



June 9, 2015

Piu Ghosh, Senior Planner
Community Development Department
City of Cupertino
10300 Torre Avenue
Cupertino, CA 95014

RE: Vallco Specific Plan Redevelopment Project – CEQA Proposal

Dear Ms. Ghosh:

David Powers & Associates (DJP&A) is pleased to offer this scope of work to complete California Environmental Quality Act (CEQA) environmental review for the proposed Vallco Redevelopment project.

The approximately 58-acre project site is located on the west and east sides of Wolfe Road north of Stevens Creek Boulevard and south of Interstate 280 (I-280) in northeast Cupertino. The applicant (Sand Hill Property Company) proposes to redevelop the site with a mix of residential, retail, and office uses. The project will also include above- and below-grade parking.

Based on a review of the General Plan Update scenarios for the Vallco Shopping District and the scale of the project, we expect that an Environmental Impact Report (EIR) will be required. The attached scope of work describes the main issues to be evaluated in the EIR, and the estimated cost and schedule for completion of the EIR.

Our experience preparing CEQA documents for numerous projects throughout the Bay Area and specifically in Cupertino allows us to provide superior service and project management for the City. Please do not hesitate to contact me if you have any questions regarding this proposed scope of work or if there is any additional information you need. Thank you for contacting us, and we look forward to working with you on this project.

Sincerely,

John Schwarz
Principal Project Manager\ Vice President

Project # 15-033

DAVID J. POWERS & ASSOCIATES, INC.

Scope of Work to Prepare an Environmental Impact Report Vallco Specific Plan Redevelopment Project



The following Scope of Work to prepare an Environmental Impact Report (EIR) for the proposed Vallco Specific Plan Redevelopment Project (project) is based upon a review of information provided by the City of Cupertino, a site visit, and DJP&A's past experience with projects of similar magnitude throughout Santa Clara County.

PROJECT UNDERSTANDING

The approximately 58-acre project site consists of 15 parcels (APNs 316-20-080, -081, -082, -088, -092, -094, -095, -099, -100, -101, -103, -104, -105, -106, and -107), located on the west and east sides of Wolfe Road north of Stevens Creek Boulevard and south of I-280 in northeast Cupertino. The project site is developed with a regional shopping center, including a cinema, a gym, bowling alley, restaurants including one with banquet facilities, and parking areas. The project site also includes an approved, but not yet constructed hotel (APN 316-20-092).

The site is surrounded by residential, commercial and retail uses, and I-280. The project site is currently identified as the *Vallco Shopping District Special Area* in the City's Community Vision 2040. A large portion of the site is zoned *Planned Development-Regional Shopping Center* and the rest is zoned *Planned Development-General Commercial*.

A Specific Plan for the 58-acre site is currently under development. The applicant (Sand Hill Property Company) proposes to redevelop a large portion of the site (51 acres of the 58 acres) with residential, retail, office uses, and parks and plazas. It is assumed that the existing cinema, gym, bowling alley uses and potentially the ice skating rink will be maintained on-site or included in the project in another format. The remaining 7 acres that are not in the control of the applicant include an approved, but not yet constructed Hyatt Hotel (APN 316-20-092) and a paved parking lot (APN 316-20-088). The project will also include new above and below grade parking.

It is our understanding that a Specific Plan will be prepared for the site that will be used to define the project description for the CEQA document. In order to assist the City and the applicant in defining the project, DJP&A proposes to include an initial task in our scope in addition to the preparation of the CEQA document.

SCOPE OF WORK

The following scope of work was prepared based upon a review of the project information provided, a site visit, consultation with appropriate technical experts, and DJP&A's past experience with projects of similar magnitude.

Task 1: Defining the Project

DJP&A will provide environmental support and will advise the City and the project team during the initial project definition phase, in order to streamline the environmental documentation process. DJP&A will coordinate with the project team and the City on the development of the Vallco Specific Plan and the project description, and will work to identify any environmental issues that may have an effect on the proposed land use and site plan.

This work will also include coordination with our subconsultants to begin their technical analyses for the EIR, as appropriate. This scope includes our attendance at weekly meetings with the City staff and project team.

Task 2: Administrative Draft EIR

A critical step in the environmental review process is to ensure, at the earliest time possible, that all team members understand the project and are in agreement about the scope of the work. To accomplish this goal, DJP&A proposes the following subtasks described below.

EIR Kick-off Meeting

At the initiation of the EIR process, DJP&A will attend an EIR kick-off meeting with City Staff and the project team (as appropriate) to discuss the project and key environmental issues, and to confirm the technical approach. The list of required project data/information required to prepare the EIR (see list at end of this scope) will also be reviewed at the kick-off meeting.

Scope Refinement and Data Collection

DJP&A will refine the EIR scope if needed, based on the work completed in Task 1, as well as the City’s feedback and kick-off meeting discussion. As part of this subtask, DJP&A will ensure that all information required to complete the technical reports and EIR has been obtained and/or requested.

Process:	EIR initiation → Kick-off meeting → Scope refinement and update list of information required
Deliverables:	✓ An electronic copy of the revised EIR scope (if required) ✓ An electronic copy of an updated list of required project information (if different from list at the end of this proposal)

Once the EIR kick-off and scope refinement is complete, we will complete the EIR project description and Notice of Preparation. These subtasks are described below.

Project Description

Based on the proposed Specific Plan¹ provided by the City, DJP&A will draft a detailed description of the proposed project, including the physical characteristics (maximum office and retail square footage, residential units, maximum building height, setbacks, grading and drainage, landscaping and hardscape, circulation, etc.) of the proposed development. The draft project description will be submitted to the City for review and comment. Based on comments received, DJP&A will finalize the project description.

Process:	Draft project description → City review → finalize project description
Deliverables:	<ul style="list-style-type: none"> ✓ An electronic copy of the draft project description ✓ An electronic copy of the final project description

Notice of Preparation and EIR Scoping Meeting

After finalizing the project description, DJP&A will prepare the EIR Notice of Preparation (NOP), which will alert the public that an EIR will be prepared for the project. DJP&A will prepare the NOP, in accordance with the CEQA and City of Cupertino guidelines. The NOP will include a brief project description, project location map, and an overview of the anticipated environmental impacts. DJP&A will submit a draft NOP to the City for review and comment. Based on comments received, DJP&A will finalize the NOP and provide it to the City for public circulation. DJP&A will submit the NOP to the State Clearinghouse for distribution. The text of the EIR will incorporate significant and relevant issues raised in the responses to the NOP received during its 30-day circulation period.

It is anticipated that the City will hold a public scoping meeting for this project. DJP&A will attend and can assist with preparing materials and/or presenting an overview of the EIR process and issues to be analyzed at this meeting.

Process:	Draft NOP → City Review → Finalize NOP, NOP Circulates → EIR Scoping Meeting →NOP Circulation Ends
Deliverables:	<ul style="list-style-type: none"> ✓ An electronic copy of the draft NOP ✓ An electronic copy of the final NOP ✓ Presentation and handouts for EIR scoping meeting

Preparation of the Administrative Draft EIR

DJP&A will then prepare an Administrative Draft EIR (ADEIR). The EIR will tier off the City’s General Plan Amendment EIR. The ADEIR will include an introduction, summary,

¹ This scope assumes that the EIR will evaluate the proposed Vallco Specific Plan Redevelopment project in its entirety and that the analysis of impacts by phases of development will not be required. If the City or applicant desires to have the EIR identify impacts and mitigation measures by phases, additional budget would be required.

description of the project, environmental setting, in-depth discussion of possible environmental impacts, and identification of mitigation measures to reduce impacts. Cumulative impacts, alternatives to the project, and other sections required by the CEQA Guidelines will also be included. The main sections of the EIR are described below.

Introduction

The introduction to the EIR will provide a general overview of the CEQA process and describe the public participation process and opportunities for input. It will also contain an outline of the contents of the EIR.

EIR Summary

A summary of the EIR will be prepared which will include a brief description of the proposed project. The summary will be prepared in tabular form and will identify the impacts of the project and proposed mitigation measures. The summary will also describe the project alternatives discussed in the EIR, and address any known areas of public controversy.

Project Description

The project description prepared previously will be included in the EIR. The project description section will also include a list of the project objectives, necessary discretionary actions, and decision-making agencies. Maps and graphics will be provided to illustrate the text.

