

3. Revisions to the Draft EIR

This chapter presents text revisions to the Draft EIR that have been made in response to public and agency comments, as well as staff-directed changes. These text revisions include typographical corrections, insignificant modification, amplifications, and clarifications of the Draft EIR. In each case, the revised page and location on the page is presented, followed by the textual, tabular, or graphical revision. Underline text represents language that has been added to the EIR; text with ~~strikethrough~~ has been deleted from the EIR.

None of the revisions constitutes significant new information as defined in CEQA Guidelines Section 15088.5; therefore, this EIR does not need to be recirculated.

CHAPTER 1, INTRODUCTION REVISIONS

The first sentence contained in the second to last paragraph on page 1-3 of the Draft EIR is hereby amended as follows:

All responses to comments submitted on the Draft EIR by agencies will be provided to those agencies at least 10 days prior to certification of the ~~Draft~~ Final EIR.

CHAPTER 2, EXECUTIVE SUMMARY REVISIONS

All changes to Chapter 2 of the Draft EIR, including changes to Table 2-1, Summary of Impacts and Mitigation Measures, are included in Chapter 2, Executive Summary, of this Final EIR.

CHAPTER 3, PROJECT DESCRIPTION REVISIONS

The first paragraph on page 3-6 of the Draft EIR is hereby amended as follows:

The buildout projections shown in Table 3-1 reflect the estimated number of ~~office employment center/light industrial~~ and retail development, housing units and hotel rooms, and resident and employment populations that are reasonably foreseeable for the 25-year duration of the proposed Specific Plan Update and for the two proposed TOD projects shown on Figure 3-2. The actual rate and amount of development for the areas outside the TOD project sites will be dependent on market conditions and regulatory processes.

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Table 3-1 and associated footnotes on page 3-6 of the Draft EIR is hereby amended as follows:

TABLE 3-1 PROPOSED PROJECT BUILDOUT PROJECTIONS SUMMARY

	Office Employment Center/Light Industrial SF	Retail SF	Industrial /Non-Retail ^a SF	Residential Units ^b	Hotel Rooms	Permanent Population ^c	Employees ^d
Existing Specific Plan							
Total Existing ^e	76,100	132,575	335,240	308	39	816	1,002
Specific Plan Update							
TOD #1 Project	267,000	32,000	0	500	0	1,325	1,148
TOD #2 Project	164,535	46,935	0	321	116	851	868
Remaining Specific Plan Area ^f	1,213,300	101,700	0	617	124	1,635	5,207
<i>Total Net Increase^g</i>	<i>1,577,235</i>	<i>142,535</i>	<i>-335,240</i>	<i>1,440</i>	<i>325</i>	<i>3,808</i>	<i>6,590</i>
Total Buildout^h	1,653,340	275,110	0	1,750	370	4,640	7,600

Notes: SF = square feet, TOD = transit-oriented development

a. The proposed Project does not include Industrial/Non-Retail land uses.

b. The proposed residential development would be multi-family units.

c. Population is based on 2.65 persons per dwelling units consistent with U.S. Census Bureau's 2005-2009 American Community Survey 5 year estimates. Temporary residents associated with the hotel, not shown on this table, are estimated at an average of 2 persons per room as part of the environmental review for this Draft EIR.

d. Jobs are calculated by applying 1 job/250 sf for office employment center/light industrial; 1 job/400 sf for retail; 1 job/1,000 sf industrial/non-retail; and 1 job per 1.25 hotel rooms.

e. The total existing represents what is currently developed (i.e. built on the ground).

f. The "Remaining Specific Plan Area" includes the projected buildout excluding the TOD #1 and #2 project sites.

g. The total net increase represents the amount of new development beyond what is currently developed and what is proposed to be redeveloped under the Specific Plan Update.

h. Total buildout is the "total existing" development in the Specific Plan Area plus the "total net increase" of the proposed Project. The total buildout numbers are rounded up to the nearest tenth.

The second paragraph on page 3-13 of the Draft EIR is hereby amended as follows:

Development within the Specific Plan Area is subject to height limits imposed by the FAA for runways at SFO and the SFO ALCUP. Should the height limits established in this Specific Plan Update be higher than the SFO Critical Airspace Surfaces Map, the SFO ALCUP standards would supersede the Specific Plan Update. All development projects under the Specific Plan Update are ~~required subject to be compatibility and consistency determination~~ with the SFO ALUCP, unless granted an exception by the FAA, SFO, and other responsible agencies.

The text under the subheading "3.2.1.6 Grand Boulevard Initiative" on page 3-15 is hereby revised as follows:

El Camino Real, which is the subject of the Grand Boulevard Initiative, traverses the west side of the Specific Plan Area. The Grand Boulevard Initiative is a regional planning project intended to guide the revitalization of El Camino Real from San Jose to Daly City. This Initiative is a collaboration of 19 cities, counties, local, and regional agencies. The overall goal of the Initiative is to produce a coordinated series of policy decisions that will be

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embraced by all jurisdictions, thereby helping El Camino Real to function and look better.¹⁵ The Grand Boulevard Initiative scope encompasses half-mile on each side of El Camino Real. While supporting coordinated policy decisions is one component of the Grand Boulevard Initiative, the main goal is to support planning and implementation efforts that transform the El Camino Real Corridor into a place for residents to work, live, shop, and play. The goal is to also create links between communities that promote walking and transit and an improved and meaningful quality of life. This vision is embodied in the Grand Boulevard Initiative Guiding Principles, which were adopted by the City of Millbrae in 2008 (Grand Boulevard Planning District, Ordinance 726).

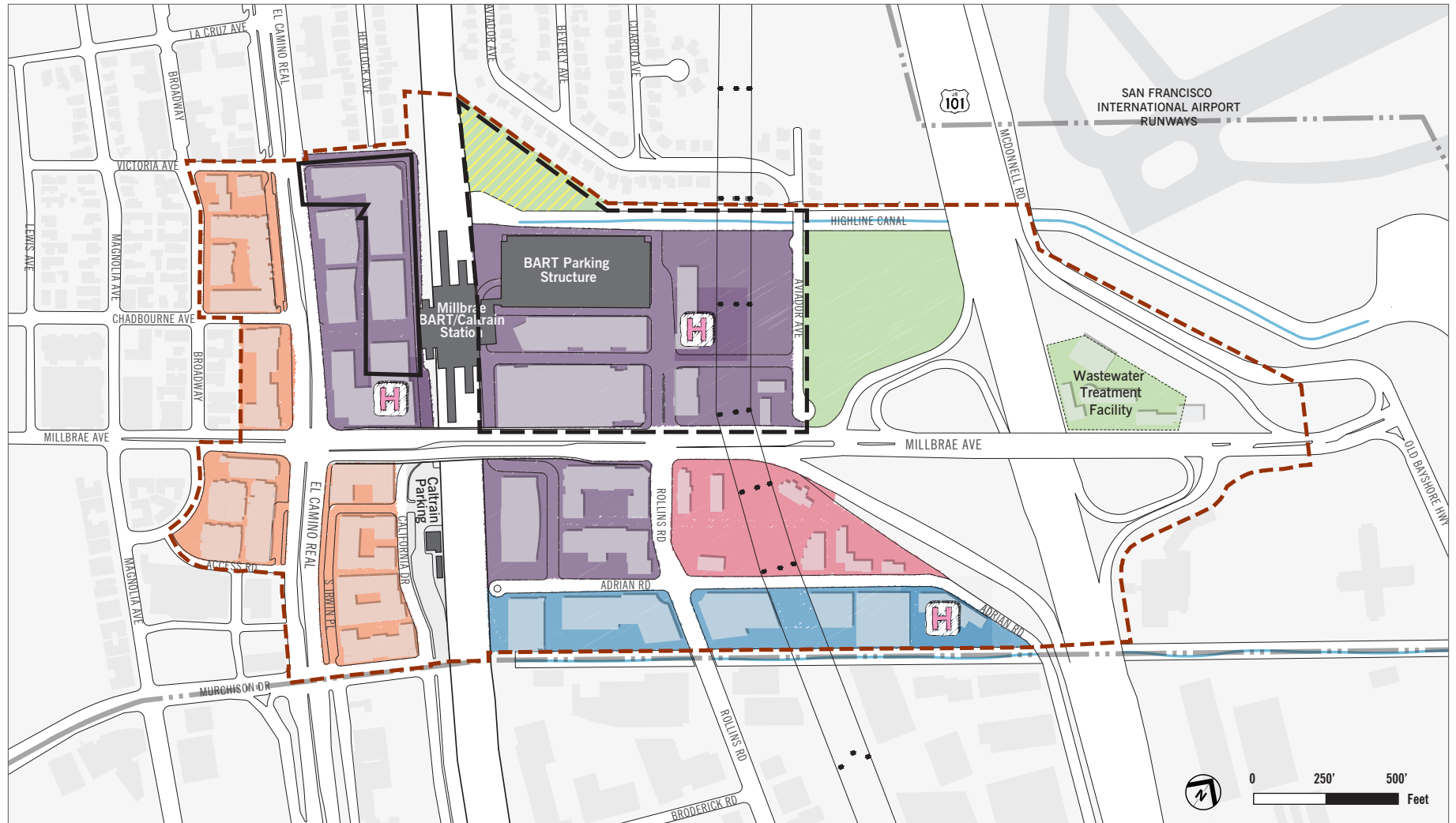
The first bullet under the subheading “3.2.3.1 Land Use Concept” on page 3-16 of the Draft EIR is hereby amended as follows:

- **Transit-Oriented Development.** The Specific Plan Update envisions a wide variety of uses in areas closest to the Millbrae BART/Caltrain Station (Millbrae Station), including the current BART parking lots, that take advantage of station proximity. Transit-Oriented Development envisioned for this area is development that includes land uses types such as residential, office, hotel, and ground-floor retail. ~~Employment uses, retail, service, hotels, and multi-family housing uses will maximize transit trips.~~ The Specific Plan Update promotes the integration of these uses on individual sites and within single projects. All of these uses will capitalize on transit, and the integration of residential and employment uses will ensure that there is activity in the station area during the day and in the evenings.

The fourth bullet under the subheading “3.2.3.1 Land Use Concept” on page 3-16 of the Draft EIR is hereby amended as follows:

- **Employment Center/Light Industrial.** The area south of Adrian Road will accommodate office uses in new Class A buildings as well as employment-generating light industrial uses that can take advantage of freeway proximity, ~~and transit service, and add valued economic development benefits.~~ Light industrial uses shall include research and development (R&D), STEM (science, technology, engineering, and math), manufacturing, and high tech services that involve a combination of assembling, warehousing, and/or sales. New housing development in the nearby TOD area will create opportunities for employees to live close to their workplaces, which is attractive to employers and creates further opportunities for walking and bicycling to work.

Figure 3-7, Land Use Concept on page 3-17 of the Draft EIR is hereby amended to add the identification of Light Industrial as shown.



Source: PlaceWorks, 2015.

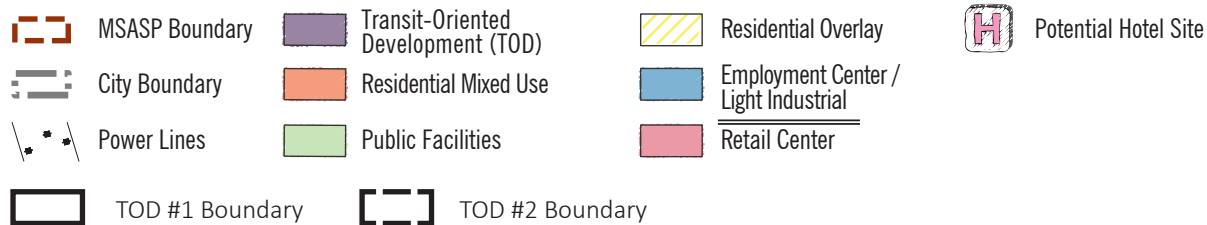


Figure 3-7
Land Use Concept

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The three bullets under the subheading “3.2.3.1 Land Use Concept” which continue on to page 3-18 of the Draft EIR are hereby amended as follows:

- **Hotels.** Hotels are envisioned in three locations that take advantage of freeway frontage, airport proximity, and transit access. Hotels will benefit both visitors and local residents and complement nearby retail and office uses. Hotels provide a meeting places for special events, conferences, or banquets, and diversify activities in the area, providing activity during the daytime and nighttime hours with lesser peak-hour traffic impacts. Hotels should be allowed ~~flexibly~~flexibility and may be appropriate in TOD, Residential Mixed Use, Retail Center, and Employment Center/Light Industrial areas.
- **Public Facilities.** Public Facilities are proposed to be used as public facilities. The area directly west of Highway 101 and north of Millbrae is restricted for development due to airport runway safety issues. As the Specific Plan Update is implemented, the area should be landscaped at its edges to provide for an attractive entry to the City from Highway 101. Potential uses for the area include stormwater treatment facilities (bioretention swales). The Wastewater Treatment Facility, shown in green, is proposed to continue its use as a public facility. ~~It should be noted that additional, privately-owned public open spaces are envisioned for the Specific Plan Area and are discussed in greater detail below.~~
- **Multi-Family Residential Overlay.** The triangular-shaped area just north of the BART parking garage and south of the Bayside Manor neighborhood is envisioned for land uses that would provide a suitable land use transition between the BART station and the Bayside Manor neighborhood, including a city storage yard, parking, and or multi-family residential uses. The Overlay Zone land use regulations shall be applied in addition to those in the underlying base zone.

The text under subheading “3.2.3.2 Urban Design Concept” on page 3-18 of the Draft EIR is hereby amended as follows:

The Specific Plan Update includes seven urban design principles that should be considered when evaluating future development projects and public improvements in the Specific Plan Area. Figure 3-8 illustrates many of these broad principles. The urban design principles establish requirements that ensure new development will provide broad community benefits to ensure future growth improves the broader community. The principals focus on the physical form of future development and how that form can contribute to a pedestrian-friendly, active TOD for Millbrae that includes well-designed buildings and public spaces that are interconnected appropriately with key destinations and the surrounding urban context.

