff to analyze at this time where open space areas would be specifically located and what the design-level details of a project would be, including the provision of pedestrian, bike and greenway connections throughout the development area. Such review would occur in the future with specific development proposals.

II. Specific Plan Amendment

The *South of Route 92/Oliver and Weber Properties Specific Plan* was adopted by the City Council on January 30, 1998, and subsequently amended on November 15, 2005. The Specific Plan encompasses approximately 333 acres of land (see Attachment A). The current Specific Plan calls for approximately 52.5 acres of business park uses, 3.5 acres of retail commercial, and 110.7 acres devoted to housing. The proposed amendment to the Specific Plan would change the planned land use for 33.3 acres of business park and 3.0 acres of Retail Commercial (CR) to 21.9 acres of retail commercial and 14.4 acres of housing. Proposed amendments to the Specific Plan reflect the amendments to the General Plan and Zoning Ordinance and are shown in Attachment F.

The proposed amendments are consistent with key objectives contained in the Specific Plan as noted below:

- *Add to the economic vitality of the City of Hayward by providing more homes, jobs and revenue generating land uses.*
- *Develop a plan that results in net positive revenues for the City from the plan area.*
- *Ensure that the planned development is both financially and fiscally viable.*
- *Locate retail uses at major access points to the plan area.*
- *Provide an array of land uses that is complementary with surrounding development.*
- *Create a cohesive mixed-use development that can be shared by residents, workers and those pursuing recreational activities.*

- *Establish an implementation process that maintains the integrity of the Specific Plan, but allows for adequate flexibility to accommodate market changes.*
- *Provide the opportunity for distinctive business park development.*

The shift to a more mixed-use business park follows models of locating housing closer to shopping and to work, and limiting single-use parks that cause employees to drive to services and shopping. The intent of the conceptual site plan is to create an accessible and walkable, as well as regional, mixed-use center. Currently, the City has adequately zoned lands for business and industrial conversion. Land assemblage and conversion of uses in our underutilized areas also provide opportunities for business park expansions.

III. Zoning Text Amendment

In conjunction with the rezoning of portions of the study area, the following amendments to the text of the Zoning Ordinance are proposed (see Attachments G and H for revised text language):

Business Park – BP District

Uses. Staff has added additional uses that would be allowed as primary uses in the BP zone, to include sports and fitness facilities/centers and other uses determined by the Planning Director to be compatible with and promoting business park/office development.

Lot Requirements. The maximum floor area ratio and maximum lot coverage requirements are deleted. No other zoning districts in the City use floor area ratios (except for the existing CR district which is proposed for elimination). In addition, other lot requirements are modified to reflect the type of development proposed by Legacy. This area is the only area in the City that has a BP zoning designation.

Yard Requirements. The minimum front yard and side street yard setback requirements are modified to be consistent with the existing public service easements as specified in the South of Route 92 Specific Plan Development Guidelines. Public service easements are 40 feet along Hesperian Boulevard, 33 feet along Eden Shores Boulevard, Marina Drive and Eden Park Place, and 31.5 to 23.5 feet along Industrial Boulevard. The proposed setbacks would still exceed the minimum requirements in the Industrial and Light Manufacturing districts.

Minimum Design and Performance Standards. Language has been added that would require comprehensive design with compatible architectural styles and integrated pedestrian connections, parking areas and open spaces.

Regional Commercial – CR District

The existing Commercial Retail district is deleted and a new Regional Commercial district is recommended to be created. The existing CR District does not fully encompass the uses associated with a regional-serving commercial area as envisioned for the plan area. The market

study documented a significant demand for regional retail uses in Hayward and indicated this location would assist in capturing sales tax revenue now lost from the City. Consequently, it is proposed that the existing CR (Retail Commercial) District be deleted and a new district be created entitled Regional Commercial – CR, and applied in the northeastern portion of the study area. Major features of this new district include a minimum lot size of 5 acres and a requirement that the primary permitted use be a major retail anchor with a minimum building size of 100,000 square feet.

Neighborhood Commercial – CN District

The existing CR District was originally conceived as a unique commercial area providing for the workers in the Business Park and previously existing Light Manufacturing districts and surrounding Industrial Corridor. However, with the approval and construction of over 800 housing units in the plan area, the new residents have expressed a desire for a greater variety of convenience goods and services in close proximity. Therefore, the Neighborhood Commercial – CN District is proposed for the central portion of the study area along the north side of Eden Shores Boulevard. The CN District, unlike the existing CR District, allows for such uses as a nail salon, pet store, and toy store.

Minimum Design and Performance Standards. Under Section 10-1.845, the following language is proposed to be added after the first paragraph to ensure consistency with the Specific Plan and Development Guidelines:

“The development of CN-zoned properties in the South of Route 92 planning area is also subject to the provisions of the South of Route 92/Oliver and Weber Properties Specific Plan and the Development Guidelines for the South of Route 92 Oliver/Weber Properties.”

IV. Zone Changes

The applicant is requesting to change the zoning for portions of the area from BP-Business Park (33.3 acres) and CR-Commercial Retail (3.0 acres) to RM-Residential Medium Density (14.4 acres), CN-Neighborhood Commercial (5.4 acres), and a new zoning district of CR-Regional Commercial (16.5 acres). Refer to Attachment I.

The zoning changes reflect the proposed amendments to the General Plan and Specific Plan land use designations, as well as the text amendments to the Zoning Ordinance.

If the zone changes are approved as proposed, the City’s Inclusionary Housing Ordinance will require that 15 percent of the 167 dwelling units (25 units) within the developments will be affordable to moderate income households. The ordinance states that the affordable units should be “integrated with the project as a whole” and “the number of bedrooms must be the same as those in the market rate units.” The ordinance also states: “In a residential project which contains single family detached homes, affordable units may be attached dwelling units rather than detached homes.”

V. Development Guidelines Revisions

The revisions reflect amendments to the Specific Plan as well as the General Plan and Zoning Ordinance. Revisions to the Development Guidelines are contained in Attachment J.

VI. Development Agreement Amendment

The amendment to the Development Agreement addresses several items, including:

- (1) the change in land use from Business Park uses to Regional Commercial, Neighborhood Commercial and Residential uses;
- (2) the establishment of a landscape and lighting district (LLD) with an annual assessment per residential lot or unit (indexed to San Francisco Bay Area cpi) for the purpose of providing partial funding for the ongoing maintenance of the neighborhood serving features of the sports park complex;
- (3) an acknowledgement that provision of future on-site open space areas and/or payment of in-lieu fees as determined by the City and the establishment of the LLD constitute complete satisfaction of obligations for parkland and open space;
- (4) a voluntary agreement by the applicant to pay a school impact fee of at least \$3.25 per square foot, which is in excess of the current fee of \$2.62 currently required to meet school impact obligations;
- (5) to demonstrate that the City and Legacy have a viable regional retail tenant, letters of intent submitted from the developers' legal representative to the Hayward city attorney will be verified by senior staff before building permits for residential units will be issued.

Refer to Attachment K for the complete revisions. The amended Development Agreement is consistent with the General Plan, as amended

ENVIRONMENTAL REVIEW (CEQA)

A Final Program EIR was certified by the City when it adopted the South of Route 92 Specific Plan in 1998. The 1998 Program EIR found that unavoidable impacts occurred relating to loss of open space and farmland and the City Council adopted a Statement of Overriding Considerations.

The previously proposed project requesting modifications to the Specific Plan and other related documents was reviewed according to the standards and requirements of the California Environmental Quality Act (CEQA) and an Initial Study was prepared. The Initial Study was prepared to determine whether the project would result in significant environmental effects that were not examined in the 1998 Program EIR or an increase in severity of previously identified impacts. Issues with potentially significant impacts discussed in the checklist are in regard to air quality, biological resources, cultural resources, hazards and hazardous materials, hydrology/water quality, noise, recreation and traffic. It was determined that the previously

proposed project, as conditioned to include the recommended mitigation measures, would not result in significant effects on the environment. Therefore, a Draft Mitigated Negative Declaration was distributed for review on May 11, 2007 (see Attachment L). The Mitigated Negative Declaration tiers off the 1998 EIR and implements necessary mitigation measures from this EIR, as well as new measures, pertinent to impacts documented in the attached Mitigated Negative Declaration.

The public review period for the Mitigated Negative Declaration ended on June 11, 2007. Comments were received from five entities: California Public Utilities Commission, California Department of Fish and Game, Alameda County Congestion Management Agency, City of Union City and California Highway Patrol. Responses to those comments are included in Section 3.0 of the attached Final Mitigated Negative Declaration (Attachment M), which also includes a Mitigation Monitoring and Reporting Program. No comments raised the need for additional environmental analysis and all areas of concern were adequately addressed in the Final Mitigated Negative Declaration.

To address the currently proposed project, a technical memorandum was developed (Attachment N), which describes the project revisions and indicates such revisions do not generate any new significant impacts, nor require additional mitigation measures.

PUBLIC NOTICE

On September 5, 2007, a notice of public hearing and availability of the Technical Memorandum and Final Mitigated Negative Declaration was published in *The Daily Review* newspaper and mailed to adjacent property owners, to the president of the Eden Shores Homeowners Association and to those who commented on the Draft Mitigated Negative Declaration.

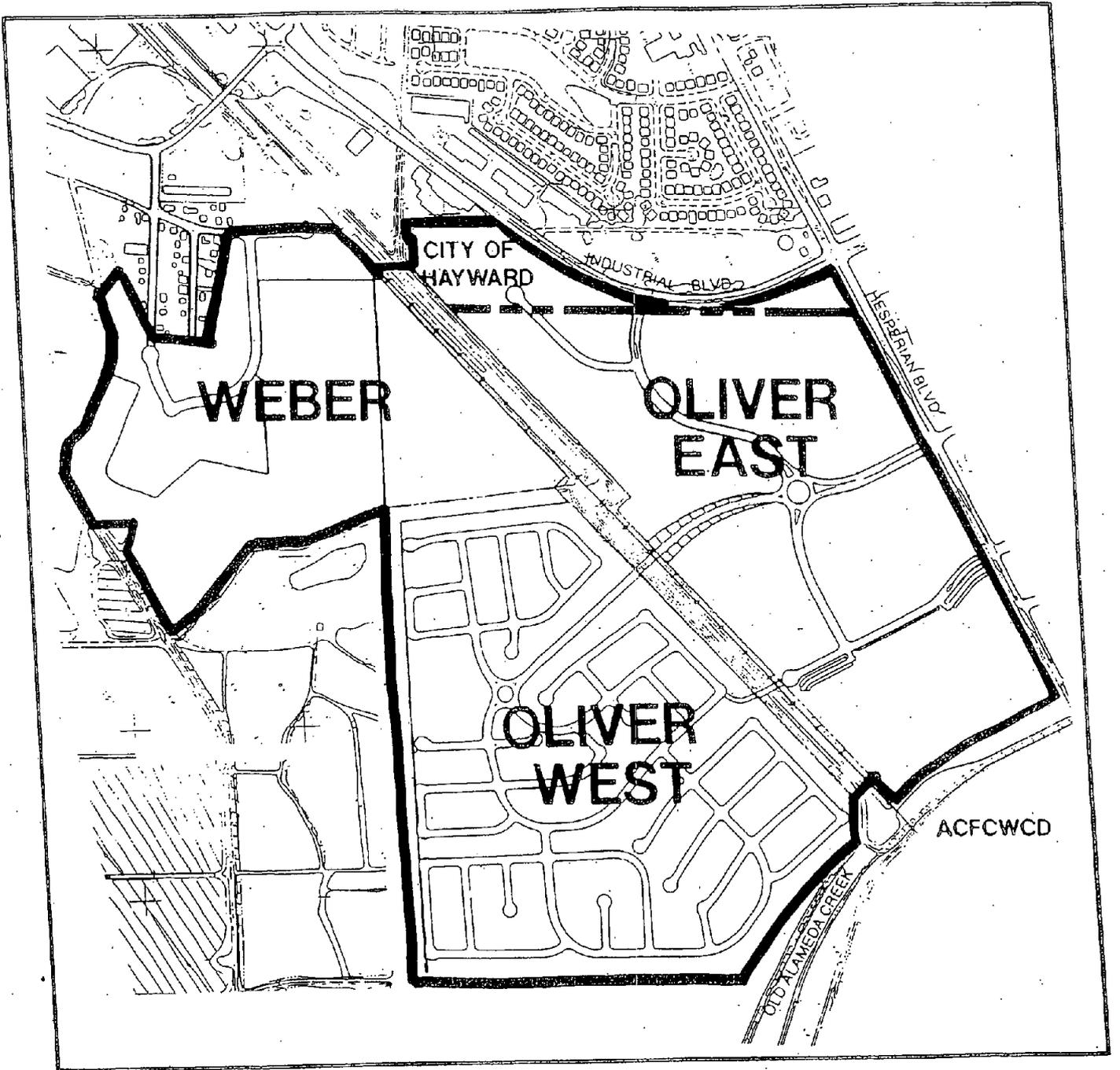
Prepared by:



David Rizk, AICP, Planning Manager

Attachments:

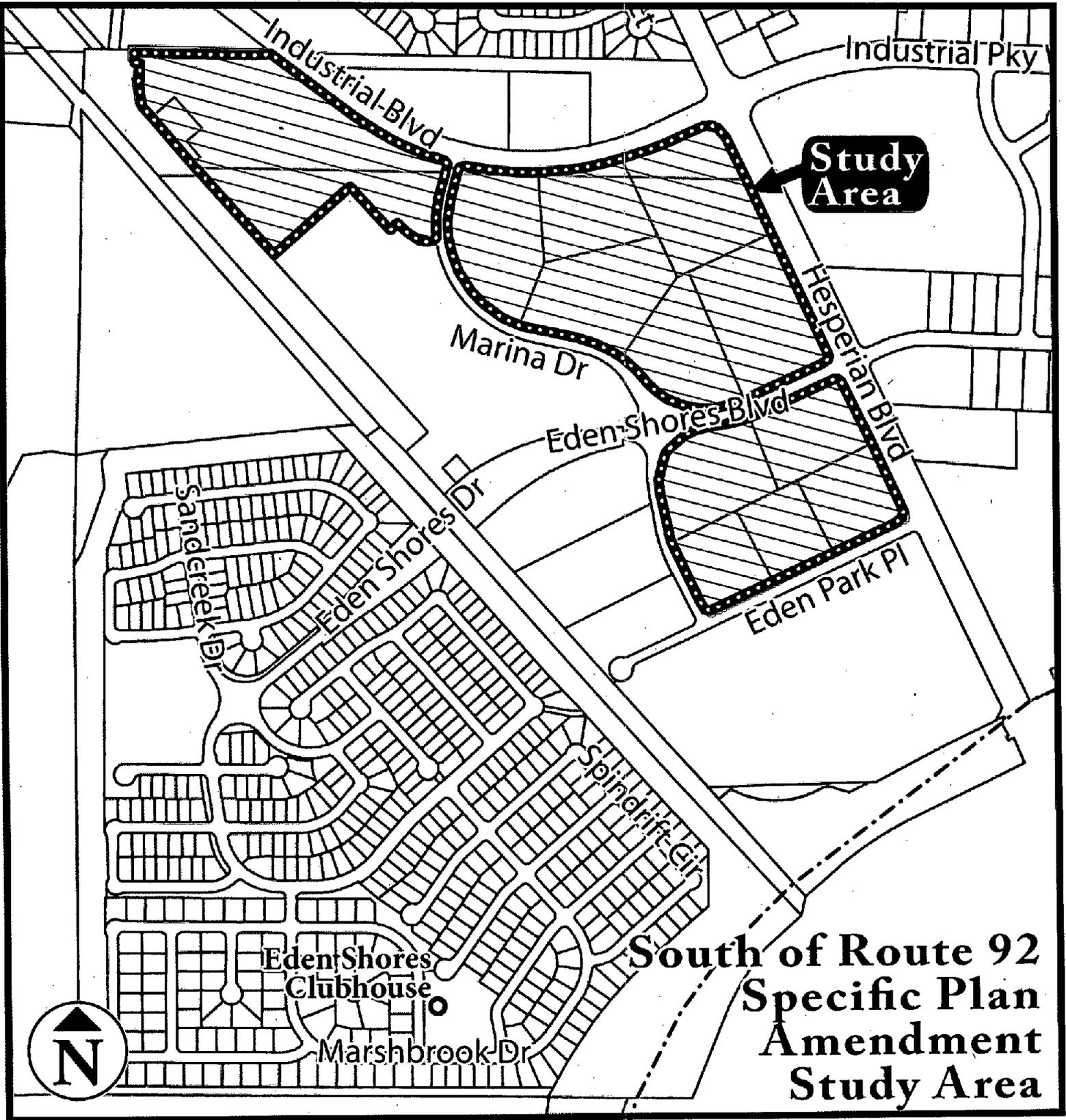
- A. Map of South of Route 92 Specific Plan Area (1997)
- B. Map of South of Route 92 Specific Plan Amendment Study Area
- C. Illustrative Site Plan for Property Owner's Previous Proposal
- D. Illustrative Site Plan for Property Owner's Current Proposal (the "project")
- E. General Plan Land Use Map Amendment
- F. South of Route 92 Specific Plan Amendments
- G. Zoning Ordinance Text Amendments (Business Park District)
- H. Zoning Ordinance Text Amendments (Regional Commercial District)
- I. Zone Change Map
- J. South of Route 92 Development Guidelines Revisions
- K. Mount Eden Business and Sports Park Community Development Agreement Amendment
- L. Draft Initial Study and Mitigated Negative Declaration (previously distributed to the Planning Commission)
- M. Final Mitigated Negative Declaration, Including Responses to Comments Received on the Draft Mitigated Negative Declaration and Mitigation Monitoring and Reporting Plan (previously distributed to the Planning Commission)
- N. Technical Memorandum Summarizing Project Revisions and Assessing Impacts Associated with Such Revisions (previously distributed to the Planning Commission)
- O. Findings for Approval



SOUTH OF ROUTE 92 SPECIFIC PLAN

1997 SPECIFIC PLAN AREA

ATTACHMENT A



**South of Route 92
Specific Plan
Amendment
Study Area**

DUE TO THE SIZE AND
COLOR OF THE FOLLOWING
ATTACHMENTS, THEY
HAVE BEEN INCLUDED AS
SEPARATE LINKS

South of Route 92 Oliver & Weber Properties Specific Plan

Adopted February 17, 1998
Amended November 15, 2005
Amended October __, 2007

City of Hayward
Community & Economic
Development Department

Prepared by
Real Estate Planning Strategies

Executive Summary

The "South of Route 92" Specific Plan Area includes the properties originally owned by the Oliver Trust (238.8 acres), Mr. John Weber (80.5 acres), the City of Hayward (12.2 acres) and the Alameda County Flood Control Water Conservation District (2.0 acres), totaling approximately 332.7 gross acres. The Specific Plan calls for a mixed use development with business park, light manufacturing, retail, residential, parks and open space land uses. There is also a parcel next to Route 92 owned by the Oliver Trust, but detailed planning and analysis for that site is not provided as a part of this Specific Plan. The eight acres are not included in the 332.7 gross acres.

