NOTICE OF PREPARATION

OF AN

ENVIRONMENTAL IMPACT REPORT

FOR THE

MENLO PARK FACEBOOK CAMPUS PROJECT

CITY OF MENLO PARK

APRIL 21, 2011

Notice is hereby given that the City of Menlo Park will be the Lead Agency and will prepare an Environmental Impact Report (EIR) for the Menlo Park Facebook Campus Project. The EIR will address the potential physical, environmental effects for each of the environmental topics outlined in the California Environmental Quality Act (CEQA). The City of Menlo Park is requesting comments on the scope and content of this EIR.

A Scoping Session will be held as part of the Planning Commission meeting on May 16, 2011 at the Menlo Park City Council Chambers. The Scoping Session is part of the EIR scoping process during which the City solicits input from the public and other agencies on specific topics that they believe should be addressed in the environmental analysis. Written comments on the scope of the EIR may also be sent to:

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Due to the time limits mandated by State law, comments must be received no later than 5 p.m. on May 26, 2011.

PROJECT LOCATION: The project site, which is composed of a 57-acre East Campus and a 22-acre West Campus, is located in the City of Menlo Park, north of US 101. The East Campus and West Campus are separated by Bayfront Expressway/State Route (SR) 84, which runs east-west between the two campuses. The East Campus was formerly occupied by Sun Microsystems and Oracle and is bounded by the tidal mudflats and marshes of the San Francisco Bay and Ravenswood Slough to the north and west, and SR 84 to the east and south. The West Campus was formerly owned by General Motors (GM) Tyco Electronics and is bounded by SR 84 to the north, Willow Road to the east, the Dumbarton Rail Corridor to the south, and the TE Connectivity site (formerly the Tyco Electronics) to the west. Figure 1 depicts the location of the proposed project.

PROJECT DESCRIPTION: Facebook, Inc. (Project Sponsor) plans to move its operations from its existing facilities in the City of Palo Alto to the project site in the City of Menlo Park. Under the proposed

project, Facebook would occupy the East Campus as part of the first phase of the project and would expand to the West Campus in the second phase of the project (see Figure 1).

East Campus. The proposed project would accommodate Facebook's employees moving from Facebook's existing facilities in the City of Palo Alto and its future employee growth by housing approximately 6,600 employees at the East Campus, which is approximately 3,000 employees more than the maximum number of 3,600 onsite employees stipulated in the Conditional Development Permit (CDP) for the site. The East Campus is currently developed with nine buildings, totaling approximately one million gross square feet. Facebook would reuse the existing buildings, and modifications of these buildings would be made to make the facilities functional for Facebook and to improve their sustainability/energy and water-conserving features. Specifically, Facebook would adapt, or "repurpose," the existing buildings from the hardware-intensive laboratory and individual hard-wall office environment to a more open, shared workspace that is characteristic of the Facebook work environment. Facebook estimates that occupancy of the East Campus would exceed the existing 3,600 employee cap in mid-2013, if the proposed project is approved, and would reach full capacity within two to three years thereafter. Figure 2 depicts the proposed site plans for the East Campus.

Facebook could occupy the East Campus in compliance with the existing CDP, zoning, and General Plan land use designations (M-2-X [General Industrial, Conditional Development] zoning district and General Industrial land use designation). No changes to vehicle access points would occur on the East Campus with the proposed project. The change being requested that triggers the need for this CEQA environmental review is Facebook's proposal to amend the existing CDP for the East Campus to establish a maximum number, or "trip cap," on peak period and average daily vehicle trips to and from the East Campus, rather than establish a new maximum number of onsite employees. The trip cap would accommodate the proposed increase in employees at the site, but assumes implementation of the Project Sponsor's proposed Transportation Demand Management (TDM) program to reduce the impacts associated with an increase of 3,000 employees. The proposed change to the metric used to control activities at the site (from an employee cap to a vehicle trip cap) is a discretionary action for the City to consider. The building and site improvements (such as modifying the interior spaces, rewiring the facilities, and incorporating sustainability features) that Facebook is undertaking at the existing East Campus buildings can be approved by the City with a building permit, and therefore, are considered ministerial actions and do not require CEQA review as part of this proposed project.

