

Appendix 8

Appendix 8A:	Sand Hill Development Company The Hills at Vallco Project Description
Appendix 8B:	The Hills at Vallco Draft EIR Project Description
Appendix 8C:	Referenced General Plan Policies

The Hills at Vallco
Project Description
September 2015

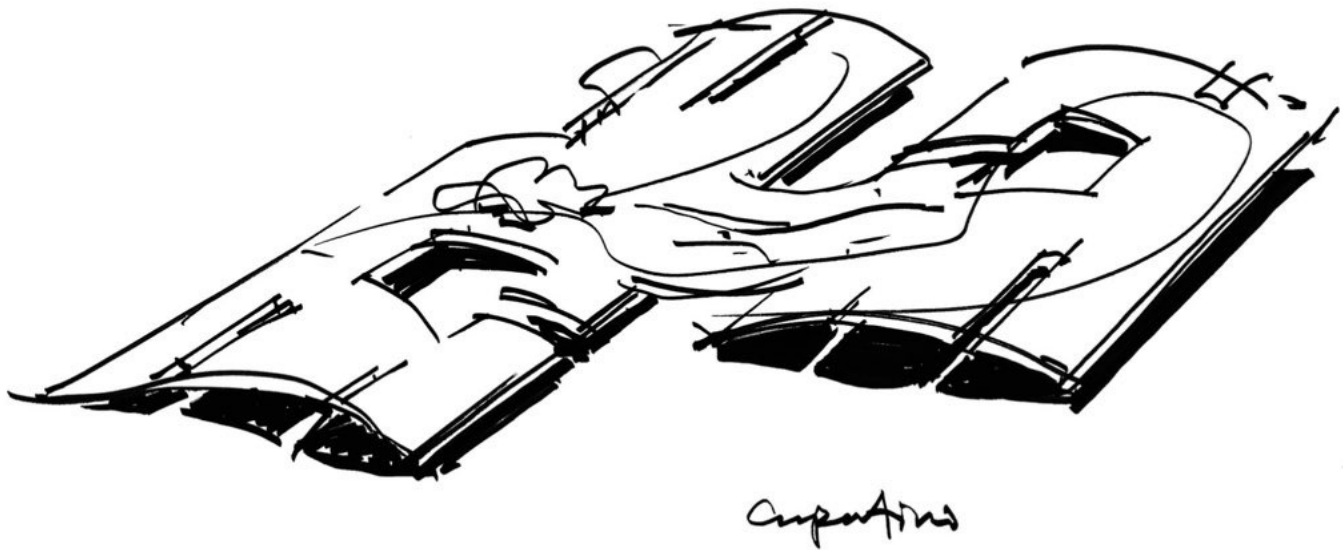


Table of Contents	Page
Executive Summary	1
Property History	3
Community Engagement	5
Mixed-Use Town Center	7
Community Park and Nature Preserve	11
Cupertino Schools	15
Transportation Solutions	16
Entitlements and Approvals	17
Revitalization Approvals	17
Revitalization Objectives	17
General Plan Conformance	19
South Vallco Connectivity Plan Conformance	21
Specific Plan Development	22
Revitalization Plan	23
Land Use	24
Mobility and Parking	27
Connectivity and Public Improvements	31
Utilities	34
Grading and Construction	36
Environmental Sustainability	37
Exhibits	39
Site Map	39
Site Description	40
Block Description	41
Data Table	45
Acknowledgements	48



Figure 1. The Hills at Vallco; a mixed-use town center and rooftop open space for Cupertino.

Executive Summary

Every community aspires to have a physical place that distills and embodies the values of its past and aspirations for its future. The Hills at Vallco is just such a place. It will create both a vibrant mixed-use town center — the social heart of Cupertino's emerging downtown — and a vast rooftop open space inspired by the natural ecology of the Cupertino foothills. The Hills at Vallco will uniquely connect landscape, buildings and infrastructure and infuse them with the best qualities of life in Cupertino.

The Hills at Vallco has been designed to fulfill Cupertino's General Plan and integrate the wishes and wisdom of the community to revitalize Vallco and ensure its success for future generations. It will create spaces that nurture vibrancy and encourage relaxation. It will embrace forward thinking innovation while respecting historical stewardship. It finds a balance between a modern need for technology and eternal need for nature. By celebrating local strengths, The Hills at Vallco will attain a global reach.

Sand Hill Property Company, through Vallco Property Owner, LLC, acquired and unified the fragmented 50-acre Vallco Shopping Mall site in November 2014. For the first time in its history, this consolidation allowed the rare opportunity to replace the failing, outdated, 40-year old indoor shopping mall, with a vibrant mixed-use town center and a community park and nature preserve. The property owner has selected internationally renowned design firms Rafael Viñoly Architects and OLIN Landscape Architects as master planners to ensure excellence in the visionary design of The Hills at Vallco.

The Hills at Vallco will include 625,000 square feet of commercial and civic areas. The design features family friendly entertainment, retail, sports and recreation, apartments for multi-generational living including 680 market rate, 80 below market rate, and 40 senior apartments, two million square feet of office space serving incubator, startups, emerging or established Silicon Valley companies, and supporting public, residential, and office amenity areas including a

high school Innovation Center and transit center. The groundbreaking publicly accessible rooftop open space — 30-acres of landscaping floating above the buildings — will comprise the largest green roof in the world and include nearly four miles of walking/jogging trails, vineyards, orchards, organic gardens, an amphitheater, children's play areas, single level amenities pavilions, and a refuge for native fauna.

The sustainability goal for the Hills at Vallco is LEED Platinum certification; globally recognized as the highest level of environmentally conscious construction. The monumental scale of the green roof will improve resource efficiency and mitigate climate change. It will reduce the urban heat island effect, improve public health, minimize water run-off, improve water and air quality, improve energy efficiency of the buildings, and promote bio-diversity. In the long run, The Hills at Vallco ambitiously targets a Net-Zero Water policy. Water conservation efforts will include the extension of the recycled water line from Sunnyvale to The Hills at Vallco, a partnership with many public stakeholders.

The Hills at Vallco aligns with Cupertino's General Plan and framework for the Vallco Shopping District. The Hills at Vallco will create a net positive impact on the already world class schools in Cupertino. It will also provide significant traffic solutions, including spearheading the rebuilding of the Wolfe Road/ Hwy. 280 bridge and interchange, the implementation of intersection and signal timing improvements, and a complimentary community shuttle for Cupertino residents.

The majority of the approximately 9,175 parking spaces will be located underground to maximize the opportunities for community engagement throughout the ground level footprint.

The Hills at Vallco represents a nearly \$3 billion investment in the Cupertino community and the Silicon Valley region. It will produce substantial net positive impacts on the order of hundreds of millions of dollars to the City in fees, property taxes and retail sales taxes.

Property History

In the 1960s, 25 Cupertino families and property owners came together to launch the overall scheme for the 300-acre Vallco Park, whose name was constructed from the first initials of each of the primary developers: Varian Associates and the Leonard, Lester, Craft, and Orlando families. Ten years later, Vallco Shopping Mall was established as a retail component within the business park. Development plans dating from the early 1970s, document the formation of a mixed-use district, including offices and the regional shopping mall that was eventually built. Vallco Shopping Mall opened under the brand Vallco Fashion Park in September 1976. At the time of its launch, it was one of the largest shopping malls in Silicon Valley, drawing visitors from throughout the region. Vallco Shopping Mall thrived from the mid-1970s to the mid-1980s.

Community Pride

Vallco Shopping Mall was once a source of immense community pride and identity for Cupertino – a destination with a distinct sense of place, where a diverse community of people gathered, connected, and shared a variety of experiences from shopping to skating, eating to bowling, or simply strolling. Unfortunately for the community, for many decades and for many reasons, Vallco Shopping Mall is no longer that place of pride.

Challenges

By the mid-1980s, Vallco Shopping Mall had begun to suffer from an inherent inability to respond to the ever-changing demands of consumers and markets. Constraining factors included:

- Fragmented Vallco ownership between the mall owner and the three other property owners – Sears, Macy's, and JC Penney's.
- An Operation and Reciprocal Easement Agreement signed onto by all four owners at the outset, which handcuffed each party from

pursuing improvements without unanimous consent.

- Outdated infrastructure in combination with a confusing and inefficient parking layout which began to take its toll.
- Demand for mid-market mass merchandizers, such as those department stores at Vallco Shopping Mall, began not only to contract, but to plummet throughout the nation, ultimately resulting in the closure of thousands what had been anchor stores for malls.
- Regional competition from Westfield's Valley Fair and Stanford Shopping Center, other sub-regional malls, and revitalized downtowns began to shift shoppers away from Vallco Shopping Mall.

Regional Competition

Since the 1980s, regional competition has only increased. Two of the top performing, super-regional malls in the San Francisco Bay Area located near Vallco Shopping Mall are the Stanford Shopping Center and Westfield's Valley Fair. Today, both of them are thriving and expanding. Not only is it difficult for the flagship retailers who have become tenants at these two malls to justify an additional location at Vallco Shopping Mall, many are prohibited from doing so due to lease radius restrictions. Vallco Shopping Mall must also compete with more than a dozen other shopping districts, revitalized malls and walkable downtown neighborhoods including Palo Alto, Los Gatos, Mountain View, Los Altos, and Campbell.

Failed Redevelopment Efforts

Vallco Shopping Mall ownership has turned over many times since the original developers, with multiple foreclosures and a bankruptcy, staggered between efforts to redevelop the aging mall. Occupancy began to deteriorate at an accelerated rate in the 1990s. Mall tenancy continued its steady decline into the mid-2000s.

In September 2009, a Vietnamese food processing company purchased the mall. As absentee speculators, they did nothing to reinvest in the mall, and so the mall languished further.

By 2014, Vallco Shopping Mall had distinguished itself as the most delinquent property tax payer in Cupertino with over \$7 million in unpaid back taxes, due to increasing operating losses year over year. In 2015, occupancy had dwindled to the point where vacant and papered storefronts outnumbered active storefronts throughout the mall.

A handful of mall tenants including AMC Theater, have continued to perform well even throughout Vallco Shopping Mall's leanest years. They cannot, however, be expected to support 1.2 million square feet of obsolete retail space.

General Plan Vision for Revitalization of the Vallco Shopping Mall

The City of Cupertino has long recognized the failures of Vallco Shopping Mall, and has spent the past several years working with the community to establish a new vision for revitalizing it.

In December 2014, the City Council adopted new General Plan goals, policies and strategies specifically relating to the Vallco Shopping District Special Area, within which Vallco Shopping Mall is located. The City vision outlined a complete revitalization of Vallco Shopping Mall site into a "vibrant mixed-use town center" that is a focal point for regional visitors and the community. This new district will become a destination for shopping, dining and entertainment in the City.

Unified Ownership

To realize this community vision, the General Plan "requires a master developer in order to remove the obstacles to the development of a

cohesive district with the highest levels of urban design."

In December 2014, after years of negotiations with multiple ownership groups, Sand Hill Property Company, who has been an integral part of the community for 20 years, was able to assemble all 50 acres of Vallco Shopping Mall - a first in the mall's 40 years history. Single ownership will finally allow the implementation of a unified vision to revitalize Vallco. The property owner is making an investment in Cupertino to both own and operate the property for multiple generations.

The company has experience with numerous properties throughout Cupertino, including retail, residential, offices, and hotel. All four of these uses will be on display at Main Street Cupertino – a multi-year collaboration with the City of Cupertino and the community currently under construction on approximately 18 acres, which the property owner will continue to own and operate once completed.

Within a block of this successful collaboration, the failed Vallco Shopping Mall will give way to a re-envisioned Vallco, called The Hills at Vallco.



Chime In...

YES! I want to share my thoughts on revitalizing Vallco

I have the following questions or comments:

- ☐ I support a revitalized Vallco with a mix of retail, housing and office
☐ Please keep me informed

Name

Address

City State Zip Code

Phone Email

Visit us online at VallcoVision.com or email info@vallcovision.com

Figure 2. 50,000 response card invitations were sent out in March and April 2015.

Community Engagement

In February 2015, the property owner initiated an unprecedented and comprehensive community engagement process with Cupertino residents encouraging them to “Chime In” on a future vision for a revitalized Vallco, also launching the website Vallco Vision to serve as a community portal for idea gathering.

In March 2015, and again in April, the property owner sent 25,000 response card invitations to every home and business in Cupertino, asking community members to share their ideas and wishes for what a new Vallco could be.

Throughout April, May, and June 2015, the property owner hosted more than 20 community meetings, open houses and presentations to collect community feedback. Residents shared what they liked and didn’t like about the current mall, and what they wanted to see incorporated into a revitalized Vallco. They also had an opportunity to address ancillary concerns in the community.

In July 2015, the property owner sent a four-page report summarizing the comments gathered to each of the 25,000 homes and business in Cupertino. The property owner expressed gratitude for the opportunity to meet personally with more than 1,000 Cupertino residents and receive more than 3,800 ideas from everyone who “Chimed In”. The property owner was encouraged by the community’s willingness to engage in dialogue and inspired by the quality of ideas expressed. The major themes revealed during the first six months of community engagement included:

Offer Entertainment and Family Friendly Retail

Top requests were to keep and improve upon well-loved and successful community touchstones; the AMC Theater, bowling alley, and ice rink, as well as to improve upon current fitness uses, and attract and retain more family friendly businesses.

Attract New and Diverse Restaurants

More than 50 restaurant recommendations were received, ranging from requests to keep a few popular establishments, to adding outdoor dining options, and hosting a farmers’ market for Cupertino.

Increase Open Space

The current Vallco Shopping Mall is composed of fortress type buildings with no connection to the outside. Residents strongly agreed that any new project should offer exterior landscaped gathering spaces open to the community, particularly given that this part of Cupertino is below par in overall green space. Residents wanted to keep as many existing healthy trees as possible on the perimeter of the site.

Provide Traffic Solutions

Traffic improvements including rebuilding and widening the Wolfe Road/Hwy. 280 interchange, a community shuttle, and improved biking and walking options to and through the revitalized shopping district were requested.

Protect Cupertino's World-Class Schools

Suggestions were given by the community that any revitalization contribute to making Cupertino schools even better by building educational facilities on site, by replacing outdated portable classrooms with new permanent ones, by upgrading existing school facilities, or by building a new school and/or directly funding existing programs.

Create a New Town Center

Many wonderful memories of the Vallco Shopping Mall when it was “the” community-gathering place during its hey-day were shared. Many observed that Cupertino has never truly had a downtown, and suggested that a revitalized Vallco would be the ideal place to create one.



Figure 3. A variety of retail, dining, and entertainment venues are connected through walkable streets.



Figure 4. Town Square West at twilight — the active heart of The Hills at Vallco in Cupertino.

Mixed-Use Town Center

Synthesizing the community input and the aspirations of the General Plan into a mixed-use town center vision, The Hills at Vallco is conceived around the core elements essential for creating a vibrant community life – a program that begins with the ambience of the streets and public squares, and extends throughout all venues; supporting real connections between residents, employees, businesses, students and visitors.

The Hills at Vallco will elevate the quality of community life in Cupertino and beyond. It will facilitate healthy lifestyles by creating a mix of thoughtfully designed public places of various scales: intimate enclaves, broad public squares, and generous community venues that support a year-round calendar of experiences, exhibits and events. It will include the amenities of a market hall, movie theater, and recreational venues. The Hills at Vallco will provide walkable streets that allow for the serendipity of social encounters, places to sit and take in the day, settings that accommodate all of the community: families, friends, and individuals of all ages.

Town Center with Heart and Soul

The Hills at Vallco offers two interconnected town squares with two distinct experiences. Town Square West and Town Square East, to be the heart and soul of the town center. These are located on the west side and east side of Wolfe Road.

As the active heart of public life, Town Square West will be the focal point of the retail, entertainment, and residential district, and welcome Cupertino residents, employees, and visitors to an actively programmed and flexible green space that is both civic amenity and local park. As the heart, it will activate, circulate and energize the life of the entire city. In the center of Town Square West is gently sloping lawn that will flow from the north side of the space down to the South creating a lush gathering space for relaxation and for outdoor concerts, cultural events, outdoor performances and movies. The

lawn will connect to the below-grade parking garage, providing a direct visual link and path for visitors arriving by car and illuminating the garage with light and views of a rich green landscape. Surrounding the lawn, hardscape terraces shaded by large plane trees that can host large public events and festivals or serve as exterior dining or social space, will make the Town Square West a vibrant destination and community activator throughout the day and into the evening.

As a quiet compliment to the active heart of Town Square West, Town Square East has been designed as a place to nourish the soul. Town Square East is a serene and contemplative green space that will serve as central focal point and a shared exterior amenity for the mixed-use retail and office district. Along the central axis of Town Square East will be a linear low flow water feature designed for use with recycled water or other seasonal non-potable sources. It will be a thin sheet of moving water framed by large canopy trees, will create a cool, quiet oasis within the town center. Surrounding this sculptural water element and formal tree geometry, informal plantings of olive trees and grasses will provide a beautiful texture and muted color palette that move in the breeze, creating a sound buffer to the noise of the city.

Entertainment, Recreation and Retail Promenade

The successful existing community touchstones including the AMC Theater, bowling alley, ice rink, and fitness center, will be co-located to the northwestern corner of The Hills at Vallco. Freshly designed as an integrated multilevel complex, the south facing facade of this block will be embellished with terraced gardens and dining patios looking out over the open air activities of Town Square West.

Extending south from the entertainment and recreation venues to Stevens Creek Boulevard, the family friendly district will be designed as a nine-block retail promenade that makes a loop to

and from Stevens Creek Boulevard, where the new transit center and community shuttle stop will be located. Two parallel tree-lined avenues supporting this shopping loop, lined with a mixture of unique boutiques and national brand stores, will create an experience district differentiated from the surrounding shopping malls. Stores will be curated from around the country with Cupertino's lifestyle in mind. The retail promenade will have a genuine downtown atmosphere, supported by upper level residential buildings that create a unique sense of place and create scale.

The retail promenade is a pedestrian-focused circulation zone that envelopes the west side ground-level retail into an iconic shopping district, providing clear wayfinding and access from the surrounding streets and parking garage. The retail promenade is designed to enhance the retail shopping experience by providing a vibrant and comfortable space for walking, sitting, eating and socializing throughout the day and evening. This circulation space will have a rich texture of paving patterns, lighting, and outdoor spaces. Large canopy trees are limbed up to enhance views to the storefronts and provide dappled light and shade along the sidewalks and seating areas.

Along Stevens Creek Boulevard, glass facades of multi-level spaces will animate The Hills at Vallco with a line-up of leisure, fashion and technology flagship stores that epitomize the lifestyle of Cupertino, and identify it as a place that celebrates recreational, casual and creative activities.

Market Hall

The chefs, restaurants, grocery stores, markets and farms of the San Francisco Bay Area have pioneered the celebration of fresh, local and organic food, and spawned a food movement known internationally as "California Cuisine," and have linked farm to table dining, specifically to this region. The Hills at Vallco will capture this spirit by introducing Market Hall; a food hall with

local, artisan offerings. Located at the eastern edge of the retail district, Market Hall will provide fresh and healthy food with broad economic access, community gardens and urban agriculture to educate the community on how to meet the basic dietary needs for active lives. Market Hall will act as a community amenity and meeting place, populated in the mornings with people stopping in for coffee and fresh baked goods or market style breakfast; at lunch by residents and the local work force for a mix of food stand offerings; and at regular intervals for regional farmers market offerings.

Active Public Streets

The Hills at Vallco will activate today's car-dominated streets - Stevens Creek Boulevard, Wolfe Road, and Vallco Parkway - with enhanced sidewalks, bicycle lanes, and transit facilities. Sidewalks will be designed to make walking easier and more attractive, allowing neighbors, visitors, and employees to meet and interact on their walks, and to foster economic activity, such as window shopping and sidewalk cafes. The Hills at Vallco preserves the healthy existing street trees at all edges of the site that serve as a buffer to the Portal Neighborhood residences to the West and to enhance Cupertino's urban tree cover and associated ecosystem services. The perimeter streetscapes will be enhanced to create landscapes and a comfortable pedestrian and bike-friendly realm and to provide clear, safe connections to Main Street Cupertino and other destinations in South Vallco Park Gateway.

The existing site slopes gently from Stevens Creek Boulevard towards Hwy. 280 to the North. New buildings in The Hills at Vallco will step down to echo the natural topography of the site.

Wolfe Road Crossing

Town Square East and Town Square West are visually and physically linked by a linear garden space that spans Wolfe Road and connects the mezzanine levels of the surrounding buildings. In conjunction with the floating roof, this creates a gateway for Cupertino.

Community Scale

The wavelike silhouette of the Hills at Vallco will minimize any perception of mass and bulk of the town center in response to the scale of the existing City context. Not only does the rooftop landscape blend into the existing trees around the site, but also the setbacks, street level landscape, and varying building heights will reduce the visual impact on the adjacent neighborhoods and public streets.

The western edge, where the roof meets the street at Stevens Creek Boulevard thereby providing a trail head to access the public park and nature preserve, will begin at grade level, respecting the residential scale and privacy of the Portal Neighborhood. The roof will rise at the center of the site west of Wolfe Road, staying under the existing building height of the existing AMC Theater. The roof will lower down and cross

Wolfe Road to unify the 30-acre open space at roof level and create a dynamic Wolfe Road gateway and entrance for Cupertino at street level while also addressing the arrival and departure from Hwy. 280.

The buildings east of Wolfe Road will step up towards the east side of The Hills at Vallco along Hwy. 280 and Perimeter Road.

The Stevens Creek Boulevard frontage will conform with the wide landscape easement requirement of the Heart of the City Special Area. This will create a generous pedestrian entrance plaza, provide a well located transit center, and respect the existing ash grove.



Figure 5: The wavelike shape of the rooftop open space is responding to Cupertino's community scale.