Approximately 20.5 acres of business park are planned between Hesperian Boulevard and the SP/UP Railroad right-of-way on Oliver East. Typical business park uses will include office and research and development, totaling approximately 500,000 square feet. Also planned for Oliver East is approximately 216,000 square feet of retail space, including 160,000 square feet of regional retail uses and 56,000 square feet of neighborhood retail uses. Approximately 21 acres of the Weber property will contain light manufacturing activities that have no noxious impacts on their surroundings. A 25-acre community sports park with active recreation facilities has been constructed pursuant to the original Specific Plan as adopted by the City in 1998. The land is owned by the City and managed by the Hayward Area Recreation and Park District (HARD).

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Approximately 537 are to be built on about 81.5 acres on Standard Pacific land west of the SP/UP Railroad right-of-way (Oliver West). Within this residential area, two neighborhood parks, (5 acres and 2.5 acres) are planned. An internal trail system will link homes and parks. On the east side of the railroad right-of-way (Oliver East), on approximately 29 acres of Standard Pacific land, approximately 261 new homes will be constructed. Within this residential area, private linear parks, trails and open space areas will be provided. The trails would link the two proposed developments as well as the Sports Park and the Bay Trail. Additional residential areas providing for approximately 167 dwelling units are planned in the Oliver East area by Legacy Partners, Inc.

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I. Introduction

A. Plan Area Definition

This is the Specific Plan for the land area known as "South of Route 92" in the City of Hayward. The plan area is located southwest of the intersection of Hesperian and Industrial Boulevards in Hayward. The plan area boundaries are Hesperian Boulevard to the east, Old Alameda Creek to the southeast, the Wildlife Conservation Board's Baumberg Tract to the south and southwest, and Old Arden Road/Industrial Blvd. and the Baumberg neighborhood to the north. See Figure I.1: Plan Area Location - 1997.

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The plan area is comprised of two contiguous areas, the Oliver East/West properties and the Weber property and one other group of parcels, referred to as the Oliver - 92 property, which is about two miles to the west. The Oliver East/West properties are bounded by Hesperian Boulevard on the east, Old Alameda Creek to the southeast, former Cargill property to the south, the Wildlife Conservation Board's Baumberg Tract to the west, and Weber property to the north. The Weber parcel is bounded on the east and southeast by the Oliver properties, the south and west by the Wildlife Conservation Board's Baumberg Tract, and on the north by Old Arden Road and a small residential and industrial area off Baumberg Avenue. See Figure I-1: Plan Area Location.

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The total acreage in the plan area is 332.7 gross acres. Residences within Eden Shores (Oliver West) occupy approximately 81 acres. Standard Pacific owns 29 net acres which will become the Bridgeport and Crossings neighborhoods. Legacy Partners (Eden Shores Associates) owns approximately 57 acres, the site of the proposed amendments. The City of Hayward owns 25 acres (Sports Park). The Weber property totals 80 acres. The remainder of the land has been dedicated to the City for such facilities as streets, trails, buffers, a neighborhood park and open space and the like. Figure I-2 has been modified to reflect new landowners.

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~~Deleted: The Hayward Oliver Owners LLC owns 85.62 net acres,~~

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The plan area (excluding the Weber property) is divided into two areas called "Oliver East" and "Oliver West" in this Specific Plan since they are divided by the Southern Pacific railroad tracks which run roughly north-south. The Southern Pacific tracks or right-of-way are hereafter referred to as the SP/UP tracks since the Southern Pacific Railroad has recently merged with the Union Pacific Railroad. Oliver East abuts Hesperian Boulevard and extends to the SP/UP railroad tracks between Industrial Boulevard and Old Alameda Creek and is 120.3 acres. Oliver West is located immediately west of the SP/UP railroad tracks and next to Old Alameda Creek and covers 130.5 acres.

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The Alameda County Flood Control and Water Conservation District (ACFCWCD) owns two acres in the southwest corner of Oliver East in a triangular parcel where the SP/UP tracks and Old Alameda Creek intersect. This 2-acre piece of land is under the jurisdiction of Union City. ACFCWCD also owns land on both sides of the SP/UP right-of-way used for a drainage channel but these strips of land are not a part of the plan area. The SP/UP right-of-way is not a part of this plan area.

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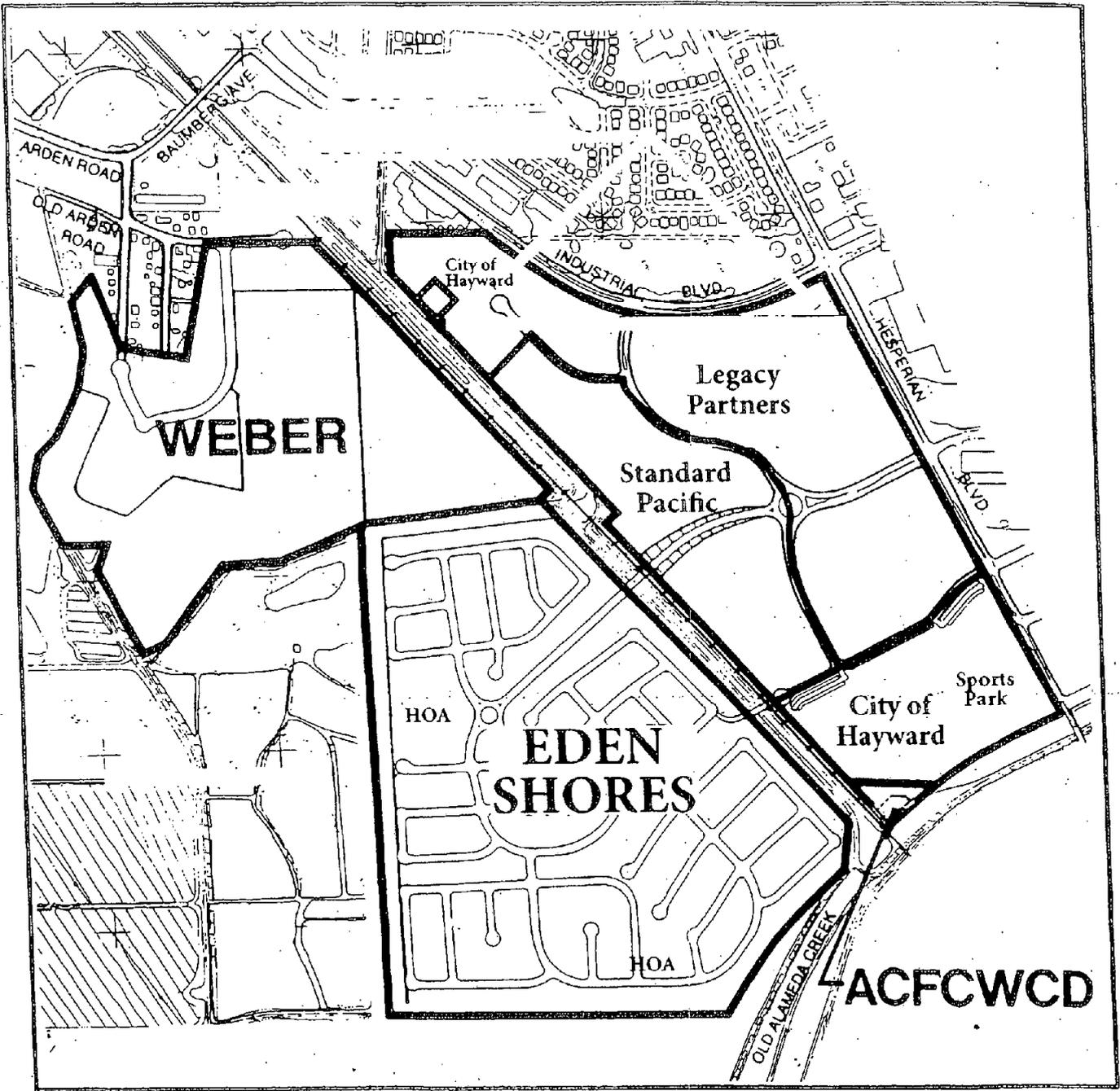
Mr. John Weber owns 80.5 acres west of the railroad tracks and next to the small mixed residential and industrial area off Baumberg Avenue and Old Arden Road. The 80.5 acres is a combination of four smaller parcels.

Figure I-2: Land Ownership is a diagram of these several landholdings and Figure I-3: Jurisdictional Boundaries shows how the plan area is currently governed.

The plan area is surrounded on the north, east and southeast predominantly by industrial uses. The industrial uses next to the plan area are within the City's Industrial Corridor. The Pepsi bottling plant is directly across Hesperian Boulevard from Oliver East. The nearby industrial uses are housed typically in one-story structures with associated loading/unloading areas. Immediately across Old Alameda Creek in Union City, is a Kaiser Medical Office building, with an array of similar light industrial and office land uses beyond. There are approximately 30 houses along Baumberg Avenue, Bridge Street and Arden Road, which form a small cluster of residential uses amid industrial uses abutting the Weber property.

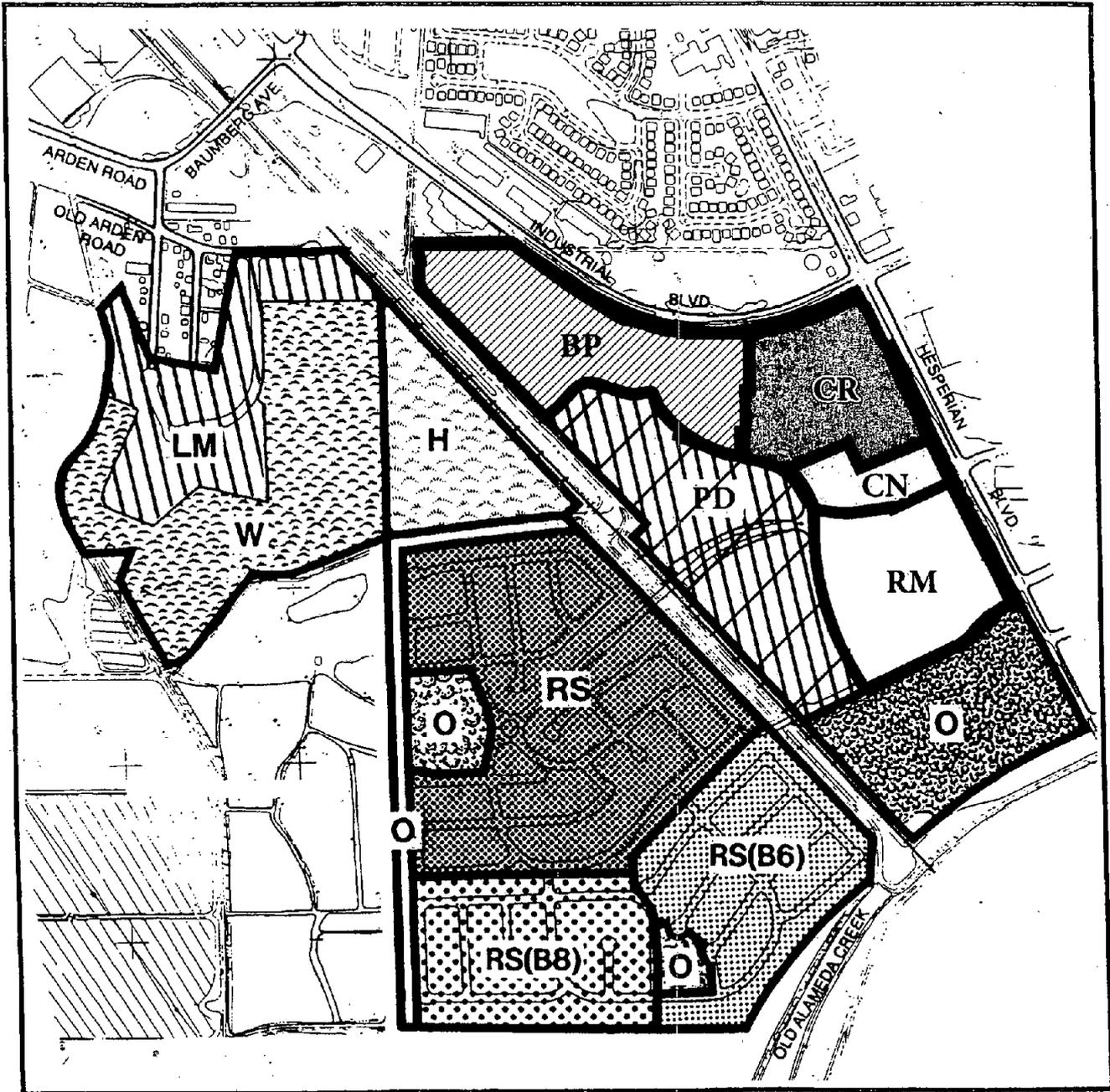
To the south and southwest of the plan area, lies the Baumberg Tract, the 773-acre parcel acquired in 1996 by the Wildlife Conservation Board from Cargill Salt Division, which has now become the Eden Landing Ecological Reserve. These surrounding uses are shown on Figure I-1: Plan Area Location.

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SOUTH OF ROUTE 92 SPECIFIC PLAN

LAND OWNERSHIP



LEGEND

| | | |
|---|--|--|
|  BP BUSINESS PARK |  RM RESIDENTIAL—MEDIUM DENSITY |  H HABITAT |
|  LM LIGHT MANUFACTURING |  RS RESIDENTIAL - SINGLE FAMILY 5,000 SQ. FT. LOTS |  O OPEN SPACE - BUFFER ZONE |
|  CR REGIONAL COMMERCIAL |  RS(B6) RESIDENTIAL - SINGLE FAMILY 6,000 SQ. FT. LOTS |  W WETLANDS |
|  CN NEIGHBORHOOD COMMERCIAL |  RS(B8) RESIDENTIAL - SINGLE FAMILY 8,000 SQ. FT. LOTS |  O OPEN SPACE - SPORTS PARK |
|  PD PLANNED DEVELOPMENT | |  O OPEN SPACE - NEIGHBORHOOD PARKS |

LAND USE

IV. Land Use

C. Business Park (Oliver East)

Along Hesperian and Industrial Boulevards are established industrial areas, with fairly high noise, traffic volumes and industrial activities. Bounded by both these roadways and the SP/UP Railroad tracks and adjacent to existing industrial uses, the Oliver East site is well-suited to be a unique campus-like business park in Hayward. To be called the Alden Oliver Business Park, it has excellent visibility for higher profile businesses who may wish to locate there. It is near State Route 92 and the San Mateo Bridge and near Interstate 880, providing strong ties to the Silicon Valley and the Oakland and San Francisco business centers and airports. Parcels on the site will have ready access from two of the City's primary arterials. These locational characteristics, along with the Specific Plan Development Guidelines that will ensure high quality development, create a unique opportunity in Hayward for successful businesses to find a premier location for their headquarters and/or office workforce.

The entire business park covers a total of 20.5 acres of net developable land. Roads occupy the remainder of the land within the business park area. (See Table IV-1: Land Use Program.) The business park is to be accessed from Industrial Boulevard and a north-south collector street, called Marina Drive (Street B),

The majority of the frontage along Industrial Boulevard is devoted to business park uses. On sites with high visibility, large or mid-sized business park sites could be accommodated.