West Campus. Approximately half of the West Campus site is developed and the entire site is currently unoccupied. This site previously housed office-related uses. The West Campus is zoned M-2 and designated General Industrial in the City's General Plan. The West Campus can be built out to roughly 433,700 gross square feet under the allowable 0.45 Floor Area Ratio (FAR) identified in the City's zoning ordinance.[1] The West Campus includes two existing buildings that are approximately 58,000 square feet each, a guard house, some landscape features, and asphalt parking areas. The existing buildings at the West Campus would be demolished and the site would be developed with a new campus that would accommodate approximately 2,800 employees, in addition to the 6,600 employees at the East Campus. Facebook estimates that the West Campus would be operational by late 2014 and would reach maximum occupancy within two to three years thereafter.

Facebook's conceptual site plans for the West Campus, as shown in Figure 3, propose up to five separate buildings with a footprint of up to 36,000 square feet each, and a total building floor area of approximately 433,700 gross square feet. These buildings would range from two to four stories in height, with the Project Sponsor proposing an overall height limit of 70 feet for the entire West Campus. This

[1] FAR is a measure of building intensity based on the ratio between the total floor area to be built on a site and the size of that site.

increase to the height limit from 35 feet to 70 feet would require a rezoning to an X Conditional Development District. In addition, a five-level parking structure with capacity for approximately 1,500 vehicles would be located in the western portion of the West Campus site. The five buildings would be organized around a central courtyard consisting of open spaces, landscaped areas, amenity centers and meeting rooms, and pedestrian linkages. Main access to the West Campus would be along Bayfront Expressway. The main entrance would be signalized under the proposed project and the existing curb cut would be moved approximately 250 feet to the west. Secondary and emergency access points are proposed at the northwest corner of the West Campus and at the southeast corner of the site along Willow Road; both of these secondary access driveways would allow right-turns only. In addition, connection between the East Campus and West Campus would be enhanced via improvements to an existing undercrossing under Bayfront Expressway that links the campuses. As part of the proposed project, Facebook would improve access to the undercrossing by way of a public access easement and would enhance lighting, visibility, and flood control measures.

There is known hazardous materials contamination on a portion of the West Campus. Although Facebook could proceed with the proposed project for the West Campus without additional remediation, within the existing Department of Toxic Substance Control (DTSC)-approved restrictions, Facebook is considering additional remedial activities that would allow for more flexibility for development onsite and will be working with DTSC on any additional remediation.

PROJECT APPROVALS: The following approvals would be required by the City under the proposed project:

- East Campus
  - Conditional Development Permit Amendment
  - Development Agreement
  - Environmental Review

West Campus (applicant has not yet applied for the entitlements with the exception of *)

- Rezoning from M-2 to M-2-X
- Conditional Development Permit
- Development Agreement
- Lot Merger/Lot Line Adjustment/Tentative Parcel Map
- Heritage Tree Removal Permits
- Below Market Rate Housing Agreement
- Environmental Review*

APPROVALS BY RESPONSIBLE AGENCIES: Approvals by other agencies are identified below. These agencies are expected to review the Draft EIR to evaluate the proposed project:

- Bay Area Air Quality Management District (BAAQMD)
- California Department of Transportation (Caltrans)
- California Regional Water Quality Control Board (RWQCB)/San Mateo Countywide Water Pollution Prevention Program
- City/County Association of Governments (C/CAG)
- Department of Toxic Substance Control
- Menlo Park Fire Protection District
- San Mateo County Environmental Health Division
- West Bay Sanitary District

INTRODUCTION TO EIR: The purpose of an EIR is to inform decision-makers and the general public of the environmental effects of a proposed project. The EIR process is intended to provide environmental information sufficient to evaluate a proposed project and its potential to cause significant effects on the environment; examine methods of reducing adverse environmental impacts; and identify alternatives to the proposed project. The Menlo Park Facebook Campus Project EIR will be prepared and processed in accordance with CEQA and the State CEQA Guidelines. The EIR will include the following:

- Summary of the proposed project and its potential environmental effects;
- Description of the proposed project, including the proposed vehicle trip cap;
- Description of the existing environmental setting, potential environmental impacts of the proposed project, and mitigation measures to reduce significant environmental effects of the proposed project;
- Alternatives to the proposed project;
- Cumulative impacts; and
- CEQA conclusions.