Figure 6. Rooftop community park of The Hills at Vallco looking south towards the Cupertino foothills.



Figure 7. Vineyards, oak, meadow, and chaparral landscapes on the rooftops of The Hills at Vallco.

Community Park and Nature Preserve

The landscape design for The Hills at Vallco will be based on the native ecologies of Santa Clara Valley which allows to provide a range of natural ecosystems within an urban context and be resilient to challenging climate conditions such as extended periods of drought and increasing global temperatures.

The Hills at Vallco will provide approximately 30 acres of open space and landscape floating over building structures, layering on top of a vibrant, mixed-use town center that replaces the existing 50 acres of primarily impervious surface. In addition to protecting the majority of existing trees on Wolfe Road, Stevens Creek Boulevard, and the Perimeter Road landscaped buffer, The Hills at Vallco will be adding approximately 900 trees to the site which are either native or drought tolerant species.

The plant palette has been selected to thrive with little or no irrigation. Small areas of planting with specific programmatic uses or historical references such as lawns and orchards will be maintained using only non-potable water sources such as municipal recycled water or on-site greywater and stormwater capture and reuse.

The Hills at Vallco will be a high performance landscape and model of green infrastructure that creates a highly sustainable center for civic, social, and community life and will serve as a model of transformative twenty-first century sustainable growth.

Flowing over the town center will be an approximately 30-acre community park and nature preserve. This spectacular landscape will interweave social and natural systems to create a one-of-a kind green amenity in Cupertino. The community park and nature preserve will immerse visitors in the naturally occurring oak, meadow, and chaparral landscapes of Santa Clara Valley and provide an uninterrupted visual connection to the surrounding mountain ranges of San Francisco Bay. The rooftop open space will host a diverse set of programmatic uses ranging from active public spaces for community gathering, civic engagement, public

performance, cultural festival and casual dining, to quiet intimate spaces for relaxation, to a nature preserve providing habitat for local flora and fauna such as songbirds migrating along the Pacific Flyway.

Vegetation from the Oak, Meadow, and Chaparral ecotones is ideally suited to the light-weight and free draining soils of a landscape over structure. The plant species that will make up the roof landscape are characterized by drought-hardy trees, woody shrubs and grass species such as Coast Live Oak, Valley Oak, California Black Oak, California Sycamore, California Buckeye, Western Redbud, Monterey Cypress, and Torrey Pine, Ceanothus, Manzanita, Needlegrass, Creeping Wild Rye and native sedges. These are plantings that thrive on summer drought and occasional winter rains.

The community park and nature preserve are organized around several major spaces:

Oak Grove

The oak grove will be located on the western edge of the site provides at-grade public pedestrian access to the community park and nature preserve from Stevens Creek Boulevard. At this location the roof meets the street to create a convenient and accessible trail connection to the roof at ground level. This edge will be planted with large canopy trees to create an iconic gateway space and to serve as visual buffer to the adjacent private residential neighborhood. This public landscape will be a serene retreat, providing a visual respite from the City and encouraging walking and hiking amongst the native oaks and grasses of the region.

Community Activities

The community activities will be located in the center of the community park and provide a concentration of active programmatic uses including a large play space and garden for children, indoor and outdoor community meeting

spaces, amenities such as a cafe and wine bar, and amphitheater and performance spaces.

Adjacent to the community activities will be two areas that celebrate the region's unique cultural and historic agricultural landscapes — the vineyards and the orchards. Santa Clara Valley lies between Santa Cruz Mountains and Diablo Range which shelter the area from the cold, damp San Francisco Bay climate creating the perfect Mediterranean environment for the orchards and vineyards that emerged in the late nineteenth century.

Vineyards

The vineyards will provide a stunning visual form as it undulates along the slopes of the roof. This educational landscape will engage visitors with walking trails and gathering and performance spaces set within the vines.

Orchards

The orchards will showcase fruit trees that recall the turn of the century agricultural forms and colors of Santa Clara Valley.

The orchard and vineyard will reconnect residents to the seasonal cycles of agriculture, provide educational and seasonal family friendly activities, and provide meaningful context for the role it played in the early economic and social life of Santa Clara Valley. From the first white and pink flush of flowering apricot and cherry trees to the harvesting of fruits and grapes and brilliant fall colors, these productive landscapes will become spaces of annual celebration and gathering, creating lasting memories for visitors of all ages.

Nature Preserve

The rooftop open space of The Hills at Vallco will be the largest public-access landscape ever built over structure and its establishment represents a unique opportunity to infuse a large natural system in an urban context for the mutual benefit

and improved health of people and the environment. The large area on the eastern roof will provide a significant number of ecosystems services including improved biodiversity and habitat for migratory birds and pollinating insects, improved air quality, enhanced storm water management, reducing carbon emissions by reducing the urban heat island effect, and numerous opportunities for physical health benefits from exercise and interaction with nature.



Figure 8. Conceptual landscape plan for the 30-acre community park and nature preserve.

Cupertino Schools

The property owner proposes to establish and improve quality education facilities and programs for both current students attending Cupertino K-12 schools and for new students residing in The Hills at Vallco. While state law limits fees a school district can charge to mitigate school impacts, the property owner will pay more than is required to not only protect, but improve, upon the educational successes of Cupertino Union and Fremont Union High School Districts.

In collaboration with both districts, the property owner proposes a net positive impact to more than mitigate any potential impacts related to an increase in overall student population from the project, by funding and delivering the following unprecedented facilities and programs:

Cupertino Union School District K-8 Educational Facilities, Programs and Funding

- Ground-up construction of a new 700-student elementary school at the former site of the Nan Allen Elementary School.
- Replacement of all portable/temporary classrooms at Collins Elementary School with permanent classrooms.
- Improvement and expansion of school playing fields at the former Nan Allen and Collins Elementary School sites.
- Creation and funding of a \$1 million endowment for the 8th grade Yosemite Science Program.
- Payment of the full statutory requirement “Level 1 Fee” obligation.

The new school will not only accommodate new students from The Hills at Vallco, but provide classrooms for hundreds of existing students, and relieve pressure from existing schools.

The property owner proposes a total education facilities and programs investment for Cupertino Union School District of approximately \$20 million, roughly 10 times the amount required by Senate Bill 50.

Fremont Union High School District 9-12 Facilities, Programs and Funding

A new 10,000 square foot, turn-key Innovation Center at The Hills at Vallco will be delivered to Fremont Union High School District. This flexible, multi-use space will be used by district high school students to build projects together while collaborating with members of the greater community. The Innovation Center will serve as an incubator for student inventions, plans, and the seeds of bold, new ideas that are increasingly indigenous to the Silicon Valley with programs and facilities including:

- Student led businesses incubator
- Work-based learning initiatives hub
- Robotics team competition arena
- Multi-disciplinary student maker creativity brainstorming and prototyping space
- Centrally located classroom for students from all five campuses within the district.
- Performance space.
- An exhibition space.
- Charitable lease of the Innovation Center for a term of 34 years at a nominal rent of \$1 per year.
- Payment of the full statutory requirement “Level 1 Fee” obligation.

The property owner proposes a total education facilities and programs investment for Fremont Union High School District of approximately \$20 million, approximately 20 times the amount required by Senate Bill 50.

Transportation Solutions

The multi-generational commitment of The Hills at Vallco to be a vibrant mixed-use town center and amenity for the community at large well into the future, requires forward thinking solutions to problems yet unseen, but anticipated. Therefore, the Hills at Vallco, will take proactive measures to incorporate transportation solutions for existing Cupertino residents and employees from the outset along key transportation corridors and Hwy. 280 including the following:

Improve Wolfe Road/Hwy. 280 Interchange

The Hills at Vallco will spearhead the widening and rebuilding of the Wolfe Road/Hwy. 280 bridge and interchange. This will include improvements to the pedestrian and bicycle connections across Hwy. 280 that connect North Vallco, where The Hamptons and Apple Campus 2 are located, with South Vallco, where The Hills of Vallco and Main Street Cupertino are located.

Improve Wolfe Road Intersections

A new signalized intersection is proposed along Wolfe Road between Vallco Parkway and the Hwy. 280 interchange. This intersection is intended to facilitate vehicular access to and from the east and west side of The Hills at Vallco. This intersection will improve public access to The Hills at Vallco by replacing the outdated existing on and off ramps from Wolfe Road to Perimeter Road.

This intersection improvement will also modify the existing tunnel under Wolfe Road to allow east-west access for fire, emergency, and service vehicles, which does not exist today due to the low tunnel height.

In addition, this new intersection will provide a new and safe bicycle and pedestrian crossing at grade across Wolfe Road to create strong walkable connections to integrate the east and west sides of the emerging downtown at South Vallco.

Included as these Wolfe Road improvements, will be additional traffic signal timing upgrades

between Stevens Creek Boulevard and Hwy. 280, to improve the vehicular traffic flow on Wolfe Road.

Introduce a Community Shuttle

The Hills at Vallco will lead a partnership with the City of Cupertino, VTA, and corporate employers to fund a complimentary community shuttle for Cupertino residents and employees, to connect numerous destinations within the community including the library, Civic Center, Memorial Park, De Anza College, one or more high schools, the Apple campuses, and more. This will improve residents' access to key community destinations, while giving office workers exposure to businesses in the community.

Establish a Multi-Modal Transit Center

The Hills at Vallco will be designed with the north side of Stevens Creek Boulevard between Wolfe Road and Perimeter Road as transit center location. The complimentary community shuttle, VTA local and express buses, future Bus Rapid Transit, corporate shuttles, and sharing economy transportation services will all make regular stops at the transit center. The transit center will specifically accommodate the existing VTA's existing Stevens Creek Boulevard bus lines 23 and 323. The Hills at Vallco will have an entrance plaza along Stevens Creek Boulevard that will accommodate pedestrian access to a curbside station.

Expand Community Connectivity

The Hills at Vallco will improve the quality of public spaces surrounding the site so as to enhance the pedestrian and bicycle experience and connect The Hills at Vallco with the broader community. Through an understanding of the surrounding community needs, an integrated multimodal network will be implemented that focuses on aesthetics, access, and connectivity within South Vallco Park, Apple Campus 2, and the greater Cupertino community.

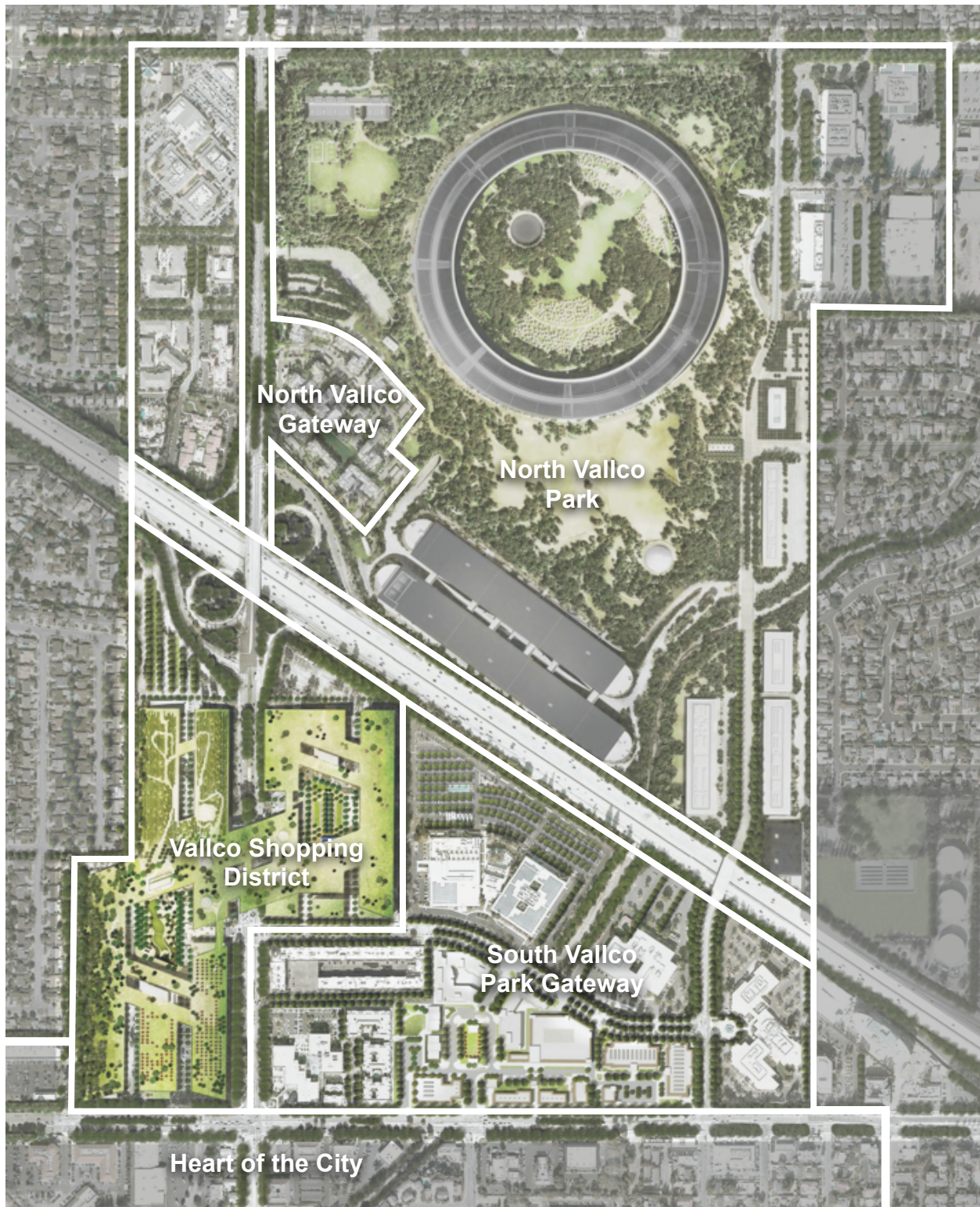


Figure 9. Vallco Park Special Areas identified in Cupertino's General Plan.

Entitlements and Approvals

The property owner is seeking from the City of Cupertino following entitlements and approvals:

Legislative Approvals

- Specific Plan
- Conformance Zoning
- Development Agreement

Project Level Approvals

- Development Permits
- Conditional Use Permit
- Vesting Tentative Map
- New and Modified Easements, Air Rights and Other Related Agreements
- Tree Removal Permit
- Architecture and Site Approvals
- Environmental Review

Primary Objectives

- Carry out the vision in the City's General Plan to transform the outdated Vallco Shopping Mall into a vibrant and healthy mixed-use town center by balancing retail, employment, residential, civic and ancillary uses with a focus on providing significant open space features, views, and a gateway to Cupertino.
- Revitalize this critical urban infill site with a strong and complementary mixed-use program, including retail, office, residential, civic and ancillary uses, at an intensity and density that both promotes visitor activity and interest and is able to financially support an innovative open space, transit center, and civic programs, as well as achieve a high level of sustainability.

Secondary Objectives

- Create an innovative and active gathering place with a vitality in design that integrates and encourages walking and cycling and that is compatible with, and complementary to, recent well-designed projects proximate to the project site.
- Capitalize on the opportunity to utilize existing infrastructure in a manner which furthers local, regional and state compact and sustainable

growth goals, including the extension of recycled water.

- Provide sufficient local serving and destination retail uses to enable Cupertino and South Bay residents and shoppers to reduce vehicle miles travelled and associated greenhouse gas emissions.
- Create an active, inviting and comfortable place for people to visit, shop, and enjoy dining and entertainment.
- Provide greater residential variety and density, including additional affordable residential and life-cycle residential.
- Reduce distances between residential, workplaces, retail businesses, and other entertainment amenities.
- Improve local access to fresh and healthy foods by integrating more traditional food retail with the vibrancy of local farmers markets, and the heightened awareness of seasonal cycles as well as education opportunities through urban farming.
- Provide adequate parking and vehicular access that meets the needs of future project visitors, employees, and residents, while encouraging the use of transit, bicycle, and other alternative modes of transportation.
- Create new residential opportunities in close proximity to employment centers, public transit, shops, restaurants and entertainment uses.
- Create a new regional civic gathering place that has a strong neighborhood character that is informed by and responding to the ideas, input and concerns of the local community.

The property owner may supplement this list with additional approvals from appropriate local, regional, state and federal agencies.

The Hills at Vallco community amenities, including community park and nature preserve, transportation improvements, education facilities and programs funding, and other benefits outlined in this Project Description are proposed to be included as part of legally binding and enforceable Development Agreement between the property owner and the City of Cupertino.

General Plan Conformance

The Hills at Vallco fulfills, implements and complies with Cupertino's General Plan, the policies for the Vallco Shopping District Special Area, and the South Vallco Connectivity Plan:

1. General Plan Conformance

The City of Cupertino has been working with the community over the past two years to update its General Plan - the overarching policy document that guides all future growth and development decisions made by the city. On December 4, 2014, the Cupertino City Council formally adopted an updated General Plan called "Community Vision 2040".

The Hills at Vallco follows the strategic direction set by the City of Cupertino to focus future change within Special Areas, such as the Vallco Shopping District. These Special Areas are located on Cupertino's major mixed-use corridors with a mix of commercial, office, hotel and residential uses. At the same time, The Hills at Vallco will also protect and enhance Cupertino's neighborhoods to ensure the community's great quality of life in these largely residential areas.

Planning for changing demographics. The City needs to plan not only for existing families which form a larger percentage of our population, but also for the growing demographic of seniors and younger workers through new residential, services, shopping, entertainment and community facilities.

Local and regional land use planning and collaboration. The City will take an active part in regional collaborative planning processes related to residential, transportation, sustainability, health, transportation and infrastructure financing in order to ensure local land use and transportation decisions are coordinated with regional efforts.

Integrating community health into land use planning. The City will enhance and improve health of people who live and work in our community. This includes integrating land use and transportation networks to reduce reliance on auto usage and improving alternative choices

for transportation by focusing growth and change in corridors that support all modes of transit, providing neighborhoods with easy access to schools, parks and neighborhood centers.

Land use and economics. The City will look to diversify the City's tax base, support and retain existing businesses, increase the vitality of aging commercial centers with redevelopment, seek to diversify shopping opportunities so that the community has the opportunity to satisfy their shopping needs within Cupertino.

Urban design, form and character. The City will seek high-quality development to achieve desired physical environment in Planning Areas, including walkable, connected neighborhoods, inviting streets that allow for different modes of transportation, and vibrant and walkable special areas, and neighborhood centers in keeping with Community Vision 2040.

Preservation of natural environment and hillsides. Cupertino is blessed with an abundance of natural resources, including hillsides, creek corridors, and sensitive animal and plant habitats along the foothills. Much of this land is preserved in low-intensity residential and agricultural uses or open space. As redevelopment occurs, the City will strive to preserve these natural areas through land use and building design decisions.

Economic Vitality and Fiscal Stability. As Cupertino's population grows and ages, demands on community resources will increase. In order to maintain and enhance the community's quality of life, the City will ensure that existing businesses are encouraged to reinvest and grow in Cupertino, and that the City continues to attract new businesses and investment."

2. Vallco Shopping District Special Area Conformance

As part of the "Community Vision 2040", the City Council adopted new General Plan goals, policies and strategies for Vallco Shopping District Special Area, where Vallco Shopping Mall is located. The City envisions a complete

redevelopment of the existing Vallco site into a vibrant mixed-use “town center” that is a focal point for regional visitors and the community. This new district will become a destination for shopping, dining and entertainment in Santa Clara Valley. The Hills at Vallco fulfills, implements and complies with the Vallco Shopping District Special Area objectives and goals of the General Plan:

Policy LU-19.1: Specific Plan: Create a Specific Plan prior to any development on the site that lays out the land uses, design standards and guidelines, and infrastructure improvements required. The Specific Plan will be based on the following strategies:

Strategy LU-19.1.1: Master Developer.

Redevelopment will require a master developer in order to remove obstacles to the development of a cohesive district with the highest levels of urban design.

Strategy LU-19.1.2: Parcel Assembly. Parcel assembly and a plan for complete redevelopment of the site is required prior to adding residential and office uses. Parcelization is highly discouraged in order to preserve the site for redevelopment in the future.

Strategy LU-19.1.3: Complete

Redevelopment. The “town center” plan should be based on complete redevelopment of the site in order to ensure that the site can be planned to carry out the community vision.

Strategy LU-19.1.4: Land Use. The following uses are allowed on the site:

Retail: High-performing retail, restaurant and entertainment uses. Maintain a minimum of 600,000 square feet of retail that provide a good source of sales tax for the City. Entertainment uses may be included but shall consist of no more than 30 percent of retail uses.

Hotel: Encourage a business class hotel with conference center and active uses including main entrances, lobbies, retail and restaurants on the ground floor.

Residential: Allow residential on upper floors with retail and active uses on the ground floor.

Encourage a mix of units for young professionals, couples and/or active seniors who like to live in an active “town center” environment.

Office: Encourage high-quality office space arranged in a pedestrian-oriented street grid with active uses on the ground floor, publicly accessible streets and plazas/green space.

Strategy LU-19.1.5: “Town Center”

Layout. Create streets and blocks laid out using “transect planning” (appropriate street and building types for each area), which includes a discernible center and edges, public space at center, high quality public realm, and land uses appropriate to the street and building typology.

Strategy LU-19.1.6: Connectivity. Provide a newly configured complete street grid hierarchy of streets, boulevards and alleys that is pedestrian-oriented, connects to existing streets, and creates walkable urban blocks for buildings and open space. It should also incorporate transit facilities, provide connections to other transit nodes and coordinate with the potential expansion of Wolfe Road bridge over Interstate 280 to continue the walkable, bike-friendly boulevard concept along Wolfe Road. The project should also contribute towards a study and improvements to a potential Interstate 280 trail along the drainage channel south of the freeway and provide pedestrian and bicycle connections from the project sites to the trail.