It is estimated that there would be about 500,000 square feet of new office/business park related development. The rest of each parcel will be devoted primarily to landscaping, parking and pathways, as set forth in the Development Guidelines. No height restriction is placed on these business park parcels. Buildings may be located on individual parcels ranging from about 3,500 square feet for smaller users to 1.0 acre on 14.4 acres for the largest single campus-style user who could occupy the northwestern portion of the, northeast quadrant of Oliver East.

E. Retail

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Two retail commercial areas totaling 216,000 square feet of building space are envisioned in the plan area. A regional-serving retail use, with approximately 160,000 square feet of building space, is planned to the southwest of the Industrial Boulevard - Hesperian Boulevard intersection. The site contains 16.50 acres and would also have access from Marina Drive. A 2007 market study confirmed the demand for regional-serving uses and noted this location would assist in capturing sales tax revenue now lost outside the city.

A local-serving retail site, with approximately 57,000 square feet of building space, is planned along the north side of Eden Shores Boulevard in the plan area. It is placed there to be convenient for travelers coming and going from the plan area and for those traveling on Hesperian Boulevard. The range of acceptable uses is set forth in the Development Guidelines for the Specific Plan.

It is firmly established that the site is for neighborhood-serving retail but the actual size for this local-serving retail use may vary from 3.5 to 5.0 acres or more depending upon market conditions when it is expected to be built.

F. Residential

Although Hayward is located on the edge of San Francisco Bay, few residential neighborhoods are located within walking distance of the Bay Trail, which is proposed to pass alongside Oliver West. The new neighborhoods will also be close to the major new community sports facility, the Sports Park on Oliver East. Also, internally, the Oliver East and West housing areas are unified by an internal on-street and off-street trail system that runs between two neighborhood parks, the Bay Trail and the Sports Park.

In Oliver West, the layout of the streets and the orientation of the homes focus toward the Bay. From many of the homes, views of the Bay waters will be possible from second story vantage points. Housing on the western edge of Oliver West will face the Bay, on a street next to an open space buffer with a water channel. Traveling down many of the residential streets, there will be long range views towards the Bay.

About 537 residential lots are to be accommodated in Oliver West. (See Table IV-2: Residential Program.) A mixture of single-family detached housing types, there are expected to be about 286 homes on 5000-square foot lots, about 151 homes on 6000-square foot lots and about 100 homes on 8000-square foot lots. The assumed average household size is 3 persons per household yielding about 1600 new residents.

Originating at a roundabout at the foot of the overpass, the development of the 5000-square foot lots includes about 286 homes on about 41.3 acres, a 5-acre park and segments of the internal trail system that links the homes to the park. On 6000-square

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foot lots, about 151 units are located on about 22.8 acres next to the open space buffer along Old Alameda Creek and the Alameda County Flood Control and Water Conservation District easement. An internal trail system and a 2.5-acre park link this area to the other neighborhoods. Occupying the southwest corner of the site, about 100 units are arranged on 8000-square foot residential lots lying inland of the open space buffer abutting the WCB lands on about 19.4 acres.

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Oliver East will be made up of four distinct neighborhoods yielding approximately 435 homes. The Eden Shores East project includes two of these neighborhoods. The first will be single-family homes (139) at approximately 10.7 dwelling units per net acre (Medium Density) and the second, attached town homes (121) at approximately 14.0 dwelling units per net acre (Medium Density). The assumed average household size is 3 persons per household yielding about 783 new residents.

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Within the Eden Shores East single-family area will be a neighborhood of approximately 139 single-family homes on approximately 2,400 square foot lots.

There would be three entries, two from Marina Drive and one from the cul-de-sac also serving the business park parcel to the north. Public streets and private alley ways would provide access to the homes. The interior public streets have been designed in a loop system to maximize visibility and safety. 25-foot wide alleyways would provide access to the garages at the rear of the homes. Where possible the alley ways would loop to provide easy egress. While some of the homes would gain front door access conventionally, from the public streets and sidewalks, other homes are served by meandering landscaped pedestrian walkways.

In addition to the private open space provided each home, approximately 2.4 acres of landscape and open space would be spread throughout the community. These areas may include: a rose garden area; a pocket park; a linear park; several open play areas; tot lots; picnic areas with a barbeque; and extensive meandering walkways and trails.

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**Table IV-2: Residential Program
South of Route 92 Specific Plan**

| Oliver West (Eden Shores) | | |
|----------------------------------|--------------|---------------------|
| Lot Size | Acres | No. of Units |
| 5000 sq. ft. | 39.8 | 286 |

| | | |
|---|--------------------|---------------------|
| 6000 sq. ft. | 22.3 | 151 |
| 8000 sq. ft. | 19.4 | 100 |
| Sub-Total | 81.5 | 537 |
| Oliver East (Eden Shores East) | | |
| Lot Size | Acres | No. of Units |
| 2400 sq. ft. | 17.7 | 139 |
| n/a | 11.5 | 122 |
| Sub-Total | 29.2 | 261 |
| Oliver East (Legacy Eden Shores) | | |
| Lot Size | Acres | No. of Units |
| Residential I | 7.8 | 71 |
| Residential II | 6.6 | 96 |
| Sub-Total | 14.4 | 167 |
| Totals | 125.1 Acres | 965 Units |

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The trails would include walking and biking and would connect to the Bay Trail System by way of an at-grade pass under Eden Shores Blvd. where it would connect to the main trail that continues west to the Baylands and south to the Eden Shores Sports Complex. A Homeowners Association will maintain all parks and open space areas.

Within the Eden Shores East townhome area (approximately 11.4 gross acres) would be a neighborhood of approximately 122 attached townhomes in buildings with 4,6 and 8 homes.

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Private streets would provide vehicular access to the homes. These streets have been designed in a loop system to maximize visibility and safety and to provide a direct route to the respective homes. Two entry points, a main entrance from Marina Drive and a secondary access from Eden Park Place would serve these private streets. Homes would gain front door access by meandering landscaped pedestrian walkways.

In addition to the patios and balconies, approximately 5.0 acres of open space are spread throughout the community. These areas may include: pocket parks; open play areas; and extensive walks, meandering walkways and trails. Trails would include walking and biking and would connect to the Bay Trail system that continues west to the Baylands and south to the Eden Shores Sports Complex. A Homeowners Association will maintain all parks and open space areas.

The remaining two neighborhoods, as envisioned by Legacy Partners/Eden Shores Associates, the current property owner, would contain approximately 167 dwelling units. About 71 single-family detached units could be built south of Eden Shores Boulevard and east of Marina Drive. Another 96 units, to include 96 single-family attached townhomes, could be built between the detached units and Hesperian Boulevard.

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G. Neighborhood Parks

Neighborhood parks are located conveniently for the residents on the Oliver West site. One park is 5 acres and it abuts the open space buffer. The other is 2.5 acres and it is connected by an internal trail to the larger park. Both parks will have passive recreation facilities, such as lawn areas and childrens' play equipment, for local residents' use and the larger park will include facilities such as tennis courts and an outdoor basketball court. A small parking area is provided at the 5-acre park for visitors. The 2.5-acre park will be a private park for the Oliver West homeowners, with landscaping and possibly a swimming pool or tennis courts.

In addition to the 25-acre Sports Park, Oliver East would include 7.4 acres of private parks and open space areas within the Eden Shores East development. These areas may include: a rose garden area; a pocket park; a linear park; several open play areas; tot lots; picnic areas with a barbeque; and extensive meandering landscaped walkways and trails. The trails would include walking and biking and would connect the two projects by way of an at-grade pass under Eden Shores Blvd. where it would connect to the main trail that continues west to the Baylands and south to the Eden Shores Sports Complex. A Homeowners Association will maintain all parks and open space areas.

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H. Sports Park

A 25-acre sports park is planned at the southern end of the Oliver East parcel on land presently owned by the Oliver Trust (23 acres) and the Alameda County Flood Control District (2 acres). It will offer a variety of playing fields and courts for active recreation under the ownership of the City and management of the Hayward Area Recreation and Park District (HARD). The sports park would abut Old Alameda Creek, the railroad

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tracks and Hesperian Boulevard with primary access along Street B and limited access (right in-right out only) from the Street B/Hesperian Boulevard intersection. Associated parking will be provided on Street C and on the park site. It may also be a staging area along the new proposed route for the Bay Trail (see Chapter VII: Recreation, Open Space and Conservation).

I. Wildlife Habitat

Recognizing the value of the natural resources within and next to the plan area, the plan calls for the preservation of certain parts of the plan area and appropriate buffers between the proposed development areas and wildlife habitat. See Chapter VII: Recreation, Open Space and Conservation for a detailed discussion. About 52.13 acres of the plan area have been delineated as wetlands likely to come under the jurisdiction of federal and state agencies responsible for these natural resources.

There are about 0.48 acres of such wetlands on the Oliver West property and about 52.1 acres of such wetlands on the Weber parcel. In addition, a portion of the 0.67-acre City-owned property in the Oliver East area may have potential for delineation as wetlands.

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V. Circulation

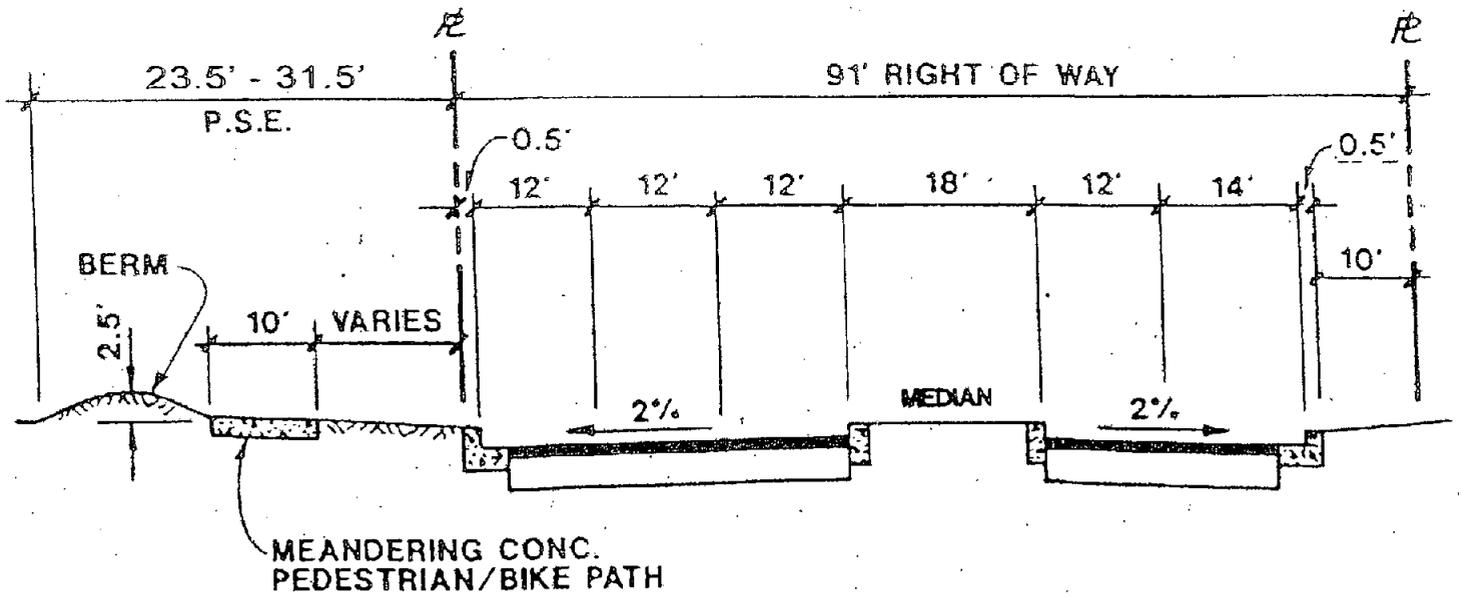
2. Oliver East

The primary new collector serving the Oliver parcels originates at the intersection of Hesperian Boulevard and Tripaldi Way and is a westerly extension of Tripaldi Way. The Tripaldi/Hesperian intersection will be signalized. Called Street A in the plan area, this street is four lanes wide for about 700 feet then tapers to two lanes at a new roundabout which forms the intersection of Street A and Street B. Street B is the new north-south collector, which originates at Industrial Boulevard at a new signalized intersection. These two collectors and two cul-de-sacs provide access to all of the Oliver East sites. (See Figure V-1: Circulation.)

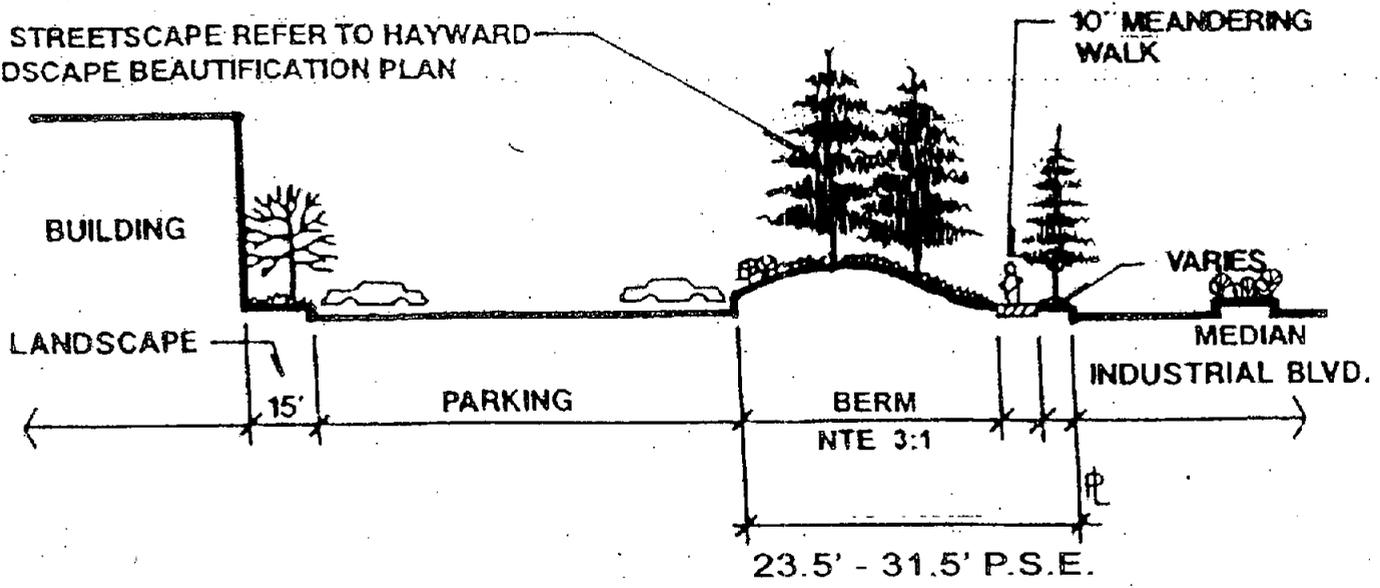
The four-lane segment of Street A (Eden Shores Boulevard) east of the roundabout is 79 feet wide, with left and right turning lanes at the Hesperian Boulevard intersection. The remainder of Street A is 47 feet wide, with two travel lanes and a 10-foot bicycle/pedestrian sidewalk including the section on the overpass. Street B (Marina Drive) has a 49-foot right-of-way with two travel lanes, one dual left turn lane and two 6 foot wide lanes on either side for emergency parking/bicycles. Street C, (Eden Park Place), which runs in front of the sports park, is a 44.5-foot wide right-of-way with two travel lanes, one dual left turn lane and, parking on both sides of the street. Streets D (4D and 4F), or Portland Drive, and E (Eden Park Place) are cul-de-sacs with two travel lanes, parking and sidewalks on both sides. The dimensions of the two roundabouts are provided in Figures V-19 and V-20.

No on-street parking is allowed on the collectors or cul-de-sacs, except alongside the sports park in designated areas. Visitors to the Sports Park will be required to use parking lots on that site and will be allowed to use on-street parking alongside the park. Sidewalks separated from the curb by a landscaped area are required on both sides of the collectors and on one side of the cul-de-sacs. See the Specific Plan Development Guidelines regarding streetscapes.

