AGREEMENT WITH PROJECT SPONSOR
1300 El Camino Real Project
Environmental Impact Report

This Agreement with Project Sponsor ("Agreement") is entered into this 15th day of October, 2014, by and between the City of Menlo Park, a Municipal Corporation, hereinafter referred to as the “City”, and Greenheart Land Company, LLC hereinafter referred to as the “Project Sponsor”.

WHEREAS, the Project Sponsor proposes to redevelop the properties at 1258-1300 El Camino Real, 550-580 Oak Grove Avenue, and 540-570 Derry Lane (Assessor’s Parcel Numbers 061-430-080, 061-430-200, 061-430-210, 061-430-220, 061-430-230, 061-430-310, 061-430-320, 061-430-380, 061-430-420, 061-430-450, and 061-430-460), Menlo Park, into a new mixed-use office/residential/retail development, hereinafter referred to as the “Project”; and

WHEREAS, the City has determined that under the California Environmental Quality Act and its applicable guidelines the Project requires the preparation of an Environmental Impact Report, hereinafter referred to as the “EIR”; and

WHEREAS, the City in its sole discretion has selected ICF Jones & Stokes, Inc., hereinafter referred to as the “Consultant” to complete the EIR, as described in Exhibit A; and

WHEREAS, the City in its sole discretion has determined that the amount of compensation to be paid to the Consultant shall be the sum of $206,698; and

WHEREAS, the amount of such compensation to be paid to the Consultant shall be the sole source of compensation to the Consultant from the Project for the work on the EIR and therefore shall be paid solely from City funds by the City; and

WHEREAS, on September 9, 2014, the City Council authorized the City Manager to enter into an agreement with the Consultant for consulting services up to a maximum of $206,698 per purchase requisition.

NOW, THEREFORE, the parties agree as follows:

1. The City shall monitor the Consultant’s performance of work on the EIR. The City’s obligation shall be limited to normal contract monitoring as well as independent review of the adequacy of the EIR. The Project Sponsor shall have no control or direction of the work of the Consultant.

2. The Project Sponsor agrees to (a) pay the City the sum of $206,698 for work on the applicant’s EIR, (b) bear the sole financial responsibility for defending any lawsuit challenging the Project on any ground, and (c) defend and indemnify the City against any such lawsuit, including attorneys’ fees and costs incurred as a result thereof.
3. Upon completion or abandonment of the Project, all sums paid to the City by the Project Sponsor under the terms of this Agreement shall be refunded to the Project Sponsor if the sum has not been paid by the City and is not due or claimed by the Consultant or other claimant.

4. It is understood and agreed that the City has no responsibility for the legal adequacy of the EIR and that the legal adequacy of this document is the sole responsibility of the Project Sponsor and its attorneys, and that the City may terminate this Agreement upon 10 days written notice.

5. If the Project Sponsor, in writing, withdraws all applications for discretionary land use entitlements for the Project or states its intent not to proceed with the Project (a "Withdrawal Notice"), then City agrees to give a 10-day termination notice to the Consultant after receipt of the Withdrawal Notice. The Project Sponsor shall remain responsible for all costs incurred by the Consultant prior to the effective date of the termination notice. All notices under this Agreement shall be given in writing by overnight mail or overnight private courier to the address below and shall be deemed received the next business day following delivery to the U.S. Postal Service or private courier.


By [Signature]

Date 10·10·14

By Alex McIntyre, City Manager

Date 10/15/2014

for Greenheart Land Company, LLC
(Project Sponsor)
Address for Notice:
941 Charleston
Palo Alto CA 94303

for the City of Menlo Park
Address for Notice:
Planning Division
701 Laurel Street
Menlo Park CA 94025
Scope of Work
Infill Environmental Impact Report

Project Understanding

The City of Menlo Park (City) has developed the El Camino Real/Downtown Specific Plan (Specific Plan) to establish a framework for private and public improvements in the Specific Plan area for the next 30 years. The Specific Plan addresses approximately 130 acres of land and focuses on the character and density of private infill development, the character and extent of enhanced public spaces, and circulation and connectivity improvements. On June 5, 2012, the City Council certified the Menlo Park El Camino Real and Downtown Specific Plan Program EIR (Program EIR). According to the Program EIR, the Specific Plan does not propose specific private developments, but establishes a maximum development capacity of 474,000 square feet (sf) of non-residential development (inclusive of retail, hotel, and commercial development) and 680 new residential units.

Greenheart Land Company (Project Sponsor) is proposing to redevelop 11 Assessor’s parcels of land between El Camino Real and the Caltrain right-of-way into a mixed-use development. The Project site includes the former Derry Lane Site (3.5 acres), the former 1300 El Camino Real Sand Hill Site (3.4 acres), and 1258 El Camino Real (0.3 acres), which total approximately 7.2 acres in their current state. These parcels generally consist of vacant, previously developed land in the northern area and commercial buildings along Derry Lane and Oak Grove Avenue in the southern area.