Strategy LU-19.1.7: Existing Streets. Improve Stevens Creek Boulevard and Wolfe Road to become more bike and pedestrian-friendly with bike lanes, wide sidewalks, street trees, improved pedestrian intersections to accommodate the connections to Nineteen800 and Main Street.

Strategy LU-19.1.8: Open Space. Open space in the form of a central town square on the west and east sides of the district interspersed with plazas and “greens” that create community gathering spaces, locations for public art, and event space for community events.

Strategy LU-19.1.9: Building Form. Buildings should have high-quality architecture, and an

emphasis on aesthetics, human scale, and create a sense of place. Additional heights may be approved in specific areas by the City Council as part of the Community Benefits Program. Taller buildings should provide appropriate transitions to fit into the surrounding area.

Strategy LU-19.1.10: Gateway Character. High-quality buildings with architecture and materials befitting the gateway character of the site. The project should provide gateway signage and treatment.

Strategy LU-19.1.11: Phasing Plan. A phasing plan that lays out the timing of infrastructure, open space and land use improvements that ensures that elements desired by the community are included in early phases.

Strategy LU-19.1.12: Parking. Parking in surface lots shall be located to the side or rear of buildings. Underground parking beneath buildings is preferred. Above grade structures shall not be located along major street frontages. In cases, where above-grade structures are allowed along internal street frontages, they shall be lined with retail, entries and active uses on the ground floor. All parking structures should be designed to be architecturally compatible with a high-quality “town center” environment.

Strategy LU-19.1.13: Trees. Retain trees along the Interstate 280, Wolfe Road and Stevens Creek Boulevard to the extent feasible, when new development are proposed.

Strategy LU-19.1.14: Neighborhood Buffers. Consider buffers such as setbacks, landscaping and/or building transitions to buffer abutting single-family residential areas from visual and noise impacts.

3. South Vallco Connectivity Plan Conformance

In accordance with the General Plan, South Vallco is envisioned to become a vibrant mixed-use downtown. In order to support these changes, the Connectivity Plan calls for the City of Cupertino to work with property owners to improve connectivity within Vallco and the adjacent areas. The property owner is

collaborating with the City of Cupertino and will include the plan's connectivity goals and objectives in the The Hills at Vallco:

Connectivity Goal

Create an efficient, safe, pleasant, well-designed and complete multi-modal network that improves aesthetics, access and internal connectivity within South Vallco.

Connectivity Objectives

Vehicular Circulation. Create logical, identifiable and safe automobile connections between public roadways and private parking areas throughout South Vallco.

Bicycle Connectivity. Improve internal bicycle circulation throughout South Vallco through new bicycle lanes and paths, bicyclist amenities, and the potential trail along the northern boundary of the area.

Pedestrian Connectivity. Enhance pedestrian walkways and pathways so they are better connected to buildings and parking areas in order to support retail uses, create a more welcoming environment and improve safety.

Transit Opportunities. Work with Santa Clara Valley Transportation Authority (VTA) to improve bus transit shelters and amenities, and identify opportunities to establish new Park-and-Ride locations within South Vallco.

Streetscapes. Enhance the visual appeal of public and private streetscapes to create a more pleasant and inviting environment for motorists, pedestrians and bicyclists.

Image and Brand. Identify a strategy to create a unified theme and brand for streetscapes throughout South Vallco, including new signage, landscaping palette, lighting, street furniture and other design elements.

Reduced Traffic Impacts. Minimize traffic impacts on local neighborhoods by improving internal circulation, creating a multi-modal network to encourage bicycling and transit, fostering a “park once” atmosphere, and allowing for the efficient flow of traffic through South Vallco.

Specific Plan Development

In December 2014, the City Council directed the property owner to embark on a comprehensive community engagement process and develop a detailed project proposal and Specific Plan for consideration by the City Council.

The purpose of the Specific Plan is to lay out the land uses, design standards and guidelines, and infrastructure improvements required for the revitalization of the Vallco Shopping District Special Area. This Specific Plan will be based on the land use strategies set forth in the General Plan Amendment, including the establishment of a town center for the Cupertino community, and containing a vibrant and connected mix of retail, entertainment, residential, offices, and open space.

An expert planning consulting firm will assist in the development of the Specific Plan that will conform to the policies and strategies of the General Plan Amendment, adapt to and inform the planning and design approach currently being developed by the property owner's master planners, and accommodate future changes as well as maintain flexibility for evolving development strategies that will respond to market conditions over time.

The Specific Plan will serve as the zoning umbrella for the Vallco Shopping District, conform to and inform master plans, and is anticipated to include, but is not limited to the following:

- **Land Use/Residential:** The plan will define land use designations, including total number of units, densities, square footage of non-residential uses, mixed-use, and employment generating land uses. Population and job projections, and possibly student generation projections will be included.
- **Transportation and Parking:** Description of circulation for vehicles, transit, bicycles, and pedestrians. New streets, paths and connections shall be included. Parking management strategies and transit oriented development parking ratios will be identified, based on the prior or other similar parking

demand analysis and the anticipated mix of uses.

- **Design and Streetscape Standards:** Policies and standards to promote pedestrian and bicycle-friendly design to increase pedestrian and bicyclist comfort and safety, and intended to transform the suburban, auto oriented layout of the mall.
- **Open Space Plan:** The plan will address the provision of adequate public and private open space as an integral part of the conceptual land-use plan.
- **Public Services:** Information about services and infrastructure needed to implement the plan, including specific policies regarding utilities, public safety, parks, schools, and cultural facilities.
- **Sustainability Opportunity Analysis:** A detailed, long-range strategy to achieve project sustainability in the sectors of greenhouse gas emissions, energy, transportation and land use, solid waste, water, and economic development.
- **Technical Studies for the Specific Plan:** Technical studies could include but are not limited to assessment of strategies and necessary improvements for development projects, mobility, and streetscape design such as:
 - Infrastructure implementation.
 - Financing plan and market analysis.
 - Alternatives analysis for floor area allocations and land uses across the Specific Plan area.
 - Transportation Demand Management plan/ memo, which may include a parking policy and management plan.
- **Community Involvement:** Community engagement will continue to take place during the Specific Plan development.

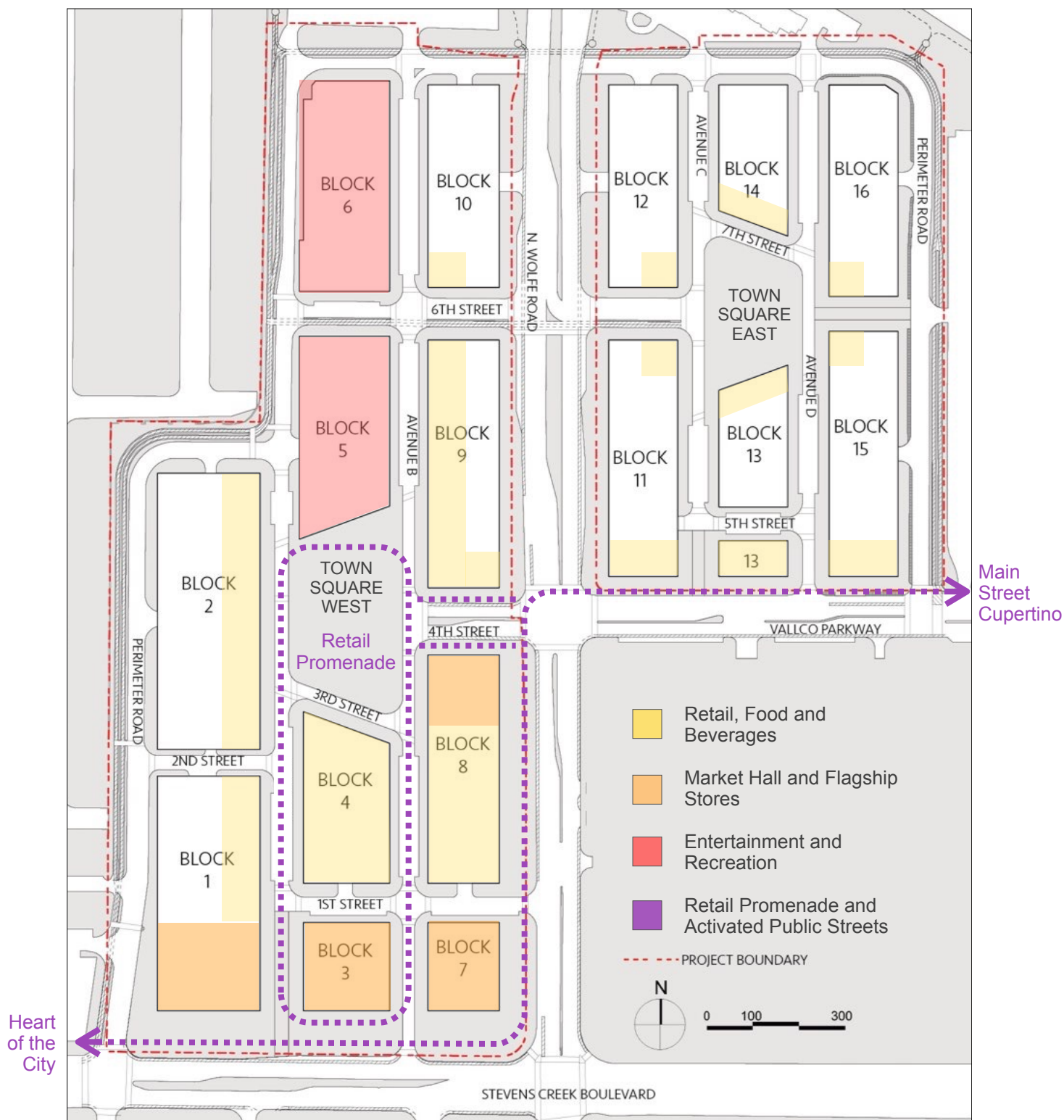


Figure 10. Conceptual town center layout and strategic retail, entertainment and recreation zones.

Revitalization Plan

Mixed Land Uses

The sixteen-block town center layout will provide a flexible framework that allows a vibrant mix of uses be distributed both horizontally and vertically across the sites west and east of Wolfe Road. The highest priority for the success of The Hills at Vallco is the location and distribution of the family friendly retail and entertainment, followed by the integration of complementary apartments, offices, and parking. The ground floor level across the site will have ample spaces for small, medium and large retail uses. On top of the ground floor retail will be at least one of following uses: a second retail level to provide double height spaces for flagship stores, apartments, offices, or parking.

Vibrant Retail

There will be multiple types and sizes of retail space to serve The Hills at Vallco located at and near the most walkable and transit connected places within the site. Stevens Creek Boulevard is a major pedestrian town center entrance. From there, the retail promenade, which connects Stevens Creek Boulevard with Town Square West, will form a walkable shopping loop. Additional retail will be located along Stevens Creek Boulevard, Town Square East, Wolfe Road and Vallco Parkway to activate the public streets with pedestrian life.

Stevens Creek Boulevard Entrance

Commuters, pedestrians, and bicyclists will enter The Hills at Vallco from Stevens Creek Boulevard. They will arrive at a generous entrance plaza, lined with two-story flagship retailers with prominent facades in Blocks 1, 3, and 7, all of which face and address the scale of Stevens Creek Boulevard. The entrance plaza will provide two pedestrian entry points to the retail promenade at Avenues A and B.

Retail Promenade

The ground floor retail promenade along Avenues A and B extending from Stevens Creek Boulevard north will be complemented above by apartments on the upper floors of Blocks 1, 2, 3, 4, 7, 8, and 9, and will join up with the AMC Theater and additional entertainment and recreational programming at the northern edge of the Town Square West.

Market Hall

Block 8 will contain a signature space for various specialty and artisanal food venues. The Market Hall will activate the entrance to The Hills at Vallco at the Wolfe Road and Vallco Parkway intersection.

Town Square East

The group floor corners of Blocks 11, 12, 13, 14, 15, and 16 will contain a mixture of small to medium-sized retail as well as destination food and beverage venues that provide support during the day and evening to the employees and visitors of the mixed-use retail and office district.

Vital Entertainment and Recreation

On the north side of Town Square West, situated in Blocks 5 and 6, the primary entertainment, sports, and recreation spaces, including the AMC Theater, a bowling alley, a fitness center, and an ice rink, will be located.

AMC Theater

The centerpiece of the entertainment zone will be a state-of-the-art, multi-screen AMC Theater. The theater faces south onto Town Square West with a mezzanine overlooking the square that is complemented by various food and beverage venues, outdoor seating, and retail shopping.

Bowling Alley

The next generation, multi-use bowling alley will be located adjacent to the AMC Theater.

Ice Rink

The regulation sized ice rink will be located at the northern-most position of this block, with viewing stands built alongside.

Fitness Center

The new fitness center will be located on the upper floors to provide direct access to rooftop community wellness activities.

Active Civic Spaces

The 10,000 square feet high-school Innovation Center will serve as an innovation and collaboration hub, project space, art gallery, and competition arena for robotics tournaments.

About 5,000 square feet of space will be reserved for community group activities and local nonprofit organizations.

The Hills at Vallco will continue to collaborate with the community to identify and create first-class civic and cultural destinations.

Attractive and Integrated Residential

The Hills at Vallco proposes mixed-use residential over ground floor retail. The residential mix promotes an inclusive town center lifestyle and will serve a range of household types and income levels inclusive of singles, couples, young families, active seniors, visiting executives, and low income households. The residential unit mix will include:

Apartments with parking and residential amenities will be situated in Blocks 1, 2, 3, 4, 7, 8, and 9.

Cutting Edge Offices

Two million square feet Class-A office space will provide the most up-to-date, efficient and flexible spaces for incubators or start-ups, emerging or established companies across the lifecycle of Silicon Valley companies.

75 percent of the office spaces will be located in the mixed-use retail and office district East of Wolfe Road. Blocks 11, 12, 13, 14, 15, and 16 will provide the flexibility to be connected by pedestrian bridges at the upper floors.

The other 25 percent will be located West of Wolfe Road in Blocks 9 and 10.

Office entrances, lobbies and some of the employee amenities will be located at ground floor in such a manner that they enhance the active use of the walkable town center streets and town squares.

Signature Rooftop Amenities

The community garden and nature preserve of The Hills at Vallco will contain a multitude of community-based, educational, and civic-oriented spaces to serve the citizens of Cupertino. It will also provide residential amenities required by City code, and reserved amenity spaces for office uses.

The single level rooftop pavilions will serve community, residential, and office functions. The community banquet hall, with a capacity of more than 2,000 occupants, and wine garden adjacent to the vineyards will be used for large community gatherings such as weddings, fundraisers, cultural events and festivals.

The rooftop amenity program will be further considered in collaboration with the local community and future users.

Distributed Parking

Approximately 9,175 parking spaces will be located below-grade, at grade, and in parking structures. The parking is allocated to each location as appropriate for the needs of the adjacent users and is separated where required and shared where possible. The basement levels will provide approximately 6,000 parking spaces.

Basement Level 2

Basement Level 2 will have a floor to floor height of 12 feet, and will cover approximately 670,000 square feet on east of Wolfe Road to serve the offices. Basement Level 2 will be accessed from grade via ramps through basement level 1.

Basement Level 1

Basement Level 1 will have a 15 foot floor to floor height. Basement Level 1 is accessed by multiple parking structure ramps from grade along Perimeter Road, Wolfe Road, and various on-site streets.

At-Grade Parking

Distributed around The Hills at Vallco is short term, at-grade parking along the various on-site streets for ease of access to the retail and entertainment venues.

Parking Structures

Residential parking will be provided in the resident only parking structures that are integrated with the apartments in Blocks 1, 2, 4, and 8.

Office parking will be provided in Block 16.

Efficient Central Plant

A central plant will be located at the upper portion of Block 16 adjacent to the Hwy. 280. It will provide centralized heating and cooling to all blocks in the town center. Each town center block will contain mechanical support spaces in the interstitial spaces between the buildings and the green roof above. The mechanical equipment will be screened from public views by the roof structure.

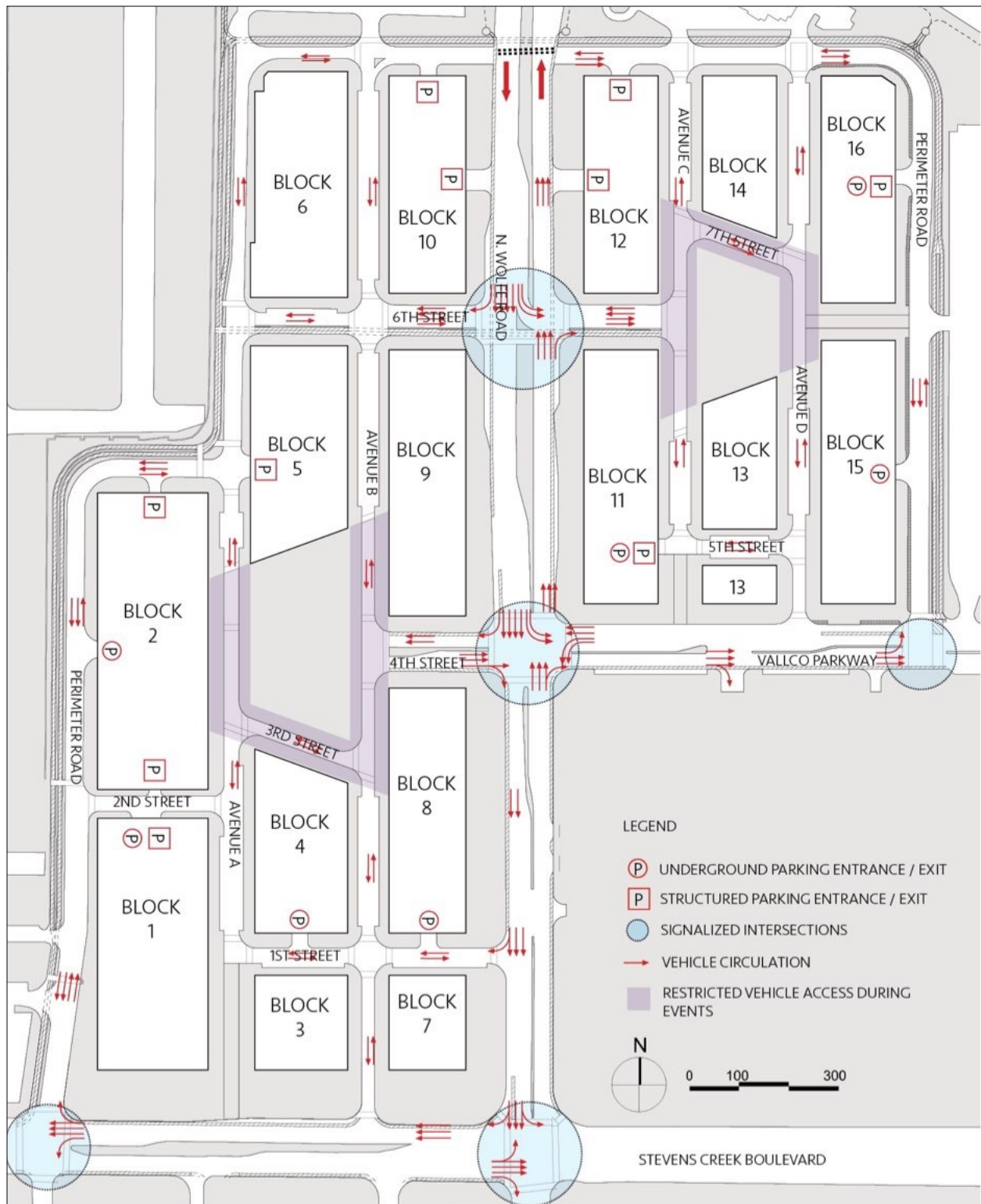


Figure 10. Conceptual site and parking access plan.

Mobility and Parking

The Hills at Vallco recognizes the existing traffic conditions in the area and strategic location near Hwy. 280 and along key transportation corridors. The Hills at Vallco will incorporate following transportation strategies for Cupertino residents, employees, and visitors:

Right Land Uses in the Right Place

The Hills at Vallco is at the geographic center of the west side of Silicon Valley, near the intersection of two major freeways. Stevens Creek Boulevard is a key transit corridor in Santa Clara County and is served by local and limited-stop bus service at a combined rate of one bus every 5-10 minutes on weekdays to downtown San Jose and to De Anza College, with 15-minute frequency on weekends and weeknights. The stop at Stevens Creek Boulevard and Wolfe Road is served now by both local and limited-stop service and is slated by VTA to receive rapid service within the next several years and eventually, a bus rapid transit station. There is no better location for a long-needed town center for Cupertino. Locating jobs, residential, retail and education uses in a town center can significantly reduce driving distances for jobs and necessary services, particularly compared to single-use office districts east of Hwy. 101. By providing a mix of retail, residential, and offices, The Hills at Vallco makes it possible to live and work on site, and increases opportunities for shorter commutes.

Daily Life Within Walking Distance

The Hills at Vallco is a mixed-use shop, live, work, learn, and play environment. Employees will not need to get in their cars to run errands or go to lunch. Residents will be able to shop, dine, and get groceries on foot. Even those who do drive will be able to park once and take care of several activities, significantly reducing traffic demand compared to single-use destinations.

First Class Alternatives to Driving

As detailed in other sections, The Hills at Vallco will offer a high level of transportation services, including shuttles, on-site bike commuter amenities, car-share, and other features, in keeping with best practices elsewhere in Silicon Valley. The intention is to create a transportation mode shift away from single-occupancy vehicles and into alternative transportation modes that will minimize traffic and congestion in the City.

Information Technology

In order to help motorists find the closest available parking space, transit riders find their bus or shuttle, bike commuters identify the best route, and carpoolers join together, we will use the smart information technologies, tailored to The Hills at Vallco.