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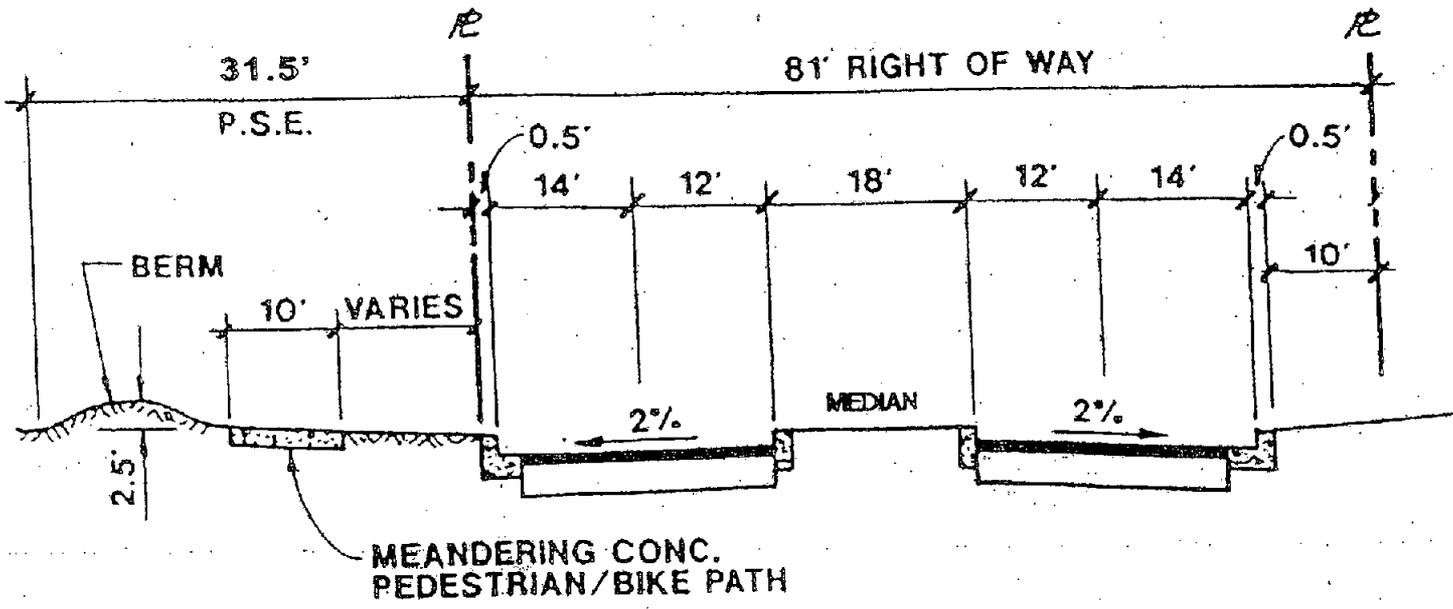
FOR STREETSCAPE REFER TO HAYWARD LANDSCAPE BEAUTIFICATION PLAN



SOUTH OF ROUTE 92 SPECIFIC PLAN

STREET CROSS SECTION

⑫ INDUSTRIAL BLVD. - EAST OF STREET E MARINA DRIVE



SOUTH OF ROUTE 92 SPECIFIC PLAN

STREET CROSS SECTION

**⑬ INDUSTRIAL BLVD. - WEST OF STREET E
MARINA DRIVE**

VI. Public Facilities and Services

C. Schools

The schools that would serve residents of the plan area include: Lorin Eden Elementary School, Ochoa Intermediate School and Mt. Eden High School. The three schools listed above are sufficiently large to add portable and/or stickbuilt classrooms. Assembly, cafeteria and office space appear to be adequate to handle the influx of students.

Deleted: All of the City's schools are presently overcrowded and the Governor's guideline of 20:1 students to teachers ratio has made crowded conditions worse.

Based on calculations in the Specific Plan EIR, Oliver West was expected to generate about 127 elementary school students, 35 intermediate school students and 52 high school students. Based on the same calculations, Oliver East was expected to generate approximately 57 additional elementary school students, 16 additional intermediate school students, and 11 additional high school students. Based on lower student yield assumptions in 2007, Legacy Eden Shores would generate about 15 elementary school students, 8 intermediate school students, and 8 high school students. This cumulative effect will necessitate the provision on the Lorin Eden School site of facilities for additional classrooms.

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Proposed Revisions
SEC. 10-1.1700 BUSINESS PARK DISTRICT (BP)

Sections:

- Section 10-1.1705 Purpose.
- Section 10-1.1710 Subdistricts.
- Section 10-1.1715 Uses Permitted.
- Section 10-1.1720 Conditionally Permitted Uses.
- Section 10-1.1725 Lot Requirements.
- Section 10-1.1730 Yard Requirements.
- Section 10-1.1735 Height Limit.
- Section 10-1.1740 Site Plan Review Required.
- Section 10-1.1745 Minimum Design and Performance Standards.

SEC. 10-1.1705 PURPOSE.

The BP District is intended to provide for establishment of high quality business office parks in a campus environment at key locations within the Industrial Corridor.

SEC. 10-1.1710 SUBDISTRICTS.

None.

SEC. 10-1.1715 USES PERMITTED.

- a. **Primary Uses.** The following uses, or uses determined to be similar by the Planning Director, are permitted in the BP District as primary uses.
 - (1) **Administrative and Professional Offices/Services.**
 - (a) Administrative, executive and business offices (excluding check cashing).
 - (b) Business service offices, including employment agencies, accountants, notaries, stenographic, addressing, computing and related services.
 - (c) Business consultant offices.
 - (d) Design professions offices (engineering, architectural, drafting, etc.).
 - (e) Research, development, analytical and scientific offices.
 - (f) Manufacturers' representatives and sales offices.
 - (g) Headquarters or region-wide finance, insurance and real estate offices.
 - (h) Medical and dental clinics that provide services to workers in the *surrounding light manufacturing* areas, and nearby residents.
 - (i) Travel agencies.
 - (j) Publishing.

(2) Other Uses.

(a) Public agency facilities.

(b) Restaurants, *sports and fitness facilities/centers and other uses determined by the Planning Director to be compatible with and promoting business park/office development.*

b. Secondary Uses. The following uses are permitted as secondary or subordinate uses to the uses permitted in the BP District:

None.

SEC. 10-1.1720 CONDITIONALLY PERMITTED USES.

The following uses are permitted in the BP District subject to approval of an conditional use permit:

None.

SEC. 10-1.1725 LOT REQUIREMENTS.

| | <u>Along Industrial Boulevard and West of Marina Drive</u> | <u>Along Marina Drive</u> |
|---|--|---------------------------|
| a. Minimum Lot Size: | 1.5 1.0 acres. | 3,500 square feet |
| b. Minimum Lot Frontage: | 250 200 feet. | None |
| c. Minimum Average Lot Width: | 250 200 feet. | None |
| d. Maximum Lot Coverage: | 35 percent. | |
| e. Minimum Lot Depth: | 250 200 feet. | None |
| f. Maximum Floor Area Ratio: | 60 percent. | |
| g. Special Lot Requirements and Exceptions: | See Sec. 10-1.2720. | See Sec. 10-1.2720 |

SEC. 10-1.1730 YARD REQUIREMENTS.

- a. Minimum Front Yard: *50 feet. Same as Public Service Easements specified in South of Route 92 Specific Plan Development Guidelines. (40 feet along Hesperian Boulevard, 23.5-31.5 feet along Industrial Boulevard east of Marina Drive, 31.5 feet along Industrial Boulevard west of Marina Drive, and 33 feet along Marina Drive and all other streets)*
- b. Minimum Side Street Yard: *50 feet. Same as Public Service Easements specified in South of Route 92 Specific Plan Development Guidelines. (33 feet along Hesperian Boulevard, Industrial Boulevard, Marina Drive and all other Streets)*
- c. Minimum Side Yard: 25 feet.

- d. Minimum Rear Yard: 25 feet.
- e. Special Yard Requirements and Exceptions: See Section 10-1.2725.

SEC. 10-1.1735 HEIGHT LIMIT.

- a. Maximum Height Permitted: None
- b. Maximum Accessory Building Height: N/A
- c. Maximum Height for Fences/Hedges/Walls:
 - (1) Front and Side Street Yard: No fences or walls allowed.
 - (2) Side and Rear Yard: 6 feet.
- d. Special Height Requirements and Exceptions: See Sec. 10-1.2730.

SEC. 10-1.1740 SITE PLAN REVIEW REQUIRED.

Site Plan Review approval is required before issuance of any building, grading, or construction permit within this district only if the Planning Director determines that a project materially alters the appearance and character of the property or area or may be incompatible with City policies, standards, guidelines.

SEC. 10-1.1745 MINIMUM DESIGN AND PERFORMANCE STANDARDS.

This Section establishes design and performance standards that shall apply to the construction of office and commercial buildings and uses in the BP District.

a. Parking.

On-site parking shall be provided at 1 space per 250 square feet; compact spaces shall comprise no more than 30 percent of the total spaces.

b. South of Route 92 Area.

The development of BP zoned properties in the South of Route 92 planning area is also subject to the provisions of the South of Route 92/Oliver & Weber Properties Specific Plan and the Development Guidelines for the South of Route 92 Oliver/Weber properties. *Proposed development must be designed in a comprehensive manner with compatible architectural styles and integrated pedestrian connections, parking areas, and open space amenities.*

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Proposed Draft

SEC. 10-1.1400 REGIONAL COMMERCIAL DISTRICT (CR)

Sections:

- Section 10-1.1405 Purpose.
- Section 10-1.1410 Subdistricts.
- Section 10-1.1415 Uses Permitted.
- Section 10-1.1420 Conditionally Permitted Uses.
- Section 10-1.1425 Lot Requirements.
- Section 10-1.1430 Yard Requirements.
- Section 10-1.1435 Height Limit.
- Section 10-1.1440 Site Plan Review Required.
- Section 10-1.1445 Minimum Design and Performance Standards.

SEC. 10-1.1405 PURPOSE.

The CR District is intended to provide for the sale of retail goods with a regional or sub-regional marketing base, pursuant to an adopted specific plan or design plan.

SEC. 10-1.1410 SUBDISTRICTS.

None.

SEC. 10-1.1415 USES PERMITTED.

- a. **Primary Uses.** The following uses, or uses determined to be similar by the Planning Director, are permitted in the CR District, as primary uses.
 - (1) **Retail Commercial Uses**
 - (a) Major retail anchor (Minimum 100,000 square feet required)
- b. **Secondary Uses.** The following uses, or uses determined to be similar by the Planning Director, are only permitted as ancillary uses to the primary uses permitted in the CR District:
 - (1) **Retail Commercial Uses.** (No minimum square footage required)
 - (a) Office supply, furniture and business machine stores.
 - (b) Electronics store.
 - (c) Restaurant. (Full service only)
 - (d) Sporting goods store.
 - (e) Supermarket.
 - (2) **Automobile Related Uses.**
 - (a) Service station.

(3) Other Uses.

- (a) Public agency facilities.

(4) Accessory buildings and uses.

(See Section 10.1.845)

SEC. 10-1.1420 CONDITIONALLY PERMITTED USES.

- a. Administrative Uses. The following uses, or uses determined to be similar by the Planning Director, are permitted in the CR District subject to approval of an administrative use permit:

None.

- b. Conditional Uses. The following uses, or uses determined to be similar by the Planning Director, are permitted in the CR District, subject to approval of a conditional use permit:

(1) Administrative and Professional Offices/Services.

None.

(2) Automobile Related Uses.

None.

(3) Personal Services.

None.

(4) Residential Uses.

None.

(5) Retail Commercial Uses.

- (a) Restaurant.

(Not full service)

(6) Service Commercial Uses.

None.

(7) Other Uses.

None.

SEC. 10-1.1425 LOT REQUIREMENTS.

- | | |
|---|--|
| a. Minimum Lot Size: | 5 acres. |
| b. Minimum Lot Frontage: | 400 feet. |
| c. Minimum Average Lot Width: | 400 feet. |
| d. Maximum Lot Coverage: | 30 percent. |
| e. Minimum Average Lot Depth: | 200 feet. |
| f. Special Lot Requirements and Exceptions: | See General Regulations Section 10-1.2720. |

SEC. 10-1.1430 YARD REQUIREMENTS.

- a. Minimum Front Yard: Same as Public Service Easements specified in South of Route 92 Specific Plan Development Guidelines. (40 feet along Hesperian Boulevard, 23.5-31.5 feet along Industrial Boulevard east of Marina Drive, 31.5 feet along Industrial Boulevard west of Marina Drive, and 33 feet along Marina Drive and all other streets)
- b. Minimum Side Street Yard: Same as Public Service Easements specified in South of Route 92 Specific Plan Development Guidelines. (33 feet along Hesperian Boulevard, Industrial Boulevard, Marina Drive and all other Streets)
- c. Minimum Side Yard: 25 feet. (10 feet if adjacent to BP District)
- d. Minimum Rear Yard: 25 feet.
- e. Special Yard Requirements and Exceptions: See General Regulations Section 10-1.2725.

SEC. 10-1.1435 HEIGHT LIMIT.

- a. Maximum Height Permitted: 50 feet.
- b. Maximum Accessory Building Height: 14 feet.
- c. Maximum Height for Fences/hedges/walls:
 - (1) Front and Side Street Yard 4 feet.
 - (2) Side and Rear Yard 6 feet.
- d. Special Height Requirements and Exceptions: See General Regulations Section 10-1.2730.

SEC. 10-1.1440 SITE PLAN REVIEW REQUIRED.

Site Plan Review approval is required before issuance of any building, grading, or construction permit within this district only if the Planning Director determines that a project materially alters the appearance and character of the property or area or may be incompatible with City policies, standards, or guidelines.

SEC. 10-1.1445 MINIMUM DESIGN AND PERFORMANCE STANDARDS.

The City recognizes that high-quality design of commercial structures can contribute to a positive appearance of neighborhoods and improve the overall character of the community. This Section establishes design and performance standards that shall apply to the construction of commercial buildings and certain commercial uses in the CR District, including but not limited to cultural or recreational facilities.

- a. Parking.

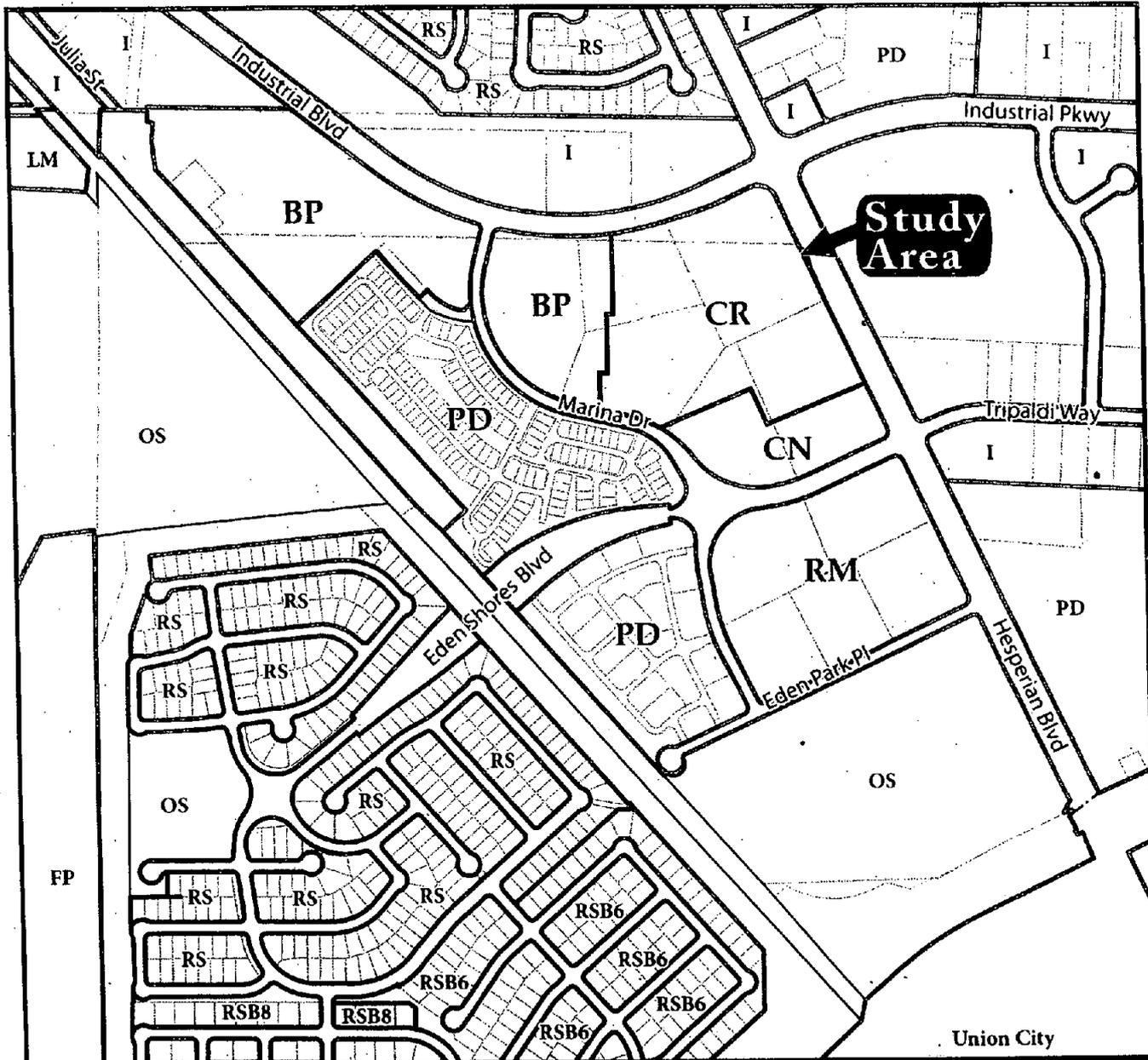
On-site parking shall be provided at 1 space per 200 square feet; compact spaces shall comprise no more than 30 percent of the total spaces.

b. South of Route 92 Area.