Consistency with Plans and Policies

Consistency with Plans and Policies will be incorporated into the individual sections of the EIR. These sections will discuss whether or not the proposed project is consistent with applicable plans and policies, such as general plans, specific plans and other regional and state plans. Particular attention will be given to inconsistencies; with plans designed to protect the environment, if any are identified. These sections will analyze whether such inconsistencies might result in significant adverse environmental effects.

Existing Setting, Impacts and Mitigation Measures

The EIR will provide: 1) a detailed description of the existing project setting, based on conditions that exist at the time the NOP is released; 2) impacts that may result from the proposed project; and 3) feasible mitigation measures to avoid or reduce the impacts to a less than significant level. The EIR discussion will reflect information from technical analyses prepared by DJP&A's subconsultants, as well as information provided by the project applicant and City Staff. The primary issues anticipated in the EIR are described below. The project information required to complete the EIR is listed at the end of this scope proposal.

The primary issues to be discussed will include:

- aesthetics and visual resources
- air quality
- biological resources
- cultural resources
- geology and soils
- greenhouse gas emissions
- hazardous materials
- hydrology and water quality
- land use
- noise and vibration
- transportation
- urban decay
- utilities and service systems
- water supply

The scope of work proposed for these issues is described below.

Aesthetics and Visual Resources

The EIR will describe the existing visual character of the site and surrounding area and the change in visual character with proposed development. The change in visual character resulting will be described based upon photo-simulations of the project prepared by the project applicant. The EIR will include a discussion on whether the aesthetic impacts could be considered impacts on the environment and if the project would qualify for an exemption under SB 743 with regard to aesthetic impacts.

Accurately scaled photo-simulations of the development, as seen from the on-site and off-site vantage points will be prepared. *Square One Productions*, under contract to DJP&A, will complete a peer review of up to eight photo-simulations and provide any necessary recommendations to the applicant produced images. This scope assumes that the applicant will provide *Square One Productions* with a scaled computer model or other graphic illustrations to use in reviewing the photo-simulations.

Air Quality

A Toxic Air Contaminant (TAC) Assessment is required for the proposed project. The TAC Assessment will evaluate construction activities by predicting construction period emissions and the associated health risk impacts to nearby sensitive receptors. Construction emissions will be predicted using the latest version of the CalEEMod model and construction phasing.

The project is near residences, so a screening level community risk assessment will be also be required. The cancer risks associated with modeled construction period diesel particulate matter concentrations will be computed following Bay Area Air Quality Management District (BAAQMD) risk management policy guidance. The risks will be compared against BAAQMD CEQA thresholds. Impacts to sensitive receptors on the site from criteria pollutants will be evaluated in accordance with BAAQMD. Appropriate setbacks between sources of air pollution or mitigation measures will be assessed using guidance provided by the BAAQMD and the California Air Resources Board. Both project-level and cumulative source impacts will be addressed. Mitigation measures that represent “Best Management Practices” to control dust or particulate matter emissions will be described. In addition, other

measures that may be necessary to reduce construction exhaust emissions or cancer risks will be identified in the report and in the EIR.

It is DJP&A's understanding that the required air quality assessments will be prepared under contract to the applicant and provided to DJP&A. *Illingworth & Rodkin, Inc.*, under contract to DJP&A, will prepare a peer review memorandum of the provided air quality assessments.

Biological Resources

The project site is developed and contains ornamental trees and associated landscaping. The EIR will describe the type, size, health and condition of on-site trees, based upon an arborist survey and report provided to DJP&A by the City of Cupertino and/or project applicant. The EIR will describe the proposed project landscaping and replacement trees. Mitigation measures will be identified for trees to be removed. The arborist report, prepared by the applicant's team, if not already reviewed by the City's consulting arborist, will be peer reviewed by *Hortscience* under contract to DJP&A.

The EIR will describe the potential for the project to result in impacts to sensitive wildlife species, including migratory birds. Mitigation measures will be identified, as necessary, to reduce biological impacts to a less than significant level.

Cultural Resources

The site is designated a City of Cupertino Community Landmark (Cultural Resource Site 68) in the City's Community Vision 2040, this designation does not, however, qualify as a historic resource under CEQA.

The buildings on the project site were constructed in the mid-1970s and are not considered to be historic resources. There is a potential for unknown buried cultural resources to be found during ground disturbance related to the underground parking garages. *Holman & Associates*, under contract to DJP&A, will prepare a literature search and records review at the Northwest Information Center of the California Historical Resources Information System to identify all cultural resources and relevant studies near the project area. Mitigation measures will be identified, as necessary, to reduce cultural resources impacts to a less than significant level.

Geology and Soils

The EIR will describe the existing soils and geological hazards on and nearby the site, based upon a geotechnical report prepared by the applicant's team and provided to DJP&A by the City of Cupertino. The geotechnical report will be peer reviewed by *Cotton Shires & Associates*, under contract to DJP&A.

The EIR will describe the potential for the project to result in geologic impacts. Mitigation

measures will be identified, as necessary, to reduce geologic impacts to a less than significant level.

Greenhouse Gas Emissions

The EIR will describe the greenhouse gas (GHG) emissions impacts from the project and discuss the project's consistency with the City's General Plan and the City's Climate Action Plan. It is assumed that the CalEEMod model will be used to predict GHG emissions from the project. In addition, project-specific inputs will be included to account for energy usage, water consumption, solid waste generation and vegetation plantings. The per capita GHG emissions will be computed based on the project GHG emissions and the estimated number of new residences and workers. The modeling will assume that the project will be consistent with the City's Climate Action Plan, and therefore, include some level of Transportation Demand Management program trips reduction.

It is DJP&A's understanding that the above described GHG assessment will be prepared under contract to the applicant and provided to DJP&A. *Illingworth & Rodkin, Inc.*, under contract to DJP&A, will prepare a peer review memorandum of the provided GHG assessment.

Hazardous Materials

The EIR will evaluate the potential for hazardous materials contamination on and near the project site which could be affected by demolition, site grading and excavation or impact workers or future residents at the site, based upon multiple Phase I Environmental Site Assessments (ESA) to be provided to DJP&A by the City of Cupertino. The ESAs will include a review of public databases and historic uses that could involve the use or disposal of hazardous materials. Project-specific mitigation measures will be identified in the EIR, based on the provided assessment, as appropriate.

The above described ESAs (up to 8 separate reports) will be peer reviewed by *Cornerstone Earth Group* under contract to DJP&A. *Cornerstone Earth Group* will prepare a peer review memorandum of the ESAs. *Cornerstone Earth Group* staff participation at one project meeting with project staff and/or City of Cupertino staff in connection with the project is also included in this scope of work.

Hydrology and Water Quality

The project site is not located within a 100-year flood hazard zone. The EIR will describe the change in site drainage and hydrological conditions resulting from the project, in accordance with the City of Cupertino's stormwater ordinances. It is assumed that the project engineer will provide DJP&A with the stormwater quality/retention plan for the project site. Any improvements required to drain the site will be identified in the EIR, and mitigation and avoidance measures for significant impacts will be discussed, as appropriate. The potential

for the project to result in off-site impacts associated with stormwater drainage will also be described.

Policies and requirements of the State Water Resources Control Board (Construction General Permit), and the Regional Water Quality Control Board (C.3 Provisions) require that mitigation for water quality impacts associated with new development and construction be addressed as part of the environmental review process. This scope assumes the project engineer will calculate the runoff from the proposed development and its effect on the City and Santa Clara Valley Water District (SCVWD) storm drain systems, or new facilities, if necessary. Identification of best management practices will be based upon a drainage plan for the proposed project, prepared under separate contract by the project civil engineer and provided to DJP&A. Impacts to water resources and mitigation measures will be described, as necessary, to reduce all impacts to a less than significant level.

Land Use

The project site is developed with a regional shopping center including a cinema, a gym, bowling alley, restaurants, a banquet facility, and parking areas. The project site also includes an approved, but not yet constructed hotel (APN 316-20-092) and a paved parking lot parcel. The EIR will describe the historic and current land uses on the site and in the project area, and will describe the current General Plan and zoning designations of the site. The project site is currently identified as the *Vallco Shopping District Special Area* in the City's Community Vision 2040. A large portion of the site is zoned *Planned Development-Regional Shopping Center* and the rest is zoned *Planned Development-General Commercial*. The EIR will identify any land use impacts and conflicts that could result to the project from nearby land uses, as well as impacts upon nearby land uses resulting from the project. Mitigation and avoidance measures will be identified, as necessary, for significant land use impacts.