Transportation Demand Management

The approach to transportation demand management at The Hills at Vallco is to systematically and actively remove the reasons a person has to drive, including a multitude of subsidized services for residents, workers, visitors, and the community at large. The investments in transportation options are intended to generate benefits in terms of minimizing congestion, and improving health and environment. We will actively work to reach our goals.

Further, the following transportation demand management features are planned:

- Bicycle Friendly

Creating a safe, relaxing place to bicycle. Cyclists will have a first class ticket to ride at The Hills at Vallco. The many support services offered on-site further prove our commitment to cycling, such as repair stations, bike racks, wayfinding and other features.

- Circulation Improvements

Becoming a more multimodal city transcends the initiatives of any single neighborhood. To that end, we are invested in improving conditions for pedestrians, cyclists, and transit riders in Cupertino.

- Carpool, Carshare, and Rideshare

Carshare, vehicle pods, an online ridematching service, and priority parking for carpoolers at The Hills at Vallco will encourage people to share vehicles and rides. No longer will carpoolers have to worry about finding others who are interested and conveniently located. Some people will give up car ownership entirely.

- Multimodal Financial Incentives

The Hills at Vallco understand that the bottom line of finances often determines a person's ability to switch to healthier, more sustainable transportation modes. The Hills at Vallco and its future tenants and employers will help with a variety of on-going financial incentives to encourage walking, biking, and riding transit.

- Robust Transportation Management

The transportation demand management program at The Hills at Vallco will be robust and comprehensive. It will provide free and subsidized services for residents, employees, and even the public at large. It starts with having people who can effectively generate excitement for and participation in the multitude of services available, and coordinate with other organizations in the community to multiply the effectiveness of the programs offered.

Site Access

The Hills at Vallco will be integrated into the surrounding existing and planned roadway, bicycle and pedestrian, and transit networks. Roadway access points along Stevens Creek Boulevard, Wolfe Road, and Vallco Parkway will be located similarly to today but will provide safe pedestrian and bicycle crossings, transit access,

and will connect to thoughtful internal street grids that allow for efficient and safe circulation. The access points and internal roadway network will provide redundant routes for internal circulation to minimize the amount of traffic.

Vehicular Traffic Improvements

One new signalized intersection is proposed along Wolfe Road between Vallco Parkway and the Hwy. 280 interchange. This intersection is intended to facilitate bicycle, pedestrian, and vehicular access to and from the east side of the property.

Transit Improvements

The Hills at Vallco has been designed to embrace the intersection of Stevens Creek Boulevard and Wolfe Road as a transit center to service the proposed complimentary Cupertino community shuttle, VTA buses, corporate shuttles, sharing economy transportation services. The transit center will specifically accommodate the VTA's existing Stevens Creek bus line 23 and 323. The Hills at Vallco will have an entrance plaza along Stevens Creek Boulevard that will accommodate pedestrian access to curbside station. The new plaza will improve the pedestrian experience to the existing curbside stop along Stevens Creek Boulevard. Given the anticipated ridership generated by The Hills at Vallco, the stop will likely qualify to be a major bus stop; the specific palette of amenities will be specified in VTA's forthcoming (fall 2015) Transit Passenger Environment Plan. The existing bus stops along Wolfe Road near Vallco Parkway will also be upgraded with improved passenger waiting areas and pedestrian access into the site.

High-quality commuter shuttle services are now offered by numerous employers in Silicon Valley in an effort to reduce the number of car trips generated by their office workers. Each shuttle has seating capacity for 50 to 70 passengers. The Hills at Vallco will also feature a transit center for the offices located near the

intersection of Vallco Parkway and Perimeter Road that will accommodate the loading or unloading of up to several shuttles at once. The location of the transit center has been selected to provide easy access to and from Hwy. 280, but also the ability to travel in all directions.

Emergency Vehicular Traffic

The onsite roadway network will support emergency vehicle access by providing sufficient roadway width for emergency vehicles on all interior streets, sufficient turning radii for large vehicles, adequate height clearances including in the Wolfe Road tunnel crossing, and a well-organized street network with numerous access points to the surrounding network.

Parking

There will be approximately 9,175 parking spaces that will be distributed between underground parking structures, surface parking, and above-grade parking structures. Parking access points are strategically located to intercept incoming cars and to facilitate efficient egress to minimize interior on-street traffic in order to prioritize pedestrians and bikes. Circulation will be provided within the underground parking to reduce unnecessary entries and exits and to minimize circling at street level.

Street Parking Flexibility

Similar to how other urban areas in the South Bay have adapted their use of street parking, the street parking at The Hills at Vallco will be used flexibly. Street parking space, in addition to its original use, could be adapted to provide restaurant and café seating areas, parklets, additional sidewalk amenities, or could be used for temporary events such as farmers markets and art and craft festivals.

Parking Dimensions

The Hills at Vallco will comply with Cupertino's zoning regulations which require uni-size parking stalls of 8'-6"x18'-0". Other than parallel surface street parking, 90 degree parking stalls for maximum efficiency will be proposed, which will require a 24'-0" drive aisle.

Accessibility Parking

Accessible parking will be provided per the American's with Disabilities Act and the Building Code.

Electric Vehicle Parking

The Hills at Vallco anticipates that EV charging stations at the opening will far exceed the minimum Cupertino code requirements.

Parking Guidance System

The Hills at Vallco will incorporate a state-of-the-art parking guidance system that will direct vehicles to open spaces. This system will provide sensors for every parking space that provides accurate counting to a signage system and to mobile and web based technology to communicate parking count status and to direct patrons to where parking is available. This reduces the amount of circulation necessary to find a parking stall which in turn reduces emissions, and makes the visitor experience more convenient and pleasant.

Connectivity and Public Improvements

Pedestrian Connectivity

The Hills at Vallco will provide safe and comfortable connections for all pedestrians. Sidewalks will be continuous, accessible, and tree-lined with signalized crosswalks safely connecting the street grid. The at-grade pedestrian-friendly streets will support universal access with gentle slopes. Bulb-outs will protect pedestrians at public streets accessing the site, and the narrow streetscapes and bulb-outs within the property will provide an environment to facilitate comfortable walking. The South Vallco Connectivity Plan was used to guide the development of these features, including intersection improvements and prioritization of streetscape design for better walkability.

Town Squares West and East

Town Squares East and West will highlight The Hills at Vallco's walkability and focus on community life. The streets surrounding the town squares are intended to extend the area of each town square by emphasizing the shared nature of the street, through use of different paving materials, color, height differences, or other street design features. These town squares will form the focal point for temporary street closure events.

Wolfe Road Crossing

Connecting Town Squares West and East will be a landscaped pedestrian bridge that will extend over Wolfe Road for a variety of activities, such as walking, jogging, and hiking. This will replace the existing heavy and enclosed bridge.

Bicycle Connectivity

The Hills at Vallco will prioritize access and circulation for bicyclists of all comfort levels. The existing bicycle network on Wolfe Road, Vallco Parkway, and Stevens Creek Boulevard will continue onto the site with additional bike lanes on 4th and 6th Streets. The Perimeter Road tunnel will provide a through, grade-separated route across the property, as it has in the past, but with improved functionality and environment for bicyclists. Further within the site, bicycle striping, green bike lanes, and bike boxes will continue to highlight a multimodal street network. There will be a network for everyone, from commuters who prefer the fastest route to shoppers and park visitors who want to take their time exploring the green roof and bridge.

Perimeter Road Shared Use Path

The existing sidewalk surrounding The Hills at Vallco will be improved and expanded into a shared use, off-street path. As envisioned in the South Vallco Connectivity Plan, the path will be separated from Perimeter Road and will support both bicyclists and pedestrians. Where existing trees beautify the streetscape, the path will split, minimizing disturbance to the trees and allowing the path to be shaded. Any trees that cannot remain along Perimeter Road will be relocated or new trees will be planted in place of trees that must be removed. The shared use path will allow for multiple connection points to future paths at the northern project border, as identified in the South Vallco Connectivity Plan.

Minimizing Conflict

Intersection design will ease pedestrians, bicyclists, and vehicles to their destination with minimal conflict. For example, a new intersection proposed at Wolfe Road and 6th Street will provide an east-west bidirectional bike lanes along the south edge that allows bicyclists and pedestrians to cross without conflicts with southbound vehicles turning left from Wolfe to 6th and westbound vehicles turning right from

6th to Wolfe. Along Perimeter Road, crossings will be clearly marked to facilitate connections from the shared use path into the internal street grid. Interior streets will be designed as low-speed shared streets that feature a healthy mixing of bicycle, auto, and street parking activity.

Bicycle Amenities

Bolstering the bicycle network will be amenities for secure, comfortable bicycling. In addition to the short term bike parking located throughout the property, cyclists will have access to bike lockers, indoor bike parking, and charging for electric bike users. Bike repair stations will also be provided at various locations in and around the Hills at Vallco. Within offices, employees will have showers and changing facilities to comfortably continue the day after an active commute to work. Coordinating with retail services on site, cyclists could access a bike shop with a professional bicycle mechanic to help with maintenance needs or to purchase supplies.

Programming for Walking and Biking

Programming through strong transportation management will incentivize and support active transportation. Commuters who bike or walk to work will receive incentives and personalized trip planning support. Residents and employees will be able to take part in bicycle and helmet giveaway programs. For active travelers who would rather go with a group, walk and bike pool clubs could offer guided tours to work. Employees, residents, and shoppers will be able to participate in site-wide events to celebrate bicycling and walking. Together, these amenities align perfectly with many of the South Vallco Connectivity Plan objectives, including emphases on bicycle and pedestrian connectivity, streetscapes, and image and brand.

Vehicle Connectivity

While connectivity for pedestrians and bicyclists will be prioritized, efficient vehicle flow enables efficient travel for everyone. The Hills at Vallco will have a clear roadway hierarchy that directs most vehicles to the parking garages efficiently, reducing potential conflicts with pedestrians and bicyclists on the at-grade street network. The existing public roads of Wolfe Road, Stevens Creek Boulevard, and Vallco Parkway are designed to handle the most vehicle capacity. Connectors are second in the hierarchy with 4th St, portions of 6th St, and Perimeter Road directing vehicles towards the primary roadways. Vehicles most easily access the site from Stevens Creek Boulevard at Perimeter Road, from northbound Wolfe at 4th Street/Vallco Parkway, and from southbound Wolfe Road straight into the parking garages north of 6th Street. Vehicles that venture further into the site will encounter narrower, slower streets with greater bicycle and pedestrian activity. In general, the small block street network envisioned in the South Vallco Connectivity Plan will encourage the objective of efficient and safe multimodal circulation.

Public Improvements

Public Improvements to adjacent roadways include:

Wolfe Road

- Create an urban-style setting with logical and accessible pedestrian-scale roads.
- Create logical, identifiable, and safe vehicular, pedestrian, and bicycle connections between public roadways and the parking areas throughout the South Vallco area.
- Improve sidewalks along Wolfe Road from Stevens Creek Boulevard to Hwy. 280.
- Restripe and color bike lanes along Wolfe Road from Stevens Creek Boulevard to Hwy. 280.
- Preserve majority of mature, healthy trees along Wolfe Road while relocating and planting new trees.
- Provide pedestrian-scale lighting and street furniture along Wolfe Road to encourage pedestrian access to commercial venues.
- Rebuild the Perimeter Road tunnel to provide adequate height clearance to permit service vehicles, trucks, emergency vehicles, and other taller vehicles so that these necessary service activities can move across the property without crossing Wolfe Road at grade.
- Build additional tunnel under Wolfe Road to improve the parking circulation, connecting the parking basements east and west of Wolfe Road.

Stevens Creek Boulevard

- Provide retail shopping front door entry point accessed directly from Stevens Creek Boulevard. There will be both a vehicular entry and a pedestrian-only entry with easy connections to rapid transit buses and community shuttle.

- Create logical, identifiable, and safe vehicular, pedestrian, and bicycle connections between public roadways and the parking areas throughout South Vallco.
- Preserve vast majority of healthy, mature trees along Stevens Creek Boulevard while relocating and planting new trees.

Vallco Parkway

- Create a multi-use street that allows for ground floor retail and comfortable pedestrian experience, a private shuttle stop, continuous bike lanes, and entry and exit points to the property, while accommodating traffic turning movements onto Wolfe Road.
- Create a smooth transition to and from the proposed bidirectional shared-use path along Perimeter Road.
- Convert the street west of Wolfe Road from a underground parking garage and basement entry into an open air, accessible ceremonial entrance to The Hills at Vallco and connecting it to Main Street Cupertino and the South Vallco Park area.

Utilities

The property owner has analyzed both the new project needs and the greater community needs in terms of utilities and their impact on the currently available capacity. As such, The Hills at Vallco strives to have the smallest impact on the current public infrastructure by sustainably reusing, recycling, and reclaiming many of the power, water, and sanitary for reuse back into The Hills at Vallco.

Storm Drain

The majority of rain that falls on The Hills at Vallco will land on the green roof structure above street level. This water will be cleansed and, to the fullest extent possible, collected and reused on site for irrigation and other recycled water uses to reduce the domestic water dependency of the project. By dealing with storm water runoff in this manner the project will go above and beyond storm water cleansing and LEED requirements. This will also greatly reduce the runoff from the current conditions which is above and beyond the minimum requirements for stormwater treatment.

Rain that falls on the podium area and Perimeter Road will be treated and reused depending upon the location and the irrigation demand requirements.

The existing public storm drain runs north down Wolfe Road and cuts through a portion of the property where the proposed development will be located. The plan for this public storm drain is to rework the drainage on Wolfe Road to flow to Vallco Parkway and then east down Vallco Parkway to the intersection with Perimeter Road. A new public storm drain will be installed in Perimeter Road located in the public utility easement for discharge into the Junipero Serra Channel owned by Santa Clara Valley Water District along Hwy. 280. All existing laterals and catch basins along The Hills at Vallco will be reconnected to the new line.

Sanitary Sewer

Sanitary sewer will be separated into grey water and black water, with grey water being used to the fullest extent possible for irrigation and potentially other uses as allowed by code. This will reduce the impact on the public sanitary sewer system and The Hills at Vallco's future demand. Black water treatment and reuse will be explored during the design phases given the extent of the green roof and the need to fertilize and irrigate the vegetation.

The existing public sanitary sewer is owned and operated by Cupertino Sanitation District and runs north down Wolfe Road and cuts through a portion of the property where the proposed development will be located. The proposed plan for the public sanitary sewer main is to reroute the main that flows North on Wolfe Road to flow back south to Vallco Parkway and then East down Vallco Parkway to the intersection with Perimeter Road. A new public sanitary sewer will be installed in Perimeter Road located in the public utility easement around the development and reconnected to the existing sewer main that crosses Hwy. 280. All existing laterals along Vallco Parkway will be reconnected to the new line.

Domestic Water Lines

Public water lines are owned and operated by California Water Service Company and mains exist down Wolfe Road from North to South, and enter into the property where the proposed development will be located. There are also public water main lines running in Perimeter road, both on the East and West.

The proposed development will reroute the main line that runs down Wolfe Road and direct it all to new public main lines that surround the project in Perimeter Road. These lines will be reconnected to the main loop that runs under Hwy. 280. The Hills at Vallco will be serviced from a new public water main line installed in Perimeter Road by this project and located in an easement to the California Water Company.

Fire Water Lines

Cupertino and California Water Service Company have a combined fire and domestic water system. All of the work laid out in the Domestic Water Lines section will also be applicable for Fire water service, and all buildings fire water will be served off or Perimeter Road and meet Fire Code Requirements.

Recycled Water Lines

The property owner is collaborating and pursuing a public private partnership with the necessary agencies, California Department of Transportation, Santa Clara Valley Water District, Sunnyvale, California Water Service Company and Cupertino to provide recycled water from Sunnyvale, north of the site, across Hwy. 280. This analysis has proven that a connection to the Sunnyvale recycled water system is feasible and will continue to be pursued. The Hills at Vallco will be plumbed to accept recycled water to accommodate the public recycled water system installed in the future near the site.

Gas Lines

Public gas is owned and operated by Pacific Gas and Electric and these lines run underground on the east side of Wolfe Road from north to south. There are no proposed changes to these lines. The Hills at Vallco will pull public gas lines from Wolfe Road, and down Perimeter Road. Service lines for the buildings will be pulled off of this new public line.

Communication Lines

Public communication lines run underground on the east side of Wolfe Road from north to south, there are no proposed changes to these lines. The proposed development will pull its communications lines from Wolfe Road and serve the proposed buildings off of Perimeter Road.

Electric Lines

Public high voltage electric is owned and operated by Pacific Gas and Electric and these lines run underground on the east side of Wolfe Road from north to south, there are no proposed changes to these lines. The Hills at Vallco will pull public underground lines from Wolfe Road, and down Perimeter Road. Service lines for the buildings will be pulled off of this new public line.

Grading and Construction

The Hills at Vallco will create a pleasant and safe pedestrian-oriented town center by replacing the existing surface parking lots of the Vallco Shopping Mall with below-grade parking structures. Through the careful analysis of the existing grading and using the naturally occurring slope of the site, The Hills at Vallco will minimize the amount of excavation required to create the parking basement levels.

Grading

The site is approximately 50 acres and is bisected by Wolfe Road with a bridging structure over the top of the public road. Existing grades around the perimeter of the site range from an elevation of about 195 feet above sea level along Stevens Creek Boulevard to an elevation of about 175 feet above sea level to the north of Perimeter Road. There is also an existing tunnel at Perimeter Road that runs in the east - west direction under Wolfe Road. The site has a large concrete building that will be demolished as a part of this project that includes basements and retaining walls.

The Hills at Vallco will follow the natural slope of the site, stepping down towards the north so as to minimize excavation and reworking of roads in the most efficient and cost effective manner. This will allow for smooth transitions to the public right of way, all vehicular access points, and provide easily accessible pedestrian and bicycle-friendly circulation.

Parking and Excavation

The Hills at Vallco will include about two-thirds of the vehicular parking below-grade. It will be located in two below-grade parking garages, one on each side of Wolfe Road. The proposed floor to floor sections for both garages are 15 feet for the first basement level and 12 feet for the second basement level, which only occurs on the east side of Wolfe Road. The basement will have a four foot thick slab.

The basement level on the west side of Wolfe Road is roughly 26.3 acres and each basement level on the East side of Wolfe is roughly 15 acres. The remainder of the required parking will be located as surface street parking as well as structured parking integrated within buildings where feasible.

This parking approach will create great improvements to the public realm for the community, and the creation of the parking basement will inevitably cause excavation and off-haul of soils. Demolition materials that can be recycled and reused on site will be stockpiled, including concrete from the building and asphalt and base rock. Some of the soil excavation from the project site will be used on the green roof and in landscaped areas at grade.

Construction

The property owner anticipates commencing construction immediately after approval and expects the completion of the first construction phase in the second half of 2018. The first construction phase is intended to include the relocation and enhancement of the existing entertainment, sports, and recreation venues serving Cupertino - AMC Theater, the bowling alley, and the ice rink. The start of the subsequent construction phases will overlap with the first phase by about six months, starting in the first half of 2018.

The property owner's construction protocol will promote emissions reduction measures, including the use of fuel efficient vehicles, and clean-burning fuels.

Environmental Sustainability

The property owner's environmental sustainability goal for The Hills at Vallco is to achieve LEED Platinum certification. This objective will go significantly beyond the City of Cupertino's LEED Silver requirement for new construction. Given the scale and complexity of The Hills at Vallco, the property owner will collaborate with the Green Building Certification Institute to establish the appropriate LEED certification approach.

Green Roof

The core of the property owner's environmental sustainability strategy is the commitment to the world's largest green roof, which will result in climate responsive and high performance buildings, infrastructure, and landscape. The 30 acres will improve resource efficiency and mitigate climate change, resulting in unprecedented public and private benefits:

- reduced stormwater runoff
- improved water quality
- reduced urban heat island
- improved air quality
- improved thermal insulation
- reduced energy consumption
- reduced noise
- extended life of building roof
- improved carbon storage
- improved bio-diversity

In addition, the green roof will improve outdoor comfort and user experience.

Water Conservation

The property owner will explore the feasibility of a Net-Zero Water initiative with the intent to maximize water conservation and will extend the recycled water line from Sunnyvale to The Hills at Vallco. The property owner is currently

pursuing a public-private partnership with Sunnyvale, Santa Clara Valley Water District, California Water Services Company and Cupertino. Conservation measures under consideration are:

- Utilize the municipal recycled water supply for irrigation, cooling towers and toilet flushing, while sending greywater and blackwater to the local sewage treatment plant that supplies the recycled water, thereby closing the loop.
- Collect rainwater and minimally treat to offset some of the recycled water and also meet storm water goals.
- Obtain potable water for drinking, sinks and showers from the utility. This will include the monitoring of the hydrology purification advances by the utility.
- Reduce water consumption through building energy efficiency, as significant water is wasted through the generation of energy.

Landscape Irrigation

The local climate is characterized by warm, dry summers and cool, moist winters. Average rainfall has been historically about 15 inches/year, falling from November through March. Recent drought conditions have been accounted for in the planning and irrigation planning. The Hills at Vallco plant palette is focused on a native species mix that can adapt to fluctuations in seasonal rainfall. Efficient drip irrigation is planned for all landscape trees. After establishment, the meadows and woody shrubs on the roof will need irrigation primarily to supplement seasonal lack of rainfall and to maintain a fire-safe landscape environment.

Water Sources

Recycled water from the Sunnyvale Water treatment facility will be used as a primary source of landscape irrigation. Periodic testing of water chemistry, primarily for salts and chemical solutes will be necessary to monitor any

variations in suitability for irrigation and to support long-term plant health. The use of potable water will be avoided wherever feasible and any usage will comply with all state and local water restrictions. Additional sources of water for landscape use might include seasonal storm water capture and reuse and/or residential greywater.