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Table 3-2 and associated footnotes on page 3-20 of the Draft EIR is hereby amended as follows:

TABLE 3-2 SPECIFIC PLAN UPDATE PERMITTED AND CONDITIONALLY PERMITTED LAND USES

Land Use Type	TOD	Residential Mixed Use	Office Employment Center/Light Industrial	Residential Overlay	Retail Commercial	Public Facilities ^a
Residential Uses						
Duplexes	-	-	-	GP	-	-
Live/Work Units	P/C ^b P*	P*	C	-	-	-
Multiple-Family Dwellings						
Less than 7 Units	-	-	=	GP	-	-
7 Units or More	P/C ^b P*	P	C	GP	-	-
Public and Quasi-Public Uses						
Adult Education	P*	P*	P*	-	P	-
Community Centers ^c	P	P	P	-	P	-
Public Electric Vehicle Charging Stations	P*	P*	P*	-	P	-
Library	P	P	P	=	P	=
Public Parks and Recreational Facilities ^c	P	P	P	P	P	P
<u>Public Parking Structures</u>	<u>P</u>	<u>P</u>	<u>P</u>	<u>P</u>	<u>P</u>	=
Commercial Uses						
<i>Eating and Drinking Establishments</i>						
Restaurants	P*	P*	P*	-	P	-
Bars	C*	C*	C*	-	C	-
Commercial Services						
Banks and Financial Services	P*	P*	P*	-	P*	-
Business Support Services	P*	P*	P*	-	C*	-
Child Care Services ^d	C*	C*	C*	-	-	-
Health and Exercise Clubs (no more than 3,000 <u>10,000</u> square feet if on ground floor)	P*	P*	P*	-	P*	-
Medical Offices	P*	C*	C	-	-	-

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TABLE 3-2 SPECIFIC PLAN UPDATE PERMITTED AND CONDITIONALLY PERMITTED LAND USES

Land Use Type	TOD	Residential Mixed Use	Office Employment Center/Light Industrial	Residential Overlay	Retail Commercial	Public Facilities ^a
Professional Offices	P	P*	P	-	=	-
Personal Services	P*	P*	P*	-	P*	=
<u>Light Industrial^b</u>						
<u>Research & Development Facility</u>	<u>C</u>	=	<u>P</u>	=	=	=
<u>Biotechnology / Scientific Labs</u>	=	=	<u>C</u>	=	=	=
<u>Tech / Biotech Product Assembly</u>	=	=	<u>C</u>	=	=	=
<u>Tech / Biotech Component Manufacturing</u>	=	=	<u>C</u>	=	=	=
Retail						
Drive-In and Drive-Through Facilities	-	-	-	-	P	-
Food and Beverage Sales (less than 15,000 square feet)	P*	P*	P*	-	P	-
Gas and Service Stations	-	-	-	-	C	-
Retail Sales	P*	P*	P*	-	P	-
Liquor Stores	C*	C*	-	-	C*	-
Other Commercial Uses						
Commercial Lodging	P	P	P	-	P	-
Conference Center ^a	P*	C	P*	-	P*	-
<u>Museum</u>	<u>P</u>	=	=	=	=	=
<u>Theater</u>	<u>P</u>	=	=	=	=	=
Indoor Commercial Recreation	P*	-	=	-	P	-
Research & Development Facilities	C	-	P	-	-	-
Transportation, Communication, and Utilities Uses						
Off-Site Construction Staging	C	C	C	C	-	P
Wireless Communications Facilities	C	C	C	-	C	C
<u>Cogeneration Facility</u>	<u>C</u>	=	=	=	=	=

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TABLE 3-2 SPECIFIC PLAN UPDATE PERMITTED AND CONDITIONALLY PERMITTED LAND USES

Land Use Type	TOD	Residential Mixed Use	Office Employment Center/Light Industrial	Residential Overlay	Retail Commercial	Public Facilities ^a
Transit Facilities	P	-	-	-	-	-
Utility Services	C	-	C	-	C	P

Notes: Permitted (P), Conditional (C), Not allowed (-), Permitted when part of mixed use building (*)
Any use that requires a Conditional Use Permit (C) goes to the Planning Commission for approval.

Within SFO Safety Compatibility Zones 1, 2, and 3, uses are subject to Table IV-2, Safety Compatibility Criteria of the San Francisco Airport Land Use Compatibility Plan, adopted in November 2012, or the latest adopted plan. Subject to City/County Association of Governments (C/CAG)'s review for land use compatibility, uses must comply with the ALUCP policies and criteria described in Policy SP-2, Safety Compatibility Land Use Criteria; Table IV-2 of the Specific Plan: Safety Compatibility Criteria; and Policy SP-3, Hazardous Uses of the Specific Plan. (See pages IV-27 through IV-34 of the SFP ALUCP, November 2012, or the latest adopted ALUCP).

a. Within SFO Safety Compatibility Zone 1, no new structures are allowed except for structures serving specific aeronautical functions in compliance with applicable FAA design standards. Conference centers in Safety Compatibility Zone 2 of the ALUCP shall not provide seating in excess of 300 people.

b. Residential uses on the east side of the railroad tracks require a Conditional Use Permit (C). Light Industrial facilities in Safety Compatibility Zone 2 of the ALUCP shall not include hazardous uses as defined by the SFO ALUCP, Policy SP-3 on pages IV-33 and IV-34.

c. Places of assembly seating more than 300 people are prohibited in SFO Safety Compatibility Zone 2. Places of assembly not in structure are prohibited in SFO Safety Compatibility Zone 1.

d. Large child day care centers, which are commercial facilities defined in accordance with Health and Safety Code, Section 1596.70, et seq., and licensed to serve 15 or more children, are prohibited in SFO Safety Compatibility Zones 2 and 3. Family day care homes and noncommercial employer-sponsored facilities ancillary to place of business are allowed in SFO Safety Compatibility Zone 3.

The following text has been added to the discussion under the subheading “Development Standards” on page 3-22 of the Draft EIR:

In order to create the most beneficial outcome, a certain amount of flexibility is needed to respond to shifts in market demand and changes in construction practices. When needed, submittals for minor adjustments to development standards as shown in Table 3-3 (up to a 10 percent increase) shall be made to the City of Millbrae, and determinations shall be made at the administrative level by the Community Development Director.

The Specific Plan Area seeks to accomplish broad public benefits through new development. New development that seeks greater or lesser residential densities or floor area ratios outside the Baseline FAR and Residential Density as established in Table 3-2 shall provide public benefits to ensure future growth improves the broader community. Development that requests such increases or decreases in residential densities or floor area ratios shall enter into an agreement with the City specifying required public benefit contributions as described in Chapter 10 of the Specific Plan. The Community Benefits Program implements several of the Specific Plan Policies of Chapter 4 of the Specific Plan, as well as the land use policies of the City's General Plan.

The first paragraph under the subheading “Height Limits” on page 3-22 of the Draft EIR is hereby amended as follows:

Maximum and minimum building heights are established for projects in the Specific Plan Area to achieve a building scale that is transit-supportive, as well as pedestrian-friendly. Under the Specific Plan Update, the height of a building or structure is the measurement of the greatest vertical distance above the exterior finished grade to the highest point of the building immediately above, exclusive of antennas, chimneys and roof equipment. The height of such antennas, chimney, roof equipment or other rooftop structures shall be no more than otherwise permitted by the California Building Code. For the purposes of calculating the height above mean sea level (MSL), the maximum allowable building heights include all rooftop structures and appurtenances, including towers, antennas, air conditioners, elevator equipment enclosures, etc. The height of a stepped or terraced building is the

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height of the tallest segment of the building. ~~Figure 3-10 illustrates height limits in the Specific Plan Area. As previously stated in Section 3.2.1.4, San Francisco International Airport Land Use Compatibility Plan, heights must be consistent with the SFO ALUCP. In addition, structures must be compatible with the San Francisco International Airport Land Use Compatibility Plan, which measures height based on MSL – not based on the distance above exterior finished grade. The lower of the two shall apply. The SFO ALUCP describes critical airspace surfaces in terms of height above MSL. In order to be consistent with the SFO ALUCP, specific development projects must adhere to the maximum allowable heights in the ALUCP, as stated in MSL. Developers of proposed projects must take into consideration the current grade of the site in relation to MSL, in addition to the Above Ground Level (AGL) heights of proposed structures to determine compliance with the ALUCP height limits. Sponsors of proposed projects should be notified at the earliest opportunity to file Form 7460-1, Notice of Proposed Construction or Alteration, with the FAA for any proposed project that would exceed the FAA notification heights. Projects shall comply with the ALUCP Sections 4.5.4 and 4.5.5 as may be amended. Figure 3-10 illustrates height limits in the Specific Plan Area.~~

Table 3-3 and associated footnotes on page 3-24 of the Draft EIR is hereby amended as follows:

TABLE 3-3 DEVELOPMENT STANDARDS BY PLANNING AND OVERLAY ZONES

	TOD	Residential Mixed-Use	Office Employment Center/Light Industrial	Residential Overlay	Retail Commercial	Public Facilities
Height						
Height (Max. ^a /Min. ^b)	Min. 2 stories	Min. 2 stories	Min. 2 stories	-	-	-
Ground Floor Height (Min.) ^c	15 feet	15 feet	15 feet	-	15 feet	-
<u>Baseline Minimum and Maximum FAR and Residential Density^d</u>						
<u>Minimum FAR*</u>	<u>2.0</u>	<u>1.0</u>	<u>0.5</u>	=	<u>0.5</u>	=
<u>Maximum FAR (Non-Residential)</u>	<u>5.75-2.5</u>	<u>1.0-1.2</u>	<u>2.0</u>	=	<u>1.0-2.0</u>	0.3
<u>Max. Upper Floor Residential Density (du/ac)</u>	<u>250-80^d</u>	<u>80-60</u>	<u>60-40^d</u>	30	=	=
<u>FAR and Residential Density if Community Benefits are Provided</u>						
<u>Maximum FAR if Community Benefits are Provided**</u>	<u>b</u>	<u>2.5</u>	<u>2.5</u>	=	=	=
<u>Maximum Residential Density if Community Benefits are Provided (dwelling units per acre)**</u>	<u>b</u>	<u>80^d</u>	<u>60^d</u>	=	=	=
<u>Setbacks^e</u>						
Front Setback						
Minimum Interior Setback (side, rear)	5 feet	5 feet	10 feet	10 feet	-	N/A

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TABLE 3-3 DEVELOPMENT STANDARDS BY PLANNING AND OVERLAY ZONES

	TOD	Residential Mixed-Use	Office Employment Center/Light Industrial	Residential Overlay	Retail Commercial	Public Facilities
Open Space (Min.)^h						
Required Common <u>Publicly</u> <u>Accessible</u> Open Space (% of site <u>Lot</u> area) ^l	25 <u>10</u> %	10%	20%	20 <u>10</u> %	10%	N/A
% of Required Common Open Space Accessible to Public	50%	25 %	25 %	-	100%	N/A
Development Scale (Max.)						
Building Floor Plate ^d	45,000 sf	30,000 sf	30,000 sf	-	-	-
Affordable Housing for Very Low, Low, and Moderate Incomes (% of Units) ^j	15%	15%	15%	N/A	N/A	N/A
Utility Infrastructure ^{k,q}	<i>See Section 3.2.3.5, Utilities, below.</i>					

Notes: FAR = Floor Area Ratio, du/ac = dwelling units per acre, sf = square feet, Max. = maximum, Min. = minimum

* Community Benefits are required if the Baseline Minimum for FAR is not met. See Chapter 10 for Community Benefits program.

** Community Benefits are required if the development proposes to exceed the Baseline Maximum FAR or Residential Density. See Chapter 10 for Community Benefits program.

a. Heights must be compatible with the San Francisco International Airport Land Use Compatibility Plan. Minor adjustments that pertain to building height increase within a maximum height range of 108 to 121 feet are also subject to compatibility and consistency determination with the Airport Land Use Compatibility Plan (ALUCP). Maximum height is shown on Figure 3-10.

b. Exception allowed for a signature building that is part of a larger development Maximum FAR and Residential Density if Community Benefits are provided in the TOD zone are determined by height limits and setbacks.

c. Measured floor plate to floor plate.

d. Floor Area Ratio (FAR): The ratio of the gross floor area of all buildings on a lot to the area of the lot.

e. If office maximum FAR = 1.5.

f. d. Dwelling units count towards FAR.

g. e. Setbacks are shown on Figure 3-11 below.

h. Subject to provisions of Chapter 10.20, Park and Recreation Land, of Millbrae Municipal Code.

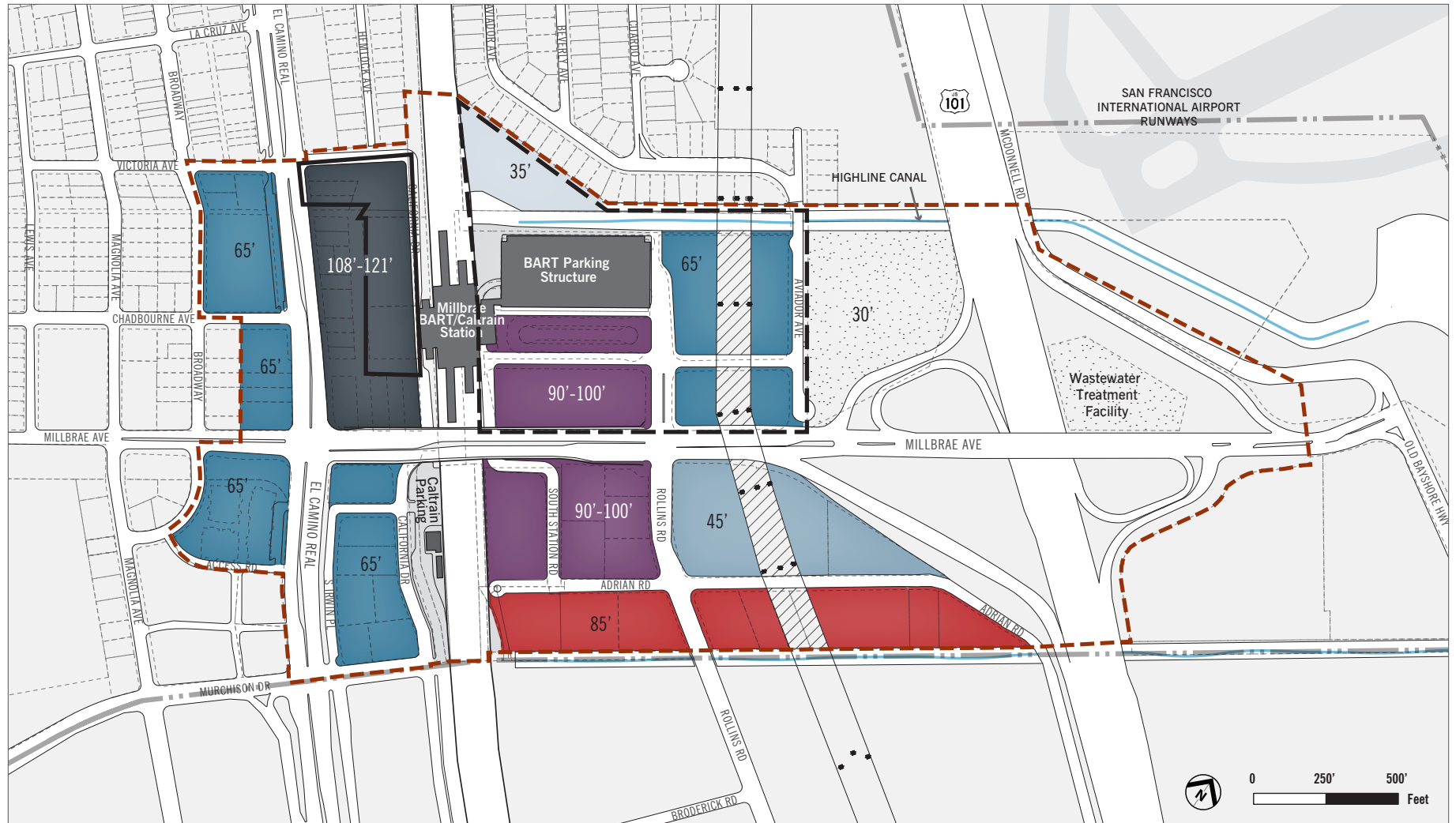
i. For mixed-use projects, a parking garage's floor plate does not count towards this requirement, provided that the parking garage is concealed by active uses, such as retail stores, and is no more than one story high. In such case, the floor plate size of individual residential or office buildings on top of the parking garage shall not exceed the maximum floor plate identified in this table. Individual infill projects on parcels with frontage of less than 100 feet are exempt from this requirement.

j. f. Affordable housing requirement should ~~shall~~ be compatible with applicable law and implemented through an ~~an~~ agreement negotiated with the City.