Noise and Vibration

The predominant noise sources in the project vicinity include traffic on I-280, Stevens Creek Blvd, and Wolfe Road. The EIR will address the potential construction and operational noise impacts from the proposed project, based on a noise study to be completed by *Illingworth & Rodkin, Inc.*, under contract to DJP&A. The environmental noise and vibration assessment for the project will: measure ambient noise levels at the project site, calculate future noise and vibration levels resulting from the construction of the project, calculate noise levels generated from the operation of the project at nearby residential receivers, evaluate future noise levels with respect to the noise and land use compatibility standards in the General Plan, and identify mitigation measures, as applicable, to reduce potentially significant noise impacts to less than significant levels.

Illingworth & Rodkin, Inc. staff participation at two project meetings, and up to two public hearings, if needed, with project staff and/or City of Cupertino staff in connection with the

project is also included in this scope of work.

Transportation

The EIR will describe the traffic and circulation impacts resulting from the proposed project. A Transportation Impact Analysis (TIA) in accordance with the City of Cupertino, the Santa Clara Valley Transportation Authority's (VTA) TIA guidelines, and the congestion management agency for Santa Clara County will be prepared by *Fehr & Peers Transportation Consultants*, under contract to DJP&A, refer to the attached Fehr & Peers TIA scope (attached to this scope of work). The TIA will follow the most recently adopted VTA analysis guidelines (dated October 2014) as well as the methodology outlined in the newly adopted Cupertino General Plan (Community Vision 2040).

The City will comply with VTA guidelines and analyze the CMP intersections based on VTA's TIA Guidelines. The operations of the intersections will be evaluated during the weekday morning (AM) and weekday evening (PM) peak hours for the six scenarios. Freeway segments will also be evaluated. Forty intersections and up to 30 freeway segments on I-280 and ten freeway segments on State Route (SR) 85 are proposed for analysis, refer to the attached TIA scope. Freeway segments will be analyzed following the VTA guidelines under the Existing and Existing Plus Project scenarios.

Fehr & Peers will create a VISSIM microsimulation model to evaluate operations for pedestrians, bicyclists, transit users, and vehicles in the project area, refer to the attached TIA scope for additional details. The EIR will also describe the existing access and circulation conditions near the site. The EIR will describe traffic impacts and will identify any mitigation measures, as appropriate.

Construction traffic impacts will be evaluated using the estimated number of trucks and construction workers that will be on site on a given day and the rerouting of traffic that may occur with road detours or staging. Construction parking will also be evaluated based on the number of workers and construction phasing. It is assumed that construction activity information will be provided by the project applicant. The construction traffic will also take into account other construction activity occurring in the area. If construction impacts are identified, mitigation measures such as a construction traffic management plan will be listed and will ultimately include truck routes and construction hours.

The proposed parking supply will be evaluated in comparison to City Code requirements. The projected demand will be evaluated using ITE rates and shared parking, where appropriate. The potential for parking demand spillover to adjacent streets will be evaluated. The EIR will also consider whether the parking impacts should be considered impact to the environment and if the project would qualify for an exemption under SB 743 with regard to parking impacts.

Fehr & Peers will calculate vehicle miles of travel (VMT) using the VTA model and Household Survey Data for the following conditions: 1) Cumulative and 2) Cumulative Plus Project. Based on the information developed, average trip length per capita from the project site will be calculated. *Fehr & Peers* will discuss with City of Cupertino staff the appropriate thresholds to assess the significance of the VMT information in light of the draft CEQA guidelines that are being considered.

Fehr & Peers will review the TDM program being developed by the project applicant to evaluate the reasonableness of the proposed TDM measures and expected TDM reductions goals. *Fehr & Peers* will use their TDM+ tool to estimate the TDM reductions that could be achieved from the proposed office developments. This task includes up to 20 hours to review the proposed TDM program.

Fehr & Peers staff participation at 20 conference calls, six in-person project meetings, two study sessions, and two public hearings with project staff and/or City of Cupertino staff in connection with the project is also included in this scope of work.

Urban Decay

The EIR will discuss the potential for whether or not adverse physical impacts are likely to result from economic impacts of the proposed project on existing and future competitive commercial facilities, pursuant to CEQA Guidelines Section 15131(a). This section will be based on available information and information provided by the City.

Utilities and Service Systems

The EIR will include a discussion of water, stormwater, wastewater and solid waste and how the project will affect these utilities. The EIR discussion of the project's potential impact on the City's wastewater systems will be based on a sewer capacity study to be completed by *Schaaf & Wheeler*, under contract to DJP&A. The study will include a hydraulic model and capacity analysis of the existing sanitary sewer conveyance system downstream of the proposed project site, within the Cupertino Sanitary District (CSD) service area. The capacity analysis will be based upon existing and proposed land use at the development site, in addition to off-site sewer flows provided by others. The project's contribution to sewer flows will be identified, and any resulting impacts and mitigation measures will be described.

This scope of work assumes the following for the sewer capacity study:

- The sanitary sewer system reach requiring modeling is located along N. Wolfe Road and Homestead Road, from Stevens Creek Boulevard to Lawrence Expressway.
- Downstream receiving interceptor mains, outside the CSD service area, that convey sewage to both the San Jose/Santa Clara Regional Wastewater Facility and the Donald M. Somers Water Pollution Control Plant (Sunnyvale) are adequately sized to convey existing flows and proposed new flows from Cupertino Square, and therefore does not require modeling.

- The City and/or CSD has background planning data that is available for use as part of the capacity study; and includes the items listed above.

Schaaf & Wheeler will also provide an analysis of the feasibility and sizing of a recycled water main extension to the project site. The potential recycled water demand for the project site and hydraulics of a new main extension to determine required sizing to provide adequate capacity and pressure to the project site will be calculated as part of this analysis.

Schaaf & Wheeler staff participation on one conference call meeting with project staff and/or City of Cupertino staff in connection with the project is also included in this scope of work.

Water Supply

The EIR will also include an evaluation of the project's water demands based on a Water Supply Assessment in accordance with SB 610 prepared by *Yarne & Associates* under contact to Cal Water, the site's water provider.

Cumulative

The EIR will include a discussion of cumulative impacts from the project in combination with other past, pending, and reasonably foreseeable future development in the area, in conformance with CEQA Guidelines Section 15130. This list of projects will be based upon information available from the City and neighboring jurisdictions. The EIR will analyze and describe the significant cumulative impacts to which the project would contribute, based on a list of pending projects to be provided by the City of Cupertino. Based upon existing information, it is anticipated that this discussion will focus mainly on transportation, air quality, noise, utilities and service systems, and greenhouse gas emissions.

Alternatives

The EIR will evaluate possible alternatives to the proposed project, based on the results of the environmental analysis. The alternatives discussion will focus on those alternatives that could feasibly accomplish most of the basic purposes of the project and could avoid or substantially lessen one or more of the significant environmental effects (CEQA Guidelines Section 15126.6). DJP&A will coordinate with the City staff to identify the alternatives to be analyzed in the EIR; however, it is currently anticipated that the alternatives to be evaluated in the EIR could include the following:

1. No Project Alternative;
2. Reduced Scale Alternative(s);
3. Design Alternative;
4. Environmentally Superior Alternative (to be chosen from one of the above).

This section will evaluate the impacts of each alternative, as required by CEQA (Guidelines

Section 15126.6) and based on the “rule of reason.” The alternatives discussion will describe the environmental impacts and benefits of the alternatives, compared with the proposed project. In accordance with CEQA, the EIR will identify an environmentally superior alternative from the alternatives described, based on the number and degree of associated environmental impacts.

Other Required Sections

The above discussions identify and highlight the major issues and subject areas to be addressed in the EIR. The EIR will also evaluate the project’s impacts on geology, energy, public services and recreation, and population and housing. Mitigation measures to avoid or reduce impacts to a less than significant level will be identified, as necessary.