Water Use Efficiency

The Hills at Vallco seeks to reduce the consumption of potable water. The foundation of this is the use of low flow and ultra-low flow plumbing fixtures with the goal of achieving a reduction in potable water usage below the baseline of the California Green Building Standards Code, which is already a 30 percent reduction compared to the performance of typical buildings in the United States.

An optimized heating, ventilation, and air conditioning strategy will reduce water use, saving millions of gallons of water each year. Shifting cooling production from warm days to cooler nights may allow for air cooled chillers to operate with efficiency that approaches the performance of water cooled equipment while avoiding the tens of millions of gallons of annual evaporation that would come with water cooled equipment.

Improved energy efficiency of The Hills at Vallco will benefit the region by avoiding water use in power plants, which consume an average of two gallons of water for each kilowatt hours of energy spent on site.

Climate Responsive Design

The Hills at Vallco will prioritize and integrate climate responsive design strategies that leverage the exceptional Mediterranean climate of Cupertino to improve user comfort and to reduce energy use of mechanical, electrical and information technology systems. This will result in energy and water conservation, and lower carbon emissions. A combination of the geometry

of the compact town center layout, the vast green roof, high performance building envelopes, thermal mass, natural ventilation, natural daylight, and internal load reduction will accomplish these goals.

Active energy design strategies, such as low energy systems, displacement ventilation, heat recovery, efficient mechanical, electrical and information technology equipment, LED lighting, load scheduling, and other strategies will complement the climate responsive design.

Renewable Energy

The property owner will explore strategies to maximize the use of renewable energy for the overall energy needs of The Hills at Vallco. This will include on-site and grid provided solutions.

Green Building Codes and Regulations

All buildings will be designed and constructed to meet or exceed the requirements of the current 2013 California Green Building Standards Code and the 2013 California Energy Code. The Hills at Vallco will use green building, high performance, and environmental sustainable strategies to meet or exceed the code required benchmarks for energy efficiency, water efficiency and carbon emission reduction.

Site Map

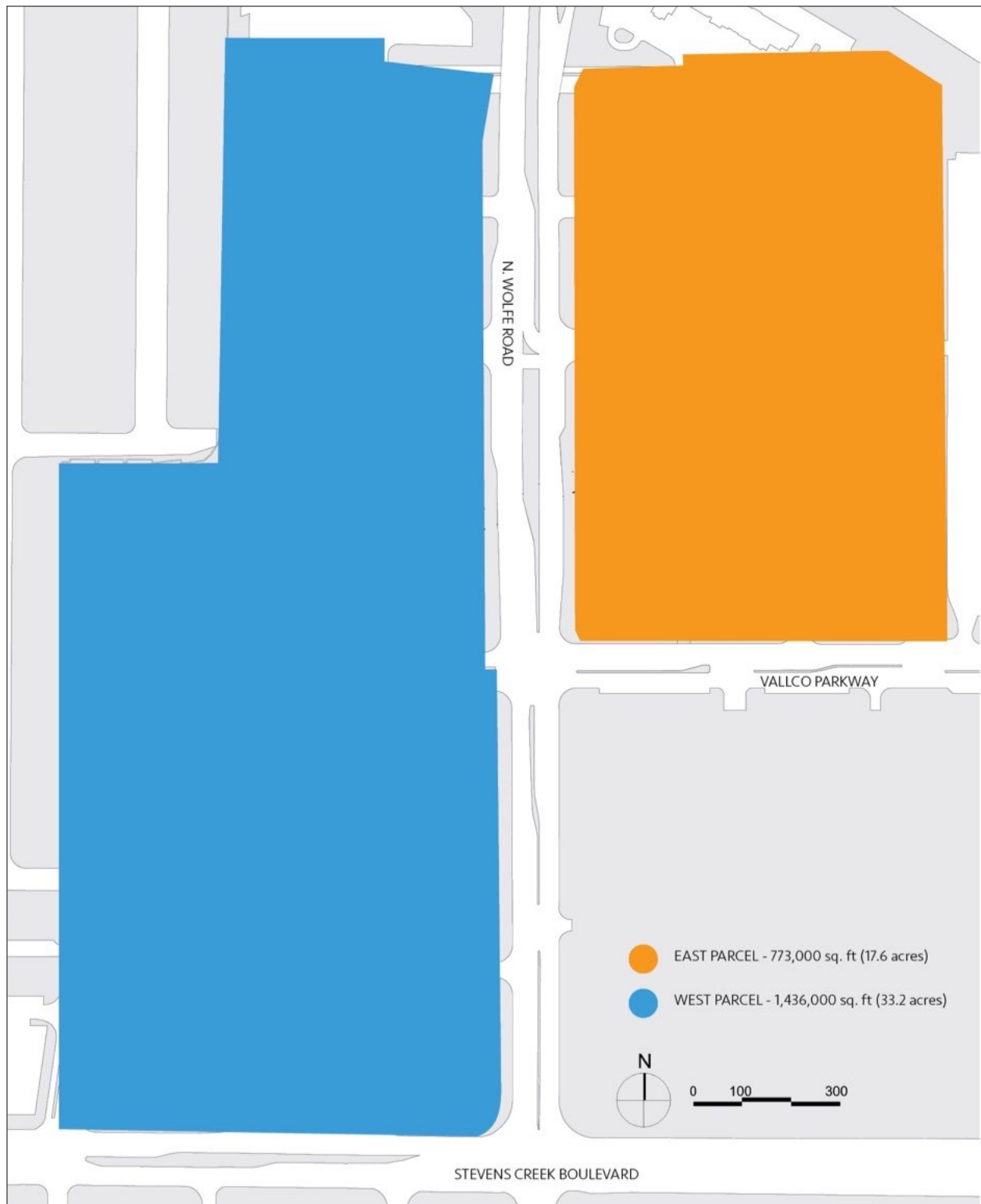


Figure 10. Map and areas of The Hills at Vallco sites.

Site Description

The parcels that will be combined to create The Hills at Vallco currently contain the existing Vallco Shopping Mall, inclusive of its anchor stores, parking structures, and pad buildings. They are all located within the Vallco Shopping District Special Area as designated in the General Plan for Cupertino, which describes the area as a major regional and community destination, envisioned to become a new mixed-use town center and gateway for Cupertino.

West of Wolfe Road

This site is bounded by Stevens Creek Boulevard on the south, Wolfe Road on the east, and the outside edge of Perimeter Road on the west and north (of which it is inclusive). It contains three buildings, including the primary mall building (with two anchor stores, formerly Macy's and Sears), an automotive center, and a restaurant building, and two parking structures.

10101 Wolfe Road

APNs: 316-20-080 and 316-20-081

10123 Wolfe Road

APNs: 316-20-105, 316-20-106 and 316-20-107

10333 Wolfe Road

APNs: 316-20-101

Site Area: 33.2 acres

East of Wolfe Road

This site is bounded by Vallco Parkway to the south, Wolfe Road to the west, and Perimeter road to the north and east (of which it is inclusive). It contains two buildings, including the secondary mall building (with one anchor store, JC Penney's) and one parking structure

10150 Wolfe Road

APNs: 316-20-094 and 316-20-095

2074 Vallco Parkway

APN: 316-20-100

Site Area: 17.6 acres

Note: 10333 North Wolfe Road, APN: 316-20-088

This site is owned by Wolfe Properties, LLC and is currently utilized as existing Vallco Shopping Mall parking under an Operation and Reciprocal Easement Agreement. It will not be developed, but will be available as parking for The Hills at Vallco under the agreement. It is bounded by the Wolfe Road off-ramp from southbound Hwy. 280 on the North and East, by the northernmost edge of Perimeter Road on the South, and the Portal Neighborhood on the West.

Block Description

Blocks 1 and 2

Mixed-Use Blocks 1 and 2 are connected at the upper floors across 2nd Street and face Town Square West and Stevens Creek Boulevard. They are comprised of approximately 415,000 square feet of retail, residential, and parking. Block 1 is approximately 470 feet by 205 feet, Block 2 about 555 feet by 205 feet. They house ground floor retail along the retail promenade with residential entry lobbies and ground floor amenities with 16 feet floor to floor height. Above the ground floor are three stories of approximately 130 residential apartments containing a mix of studios, one bedrooms, two bedrooms, and penthouse units. Above-grade parking is located to the rear of the residential units.

There is a below grade parking structure entrance at the mid-point between Block 1 and 2 that permits retail visitors easy and quick access to the parking structure from Perimeter Road

Block 3

Mixed-Use Block 3 faces Town Square West and Stevens Creek Boulevard and is comprised of approximately 160,000 square feet of retail and residential. The approximately 175 feet long by 175 feet wide block houses a ground floor of retail as part of the Retail promenade with a residential entry lobby and ground floor amenity that has a floor to floor height of 16 feet. Above the ground floor are 4 stories of approximately 75 residential apartments containing a mix of studios, one bedrooms, two bedrooms, and penthouse units with various residential amenities.

Block 4

Mixed-Use Block 4 has the prominent face opposite the AMC Theater on Town Square West and is comprised of approximately 400,000 square feet of retail, residential, and parking. The approximately 335 feet long and 175 feet wide block houses ground floor retail as part of the

retail promenade. Ground level residential entrance lobbies, amenities, and retail have a floor to floor height of 16 feet. Above are six stories of approximately 200 residential apartments containing a mix of studios, one bedrooms, two bedrooms, and penthouse units. Planned in this block is an above-grade structured parking to the rear of the residential units.

Blocks 5 and 6

Mixed-Use Blocks 5 and 6 are connected at the upper floors across 6th Street. They are located at the northwest corner at Perimeter Road and are comprised of approximately 310,000 square feet of the most up-to-date entertainment, recreation, sports, and dining. The approximately 920 feet by 175 feet block houses the entertainment and recreation heart, including AMC Theater, bowling alley, ice rink, and fitness center.

The basement parking for Blocks 5 and 6 will be accessible via Perimeter Road.

Block 7

Mixed-Use Block 7 is at the corner of Vallco and Wolfe Road and is comprised of approximately 130,000 square feet of retail, residential, and amenity spaces. The approximately 175 feet by 145 feet block houses a ground floor of retail as part of the retail promenade and a residential entry lobby that has a floor to floor height of 16 feet. Above the ground floor there are four stories of residential apartments containing a mix of studios, one bedroom, two bedroom, and penthouse apartments. Approximately 70 units are planned in this block with various residential amenities such as storage, fitness, and other functions for the local residents.

Block 8

Mixed-Use Block 8 is comprised of approximately 440,000 square feet of retail,

residential, and above grade parking. The approximately 465 feet by 140 feet block houses a ground floor of retail, residential entry lobbies, and amenities that have a floor to floor height of 16 feet. Above the ground floor are six stories of residential apartments containing a mix of studios, one bedrooms, two bedrooms, and penthouse units. Approximately 235 units are planned in this block with structured parking to the rear of the residential units. Market Hall is located at the ground floor on the north side of Block 8.

Block 9

Mixed-Use Block 9 has prime frontage along Wolfe Road, Vallco Parkway, and Town Square West, and is comprised of approximately 360,000 square feet of retail, residential, and offices. The approximately 495 feet by 140 feet block houses ground floor retail and commercial offices with a floor to floor height of 16 feet. Above the ground floor will be six stories of most up-to-date, efficient and flexible Class-A office space with a floor to floor height of 15 feet.

Connecting through Block 9 is the pedestrian Wolfe Road crossing that takes visitors from Town Square West to the roof and to Town Square East across Block 11.

Above the ground floor are 4 to 6 stories of residential apartments containing a mix of studios, one bedrooms, two bedrooms, and penthouse units. The approximate 90 units are mixed with various residential amenities.

Block 10

Mixed-Use Block 10 has prime frontage along Wolfe Road and is comprised of approximately 315,000 square feet of retail and offices. The approximately 405 feet by 140 feet block houses ground floor retail and commercial offices with a floor to floor height of 16 feet. Above the ground floor will be four stories of most up-to-date Class-A office space with a floor to floor height of 15 feet.

Similar to Block 12, Block 10 has two primary entry points to the below-grade parking structure.

Block 11

Mixed-Use Block 11 has prime frontage along Town Square East, Wolfe Road, and Vallco Parkway and is comprised of approximately 265,000 square feet of retail and offices. The approximately 475 feet by 140 feet block houses ground floor retail and commercial offices with a floor to floor height of 16 feet. Above the ground floor will be three stories of most up-to-date, efficient and flexible Class-A office space with a floor to floor height of 15 feet.

Connecting through Block 11 is the pedestrian Wolfe Road crossing that takes visitors from Town Square East to the roof and to Town Square East across Block 9.

Block 11 has an entrance to the underground parking structure serving the office structures and mitigates traffic flow back onto Vallco Parkway.

Block 12

Mixed-Use Block 12 has prime frontage along Town Square East and Wolfe Road and is comprised of approximately 240,000 square feet of retail and offices. The approximately 405 feet by 140 feet block houses ground floor retail and commercial offices with a floor to floor height of 16 feet. Above the ground floor will be three stories of most up-to-date, efficient, and flexible Class-A office space with a floor to floor height of 15 feet.

Block 12 has two entry points to the below-grade parking structure. The first is along Perimeter Road where the decline in grade to go beneath Wolfe Road provides an easy and convenient access point to the parking basement. The at-grade parking exiting along Wolfe Road will assist in providing egress from the parking structure without congesting the Hills at Vallco with cueing vehicles.

Block 13

Mixed-Use Block 13 has prime frontage along Town Square East and Vallco Parkway and is comprised of approximately 330,000 square feet of retail and offices. The approximately 375 feet by 140 feet block integrates ground floor retail and commercial offices with a floor to floor height of 16 feet. Above the ground floor will be five levels of most up-to-date Class-A office space with a floor to floor height of 15 feet that is flexible for a multitude of tenant fit-outs and different leasing configurations.

integrates ground floor retail and parking with a floor to floor height of 16 feet. Above, there are eight parking levels containing approximately 1,000 cars with a floor to floor height of 10 feet. On the top floors is the Central Plant located, which will be shielded from views from the adjacent neighborhoods.

Block 14

Mixed-Use Block 14 has prime frontage along Town Square East and is comprised of approximately 280,000 square feet of retail and offices. The approximately 260 feet by 140 feet block integrates ground floor retail and commercial offices with a floor to floor height of 16 feet. Above the ground floor will be five stories of most up-to-date Class-A office space with a floor to floor height of 15 feet that is flexible for a multitude of tenant fit-outs and different leasing configurations.

Block 15

Mixed-Use Block 15 has frontage along Vallco Parkway and is comprised of approximately 460,000 square feet of retail and offices. This approximately 490 feet by 140 feet block integrates ground floor retail and most up-to-date Class-A offices with a floor to floor height of 16 feet. Above, there are six levels of Class-A office space with a floor to floor height of 15 feet. This block is adjacent to the transit center serving the offices.

Block 16

Mixed-Use Block 16 is comprised of approximately 390,000 square feet of retail, parking, and central plant spaces. The approximately 425 feet by 140 feet block

Buildings	Mixed-Use
Block 1	Retail, Residential, Amenities, Parking
Block 2	Retail, Residential, Amenities, Parking
Block 3	Retail, Residential, Amenities
Block 4	Retail, Residential, Amenities, Parking
Block 5	Retail, Entertainment, Recreation, Sports, Amenities
Block 6	Retail, Entertainment, Recreation, Sports, Amenities
Block 7	Retail, Residential, Amenities
Block 8	Retail, Residential, Amenities, Parking
Block 9	Retail, Residential, Office, Amenities
Block 10	Retail, Office, Amenities
Block 11	Retail, Office, Amenities
Block 12	Retail, Office, Amenities
Block 13	Retail, Office, Amenities
Block 14	Retail, Office, Amenities
Block 15	Retail, Office, Amenities
Block 16	Retail, Parking, Amenities, Central Plant

Data Table

Site Information		
Site Area (acres)	50.8 acres	
Site Net Area (acres)	to be determined	in collaboration with Cupertino
Site Coverage (percent)	to be determined	in collaboration with Cupertino
Total Hardscape Area (acres)	to be determined	in collaboration with Cupertino
Total Softscape Area (acres)	to be determined	in collaboration with Cupertino
Accessible Open Space Area (acres)	30 acres	
Entitlements and Planning		
General Plan Land Use Designation	Commercial, Office, Hotel, Residential	
Zoning Designation	Specific Plan, Conformance Zoning	
General Plan Special Area	Vallco Shopping District	adjacent to Heart of the City and South Vallco Park Gateway
Proposed Uses	Commercial, Office, Residential, Civic, Open Space, Amenities	
Hours of Operation	to be determined	
Number of Employees	to be determined	
Parking Spaces	9,175	total per Cupertino Zoning Code
Basement Parking	6,000	included in total spaces
LEED Goal	Platinum	Cupertino requires Silver
Number of Existing Trees	894	
Number of Retained Trees	522	
Number of Protected Trees	6	all 6 to be transplanted on site
Number of Proposed Trees	1,807	including retained trees
Site Grade Elevations (feet above sea level)	175' - 195'	following existing topography
Soil Excavation/Off-Haul (cubic yards)	2,200,000	
Top Soil Import (cubic yards)	168,000	

Building Information		
Program Allocation		
Commercial and Civic Area (square feet)	625,000	family friendly retail and entertainment, including restaurants, shops, AMC Theater, ice rink, bowling alley, community center, high school Innovation Center, transit center, or public amenities
Market Rate Apartments	680	10 % studios
Below Market Rate Apartments	80	40 % one bedroom
Senior Apartments	40	10 % one bedroom + den
		38 % two bedroom
		2 % penthouse
Office Area (square feet)	2,000,000	potential for incubators, start-ups, emerging, or established Silicon Valley companies
Hotel Rooms	0	148 rooms are existing in Vallco Shopping District
Ancillary and Amenity Program		
Residential and Office Amenities Area (square feet)	200,000	fitness center, conference center, cafeteria, atrium, pedestrian bridge, transit center, or rooftop amenity spaces
Testing and Workshop Area (square feet)	175,000	office support spaces
Central Plant Area (square feet)	35,000	
Loading, Facility and Security Management Area (square feet)	75,000	
Building Heights		
West of Wolfe Road Building Blocks	0' Perimeter Road 80' center of site 70' Wolfe Road	83' - existing AMC Theater height at Wolfe Road
East of Wolfe Road Building Blocks	60' Wolfe Road 110' Hwy. 280	
Rooftop Open Space Amenity Spaces	single level pavilions in select locations	

Acknowledgements

Owner

Vallco Property Owner, LLC

Architect

Rafael Viñoly Architects

Landscape Architect

OLIN Partnership, LTD.

Civil Engineer

Sandis Civil Engineers Surveys Planner, Inc.

Transportation Engineer

ARUP North America, LTD.

Parking Planner

Watry Design, Inc.

Masterplan Consultant

Wolfgang Wagener

Retail Consultant

MRA International, Inc.

Open Space Consultant

HR&A Advisors, Inc.

School Consultant

SCI Consulting

Economic Impact Consultant

Keyser Marston Associates

Connectivity Consultant

Nelson Nygaard Consulting

Greenhouse Gas Emissions Consultant

Ramboll Environ

Recycled Water Consultant

Luk and Associates

Structural Engineer

Nabih Youssef Associates

Consulting Structural Engineer

DCI Engineers

Mechanical Engineer

ME Engineers

Climate Responsive Design Consultant

Transsolar

Sustainability Consultant

ARUP

LEED Consultant

Brightworks

THE HILLS AT VALLCO DRAFT EIR PROJECT DESCRIPTION

The attached Draft EIR Project Description (December 8, 2015) was a working draft by the City and its consultants for The Hills at Vallco EIR. The CEQA process (including the finalization of the EIR project description) was placed on-hold indefinitely due to the Initiative. For this reason, the attached project description is in draft form.

SECTION 1.0 PROJECT INFORMATION

1.1 PROJECT LOCATION AND EXISTING DEVELOPMENT/USES

The approximately 58-acre Specific Plan area consists of multiple parcels¹ and is located at the North Wolfe Road/Vallco Parkway and North Wolfe Road/Stevens Creek Boulevard intersections in the City of Cupertino. The Specific Plan area is developed with the Vallco Shopping Mall. Regional and vicinity maps of the Specific Plan area are shown on Figures 1.1-1 and 1.1-2, respectively.

The western portion of the Specific Plan area, west of North Wolfe Road, is approximately 38 acres in size and bounded by Interstate 280 (I-280) to the north, North Wolfe Road to the east, Stevens Creek Boulevard to the south, and Perimeter Road to the west. The western portion of the Specific Plan area is currently developed with several buildings: a primary mall building which connects two former anchor stores (Macy's and Sears), a fitness gym (a satellite building formerly a Sears Auto Center), a satellite restaurant building (formerly TGI Fridays), three parking structures, and surface parking lots.

The eastern portion of the Specific Plan area, east of North Wolfe Road, is approximately 19 acres in size and bounded by I-280 to the north, Perimeter Road to the east, Vallco Parkway to the south, and North Wolfe Road to the west. The eastern portion of the Specific Plan area is developed with a secondary mall building with an ice skating rink, bowling alley, and one anchor store (JCPenney), mall retail shops, food court, a satellite restaurant building (Alexander's Steakhouse), a parking structure, and surface parking lots. A 148-room hotel was recently approved on the northern portion of the eastern portion (Hyatt House Hotel²) on land owned by KCR Development (refer to Figure 1.1-3).

An enclosed, pedestrian bridge connects the mall buildings on the east and west sides of North Wolfe Road. The enclosed bridge consists of retail shops on either side of an enclosed pedestrian walkway.

An aerial photograph of the Specific Plan area and the surrounding land uses is shown on Figure 1.1-3. The surrounding land uses include residential and commercial uses to the west; a freeway (I-280), hotel, residential, and office uses to the north; commercial, office, and residential mixed-uses to the east; and commercial uses to the south.