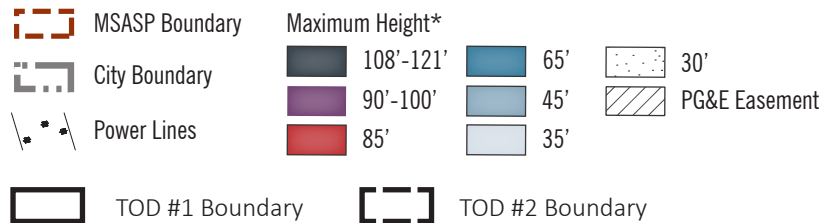
k. g. All development projects shall install recycled water facilities for irrigation and provide connections to the City's fiber optic network.

j. l. Open Space shall be calculated as the Gross Lot Area multiplied by the required Open Space Ratio.

Figure 3-10, Height Limits on page 3-25 of the Draft EIR is hereby amended to add a definition of 'height' as shown on the revised figure.



Source: PlaceWorks, 2015.



* "Height" is measured using the height above grade level per the definition on page 5.7 of the Specific Plan. In addition, structures must be compatible with the San Francisco International Airport Land Use Plan, which measures height based on Mean Sea Level (not based on the distance above ground level). The lower of the two standards shall apply.

Figure 3-10
Height Limits

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Table 3-4 on page 3-26 of the Draft EIR is hereby amended as follows:

TABLE 3-4 STREET-BASED BUILDING FRONTAGE STANDARDS

Street	Building Setback (Minimum)	Sidewalk Width (Minimum)	Street Wall Height At Setback Line (Maximum) ^b
El Camino Real	Built to Setback Line Exception: 42' setback required to provide frontage roads on the west side of El Camino Real	12 feet	65 feet
Millbrae Avenue	Built to Setback Line	42 10 feet	65 feet
Millbrae Overpass	20' from the edge of the overpass structure to provide emergency access to the ^a	10 feet	65 feet
Rollins Road, South Irwin Place, Adrian Road, South Station Road (New Street <u>Long Term</u>), California Drive, Murchison Drive	Built to Setback Line	42 10 feet	55 feet
Victoria Avenue, Chadbourne Avenue	Built to Setback Line	12 feet	55 feet
Broadway	Built to Setback Line	42 10 feet	35 feet
Highline Canal and El Portal Canal	35' from the top of the bank to provide emergency access	N/A	N/A
Next to Bayside Manor Neighborhood	20' from Property Line	N/A	20 feet
Areas/Streets not Identified in this Table	Built to Setback Line	8 6 feet	N/A

Notes:

a. The portions of buildings below the overpass elevation could be built closer.

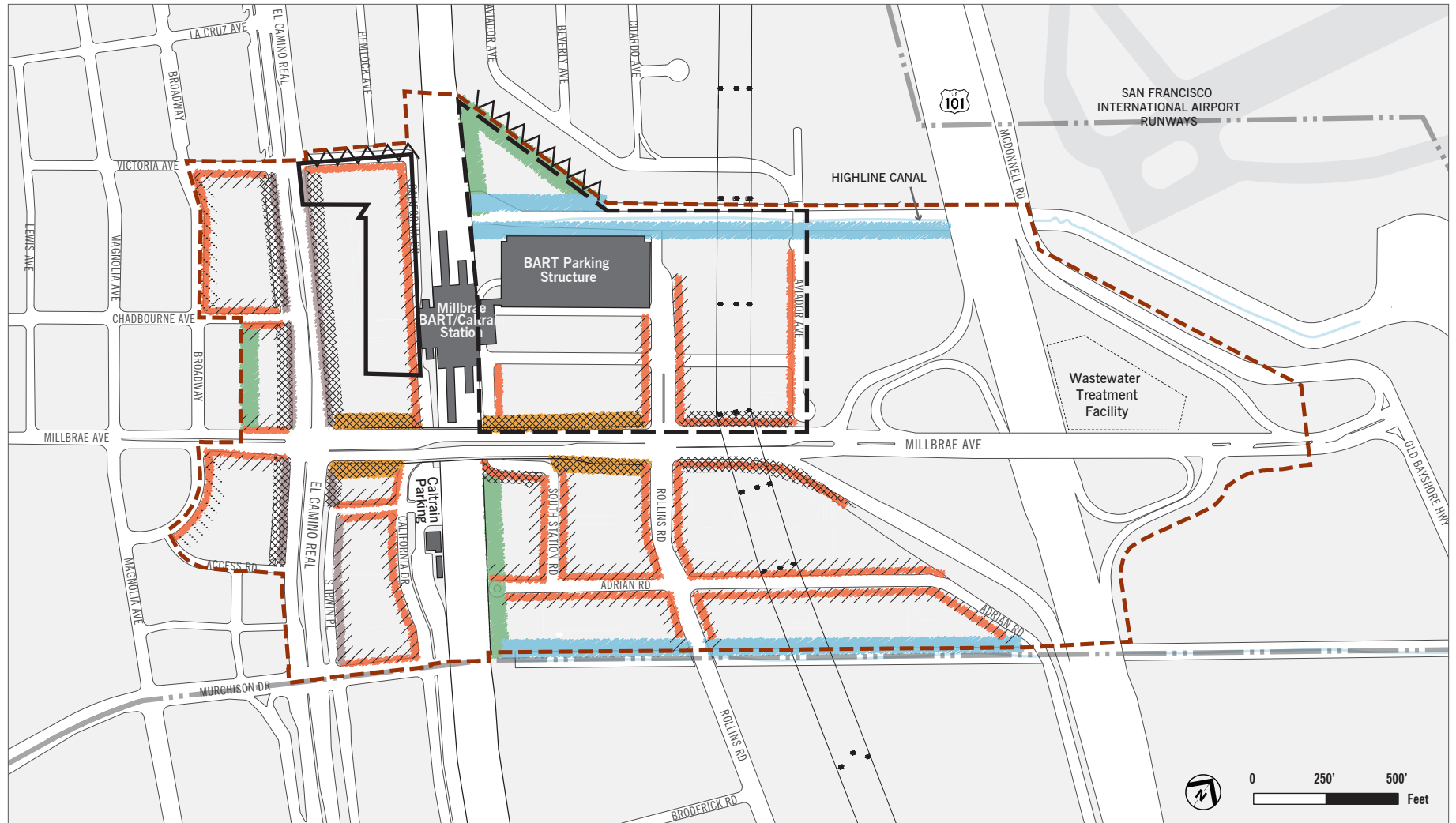
b. If within 600 feet of the Millbrae Station, street wall height at setback line cannot exceed 100 feet.

Source: Draft Millbrae Station Area Specific Plan Update, 2015.

Figure 3-11, Sidewalk and Setback Requirements on page 3-27 of the Draft EIR is hereby amended to add text as shown on the revised figure.

The list under subheading “Other Setback Standards” on page 3-28 of the Draft EIR is hereby amended as follows:

- **Active Frontage Type 2.** This frontage type is intended to create street frontages that are visually attractive and provide a sense of place and security when active ground floor uses are not applicable.
 - Residential uses are allowed if residential entry doors are ~~directly~~ accessible from the sidewalk.
 - Office uses are allowed if a minimum of 40 percent of the linear ground floor wall is transparent, and interior uses are visible from the sidewalk.
 - Use landscaping and public art to screen blank walls.
 - Structured parking shall be screened from pedestrian views.



Source: PlaceWorks, 2015.

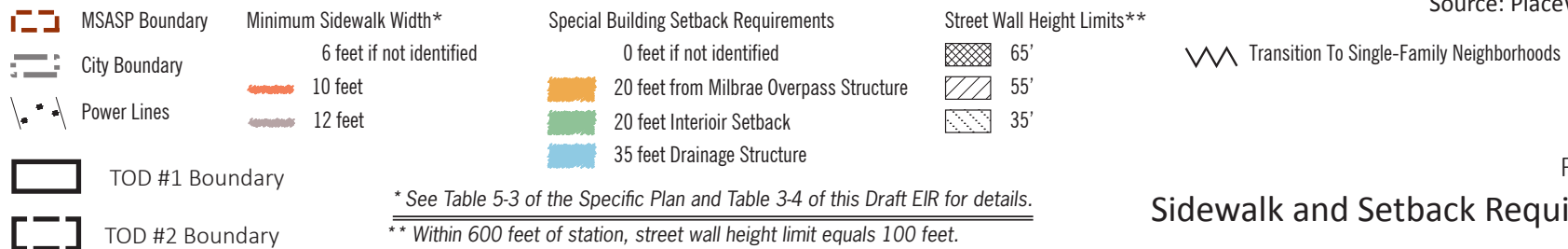


Figure 3-11
Sidewalk and Setback Requirements

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The last paragraph under subheading “Other Setback Requirements” on page 3-28 of the Draft EIR is hereby amended as follows:

Additionally, the Specific Plan Update includes standards for maximum street wall heights to break up building mass, lower the perceived building heights, and minimize shadow impacts. Upper floors beyond the street wall height limits shall be set back a minimum of 10 feet. Exceptions may be granted for architectural interest at the Community Development Director’s discretion.

Table 3-5 on page 3-29 of the Draft EIR is hereby amended as follows:

TABLE 3-5 MINIMUM OFF-STREET PARKING REQUIREMENTS

Land Use	Parking Ratios	
	Transit-Oriented	General
Office	(within 800 feet of station) 1.5 spaces per 1,000 gross square feet (gsf)	2.5 spaces per 1,000 gsf
Hotel	(within 800 feet of station) 0.4 space per room	1 space per room
Residential	(within 600 feet of station) 1 space per unit	1.25 spaces per unit
Restaurant	(within 600 feet of station) 5.0 spaces per 1,000 gsf	6.5 spaces per 1,000 gsf
Retail	(within 600 feet of station) 1.5 spaces per 1,000 gsf	3 spaces per 1,000 gsf

Notes: gross square feet = gsf, “Station” is the Millbrae BART/Caltrain Station in the Millbrae Specific Plan Area.
Source: Draft Millbrae Station Area Specific Plan Update, 2015.

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Table 3-6 on page 3-30 of the Draft EIR is hereby amended as follows:

TABLE 3-6 BIKE PARKING REQUIREMENTS

ACTIVITY TYPE	LONG-TERM BICYCLE PARKING REQUIREMENTS	SHORT-TERM BICYCLE PARKING REQUIREMENTS
Multi-Family Residential	0.5 spaces for each bedroom, <u>including studio units. Minimum requirement 2 spaces.</u>	0.05 spaces for each bedroom, <u>including studio units. Minimum requirement 2 spaces.</u>
Office	1 space per 10,000 square feet of floor area. Minimum requirement 2 spaces. OR Adequate spaces to accommodate 5% of building users (measured at peak periods).	1 space per 20,000 square feet of floor area. Minimum requirement 2 spaces.
Retail	1 space per 12,000 square feet of floor area. Minimum requirement 2 spaces.	1 space per 2,000-5,000 square feet of floor area. Minimum requirement 2 spaces.
Off-Street Parking Lots and Garages Available To General Public	1 space per 20 automobile spaces.	1 space per 20 automobile spaces. Minimum requirement 6 spaces.
Millbrae Station	Adequate spaces to meet existing demand plus an additional 10% for future growth.	Adequate spaces to meet existing demand plus an additional 10% for future growth.

Source: Association of Pedestrian and Bicycle Professionals, Bicycle Parking Guidelines, 2nd Edition, 2010; Bay Area Rapid Transit *Bicycle Access and Parking Plan*, 2002.

The following text under the new heading “Community Benefits Program” has been added beginning on page 3-30 of the Project Description is hereby amended as follows:

Community Benefits Program

Community benefits refer to development contributions made by property owners or developers to provide benefit to the Specific Plan Area in exchange for approval to develop additional or reduced intensity. The Specific Plan defines “Baseline” FAR and Residential Density for each zone in Chapter 5 of the Specific Plan. Any development above the maximum baseline or below the minimum baseline shall provide public improvements and/or equivalent resources to improve quality of life in the Specific Plan Area or city and to help implement the Specific Plan. This exchange is voluntary for the applicant and the City.

Agreement Required. Any developer taking part in the Community Benefits Program shall be required to enter into a binding agreement with the City to specify the public benefit(s) that will be provided in exchange for the higher development intensity that is requested. The City will negotiate the terms of the agreement, including the period during which the development entitlement will be available to the developer and public benefits that will be provided by the developer. A developer may elect to negotiate this agreement in the form of a Development Agreement as defined in the Zoning Ordinance.

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Public Benefits List. The public benefits in Table 9-1 of the Specific Plan are intended to provide examples of benefits that may be implement through a voluntary Community Benefits Agreement and are not intended to be all-inclusive or limited. The City shall determine the appropriate public benefit required in exchange for the request of increase in development standards based on current, identified City needs. In general, public benefits should be provided within and/or accessible from the Plan Area.

Project applicants may elect to directly construct or provide the benefits in Table 9-1. Construction of benefits is preferred. However, the City will have the discretion to accept a monetary contribution (with the exception of affordable housing benefits) to construct the benefit or improvement where deemed appropriate through development of the Community Benefits Agreement.

Figure 3-12, Vehicle Circulation Concept on page 3-32 of the Draft EIR is hereby amended to add the identification of an alternative route for South Station Road and interim connection as shown on the revised figure.

Figure 3-13, Bicycle Circulation Concept on page 3-33 of the Draft EIR is hereby amended to add the identification of an alternative route for South Station Road as shown on the revised figure.