The EIR will also include other sections required by the CEQA Guidelines, including Table of Contents or Index, Significant Unavoidable Impacts, References and Organizations and Persons Consulted, EIR Preparers and Lead Agency, and appendices, which will include copies of technical reports.

Upon completion of the ADEIR, DJP&A will submit up to 5 copies of the ADEIR to City Staff for review and comment. An electronic copy of the ADEIR text will be emailed to the City to facilitate and convey City comments/edits.

Process:	Obtain necessary project information and technical reports from applicant/City → Complete technical reports → Prepare ADEIR → Submit ADEIR to City for review
Deliverables:	<ul style="list-style-type: none"> ✓ Up to 5 hard copies of the ADEIR (with electronic copies of the technical appendices/reports) ✓ An electronic copy of the ADEIR text to facilitate tracking of City comments/edits

Task 3: Draft EIR and Notice of Completion

The subtasks involved with this task include preparing the Draft EIR and Notice of Completion, and attending a public hearing during the review period for the Draft EIR. These subtasks are described below.

Draft EIR

DJP&A will revise the ADEIR, based upon the comments and revisions received from City Staff and prepare a 2nd ADEIR and then a “Screencheck.” The 2nd ADEIR and the Screencheck Draft EIR will be submitted in an electronic format to the City Staff for review

and final approval. Upon approval by City Staff, the final document will constitute the Draft EIR, and DJP&A will provide copies of the Draft EIR to the City for public distribution.

This proposal includes providing the City with up to 30 hard copies and 5 CDs of the Draft EIR for public distribution, a PDF of the document for posting on the City’s website, as well as 15 hardcopies of the executive summary and 15 CDs of entire document for submittal to the State Clearinghouse. If additional hard copies are requested they can be provided for a per copy rate of \$75.

Process:	Revise ADEIR, submit 2 nd ADEIR, revise and submit Screencheck to City for review → City review → Finalize and print Draft EIR
Deliverables:	<ul style="list-style-type: none"> ✓ An electronic copy of the Screencheck Draft EIR to facilitate tracking of City comments/edits ✓ Up to 30 hard copies and 20 CDs of the Draft EIR ✓ A PDF of the Draft EIR on CD for posting on the City’s website ✓ 15 hardcopies of the executive summary and 15 CDs of the entire EIR for submittal to the State Clearinghouse.

Notice of Completion

DJP&A will prepare the Notice of Completion (NOC), in accordance with the CEQA and City of Cupertino guidelines. The NOC will include a brief description of the project, the project location, and will state where copies of the Draft EIR are available for review. The public review period will also be noted. DJP&A will submit an electronic draft of the NOC to the City for review and comment. DJP&A will revise and finalize the NOC based on City comments.

DJP&A will transmit the NOC and required copies of the EIR to the State Clearinghouse on behalf of the City.

Process:	Draft NOC and submit to City for review → City review → Revise and finalize NOC and provide to City and SCH
Deliverables:	<ul style="list-style-type: none"> ✓ An electronic copy of the draft NOC to facilitate tracking of City comments/edits ✓ An electronic copy of the final NOC

Task 4: Final EIR

The subtasks involved with this task are preparing the Final EIR/Responses to Comments and Mitigation Monitoring and Reporting Program (MMRP), compiling information in the EIR for the City to use in preparation of the Findings, preparing the Notice of Determination (NOD). These subtasks are described below.

Final EIR/Responses to Comments

Upon conclusion of the Draft EIR 45-day circulation period, DJP&A will prepare the Final EIR. In conformance with CEQA Guidelines Section 15132, the Final EIR will consist of the following items:

- Revisions to the Draft EIR text, as necessary;
- List of individuals and agencies commenting on the DEIR;
- Responses to comments received on the DEIR, as directed by the City Staff,
- Copies of letters or records of verbal comments received on the DEIR; and
- Summary records of public hearings, if requested.

All responses to written comments will be answered in accordance with the CEQA Guidelines (Section 15088). This proposal includes 200 hours of DJP&A staff time to respond to comments on the Draft EIR and prepare the Final EIR. This scope assumes that no comments are received that require additional technical analysis. If additional time or technical analysis is required to respond to the comments, it can be provided as an extra work task, on a time and materials basis, in accordance with the charge rates outlined at the end of this scope.

Up to five hard copies and an electronic version of the administrative version of the Final EIR will be submitted to the City for review. The Final EIR will be revised per the comments received, and a “Screencheck” Final EIR will be prepared and submitted electronically to the City for review. Once the City approves the “Screencheck” Final EIR, DJP&A will reproduce up to 30 hard copies of the Final EIR and deliver to the City for distribution. A copy of the Final EIR will also be provided to the City in PDF format for posting on the City’s website.

Process:	Receive comments on Draft EIR from City → Prepare Administrative Draft Final EIR and submit to City for review → City review → Revise document and submit Screencheck Final EIR to City for review → City review → Revise, finalize, and print Final EIR
Deliverables:	<ul style="list-style-type: none"> ✓ Up to five (5) hard copies of the Administrative Draft Final EIR ✓ An electronic copy of the Administrative Draft Final EIR text to facilitate tracking of City comments/edits ✓ An electronic copy of the Screencheck Final EIR text to facilitate tracking of City comments/edits ✓ Up to 30 hard copies of the Final EIR ✓ A PDF of the Final EIR on CD for posting on the City’s website

Mitigation Monitoring and Reporting Program

As required by CEQA, DJP&A will prepare a draft Mitigation Monitoring and Reporting Program (MMRP) for the project. The MMRP will identify the mitigation measures required

for all significant impacts, responsible implementation entity, monitoring schedule, and enforcement or monitoring agency. DJP&A will submit an electronic copy of the draft MMRP to the City prior to the ERC Meeting.

Process:	Draft MMRP and submit to City for use
Deliverables:	✓ An electronic copy of the draft MMRP

Findings

Although we are not attorneys and do not prepare legal findings, DJP&A will assist City Staff and the City Attorney in compiling information from the EIR for findings required under CEQA Guidelines Section 15091, if requested to do so.

Process:	Compile and submit information from the EIR for findings to City for use
Deliverables:	✓ An electronic copy of EIR information for findings

Notice of Determination

DJP&A will prepare a Notice of Determination (NOD), in accordance with the CEQA and City of Cupertino guidelines. The NOD will include the project name (including State Clearinghouse identification number), project location, brief project description, lead agency and date of project approval, determination of the project’s environmental effects, statement that the EIR was prepared and certified in accordance with CEQA, mitigation measures and conditions of approval, statement that the MMRP was adopted, a statement whether overriding considerations were adopted, and the address of where the Final EIR and record of project approval may be examined.

DJP&A will submit an electronic copy of the draft NOD for the City’s review. Based on comments received from the City, DJP&A will revise and finalize the NOD. DJP&A will file the final NOD along with the California Department of Fish and Wildlife (CDFW) and County filing fees at the State Clearinghouse and County Clerk.

Process:	Draft NOD and submit to City for review → City review → Revise, finalize, and file NOD at SCH
Deliverables:	✓ An electronic copy of the draft NOD ✓ An electronic copy of the final NOD and filing fee for CDFW and County

Integrated EIR

After completion of the Final EIR, a ‘clean’ version of the entire EIR will be prepared and provided to the City. This version will incorporate all corrections and changes made as a

result of comments received in a Final Integrated version of the EIR. One hard copy and one electronic version will be provided. If additional hard copies are requested they can be provided for a per copy rate of \$75.

Process:	Prepare and submit Integrated EIR for City use
Deliverables:	✓ A hard copy and electronic copy of Integrated EIR

Task 5: Meetings/Public Hearings, Project Management & Coordination

These subtasks includes DJP&A time for meetings, public hearings, and coordination with the project team. The number of meetings are estimated to occur over an 18 month period, from March 2015 through August 2016. These subtasks are described below.

Project Team Meetings

It is assumed that DJP&A will participate in weekly project team meetings for the duration of the work. This task also includes meeting preparation time and travel time.

Process:	Coordinate with City in preparation for meetings → Attend and participate as needed at project team meetings
Deliverables:	✓ An electronic copy of updated project status and schedule, as needed

Communication and Administration Coordination

This scope includes DJP&A time for regular communication between DJP&A’s in-house staff, our subconsultants and City Staff for project management, administration, ongoing project updates, etc.