The 1300 El Camino Real Greenheart Project (Project) would demolish the existing structures in the southern portion of the site and construct approximately 420,000 square feet (sf) of mixed use at the Project site. In total, the Project would include three mixed-use buildings, a surface parking lot, underground parking garages, onsite linkages, and landscaping. The uses at the Project site would include a range of approximately 188,000 sf to 210,000 sf of non-medical office space in two buildings; approximately 203,000 sf to 210,000 sf of residential space (220 housing units) in one building; and up to 29,000 sf of retail/restaurant space throughout the proposed office and residential buildings. The Project would provide approximately 1,158 parking spaces within parking garages and a surface parking lot. After street abandonment and dedication actions under the Project, the total site area would consist of approximately 6.4 acres.

General Approach

Based on ICF’s original scope and discussions with the City, ICF has prepared an Appendix N: Infill Environmental Checklist (checklist) per Senate Bill (SB) 226 guidelines. The Infill checklist was released for public review on July 14, 2014, which scopes out several topics from further environmental review. Per discussions with the City, it has been determined that the El Camino Real/Downtown Specific Plan EIR will be used to streamline the Greenheart Project CEQA review in accordance with SB 226. Therefore,
the Infill Checklist (as included in a separate scope of work) scoped out all topics but the following: Air Quality during construction, Hazardous Materials, Noise, and Transportation. These topics, along with an Alternatives analysis, will be included in the Infill EIR. The Infill EIR would be subject to the same procedures and noticing requirements as for any “normal” EIR, as described below.

The below scope includes the work that would be conducted by ICF. Additionally, ICF has included W-Trans as a subconsultant for the transportation analysis. Although this work will be summarized below, W-Trans’s complete scope is included in Attachment A.

Scope of Work

Task 1. Project Initiation and EIR Project Description

The Infill EIR process will be initiated by discussing key issues, reviewing completed environmental documents, planning data collection efforts including a site visit, and refining the schedule for completion of individual tasks. At the outset of the EIR process, ICF will meet with City of Menlo Park staff and the Project Sponsor team. At this meeting, the team will:

- Discuss comments received on the Notice of Preparation (NOP) for incorporation into the EIR.
- Discuss data needs to complete the EIR.
- Confirm procedures for contacting the Project Sponsor team, City staff, and public agencies.
- Review and agree on schedules and deadlines.
- Discuss City preferences regarding EIR format and organization. The team will discuss how the proposed phasing will be presented and analyzed in the EIR.

The Project initiation effort will also include a review of approaches to impact significance thresholds, mitigation techniques, and Project alternatives.

After the discussion at the project initiation meeting, public scoping meeting, and responses to the NOP and checklist, ICF will revise the Project Description from the Infill Checklist for incorporation into the EIR. The revised Project Description will include updated Project parameters and more detailed Project-specific information requested during NOP scoping, such as the lot merger/lot line adjustment and heritage tree removal.

Deliverables

- Data request for the City and Project Sponsor
- Preliminary Infill EIR format and outline
- Revised Project Description

City Involvement

Participation in EIR project initiation meeting and collection of requested information. Identify additional revisions and supplementary work, as necessary.
Task 2. Administrative Draft Infill EIR 1

The purpose of this task is to prepare the Administrative Draft Infill EIR. This task will synthesize background information for use in the existing setting, evaluate changes to those baseline conditions resulting from implementation of the Project to identify significant impacts, and identify mitigation measures to reduce potentially significant impacts to a less-than-significant level. Where appropriate, ICF will refer to the analysis and mitigation measures presented in the Program EIR. The Project Description drafted for the checklist effort will also be used in the Draft EIR.

For this task, there will be four principal activities:

- Determine, by individual resource topic, the significance criteria to be used in the analysis.
- Present the analysis at full buildout of the Project.
- Perform the analysis and make determinations of impact significance.
- Recommend mitigation measures to reduce impacts, if needed.

The ICF team will collect the information necessary to define baseline conditions in the Project area. It is anticipated that baseline conditions will reflect the conditions at the time of the NOP release.

For each environmental topic, significance thresholds or criteria will be defined in consultation with the City so that it is clear how the EIR classifies an impact. These criteria will be based on CEQA Guidelines, Appendix G, standards used by the City, and our experience in developing performance standards and planning guidelines to minimize impacts.

The analysis will be based on standard methodologies and techniques, and will focus on the net changes anticipated at the Project site. The text will clearly link measures to impacts and indicate their effectiveness (i.e., ability to reduce an impact to a less-than-significant level), identify the responsible agency or party, and distinguish whether measures are proposed as part of the Project, are already being implemented (such as existing regulations), or are to be considered. This approach facilitates preparation of the Mitigation Monitoring and Reporting Program (MMRP) that follows certification of an EIR.

The Administrative Draft Infill EIR will incorporate the baseline conditions data as well as impact analysis and mitigation measures, plus the alternatives and other CEQA considerations. It is envisioned that the City’s initial review of the document will consider content, accuracy, validity of assumptions, classification of impacts, feasibility of mitigation measures, and alternatives analyses. Because the impacts and mitigations are subject to revision based on staff review of the Administrative Draft Infill EIR, the Executive Summary will be prepared only for the Screencheck Draft. The following task descriptions summarize the data to be collected, impact assessment methodologies to be used, and types of mitigation measures to be considered, by environmental issue.