The development of CR zoned properties in the South of Route 92 planning area are also subject to the provisions of the South of Route 92/Oliver & Weber Properties Specific Plan and the Development Guidelines for the South of Route 92 Oliver/Weber properties.

c. Window Coverage.

Transparent windows and doors of buildings occupied by businesses engaging in retail sales, all or a portion of which are within 5 vertical feet of the floor and which are visible from public rights-of-way or pedestrian walkways or are otherwise visible by the general public from the exterior, shall remain free of coverings and materials that prevent views into or out of the stores. Retail goods intended for sale, or goods being stored, or other coverings or materials shall be located no closer than 5 feet from a transparent window or door, unless they are located beneath or above a window and are not visible from public rights-of-way or pedestrian walkways or are otherwise visible by the general public. This section shall not apply to signs or retail goods that are presented within or adjacent to a window and that are part of a decorative window display, as determined by the Planning Director.



Proposed Zoning Designations
South of Route 92
Specific Plan Amendment
Study Area

Zoning Classifications

RESIDENTIAL

- RM Medium Density Residential, min lot size 2500 sqft
- RS Single Family Residential, min lot size 5000 sqft
- RSB6 Single Family Residential, min lot size 6000 sqft
- RSB8 Single Family Residential, min lot size 8000 sqft

COMMERCIAL

- CR Regional Commercial (*Proposed New District*)
- CN Neighborhood Commercial

INDUSTRIAL

- I Industrial
- LM Light Manufacturing
- BP Business Park

OPEN SPACE

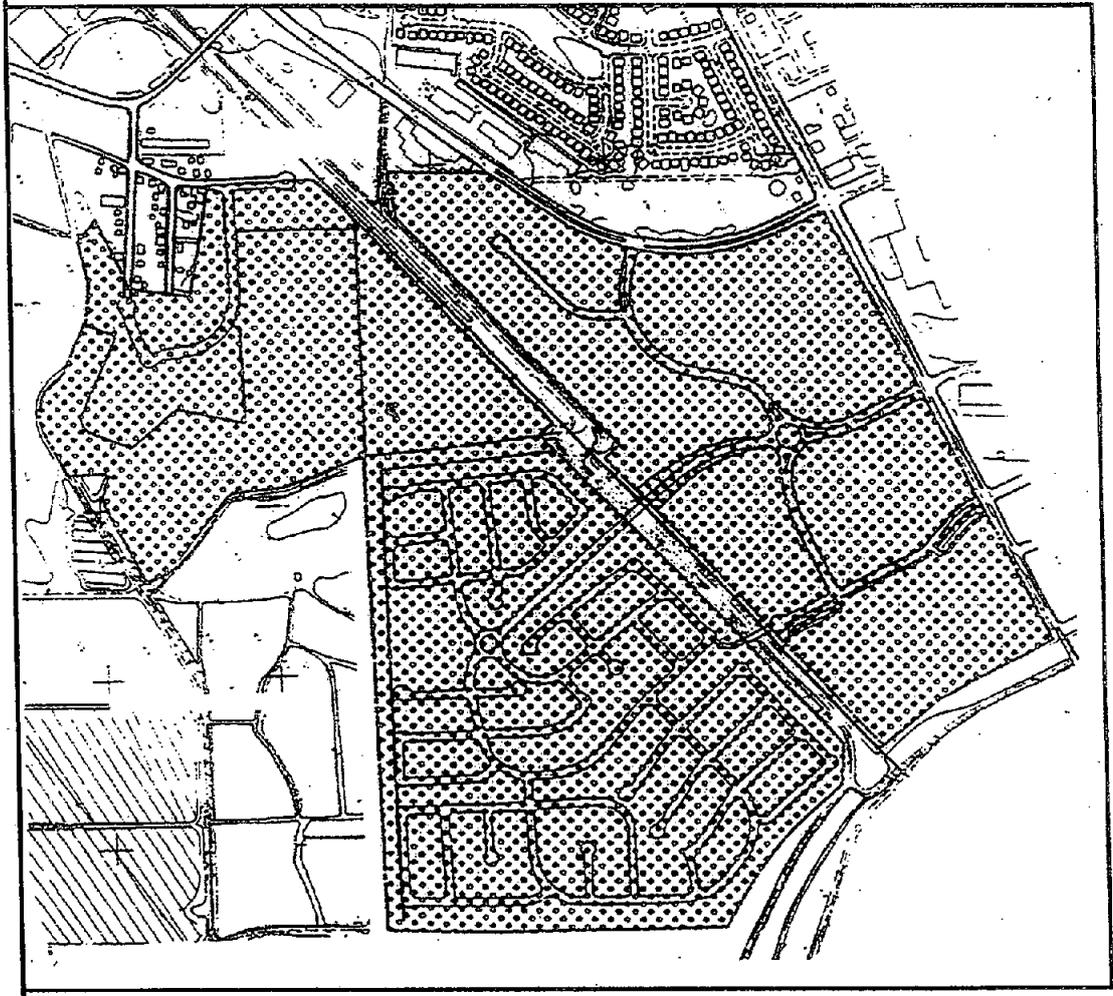
- FP Flood Plain
- OS Open Space

OTHER

- PD Planned Development



**SOUTH OF ROUTE 92
OLIVER / WEBER PROPERTIES
HAYWARD, CALIFORNIA**



DEVELOPMENT GUIDELINES

(As Amended Through October - 2007)

1.2 PROJECT DESCRIPTION

The Plan Area includes approximately 333 acres (see Table 1-A). The Oliver Properties are bisected by the Southern Pacific/Union Pacific railroad tracks on a northwest southeast axis. The land uses proposed for the east half (Oliver East) consist of business park, medium density residential and a 25 acre sports park adjacent to Hesperian Boulevard. Oliver East will also contain commercial/retail sites adjacent to the primary project gateway. The west portion (Oliver West) contains single family detached homes and two neighborhood parks. The residential neighborhoods have access to a pedestrian and bicycle trail link to the Bay Trail system.

Deleted: land owned by the Oliver Trust, Mr. John Weber, the City of Hayward and the Alameda County Flood Control and Water Conservation District.

Deleted: a 3.5 - 5 acre

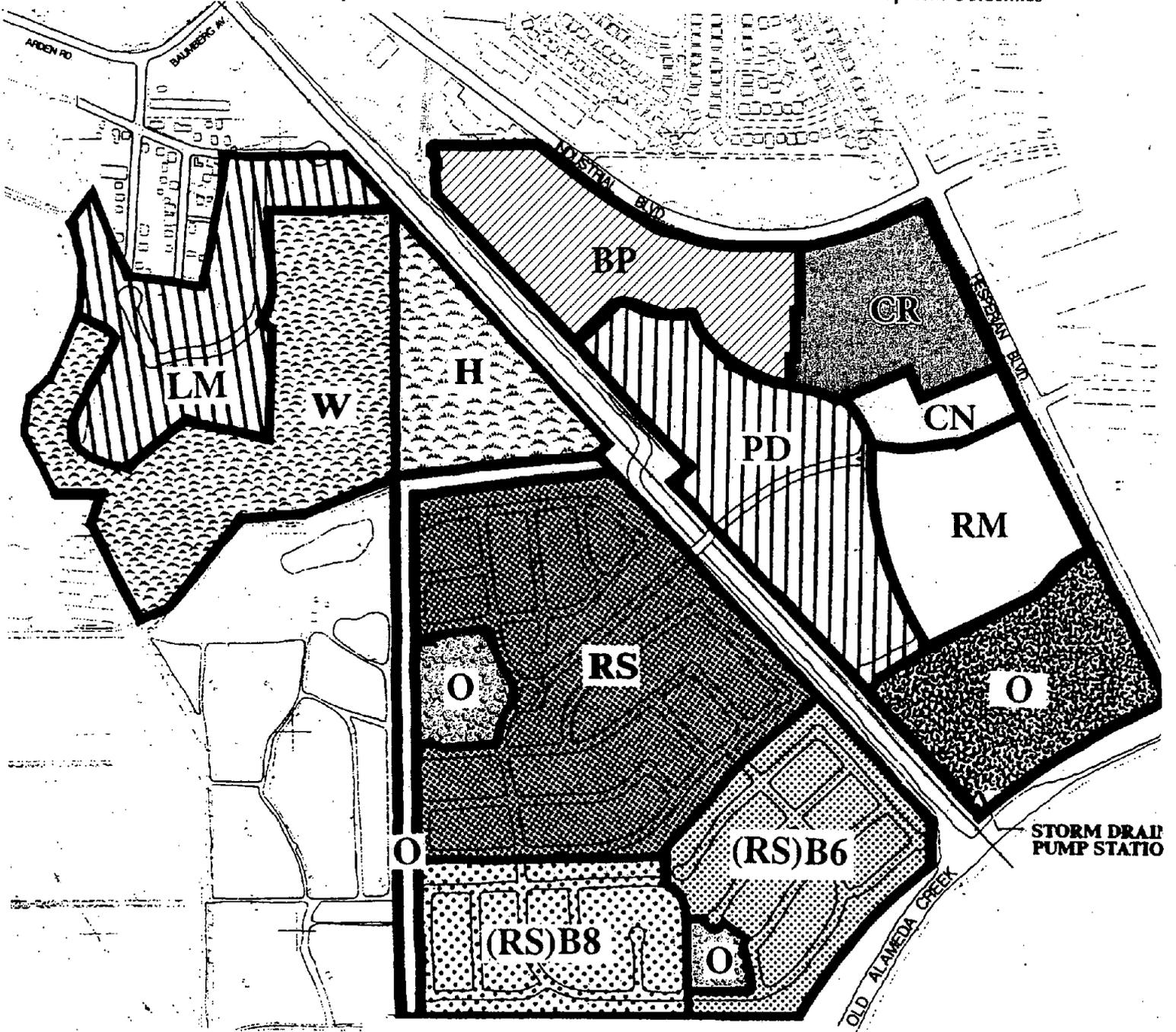
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**TABLE 1-A
SUMMARY OF LAND USES**

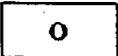
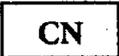
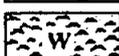
| Land Use | Oliver East | Oliver West | City of Hayward | Weber | ACFC WCD | Total Acres |
|----------------------------------|---------------|---------------|-----------------|--------------|-------------|---------------|
| Business Park | 51.80 | | | | | 52.50 |
| | 19.83 | | 0.67 | | | 20.50 |
| Light Manufacturing | | | | 21.50 | | 21.50 |
| Retail | 3.50 | | | | | 3.50 |
| | 21.90 | | | | | 21.90 |
| Residential | 29.20 | | | | | 110.7 |
| | 42.67 | 81.50 | | | | 124.17 |
| Neighborhood Parks | | 7.50 | | | | 7.50 |
| Sports Park | 23.00 | | | | 2.00 | 25.00 |
| Wetlands/Habitat | | 0.03 | | 52.10 | | 52.13 |
| Open Space Buffer | | 10.40 | | | | 10.40 |
| Landscaped Acres/Internal Trails | 2.00 | 5.00 | | 4.90 | | 11.90 |
| Roads & Overpass | 10.10 | 26.10 | 0.20 | 2.00 | | 38.40 |
| Gross Acres | 119.50 | 130.50 | 0.87 | 80.50 | 2.00 | 333.53 |

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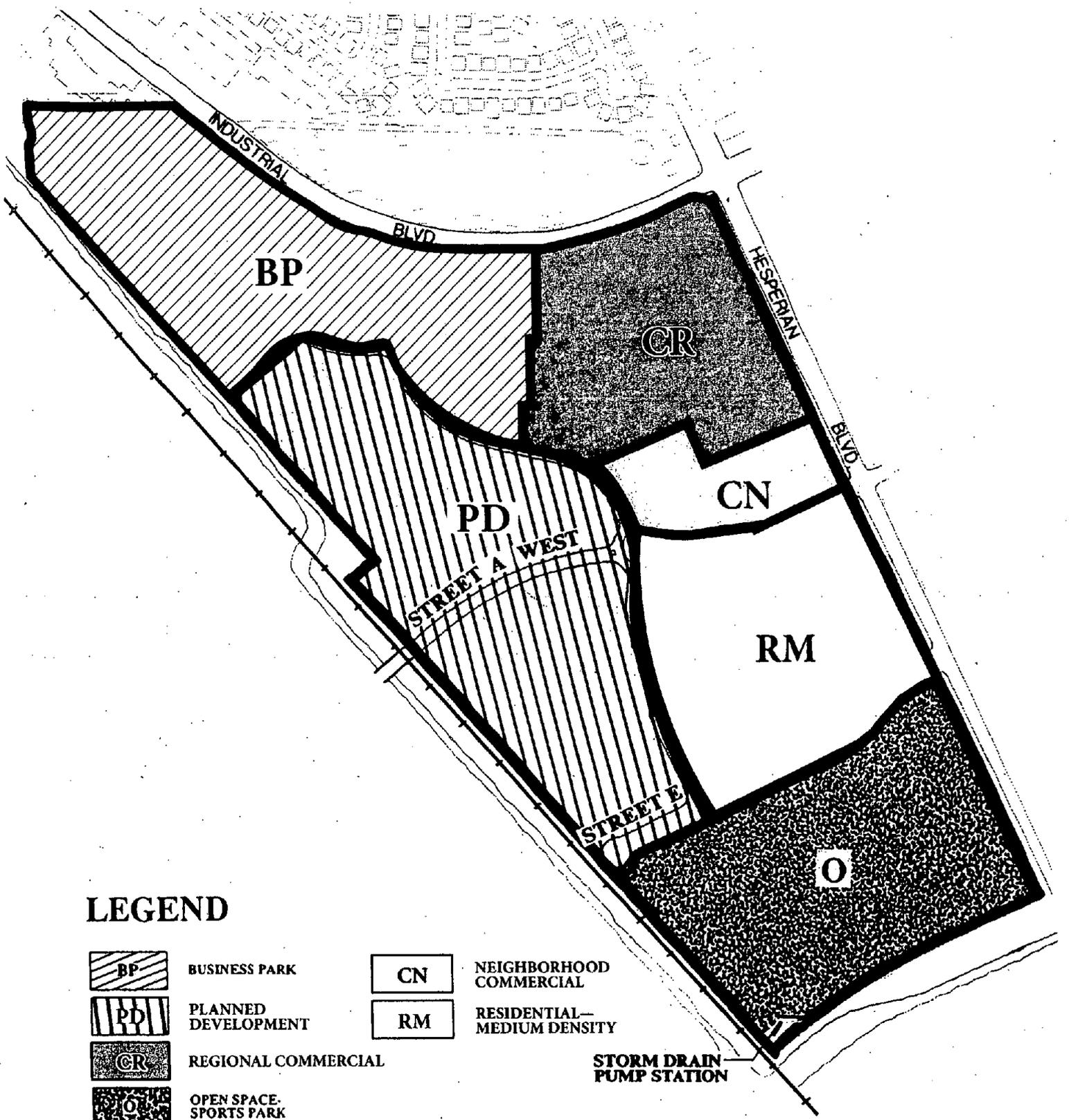
Note: This land Use Program does not include the 40 acres of Oliver - 92 property, 8 acres of which is uplands intended for development and 32 acres of which is wetlands intended for open space.