PROBABLE ENVIRONMENTAL EFFECTS: The EIR will analyze whether the proposed project would have significant environmental impacts in the following areas:

- Aesthetics
- Air Quality
- Biological Resources
- Cultural Resources
- Geology and Soils
- Greenhouse Gas Emissions
- Hazards and Hazardous Materials
- Hydrology and Water Quality
- Land Use and Planning Policy
- Noise
- Population and Housing
- Public Services and Utilities
- Recreation
- Transportation

In order to prepare these sections and analyze the impacts, several studies will be prepared including a Housing Needs Assessment (HNA), a Water Supply Assessment (WSA), and a Transportation Impact Analysis (TIA). The following intersections will be included in the TIA:

- University Ave/Bayfront Expwy
- University Ave/O'Brien Dr
- University Ave/Kavanaugh Dr/Notre Dame Ave
- University Ave/Bay Rd
- University Ave/Runnymede St
- University Ave/Donohoe St
- University Ave/Woodland Ave
- University Ave/Middlefield Rd
- Middlefield Rd/Lytton Ave
- Middlefield Rd/Willow Rd
- Middlefield Rd/Ringwood Ave
- Middlefield Rd/Ravenswood Ave
- Middlefield Rd/Marsh Rd
- Bayfront Expwy/Willow Rd
- Willow Rd/Hamilton Ave
- Willow Rd/Ivy Dr
- Willow Rd/O'Brien Dr
- Willow Rd/Newbridge St
- Willow Rd/Bay Rd
- Willow Rd/Durham St
- Willow Rd/Coleman Ave
- Willow Rd/Gilbert Ave
- Bayfront Expwy/Chilco St
- Bayfront Expwy/Chrysler Dr
- Bayfront Expwy/Marsh Rd
- Marsh Rd/Hwy 101 NB on-off ramp
- Marsh Rd/Hwy 101 SB on-off ramp
- Marsh Rd/Rolison Rd/Scott Dr
- Marsh Rd/Florence St/Bohannon Dr
- Marsh Rd/Bay Rd
- 10 Additional Roadway Segments

The environmental impacts of the proposed project will be measured as the change that results from the project against "baseline" environmental conditions. The baseline environmental conditions for the East Campus are those conditions assuming full occupancy of the East Campus as permitted under the CDP. The baseline environmental conditions for the West Campus are the existing conditions at that site as of the release of this NOP (unoccupied and partially vacant).

ENVIRONMENTAL EFFECTS NOT LIKELY TO REQUIRE FURTHER ANALYSIS: The proposed project is not anticipated to result in significant environmental effects in the following areas:

- Agricultural or Forestry Resources
- Mineral Resources

The East Campus is developed, the West Campus is partially developed, and both sites are located in urbanized areas. As such, none of these resources exist on the sites. Therefore, a detailed analysis of these topics will not be included in the EIR.

ALTERNATIVES: Based on the significance conclusions determined in the EIR, alternatives to the proposed project will be analyzed that might reduce identified impacts. Section 15126.6(e) of the CEQA Guidelines requires the evaluation of a No Project Alternative. In addition to the No Project Alternative, the EIR will examine an Alternate Location Alternative and variations of a Reduced Project Alternative, which could include reduced trip cap and/or a reduction in floor area. Others alternatives may be considered during preparation of the EIR and will comply with the CEQA Guidelines that call for a "range of reasonable alternatives to the project, or to the location of the project, which would feasibly attain most of the basic objectives of the project but would avoid or substantially lessen any of the significant effects of the project."