Air Quality

ICF conducted an Air Quality preliminary analysis in the checklist. The following topics will be scoped out of review in the EIR because, although some are considered significant and unavoidable, the Project impacts would not exceed those evaluated in the Program EIR:
Conflict with or obstruct implementation of the applicable air quality plan. (Significant and Unavoidable)

- Violate any air quality standard or contribute substantially to an existing or project air quality violation. (Significant and Unavoidable)

- Result in a cumulatively considerable net increase of any criteria pollutant for which the project region is a nonattainment area for an applicable federal state ambient air quality standard. (Significant and Unavoidable)

- Create objectionable odors. (No Impact)

Therefore, since the above topics do not need to be addressed for the Project, the EIR will focus on the exposure of sensitive receptors to substantial pollutant concentrations during construction. However, due to the lack of site-specific construction information, the Specific Plan EIR did not conduct an analysis related to toxic air contaminants (TAC) exposure during construction. Therefore, the Infill EIR will quantify construction and demolition-related emissions and contain a health risk assessment (HRA) that evaluates potential health risks to existing sensitive receptors. ICF will quantify construction and demolition-related emissions of using the CalEEMod model and construction data (i.e., anticipated construction schedule and equipment) provided by the Project Sponsor.

Once construction emissions have been quantified, ICF will prepare a health risk assessment (HRA) evaluating potential health risks to existing sensitive receptors near the Project. Typical construction activities considered in HRA assessments include project-related demolition, grading, excavation, infrastructure installation, and structure construction. Health risks to nearby receptors from exposure to construction-related diesel particulate matter and PM2.5 exhaust emissions will be characterized using diesel-related exhaust as determined from the CalEEMod modeling, the AERMOD dispersion model or other dispersion model (e.g., ISCST3, AERSCREEN, etc.) based on consultation with the BAAQMD, and methodology consistent with the BAAQMD and Office of Environmental Health Hazard Assessment. Identified health risks and pollutant concentrations will be compared to the BAAQMD’s thresholds of significance to determine Project-level and cumulative health impacts.

The HRA will be embedded within the EIR and not prepared as a stand-alone report.

Hazards and Hazardous Materials

Several hazardous materials have been identified at the Project site including perchloroethylene (PCE) and PCE degradation products trichloroethene (TCE), dichloroethene (DCE), and vinyl chloride in site soil, soil vapor, and groundwater at concentrations posing a risk to human health and the environment. The presence of these contaminants is reportedly due to the release of PCE from a former dry cleaning business (Wo Sing Cleaners) that operated at 570 Derry Lane from 1981 to 2011. The portion of the Project site located at 1300 El Camino Real includes 21 hydraulic lifts with potential residual hydraulic oil in the lifts and hydraulic oil impacts on the soil at the locations of the lifts. The portion of the Project site at 1258 El Camino Real Site includes groundwater, saturated soils, soil vapor, and indoor air are affected by a past release of dry cleaning solvent to the subsurface at the adjoining property to the east (570 Derry Lane). ICF will conduct the following tasks to complete the Hazards and Hazardous Materials section of the EIR:
Identify potential exposure to hazardous materials or waste during construction activities and during long-term operation at the Project site.

Describe applicable federal, state, and local regulations and how these regulations apply to the Project and reduce the potential for impact.

Evaluate potential public health risks at the site from groundwater and soil contamination from prior land uses. In addition, the analysis will focus on any potentially poor hazardous materials “housekeeping” practices at the site or from nearby uses. This information will be augmented by the Phase I ESAs prepared for the individual components of the Project site.

Describe current remediation activities underway or future required activities, particularly those associated with the California Department of Toxic Substance Control (DTSC), which issued an Imminent and Substantial Endangerment Determination and Order and Remedial Action Order (2011 DTSC Order) for the Derry Lane Site and 1258 El Camino Real Site.

Include a discussion of the potential hazardous materials that could be used during the operation of the Project and any potential releases of these materials.

Include a discussion of the potential public health risk from exposure to hazardous building components in the structures to be demolished at the Project site (e.g., asbestos, PCBs, etc.).

Noise
As described below in the Transportation scope, the EIR will include an analysis of impacts to nearby intersections and roadway segments. Increased traffic resulting from the Project could result in significant increase in noise. For those roadway segments not considered in the Program EIR, ICF will analyze the exposure of existing noise sensitive land uses to Project-related changes in traffic noise. Existing noise conditions in the project area will be described in the setting section. Noise sensitive land uses and noise sources in the Project area will be identified. No noise measurements will be conducted. Instead, existing traffic noise conditions in the Project area will also be modeled using the FHWA Traffic Noise Model (TNM) version 2.5 and traffic data to be provided by W-Trans. Traffic noise along as many as ten roadway segments will be modeled.

Transportation/Traffic
Due to the level of technical detail in the transportation scope, the full text has been included as Attachment A. In summary, W-Trans has identified 27 study intersections and 14 roadway segments that will be considered in the analysis. W-Trans will also prepare the analysis in the format of a chapter to the EIR. All technical data will be appended to the EIR. The analysis will be prepared consistent with the City of Menlo Park and San Mateo County Congestion Management Program (CMP) requirements.