Also, as part of this task, DJP&A will maintain files in a manner consistent with creating the “CEQA Administrative Record.” DJP&A will provide the City with the appropriate files and documents on a CD at the completion of the CEQA environmental process.

Process:	Compile and submit CEQA Administrative Record from the EIR for City use
Deliverables:	✓ CD of CEQA Administrative Record

Public Meetings and Hearings

This task includes DJP&A time for two individuals from DJP&A to attend up to seven public meetings or hearings during the 18 month period. This task assumes up to 8 hours per public

meeting and includes meeting preparation time and travel time. The DJP&A Project Manager or Principal will be available to describe the environmental review process, summarize the environmental issues, and respond to questions about the environmental document at hearings. If requested, additional hearings/meetings will be attended on a time and materials basis in accordance with the attached charge rates.

Process:	Coordinate with City in preparation of hearings → Attend and participate as needed at hearings
Deliverables:	✓ Presentation materials for hearings (PowerPoint slides, poster boards, etc.)

PROJECT INFORMATION REQUIRED TO PREPARE EIR

Our proposal is based on the assumption that DJP&A will receive the project details listed below concurrent with the EIR Project Description in order to maintain the optimum schedule outlined below. Delays in receiving any of the information listed below will result in at least day for day delays to the overall project schedule.

Plans (in PDF)

- Site plan, Landscape plan
- Utility Plan/Drainage/Grading plans
- Conceptual Building Elevations
- Engineering survey
- Building materials palette
- Visual Renderings including high resolution files of baseline photography, Photosimulations, and vantage point locations in the form of arrows on a map

Project Detail

- Written description of Specific Plan and specific development project, including maximum square footage of all uses and maximum building height, setbacks, etc.
- City and Applicant project objectives
- Any proposed street dedication or ROW improvements (including sidewalks)
- Details on project construction (total duration, estimated maximum depth of excavation, cut and fill amounts, etc.)
- Proposed construction phasing, overall duration
- List of Best Management Practices (BMPs) and LID treatment proposed to conform to Provisions C.3 of the NPDES permit
- Square footage/area of pervious and impervious surfaces on-site pre- and post-project construction
- Sanitary sewer infrastructure data including: Pipe diameter, rim and invert elevations of manholes/pipes for reach of sewer system needing to be modeled
- Sanitary sewer flow rates for off-site flows: Upstream flows for the required flow conditions (e.g. Peak Dry Weather, Peak Wet Weather, etc), downstream flows for the required flow conditions
- Sanitary sewer generation rates: To be used to calculate on-site development sewer flows, unit rates to be based on dwelling unit for residential, per square foot for commercial/retail and restaurant.
- Sanitary sewer peaking factors: Established peaking factors for peak dry weather and peak wet weather flow conditions.

Technical Studies

The following studies can be received four weeks after receipt of the EIR Project Description without substantial schedule delays.

- Air Quality/GHG Assessment
- Arborist Survey and Summary Report
- School Capacity Study
- Preliminary Geotechnical Report
- Phase I Environmental Site Assessments completed within 180 days of the initiation of environmental review

COST ESTIMATE

Based on our understanding of the project and technical reports that will be made available to DJP&A, the cost for preparation of the EIR is estimated not to exceed **\$754,305**, based upon the breakdown below.

All costs will be charged on a time and materials basis, commensurate with work completed, in accordance with the attached breakdown and charge rates. If DJP&A does not need all the time that has been budgeted (e.g., the second round of peer review is not required), we will only bill for the time actually spent completing the work.

This scope is valid for 90 days and assumes that no issues that arise will require any additional technical analysis or documentation. In the event that additional technical analysis is required, we can complete that work on a time and materials basis, upon your authorization. Project description changes after our notice to proceed is received may have schedule and budget implications.

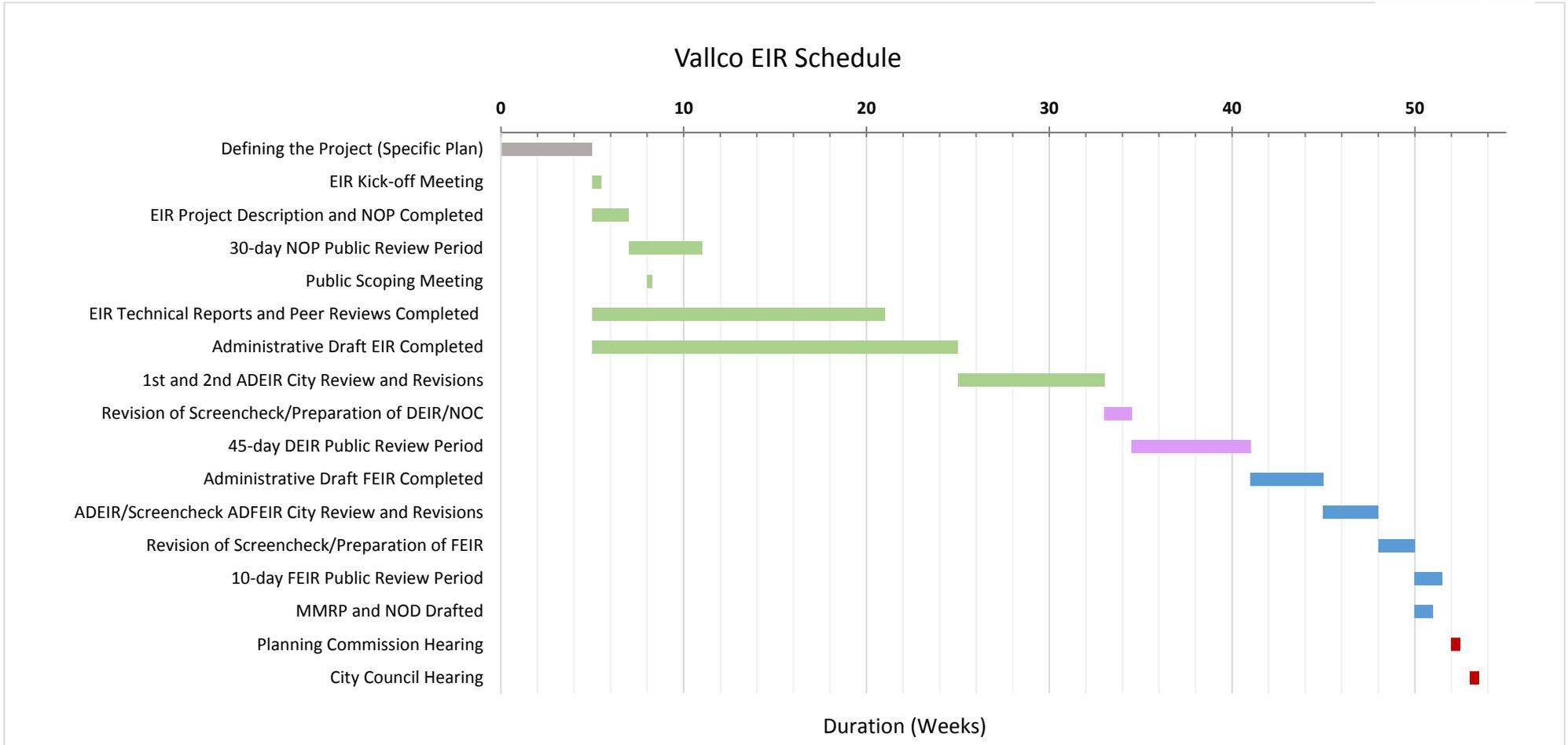
David J. Powers & Associates, Inc.	
<ul style="list-style-type: none"> • In-House Staff Time • Reimbursable expenses* (printing, mileage, CDs, etc.) 	\$ 331,730 \$ 11,430
Subtotal DJP&A:	\$ 343,160
Subconsultants*	
<ul style="list-style-type: none"> • Cotton, Shires and Associates, Inc. (Geotechnical Peer Review) • Cornerstone Earth Group (Hazardous Materials Peer Review) • Fehr & Peers (Transportation Impact Analysis) • Holman & Associates (Cultural Resources Assessment) • Hortscience (Arborist Report Peer Review) • Illingworth & Rodkin, Inc. (Air Quality/GHG Peer Review) • Illingworth & Rodkin, Inc. (Noise and Vibration Assessment) • Schaaf & Wheeler (Sewer and Recycled Water Capacity Study) • Square One Productions (Visual Renderings Peer Review) 	\$ 5,750 \$ 6,124 \$ 256,795 \$ 2,875 \$ 2,244 \$ 4,313 \$ 31,165 \$ 44,436 \$ 9,488
Subconsultant Total:	\$ 363,190
TOTAL	\$ 706,350
Fehr & Peers Optional Tasks*	
<ul style="list-style-type: none"> • Saturday Intersection Analysis (TIA Task 3.1) • Project Phasing Analysis (TIA Task 7.1) • Stevens Creek Boulevard VISSIM (TIA Task 9.1) • TDM Analysis (TIA Task 15.1) 	\$ 15,479 \$ 7,946 \$ 16,480 \$ 8,050
Fehr & Peers Optional Tasks Total:	\$ 47,955
TOTAL WITH OPTIONAL TASKS	\$ 754,305

*Subconsultant and expenses include a 15% administrative fee. This scope of work is valid for 90 days.