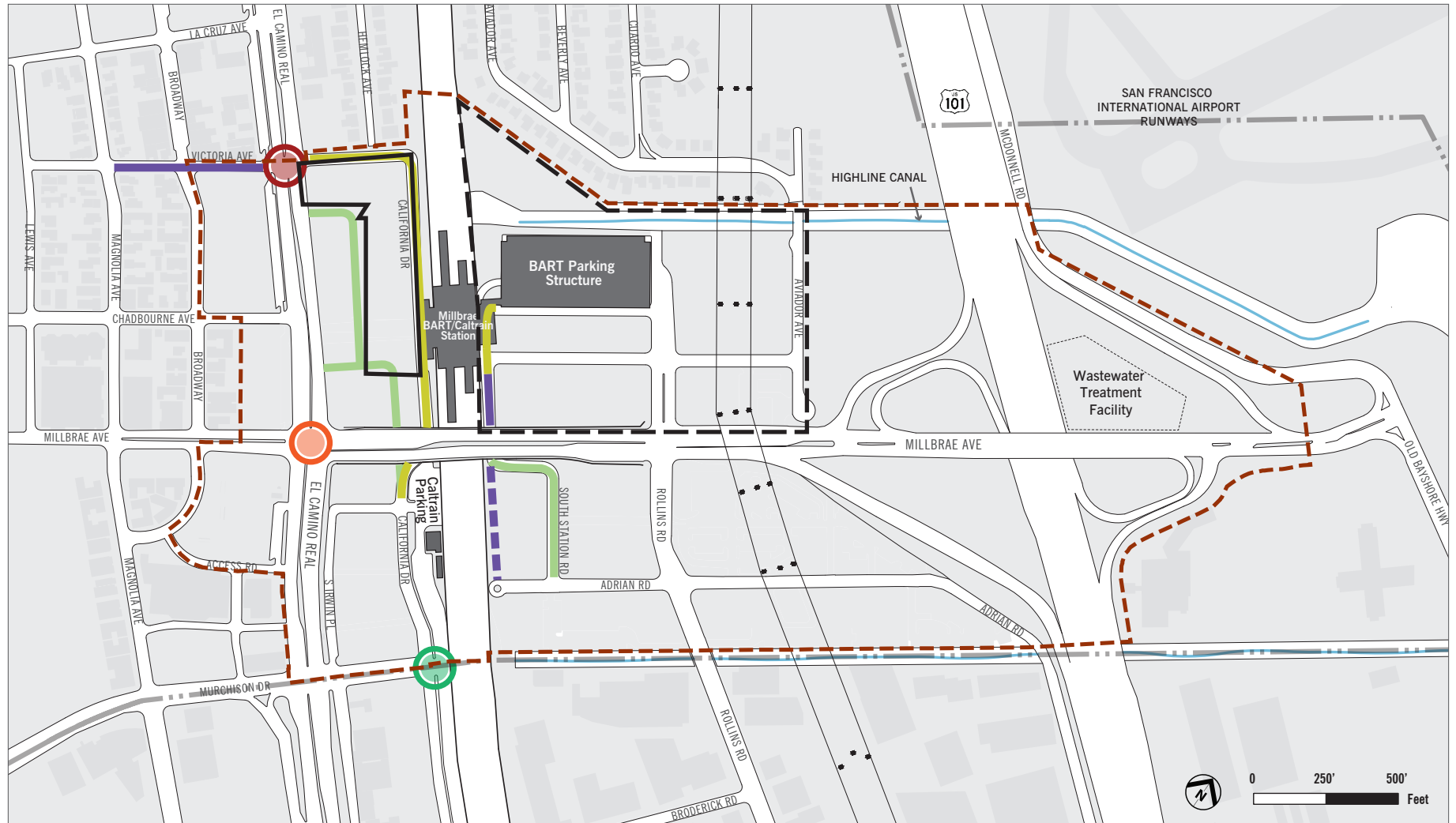
Figure 3-14, Pedestrian Circulation Concept on page 3-34 of the Draft EIR is hereby amended to add the identification of an alternative route for South Station Road and Interim Connection and a continuous sidewalk network as shown on the revised figure.

Figure 3-15, Transit Circulation Concept on page 3-36 of the Draft EIR is hereby amended to add the road adjacent to South Station Road as shown on the revised figure.

The bulleted list under the subheading “3.2.5 Buildout of the Proposed Specific Plan Update” on page 3-41 of the Draft EIR is hereby amended as follows:

As shown above in Table 3-1 in Section 3.1.4, Buildout Projections, with implementation of the proposed Specific Plan Update the total buildout of the Specific Plan Area would result in the following:

- 1,653,340 square feet of ~~office~~ employment center/light industrial space
- 275,110 square feet of retail space
- 1,750 residential units
- 370 hotel rooms
- 4,630 residents¹⁶
- 8,100 employees



Source: PlaceWorks, 2015.

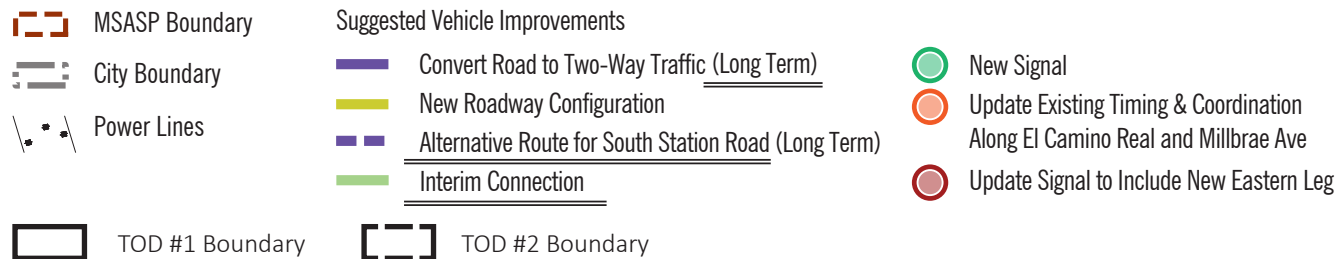
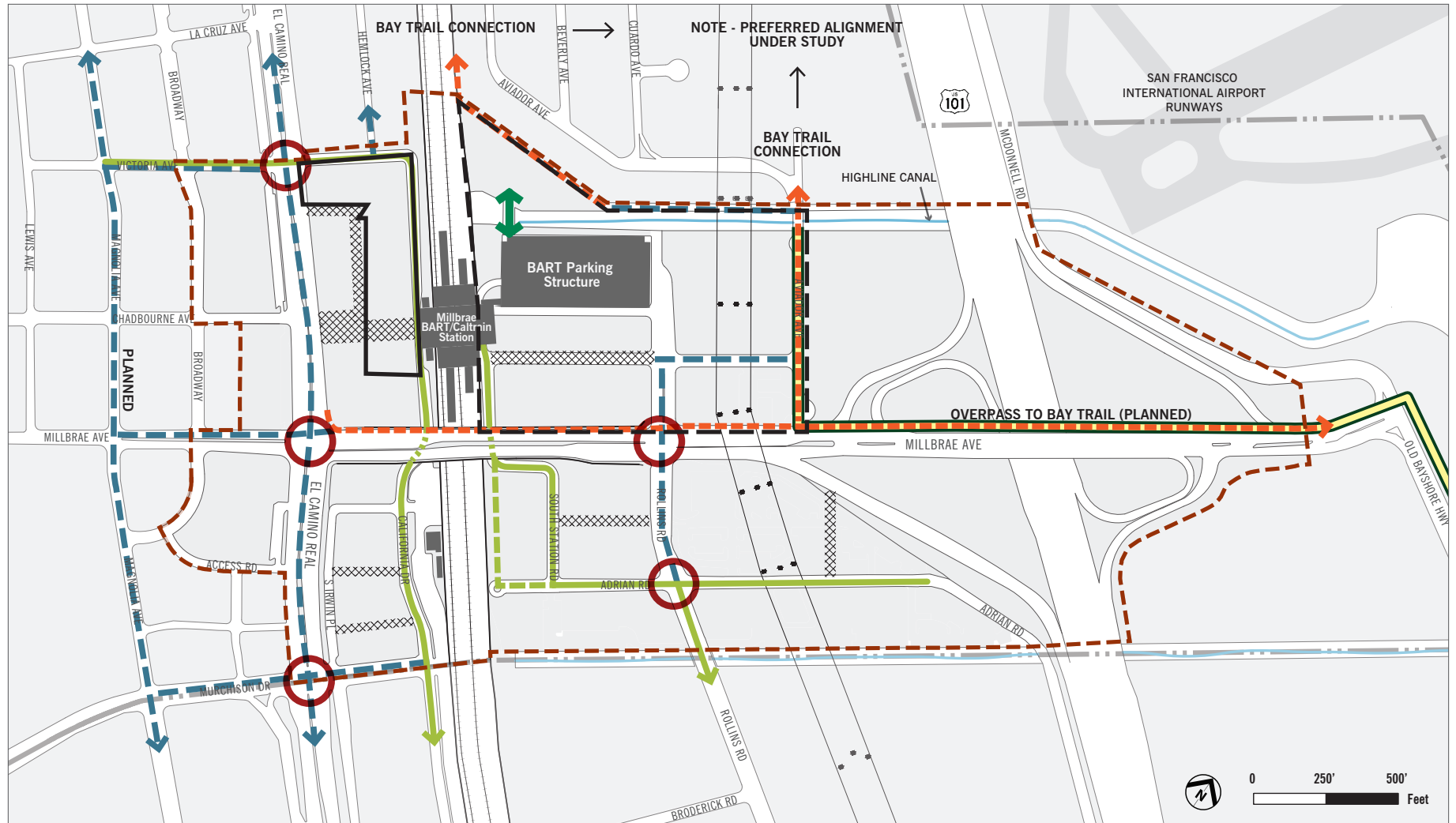


Figure 3-12
Vehicle Circulation Concept



Source: PlaceWorks, 2015.

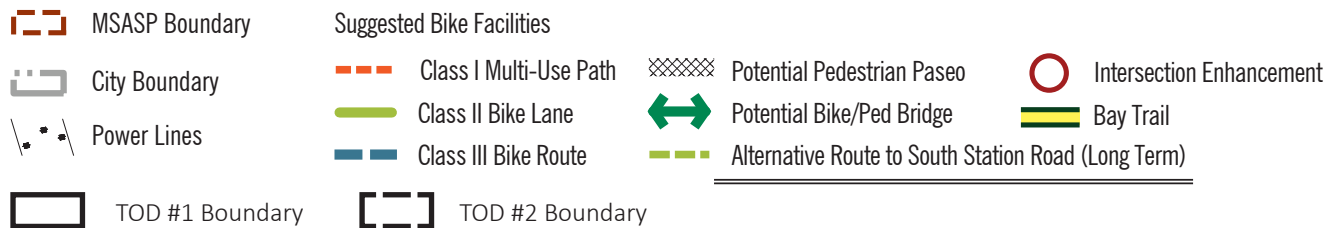
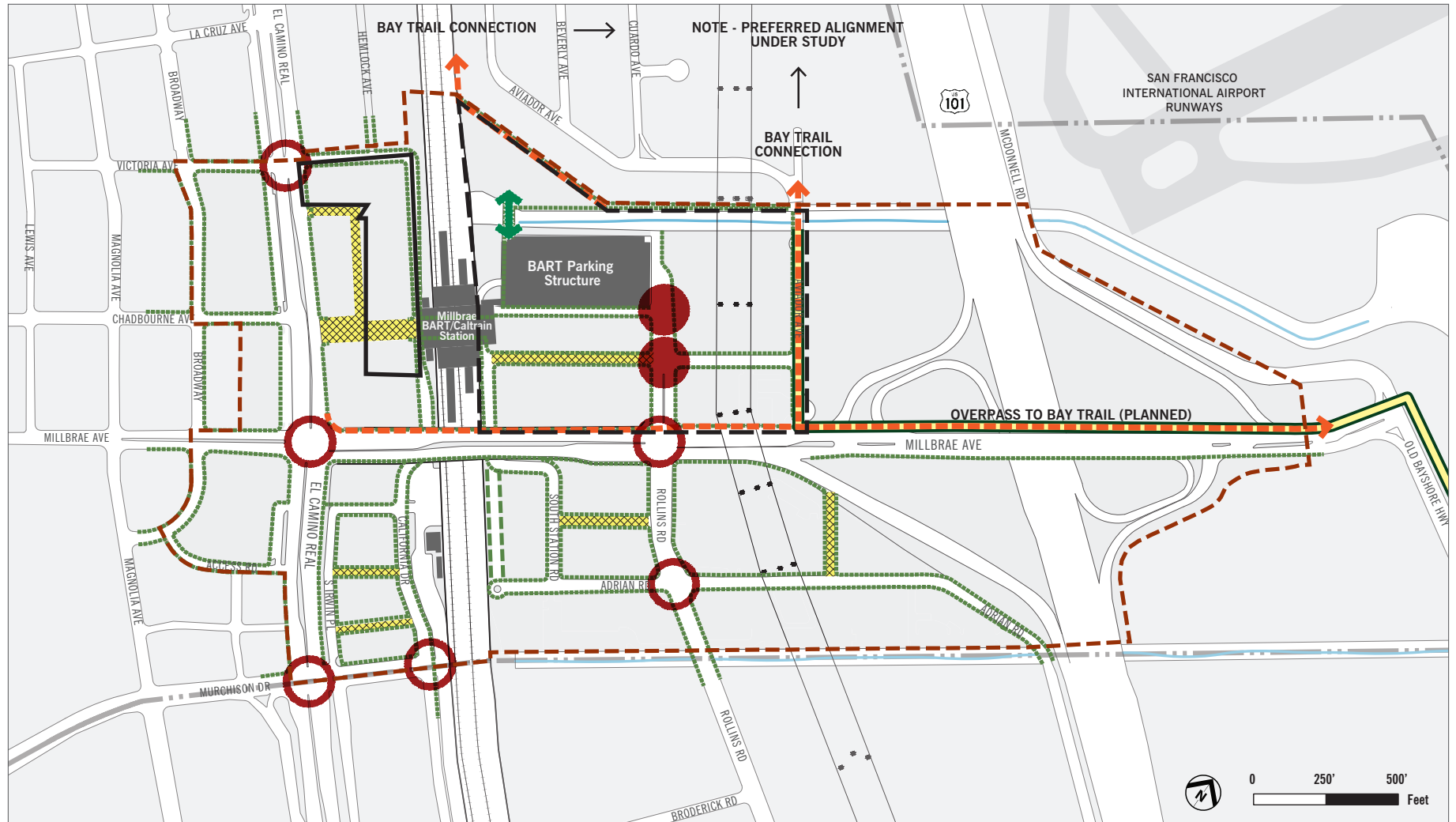


Figure 3-13
Bicycle Circulation Concept



Source: PlaceWorks, 2015.