ICF, in conjunction with the City, will provide third party review of the TIA and the EIR chapter.

Other CEQA Considerations
This task involves documenting unavoidable adverse impacts and cumulative effects of the Project:
The unavoidable effects will be summarized.
Cumulative effects where relevant will be addressed in Task 4 and summarized as part of this section of the EIR. The future projects in the vicinity of the Project site will be considered as they relate to potential cumulative impacts. This scope assumes the City will help develop the approach for analyzing cumulative effects, typically a combination of using the General Plan and a list of reasonably foreseeable planned projects.

The Other CEQA Considerations chapter will also include a discussion of energy conservation per Appendix F of the CEQA Guidelines. In order to assure that energy implications are considered in project decisions, CEQA requires that EIRs include a discussion of the potential energy impacts of proposed projects, with particular emphasis on avoiding or reducing inefficient, wasteful, and unnecessary consumption of energy. The EIR will consider the energy implications of the Project to the extent relevant and applicable to the Project.

Alternatives
ICF recognizes that the City would like to include at least one alternative in the EIR. While SB 226 does not require that an Infill EIR evaluate alternative locations, densities, or building intensities, there is nothing restricting the City from analyzing such an alternative. The alternatives to the Project must serve to substantially reduce impacts identified for the Project while feasibly attaining most of the Project objectives. ICF assumes that the three alternatives will be quantitatively analyzed, where appropriate, while the rest of the analysis will be qualitative. The EIR will also include the evaluation of a No Project Alternative. ICF will consider the alternatives proposed during the NOP scoping process.

Deliverables
- Five (5) hard copies of Administrative Draft EIR 1
- One (1) electronic copy of Administrative Draft EIR 1 in MS Word
- One (1) electronic copy of Administrative Draft EIR 1 in Adobe PDF format

City Involvement
Review and comment on the document.

Task 3. Administrative Draft Infill EIR 2 and Screencheck Draft Infill EIR
The purpose of this task is to prepare the Administrative Draft EIR 2 and the Screencheck Draft EIR for City staff review. ICF will prepare an Administrative Draft EIR 2 and a Screencheck Draft EIR to respond to the City’s comments on the prior drafts. This scope assumes that comments from multiple reviewers will be consolidated with any conflicting comments resolved, and that comments do not result in substantial revisions or additional analyses. The Screencheck Draft EIR will include an Executive Summary section, which will summarize the Project Description, impacts and mitigations, and alternatives. Impacts and mitigations will be presented in a table that identifies each impact, its significance, and proposed mitigation as well as the level of significance following adoption for the mitigation measures.
Deliverables

- Five (5) hard copies of Administrative Draft EIR 2
- Electronic copies of Administrative Draft EIR 2 in MS Word and Adobe PDF format
- Five (5) hard copies of Screencheck Draft EIR
- Electronic copies of Screencheck Draft EIR in MS Word and Adobe PDF format

City Involvement

Review and comment on the document.

Task 4. Public Draft Infill EIR

The purpose of this task is to prepare and submit the Draft EIR to the City for distribution to the public. ICF will revise the Screencheck Draft to incorporate modifications identified by the City. The revised document will be a Draft EIR, fully in compliance with State CEQA Guidelines, City guidelines, and SB 226. The Draft EIR will be circulated among the public agencies and the general public as well as specific individuals, organizations, and agencies expressing an interest in receiving the document. During this task, ICF will also compile the appendices that will be distributed with the Draft EIR and produce a version of the full document that can be uploaded onto the City’s website. ICF will also prepare a Notice of Completion (NOC) to accompany the copies that must be sent to the State Clearinghouse. This scope of work and budget assumes that ICF will send the required documents to the State Clearinghouse and that the City will distribute the Draft EIRs to all other recipients.

Deliverables

- Thirty (30) hard copies of the Draft EIR
- Electronic copies of the Draft EIR in MS Word and in Adobe PDF format
- Notice of Completion
- Fifteen hard copies of the Executive Summary, along with 15 electronic copies of the entire Draft EIR on CD, for the State Clearinghouse

City Involvement

Review the NOC. Prepare and file the Notice of Availability (NOA) with the County Clerk. Distribute the NOA and Draft EIRs (other than to the State Clearinghouse), and handle any additional noticing (e.g., newspaper, posting at site).

Task 5. Public Review and Hearing

The City will provide a 45-day review period during which the public will have an opportunity to review and comment on the Draft EIR. During the 45-day review period, the City will hold a public hearing to receive comments on the Draft EIR. ICF key team members will attend and participate as requested. ICF will prepare a PowerPoint presentation for the public hearing. This scope of work does not include preparing other meeting materials (e.g., handouts) or providing meeting transcript/minutes; but the scope can be amended to include these items.
City Involvement

Coordinate the public hearing – prepare and distribute any meeting materials, accept comments, and hold public meeting.