Justin Murphy, Development Services Manager
City of Menlo Park

April 19, 2011
Date

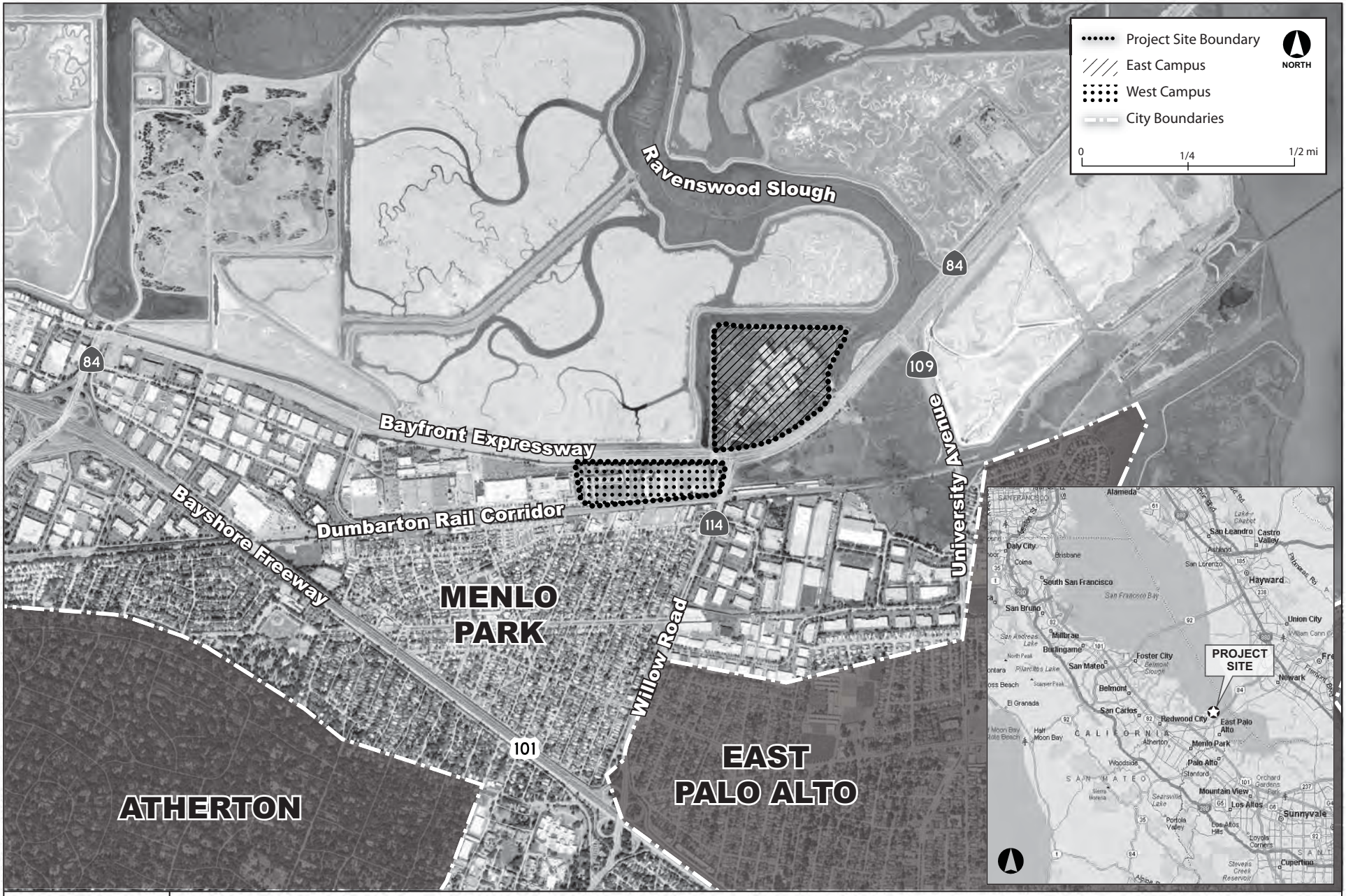

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FIGURE 1
Project Location

***Source*:** Google Earth; Atkins, 2011.

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FIGURE 2
Aerial View of the Existing East Campus

***Source*:** Facebook, 2011.

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FIGURE 3
Proposed Site Plan for the West Campus

***Source*:** Facebook, 2011.