LEGEND

| | | | | | |
|---|--|---|--|---|---------------------------------------|
|  | BP BUSINESS PARK |  | (RS)B8 RESIDENTIAL-SINGLE FAMILY 8,000 SQ. FT. LOTS |  | O OPEN SPACE-BUFFER ZONE |
|  | PD PLANNED DEVELOPMENT |  | CN NEIGHBORHOOD COMMERCIAL |  | O OPEN SPACE-NEIGHBORHOOD PARK |
|  | CR REGIONAL COMMERCIAL |  | RM RESIDENTIAL-MEDIUM DENSITY |  | O OPEN SPACE-SPORTS PARK |
|  | RS RESIDENTIAL-SINGLE FAMILY 5,000 SQ. FT. LOTS |  | H HABITAT | | |
|  | (RS)B6 RESIDENTIAL-SINGLE FAMILY 6,000 SQ. FT. LOTS |  | W WETLANDS | | |

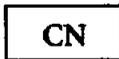
PLAN AREA ZONING PLAN



LEGEND



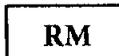
BUSINESS PARK



NEIGHBORHOOD COMMERCIAL



PLANNED DEVELOPMENT



RESIDENTIAL-MEDIUM DENSITY



REGIONAL COMMERCIAL



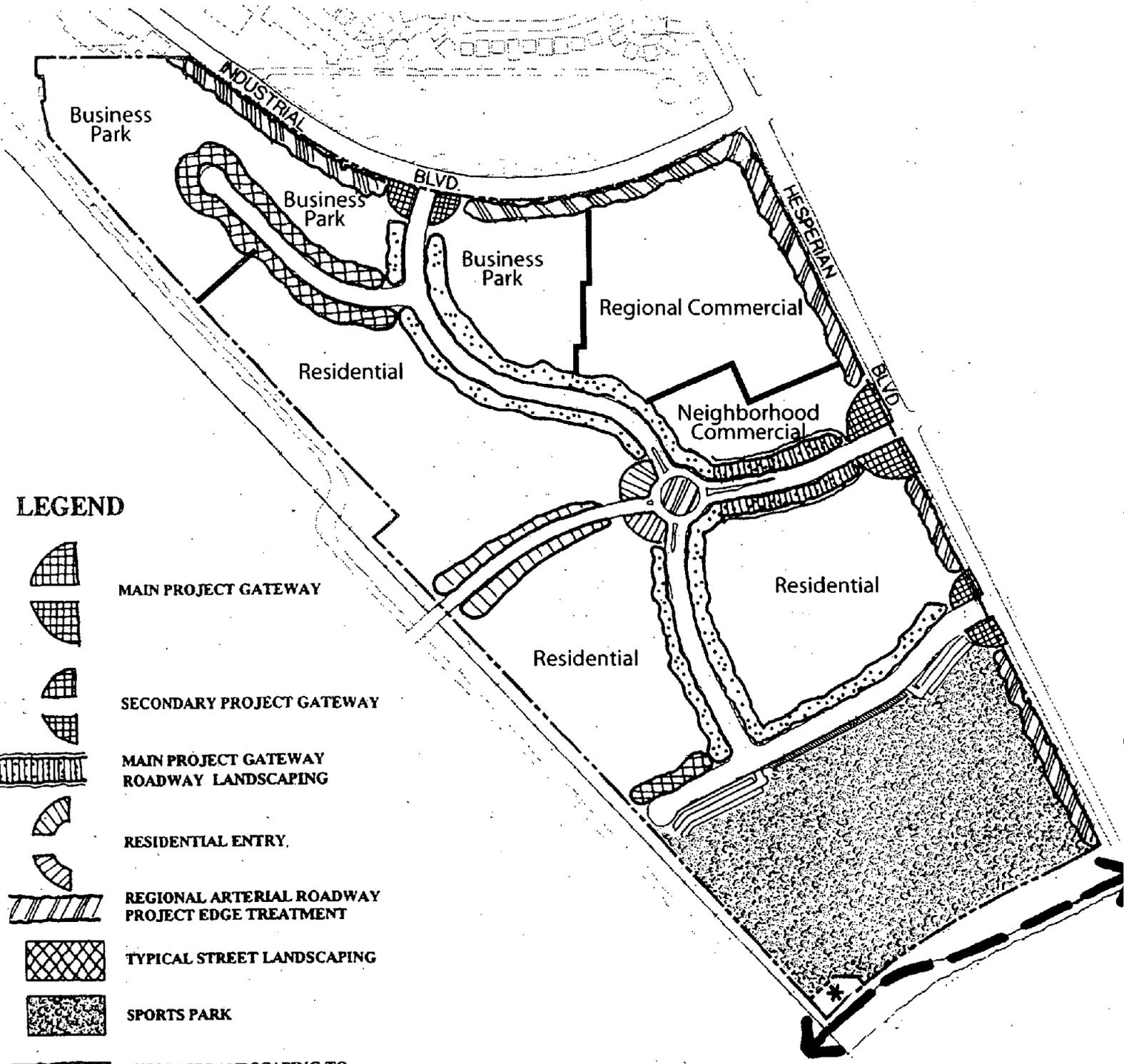
OPEN SPACE-SPORTS PARK

STORM DRAIN PUMP STATION



OLIVER EAST ZONING PLAN

Exhibit 2-A



LEGEND

-  MAIN PROJECT GATEWAY
-  SECONDARY PROJECT GATEWAY
-  MAIN PROJECT GATEWAY ROADWAY LANDSCAPING
-  RESIDENTIAL ENTRY
-  REGIONAL ARTERIAL ROADWAY PROJECT EDGE TREATMENT
-  TYPICAL STREET LANDSCAPING
-  SPORTS PARK
-  OVERPASS LANDSCAPING TO RESIDENTIAL VILLAGE
-  COLLECTOR ROADWAY LANDSCAPING
-  BAY TRAIL
-  STORM DRAIN PUMP STATION



ROUNDBOUT LANDSCAPING

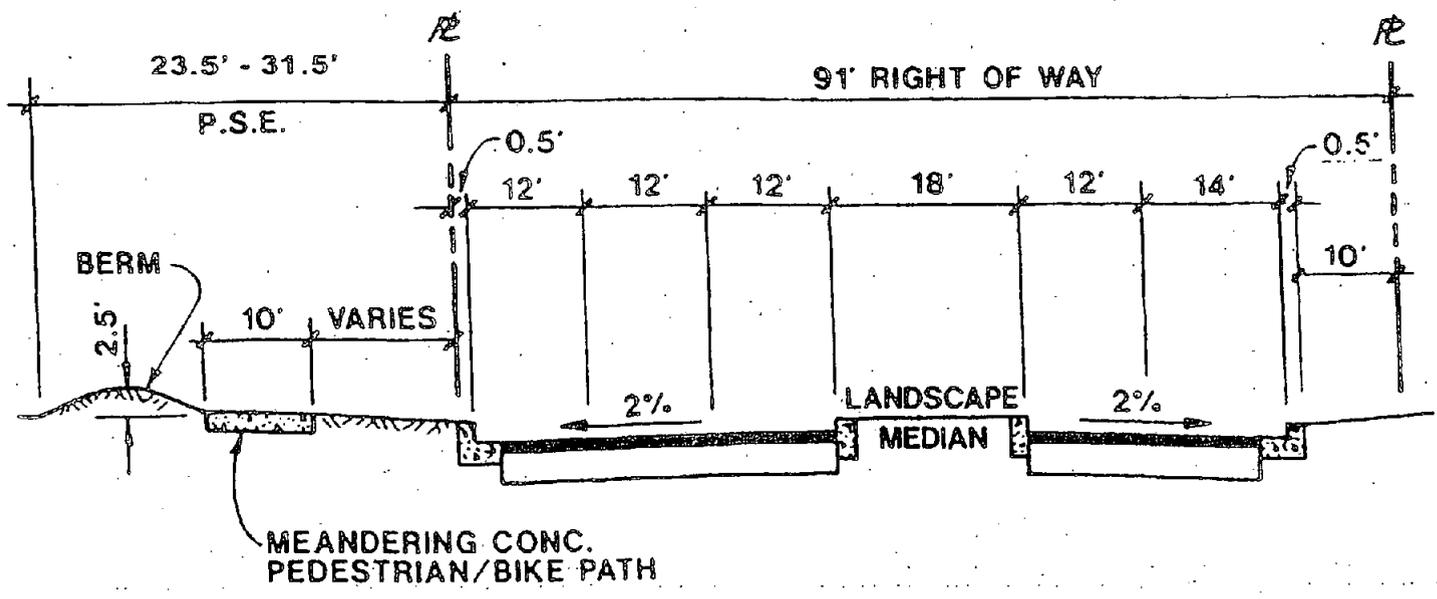


**OLIVER EAST BUSINESS PARK/LIGHT MANUFACTURING
LANDSCAPE MASTER PLAN**

Exhibit 2-C

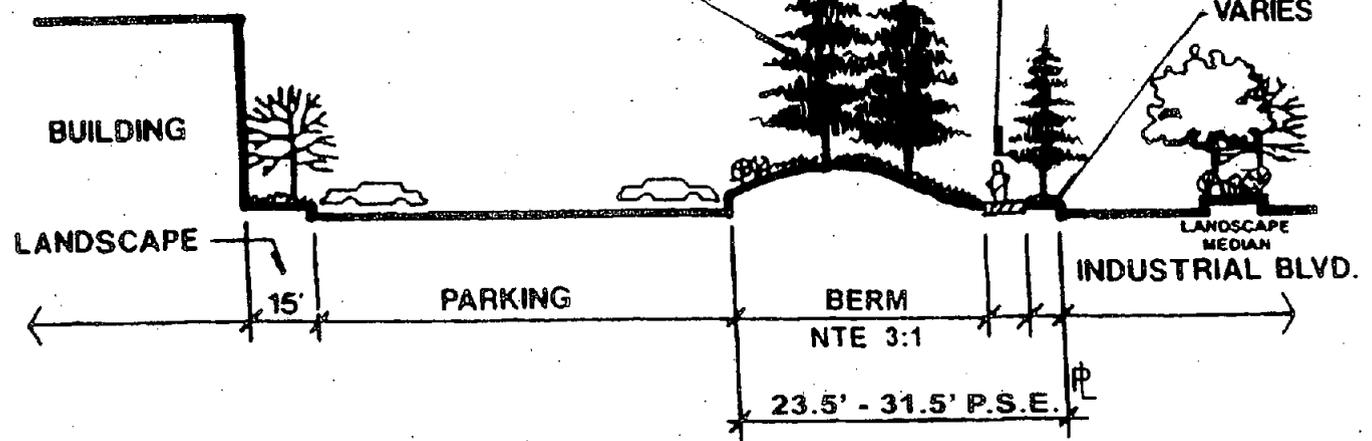
Business Park/Light Manufacturing Development

12 INDUSTRIAL BLVD. - EAST OF STREET B MARINA DRIVE



FOR STREETSCAPE REFER TO HAYWARD LANDSCAPE BEAUTIFICATION PLAN

10' MEANDERING CONC. PEDESTRIAN/BIKE PATH

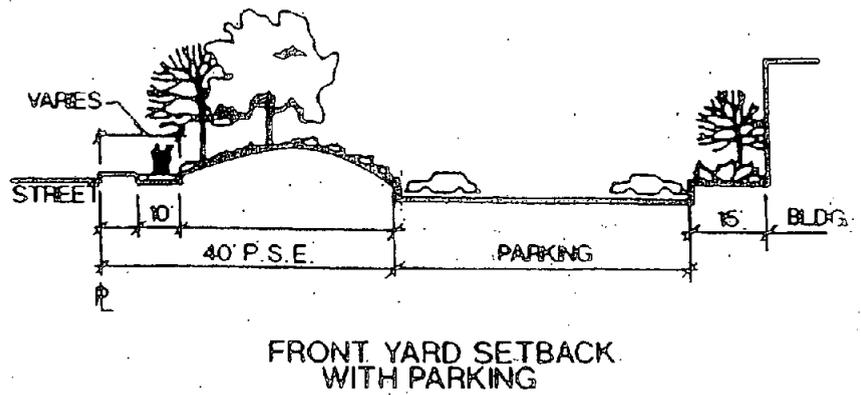
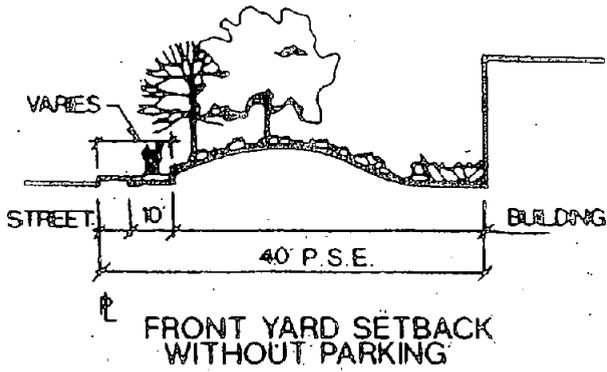


**TABLE 2-B
PROPERTY LINE SETBACK CRITERIA**

| Street Frontage | Public Service Easement (PSE) | Min. Front Yard Setback | Min. Side Street Yard Setback | Min. Rear and Side Yard Setback |
|--|-------------------------------|-------------------------|-------------------------------|---------------------------------|
| Hesperian Blvd. – North of Street C | 40' | <u>40'</u> | <u>33'</u> | 25' |
| Hesperian Blvd. – South of Street C | 33' | N/A Sports Park | N/A Sports Park | N/A Sports Park |
| Industrial Blvd. East of Street B | 23.5-31.5' | <u>23.5-31.5'</u> | <u>33'</u> | 25' |
| Industrial Blvd. West of Street B | 31.5' | <u>31.5'</u> | <u>33'</u> | 25' |
| Street A | 33' | <u>33'</u> | 25' | 25' |
| Streets B, D and-North side of streets E and C | 33' | <u>33'</u> | 25' | 25' |

A. Front Yard Building Setbacks

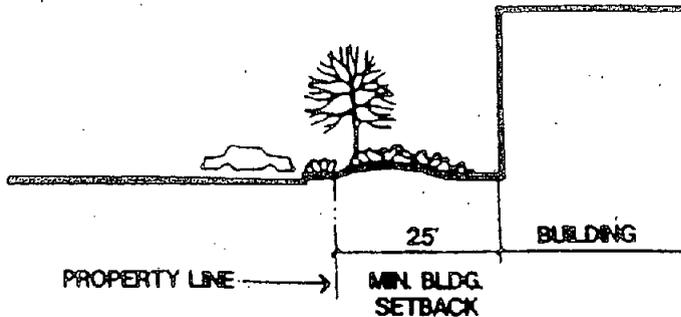
The various conditions governing front yard building setbacks are illustrated as follows:



40' PUBLIC SERVICE EASEMENT

B. Side and Rear Yard Building Setbacks

When a building is located with the minimum side and/or rear yard building setback(s), all of the area between the building and the side and/or rear lot line is to be landscaped. In other conditions for side yards there shall be a minimum continuous landscaping depth of 9'-0" against the sides of the building. For rear yards no landscaping is required against the building. This requirement is in addition to the 5'-0" minimum continuous landscaping depth required at all side and rear property lines.



SIDE AND REAR YARD SETBACK WITHOUT PARKING
(10' IF SIDEYARD & ADJACENT TO BP DISTRICT)

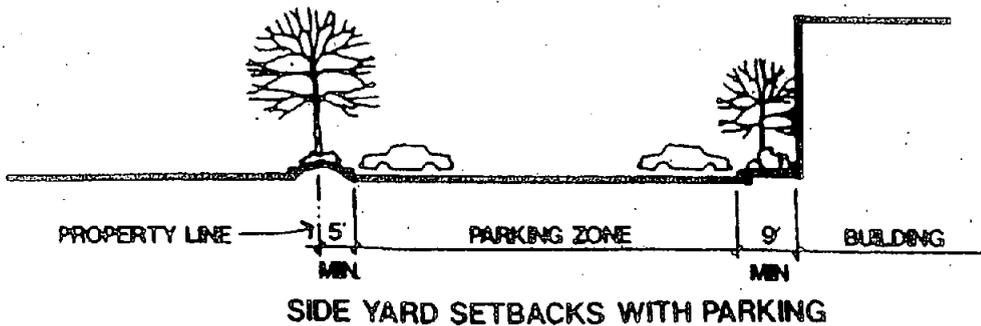


Table 2-C lists the maximum Floor Area Ratio and maximum building height allowed in the Business Park/Light Manufacturing/Commercial Retail Zones.

**TABLE 2-C
SITE DEVELOPMENT CRITERIA**

| Land Use | Max. Floor Area Ratio | Maximum Height |
|---------------------|-----------------------|----------------|
| Business Park | 60% | -- |
| Light Manufacturing | 40% | -- |
| Commercial/Retail | 30% | 30' |

2.7 DEVELOPMENT SITE

2.7.1 SITE DEVELOPMENT STANDARDS

Refer to appropriate zoning districts for lot requirements, yard requirements, height limits, and performance and design standards.

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Deleted: <#>Table 2-C lists the maximum Floor Area Ratio and maximum building height allowed in the Business Park/Light Manufacturing/Commercial Retail Zones. ¶ ... ¶ [1]

Business Park/Light Manufacturing Development
2-44

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<#>The Floor Area Ratio (F.A.R.) is defined as the gross square footage of all buildings (excluding basements) on a parcel divided by the gross square footage of the parcel. The resulting percentage must not exceed the maximum F.A.R. established for each parcel listed in Table 2-C. For example, when the gross square footage of all buildings on a site is equal to half of the site gross square footage, the floor area ratio is half, or 50% (also referred to as a .5 FAR). As shown below, achieving a given FAR can be accomplished in different ways by varying the location and height of the building, which results in varying arrangement of the building square footage. A 50% FAR can be achieved with a one-story building covering half the site, a two-story building covering one quarter of the site, or a four-story building on one eighth of the site. With the FAR restriction, as the number of stories increases the amount of site area that can be used decreases. Note: Building height, setback, minimum parking requirements and site landscape coverage requirements also influence the location and scale of the building. ¶ ¶

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3.1 PLANNING CONCEPT

Residential uses are proposed on both the Oliver West and Oliver East sites. The residential enclave on the Oliver West site includes buffered open space areas. Access to the Oliver West site is gained via an overpass spanning the Union Pacific Railroad right-of-way, offering views of the neighborhoods, nearby wetlands and distant bay.

In Oliver West, three subdivisions on 5,000, 6,000 and 8,000 square foot lots are planned. All of the 537 housing units will be single family detached of mixed one and two story floor plans.

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The layout of some of the streets and the siting of some of the homes is oriented toward the bay. Two neighborhood parks within the enclave are linked by a bicycle and pedestrian train system providing easy access for residents.