Task 6. Draft Responses to Comments and Administrative Final Infill EIR

The purpose of this task is to prepare responses to the comments received on the Draft EIR and incorporate these responses into an Administrative Final EIR for City review. The Administrative Final EIR will include:

- Comments received on the Draft EIR, including a list of all commenters and the full comment letters and public meeting transcripts with individual comments marked and numbered;
- Responses to all comments; and
- Revisions to the Draft EIR in errata format as necessary in response to comments.

All substantive comments for each written and oral comment will be reviewed, bracketed, and coded for a response. Prior to preparing responses, ICF will meet with staff to review the comments and suggest strategies for preparing responses. This step is desirable to ensure that all substantive comments are being addressed and that the appropriate level of response will be prepared. This scope of work and budget assumes ICF will prepare responses for up to 30 substantive discrete, non-repeating comments and will coordinate integrating the responses prepared by other consultants. However, the number and content of public comments is unknown at this time. Therefore, following the close of the Draft EIR public review period and receipt of all public comments, ICF will meet with the City to revisit the budget associated with this effort to determine if additional hours are needed.

Frequently raised comments of a substantive nature may be responded to in a Master Response, which allows for a comprehensive response to be presented upfront for all interested commenter. ICF will identify and recommend possible Master Responses for City consideration during the initial meeting to discuss strategies for preparing responses.

Following the strategy session, ICF will prepare Master Responses (as appropriate) and individual responses to the bracketed and coded comments. Individual responses to each comment letter will be placed immediately after the comment letter. As necessary, responses may indicate text revisions, in addition to clarifications and explanations. All text changes stemming from the responses to the comments, as well as those suggested by City staff, will be compiled into an errata included as part of the Final EIR.

Following City’s review of the Administrative Final EIR, ICF will address all comments received and prepare a Screencheck Final EIR for City review to ensure that all comments on the Draft were adequately addressed.

Deliverables

- Five (5) hard copies of the Administrative Final EIR
- Electronic copies Administrative Final EIR in MS Word and in Adobe PDF format
- Five (5) hard copies of the Screencheck Final EIR
- Electronic copies of the Screencheck Final EIR in MS Word and in Adobe PDF format
City Involvement

Participate in strategy session to provide guidance on the responses to comments. Assist with response to comments on process, procedures, and City policy. Review and comment on the Administrative Final EIR and Screencheck Final EIR.

Task 7. Final Infill EIR

Based on comments received from City staff, the Screencheck Responses to Comments will be revised and appropriate revisions to the Draft EIR will be noted. The Final EIR will then consist of the Draft EIR and the Responses to Comments document. Revisions to the Draft EIR will be presented as a separate chapter in the Final EIR. The revised Responses to Comments document will be submitted to the City for discussion by the Planning Commission and subsequent certification by the City Council.

Deliverables

- Fifteen (15) hard copies of the Final EIR
- Electronic copies of the Final EIR in MS Word and Adobe PDF format

Task 8. Certification Hearings, MMRP, Statement of Overriding Considerations, and Administrative Record

The purpose of this task is to attend meetings to certify the EIR. Team members will attend and participate in up to two meetings to certify the EIR. If requested by City staff, ICF will present the conclusions of the EIR and a summary of the comments and responses.

As part of this task, ICF will also prepare a draft and final MMRP for the project, as required by Section 15097 of the State CEQA Guidelines. The MMRP will be in a tabular format and include:

- The mitigation measures to be implemented, including those outlined in the Specific Plan EIR and presented in the Infill Checklist
- The entity responsible for implementing a particular measure
- The entity responsible for verifying that a particular measure has been completed
- A monitoring milestone(s) or action(s) to mark implementation/completion of the mitigation measure

In addition, ICF will prepare the Statement of Overriding Considerations and Findings of Fact pursuant to Section 15093 of the CEQA Guidelines. CEQA requires the decision-making agency to balance the economic, legal, social, and technological benefits of a proposed project against its unavoidable environmental impacts. The Statement of Overriding Considerations includes the specific reasons to support its action based on the Final EIR and other information in the record. Upon certification, ICF will prepare the Notice of Determination (NOD) for the City to file with the County Clerk.

ICF will also compile the Administrative Record, assembling background documents, e-mail records, correspondence or telephone notes that are cited as sources in the EIR.

Deliverables

- Electronic copies of the Draft MMRP in MS Word and Adobe PDF format
Electronic copies of the Final MMRP in MS Word and Adobe PDF format
- One electronic copy (on CD or DVD) of the Administrative Record (submitted at the Draft EIR phase and the Final EIR phase)

City Involvement

Review and comment on the draft MMRP and Findings of Fact. Coordinate any meetings. File the NOD with the County Clerk.

Task 9. Meetings

The purpose of this task is to attend meetings to accomplish the above tasks. Team members will attend and participate in meetings on an as-needed basis. For purposes of the cost estimates, ICF has assumed two City staff and/or Project Sponsor face-to-face meetings and four phone conference calls. Additional meetings may be appropriate during the course of this effort, and will be invoiced on a time-and-materials basis. The estimated cost for additional meetings is included in the discussion of the project budget. ICF will notify the City once the allocated hours for meetings are exhausted and request authorization for additional meetings before any are held.

City Involvement

Organize, announce, conduct, and prepare any materials for public meetings.