¹ Assessor Parcel Numbers: 316-20-080, -081, -082, -088, -092, -094, -095, -099, -100, -101, -103, -104, -105, -105, and -107.

² Application Nos. DP-2014-04, ASA-2014-06, U-2014-04, EXC-2014-07, TR-2014-28, TR-2014-40.

1.2 EXISTING GENERAL PLAN AND ZONING DESIGNATIONS

The City of Cupertino is organized into 21 General Plan “Planning Areas,” consisting of nine “Special Areas” and 12 “Neighborhoods.” The Vallco Shopping District Special Area is the Specific Plan area. The Vallco Shopping District Special Area is designated as *Commercial/Office/Residential* in the City’s Land Use Map. The *Commercial/Office/Residential* land use designation applies to mixed-use areas that are predominantly commercial and office uses. Supporting residential uses may be allowed to offset job growth, to better balance the citywide jobs to housing ratio, and when they are compatible with the primarily non-residential character of the area. Development, both residential and non-residential, is subject to the numerical caps and other policies in the City’s General Plan.

The Vallco Shopping District is also identified as a Priority Housing Element Site (Site A2) with 389 units allocated to the site in the General Plan Housing Element. Assuming a Specific Plan for the site is adopted by May 31, 2018, pursuant to General Plan Housing Element Strategy 1, the Vallco Shopping District is allocated 1.2 million square feet of commercial uses (which consists of a minimum 600,000 square feet of retail uses, of which a maximum of 30 percent may be entertainment uses), 2.0 million square feet of office uses, 339 hotel rooms, and 389 residential dwelling units as specified in the City’s Housing Element. Pursuant to General Plan Strategy LU-1.2.1, development allocations may be transferred between Planning Areas provided no significant environmental impacts are identified beyond those already studied in the Community Vision 2040 Final EIR (SCH# 2014032007).³

The Specific Plan area is zoned *P(Regional Shopping) – Planned Development Regional Shopping* north of Vallco Parkway, and *P(CG) – Planned Development General Commercial* south of Vallco Parkway (west of North Wolfe Road).

³ Community Vision 2040 Final EIR analyzed the development of up to 1.2 million square feet of commercial uses, 2.0 million square feet of office uses, 339 hotel rooms, and 800 residential dwelling units within the Vallco Shopping District area. There is residential allocation available in other Planning Areas which may be transferred to the Vallco Shopping District without the need to amend the General Plan.

1.3 BACKGROUND INFORMATION

In the 1960s, 25 Cupertino families and property owners came together to develop the overall scheme for the 300-acre business park known as Vallco Park. The name “Vallco” was constructed from the first initials of each of the primary developers: Varian Associates and the Leonard, Lester, Craft, and Orlando families. This included properties to the north and south of I-280 – currently both the North Vallco Park Planning Area, South Vallco Park Planning Area, and the Vallco Shopping District.

Ten years later, Vallco Shopping Mall was established as an approximately 50-acre retail component within the larger 300-acre business park. Vallco Shopping Mall opened under the brand Vallco Fashion Park in September 1976. When it was opened, Vallco Fashion Park was one of the largest shopping malls in Silicon Valley, drawing visitors from throughout the region. Vallco Shopping Mall thrived from the mid-1970s to the mid-1980s.

By the mid-1980s, Vallco Shopping Mall had begun to suffer from the inability to respond to the changing demands of consumers and markets. Constraining factors included fragmented ownership, reciprocal real estate agreements that restricted improvements unless agreed upon by all owners, outdated infrastructure, inefficient parking layout, closure of anchor stores, and regional and sub-regional competition.

Occupancy began to deteriorate at an accelerated rate in the 1990s and mall tenancy and quality of tenants continued steadily declining into the mid-2000s. In the early 1990’s the mall had tried to increase the mall occupancy by adding tenant space in the basement of the mall structure, however, by the mid 2000’s due to the undesirability of these spaces, the mall boarded off access to this area of the mall. In 2015, occupancy has dwindled to the point where vacant and papered storefronts outnumber active storefronts. A handful of mall tenants, including AMC Theater, have continued to perform well even throughout Vallco Shopping Mall’s leanest years.

In December 2014, the City Council adopted new General Plan goals, policies, and strategies specifically relating to the Vallco Shopping District Special Area, within which Vallco Shopping Mall is located. The City envisions a complete redevelopment of Vallco Shopping Mall site into a “vibrant mixed-use town center” that is a focal point for regional visitors and the community.⁴ To realize this community vision, the General Plan “requires a master developer in order to remove the obstacles to the development of a cohesive district.”⁵

In December 2014, Sand Hill Property Company assembled approximately 50 acres within the Vallco Shopping District. The remaining seven acres within the Vallco Shopping District are owned by SIMEON and KCR Development. In October 2014, the City Council approved the development of a 148-room, five-story hotel on the KCR Development property.⁶

⁴ City of Cupertino. *Cupertino Community Vision 2040*. December 4, 2014. Page LU-54.

⁵ General Plan Strategy LU-19.1.1.

⁶ Application Nos. DP-2014-04, ASA-2014-06, U-2014-04, EXC-2014-07, TR-2014-28, TR-2014-40.

1.4 PROJECT DESCRIPTION

The proposed project consists of two components: 1) the Vallco Shopping District Specific Plan and 2) The Hills at Vallco project. These two components are described in detail below.

1.4.1 Vallco Shopping District Specific Plan

[Note to City: This section to be completed pending submittal of Specific Plan, which will include assumptions for the SIMEON parcel]

1.4.2 The Hills at Vallco Project

The Hills at Vallco is a redevelopment project proposed on the southern 50 acres of the Specific Plan area (hereinafter referred to as the “project site”). Development of the northern seven acres of the Specific Plan area is not proposed as part of The Hills at Vallco project.⁷

The Hills at Vallco project would include demolishing the existing buildings (mall, fitness gym, and restaurant buildings) and parking facilities on-site and removing the existing pattern of internal driveways and constructing a mixed-use “Town Center” with up to 650,000 square feet of commercial uses (including retail, restaurant, event, entertainment, and fitness uses),⁸ 2.0 million square feet of office uses, and 800 residential units. The proposed office and residential uses would include additional amenity space, which is described in *Section 1.4.2.1* below. In addition, approximately 40,000 square feet of civic/community space is proposed.

The Hills at Vallco project includes 411 more residential units than allocated to the Vallco Shopping District area in the City’s Housing Element. However, the City’s General Plan has additional housing units available in other Planning Areas that are not allocated to specific Housing Element sites. Pursuant to General Plan Strategy LU-1.2.1, development allocations may be transferred among Planning Areas provided no significant environmental impacts are identified beyond those already studied in the Community Vision 2040 Final EIR (SCH# 2014032007). While the General Plan Housing Element allocation for the site is 389 units, the Community Vision 2040 Final EIR analyzed the development of up to 800 residential dwelling units on the site and there is adequate allocation in the General Plan to consider 411 additional units.

The Hills at Vallco project would consist of a 16-block layout of buildings, two central town square plazas, and open space along a system of surface streets with the proposed land uses mixed both vertically and horizontally. For all the blocks, the ground floor level would include retail uses and the upper floors would have commercial (including entertainment), residential, and/or office uses. In Blocks 9-16, office uses would also occupy the ground floor level. A map showing the blocks and proposed uses for each block is shown on Figure 1.4-X.

⁷ The northern seven acres consists of two parcels, one owned by SIMEON and the other by KCR Development. A 148-room hotel (Hyatt House Hotel) was recently approved on the two-acre parcel owned by KCR Development.

⁸ The total 650,000 square feet of proposed commercial uses would be broken down as follows: a minimum of 420,000 square feet would be retail/restaurant uses, food establishments, and limited personal services; 180,000 square feet of which could be entertainment uses, and 50,000 square feet could be fitness uses.

It is intended that blocks at the southwest corner of the project site (Blocks 1-4, 7, and 8) would consist of a mix of commercial and residential uses. Blocks 5 and 6 at the northwest corner of the development site are proposed for commercial uses, including entertainment and retail uses (including a movie theater, bowling alley, fitness center, and ice rink). Block 9 would consist of a mix of commercial, office, and residential uses. Blocks 10-15 would consist of a mix of commercial and office uses. Block 16 would consist of commercial uses and a Central Plant, which is discussed in detail under *Utility Improvements*.

The proposed building heights would be within the maximum building heights identified for the Vallco Shopping District Specific Plan. Buildings on the western portion of the site, on the west side of North Wolfe Road, would be up to seven stories tall with a maximum building height of 80 feet. The green roof on the western portion of the site would be up to 92 feet above ground level, with rooftop buildings up to 102 feet above ground level. Buildings on the eastern portion of the site, on the east side of North Wolfe Road, would be up to nine stories tall with a maximum building height of 109 feet. The green roof on the eastern portion of the site would be up to 116 feet above ground, with rooftop buildings up to 131 feet above ground.

The proposed building setbacks would be within the setbacks in the proposed Specific Plan. Buildings would be setback at least 35 feet from the curb on Stevens Creek Boulevard, at least 25 feet from the curb on Vallco Parkway, at least 41 feet from the predominate curb line on North Wolfe Road, and at least eight feet from the curb on Perimeter Road.

The Hills at Vallco project includes common open space (including two town squares totaling approximately three acres and a 30-acre green roof) and landscaping, utility and transportation infrastructure improvements, and school improvements. The proposed land uses and these other project components are described below. A summary of the proposed project is provided in Table 1.4-1 at the end of this section.

1.4.2.1 Land Uses

Commercial Uses

The Hills at Vallco proposes 650,000 square feet of commercial uses on-site in the following categories:

- 600,000 square feet would be retail/restaurant/event/entertainment uses, of which:
 - 420,000 square feet would be retail/restaurant uses including large and small retail stores, food establishments and limited personal services; and
 - 180,000 square feet of which could be entertainment uses such as a movie theater (AMC Theater), ice rink, and bowling alley.
- 50,000 square feet of indoor fitness uses.

Office Uses

Two million square feet of “Class-A” office space, including ancillary amenity spaces consisting of fitness centers, shower and changing facilities for employees, a conference/event center, and cafeterias, is proposed on-site. There would be an additional 345,000 square foot office amenity space including:

- A 20,000 square foot conference hall on the green roof,
- A 15,000 square foot cafeteria/fitness center on the green roof,
- 175,000 square feet of testing and workshop area distributed throughout Blocks 11-16, and
- 135,000 square feet of meeting facilities, atrium, and other amenity spaces distributed throughout Blocks 11-16.

Residential Uses

The Hills at Vallco would include 800 residential units consisting of 680 market-rate apartments, 80 below-market rate apartments, and 40 market-rate senior apartments. The residential uses would include in-building amenities such as fitness, clubhouse, small format meeting rooms, resident lounges, multi-media rooms, communal kitchens, and bike rooms within the residential mixed use building. An additional 25,000 square feet of ancillary amenity space for the residential uses is proposed on the green roof and would include a fitness center, clubhouse, and pool.

Other Uses

Civic/Community Uses

The Hills at Vallco would include approximately 40,000 square feet of civic/community uses including an approximately 20,000 square foot community serving banquet hall on the green roof, an approximately 10,000 square foot high school “Innovation Center” located on the western portion of the site, approximately 5,000 square feet of civic meeting space located on the western portion of the site, and an approximately 5,000 square foot building for the “Multi-Modal Transit Center.” The high school Innovation Center is described in more detail in *Section 1.4.2.6* and the Multi-Modal Transit Center is described in more detail in *Section 1.4.2.5*.

Loading and Facility Management Uses

The Hills at Vallco would include approximately 75,000 square feet of loading, storage, facility, and security management space integrated into each block to serve the retail, office, and residential uses on-site.

1.4.2.2 *Common Open Spaces and Landscaping*

Town Squares

The Hills at Vallco would include two town squares: Town Square West on the west side of North Wolfe Road and Town Square East on the east side of North Wolfe Road (refer to Figure 1.4-X). Town Square West would be approximately 1.8 acres in size and Town Square East would be approximately 1.1 acres in size. Both town squares would be programmable green space that would act as a civic/community amenity and park.

Town Square West would be designed with a lawn, enhanced hardscape, landscaping (including trees), and seating that would create a gathering space for outdoor events such as concerts, cultural events, outdoor performances, and movies. These areas would be surrounded by hardscape that could also host events and festivals or serve as exterior dining or social space. The applicant proposes to have the flexibility to close some of the streets around the Town Square West to host events and festivals.

Town Square East would be an open green space area that would serve as an amenity for the surrounding retail and office blocks. Town Square East would include public open space features such as a water feature, landscaping (including trees), and seating.

Direct pedestrian access to the below-ground parking garages would be provided from both town squares.

Green Roof

The Hills at Vallco project would include a 30-acre green roof. The topography of the green roof would vary and expand over the tops of the buildings on-site, and would eventually come to existing grade at the western boundary of the site at Stevens Creek Boulevard. The green roof would include landscaping and active and passive open spaces. The rooftop landscaping would consist of native and/or drought tolerant species such as native oak trees, manzanita, needlegrass, and native sedges. Not all areas of the green roof would be accessible to the public. The proposed green roof would consist of the following five open space areas:

1. **Oak Grove** – The oak grove would be located on the western edge of the site and would provide at-grade public pedestrian access to the green roof from Stevens Creek Boulevard. This edge would be planted with canopy trees that would serve as a visual buffer to the adjacent residential neighborhood.
2. **Community Activities** – The community activities would be located in the center of the green roof and include active programmatic uses including a large play space and garden for children, community meeting spaces, and amphitheater and performance spaces. Amenities such as a café and wine bar may also be located within this area.
3. **Vineyards** – The vineyards would be located in the northeastern portion of the roof and would include trails, as well as gathering and performance spaces.

4. Orchards – The orchards would include fruit trees and be located on the roof at the northwest corner of Stevens Creek Boulevard and Wolfe Road. It is envisioned that the orchards, together with the vineyards, would provide the community with agricultural-related educational and seasonal activities.
5. Nature Preserve – The nature preserve would be located on the eastern and western portions of the roof. The nature preserve would include open areas, landscaping, and trails, as well as stormwater treatment control measures.

The green roof would include nine pavilions totaling approximately 115,000 square feet at various locations on the roof (see Figure 1.4-X). These pavilions would serve a variety of purposes and would be for community use, retail use, residential use, or office use.

Much of the green roof would be accessible to the general public. Some areas, however, would be limited to the residents and office employees. The building square footages on the green roof would be allocated as follows:

- A total of 35,000 square feet for commercial uses (i.e., 5,000 square foot wine tasting area, 20,000 square feet of retail pavilions, and a 10,000 square foot fitness area);
- 35,000 square feet for office uses (20,000 square foot conference hall and 15,000 cafeteria/fitness area); and
- 25,000 square feet for residential uses (e.g., fitness center, clubhouse, and pool)
- 20,000 square feet for a civic/community banquet hall.

The proposed open space areas and amenities on the green roof are shown on Figure 1.4-X.

Landscaping

Most of the landscaping on-site would be on the green roof, with additional landscaping in the town squares and along the perimeter of the site and internal streets. The Hills at Vallco project would preserve over 500 existing trees on-site and plant approximately 900 new trees on-site. The landscaping and trees on-site would be irrigated with non-potable water from sources such as municipal recycled water or on-site greywater and stormwater capture. Conceptual landscape plans are shown on Figures 1.4-X – X.

1.4.2.3 Site Access, Circulation, and Parking

Vehicular Access and Parking

As shown on Figure 1.4-X, vehicles would access the site from driveways on Stevens Creek Boulevard, Perimeter Road, Vallco Parkway, and North Wolfe Road. The Hills at Vallco would be designed with a grid street pattern within the site, with Avenues A through D running north to south and 1st through 7th Streets running east to west.

The Hills at Vallco would provide parking in accordance with the City’s Municipal Code parking regulations outlined in Municipal Code Chapter 19.124. It is estimated that the project would include a total of approximately 9,175 parking spaces, which would be provided in a below-ground parking structure, on-street, and above-ground parking structures with a parking guidance system that would direct vehicles to available parking spaces. Access to the parking facilities would be provided from North Wolfe Road, Perimeter Road, and proposed internal streets, as shown on Figure 1.4-X.

Below-Ground Parking Structures

Parking for the proposed commercial uses, as well as some residential and office uses, would be provided in two large underground parking garages connected by a tunnel. The underground parking garages would be located under the entire project site and would include approximately 6,580 parking spaces. The below-ground parking garage on the west side of North Wolfe Road would be one level and the below-ground parking garage on the east side of North Wolfe Road would be two levels. A new tunnel under North Wolfe Road would be constructed to allow vehicular circulation between two below-ground parking garages.

On-Street Parking and Above-Ground Parking Structures

The remaining 2,595 parking spaces would be provided on streets within the project site and in above-ground parking structures. The on-street parking on-site is proposed to be short-term parking. Long-term parking for the proposed residential and office uses would be provided in designated parking structures that would be integrated into the blocks where the uses are proposed (Blocks 1, 2, 4, 8, and 16).

The parking facilities on-site are shown on Figures 1.4-X – X.

Transit Access

The proposed transit circulation for The Hills at Vallco is shown on Figure 1.4-X. As part of The Hills at Vallco, the existing VTA bus stops on Stevens Creek Boulevard, Wolfe Road, and Vallco Parkway would be improved by providing duck-outs and enhanced bus shelters per VTA recommendations and lengthening the stops where necessary to accommodate multiple buses at one time. It is intended that the existing bus stop on the north side of Stevens Creek Boulevard between Wolfe Road and Perimeter Road would function as part of the proposed “Multi-Modal Transit Center” where the proposed community shuttle (described below under *Infrastructure Improvements*), VTA buses (specifically bus route 23 and 323), future Bus Rapid Transit, corporate shuttles, and sharing economy transportation services (e.g., rideshare, bikeshare, and Zipcar) would stop. It is envisioned that the Multi-Modal Transit Center would be an information center, drop-off point, bike sharing distribution point, and stop for the community shuttle and other forms public transit.

In addition, The Hills at Vallco would include dedicated curbside areas for commuter shuttles and a complementary community shuttle (in coordination and partnership with the City, VTA, and corporate employers) near the intersection of Vallco Parkway and Perimeter Road. The proposed

transportation infrastructure improvements are described in more detail below in *Section 1.4.2.5* below.

Bicycle Access

The proposed bicycle facilities on-site are shown on Figure 1.4-X. Bicycle facilities, including bike trails and Class I-III bikeways, would follow the proposed street grid pattern. The proposed bicycle facilities on-site would connect to the existing bikeways on North Wolfe Road, Vallco Parkway, and Stevens Creek Boulevard. Within the project site, bike improvements such as bike lanes painted green, bike lane sharing arrows (sharrows), and bike boxes are proposed.⁹ A shared use path for bicyclists and pedestrians is proposed on Perimeter Road.

Short-term bicycle parking racks would be provided in areas accessible to the public and other users of the site. In addition, bicycle lockers, indoor bicycle parking, and charging areas for electric bicycles would be provided throughout the project site. Bicycle repair stations, which would include tools necessary to perform basic bike repairs and maintenance such as bike pumps and work stands, are also proposed throughout the site. Within the proposed mixed-use office buildings, showers and changing facilities for office employees would be provided. A bike hub is proposed on the western portion of the project site and would include community space, bike repair services, and retail services operated by a third party vender.

Pedestrian Access

The proposed pedestrian facilities on-site are shown on Figure 1.4-X. All pedestrian connections and facilities would meet Americans with Disabilities Act (ADA) accessibility standards.

Pedestrian sidewalks would follow the proposed street grid pattern. To accommodate the proposed bicycle lanes and designated commuter shuttle curbside stop areas on Perimeter Road, the sidewalks on the opposite side of the development site on Perimeter Road would be reconfigured. The Hills at Vallco project includes replacing the existing enclosed bridge over North Wolfe Road with a pedestrian bridge that would connect the town squares East and West (refer to Figure 1.4-X).

Pedestrians would be able to access the proposed green roof from the town squares, at the intersection of Perimeter Road and Stevens Creek Boulevard, and near the intersection of North Wolfe Road and Vallco Parkway. Figure 1.4-X shows the pedestrian access points to the green roof, as well as the meandering pedestrian pathways on the roof. In addition, the proposed green roof would also connect across North Wolfe Road above the pedestrian bridge. The project also would include pedestrian connections to the two properties north of Perimeter Road (the SIMEON property and the KCR Development/Hyatt House property) and the future I-280 trail.

⁹ A bike box is a designated area at the head of a traffic lane at a signalized intersection that provides bicyclists with a safer and more visible way to get in front of queuing traffic during the red signal phase.

Transportation Demand Management Program

The Hills at Vallco includes a Transportation Demand Management (TDM) program to encourage alternative modes of transportation to single-occupancy vehicle trips. Specifically, the TDM program may include trip reduction features such as:

- Carpool, carshare, and rideshare;
- Complementary community shuttle in coordination and partnership with the City, VTA, and corporate employers;
- Bicycle repair stations, hub, parking, and wayfinding features on-site;
- Shower and changing facilities for office employees on-site;
- A Multi-Modal Transit Center on-site that supports carpool, carshare, and rideshare programs;
- Electric vehicle parking on-site; and
- Financial incentives for future tenants and employees to walk, bicycle, or take transit.

1.4.2.4 *Utility Improvements*

Central Plant

The Hills at Vallco includes a “Central Plant” at the northern portion of Block 16, adjacent to I-280. The Central Plant would provide centralized heating and cooling to the project. The Central Plant would consist of a 10,000 ton condenser water system which would serve as a heat sink/source for individual water cooled HVAC systems throughout the development. In addition, a 16,000 ton per hour ice plant would be used for off hour thermal storage.