Homeowners Association(s) will be established; each will have professional management.

In Oliver East, two of the residential parcels are located on the west side of Street B (Marina Drive) on either side of the overpass (Eden Shores East). A 17.7 acre residential parcel is located north of the overpass. An 11.5 acre parcel is located to the south of the overpass. Both parcels are planned for medium density residential uses, which may include small-lot single-family homes, duplexes, or townhomes. Development within the South of Route 92 Residential Plan Area neighborhoods shall conform to the zoning established on the Zoning Plan. Specific uses allowed by zoning are set forth in Section 3.2.

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Deleted: on the Oliver East site

Two other residential developments are planned as part of the Legacy Eden Shores project, located east of Marina Drive and south of Eden Shores Boulevard.

Deleted: . One neighborhood is north of Eden Shores East at Street D, while the other neighborhood is

Deleted: adjacent to the proposed neighborhood retail center.

The Residential Zoning Plan illustrates the variety and location of residential subdivisions, lot sizes, parks, and buffer areas located adjacent to or within the various neighborhoods.

3.2 RESTRICTIONS ON USE

The use within each residential subdivision shall be in compliance with the uses as illustrated on the Zoning Plan. Permitted uses within the South of Route 92 Residential Plan Area are as follows:

A. Residential Development

1. RS: Single family detached homes within subdivisions on individual lots of 5,000 square feet or more.
2. RS(B6): Single family detached homes within subdivisions on individual lots of 6,000 square feet or more.
3. RS(B8): Single family detached homes within subdivisions on individual lots of 8,000 square feet or more.

4. RM: Medium Density Residential- single-family, townhomes

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5. PD: Medium Density Residential- single-family, duplexes, townhomes.

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**TABLE 3-B
RESIDENTIAL PROPERTY LINE SETBACK CRITERIA**

| Roadway Category | Min. Front Yard Setback From Back of Sidewalk | Min. Side Yard Setback | Min. Rear Yard Setback |
|--|---|------------------------|------------------------|
| Oliver West Residential Collector (Street G) | 30' | 5** | 20' |
| Oliver West Residential Street (typical) | 20' | 5** | 20' |

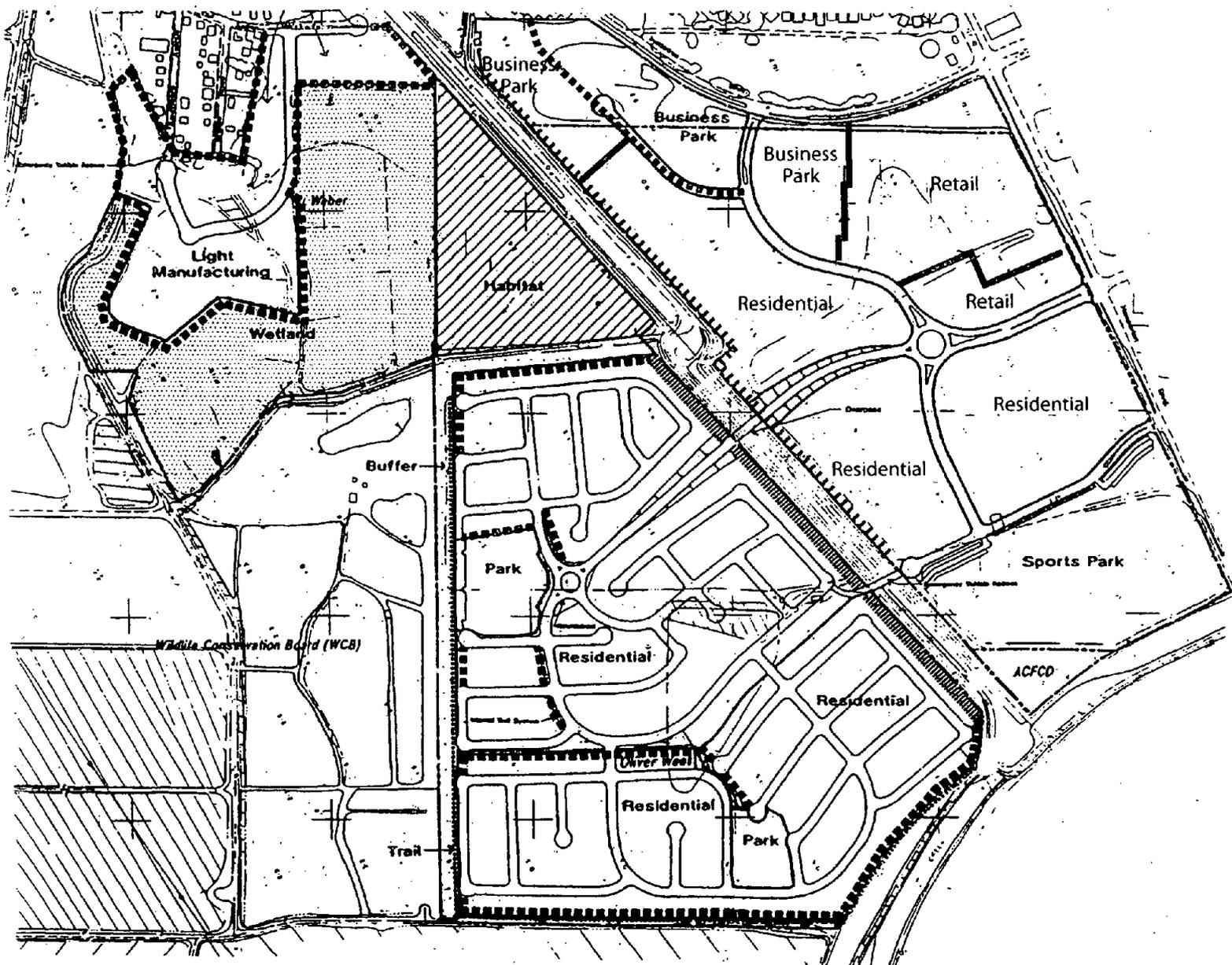
*5' or 10% of lot width at front setback line whichever is greater, up to 10'.

Note: 1) Road criteria is based in accordance with the City of Hayward "Standard Street Sections" for public streets; 2) All front yard setbacks are taken from back of curb to front of structure.

Different street character types make up the Streetscapes in and around the South of Route 92 Oliver West Residential Plan Area, including local arterial roads, Street A and two levels of local streets. The first level consists of a 25' minimum parkway on one side that includes the neighborhood trail system. The second level has two 5' sidewalks on both sides. These two Residential street types have 40' R.O.W.s and 36' of pavement with parking on both sides.

In Oliver East, residential street setbacks in the Eden Shores East developments will be determined through the PD process. Street setbacks for residential developments in the Legacy Eden Shores project will conform to requirements of the RM district, or as may be approved through the Planned Development (PD) process.

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LEGEND

-  SIDE OR REAR YARD WALL: MAXIMUM HEIGHT: 6'
-  SOUNDWALL HEIGHT: 10' (WALL AND BERM)
-  SOUNDWALL HEIGHT: UP TO 20'

PLAN AREA WALLS AND FENCING KEY MAP

RECORDING REQUESTED BY
AND WHEN RECORDED MAIL TO:

City Clerk
City of Hayward
777 B Street
Hayward, California 94541

THIS SPACE ABOVE FOR RECORDER'S USE

This instrument is exempt from Recording Fees (Govt. Code § 27383) and from Documentary Transfer Tax (Rev. and Taxation Code § 11922).

AMENDMENT TO MOUNT EDEN BUSINESS AND SPORTS PARK COMMUNITY
DEVELOPMENT AGREEMENT RELATING TO DEVELOPMENT OF LEGACY EDEN
SHORES, A PORTION OF OLIVER EAST PROPERTY

This Amendment to Mount Eden Business and Sports Park Community Development Agreement Relating to Development of Legacy Eden Shores, a Portion of the Oliver East Property ("Legacy Eden Shores Amendment") is entered into as of October ____, 2007 by and between EDEN SHORES ASSOCIATES I, LLC, a Delaware limited liability corporation ("Eden Shores Associates I") and EDEN SHORES ASSOCIATES II, LLC, a Delaware limited liability corporation ("Eden Shores Associates II") and the CITY OF HAYWARD, a municipal corporation, organized and existing under the Hayward City Charter and laws of the State of California ("City"). Eden Shores Associates I and Eden Shores Associates II are sometimes collectively referred to herein as "Eden Shores Associates" or "Owner").

RECITALS

A. On or about December, 1999, the City and a predecessor-in-interest to Owner entered into that certain Mount Eden Business and Sports Park Community Development Agreement, which was recorded December 13, 1999 as instrument number 1999443129 in the Official Records of Alameda County (this Development Agreement, as amended, shall be referred to herein as the "Agreement").

B. Since execution of the Agreement, portions of the Property have been developed or are currently under construction. The first residential development by Standard Pacific Corporation ("Standard Pacific") was the residential development on the portion of the Property commonly known as "Oliver West." Hayward Oliver Owners LLC ("Hayward Oliver Owners") the prior owner of the Property and Duc Housing Partners, Inc., a California corporation ("Duc Housing") collectively assumed certain responsibilities and obligations under the Agreement pursuant to that certain Assumption Agreement, which was recorded October 15, 2001 as instrument number 2001392229 in the Official Records of Alameda County. Hayward Oliver Owners has dedicated the 25 acre Sports Park parcel to the City and has constructed thereon the Sports Park Complex. Hayward Oliver Owners and Duc Housing

also have installed infrastructure in all portions of the Specific Plan area, exclusive of the Weber property.

C. The Agreement was amended by Hayward Oliver Owners and the City on or about February 3, 2006. The amendment related only to development of Eden Shores East Residential, a portion of the Oliver East property, as approved by the City for development in November, 2005. The property comprising Eden Shores East Residential and subject to the amendment to the Development Agreement was subsequently transferred to Standard Pacific and the approved residential project thereon is currently under construction. The remaining property within the "Oliver East" portion of the Specific Plan area previously owned by Hayward Oliver Owners and which is subject to this Legal Eden Shores Amendment, was transferred to Eden Shores Associates I and Eden Shores Associates II and an assignment and assumption of the Agreement has been executed.

D. The remaining portions of the Property originally were approved and planned for construction of Light Manufacturing, Commercial Retail and Business Park uses. Owner has applied for General Plan and Specific Plan amendments, and rezoning in connection with the remaining approximately 56.41 acres of the Property to allow for a mix of residential, office and retail development on certain parcels within the "Oliver East" portion of the Property. The Project modifications authorize the mix of uses comprising the development known as Legacy Eden Shores (referred to herein as the "Legacy Eden Shores Development"). Owner and City have determined that an amendment to the Agreement is necessary and appropriate in connection with the modifications to the Development Plan and Project. The Legacy Eden Shores Amendment is being entered into by Owner and City to address the modifications relating to development of Legacy Eden Shores Development only and does not in any way limit or otherwise affect the rights and obligations of the Owner, or any assignee, any other owner of real property subject to the Agreement, and City with respect to remaining portions of the Property and the development thereof under the Agreement. The Legacy Eden Shores Amendment shall be recorded against the property comprising the Legacy Eden Shores Development, as more particularly described in Exhibit A hereto.

E. The City has analyzed the modifications to the Development Plan and Project and, pursuant to Resolution No. 07-___ has adopted a Mitigated Negative Declaration and a Mitigation and Monitoring Program as required by the California Environmental Quality Act (Public Resources Code Section 21000 *et seq.*).

F. City staff has reviewed this Legacy Eden Shores Amendment, deemed it to be complete, and prepared a report to the Planning Commission pursuant to Chapter 10, Article 9 of the City Municipal Code regarding the Legacy Eden Shores Amendment, consistency with the General Plan and Specific Plan. The Planning Commission adopted findings regarding the Legacy Eden Shores Amendment and recommended that the City Council authorize execution of the Legacy Eden Shores Amendment. The City Council has held a public hearing on the modifications to the Development Plan and the Project, and the Legacy Eden Shores Amendment, and has determined that the Legacy Eden Shores Amendment (i) is consistent with the City's General Plan and the Specific Plan; (ii) is in the best interests of the health, safety and general welfare of the City, its residents, and the public; (iii) is executed

pursuant to, and as authorized under the Agreement and the requirements of the Development Agreement Legislation and Development Agreement Ordinance.

G. City has adopted Ordinance No. 07-__ on October __, 2007 approving this Legacy Eden Shores Amendment and its execution in accordance with the provisions of the Agreement and as authorized under the Development Agreement Legislation and Development Agreement Ordinance.

H. All capitalized terms not otherwise defined herein shall have the meaning set forth in the Agreement.

NOW, THEREFORE, in consideration of the mutual covenants herein contained and for other good and valuable consideration, Owner and City hereby agree to amend the Agreement as it relates to the Legacy Eden Shores Development only, and to no other portion(s) of the Property, as follows:

1. The first sentence in Recital C is modified to read as follows:

"Owner is the holder of a legal or equitable interest in the Property and intends to develop the Property for a large multi-phase, mixed use development with low- and medium-density residential, commercial/retail, business park, planning/research and development, office and open space/park and recreation land uses, all as set forth in the Development Plan."

2. Section 1.1.11 is amended to read as follows:

"Development Guidelines" means the Development Guidelines for the South of 92 Specific Plan adopted by Resolution No. 98-028 of City Council of City on February 17, 1998, attached as Exhibit D, as amended by Resolution No. 05-139 of City Council of City on November 15, 2005 relating to the Eden Shores East Residential Development, and as further amended by Resolution No. 07-__ on June __, 2007 relating to the Legacy Eden Shores Development."

3. The following new sentence is added at the end of Section 1.1.15:

"Unless otherwise referenced herein, "EIR" as defined in this Section 1.1.5 shall also include any Addenda thereto, the Mitigated Negative Declaration for the Eden Shores East Residential Development adopted by City pursuant to Resolution No. 05-139 of City Council of City on November 15, 2005 and, for the Legacy Eden Shores Development, the Mitigated Negative Declaration adopted by the City pursuant to Resolution No. 07-__ of City Council of City on October __, 2007."

4. The first sentence of Section 1.1.17 is amended to read as follows:

"Existing Development Approvals" means the Development Approvals in effect on the Effective Date, as amended by Resolution No. 05-139 and Ordinance Nos. 05-16 and 05-17 adopted by the City Council of City on November 15 and November 22, 2005, respectively, relating to the Eden Shores East Residential Development, and as further amended by Resolution No. 07-__ and Ordinance Nos. 07-__ and 07-__ adopted by the City Council of City on October __, 2007 relating to the Legacy Eden Shores Development."

5. The first sentence of Section 1.1.18 is amended to read as follows:

"Existing Land Use Ordinances" means the Land Use Ordinances in effect on the Effective Date, as amended by Ordinance Nos. 05-16 and 05-17, adopted by the City Council of City on November 22, 2005 relating to the Eden Shores East Residential Development, and as further amended by Ordinance Nos. 07-__ and 07-__, adopted by the City Council of City on October __, 2007 relating to the Legacy Eden Shores Development."

The following new phrase is added to the end of subsections (a) and (b) of Section 1.1.18:

", except to the extent superseded or amended by subsequent actions taken by the City Council in connection with the Eden Shores East Residential Development and Ordinance Nos. 07-__ and 07-__, adopted by the City Council of City on October __, 2007 in connection with the Legacy Eden Shores Development."

A new subsection (d) is added to Section 1.1.18, as follows:

"(d) Ordinance No. 07-__ relating to the Legacy Eden Shores Development."

6. Section 1.1.20 is amended to read as follows:

"General Plan" means the City of Hayward General Plan, as amended."

7. Section 1.1.21 is amended to read as follows:

"General Plan Amendment" means the South of Route 92 General Plan Amendment (GPA 97-110-02) adopted by Resolution No. 98-028 of City Council of City on February 17, 1998, attached as Exhibit G, except to the extent superseded by

subsequent action of the City, and the Eden Shores East General Plan Amendment (GPA PL-2004-0184) adopted by Resolution No. 05-139 of City Council of City on November 15, 2005 and the Legacy Eden Shores General Plan Amendment (GPA PL-2007-0231) adopted by Resolution No. 07-___ of City Council of City on October __, 2007."

8. Section 1.1.26 is amended to read as follows:

"Mitigation Monitoring and Reporting Program' means the Mitigation Monitoring and Reporting Program approved by Resolution No. 98-028 of the City Council of City on February 17, 1998, attached as Exhibit H, the Mitigation Monitoring and Reporting Program approved for the Eden Shores East Development by Resolution No. 05-139 of the City Council of City on November 15, 2005, and the Mitigation Monitoring and Reporting Program approved for the Legacy Eden Shores Development by Resolution No. 07-___ of the City Council of City on October __, 2007."

9. Replace "Gordon Oliver Estate and Trust and the Alden Oliver Trust in Section 1.1.29 as Owner with the successors in interest to Hayward-Oliver Owners LLC, a Delaware limited liability company which, for the Legacy Eden Shores Amendment, is Eden Shores Associates I, LLC, a Delaware limited liability company and Eden Shores Associates II, LLC, a Delaware limited liability company.