Task 10. Project Management

The purpose of this task is to effectively manage the above tasks, and maintain communication with City staff. ICF project management will be responsible for coordination activities, will maintain QA/QC requirements for document preparation, and will monitor schedule and performance for all EIR work tasks. Project management subtasks also include maintaining internal communications among ICF staff and W-Trans and with City staff and other team members through emails and frequent phone contact, as well as the preparation of all correspondence. The Project Manager will coordinate internal staff, project guidance, and analysis criteria.

City Involvement

Coordination with ICF Project Manager.

Cost

The cost estimate to prepare the EIR is $206,698 as detailed in Attachment B.

Schedule

A schedule for the EIR is included as Attachment C. This schedule assumes that the start date will correspond with contract approval and will need to be revised once a more definitive timeline is established.
1300 El Camino Real - Greenheart, EIR Transportation Worksop

The following tasks will provide a transportation impact analysis report that meets current City of Menlo Park and San Mateo County Congestion Management Program (CMP) requirements, and provide focused information on the proposed 1300 El Camino Real - Greenheart project.

**Task 1: Data Collection and Field Reconnaissance**

There are 27 study intersections and 14 roadway segments assumed in this analysis. These are:

Intersections:
1. *El Camino Real and Encinal Avenue*
2. *El Camino Real and Valparaiso Avenue/Glenwood Avenue*
3. *El Camino Real and Oak Grove Avenue*
4. *El Camino Real and Santa Cruz Avenue*
5. *El Camino Real and Ravenswood Avenue/Menlo Avenue*
6. *El Camino Real and Roble Avenue*
7. *El Camino Real and Middle Avenue*
8. *El Camino Real and Cambridge Avenue*
9. *University Drive and Valparaiso Avenue*
10. *Laurel Street and Oak Grove Avenue*
11. *Laurel Street and Ravenswood Avenue*
12. *Middlefield Road and Willow Road*
13. *Middlefield Road and Ringwood Avenue*
14. *Middlefield Road and Ravenswood Avenue*
15. *Santa Cruz Avenue and University Drive (S)*
16. *Laurel Street and Glenwood Avenue (four-way stop)*
17. *Alma Street and Ravenswood Avenue (two-way stop)*
18. *Alma Street and Oak Grove Avenue (two-way stop)*
19. *Garwood Way and Glenwood Avenue (two-way stop)*
20. *Derry Lane (Garwood Way)/Merrill Street and Oak Grove Avenue (two-way stop)*
21. *Santa Cruz Avenue and University Drive (N) (unsignalized)*
22. *Oak Grove Avenue and University Drive (unsignalized)*
23. *Encinal Avenue and Laurel Street (unsignalized)*
24. *Middlefield Road and Oak Grove Avenue [Atherton]*
25. *Middlefield Road and Marsh Road [Atherton]*
26. *Middlefield Road and Glenwood Avenue [Atherton] (two-way stop)*
27. *Encinal Avenue and Middlefield Road [Atherton] (unsignalized)*

*State-controlled intersections are shown with italic type.

**It is assumed that all a.m. and p.m. intersection turning movement counts will provided by the City of Menlo Park in fall 2014. There is a nominal reserve budget available should additional data collection be needed.
Residential and Non-Residential Roadway Segments:
1. Middlefield Road north of Glenwood Avenue
2. Middlefield Road south of Oak Grove Ave.
3. Ravenswood Avenue east of Laurel Street.
4. Valparaiso Avenue west of El Camino Real
5. Oak Grove Avenue west of Laurel Street
6. Oak Grove Avenue east of Laurel Street
7. Glenwood Avenue west of Laurel Street
8. Glenwood Avenue east of Laurel Street
9. Encinal Avenue east of Laurel Street.
10. Laurel Street south of Oak Grove Avenue
11. Laurel Street north of Glenwood Avenue
12. Alma Street south of Oak Grove Avenue
13. Merrill Street south of Oak Grove Avenue
14. Garwood Way south of Glenwood Avenue

It is assumed that all 24-hour roadway segment counts will be provided by City of Menlo Park staff. There is a nominal reserve budget available should additional data collection be needed.

The list of intersections and roadway segments represent those facilities that are most likely to be potentially impacted by the proposed project. If it is found, through the course of the transportation analysis, that additional intersections or roadway segments should be analyzed, then we will bring that to the attention of City staff at that time. The incremental cost of adding study intersections or roadway segments is noted on the budget table under optional tasks.

Field Reconnaissance

WV-Trans staff will conduct field visits during the AM and PM peak periods on a typical weekday (Tuesday, Wednesday or Thursday) for those intersections not recently evaluated under other projects such as the SRI Master Plan EIR or the El Camino Real Corridor Study. WV-Trans will observe:

- Traffic patterns and circulation in the site vicinity
- Study intersection lane geometrics
- Traffic control
- Pedestrian circulation and facilities/amenities
- Bicycle circulation and facilities/amenities
- Proximity of public transit service
- Sight distance issues at study intersections
- Potential access issues

9/2/2014
Task 2: Transportation Impact Analysis

Project Trip Generation and Distribution
The trip generation and CSA trip distribution assumptions that were used to the Initial Study will be applied to the EIR analysis. If the project description has changed since the Initial Study was prepared then W-Trans will calculate an updated trip generation projection.