The Central Plant would contain cooling towers in the upper stories of the parking structure on the northeast corner of the project site. The Central Plant would house conventional cooling and heating equipment including a boiler plant, a pump house, and switchgear. The heat pumped water for heating and cooling of the buildings on-site would be distributed throughout the site from the Central Plant via piping installed in the below-ground parking area.

Emergency Back-Up Generators

The project includes back-up generators to power the site in the event of a power outage. It is anticipated that the project would include 20 back-up building generators and two back-up parking garage generators.

Storm Drain

Currently, there is an existing storm drain line that runs north down North Wolfe Road and cuts through a portion of the project site. The Hills at Vallco would redirect the existing stormwater drainage on North Wolfe Road to flow to Vallco Parkway (instead of through the project site) and then east down Vallco Parkway to the intersection with Perimeter Road. A new public storm drain is proposed to be installed in Perimeter Road in the public utility easement for discharge into the Santa

Clara Valley Water District Junipero Serra Channel located along I-280. All existing laterals and catch basins at the project site are proposed to be reconnected to this new line. Figure 1.4-X shows the existing and proposed storm drain system serving the project site.

Sanitary Sewer

Currently, there is an existing sewer main that runs north on North Wolfe Road and cuts through a portion of the project site. The Hills at Vallco would reroute the main that flows north in North Wolfe Road to flow to Vallco Parkway to the intersection with Perimeter Road. A new sewer main is proposed in Perimeter Road within the public utility easement. The new pipe in Perimeter Road would be connected to a pipe system that crosses I-280. All existing laterals in Vallco Parkway are proposed to be reconnected to the new sewer main in Perimeter Road.

The existing pipe that crosses I-280 is not of sufficient size to serve the proposed development. The existing sewer main line would need to be upsized, or a parallel pipe system would need to be installed, in order to provide adequate sewer for the development and other properties currently served by the main. Upsized (or parallel line) would need to extend from Perimeter Road, across I-280, north on North Wolfe Road to the intersection of Pruneridge Ave. Sizing and extent of improvements are dictated by the Cupertino Sanitary District's sewer model. Figure 1.4-X shows the existing and proposed options (upsizing and parallel line) for sewer service for the project site.

Water

Currently, there is an existing water main that runs north to south in North Wolfe Road and enters the project site. The Hills at Vallco would reroute the main line that runs down North Wolfe Road and direct it to new main lines in Perimeter Road. These new main lines would be reconnected to the water main in I-280. All building fire water is proposed to be served by the new water mains in Perimeter Road. Figure 1.4-X shows the existing and proposed water lines serving the project site.

Recycled Water

Recycled water infrastructure is currently being extended to serve the planned Apple Campus 2 and Hamptons Apartments project north of the project site. The project includes the extension of the recycled water infrastructure approximately 0.8 miles from Pruneridge Avenue, under I-280 to the project site. Recycled water would be used on-site for irrigation and heating and cooling systems.

Other

The Hills at Vallco would connect to existing underground gas lines, communication lines, and electric lines in the project area. **[Note to Applicant: Are any PG&E upgrades required?]**

1.4.2.5 Transportation Improvements

Roadway/Vehicular Circulation Improvements

The Hills at Vallco includes a new signalized intersection on North Wolfe Road between Vallco Parkway and the I-280 interchange to allow for left turns into the eastern portion of the project from southbound North Wolfe Road. This intersection would replace the existing on and off ramps from North Wolfe Road to Perimeter Road and would include bicycle and pedestrian crossings at grade across North Wolfe Road. Adaptive traffic signal management improvements (i.e., traffic signal timing upgrades) would also be completed between Stevens Creek Boulevard and I-280 to improve vehicular traffic flow on North Wolfe Road.

The Hills at Vallco would modify the existing Perimeter Road tunnel to provide adequate height clearance for service vehicles, trucks, and emergency vehicles and to build an additional tunnel under North Wolfe Road to connect the parking basements on the east and west sides of North Wolfe Road.

Transit Improvements

The project proponent proposes to coordinate and partner with the City, VTA, and corporate employers to fund a complimentary community shuttle for Cupertino residents and employees with stops at key locations within the City including, but not limited to, the library, Civic Center, Memorial Park, De Anza College, local high school(s), and Apple Campus 2.

The Hills at Vallco includes the improvement of the existing VTA bus stops on Stevens Creek Boulevard, North Wolfe Road, and Vallco Parkway by constructing bus duck-outs and enhanced bus shelters per VTA recommendations and lengthening the stops where necessary to accommodate multiple buses at one time. The Hills at Vallco would establish a “Multi-Modal Transit Center” where the existing bus stop is currently located on the north side of Stevens Creek Boulevard between North Wolfe Road and Perimeter Road. The Multi-Modal Transit Center would include an approximately 5,000 square foot building, seating areas, information kiosks, and state of the art real-time transit information. A pedestrian entrance plaza to the Transit Center would be located on Stevens Creek Boulevard.

Dedicated curbside areas for commuter shuttles near the intersection of Vallco Parkway and Perimeter Road are also proposed. The dedicated curbside areas would be large enough for several commuter shuttles to load/unload at one time.

Bicycle and Pedestrian Improvements

To facilitate bicycle and pedestrian movement, the Hills at Vallco would restripe and color bicycle lanes on North Wolfe Road from Stevens Creek Boulevard to I-280 where appropriate as determined by the City; improve sidewalks along North Wolfe Road from Stevens Creek Boulevard to I-280 by installing pedestrian-scale lighting and street furniture; and replace the existing, enclosed bridge over North Wolfe Road with an open pedestrian bridge.

1.4.2.6 *School Improvements*

Cupertino Union School District

The Hills at Vallco project includes an education facilities and programs investment for Cupertino Union School District consisting of the following:

- Construction of a new 700-student elementary school at the former site of the Nan Allan Elementary School located at 10255 North Portal Avenue in Cupertino;
- Replacement of all portable/temporary classrooms at Collins Elementary School located at 10300 North Blaney Avenue with permanent classrooms;
- Improvement of school playing fields at the former Nan Allan Elementary School and Collins Elementary School;
- Creation and funding of a \$1 million endowment for the 8th grade Yosemite Science Program; and
- Payment of the required school impact fee pursuant to California Government Code Section 65996.

A conceptual site plan of the improvements at Collins Elementary School and the former Nan Allan Elementary School is shown on Figure 1.4-X.

Fremont Union High School District

The Hills at Vallco project includes an education facilities and programs investment for Fremont Union High School District that includes a new 10,000 square foot, turn-key “Innovation Center” at the development site. The Innovation Center would be a flexible, multi-use space that would be leased to the Fremont Union High School for high school students to build projects in collaboration with the community.¹⁰ The Innovation Center is envisioned to serve as:

- Student-led business incubator;
- Work-based learning initiatives hub;
- Robotics team competition arena;
- Multi-disciplinary brainstorming and prototyping space;
- Centrally-located classroom for students from all five high school campuses within the school district;
- Performance space; and
- Exhibition space.

In addition, the project would pay the required school impact fee pursuant to California Government Code Section 65996.

¹⁰ The project would lease the Innovation Center to the Fremont Union High School District for a term of 34 years at for \$1 per year.

1.4.2.7 *Green Building Measures*

The Hills at Vallco is proposed to be designed and constructed to meet or exceed the requirements of the current 2013 California Green Building Standards Code and the 2013 California Energy Code. It is proposed that The Hills at Vallco achieve LEED Platinum certification. The Hills at Vallco would achieve LEED Platinum by incorporating green building measures including, but not limited to:

- Constructing a 30-acre green roof;
- Incorporating water conservation measures (e.g., utilizing municipal recycled water for landscape irrigation, cooling towers, and toilet flushing; collecting rainwater for irrigation; utilizing drip irrigation for all landscape trees; and installing low-flow and ultra-low flow plumbing fixtures);
- Designing the buildings to utilize natural ventilation and daylight;
- Implementing energy design strategies such as low energy systems, displacement ventilation, LED lighting, load scheduling, and others; and
- Installing on-site photovoltaic systems.

1.4.2.8 *Construction*

It is anticipated that the project would be constructed over five years, commencing in 2017 and concluding in 2022. Staging of construction equipment and vehicles would primarily be on-site with some staging within the public right-of-way for the improvement/construction of the tunnels under North Wolfe Road and the bridge over North Wolfe Road. Details about the construction phasing, demolition, grading, and excavation are provided below.

Phasing

According to the applicant, the demolition of Vallco Shopping Mall and construction of The Hills at Vallco would be phased as follows:

- Phase 1 – The demolition and construction activities would start at the northwestern portion of the development site, in the location of the former Macy’s and Macy’s parking structure. Demolition and construction would occur concurrently on the east side of North Wolfe Road where JCPenney and parking areas are located.
- Phase 2 – Once Blocks 5 and 6 are constructed on the northwest portion of the site, the existing movie theaters (AMC Theater), bowling alley, fitness center, and ice rink would be relocated to the newly constructed mixed-use buildings on these blocks. The construction is planned to be phased this way to minimize disruption in operation for these businesses. Once the movie theaters, bowling alley, fitness center and ice rink are relocated, demolition and construction would continue south towards Stevens Creek Boulevard and on the remaining areas on the east side of North Wolfe Road. The applicant intends to construct the proposed residential mixed-use blocks (Blocks 1-9) in the final phase of the project.

Demolition, Grading, and Excavation

The Hills at Vallco would require demolition of the existing improvements on-site including the large shopping mall that includes basements and retaining walls. Demolition materials including concrete, asphalt, and base rock may be recycled and reused on-site. A concrete crusher would be used on-site and located on the eastern portion of the project site, east of North Wolfe Road.

The site elevations would generally follow the existing topography of the site in order to minimize grading, excavation, and reworking of the existing roads.

The Hills at Vallco would include two large below-ground parking garages. The maximum depth of excavation for the below-ground parking garage on the west side of North Wolfe Road would be approximately 20 feet and approximately 31 feet for the below-ground parking garage on the east side of North Wolfe Road. It is anticipated that approximately 2.2 million cubic yards of soil would be excavated for the proposed below-ground garages and most of the excavated soil would be hauled off-site. The applicant anticipates that the soiled hauled off-site would be used at another construction site within 20 miles of the project site.

Some of the soil excavated is proposed to be used on the green roof and at-grade landscaped areas. It is estimated that 168,000 cubic yards of soil would need to be imported to the site. The imported soil would be used as topsoil on the green roof and mixed with existing soil on-site.

Table 1.4-X: Summary of The Hills at Vallco Project*

Land Use	
Commercial	<p>Total of 650,000 square feet of commercial uses located in all blocks of the project, consisting of:</p> <ul style="list-style-type: none"> • 600,000 square feet of retail/restaurant/event/entertainment uses, of which: <ul style="list-style-type: none"> – A minimum of 420,000 square feet would be retail/restaurant uses including large and small retail stores, food establishments, and limited personal services; and – 180,000 square feet of which could be entertainment uses such as a movie theater, ice rink, and bowling alley. • 50,000 square feet of fitness uses (10,000 square feet of which would be located on the green roof).
Office	<ul style="list-style-type: none"> • A total of 2.0 million square feet of office uses located in Blocks 9-16. • An additional 345,000 square feet of amenity space solely for the office uses including a 20,000 square foot conference hall on the green roof, 15,000 square foot cafeteria/fitness area on the green roof, a total of 175,000 square foot testing and workshop space in Blocks 11-16, and a total of 135,000 square feet of other amenity spaces in Blocks 11-16.
Residential	<p>Total of 800 residential dwelling units located in Blocks 1-4 and 7-9, consisting of:</p> <ul style="list-style-type: none"> • 680 market-rate apartments; • 80 below-market rate apartments; and • 40 market-rate senior apartments.

Table 1.4-X: Summary of The Hills at Vallco Project*

	<ul style="list-style-type: none"> An additional 25,000 square feet of amenity space solely for residents on the roof including a fitness center, clubhouse, and pool.
Civic/Community	<ul style="list-style-type: none"> 20,000 square foot community banquet hall on the green roof, 10,000 square foot high school Innovation Center located in the western portion of the site, 5,000 square foot civic meeting space located in the western portion of the site, and 5,000 square foot “Multi-Modal Transit Center.”
Common Open Spaces/Landscaping	
Town Squares	Approximately 1.8-acre Town Square West and approximately 1.1-acre Town Square East. Both town squares would have programmable green space for community events and activities.
Green Roof	<p>30-acre green roof would include landscaping, active and passive open spaces, and nine pavilions totaling approximately 115,000 square feet. The pavilions would serve a variety of purposes and would either be for community, retail, residential, or office uses.</p> <ul style="list-style-type: none"> Green roof would have five distinct areas: oak grove, community activities, vineyards, orchards, and nature preserve. Much of the green roof would be accessible to the public. The building square footages on the green roof would be allocated as follows: <ul style="list-style-type: none"> A total of 35,000 square feet for commercial uses (i.e., 5,000 square foot wine tasting area, 20,000 square feet of retail pavilions, and a 10,000 square foot fitness area); 35,000 square feet for office uses (20,000 square foot conference hall and 15,000 cafeteria/fitness area); and 25,000 square feet for residential uses (e.g., fitness center, clubhouse, and pool) 20,000 square feet for a civic/community banquet hall.
Landscaping	Most landscaping would be on the green roof with additional landscaping in the town squares and along the perimeter of the site and internal streets.
Access, Circulation, and Parking	
Vehicular Access and Parking	<p>Grid street pattern proposed throughout site with Avenues A-D running north and south and 1st-7th Streets running east and west. Vehicles would be able to access the on-site street network from Stevens Creek Boulevard, Perimeter Road, and North Wolfe Road.</p> <p>Parking would be provided in a large below-ground parking garage, on-street, and at-grade parking structures. Proposed residential and office uses would have designated at-grade parking structures.</p>
Transit Access	Existing bus stops on the project site frontage on Stevens Creek Boulevard, North Wolfe Road, and Vallco Parkway would be improved with duck-outs and enhanced bus shelters per VTA recommendations. The existing bus stop on the north side of Stevens Creek Boulevard between North Wolfe Road and Perimeter Road would function as a “Multi-Modal Transit Center.” Dedicated curbside areas for commuter shuttles are proposed near the intersection of Vallco Parkway and Perimeter Road.
Bicycle Access and Parking	New bike trails and Class I-III bikeways are proposed to follow the street grid pattern on-site. The proposed bicycle facilities would connect to existing bikeways on North Wolfe Road, Vallco Parkway, and Stevens Creek Boulevard. Bicycle parking racks, lockers, and charging areas for electric bicycles are proposed on-site. A bike hub is proposed on the western portion of the site.
Pedestrian Access	New pedestrian trails and sidewalks are proposed to follow the street grid pattern on-site. The existing enclosed bridge over North Wolfe Road would be replaced with a landscaped

Table 1.4-X: Summary of The Hills at Vallco Project*

	pedestrian bridge that would connect the two proposed town squares. The green roof would be accessible from the town squares, at the western site boundary at Stevens Creek Boulevard, and near the intersection of North Wolfe Road and Vallco Parkway.
Transportation Demand Management Program	Encourage alternative modes of transportation by including features such as: <ul style="list-style-type: none"> • Carpool, carshare, and rideshare; • Complementary community shuttle in coordination and partnership with the City, VTA, and corporate employers; • Bicycle repair stations, hub, parking, and wayfinding features on-site; • Shower and changing facilities for office employees on-site; • A Multi-Modal Transit Center on-site that supports carpool, carshare, and rideshare programs; • Electric vehicle parking on-site; and • Financial incentives for future tenants and employees to walk, bicycle, or take transit.
Utility Improvements	
Central Plant	A central heating, ventilation, and air conditioning system for the entire project consisting of a 10,000 ton condenser water system and 16,000 ton per hour ice plant located in Block 16.
Back-Up Generators	20 back-up building generators and two back-up parking garage generators
Storm Drain, Sanitary Sewer, Water	<ul style="list-style-type: none"> • Rerouting the existing stormwater drainage on North Wolfe Road to flow to Vallco Parkway to a new, proposed storm drain line in Perimeter Road. The new storm drain line would discharge into the Junipero Serra Channel. • Rerouting the sewer main that flows north in North Wolfe Road to flow to Vallco Parkway to a new, proposed sewer main in Perimeter Road. The new sewer main would connect to an existing sewer main that crosses I-280. • Rerouting the water main in North Wolfe Road that enters the project site to new water main lines proposed in Perimeter Road. These new water mains would connect to an existing water main in I-280.
Recycled Water	<ul style="list-style-type: none"> • Extending the existing recycled water infrastructure that is located north of the site under I-280, south on North Wolfe Road to Stevens Creek Boulevard.
Transportation Improvements	
Roadway/Vehicular Circulation	<ul style="list-style-type: none"> • Constructing a new signalized intersection on North Wolfe Road between Vallco Parkway and the I-280 interchange. • Modifying the existing tunnel under North Wolfe Road to allow for east-west access for emergency and service vehicles, by providing adequate height clearances. • Building an additional tunnel under North Wolfe Road to connect the proposed parking basements on the east and west sides of North Wolfe Road.
Transit	<ul style="list-style-type: none"> • Funding a complementary community shuttle in coordination and partnership with the City, VTA, and corporate employers. • Improving existing bus stops along the project site frontage. • Designating the existing bus stop on the north side of Stevens Creek between North Wolfe Road and Perimeter Road as a “Multi-Modal Transit Center,” which would include an associated 5,000 square foot building. • Dedicating curbside areas for commuter shuttles near the intersection of Vallco Parkway and Perimeter Road.
Bicycle and Pedestrian	<ul style="list-style-type: none"> • Restriping and coloring bicycle lanes on North Wolfe Road from Stevens Creek Boulevard to I-280.

Table 1.4-X: Summary of The Hills at Vallco Project*

	<ul style="list-style-type: none"> Improving sidewalks along North Wolfe Road from Stevens Creek Boulevard to I-280 by installing pedestrian-scale lighting and street furniture. Replacing the existing, enclosed bridge over North Wolfe Road with a pedestrian bridge.
School Improvements	
Cupertino Union School District	<ul style="list-style-type: none"> Constructing a new 700-student elementary school located at 10255 North Portal Avenue in Cupertino; Replacing all portable/temporary classrooms at Collins Elementary School with permanent classrooms; Improving the existing play fields at Collins Elementary School; Creating and funding of \$1 million endowment for the 8th grade Yosemite Science Program; and Paying the required school impact fee pursuant to California Government Code Section 65996.
Fremont Union High School District	<ul style="list-style-type: none"> Constructing a 10,000 square foot High School “Innovation Center” on-site available to the High School District for rent for 34 years; and Paying the required school impact fee pursuant to California Government Code Section 65996.
Building and Construction Details	
LEED Platinum (or equivalent)	Incorporate green building measures including, but not limited to, a 30-acre green roof, water conservation measures, building design to utilize natural ventilation and daylight, energy design strategies, and on-site photovoltaic systems.
Demolition and Construction	The existing Vallco Shopping Mall would be demolished. Construction would be phased and the development project is estimated to be completed in a total of five years. Staging of construction equipment and vehicles would primarily be on-site. Approximately 2.2 million cubic yards of soil would be excavated and most of the excavated soil would be hauled off-site. Approximately 168,000 cubic yards of clean soil would be imported to the site.
Note: * This table provides a summary of the main details of The Hills at Vallco project proposal. Refer to the text of the project description (Section 1.4.2) for complete details.	

1.5 PROJECT OBJECTIVES

1.5.1 City Objectives

According to the City’s Community Vision 2040, the City envisions the Vallco Shopping District as a new mixed-use “town center” and gateway for Cupertino. The area will become a primary regional destination for shopping, dining and entertainment, providing the City with additional sales tax revenue generators.

The vision for the site includes an interconnected street grid network of bicycle and pedestrian-friendly streets, more pedestrian-oriented buildings with active uses lining Stevens Creek Boulevard and North Wolfe Road, and publicly-accessible parks and plazas that support a pedestrian-oriented feel of the revitalized area.

New development in the Vallco Shopping District will provide buffers between adjacent single-family neighborhoods in the form of boundary walls, setbacks, landscaping, and/or building transitions.

The project will leverage Cupertino’s centralized location between the Peninsula and South Bay Area, providing travelers with high-quality lodging accommodations. Guests would be located conveniently just steps away from various retail stores and service establishments located along the ground floor. Nearby anchor restaurants would provide opportunities for formal or informal engagements.

The Shopping District will place an emphasis on human scale, providing public spaces and activity nodes that are easily accessible by active modes of travel through an intuitively connected street grid network. High-quality materials and architectural elements will aid in creating a sense of place and enhance the “town center” aesthetic. Pedestrian-oriented buildings differentiated by appropriate street, block and building typology will distinguish public realms, transition areas and areas of open space. This will elicit interest, exploration and interaction from both residents of the new development and visitors alike.

The Vallco Shopping District will provide dwelling units on the upper floors of the mixed-use development above the commercial and active uses on the ground floor. The residential units will bolster the supply of available housing for all socio-economic segments and help the City to meet the identified regional housing need as detailed in the Housing Element of the 2040 General Plan.

The intimate town center environment will appeal to active seniors seeking to improve their quality of life, allowing them to be in close proximity to goods and services.

The allure of reduced commute times, accessibility to public transit and variety of food and entertainment options will attract both employers and professionals to work for the companies occupying the amenity rich office space incorporated into the Town Center.

In summary, the City’s project objectives are to adopt a Vallco Shopping District Specific Plan that will facilitate the following:

- Creation of a new mixed-use Town Center involving complete redevelopment of the Vallco Shopping Mall site; and
- Implement the Goals, Policies and Strategies of the General Plan listed below.