10. Section 1.1.37 is amended to read as follows:

"Specific Plan' means the South of Route 92 Specific Plan (SP-98-210-01) adopted by Resolution No. 98-028 of City Council of City on February 17, 1998, as amended by Resolution No. 05-139 of City Council of City, adopted November 15, 2005 relating to the Eden Shores East Residential Development, and as further amended by Resolution No. 07-___ of City Council of City, adopted October __, 2007 relating to the Legacy Eden Shores Development."

11. Section 1.1.40 is amended to read as follows:

"Vesting Tentative Map' means the vesting tentative subdivision map (TM-7065) approved by Resolution No. 99-152 adopted by the City Council of City on September 21, 1999 and, as it relates to development of the Eden Shores East Residential Development, the vesting tentative subdivision map (TM-7489) approved by Resolution No. 05-139 adopted by the City Council of City on November 15, 2005. Vesting Tentative Map also includes, upon their approval by the City, those

tentative subdivision maps or vesting tentative subdivision maps which the City may approve for the Legacy Eden Shores Development."

12. A new section 3.12 is added as follows:

"Additional Obligations for Sports Park Complex : In connection with approval of the Legacy Eden Shores Development, Owner has agreed to the following additional benefits for the Sports Park Complex:

Owner agrees to the establishment by City of, to the extent and as set forth, in this Section 3.12, a Landscape Lighting and Assessment District (LLD) for the purpose of providing partial funding for the ongoing maintenance of the Sports Park Complex. The real property included in, and subject to assessments under, the LLD shall be only those 167 residential lots and units included in Legacy Eden Shores Development. No other property within the Legacy Eden Shores Development shall be included in or subject to the LLD, or the assessments established thereunder. The assessment under the LLD shall be an annual assessment of \$160.00 per residential lot or unit, with a provision for annual increases equal to the increases in the Consumer Price Index for the San Francisco-Oakland-San Jose Area, if any, for the preceding year. City shall establish the LLD prior to the sale of lots or units to individual purchasers and City agrees to cooperate with Owner to establish the LLD in a time frame that does not delay or interfere with such sales.

13. A new Section 3.13 is added as follows:

"Payment of School Mitigation Fees for Legacy Eden Shores Development. In connection with approval of the Legacy Eden Shores Development, Owner agrees to pay school mitigation fees in the amount of \$3.25 per square foot of "assessable residential space" (as such space is defined in California Government Code Section 65995), which amount exceeds the current fee of \$2.62 per square foot of assessable residential space, or shall pay the fee in effect at time of permit issuance if greater than \$3.25 per square foot, as established by the Hayward Unified School District Board of Education.

15. A new Section 3.14 is added as follows:

"Transfer of City Property. The City and Owner acknowledge that a portion of the City Property has not yet been transferred to Eden Shores Associates or its predecessors in exchange for the real property upon which the Sports Park Complex was constructed. The remaining portion of the City Property to be

transferred to Eden Shores Associates is the approximately 2.184 acre parcel (the "Remaining City Property") identified as Parcel 1 in the legal description attached hereto as Exhibit _____. The Remaining City Property shall be transferred to Eden Shores Associates in connection with the development of the Legacy Eden Shores Development, at a time and in accordance with such instructions as are mutually agreed upon by the City and Eden Shores Associates."

16. A new section 3.13 is added as follows:

Phasing Plan - to demonstrate that the City and Legacy have a viable regional retail tenant, letters of intent submitted from the developers' legal representative to the Hayward city attorney will be verified by senior staff before building permits for residential units will be issued.

17. The term "low-density residential" is replaced with the term "residential", and the term "office" is added in the permitted uses in Section 4.1.

18. In Section 4.2, the term "and 17 business park lots" is deleted from Section 4.2 and Section 4.2 further amended as follows:

19. The sentence "City shall not reduce the permitted number of residential units or the permitted number of business park lots without the prior written consent of Owner" shall be amended to read "City shall not reduce the permitted number of residential units or the permitted number or square footage of business park, commercial, retail or office lots or uses without the prior written consent of Owner.

20. The following new sentences are added at the end of Section 4.2:

"A total of 167 residential units are permitted to be developed as part of the Legacy Eden Shores Development, in accordance with the Development Plan. The residential units that are part of the Legacy Shores Development are in addition to the residential units that have been or are being constructed on the Oliver West property and as part of the Eden Shores East Residential Development. Commercial, retail, office and business park uses are permitted to be developed as part of the Legacy Eden Shores Development, in accordance with the Development Plan."

21. The following new sentence is added at the end of Section 7.1:

"In connection with execution of the Legacy Eden Shores Amendment, Owner and the City have agreed to an extension of the initial ten (10) year term of the Agreement for an additional five (years) to a date that is fifteen years from the Effective

Date, in accordance with the provisions of Sections 7 and 8 of the Agreement."

22. The following new sentence is added at the end of Section 14.2:

"With respect to Legacy Eden Shores Development, the City acknowledges and agrees that payment of school mitigation fees in the amount set forth in Paragraph 14 (adding new Section 3.13) of this Legacy Eden Shores Amendment constitutes full and complete satisfaction of required mitigation of impacts on schools. The City further acknowledges and agrees that expenditure by Owner's predecessor of the sum of approximately Seven Million Dollars (\$7,000,000), substantially in excess of the Three Million Dollars (\$3,000,000) originally estimated, for construction of the Sports Park Complex, coupled with the establishment of the LLD as set forth in Paragraph 13 (adding new Section 3.12) of this Legacy Eden Shores Amendment, and the provision of approximately 4.34 acres of on site open space areas within the Legacy Eden Shores Development constitutes full and complete satisfaction of required mitigation of impacts on parkland and open space, and meets all City requirements regarding same, as it relates to the Legacy Eden Shores Development."

23. A new subsection 14.4.3 is added to Section 14.4 as follows:

"14.4.3. Satisfaction of Conditions of Approval, Obligations or Requirements. The City acknowledges and agrees that all Conditions of Approval imposed by the City in connection with and at the time of adoption and execution of the Mount Eden Business and Sports Park Community Development Agreement in 1999, including but not limited to the Conditions of Approval for Vesting Tentative Tract 7065 as approved by the City Council September 21, 1999, and any other obligations or requirements required to be satisfied in connection with development of the property comprising the Legacy Eden Shores Development have been fully satisfied and that neither Eden Shores Associates I nor Eden Shores Associates II has any continuing obligation for or with respect to those obligations, Conditions of Approval or requirements. The City further acknowledges and agrees that neither Eden Shores Associates I nor Eden Shores Associates II have any obligation with respect to any Conditions of Approval or other obligations or requirements, imposed by the City or agreed to by predecessors of Eden Shores Associates I or Eden Shores Associates II relating to development of Oliver West or to the Eden Shores East Residential Development.

24. The party to whom notice to Owner under Section 14.18 is to be given for Eden Shores Associates I and Eden Shores Associates II shall be changed to Steve Dunn, Senior Vice President, Legacy Partners Commercial, Inc., 400 East Third Avenue, Suite 600, Foster City, CA 94404.

25. The parties agree that Hayward Oliver Owners and Duc Housing shall have no obligation to perform any of the obligations of Owner under the terms of this Legacy Eden Shores Amendment.

26. Except as expressly amended herein, the Agreement shall remain in full force and effect.

[SIGNATURES CONTINUED ON NEXT PAGE]

IN WITNESS WHEREOF, the undersigned have executed this Legacy Eden Shores Amendment to Mount Eden Business and Sports Park Community Development Agreement as of the day and year first above written. The signatories to this Legacy Eden Shores Amendment represent that they are duly authorized to execute this amendment and to bind the Parties hereto.

EDEN SHORES ASSOCIATES I, LLC,
a Delaware limited liability company

By: _____

EDEN SHORES ASSOCIATES II, LLC,
A Delaware limited liability company

By: _____

CITY OF HAYWARD

By: _____
City Manager

Attest: _____
City Clerk

Approved As To Form: _____
City Attorney

EXHIBIT A
[LEGAL DESCRIPTION]

STATE OF CALIFORNIA)
) ss.
COUNTY OF _____)

On _____, before me, _____, a Notary Public in and for said County and State, personally appeared _____, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal

Signature of Notary Public.

LEGACY EDEN SHORES

Mount Eden Business and Sports Park Community Development Agreement Legacy Partners, Inc./Eden Shores Associates (Applicant/Owner)

September 20, 2007

Findings for Approval – Development Agreement:

1. Pursuant to California Environmental Quality Act (CEQA) Guidelines Section 15168, Program Environmental Impact Reports, and Section 15074, Mitigated Negative Declarations, a Mitigated Negative Declaration has been prepared in association with approval of the Development Agreement amendment, as conditioned, and it has been determined, based on the whole record (including the initial study and any comments received), that there is no substantial evidence that the project will have a significant effect on the environment and that the Mitigated Negative Declaration is complete and final and reflects the City of Hayward's independent judgment and analysis.
2. The proposed development agreement amendment is consistent with the objectives, policies, general land uses and programs specified in the City's General Plan and South of Route 92/Oliver & Weber Properties Specific Plan as amended in that the development agreement stipulates the development must be consistent with such provisions.
3. The proposed development agreement amendment is compatible with the uses authorized in, and the regulations prescribed for, the land use district in which the real property is located.
4. The proposed development agreement amendment is in conformity with public convenience, general welfare and good land use practice in that it will provide new housing opportunities as well as opportunities for expanded neighborhood and new regional commercial uses to serve residents in the surrounding area, where such opportunities in close proximity do not currently exist.
5. Existing or proposed public facilities have sufficient capacity to accommodate the proposed development.
6. The public health, safety, and general welfare will be promoted and advanced by the proposed development in that mitigation measures will be required as part of development approvals to ensure significant environmental impacts will be reduced to levels of insignificance, including those associated with dust and air quality, biological resources, cultural resources, hydrology, traffic, noise, and recreation.

7. The orderly development of property or the preservation of property values will be promoted and advanced by the proposed development in that high-quality single-family housing will be constructed in an area that currently is planned and zoned for business park land uses, resulting in less impacts to, and a more compatible development with, surrounding residences, and further, that the amendment requires residential development be constructed after regional and neighborhood retail development is completed and after business park/office development to the east of Marina Drive is completed to ensure such uses are provided in the area.

LEGACY EDEN SHORES

General Plan Amendment Application No. PL-2007-0231 Legacy Partners, Inc./Eden Shores Associates (Applicant/Owner)

September 20, 2007

Findings For Approval – General Plan Amendment

1. Pursuant to California Environmental Quality Act (CEQA) Guidelines Section 15168, Program Environmental Impact Report and Section 15074, Mitigated Negative Declarations, a Mitigated Negative Declaration has been prepared in association with approval of General Plan Amendment Application No. PL-2007-0231, as conditioned, and it has been determined, based on the whole record (including the initial study and any comments received), that there is no substantial evidence that the project will have a significant effect on the environment and that the Mitigated Negative Declaration is complete and final and reflects the City of Hayward's independent judgment and analysis.
2. That the proposed General Plan Amendment will promote the public health, safety, convenience, and general welfare of the residents of Hayward in that the project will promote expansion of retail opportunities to serve the surrounding residential neighborhoods, promote development of regional commercial opportunities to serve residents throughout the city, enhance the tax base of the city, and provide for additional ownership housing opportunities, all in a manner in accordance with sound geotechnical practices, and in that post-construction erosion and siltation impacts will be mitigated via Best Management Practices in accordance with the requirements of the California Regional Water Quality Control Board, and in that the extent and density of development will be guided into a cohesive pattern that minimizes visual impacts and avoids encroachment into natural, undisturbed areas.
3. That, with required conditions of approval, the proposed General Plan Amendment is in conformance with the City's General Plan policies and the South of 92/Oliver & Weber Properties Specific Plan, as amended, and the Zoning Ordinance, as amended, and will result in a development that will be compatible with surrounding land uses and zoning, and will further the City's goal to provide ownership housing opportunities as expressed in the Housing Element of the General Plan.
4. That the streets and public facilities, existing or proposed, will be adequate to serve all uses permitted when the property as redesignated, and in that traffic impacts at two intersections will be mitigated to acceptable levels of service.
5. That the proposed General Plan Amendment will result in a development that will be compatible with surrounding residential, business park, and retail commercial land uses and zoning, in that the development would involve a variety of homes of high quality design that will be constructed in an already-disturbed area that will result in no land use conflicts, and in that post-construction noise impacts will be

mitigated via a sound wall, wall assemblies and other methods as documented in the project's noise report, and in that construction dust control mitigation measures shall be employed.

6. That the proposed project is consistent with the General Plan Housing Element's goal of providing housing opportunities for all household income levels in that approximately 25 ownership housing units for moderate income households would be provided in the City as a result of the project; and

LEGACY EDEN SHORES

South of Route 92 Specific Plan Amendment Legacy Partners, Inc./Eden Shores Associates (Applicant/Owner)

September 20, 2007

Findings For Approval – Specific Plan Amendment

1. Pursuant to California Environmental Quality Act (CEQA) Guidelines Section 15168, Program Environmental Impact Report and Section 15074, Mitigated Negative Declarations, a Mitigated Negative Declaration has been prepared in association with approval of the Specific Plan Amendment, as conditioned, and it has been determined, based on the whole record (including the initial study and any comments received), that there is no substantial evidence that the project will have a significant effect on the environment and that the Mitigated Negative Declaration is complete and final and reflects the City of Hayward's independent judgment and analysis.
2. Substantial proof exists that the proposed changes will promote the public health, safety, convenience, and general welfare of the residents of Hayward in that the amendments will result in expansion of opportunities for neighborhood and regional retail commercial uses to serve residents of surrounding neighborhoods and throughout the City, and in that provision for ownership housing is supported by the Housing Element of the General Plan, in that post-construction erosion and siltation impacts will be mitigated via Best Management Practices in accordance with the requirements of the California Regional Water Quality Control Board, and in that the extent and density of development will be guided into a cohesive pattern that avoids encroachment into natural, undisturbed areas.
3. The proposed change is consistent with the City's General Plan policies, and the South of Route 92/Oliver & Weber Properties Specific Plan provisions, as amended, by proposing a development that incorporates additional housing in the area at generally similar densities as the Oliver East housing.
4. Streets and public facilities existing or proposed are adequate to serve all uses permitted when property is reclassified.
5. All uses permitted when property is reclassified will be compatible with present and potential future uses, in that post-construction noise impacts will be mitigated via a sound wall, wall assemblies and other methods as documented in the project's noise report, and, further, a beneficial effect will be achieved which would result in a variety of land uses of sustained desirability and stability that would provide for high-quality ownership housing.

LEGACY EDEN SHORES

Zoning Text Amendment Application No. PL-2007-0233

Zone Change Application No. PL-2007-0232

Legacy Partners, Inc./Eden Shores Associates (Applicant/Owner)

September 20, 2007

Findings For Approval – Zone Change and Text Amendment

1. Pursuant to California Environmental Quality Act (CEQA) Guidelines Section 15168, Program Environmental Impact Reports, and Section 15074, Mitigated Negative Declarations, a Mitigated Negative Declaration has been prepared in association with approval of Zoning Text Amendment Application No. PL-2007-0233 and Zone Change Application No. PL-2007-0232, as conditioned, and it has been determined, based on the whole record (including the initial study and any comments received), that there is no substantial evidence that the project will have a significant effect on the environment and that the Mitigated Negative Declaration is complete and final and reflects the City of Hayward's independent judgment and analysis.
2. Substantial proof exists that the proposed change will promote the public health, safety, convenience, and general welfare of the residents of Hayward, in that the project will promote expansion of retail opportunities to serve the surrounding residential neighborhoods, promote development of regional commercial opportunities to serve residents throughout the city, enhance the tax base of the city, and provide for additional ownership housing opportunities, all in a manner in accordance with sound geotechnical practices, and in that post-construction erosion and siltation impacts will be mitigated via Best Management Practices in accordance with the requirements of the California Regional Water Quality Control Board, and in that the extent and density of development will be guided into a cohesive pattern that minimizes visual impacts and avoids encroachment into natural, undisturbed areas.
3. The proposed change is in conformance with the purposes of this Ordinance (see Section 10-1.110) and all applicable, officially adopted policies and plans, including the City's General Plan policies and the South of Route 92/Oliver & Weber Properties Specific Plan, as amended, and the Zoning Ordinance, as amended, and will result in a development that will be compatible with surrounding land uses and zoning, and will further the City's goal to provide ownership housing opportunities as expressed in the Housing Element of the General Plan.

4. Streets and public facilities existing or proposed are adequate to serve all uses permitted when property is reclassified, and traffic impacts at two intersections will be mitigated to acceptable levels of service.

5. All uses permitted when property is reclassified will be compatible with present and potential future uses, in that the development would involve a variety of homes of high quality design that will be constructed in an already-disturbed area that will result in no land use conflicts, and in that post-construction noise impacts will be mitigated via a sound wall, wall assemblies and other methods as documented in the project's noise report, and in that construction dust control mitigation measures shall be employed, and further, a beneficial effect resulting from additional housing and increased tax revenues in the immediate future will be achieved which is not obtainable under existing regulations.