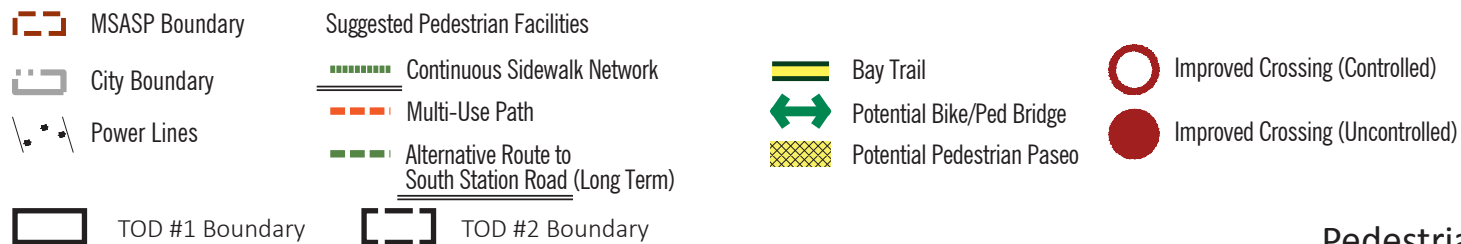


Figure 3-14
Pedestrian Circulation Concept

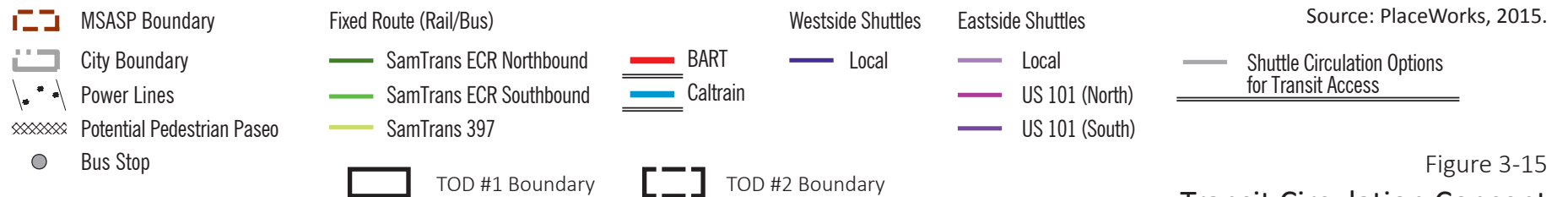
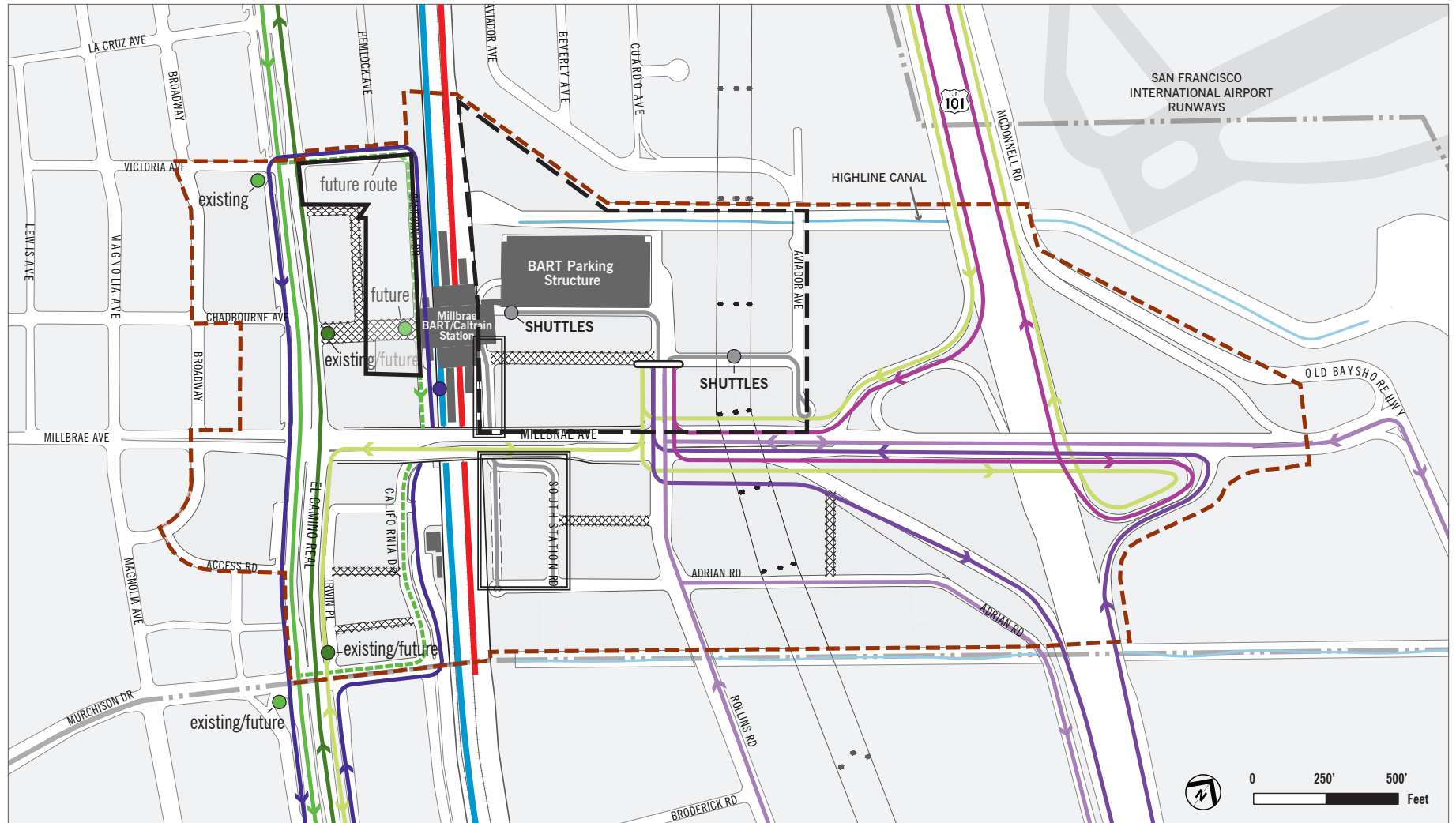


Figure 3-15
Transit Circulation Concept

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The first paragraph under the subheading “3.2.8 Required Approvals” on page 3-43 of the Draft EIR is hereby amended as follows:

The proposed Specific Plan Update is a policy-level document and does not include any specific development proposals other than the proposed TOD #1 and TOD #2 projects that are evaluated in this Draft EIR. Therefore, the Specific Plan Update would be adopted solely by the Millbrae City Council following ALUC review concluding in a consistency determination. As previously stated, the Specific Plan Area is within the SFO ALUCP planning boundary; therefore, in accordance with California Public Utilities Code Section 21676 et seq., the City is required to refer the proposed action to the ALUC for a consistency determination prior to the adoption of the Specific Plan Update. The Planning Commission and other decision-making bodies would review the proposed Specific Plan Update and make recommendations to City Council. With the exception of the ALUC, ~~While~~ other agencies may be consulted during the adoption process, their approval is not required for the Specific Plan Update adoption. However, subsequent development under the Specific Plan Update may require approval of State, federal and responsible trustee agencies that may rely on the program-level analysis in this EIR for decisions in their areas of expertise. The EIR will evaluate the impacts related to the issuance of the following land use permits from the City of Millbrae:

- General Plan Amendment
- Zoning Ordinance Amendment
- Specific Plan Adoption
- Subdivision Map
- Development Agreement Approval
- Design Review ~~a~~Approval
- Grading Permits
- Building Permits
- Conditional Use Permits

Figure 3-18, Aerial Photograph of the TOD #1 Location, on page 3-44 of the Draft EIR is hereby amended to include the parcel at 190 El Camino Drive as shown on the revised figure.

The last sentence of the first paragraph under the subheading “3.3.4.3 Retail” on page 3-54 of the Draft EIR is hereby amended as follows:

Retail uses are anticipated to operate during normal business hours (e.g. 8:00 am to 5:00 pm) with limited after-hours access for some establishments and cleaning/maintenance crews.



Source: Google Earth Pro, 2015.



-  Specific Plan Area Boundary
-  TOD #1 Boundary

Figure 3-18
Aerial Photograph of the TOD #1 Location

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The required approvals list for TOD#1 at the bottom of page 3-61 of the Draft EIR is hereby amended as follows:

The proposed TOD #1 project would require the following approvals from the City:

- General Plan and Zoning Ordinance Amendment
- Subdivision Map
- Conditional Use Permit
- Development Agreement
- Demolition, Grading and ~~Building~~ Building permits

The text under the subheading “3.4.3 Buildout of the TOD #2 Project” on page 3-65 of the Draft EIR is hereby amended as follows:

The first sentence in the second paragraph on page 3-76 of the Draft EIR is hereby amended as follows:

The proposed project would develop a four-story hotel with approximately 52,800 square feet of building area and ~~up to approximately~~ 116 guest rooms on Site 6A.

CHAPTER 4.2, AIR QUALITY

Mitigation Measure AQ-SP-4.1 beginning on page 4.2-51 and continuing on page 4.2-52 of the Draft EIR is hereby amended as follows:

Mitigation Measure AQ-SP-4.1: Prior to future discretionary approval, the City of Millbrae Community Development Department shall require an applicant for a new development project where nearby sensitive land uses (e.g. residences, schools, and day care centers) are within 1,000 feet of the future project site, to prepare and submit a construction health risk assessment (HRA) to evaluate the construction health risk impacts of the project to the sensitive receptors. The HRA shall be prepared in accordance with policies and procedures of the State Office of Environmental Health Hazard Assessment (OEHHA) and the Bay Area Air Quality Management District. The latest OEHHA guidelines shall be used for the analysis, including age sensitivity factors, breathing rates, and body weights appropriate for children age 0 to 16 years. If the HRA shows that the incremental cancer risk exceeds ten in one million (10E-06), PM_{2.5} concentrations exceed 0.3 µg/m³, or the appropriate non-cancer hazard index exceeds 1.0, the applicant will be required to identify and demonstrate that mitigation measures are capable of reducing potential cancer and non-cancer risks to an acceptable level (i.e. below ten in one million or a hazard index of 1.0), including appropriate enforcement mechanisms.

Measures to reduce risk may include but are not limited to:

- Use of equipment that meets the United States Environmental Protection Agency (US EPA)-Certified Tier 3 emissions standards for off-road diesel-powered construction equipment greater than 50 horsepower.

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- Use of emissions control device that achieve emissions reductions that are no less than what could be achieved by a Level 3 diesel emissions control strategy for a similarly sized engine, as defined by CARB regulations.

Mitigation measures identified in the HRA shall be identified as mitigation measures in the environmental document and/or incorporated into ~~the~~ all construction plans (e.g. demolition and grading plans) and verified by the City of Millbrae Community Development Department.

Mitigation Measure AQ-SP-4.2 on page 4.2-54 of the Draft EIR is hereby amended as follows:

Mitigation Measure AQ-SP-4.2: The City shall require applicants for future residential and other sensitive land use projects (e.g. hospitals, nursing homes, and day care centers) within 1,000 feet of a major sources of TACs (e.g. warehouses, industrial areas, freeways, and roadways with traffic volumes over 10,000 vehicle per day), as measured from the property line of the project to the property line of the source/edge of the nearest travel lane, ~~shall to~~ submit a health risk assessment (HRA) to the City prior to future discretionary project approval. The HRA shall be prepared in accordance with policies and procedures of the State Office of Environmental Health Hazard Assessment (OEHHA) and the Bay Area Air Quality Management District. The latest OEHHA guidelines shall be used for the analysis, including age sensitivity factors, breathing rates, and body weights appropriate for children age 0 to 16 years. If the HRA shows that the incremental cancer risk exceeds either ten in one million (10E-06) and/or 100 in a million for cumulative sources, PM_{2.5} concentrations exceed 0.3 µg/m³, or the appropriate non-cancer hazard index exceeds 1.0, the applicant will be required to identify and demonstrate that mitigation measures are capable of reducing potential cancer and non-cancer risks to an acceptable level (i.e. below ten in one million or a hazard index of 1.0), including appropriate enforcement mechanisms. Measures to reduce risk may include but are not limited to:

- Air intakes located away from high volume roadways and/or truck loading zones.
- Heating, ventilation, and air conditioning systems of the buildings provided with appropriately sized Maximum Efficiency Rating Value (MERV) filters.

Mitigation measures identified in the HRA shall be identified as mitigation measures in the environmental document and/or incorporated into the site development plan as a component of the proposed future project. The air intake design and MERV filter requirements shall be noted and/or reflected on all building plans submitted to the City and shall be verified by the City of Millbrae Community Development Department.

CHAPTER 4.3, BIOLOGICAL RESOURCES REVISIONS

The first sentence in the third paragraph on page 4.3-9 of the Draft EIR is hereby amended as follows:

As described in Chapter 3, Project Description, of this Draft EIR, this project site is ~~this project site is~~ highly urbanized and primarily surrounded by paved roadways: the railroad tracks to the west; single-family properties to the north; Aviator Avenue to the east; and Millbrae Avenue to the south.

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CHAPTER 4.4, CULTURAL RESOURCES REVISIONS

The second paragraph under the subheading “4.4 Cultural Resources” on page 4.4-1 of the Draft EIR is hereby amended as follows:

The analysis in this chapter is based on a cultural resources report prepared by Tom Origer & Associates (TOA) on September 22, 2014 and Historic Resource Evaluation, Two Commercial Buildings in Millbrae, San Mateo County, California, by Heritage Resource Consulting, September 8, 2015. These cultural resources reports ~~is~~ are included in this Draft EIR as Appendix C, Cultural Resources Data.

The last sentence in the first paragraph on page 4.4-7 of the Draft EIR is hereby amended as follows:

Along with the Darius Ogden Mills’s business ventures, small businesses were encouraged and the town became more industrialized and business-centered, especially with the transportation system available and developed in the area.

The second sentence in the second paragraph on page 4.4-7 of the Draft EIR is hereby amended as follows:

The Southern Pacific Railroad line was built in the 1860s.

The second paragraph under the subheading “Historical Architectural Resources” on page 4.4-8 of the Draft EIR is hereby amended as follows:

There are three other properties listed on the Office of Historic Preservation's *Historic Property Directory*. These properties are located ~~at 100 El Camino Real and~~ within the TOD #1 project site at 190 El Camino Real (Millbrae Cabinet Shop) and 150 Serra Avenue (Convalescent Home). These properties all have a status code of 6Y, which means that they have been, "Determined ineligible for National Register by consensus through Section 106 process – Not evaluated for California Register or Local Listing." As previously discussed, a Historic Resources Evaluation and Building, Structure, and Object Record forms (Department of Parks and Recreation [DPR] 523B)⁴ were prepared for these two properties and are included in Appendix C of this Draft EIR. As described in the Historic Resource Evaluation, the Convalescent Home does not appear to have been the scene of important public events nor was it architecturally significant. The building does not appear to meet the criteria for listing on the California Register and is thus not a historic resource. While the Millbrae Cabinet Shop was the longstanding location of a family-owned business, the Millbrae Cabinet Shop does not meet the criteria for listing on the California Register of Historic Properties and does not appear to be a historic resource. While there are no other local, state, or federally recognized historic properties within or near the Specific Plan Area, several buildings within the Specific Plan Area date to the mid-20th century with a few older individuals, and substantial more modern infill.