ESTIMATED SCHEDULE

DJP&A proposes the following optimum schedule for preparation of the EIR for the Vallco Development project in Cupertino. DJP&A can commit to maintaining the schedule in the areas which are within our control. Completion of the EIR, as described in this schedule on the following page, is based upon receipt of all necessary project information on schedule. Delays in receiving requested information or responses by others will result in at least day-for-day delays in the overall schedule.

The schedule assumes that the project description will not substantially change once we receive a notice to proceed, and that no comments are received during the circulation of the EIR that require additional technical studies.



■ **Task 1:** Defining the Project (Specific Plan)

■ **Task 4:** Administrative Draft EIR

■ **Task 3:** Revision of Screencheck/Preparation of Draft EIR and Notice of Completion Public Review

■ **Task 4:** Final EIR

■ **Task 5:** Public Hearings

ATTACHMENTS

ATTACHMENT A - DJP&A Charge Rate Schedule

ATTACHMENT B - Transportation Impact Analysis Scope of Work

Charge Rate Schedule²



SENIOR PRINCIPAL	\$ 255.00 PER HOUR
PRINCIPAL PROJECT MANAGER	\$ 225.00 PER HOUR
SENIOR ENVIRONMENTAL SPECIALIST	\$ 200.00 PER HOUR
SENIOR PROJECT MANAGER	\$ 180.00 PER HOUR
ENVIRONMENTAL SPECIALIST	\$ 165.00 PER HOUR
PROJECT MANAGER	\$ 155.00 PER HOUR
ASSOCIATE PROJECT MANAGER	\$ 140.00 PER HOUR
ASSISTANT PROJECT MANAGER	\$ 115.00 PER HOUR
RESEARCHER	\$ 100.00 PER HOUR
DRAFTSPERSON/GRAPHIC ARTIST	\$ 90.00 PER HOUR
DOCUMENT PROCESSOR/QUALITY CONTROL	\$ 90.00 PER HOUR
ADMINISTRATIVE MANAGER	\$ 90.00 PER HOUR
OFFICE SUPPORT	\$ 75.00 PER HOUR

MATERIALS, OUTSIDE SERVICES AND SUBCONSULTANTS INCLUDE A 15% ADMINISTRATION FEE.

MILEAGE WILL BE CHARGED PER THE CURRENT IRS STANDARD MILEAGE RATE AT THE TIME COSTS OCCUR.

SUBJECT TO REVISION DECEMBER 31, 2015

² David J. Powers & Associates, Inc. provides regular, clear and accurate invoices as the work on this project proceeds, in accordance with normal company billing procedures. The cost estimate prepared for this project does not include special accounting or bookkeeping procedures, nor does it include preparation of extraordinary or unique statements or invoices. If a special invoice or accounting process is requested, the service can be provided on a time and materials basis.

ATTACHMENT B – Transportation Impact Analysis Scope of Work



Attachment B

SCOPE OF WORK

Transportation Impact Analysis for the Vallco Mall Redevelopment Project in Cupertino, California (June 8, 2015)

The approximately 58-acre project site is located near the intersection of Vallco Parkway and Wolfe Road in Cupertino, California. The project site is generally bounded by I-280 to the north, Perimeter Road to the east and west, and Stevens Creek Boulevard to the south. As currently proposed, the project would redevelop the existing shopping mall with 2.0 million square feet of office uses, 600,000 s.f. of commercial uses, and 800 housing units.

The purpose of this transportation impact analysis (TIA) is to identify potentially significant adverse impacts of the proposed project on the surrounding transportation system and to recommend mitigation measures, if needed. The impacts will be evaluated following guidelines of the City of Cupertino and the Santa Clara Valley Transportation Authority (VTA), the congestion management agency for Santa Clara County. This TIA will follow the most recently adopted VTA Transportation Impact Analysis Guidelines (October 2014).

ANALYSIS CONTEXT

In December 2014 Cupertino's City Council adopted its *Community Vision 2040*, which amended the City's General Plan. In response to Senate Bill (SB) 743, which requires alternatives to automobile level of service (LOS) for evaluating transportation impacts, the updated General Plan no longer includes a LOS standard for intersection operations. Rather, the Mobility Element of the *Community Vision 2040* includes guidance to balance the needs of all modes of transportation through measures such as vehicles miles traveled (VMT) and multi-modal analysis methods. Although SB 743 has been adopted at the State level, the Office of Planning and Research (OPR) does not anticipate releasing guidelines on how to implement it until late 2015 or early 2016; therefore the City is applying a hybrid approach that maintains the previous level of service standard thresholds for City intersections, while also providing a more focused analysis on transit, bicycle, and pedestrian access.



SCOPE OF WORK

The scope outlined below includes our approach to conduct the TIA.

Analysis Locations

Based on our preliminary assessment, the following intersections and freeway segments are proposed for the LOS analysis. The study locations will be finalized in Task 1 below.

CMP Study Intersections:

Intersections where the project is anticipated to add more than ten trips per lane were selected for analysis, which include:

1. Stevens Creek Boulevard / SR 85 Ramps (south)
2. Stevens Creek Boulevard / SR 85 Ramps (north)
3. Stevens Creek Boulevard / Stelling Road
4. De Anza Boulevard / I-280 Ramps (north)
5. De Anza Boulevard / I-280 Ramps (south)
6. De Anza Boulevard / Stevens Creek Boulevard
7. De Anza Boulevard / Bollinger Road
8. De Anza Boulevard / SR 85 Ramps (north)
9. De Anza Boulevard / SR 85 Ramps (south)
10. Wolfe Road / El Camino Real
11. Wolfe Road / Fremont Avenue
12. Wolfe Road / I-280 Ramps (north)
13. Wolfe Road / I-280 Ramps (south)
14. Wolfe Road / Stevens Creek Boulevard
15. Lawrence Expressway / Homestead Road
16. Stevens Creek Boulevard / Calvert Drive / I-280 Ramps (west)
17. Stevens Creek Boulevard / I-280 Ramps (east)
18. Stevens Creek Boulevard / Lawrence Expressway Ramps (west)
19. Stevens Creek Boulevard / Lawrence Expressway Ramps (east)
20. Lawrence Expressway / I-280 Southbound Ramps
21. Lawrence Expressway / Bollinger Road



City of Cupertino and Santa Clara County Intersections:

Additional City and County intersections that would be most directly affected by project traffic were selected for analysis. These include:

22. Stevens Creek Boulevard/Torre Avenue-Vista Drive
23. Stevens Creek Boulevard/Blaney Avenue
24. Stevens Creek Boulevard/Portal Avenue
25. Stevens Creek Boulevard/Perimeter Road
26. Stevens Creek Boulevard/Finch Avenue
27. Stevens Creek Boulevard/Tantau Avenue
28. Wolfe Road/Homestead Road
29. Wolfe Road/Apple Campus 2 Driveway
30. Wolfe Road/Pruneridge Avenue
31. Wolfe Road/Vallco Parkway
32. Miller Avenue/Calle De Barcelona
33. Miller Avenue/Phil Lane
34. Miller Avenue/Bollinger Road
35. Tantau Avenue/Homestead Road
36. Tantau Avenue/Pruneridge Avenue
37. Tantau Avenue/Vallco Parkway
38. Lawrence Expressway/Pruneridge Avenue
39. Lawrence Expressway/Mitty Way
40. Lawrence Expressway/Doyle Road

CMP Freeway Segments:

Per VTA TIA Guidelines, freeway segments where the project is anticipated to add more than one percent of the segment's capacity will be selected for analysis. This scope of work includes the analysis of up to 30 freeway segments on I-280 and ten freeway segments on State Route (SR) 85.