Near-Term Trip Generation and Distribution
Near-term traffic will be based on a list (and the traffic studies if possible) of pending and approved projects that will be provided by City of Menlo Park staff. We will also ask City of Menlo Park staff to provide a list (and the traffic studies if possible) of any pending and approved projects from the cities of Palo Alto, East Palo Alto, and Redwood City, and the Town of Atherton that should be included in the near-term transportation analysis.

Study Intersection Traffic Analysis
The AM and PM peak hour operational Levels of Service (LOS) will be analyzed at the study intersections. The analysis will include the following scenarios:

a. Existing Conditions
b. Near Term Conditions (Existing [a] + Approved and Pending Projects, plus one percent per year of background growth)
c. Near Term [b] + Project Conditions
d. Cumulative Conditions (No Project Alternative, Approved and Pending Projects plus one percent per year of background growth [based on CICAG 2040 Travel Forecast Model projections])
e. Cumulative [d] + Project Conditions (based on proposed project full build out)

All study intersections will be evaluated during the AM and PM peak hours using VISTRO software and the 2000 Highway Capacity Manual methodology. This traffic analysis will include estimates of average vehicle delays on all approaches. For any impact found to be significant, we will determine the traffic contribution from the proposed project. The suggested mitigation measures for other development projects in Menlo Park, as detailed in the EIRs prepared for those projects, will also be included if they are within the jurisdiction of Menlo Park.

W-Trans will confirm with City staff the list of approved and pending projects prior to conducting analysis, including the status of projects proposed as part of the Downtown Specific Plan.

Arterial and Collector Streets Assessment
W-Trans will estimate the daily traffic on nearby minor arterials and collector streets and estimate whether the proposed project will result in a significant impact under the City’s significance criteria. For any study intersections or roadway segments not in Menlo Park, W-Trans will apply the local agency’s adopted analysis methods and significance criteria.
Site Plan and Parking Evaluation
To the extent that the site plan has been developed, W-Trans will review the site plans for the project site, and access locations with respect to on-site traffic circulation, proposed site access and operational safety conditions.

We will also review the proposed parking supply in light of the City’s Code requirements and also the anticipated peak parking demand based on ITE Parking Generation rates. A shared parking analysis will be completed using methodology published by the Urban Land Institute. Feasible circulation and parking modifications, if needed, will be evaluated and suggested in the EIR transportation study.

Railroad Gate Downtime Evaluation
We will provide a qualitative discussion of the effects of railroad gate downtime on local street and intersection operation. This will include potential for queuing and delay with respect to the frequency of gate downtime occurrence.

Pedestrian Conditions, Bicycle Access and Transit Impacts Analysis
W-Trans will review the proposed project with respect to the potential effects on pedestrian and bicyclist facilities. This includes sidewalks, bicycle lanes, and amenities to promote the safe use of alternate modes of transportation, and connections to the existing bicycle and pedestrian network. The analysis will consider the project’s proposed elements with respect to the City’s Bicycle Plan and Sidewalk Master Plan. W-Trans will estimate the potential number of additional transit riders that may be generated by the proposed project, and qualitatively assess whether they would constitute an impact on transit load factors.

San Mateo County CMP Analysis
The proposed project will be subject to review by the San Mateo County Congestion Management Program (CMP) and its requirements. As such, W-Trans will evaluate the following Routes of Regional Significance:

1. SR 84 Willow Road to University Avenue
2. SR 84 University Avenue to County Line
3. SR 114 US 101 to Bayfront Expressway
4. SR 82 north of Ravenswood Avenue
5. SR 82 south of Ravenswood Avenue
6. US 101 North of Marsh Road
7. US 101 Marsh Road to Willow Road
8. US 101 Willow Road to University Avenue
9. US 101 South of University Avenue

The identification of the potential impacts of adding project-generated trips to these routes will be examined. This will include the volume of project-generated traffic added to the US 101/Willow Road interchange ramps and adjacent freeway segments. Evaluation of the CMP routes will be based on the most recently approved CMP Traffic Impact Analysis guidelines in the Land Use section of the CMP.
Planned Transportation Improvements
W-Trans will incorporate any planned transportation improvements as part of the EIR analysis. We will consider the timing and funding for any improvements prior to its inclusion in the analysis.

Development of Mitigation Measures
W-Trans will discuss specific mitigation measures to address project traffic impacts. We will provide a table comparing analysis results before and after mitigation, and follow the TIA guidelines for mitigation measure preparation. While a TDM program may be recommended as a mitigation measure, a detailed TDM program is not part of the EIR report. Should significant impacts be identified, W-Trans will recommend the mitigation measures needed to alleviate such impacts and improve operational conditions. Potential impacts may include those to intersections, roadways, on-site circulation and access, as well as parking, bicyclist, pedestrian and transit operations. The analysis shall first concentrate on short-term strategies that can be implemented by the applicant, and then longer-term joint effort strategies. Mitigation measures identification and selection process will be coordinated with City staff. As part of this task, W-Trans will provide conceptual drawings and corresponding construction cost estimates for recommended improvement measures, up to the budget resources available.