⁴ California Office of Historic Preservation, *Recording Historical Resources*, March 1995, accessed <http://ohp.parks.ca.gov>, September 2015.

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The first paragraph on page 4.4-11 of the Draft EIR is hereby amended as follows:

CEQA Guidelines Section 15064.5(b)(3) states that a project that follows the Secretary of the Interior's Standards for the Treatment of Historic Properties with Guidelines for Preserving, Rehabilitating, Restoring, and Reconstructing Historic Buildings or the Secretary of the Interior's Standards for Rehabilitation and Guidelines for Rehabilitating Historic Buildings (1995), ~~Weeks and Grimmer~~, shall be considered as mitigated to a level of less than significant. Therefore, if, under the project-by-project review described above, a structure is determined to be a historical resource as defined by CEQA, the Secretary of the Interior's guidelines referenced above shall be followed. The documentation should be submitted to the City and the NWIC.

The text under subheading "TOD #1 Project" on page 4.4-11 of the Draft EIR is hereby amended as follows:

As described in Section 4.4.1.1, Existing Conditions, there are two properties at 190 El Camino Real (Millbrae Cabinet Shop) and 150 Serra Avenue (Convalescent Home) that have been determined ineligible for the National Register; ~~however, and~~ these sites have ~~not~~ been evaluated for listing on the California Register. ~~While the likelihood of these properties to be listed under the California Register is very low given the ineligible listing for the National Register, impacts to historical architectural resources on the TOD #1 project site would be significant.~~ The Millbrae Cabinet Shop and the Convalescent Home are utilitarian structures and neither exhibits the eye-catching elements of 20th Century commercial architecture, the key characteristic of commercial buildings along transportation corridors in this period. Each property was operated by members of a single family over more than eight decades. While the families that owned and operated these properties experienced personal success and participated in local community affairs, no specific important contribution to local, state, or national history could be identified in connection with these individuals. A review of the local context along the east side of El Camino Real in Millbrae, and along Serra Street, also suggests that there is no potential historic district in this area, to which these properties could contribute. Thus, in addition to lacking sufficient distinction to be individually eligible for listing on the California Register, they do not appear to be contributors to a historic district. Accordingly, impacts would be *less than significant*.

~~Impact CULT-TOD#1-1: The TOD #1 project could adversely affect historical resources.~~

~~Mitigation Measure CULT-TOD#1-1: Prior to the entitlement phase, an evaluation of the two properties at 190 El Camino Real (Millbrae Cabinet Shop) and 150 Serra Avenue (Convalescent Home) shall be carried out by a professional who meets the Secretary of the Interior's Standards for Architectural History, and the results of the evaluation should be submitted as report of findings to the City of Millbrae. Once the report is reviewed and approved by the City, a copy of the report should be submitted to the Northwest Information Center (NWIC).~~

CEQA Guidelines Section 15064.5(b)(3) states that a project that follows the Secretary of the Interior's Standards for the Treatment of Historic Properties with Guidelines for Preserving, Rehabilitating, Restoring, and Reconstructing Historic Buildings or the Secretary of the Interior's Standards for Rehabilitation and Guidelines for Rehabilitating Historic Buildings (1995), ~~Weeks and Grimmer~~, shall be considered as mitigated to a level of less than significant. Therefore, if, under the project-by-project review described above, a structure is determined to be a historical resource as defined by CEQA, the Secretary of the Interior's guidelines referenced above shall be followed. The documentation should be submitted to the City of Millbrae and the NWIC.

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Significance Without Mitigation: Less than significant.

The last sentence on page 4.4-11 of the Draft EIR is hereby amended as follows:

The TOD #2 project site includes surface parking lots and the current BART parking structure, which would not be altered under the proposed Project; thus, the TOD#2 project site does not include any structures that have been determined eligible for the National Register or California Register. Therefore, *no impact* to a known historical architectural resource would occur.

CHAPTER 4.6, GREENHOUSE GAS EMISSIONS REVISIONS

The second paragraph under subheading “Plan Bay Area: Strategy for a Sustainable Region” on page 4.6-13 of the Draft EIR is hereby amended as follows:

As part of the implementing framework for *Plan Bay Area*, local governments have identified Priority Development Areas (PDAs) to focus growth. PDAs are transit-oriented, infill development opportunity areas within existing communities. Overall, well over two-thirds of all regional growth in the Bay Area by 2040 is allocated within PDAs. PDAs are expected to accommodate 80 percent (or over 525,570 units) of new housing and 66 percent (or 744,230) of new jobs in the region.³⁴ The Specific Plan Area encompasses the Millbrae Transit Station Area PDA.³⁵ The Specific Plan Update calls for expanding the pedestrian-friendly nature of the city’s downtown and integrating the diverse uses of the surrounding communities. The envisioned land use pattern for this area includes a mix of ~~office employee center/light industrial~~ and retail uses between the transit station and US Highway 101 with hotels, theaters, and mixed-use residential along El Camino Real and close to downtown.³⁶

CHAPTER 4.7, HAZARDS AND HAZARDOUS MATERIALS REVISIONS

The first paragraph under subheading “Specific Plan Update” on page 4.7-24 of the Draft EIR is hereby amended as follows:

It is envisioned that the Specific Plan Area would be developed with a mix of residential, ~~office employee center/light industrial~~, hotel, and retail uses. Operation of the future projects would involve the storage and use of common cleaning substances, building maintenance products, paints, and solvents. These potentially hazardous substances would not, however, be of a type or occur in sufficient quantities in the Specific Plan Area to pose a significant hazard to public health and safety or the environment. The storage and use of these materials would be subject to existing federal, State, and local regulations, such as the following, which are discussed further in Section 4.7.1.1, Regulatory Framework:

CHAPTER 4.8, HYDROLOGY AND WATER QUALITY REVISIONS

The first paragraph under subheading “Specific Plan” of the threshold “HYDRO-1” threshold on page 4.8-24 of the Draft EIR is hereby amended as follows:

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Urban runoff can carry a variety of pollutants, such as oil and grease, metals, sediment and pesticide residues from roadways, parking lots, rooftops, landscaped areas and deposit them into adjacent waterways via the storm drain system. Implementation of the Specific Plan Update will result in a total buildout of 1,653,340 square feet of ~~office~~ employee center/light industrial space, 275,110 square feet of retail space, 1,750 residential units, and 370 hotel rooms, which could create changes to water quality. Although most of the Specific Plan Area is already developed, increasing the total area of impervious surfaces can result in a greater potential to introduce pollutants to receiving waters. Construction activities could also result in the degradation of water quality, releasing sediment, oil and greases, and other chemicals to nearby water bodies.

The first paragraph under subheading “Specific Plan Update” of the “HYDRO-2” threshold on page 4.8-30 of the Draft EIR is hereby amended as follows:

New construction could result in impacts related to groundwater if the construction would require dewatering or reduce groundwater recharge. Groundwater recharge may be reduced if areas currently available for the infiltration of rainfall runoff are reduced and permeable areas are replaced by impermeable surfaces. Although development within the Specific Plan Area would involve the creation of approximately 2 million square feet of ~~office~~ employee center/light industrial and retail space as well as 1,750 residential units and 370 hotel rooms, the area is already built out with commercial, industrial, and multi-family residential land uses. Therefore, there should be no significant increase in the amount of impervious surface at the site and therefore no reduction in groundwater recharge.

CHAPTER 4.9, LAND USE AND PLANNING REVISIONS

The row in Table 4.9-2, General Plan Policies Pertaining to Land Use and Planning, on page 4.9-16 of the Draft EIR is hereby amended as follows:

		<u>Specific Plan Update</u>
LU4.1	Commercial and Industrial Land Use Needs. Provide sufficient land for commercial and industrial uses to allow for development that provides basic goods and services to Millbrae residents and surrounding regional economic activities such as the San Francisco International Airport.	Consistent. As described above, the Specific Plan Update would not allow for Industrial development in the Plan Area. However, the Specific Plan Update would allow for <u>employee center/light industrial</u> , commercial development which would serve the needs of Millbrae residents. The Specific Plan Update would not affect the land use designations of portions of Millbrae outside of the Plan Area. As seen on the General Plan Land Use Map there would continue to be areas in the City where <u>additional commercial and</u> industrial uses would be permitted and more appropriately sited.

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TOD #1 Project

~~Not applicable.~~ Consistent: The TOD #1 project would provide 267,000 square feet of office space and 2,000 square feet of retail space that would allow for development that provides basic goods and services to Millbrae residents and surrounding regional economic activities.

TOD #2 Project

~~Not applicable.~~ Consistent: The TOD #2 project would provide 164,535 square feet of office and 46,935 square feet of retail space that would allow for development that provides basic goods and services to Millbrae residents and surrounding regional economic activities.

The paragraph under the “Land Use and Zoning” subheading starting on page 4.9-17 and continuing on page 4.9-18 of this Draft EIR is hereby amended as follows:

As shown on Figures 3-7 and 3-9 in Chapter 3, Project Description, of this Draft EIR, the TOD #1 and TOD #2 project sites are within the Transit-Oriented Development land use designation and planning zone. Under the Transit-Oriented Development land use designation and planning zone, the Specific Plan Update envisions a wide variety of uses in areas closest to the Millbrae Station, including the current BART parking lots, which take advantage of station proximity. Land use types such as residential, employee center/light industrial, hotel, and ground floor retail ~~Employment uses, retail, service, hotels, and multi family housing uses will maximize transit trips. All of these uses~~ will capitalize on transit and the integration of residential and employment uses will ensure that there is activity in the station area during the day and in the evenings. As described in detail in Chapter 3 of this Draft EIR, each of the TOD projects would provide a mix of office, retail, and residential uses, and TOD #2 would also include a hotel. Accordingly, the two TOD projects are consistent with the Specific Plan Update Transit-Oriented Development land use designation and planning zone and impacts would be *less than significant*.

The second paragraph on page 4.9-18 of the Draft EIR is hereby amended as follows:

The TOD #1 project would have a floor area ratio (FAR) of 5.74, and the TOD #2 project’s buildings would have a range of FAR between 0.41 up to 4.65 for non-residential uses. These are within the maximum FAR of ~~4.75~~ 5.75 for the Transit-Oriented Development land use designation and planning zone. The TOD #1 includes 500 residential units on the 3.5 acre site, and the TOD #2 project includes 321 residential units on a 9.7 acre site. Accordingly, each TOD project is within the Specific Plan Update’s 250-unit per acre density standard for upper floor residential. Therefore, impacts with regard to FAR and residential density would be *less than significant*.

CHAPTER 4.10, NOISE REVISIONS

The last paragraph on page 4.10-26 of the Draft EIR is hereby amended as follows:

With regards to Standard of Significance ~~56~~, as discussed in Section 4.10.1.3, Existing Conditions, above, there are no private airstrips located within two miles of the Project site; accordingly, there would be no impact related to

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excessive noise levels from private airstrips. Therefore, no further discussion of noise-related impacts from ~~aviation facilities~~ private airstrips is warranted in this Draft EIR.

The second to last paragraph on page 4.10-31 of the Draft EIR is hereby amended as follows:

Future development under the designations of the Specific Plan Update would be subject to and required to comply with federal, State, regional and local regulations, including those relating to the interface between residential and non-residential land uses. As specific uses are proposed for particular sites, project-level design, permitting, and environmental review would serve to ensure that individual uses would comply with the provisions of this chapter. As the Specific Plan Update does not propose specific projects other than the TOD #1 and TOD #2 projects, and does not include site plans or designs, any assumption of potential non-compliance would be purely speculative. Additionally, by including buffers, berms, barriers, or other site design features, development ~~of~~ uses under the Specific Plan Update would need to comply with the regulations described above. Therefore, the adoption and implementation of the Specific Plan Update would not violate the provisions of the General Plan or Municipal Code, and/or other applicable standards and impacts would be *less than significant*.

The last paragraph on page 4.10-31 of the Draft EIR is hereby amended as follows:

The proposed TOD #1 project will have mixed-use residential uses and would be required to have an interior residential use noise level of less than 45 dBA CNEL. The L_{dn} of Long Term Measurement Site LT-2, which is located on the TOD #1 project site, was determined to be 71.8 dBA. This level is above the maximum outdoor noise level goal of 70 dBA L_{dn} (or CNEL) for areas where a railroad is the noise source as established in General Plan Policy NS2.1. However, the Policy NS2.1 also establishes that this outdoor standard will not normally be applied to the small decks associated with apartments and condominiums, but will be evaluated on a case-by-case basis. Regardless, impacts would be considered *significant*.

The first sentence and mitigation measure on page 4.10-40 of the Draft EIR is hereby amended as follows:

Impact NOISE-TOD#2-2: The proposed TOD #~~12~~ project could result in the exposure of persons to or generation of excessive groundborne vibration or groundborne noise levels from vibration related to railway transportation activity.

Mitigation Measure NOISE-TOD#2-2: Implement Mitigation Measure NOISE-TOD#1-2.2.

The mitigation measure listed at the top of page 4.10-40 of the Draft EIR is hereby amended as follows:

Impact NOISE-TOD#2-2: The proposed TOD #1 project could result in the exposure of persons to or generation of excessive groundborne vibration or groundborne noise levels from vibration related to railway transportation activity.

Mitigation Measure NOISE-TOD#2-2: Implement Mitigation Measure NOISE-TOD#1-2.2

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The first paragraph under subheading “Stationary Noise” starting on page 4.10-46 and continuing on page 4.10-47 of the Draft EIR is hereby amended as follows:

Noise is regulated by numerous codes and ordinances across federal, State, and local agencies. In addition, the City regulates stationary-source noise through the Municipal Code. Implementation of the proposed Specific Plan Update would result in new ~~office~~ employee center/light industrial, retail, hotel, and residential development within the city. The primary stationary noise sources from these land uses are landscaping, maintenance activities, and HVAC systems. Noise generated by residential or small commercial uses is generally short and intermittent, and these uses are not a substantial source of noise.

The second sentence contained in last paragraph on page 4.10-72 of the Draft EIR is hereby amended as follows:

Technical studies ~~could~~ would serve as the basis for designing mitigation measures to reduce vibration impacts related to operations, short-term construction, and railway activity.

CHAPTER 4.11, POPULATION AND HOUSING REVISIONS

The first paragraph under the subheading “Specific Plan Update” of the “Pop-1” threshold on page 4.11-8 of the Draft EIR is hereby amended as follows:

As described in Chapter 3, Project Description, of this Draft EIR, buildout of the Specific Plan Update is expected to generate approximately 1,750 new housing units, 370 hotel rooms, 1,653,340 square feet of ~~office~~ employee center/light industrial space, and 275,110 square feet of retail space. This anticipated future development would result in approximately 4,640 residents and 7,600 jobs.