<u>Strategies/ Policies/Goals</u>	<u>Description</u>
Goal LU-19	Create a distinct and memorable mixed-use “Town Center” that is a regional destination and a focal point for the community.
Policy LU-19.1	Create a Vallco Shopping District Specific Plan prior to any development on the site that lays out the land uses, design standards and guidelines, and infrastructure improvements required.
Strategy LU-19.1.1	Redevelopment will require a master developer in order to remove the obstacles to the development of a cohesive district with the highest levels of urban design.
Strategy LU-19.1.2	Parcel assembly and a plan for complete redevelopment of the site is required prior to adding residential and office uses. Parcelization is highly discouraged in order to preserve the site for redevelopment in the future.
Strategy LU-19.1.3	The “town center” plan should be based on complete redevelopment of the site in order to ensure that the site can be planned to carry out the community vision.
Strategy LU-19.1.4	The following uses are allowed on the site: Retail: High-performing retail, restaurant, and entertainment uses. Maintain a minimum of 600,000 square feet of retail that provides a good source of sales tax for the City. Entertainment uses may be included but shall consist of no more than 30 percent of retail uses. Hotel: Encourage a business class hotel with conference center and active uses including main entrances, lobbies, retail, and restaurants on the ground floor. Residential: Allow residential on upper floors with retail and active uses on the ground floor. Encourage a mix of units for young professionals, couples and/or active seniors who like to live in an active “town center” environment. Office: Encourage high-quality office space arranged in a pedestrian-oriented street grid with active uses on the ground floor, publicly-accessible streets and plazas/green space.
Strategy LU-19.1.5	Create streets and blocks laid out using “transect planning,” which includes a discernible center and edges, public space at center, high quality public realm, and land uses appropriate to the street and building typology.
Strategy LU-19.1.6	Provide a newly configured complete street grid hierarchy of streets, boulevards and alleys that is pedestrian-oriented, connects to existing streets, and creates walkable urban blocks for buildings and open space. It should also incorporate transit facilities, provide connections to other transit nodes and coordinate with the potential expansion of Wolfe Road bridge over Interstate 280 to continue the walkable, bike-able boulevard concept along Wolfe Road. The project should also contribute towards a study and improvements to a potential Interstate 280 trail along the drainage channel south of the freeway and provide pedestrian and bicycle connections from the project sites to the trail.

<u>Strategies/ Policies/Goals</u>	<u>Description</u>
Strategy LU-19.1.7	Improve Stevens Creek Boulevard and Wolfe Road to become more bike and pedestrian-friendly with bike lanes, wide sidewalks, street trees, improved pedestrian intersections to accommodate the connections to Rosebowl and Main Street.
Strategy LU-19.1.8	Open space in the form of a central town square on the west and east sides of the district interspersed with plazas and “greens” that create community gathering spaces, locations for public art, and event space for community events.
Strategy LU-19.1.9	Buildings should have high-quality architecture, and an emphasis on aesthetics, human scale, and create a sense of place. Additional heights may be approved in specific areas by the City Council as part of the Community Benefits Program and per heights allowed in the Community Form Diagram. Taller buildings should provide appropriate transitions to fit into the surrounding area.
Strategy LU-19.1.10	High-quality buildings with architecture and materials befitting the gateway character of the site. The project should provide gateway signage and treatment.
Strategy LU-19.1.11	A phasing plan that lays out the timing of infrastructure, open space and land use improvements that ensures that elements desired by the community are included in early phases.
Strategy LU-19.1.12	Parking in surface lots shall be located to the side or rear of buildings. Underground parking beneath buildings is preferred. Above grade structures shall not be located along major street frontages. In cases, where above-grade structures are allowed along internal street frontages, they shall be lined with retail, entries and active uses on the ground floor. All parking structures should be designed to be architecturally compatible with a high-quality “town center” environment.
Strategy LU-19.1.13	Retain trees along the Interstate 280, Wolfe Road and Stevens Creek Boulevard to the extent feasible, when new development are proposed.
Strategy LU-19.1.14	Consider buffers such as setbacks, landscaping and/or building transitions to buffer abutting single-family residential areas from visual and noise impacts.

The project should also be consistent with the following General Plan strategies, policies, and goals listed below.

<u>Strategies/ Policies/Goals</u>	<u>Description</u>
Strategy LU-13.7.1	Provide active uses along the street frontage, bike lanes, sidewalks that support pedestrian-oriented activity, improved pedestrian crossings at street intersections, and attractive transit facilities (e.g., bus stops, benches, etc.).
Goal HE-1	An adequate supply of residential units for all economic segments.
Goal HE-2	Housing is affordable for a diversity of Cupertino households.

<u>Strategies/ Policies/Goals</u>	<u>Description</u>
Strategy HE-1	Provide adequate capacity through the Land Use Element and Zoning Ordinance to accommodate the RHNA of 1,064 units while maintaining a balanced land use plan that offers opportunities for employment growth, commercial/retail services, and amenities.
Policy HE-1.1	Designate sufficient land at appropriate densities to accommodate Cupertino’s Regional Housing Needs Allocation of 1,064 units for the 2014-2022 projection period.
Policy HE-1.2	Provide a full range of densities for ownership and rental housing.
Policy ES-7.2	Strategies for the use of pervious walkways and driveways should be explored.
Policy HE-1.3	Encourage mixed-use development near transportation facilities and employment centers.
Strategy ES-7.11.4	Encourage and promote the use of recycled water in public and private buildings, open space and streetscape planting.
Strategy ES-7.11.5	Encourage on-site water recycling including rainwater harvesting and gray water use.
Policy HS-3.7	Ensure that adequate fire protection is built into the design of multi-story buildings and require on-site fire suppression materials and equipment.
Strategy HS-8.2.1	Locate delivery areas for new commercial and industrial developments away from existing or planned homes.
Strategy HS-8.2.3	Exercise discretion in requiring sound walls to be sure that all other measures of noise control have been explored and that the sound wall blends with the neighborhood. Sound walls should be designed and landscaped to fit into the environment.
Goal INF-4	Implement best practices in stormwater management to reduce demand on the stormwater network, reduce soil erosion, and reduce pollution into reservoirs and the bay.
Strategy INF-7.3.2	Encourage recycling and reuse of building materials during demolition and construction of City, agency and private projects.
Strategy INF-7.3.3	Encourage the use of recycled materials and sustainably harvested materials in City, agency and private projects.
Strategy INF-2.4.2	Require undergrounding of all utility lines in new developments and highly encourage undergrounding in remodels or redevelopment of major projects.
Strategy INF-2.5.2	Encourage private and public projects to incorporate the use of recycled water for landscaping and other uses.
Strategy INF-5.1.2	Require developers to pay their fair share of costs for, or in some cases construct, infrastructure upgrades to ensure that service levels are met.
Policy RPC-2.4	Ensure that each home is within a half-mile walk of a neighborhood park or community park with neighborhood facilities; ensure that walking and biking routes are reasonably free of

<u>Strategies/ Policies/Goals</u>	<u>Description</u>
	physical barriers, including streets with heavy traffic; provide pedestrian links between parks, wherever possible; and provide adequate directional and site signage to identify public parks.
Strategy RPC-3.1.1	Maximize the use of native plants and drought-tolerant planting.
Strategy RPC-8.1.2	Encourage schools to meet their expansion needs without reducing the size of their sports fields.
Policy M-2.1	Adopt and maintain street design standards to optimize mobility for all transportation modes including automobiles, walking, bicycling and transit.
Policy M-2.2	Design roadway alignments, lane widths, medians, parking and bicycle lanes, and sidewalks to complement adjacent land uses to keep with the aesthetic vision of the Planning Area. Improvement standards shall also consider the urban, suburban and rural environments found within the City.
Policy M-2.3	Promote pedestrian and bicycle improvements that improve connectivity between planning areas, neighborhoods and services, and foster a sense of community.
Policy M-2.4	Reduce traffic impacts and support alternative modes of transportation in neighborhoods and around schools, parks and community facilities rather than constructing barriers to mobility. Do not close streets unless there is a demonstrated safety or over-whelming through traffic problem and there are no acceptable alternatives since street closures move the problem from one street to another.
Policy M-2.5	Ensure all new public and private streets are publicly accessible to improve walkability and reduce impacts on existing streets.

1.5.2 Applicant Objectives

The applicant's primary objectives for the project are as follows:

1. Implement the vision in the City's General Plan to redevelop the outdated Vallco Shopping Mall into a vibrant and healthy mixed-use town center by balancing retail, employment, residential, civic and ancillary uses with a focus on providing significant open space features, views, and a gateway to Cupertino.
2. Revitalize this critical urban infill site with a strong and complementary mixed-use program, including retail, office, residential, civic and ancillary uses, at an intensity and density that both promotes visitor activity and interest and is able to financially support an innovative open space, transit center, and civic programs, as well as achieve a high level of sustainability.

The applicant's secondary objectives are as follows:

3. Create an innovative and active gathering place with vitality in design that integrates and encourages walking and cycling and that is compatible with, and complementary to, recent well-designed projects proximate to the project site.
4. Capitalize on the opportunity to utilize existing infrastructure in a manner which furthers local, regional and state compact and sustainable growth goals, including the extension of recycled water.
5. Provide sufficient local serving and destination retail uses to enable Cupertino and South Bay residents and shoppers to reduce vehicle miles travelled and associated greenhouse gas emissions.
6. Create an active, inviting and comfortable place for people to visit, shop, and enjoy dining and entertainment.
7. Provide greater residential variety and density, including additional affordable residential and life-cycle residential.
8. Reduce distances between residential, workplaces, retail businesses, and other entertainment amenities.
9. Improve local access to fresh and healthy foods by integrating more traditional food retail with the vibrancy of local farmers markets, and the heightened awareness of seasonal cycles as well as education opportunities through urban farming.
10. Provide adequate parking and vehicular access that meets the needs of future project visitors, employees, and residents, while encouraging the use of transit, bicycle, and other alternative modes of transportation.
11. Create new residential opportunities in close proximity to employment centers, public transit, shops, restaurants and entertainment uses.
12. Create a new regional civic gathering place that has a strong neighborhood character that is informed by and responding to the ideas, input and concerns of the local community.

1.6 USES OF THE EIR

This EIR provides decision makers in the City of Cupertino and the general public with relevant environmental information to use in considering the proposed project in accordance with the requirements of CEQA and the CEQA Guidelines. This EIR will be used for appropriate discretionary approvals necessary to implement the project, as proposed. As lead agency for the proposed project, the City of Cupertino would be responsible for most of the approvals required for development. Other agencies may also have some authority related to the project and its approvals. The discretionary actions, permits, and approvals that may be required by the City and other agencies is listed in Table 1.5-1 below. This EIR is intended to be used by the City and other agencies when deliberating on required permits and approvals.

Table 1.5-1: Summary of Required Discretionary Actions, Permits, and Approvals	
Lead Agency	Discretionary Action, Permit, Approval
City of Cupertino	<ul style="list-style-type: none"> • Specific Plan Approval • Rezoning • Development Agreement • Development Permits • Conditional Use Permit • Tentative Map • New and Modified Easements, Air Rights, and other Related Agreements • Tree Removal Permits • Architecture and Site Approvals • Encroachment Permits
Responsible Agencies	
Cupertino Sanitary Sewer District	<ul style="list-style-type: none"> • Improvement Plan Approval
Caltrans	<ul style="list-style-type: none"> • Encroachment Permit
Note: The community amenities proposed as part of the project (the community park and nature preserve, transportation improvements, educational facilities and programs funding) are proposed to be included as part of a legally binding and enforceable Development Agreement between the property owner and the City.	

1.7 SUBSEQUENT ENVIRONMENTAL REVIEW

There are uses proposed as part of the project that may require subsequent environmental review because specific details about the construction and/or operation of those uses (e.g., new off-site 700 student elementary school) are unknown at this time. The process followed could include use of this EIR, preparation of an Addendum to this EIR, preparation of a Negative Declaration that tiers from this EIR, or preparation of a supplemental or subsequent EIR. The uses/actions that could require subsequent environmental review include, but are not limited to, the following:

- Construction of a new elementary school at the former Nan Allan Elementary School site located at 10255 North Portal Avenue in Cupertino;
- Development of more than 650,000 square feet of commercial uses, 2.0 million square feet of office uses, 800 residential units on the site, 40,000 square feet of civic/community space, and amenities as described in *Section 1.4.2*; and
- Construction of a modified or new interchange at North Wolfe Road and I-280.

APPENDIX 8C

REFERENCED GENERAL PLAN POLICIES

<u>Policies</u>	<u>Description</u>
M-1.2	<p>Participate in the development of new multi-modal analysis methods and impact thresholds as required by Senate Bill 743. However, until such impact thresholds are developed, continue to optimize mobility for all modes of transportation while striving to maintain the following intersection Levels of Service (LOS) at a.m. and p.m. peak traffic hours:</p> <ul style="list-style-type: none">• Major intersections: LOS D;• Stevens Creek Boulevard and De Anza Boulevard: LOS E+;• Stevens Creek Boulevard and Stelling Road: LOS E+• De Anza Boulevard and Bollinger Road: LOS E+
M-1.3	<p>Continue to plan and provide for a comprehensive system of trails and pathways consistent with regional systems, including the Bay Trail, Stevens Creek Corridor and Ridge Trail.</p>
M-2.1	<p>Adopt and maintain street design standards to optimize mobility for all transportation modes including automobiles, walking, bicycling and transit.</p>
M-2.2	<p>Design roadway alignments, lane widths, medians, parking and bicycle lanes, crosswalks and sidewalks to complement adjacent land uses in keeping with the vision of the Planning Area. Strive to minimize adverse impacts and expand alternative transportation options for all Planning Areas (Special Areas and Neighborhoods). Improvement standards shall also consider the urban, suburban and rural environments found within the city.</p>
M-2.3	<p>Promote pedestrian and bicycle improvements that improve connectivity between planning areas, neighborhoods and services, and foster a sense of community.</p>
M-2.4	<p>Reduce traffic impacts and support alternative modes of transportation rather than constructing barriers to mobility. Do not close streets unless there is a demonstrated safety or over-whelming through traffic problem and there are no acceptable alternatives since street closures move the problem from one street to another.</p>
M-2.5	<p>Ensure all new public and private streets are publicly accessible to improve walkability and reduce impacts on existing streets.</p>
M-2.6	<p>Consider the implementation of best practices on streets to reduce speeds and make them user-friendly for alternative modes of transportation, including pedestrians and bicyclists.</p>
M-3.2	<p>Require new development and redevelopment to increase connectivity through direct and safe pedestrian connections to public amenities, neighborhoods, shopping and employment destinations throughout the city.</p>

<u>Policies</u>	<u>Description</u>
M-3.3	Enhance pedestrian and bicycle crossings and pathways at key locations across physical barriers such as creeks, highways and road barriers.
M-3.4	Preserve and enhance citywide pedestrian and bike connectivity by limiting street widening purely for automobiles as a means of improving traffic flow.
M-3.5	Minimize the number and the width of driveway openings.
M-3.6	Require parking lots to include clearly defined paths for pedestrians to provide a safe path to building entrances.
M-3.8	Require new development and redevelopment to provide public and private bicycle parking.
M-4.4	Work with VTA and/or major developments to ensure all new development projects include amenities to support public transit including bus stop shelters, space for transit vehicles as appropriate and attractive amenities such as trash receptacles, signage, seating and lighting.
M-4.7	Vallco Shopping District Transfer Station - Work with VTA and/or other transportation service organizations to study and develop a transit transfer station that incorporates a hub for alternative transportation services such as, car sharing, bike sharing and/or other services.
M-5.1	Promote Safe Routes to Schools programs for all schools serving the city.
M-5.2	Ensure that bicycle and pedestrian safety improvements include projects to enhance safe accessibility to schools.
M-7.1	Follow guidelines set by the VTA related to transportation impact analyses, while conforming to State goals for multi-modal performance targets.
M-8.3	Employ Transportation Systems Management strategies to improve efficiency of the transportation infrastructure including strategic right-of-way improvements, intelligent transportation systems and optimization of signal timing to coordinate traffic flow.
M-8.4	Require large employers, including colleges and schools, to develop and maintain TDM programs to reduce vehicle trips generated by their employees and students and develop a tracking method to monitor results.
M-8.5	Encourage new commercial developments to provide shared office facilities, cafeterias, daycare facilities, lunchrooms, showers, bicycle parking, home offices, shuttle buses to transit facilities and other amenities that encourage the use of transit, bicycling or walking as commute modes to work. Provide pedestrian pathways and orient buildings to the street to encourage pedestrian activity.
M-9.2	Promote effective TDM programs for existing and new development.

<u>Policies</u>	<u>Description</u>
RPC-1.1	Prepare a citywide Parks and Recreation Master Plan that outlines policies and strategies to plan for the communities open space and recreational needs.
RPC-1.2	Continue to implement a parkland acquisition and implementation program that provides a minimum of three acres per 1,000 residents.
RPC-2.1	<p>The City's parkland acquisition strategy should be based upon three broad objectives:</p> <ul style="list-style-type: none"> • Distributing parks equitably throughout the City; • Connecting and providing access by providing paths, improved pedestrian and bike connectivity and signage; and • Retaining and restoring creeks and other natural open space areas.
RPC-2.3	<p>Strive for an equitable distribution of parks and recreational facilities throughout the city. Park acquisition should be based on the following priority list. Accessibility to parks should be a component of the acquisition plan.</p> <ul style="list-style-type: none"> • High Priority: Parks in neighborhoods or areas that have few or no park and recreational areas. • Medium Priority: Parks in neighborhoods that have other agency facilities such as school fields and district facilities, but no City parks. • Low Priority: Neighborhoods and areas that have park and recreational areas which may be slightly less than the adopted City's parkland standard. • Private Development: Consider pocket parks in new and renovated projects to provide opportunities for publicly-accessible park areas.
RPC-2.4	Ensure that each home is within a half-mile walk of a neighborhood park or community park with neighborhood facilities; ensure that walking and biking routes are reasonably free of physical barriers, including streets with heavy traffic; provide pedestrian links between parks, wherever possible; and provide adequate directional and site signage to identify public parks.
RPC-2.5	Provide parks and recreational facilities for a variety of recreational activities.
RPC-5.1	Dedicate or acquire open space land along creeks and utility through regional cooperation, grants and private development review.
RPC-6.2	Enhance the city's recreational programs through partnerships with other agencies and non-profit organizations.
RPC-8.1	Partner with school districts to allow community use of their sports fields and facilities.
HS-4.1	Continue to support the Neighborhood Watch Program and other similar programs intended to help neighborhoods prevent crime through social interaction.

<u>Policies</u>	<u>Description</u>
HS-4.2	Consider appropriate design techniques to reduce crime and vandalism when designing public spaces and reviewing development proposals.
HS-4.3	Recognize fiscal impacts to the County Sheriff and City of Cupertino when approving various land use mixes.
HS-3.1	Coordinate wildland fire prevention efforts with adjacent jurisdictions. Encourage the County and the Midpeninsula Open Space District to implement measures to reduce fire hazards, including putting into effect the fire reduction policies of the County Public Safety Element, continuing efforts in fuel management, and considering the use of “green” fire break uses for open space lands.
HS-3.2	Involve the Fire Department in the early design stage of all projects requiring public review to assure Fire Department input and modifications as needed.
HS-3.3	Ensure adequate emergency access is provided for all new hillside development.
HS-3.4	Discourage the use of private residential electronic security gates that act as a barrier to emergency personnel.
HS-3.7	Ensure that adequate fire protection is built into the design of multi-story buildings and require on-site fire suppression materials and equipment.
HS-3.8	Encourage the water companies to extend water service into the hillside and canyon areas and encourage cooperation between water utility companies and the Fire Department in order to keep water systems in pace with growth and firefighting service needs.
ES-1.1	Incorporate the principles of sustainability into Cupertino’s planning, infrastructure and development process in order to improve the environment, reduce greenhouse gas emissions and meet the needs of the community without compromising the needs of future generations.
ES-2.1	Encourage the maximum feasible conservation and efficient use of electrical power and natural gas resources for new and existing residences, businesses, industrial and public uses.
ES-3.1	Set standards for the design and construction of energy and resource conserving/efficient building.
ES-7.1	In public and private development, use low impact development (LID) principles to mimic natural hydrology, minimize grading and protect or restore natural drainage systems.
ES-7.2	Minimize stormwater runoff and erosion impacts resulting from development and use low impact development (LID) designs to treat stormwater or recharge groundwater.

<u>Policies</u>	<u>Description</u>
ES-7.4	Review long-term plans and development projects to ensure good stewardship of watersheds.
ES-7.5	Support the Santa Clara Valley Water District efforts to find and develop groundwater recharge sites within Cupertino and provide public recreation where possible.
ES-7.6	Encourage the research of other water sources, including water reclamation.
ES-7.7	Encourage industrial projects, in cooperation with the Cupertino Sanitary District, to have long-term conservation measures, including recycling equipment for manufacturing and water supplies in the plant.
ES-7.8	Retain and restore creek beds, riparian corridors, watercourses and associated vegetation in their natural state to protect wildlife habitat and recreation potential and assist in groundwater percolation. Encourage land acquisition or dedication of such areas.
ES-7.9	Continue to coordinate citywide water conservation and regional water supply problem solving efforts with the Santa Clara Valley Water District (SCVWD), San Jose Water Company and California Water Company.
ES-7.10	Provide public information regarding resource conservation.
ES-7.11	Promote efficient use of water throughout the City in order to meet State and regional water use reduction targets.
INF-7.1	Coordinate with solid waste system providers to utilize the latest technology and best practices to encourage waste reduction and meet, and even, exceed State targets.
INF-7.2	Ensure that public and private developments build new and on-site facilities and/or retrofit existing on-site facilities to meet the City's waste diversion requirements.
INF-7.3	Encourage public agencies and private property owners to design their operations to meet, and even, exceed regulatory waste diversion requirements.
INF-8.1	Meet or exceed Federal, State and regional requirements for solid waste diversion through implementation of programs.