Analysis of Project Alternatives
The Cumulative Conditions No Project Alternative, as noted above, will be analyzed in full quantitative detail. Up to three other alternatives will be analyzed in a qualitative manner. This includes a trip generation comparison of the alternative to the proposed project and a qualitative assessment of whether the potential impacts of the alternative would be more or less than those of the proposed project.

VMT Analysis
The following task is proposed to provide information related to pending changes in state law for transportation analyses under CEQA (SB 743). This information may or may not be included in the Environmental Impact Report, but no impacts or mitigation measures should be proposed based on this analysis. It is for informational purposes only. W-Trans will work with C/CAG to obtain cumulative baseline and project conditions travel forecast model runs for the proposed project. We will ask C/CAG to:

a. Identify the TAZ (assuming it’s just one TAZ) where the Greenheart project is located.
b. Provide daily, a.m. peak hour and p.m. peak hour VMT for the existing and model buildout year (Cumulative No Project).
c. Provide the number of jobs forecast for this TAZ in the model buildout year.
d. Based on the net change in jobs and housing in this TAZ associated with the proposed Greenheart project, re-run model and provide daily, a.m. peak hour and p.m. peak hour VMT for the model buildout year (Cumulative with Project). The VMT can be provided for the entire county, or for a subarea, as long as there is consistency between model runs and VMT calculations in tasks b and d.
e. Provide change in VMT, and also VMT per capita, based on the results of items b and d above.
Task 3: Two (2) Administrative Draft EIR Chapters
W-Trans will document all work assumptions, analysis procedures, findings, graphics, impacts and recommendations in an Administrative Draft EIR Chapter for review and comments by City staff and the environmental consultant. The Chapter will also include:

- Description of new or planned changes to the street system serving the site, including changes in driveway location and traffic control, if any
- Future Project Condition Volumes (ADTs, a.m. peak hour, p.m. peak hour)
- Project trip generation rates
- Project trip distribution
- Discussion of impact of project trips on study intersections
- Levels of service discussion and table for each study scenario
- Comparison table of Project Condition and Existing LOS along with average delay and percent increases at intersections
- Impacts of additional traffic volumes on city streets
- Intersection level of service calculation sheets (electronic format)

We have assumed preparation of two Administrative Drafts of the EIR Transportation Chapter.

W-Trans will respond to one set of consolidated comments on the first Administrative Draft Report. The text, graphics and analysis will be modified as needed. The second Administrative Draft Report will then be prepared. W-Trans will coordinate with the environmental consultant and provide both pdf and WORD versions of the EIR Transportation Chapter to the environmental consultant, as well as intersection and roadway segment traffic data for use in air and noise analysis.

The environmental consultant will provide W-Trans with an outline of the format to be used for the EIR Transportation Chapter. To support the EIR Transportation Chapter, W-Trans will provide a technical appendix. The appendix may include more detailed transportation analysis such as level of service calculations, technical memoranda that were developed as part of this proposal, and other supporting materials. To expedite the review process, and if requested, W-Trans will provide a separate copy of the EIR Transportation Chapter with its appendix to City staff for their review.

Deliverable: Electronic Copy of Administrative Draft EIR Transportation Chapter (pdf, WORD)

Task 4: Draft EIR Transportation Chapter
W-Trans will respond to one set of consolidated comments on the second Administrative Draft EIR Transportation Chapter. The text, graphics and analysis will be modified as needed. The Draft EIR Transportation Chapter will then be prepared.

Deliverable: Electronic Copy of Draft EIR Transportation Chapter (pdf, WORD)

Task 5: Final EIR - Response to Comments
W-Trans will respond in writing to comments received on the Draft EIR Transportation Chapter. We have assumed preparation of comment responses as well as revisions to the responses based on City staff review.
Task 6: Meetings (6)
This work scope includes up to six meetings related to this project. These could be with project team members, public hearings or other formal meetings.

Exclusions:

- City staff shall provide recent traffic data as noted above (intersection and roadway segment counts, CSA and other data);

- All study scenarios will be evaluated based on existing intersection geometrics. Should significant impacts be determined with the proposed project development, mitigation measures which may include changes to the intersection geometrics will be recommended;

- Any material modifications to the site plan, driveway locations or project description once W-Trans has begun the traffic analysis may constitute a change in work scope and/or budget;

- Should analysis of additional phases, scenarios, intersections, or roadway segments be requested, or additional meetings, a modification to this scope and budget will be requested. The cost for each additional intersection or roadway segment is noted as “optional” on the budget table;

- Should additional time be necessary to prepare the Final EIR beyond the budgeted hours (as it is unknown how many comments or the level of effort that will be required to respond to Draft EIR comments) we will request additional budget at that time, and proceed only after receiving written authorization for additional services;

- Any services not explicitly identified above are excluded.
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Optional Tasks
Each additional intersection (including traffic count, analysis, and incorporation into report text, tables and figures) $1,600
Each additional roadway segment (including traffic count, analysis, and incorporation into report text, tables and figures) $800
## Attachment B: 1300 El Camino Real Greenheart Project - Infill EIR

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