The impact discussion under subheading “TOD #2 Project” on page 4.11-13 of the Draft EIR is hereby amended as follows:

As described under Impact POP-2 above, there is no existing housing on the TOD #2 project site. Therefore, construction of the proposed TOD #2 project would have *no impact* related to the displacement of people.

Significance Without Mitigation: ~~Less than significant~~ No impact.

CHAPTER 4.12, PUBLIC SERVICES AND RECREATION REVISIONS

The second sentence in the last paragraph on page 4.12-1 of the Draft EIR is hereby amended as follows:

The CBC is based on the ~~1997 Uniform~~ 2012 International Building Code, but has been modified for California conditions.

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The first sentence in the first paragraph on page 4.12-2 of the Draft EIR is hereby amended as follows:

The California Fire Code (CFC) incorporates, by adoption, the 2012 International Fire Code of the International Code Council, with California amendments.

The second to last paragraph on page 4.12-8 of the Draft EIR is hereby amended as follows:

The proposed Project includes multiple emergency access points and fire hydrants would be located every on site. Emergency response vehicles would access the Project site from Millbrae Avenue and Rollins Road. Internal roads would accommodate ~~a XX-foot~~ turning for emergency response vehicles.

The first paragraph under the subheading “Specific Plan Update” of the “PS-1” threshold on page 4.12-6 of the Draft EIR is hereby amended as follows:

As described in Chapter 3, Project Description, of this Draft EIR, implementation of the proposed Specific Plan Update would bring as many as 4,640 new permanent residents, 740 temporary hotel guests (at capacity) and 7,600 employees to the Specific Plan Area by 2040.⁷ Additionally, it is anticipated that implementation of the proposed Specific Plan Update could result in 1,653,340 square feet of ~~office~~ employee center/light industrial space, 275,110 square feet of retail space, 1,750 residential units, and 370 hotel rooms throughout the Specific Plan Area. In addition, building heights under the proposed Project could reach a heights ranging from of 8 to 12 stories. These changes would likely result in an increase in the number of calls for fire protection and emergency medical services, and require the need for additional equipment necessary to accommodate the proposed height increases.

The first paragraph under the subheading “Specific Plan Update” of the “PS-3” threshold on page 4.12-13 of the Draft EIR is hereby amended as follows:

As described in Chapter 3, Project Description, of this Draft EIR, implementation of the proposed Specific Plan Update would bring as many as 4,640 new permanent residents, 740 temporary hotel guests (at capacity) and 7,600 employees to the Specific Plan Area by 2040.¹⁸ Additionally, it is anticipated that implementation of the proposed Specific Plan Update could result in 1,653,340 square feet of ~~office~~ employee center/light industrial space, 275,110 square feet of retail space, 1,750 residential units, and 370 hotel rooms throughout the Specific Plan Area. These changes would likely result in an increase in the number of calls for police protection services; thus, the proposed Specific Plan Update would create an increased demand for law enforcement services.

The second paragraph under subheading “BART Police Department” on page 4.12-15 of the Draft EIR is hereby amended as follows:

Implementation of the proposed Specific Plan Update is expected to increase BART ridership over the 25-year buildout horizon. At buildout, the Specific Plan Update is expected to generate a deficit of 3 additional riders in the morning peak hour commute and 35 additional riders in the afternoon peak hour commute, and result in a total of approximately 56 additional daily trips, as discussed further in Chapter 4.13, Transportation and Traffic Circulation, of this Draft EIR. Although an increase in ridership is expected, the BART Police Department is funded through ridership fares and sales tax, which ensures adequate police services are provided to accommodate additional ridership. As such, a *less-than-significant* impact would occur.

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The third paragraph on page 4.12-15 of the Draft EIR is hereby amended as follows:

As described in Chapter 3, Project Description, of this Draft EIR, development of the proposed TOD #1 project would generate 500 new housing units, 32,000 square feet of retail space, and 267,000 square feet of office space. This would result in 1,325 residents and 1,148 jobs.²¹ Because the proposed TOD #1 project would result in new population on a site that is currently limited to commercial uses, with the exception of the single housing unit, the proposed TOD #1 project would represent a more intense use of the site. Although the relationship is not directly proportional, more intense uses of land typically result in an increase in the number of calls for police protection services. Thus, the proposed TOD #1 project would create an increased demand for police protection services.

The first paragraph under subheading “Budget and Funding” on page 4.12-23 of the Draft EIR is hereby amended as follows:

The SMUHSD’s annual budget is approximately \$125 million.³⁶ Since the SMUHSD is a Basic Aid district, its revenue is predominantly funded through property taxes (\$105 million). The rest is funded with State and federal funds.³⁷ The San Mateo Union High School District (SMUHSD) currently collects fees for construction projects over 500 square feet ~~and over~~ at a rate of \$1.28 per square foot for residential and \$0.21 per square foot for commercial. The SMUHSD is, however, reviewing a new Developer Fee Study and intends on raising its fees in the Spring 2015. The new fees ~~will~~ are expected to be \$1.34 per square foot for residential and \$0.22 per square foot for commercial.³⁸ In addition to the development impact fee, the voters approved two bond measures for school facility improvements and upgrades: Measure M for \$298 million in 2006 and Measure O for additional \$186 million in 2011.^{39, 40} Through these two bond measures, the SMUHSD has been modernizing its facilities and adding enrollment capacity.

The first paragraph under the subheading “Specific Plan Update” of the “PS-7” threshold on page 4.12-29 of the Draft EIR is hereby amended as follows:

As described in Chapter 3, Project Description, of this Draft EIR, development allowed by the proposed Specific Plan Update is expected to generate approximately 1,750 new housing units, 370 hotel rooms, 1,653,340 square feet of ~~office employee center/light industrial~~ space, and 275,110 square feet of retail space. This anticipated future development would result in approximately 4,640 permanent residents, 740 temporary hotel guests (at capacity) and 7,600 new employees. While the routine use of the library by future employees and hotel guests from the Specific Plan Area is not anticipated, the permanent new residents could increase the demand for the library services at the Millbrae Library.

The text under the subheading “The Quimby Act” on page 4.12-32 is hereby amended as follows:

Since the passage of the 1975 Quimby Act (California Government Code Section 66477), cities and counties have been authorized to pass ordinances requiring that developers set aside land, donate conservation easements or pay fees for park improvements. Revenues generated through the Quimby Act cannot be used for the operation and maintenance of park facilities.⁵⁸ A 1982 amendment was designed to hold local governments accountable for imposing park development fees. As previously stated above in this Chapter, (AB 1600) (the Mitigation Fee Act) requires agencies to clearly show a reasonable relationship between the public need for the recreation facility or park land and the type of development project upon which the fee is imposed.

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Cities with a high ratio of park space to inhabitants can set a standard of up to 5 acres per thousand persons for new development. Cities with a lower ratio can only require the provision of up to 3 acres of park space per thousand people. The calculation of a city's parkland-to-resident ratio is based on a comparison of the population count of the last federal census to the amount of city-owned parkland.

Fees required under the Quimby fees can be collected from residential subdivisions for park or recreation purposes; however, these fees cannot be collected from commercial developments, apartment projects, or subdivisions of fewer than 5 acres.

The text under the subheading "Specific Plan Update" beginning on page 4.12-36 and continuing on 4.12-37 is hereby amended as follows:

As described in Chapter 3, Project Description, of this Draft EIR, development allowed by the proposed Specific Plan Update is expected to generate approximately 1,750 new housing units, 370 hotel rooms, 1,653,340 square feet of retail space, and 275,110 square feet of retail space. This anticipated future development would result in approximately 4,640 permanent residents, 740 temporary hotel guests (at capacity) and 7,600 new employees. While the routine use of the parks and recreational facilities by future employees and temporary hotel guests from the Specific Plan Area is not anticipated, the new permanent residents could increase the demand for the parks and recreational facilities in the city. As described in Chapter 3, Project Description, the existing population in the Specific Plan Area is 816; therefore, with implementation of the Specific Plan Update the permanent population could increase by 3,824 new residents.

~~Implementation of the proposed Specific Plan Update would have a significant impact if it would result in substantial adverse physical impacts associated with the provision of new or physically altered parks and recreational facilities in order to maintain the City's adopted ratio of 5 acres of parkland per 1,000 residents are required.~~

As described in Section 4.12.5.1 under Existing Conditions, the City does not currently meet its standard of 5 acres per 1,000 residents under the Municipal Code standard. The increase in population at buildout would be required to provide 23.2-19.12 acres of parkland to meet the standards of 5 acres per 1,000 residents.⁶⁷

Footnote 67: Acreage was calculated by multiplying the projected number of persons by the required acreage percentage. For example, 5 acres of City parkland per 1,000 persons is equivalent to 0.005, and $0.005 \times 4,639,824$ (net new residents) = 23.2-19.12 acres.

The General Plan policies listed in Table 4.12-8 would ensure adequate parks and recreational facilities in Millbrae are provided for existing and future residents under the Specific Plan Update. Specifically, General Plan Policy LU5.13 requires the City to maintain adequate facilities for the recreation needs of the city and Policy LU5.14 requires the City to assess the need for and construct new recreational facilities as required in the city. In addition, Policy PC1.33 calls for the City to require that all new multi-family residential projects provide a significant amount of on-site open space/recreation facilities for residents or provide a combination of park in-lieu fees and on-site recreational facilities. Finally, Policy PC2.3 calls for the City to exact in-lieu fees according to California Government Code 66477 and the Municipal Code to fund park and recreation facility improvements, and use the interest earned on fees to fund facility maintenance. Furthermore, Specific Plan Policy OS 7 requires all new

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residential development to provide a parkland dedication of 5 acres per 1,000 population or payment of developer impact fees. While the addition of ~~4,640~~3,824 new permanent residents would increase the service population, the increase would occur gradually over a 25-year horizon, and compliance with these General Plan policies and continued implementation of the City's parkland dedication requirements established in the Municipal Code would ensure that additional parkland is provided as development occurs in the city. If and when construction of new and expanded facilities becomes necessary, such projects would be subject to separate CEQA review in order to identify and mitigate potential environmental impacts.

Therefore, implementation of the proposed Specific Plan Update would not result in substantial adverse physical impacts associated with the provision of or need for new or physically altered parks, and associated impacts would be *less than significant*.

The text under the subheading “TOD #1” beginning on page 4.12-37 and continuing on 4.12-38 is hereby amended as follows:

The increase in population from the proposed TOD #1 project would be required to provide 6.6 acres of parkland to meet the standards of 5 acres per 1,000 residents.⁶⁸ While the proposed TOD #1 project does not propose 6.6 acres of parkland in Millbrae, it would provide on-site common space areas (62 square feet per unit) and recreational amenities. Additionally, compliance with General Plan Policy PC1.33, which calls for the City to require that all new multi-family residential projects provide a significant amount of on-site open space/recreation facilities for residents or provide a combination of park in-lieu fees and on-site recreational facilities and Specific Plan Policy OS 7, which requires all new residential development to provide a parkland dedication of 5 acres per 1,000 population or payment of developer impact fees, would ensure the proposed TOD #1 project adequately meets the City's parkland requirement. Therefore, a *less-than-significant* impact would occur with respect to the need for new or physically altered parks and recreational facilities.

Footnote 68: Acreage was calculated by multiplying the projected number of persons by the required acreage percentage. For example, 5 acres of City parkland per 1,000 persons is equivalent to 0.005, and $0.005 \times 1,325 = 6.6$ acres.

The text under the subheading “TOD #2” on page 4.12-37 is hereby amended as follows:

The increase in population from the proposed TOD #2 project would be required to provide 4.3 acres of parkland to meet the standards of 5 acres per 1,000 residents.⁶⁹ While the proposed TOD #2 project does not propose 4.3 acres of parkland in Millbrae, it would provide on-site common space areas (62 square feet per unit), 3,000 square feet of community space and recreational amenities. Additionally, compliance with General Plan Policy PC1.33, which calls for the City to require that all new multi-family residential projects provide a significant amount of on-site open space/recreation facilities for residents or provide a combination of park in-lieu fees and on-site recreational facilities and Specific Plan Policy OS 7, which requires all new residential development to provide a parkland dedication of 5 acres per 1,000 population or payment of developer impact fees, would ensure the proposed TOD #2 project adequately meets the City's parkland requirement. Therefore, a *less-than-significant* impact would occur with respect to the need for new or physically altered parks and recreational facilities.

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Footnote 69: Acreage was calculated by multiplying the projected number of persons by the required acreage percentage. For example, 5 acres of City parkland per 1,000 persons is equivalent to 0.005, and $0.005 \times 851 = 4.3$ acres.

The text under the subheading “Specific Plan Update” on page 4.12-340 is hereby amended as follows:

Implementation of the proposed Specific Plan Update would result in a significant impact if it would include or require the construction or expansion of recreational facilities which might have an adverse physical effect on the environment. The proposed Specific Plan Update itself does not propose the construction or expansion of parks and recreational facilities. While the addition of ~~4,640~~3,824 new permanent residents would increase the service population, the increase would occur gradually over a 25-year horizon, and compliance with these General Plan policies and continued implementation of the parkland dedication requirements established in the Municipal Code would ensure that additional parkland is provided as development occurs in the city. If and when construction of new and expanded facilities becomes necessary, such projects would be subject to separate CEQA review in order to identify and mitigate potential environmental impacts. Therefore, implementation of the proposed Specific Plan Update would not include or require the construction or expansion of recreational facilities, and the impact would be *less than significant*.

CHAPTER 4.13, TRANSPORTATION AND CIRCULATION REVISIONS

The fourth sentence contained in the second paragraph on page 4.13-4 of the Draft EIR is hereby amended as follows:

SB 743 includes amendments that allow cities and counties to opt out of traditional level of service standards where Congestion Management Programs (CMPs) are used and requires the Office of Planning and Research (OPR) to update the CEQA Guidelines and establish “criteria for determining the significance of transportation impacts of projects within transit priority areas.”

The second paragraph on page 4.13-22 of the Draft EIR is hereby amended as follows:

BART currently operates over 100 miles of double track rapid rail service, serving ~~44~~45 stations and over three million people in four (4) densely populated Bay Area Counties: Contra Costa, Alameda, San Francisco, and San Mateo. BART carries more than ~~375,000~~ 430,000 riders per weekday. The BART-SFO extension, completed in June 2003, added 8.7 miles of new track and four (4) new stations (including the Millbrae Station) to the existing system and provides direct service to the San Francisco International Airport.