Analysis Scenarios

The operations of the intersections will be evaluated during the weekday morning (AM) and weekday evening (PM) peak hours for the following scenarios:

Scenario 1: Existing Conditions – Existing volumes obtained from counts.

Scenario 2: Existing Plus Project Conditions – Scenario 1 volumes plus traffic generated by the proposed project.



- Scenario 3: Background Conditions – Existing volumes plus traffic from “approved but not yet built” and “not occupied” developments in the area and their required transportation system requirements.
- Scenario 4: Background Plus Project Conditions – Scenario 3 volumes plus traffic generated by the proposed project.
- Scenario 5: Cumulative No Project Conditions – Background No Project volumes (Scenario 3) plus traffic generated by pending developments in the area and growth. Traffic projections for this scenario may be tiered off the General Plan analysis.
- Scenario 6: Cumulative Plus Project Conditions – Scenario 5 volumes plus traffic generated by the proposed project.

Per VTA guidelines, a transit vehicle delay analysis will be conducted for Existing Plus Project conditions and project impacts on bicycle and pedestrian facilities will also be addressed. Fehr & Peers will complete the following tasks to evaluate the transportation impacts of the proposed project.

Task 1 – Prepare Initial Trip Generation Estimations and Finalize Scope of Work

Under this task, we will develop initial project trip generation estimates. While standard ITE rates are used to estimate project trips for some projects, VTA’s TIA Guidelines specifically state that this may not be the most appropriate method for estimating project trips and that the lead agency should consider using alternative methods in the following four cases:

- When ***ITE data is insufficient*** (e.g. small sample size, not statistically valid);
- When a project’s ***specific land use*** is not covered by the ITE manual or is known to show trip generation characteristics that differ from the categories covered in the ITE manual;
- When the ***land use context***, such as high-density infill or development adjacent to transit, is not addressed by the ITE manual;
- When the project includes a mix of land uses (***mixed-use development*** type).

The Vallco Redevelopment Project meets both of the last two criteria outlined above. Alternative methods to ITE identified by VTA include the NCHRP 8-51 method, which is integrated into our MXD+ tool, which will be used in the estimation of project trip generation. Fehr & Peers’ MainStreet tool (asap.fehrandpeers.com/mainstreet), utilizes the MXD+ platform, which has been acknowledged by VTA as an appropriate tool to quantify trip generation of mixed-use developments.



Once estimates of vehicle trip generation have been developed, the directions of approach and departure will be estimated based on the locations of complementary land uses, existing travel patterns in the area, and previous studies conducted in the area. The project vehicle trip generation estimates, distribution pattern, and assignments will be refined to respond to comments received from City staff. The VTA Auto Trip Reduction Statement (Appendix C in the VTA TIA Guidelines) will be completed and provided as an attachment to the transportation study.

Task 2 – Data Collection

We have already collected most necessary intersection count data under a separate contract directly with the City, with the exception of the following five locations:

- 22. Stevens Creek Boulevard/Torre Avenue-Vista Drive
- 24. Stevens Creek Boulevard/Portal Avenue
- 25. Stevens Creek Boulevard/Perimeter Road
- 32. Miller Avenue/Calle De Barcelona
- 33. Miller Avenue/Phil Lane

As part of this task, we will collect existing AM (7:00 to 10:00 AM) and PM (4:00 to 7:00 PM) peak period intersection counts (including pedestrian, bicycle, and vehicular turning movement volumes) prior to Memorial Day (May 25th, 2015) when many area schools begin to have irregular schedules due to upcoming summer breaks.

Task 3 – Evaluate Existing Conditions

We will use the level of service (LOS) method approved by VTA, which is currently based on the 2000 Highway Capacity Manual, to analyze the study intersections and freeway segments. Operations of the study intersections will be evaluated for mid-week AM and PM peak hour with level of service calculations using TRAFFIX analysis software.

Existing freeway segment operations will be obtained from the most recent CMP monitoring report.

Optional Task 3.1: Evaluate Saturday Intersection Operations

Saturday peak hour analysis is not included in our initial scope of work, since only the retail uses would primarily add trips to the roadway network (i.e. office and housing uses have relatively low Saturday peak hour trip generation rates). Additionally, the surrounding roadway network generally has greater excess capacity on weekends to accommodate retail traffic. As an optional



task, Fehr & Peers can conduct a focused analysis of weekend operations along Wolfe Road (Homestead Road to Stevens Creek Boulevard) and Stevens Creek Boulevard (Perimeter Road to Lawrence Expressway) using TRAFFIX analysis software for the “No Project” and “Plus Project” scenarios under Existing and Background Conditions. This task would require additional data collection to capture existing weekend peak period traffic volumes.

Task 4 – Evaluate Existing Plus Project Conditions

The project trip generation estimates, distribution pattern, and assignments developed in Task 1 will be refined to respond to comments received from City staff. Project trips will be added to the existing traffic volumes developed in Task 2 to represent Existing Plus Project Conditions. Calculations will be conducted to estimate the LOS of the study intersections during the AM and PM peak hours with completion of the proposed project. AM and PM peak hour freeway segment level of service calculations will be evaluated following VTA guidelines. Additionally, a left-turn queuing evaluation will be conducted for intersections where the project is adding considerable left-turn volumes during the AM and PM peak hours. (The fee is based on evaluating up to ten left-turn movements.)

Task 5 – Evaluate Background Conditions

Traffic projections for approved developments will be obtained from their respective TIAs (to be provided by City staff) or estimated using ITE trip generation rates to account for local growth in the area. These projections will be added to the existing volumes to estimate traffic volumes for Background Conditions. Planned and funded roadway and intersection improvements associated with the approved projects will be included in the analysis. AM and PM peak hour intersection level of service calculations will be conducted to evaluate the operating levels of the key intersections.

AM and PM peak hour freeway segment level of service calculations will be evaluated as described in Task 6. This scope of work assumes that VTA will provide Fehr & Peers Year 2020 model projections for the study freeway segments. Alternatively if VTA is not able to provide 2020 freeway volumes, Fehr & Peers will use available data to develop a growth factor to apply to the existing freeway volumes obtained from the most recent CMP monitoring report.



Task 6 – Evaluate Background Plus Project Conditions

The project trip estimates developed in Task 1 will be added to the background traffic volumes developed in Task 5 to represent Background Plus Project Conditions. Calculations will be conducted to estimate the LOS of the study intersections during the AM and PM peak hours after completion of the proposed project. Additionally, a left-turn queuing evaluation will be conducted.

Under Background Conditions, traffic impacts on CMP freeway segments in Santa Clara County will be identified when the addition of traffic causes a freeway segment's volume-to-capacity (V/C) ratio to exceed one (1.0) and the proposed project increases traffic demand on that segment by an amount equal to one percent or more of the segment capacity.

Task 7 – Evaluate Cumulative Conditions

The trip generation estimates developed in Task 1 will be compared to the level of trip generation assumed for the site in the newly adopted General Plan. This information will allow for an evaluation of General Plan Consistency as part of the Environmental Impact Report. We will use the traffic projections developed for the General Plan to develop Cumulative No Project intersection turning movement volume projections. The General Plan trip estimates for the site will be subtracted from project trip estimates developed in Task 1 and added to the Cumulative No Project volumes to represent Cumulative Plus Project Conditions. Calculations will be conducted to estimate the LOS of the study intersections during the AM and PM peak hours with and without completion of the proposed project.

Under Cumulative Conditions, traffic impacts on CMP freeway segments in Santa Clara County will be identified per the methodology described in Task 6. This scope of work assumes that VTA will provide Fehr & Peers Year 2040 model projects for the study freeway segments.

Optional Task 7.1: Evaluate Project Phasing

As an optional task, we will evaluate up to three additional cumulative scenarios that estimate project buildout in phases. For example, if the project is built in two phases, a Cumulative with Phase I Conditions and a Cumulative with Phase I and Phase II conditions can be conducted.



Task 8 – Identify Significant Impacts and Recommend Mitigation Measures

The results of the level of service calculations for Existing Conditions could be compared to the results for Existing Plus Project Conditions to identify project impacts under CEQA at the key locations. Similarly, the results of the level of service calculations for Background and Cumulative Plus Project Conditions will be compared to the results for the appropriate No Project Conditions to identify project impacts under City and CMP guidelines. Additionally, we will evaluate impact thresholds related to possible project phasing at up to six intersections under all three analysis scenarios. The impact threshold evaluation will include determining the trip generation threshold at which point impacts are triggered. This information can be used by the City and project applicant to determine possible phasing of the redevelopment project.

Mitigation measures will be identified for locations with impacts. These will include capacity enhancement such as lane additions and lane reassignment. Modifications to intersection operations, including changes to signal phasing and timing will also be considered. If more substantial capacity enhancements are needed, they will be identified, and the project's fair share contribution (in terms of peak hour traffic volumes) will be calculated. Measures to reduce the project's traffic demand, such as through Transportation Demand Management (TDM) measures will also be identified.

The effect of the project (or identified mitigation measures) on transit and bicycle and pedestrian facilities will be evaluated in terms of conflicts with existing or planned facilities or creation of hazardous conditions for bicyclists or pedestrians.

Additionally, project impacts to transit capacity will be evaluated by comparing the projected ridership to the capacities of the VTA bus routes near the site. Transit vehicle delay will be evaluated.

Task 9 – Conduct Focused Corridor Analysis and Evaluate Site Access

To effectively evaluate access to the site and balance the needs of all modes (pedestrians, bicyclists, transit users, and vehicles), Fehr & Peers will create a VISSIM microsimulation model to evaluate operations of the Wolfe Road corridor between the Homestead Road and Stevens Creek Boulevard and the Vallco Parkway corridor between Wolfe Road and Tantau Avenue under Background plus Project Conditions. We will update the VISSIM model created for the Apple Campus 2 project by incorporating the Background Plus Project volumes developed in Task 6, plus the approved lane geometries and proposed signal timings along Wolfe Road. We will use



the model to evaluate roadway operations, to assess the effects of the proposed driveways on Wolfe Road and Vallco Parkway, and to identify improvements to reduce congestions and bottlenecks. Improvements may include signal timing and phasing changes, added lanes, lane reassignments, turn pocket extensions and other geometric changes.

Using the results from the VISSIM model and the most recent site plan, we will conduct a site access and circulation assessment to ensure safe and efficient circulation of vehicles, including delivery vehicles, bicycles and pedestrians around the Project site and on the roadways adjacent to the Project site, including:

- Site access and interface with roadway network
- Delivery vehicle access/circulation and loading zone design
- Parking garage access and circulation
- Emergency vehicle access and circulation
- Vehicular circulation and roadway sizing within the site
- Pedestrian access and circulation within and adjacent to the site
- Bicycle access and circulation within and adjacent to the site
- Transit access to the site
- Pedestrian access to and from transit stops

This assessment will be conducted for one site plan. Evaluation of additional project plans/permutations will be conducted as an additional service on a time and materials basis.

Optional Task 9.1: Conduct Corridor Analysis along Stevens Creek Boulevard

As an optional task we will expand the study area for the corridor analysis to include the Stevens Creek Boulevard between Perimeter Road and Lawrence Expressway. The estimated cost for this optional task, assuming the same analysis parameters as outlined in Task 9, is \$15,000.

Task 10 – Evaluate Ramp Queuing

As part of this task, we will evaluate queuing at the on- and off-ramps at the I-280/Wolfe Road and I-280/Lawrence Expressway interchanges due to the added traffic from the Project. Specifically, we will compare the queue results to the available ramp storage capacity under all three plus Project analysis scenarios.



Within the study area freeway on-ramps are equipped with ramp meters. The on-ramp analysis will be conducted using basic ramp-metering analysis principals and existing ramp-metering plans from Caltrans. The off-ramp queues will be evaluated using ramp-terminal intersection queue estimates from the intersection LOS calculations (using TRAFFIX 8.0 software package).

Task 11 – Evaluate Parking Supply

The proposed parking supply will be evaluated in comparison to City Code requirements. The projected demand will be evaluated using ITE rates and shared parking, where appropriate. The potential for parking demand spillover to adjacent streets and neighborhoods will be evaluated.

Task 12 – Estimate VMT

Fehr & Peers will prepare an estimate of the vehicle miles traveled (VMT) due to the project for use in greenhouse gas (GHG) emissions estimation and in response to SB 743. We will develop the average trip lengths based on a select zone analysis from the City of Cupertino travel demand model. The VMT estimates will be prepared in 5 mile per hour speed bins. These estimates would be used by another consultant to estimate GHG emissions.

Task 13 – Conduct Neighborhood Intrusion Analysis

The proposed project has the potential to add traffic to the residential streets in adjacent neighborhoods, including the area north of Stevens Creek Boulevard between Blaney Avenue and Wolfe Road as well as Miller Avenue just south of Stevens Creek Boulevard. The amount of project traffic potentially added to these areas and measures to reduce it will be addressed in the TIA.

Task 14 – Evaluate Construction Traffic

Construction traffic impacts will be evaluated using the estimated number of trucks and construction workers that will be on site on a given day and the rerouting of traffic that may occur with road detours or staging. Construction parking will also be evaluated based on the number of workers and construction phasing. It is assumed that construction activity information will be provided by the project sponsor. The construction traffic will also take into account other construction activity occurring in the area. If construction impacts are identified, mitigation measures such as a construction traffic management plan will be listed and will ultimately include truck routes and construction hours. This task includes up to 40 staff hours to evaluate potential construction traffic impacts.



Task 15 - Review Transportation Demand Management (TDM) Program

We will review the TDM program being developed by the project applicant to evaluate the reasonableness of the proposed TDM measures and expected TDM reductions goals. We will use our TDM+ tool to estimate the TDM reductions that could be achieved from the proposed office developments. This task includes up to 20 hours to review the proposed TDM program.

Optional Task 15.1: Evaluate Effects of TDM Program

If the proposed TDM program proposes greater reductions than accounted for in Project's trip generation estimates in Task 1, we can evaluate the effect of those trip reductions on the significant impacts and mitigation measures at intersections and freeway segments.

Task 16 – Prepare Documentation

We will document our findings in a report that will include text, graphics, and tables to describe study analysis methods and results, the potential transportation impacts of the proposed project, and corresponding mitigation measures. We will submit the Administrative Draft TIA in electronic format for review by the City and David J. Powers and Associates (DJP). This scope assumes up to 40 staff hours to respond to all comments on the Administrative Draft TIA report and preparing the Draft TIA.

Fehr & Peers will submit the Draft TIA in electronic format for review by the City, VTA, DJP, and other agencies as applicable. This proposal assumes up to 20 staff hours to respond to comments on the Draft TIA report. Once the comments have been incorporated, we will produce a Final TIA and submit an electronic for inclusion in the Draft Environmental Impact Report.

This proposal assumes up to 40 staff hours to respond to agency and public comments on the Draft EIR. Comments requiring additional technical analysis or additional staff time beyond the number of hours budgeted will be considered additional services and will only be conducted upon written authorization and billed on a time-and-materials basis.

Task 17 – Attend Meetings

The scope of work includes attendance at one kick-off meeting, 20 conference calls, six in-person project meetings, two study sessions, and two public hearings. Attendance at additional conference calls, meetings, or public hearings will be conducted upon receipt of written authorization and billed on a time-and-materials basis.



Additional Services

The scope of work has been tailored to meet the specific requirements of this project. However, during the course of the study, additional services may be required. Additional services that are beyond the scope of this study include, but are not limited to, conducting more than five AM and PM peak period intersection counts, evaluating additional study locations or project descriptions, preparing conceptual designs of mitigation measures, responding to comments requiring more than the designated hours, and attending more than one kick-off meeting, 20 conference calls, six project meetings, two study sessions, and two public hearings. Fehr & Peers will conduct additional services only upon receipt of written authorization.