The Millbrae Station is the southern terminus of the Richmond-Millbrae Line on weekdays before ~~8~~9:00 PM and the Pittsburg/Bay Point-SFO Airport-Millbrae Line after ~~8~~9:00 PM on weekdays. The Millbrae Station is the only BART station that provides a direct intermodal connection to the Caltrain commuter rail system and provides fast and frequent service to many parts of the Bay Area, including downtown San Francisco (29 minutes), downtown Oakland (42 minutes), and the San Francisco International Airport (12 minutes). While the station has three (3) tracks/platforms available, most BART trains utilize the western-most track/platform (adjacent to the northbound

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Caltrain platform) for arrival and departure of revenue service (i.e. passenger-carrying) trains, while the remaining tracks are used for storage of trains during midday.

As shown in Table 4.13-8, BART provides service from 4:00 AM to 12:00 AM on weekdays with typical headways (frequency of service) of 15 minutes ~~on the Richmond-Millbrae Line serving the station during peak and mid-day hours before 9:00 PM~~ and 20 minutes ~~headways on the Pittsburg/Bay Point-SFO Airport-Millbrae Line in the evening after 9:00 PM.~~ Weekday service before 9:00 PM includes 62 northbound departures on the Richmond-Millbrae Line and six (6) northbound departures on the Pittsburg/Bay Point-SFO Airport-Millbrae Line; service after 9:00 PM includes eight (8) northbound departures on the Pittsburg/Bay Point-SFO Airport-Millbrae Line. BART provides service from and 6:00 AM (8:00 AM on Sundays) to 12:00 AM on Saturdays with 54 northbound departures on the Pittsburg/Bay Point-SFO Airport-Millbrae Line and from 8:00 AM to 12:00 AM on Sundays with 48 northbound departures on the Pittsburg/Bay Point-SFO Airport-Millbrae Line. ~~weekends with a typical weekend BART headways of are 20 minutes.~~

TABLE 4.13-8 MILLBRAE BART TRAIN SCHEDULE

Line	Headway (minutes)			
	Weekday before 8:00 PM	Weekday after 8:00 PM	Weekend	
Richmond-Millbrae	15	No Service	No Service ¹	
Pittsburg/Bay Point-SFO Airport-Millbrae	No Service <u>15</u>	20	20	
<u>Number of Trains (Northbound Direction²)</u>				
	<u>Weekday before 9:00 PM</u>	<u>Weekday after 9:00 PM</u>	<u>Weekend</u>	
			<u>Saturday</u>	<u>Sunday</u>
<u>Richmond-Millbrae</u>	<u>62</u>	<u>No Service¹</u>	<u>No Service¹</u>	<u>No Service¹</u>
<u>Pittsburg/Bay Point-SFO Airport-Millbrae</u>	<u>6</u>	<u>8</u>	<u>54</u>	<u>48</u>

Notes:

1. Service between Richmond and Millbrae is only offered before 8:00 PM on weekdays

2. Millbrae Station BART trains depart in the northbound direction only.

Source: BART, 20142015.

Policies listed under the Circulation and Parking policies (P-CP 1 through P-CP 25) starting on page 4.13-38 and continuing through page 4.13-40 of the Draft EIR are here by amended as follows:

- P-CP 1. Provide superior pedestrian access and circulation in the Plan Area, especially to Millbrae Station, by providing sidewalks ~~on both sides of~~ on all roadways and adding new routes where feasible.
- P-CP 2. Accommodate projected pedestrian volumes by increasing sidewalk widths to a minimum of 6 to 10 feet.

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- P-CP 3. Create a direct pedestrian connection between El Camino Real (including the northbound bus stop on El Camino Real) and the west side Millbrae Station entrance through a pedestrian paseo or similar.
- P-CP 12. Provide bus and shuttle transfer facilities near station entrances on both the east side and west side of the Millbrae Station to accommodate the peak projected vehicles to support bus and shuttle as ~~a priority~~ an alternative access mode to BART, Caltrain, and future rail service, such as High Speed Rail (HSR).
- P-CP 26. The City shall work with Caltrans to modify the existing the El Camino Real/Millbrae Avenue intersection footprint through restriping.
- P-CP 27. The City shall work with Caltrans to determine if it is feasible to construct an additional mixed flow and/or HOV lane on northbound and southbound US 101.
- P-CP 28. The City of Millbrae shall work with the City of Burlingame to modify the El Camino Real/Murchison Drive intersection footprint. The modified intersection footprint can be accommodated within the existing right of way.
- P-CP 29. The City of Millbrae shall work with the City of Burlingame to conduct a full signal warrant analysis at the California Drive/Murchison Drive intersection and determine feasibility.
- P-CP 30. The City shall work with the City of Burlingame to improve the El Camino Real/Millbrae Avenue intersection lane configurations, as appropriate.
- P-CP 31. Development projects shall participate in funding and implementing a comprehensive, multi-agency, multi-modal access plan to the Millbrae Transit Station. In the event the access plan is not complete at the time of application for projects within the TOD zone, applicants shall submit a plan of how multi-modal access and circulation to the transit station will be accomplished prior to City entitlement approval.

The impact discussion under subheading “Impact TRANS-SP-1.1” beginning on page 4.13-46 and continuing on 4.13-47 of the Draft EIR is hereby amended as follows:

Impact TRANS-SP-1.1: Implementation of the Specific Plan Update would result in the addition of traffic to intersection #4 El Camino Real/Millbrae Avenue causing this intersection to degrade from LOS D to LOS F in the AM peak hour and would add more than five (5) seconds of delay in the PM peak hour (currently operating at LOS E), resulting in LOS F under Existing Plus Project conditions.

~~Mitigation Measure TRANS-SP-1.1: The City should modify the El Camino Real/Millbrae Avenue intersection footprint. The modified intersection footprint would add one (1) northbound right turn pocket lane (for a total of two [2] turn lanes) and one (1) westbound right turn pocket lane (for a total of two [2] turn lanes), each approximately 200 feet long. The City can accommodate these modifications to the intersection #4 within the current footprint through restriping. This can be accomplished by converting one westbound through lane to a right turn only lane and by re-striping the northbound approach to make the left turn lane 10 feet wide, the through lanes 12 feet wide, and the two (2) right turn lanes 11 feet wide.~~

Significance Without Mitigation: Significant and Unavoidable. The modifications to the El Camino Real/Millbrae Avenue intersection ~~proposed under Mitigation Measure TRANS-SP-1.1~~ Policy CP 26 requires the City to work with Caltrans to modify the existing El Camino Real/Millbrae Avenue intersection footprint through restriping. However, implementation of Policy CP-26 may not be feasible due to the City's lack of

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authority to independently implement (the intersection is under Caltrans jurisdiction). Although the ~~mitigation~~ modification is physically feasible, it is legally infeasible. Furthermore, while future projects would be required to comply with the Specific Plan Update Circulation and Parking policies listed above, which, as previously stated, could potentially reduce VMT and vehicle congestion in the Specific Plan Area by providing improved pedestrian, bicycle and transit and opportunities for alternative modes of transportation for employees, it cannot be assured that the reductions would sufficiently reduce the impact. Therefore, the impacts at this intersection would be significant and unavoidable.

The impact discussion under subheading “Impact TRANS-SP-1.2” on page 4.13-47 of the Draft EIR is hereby amended as follows:

Impact TRANS-SP-1.2: Implementation of the Specific Plan Update would result in the addition of traffic volumes to freeway segments currently operating over capacity and Specific Plan Update-generated traffic would add more than one (1) percent of the segment’s capacity at the following locations:

- Northbound US 101 from Millbrae Avenue to Broadway – AM peak hour
- Northbound US 101 from Broadway to Peninsula Avenue – AM peak hour

~~Mitigation Measure TRANS SP 1.2: Construct an additional mixed flow and/or HOV lane on northbound US 101.~~

Significance Without Mitigation: Significant and Unavoidable. As listed above, Policy CP 27 requires the City to work with Caltrans to determine if it is feasible to construct an additional mixed flow and/or HOV lane on northbound US 101. The widening of US 101 ~~proposed under Mitigation Measure TRANS-SP-1.2~~ Specific Plan Policy CP 27 may not be feasible due to right-of-way constraints and the City's lack of authority to independently implement (the freeway is under Caltrans jurisdiction). Furthermore, while future projects would be required to comply with the other Specific Plan Update Circulation and Parking policies listed above, which, as previously stated, could potentially reduce VMT and vehicle congestion in the Specific Plan Area by providing improved pedestrian, bicycle and transit and opportunities for alternative modes of transportation for employees, it cannot be assured that the reductions would sufficiently reduce the impact. Therefore, the impacts at these freeway segments would be significant and unavoidable.

The impact discussion under subheading “Impact TRANS-SP-1.3” on page 4.13-51 of the Draft EIR is hereby amended as follows:

Impact TRANS-SP-1.3: Implementation of the Specific Plan Update would contribute a considerable level of traffic and increase the average vehicle delay by more than five (5) seconds at the intersection #4 El Camino Real/Millbrae Avenue during the AM and PM peak hour.

~~Mitigation Measure TRANS SP 1.3: Implement Mitigation Measure TRANS SP 1.1.~~

Significance Without Mitigation: Significant and Unavoidable. As previously stated, Policy CP 26 requires the City to work with Caltrans to modify the existing El Camino Real/Millbrae Avenue intersection footprint through restriping. ~~Although Mitigation Measure TRANS SP 1.1~~ the implementation of Policy CP 26 is physically feasible, it is legally infeasible because it is under Caltrans jurisdiction. Furthermore, while future projects would be required to comply with the Specific Plan Update Circulation and Parking

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policies listed above, which, as previously stated, could potentially reduce VMT and vehicle congestion in the Specific Plan Area by providing improved pedestrian, bicycle and transit and opportunities for alternative modes of transportation for employees, it cannot be assured that the reductions would sufficiently reduce the impact. Therefore, the impacts at this intersection would be significant and unavoidable.

The impact discussion under subheading “Impact TRANS-SP-1.4” beginning on page 4.13-53 and continuing on page 4.13-54 of the Draft EIR is hereby amended as follows:

Impact TRANS-SP-1.4: Implementation of the Specific Plan Update would contribute a considerable level of traffic to intersection #5 El Camino Real/Murchison Drive and cause this intersection to degrade from LOS D to LOS E in the PM peak hour under Cumulative (2040) Plus Project (Specific Plan Update) conditions.

~~Mitigation Measure TRANS SP 1.4: The City of Millbrae shall work with the City of Burlingame to modify the El Camino Real/Murchison Drive intersection footprint. The modified intersection footprint would add one (1) northbound left turn pocket lane (for a total of two [2] turn lanes), one (1) westbound right turn pocket lane (for a total of two [2] turn lanes), and one (1) eastbound left turn pocket lane (for a total of two [2] turn lanes). The modified intersection footprint can be accommodated within the existing right of way. This is accomplished through the following measures:~~

- ~~■ Remove parking lanes along Murchison Drive.~~
- ~~■ Restripe westbound approach with through lanes 11 feet wide and westbound right turn lanes are 10 feet wide.~~
- ~~■ Restripe northbound approach such that left and right turn lanes are 10 feet wide and through lanes are 12 feet wide. An additional one foot of space would need to be acquired from either the center median or side median separating El Camino Real from the adjacent access road.~~
- ~~■ Restripe eastbound approach such that each lane (turns and through lanes) are 12 feet wide.~~

Significance Without Mitigation: Significant and Unavoidable. The modified intersection footprint of the El Camino Real/Murchison Drive intersection under ~~this mitigation measure~~ Policy CP 28 requires the City of Millbrae to work with the City of Burlingame to modify the El Camino Real/Murchison Drive intersection footprint. The modified intersection footprint can be accommodated within the existing right of way.

The implementation of Policy CP 28 would reduce the average delay at the intersection to acceptable levels. However, this ~~mitigation measure~~ policy requires participation ~~or~~ and decisions by agencies over which Millbrae has no authority, and it is not within the City’s power to impose such mitigation. Although the mitigation is physically feasible, it is legally infeasible. As a result, implementation cannot be guaranteed, and there can be no assurance that impacts would be reduced to a less-than-significant level. Furthermore, while future projects would be required to comply with the other Specific Plan Update Circulation and Parking policies listed above, which, as previously stated, could potentially reduce VMT and vehicle congestion in the Specific Plan Area by providing improved pedestrian, bicycle and transit and opportunities for alternative modes of transportation for employees, it cannot be assured that the reductions would sufficiently reduce the impact. For these reasons, the impact at the El Camino Real/Murchison Drive intersection would therefore remain significant and unavoidable.

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The impact discussion under subheading “Impact TRANS-SP-1.5” on page 4.13-54 of the Draft EIR is hereby amended as follows:

Impact TRANS-SP-1.5: Implementation of the Specific Plan would contribute a considerable level of traffic to intersection #7 California Drive/Murchison Drive and cause this intersection to degrade from LOS D to LOS F in the AM and PM peak hour under Cumulative (2040) Plus Project (Specific Plan Update) conditions. In addition, the intersection meets the Caltrans peak hour signal warrant for urbanized areas (Warrant 3).

~~Mitigation Measure TRANS-SP-1.5: The City of Millbrae shall work with the City of Burlingame to conduct a full signal warrant analysis under the direction of a professional engineer and install a signal at the California Drive/Murchison Drive intersection.~~

Significance Without Mitigation: Significant and Unavoidable. As listed above, Policy CP 29 requires the City of Millbrae to work with the City of Burlingame to conduct a full signal warrant analysis at the California Drive/Murchison Drive intersection and determine feasibility. The signalization of the California Drive/Murchison Drive intersection under this ~~mitigation measure~~ policy would reduce the average delay at the intersection to acceptable levels, this ~~mitigation measure~~ policy requires participation or and decisions by agencies over which Millbrae has no authority, and it is not within the City’s power to impose such mitigation. Although the ~~mitigation~~ policy is physically feasible, it is legally infeasible. As a result, implementation cannot be guaranteed, and there can be no assurance that impacts would be reduced to a less-than-significant level. Furthermore, while future projects would be required to comply with the other Specific Plan Update Circulation and Parking policies listed above, which, as previously stated, could potentially reduce VMT and vehicle congestion in the Specific Plan Area by providing improved pedestrian, bicycle and transit and opportunities for alternative modes of transportation for employees, it cannot be assured that the reductions would sufficiently reduce the impact. Accordingly, the impact at the California Drive/Murchison Drive intersection would therefore remain significant and unavoidable.

The impact discussion under subheading “Impact TRANS-SP-1.6” beginning on page 4.13-54 and continuing on page 4.13-55 of the Draft EIR is hereby amended as follows:

Impact TRANS-SP-1.6: Implementation of the Specific Plan Update would contribute a considerable level of traffic to intersection #8 Rollins Road/Millbrae Avenue and cause this intersection to degrade from LOS D to LOS F in the AM and PM peak hour under Cumulative (2040) Plus Project (Specific Plan Update) conditions.

Mitigation Measure TRANS-SP-1.6: The City ~~should~~ could work with Caltrans to expand the Rollins Road/Millbrae Avenue intersection footprint. The expanded intersection footprint would add one (1) eastbound and one (1) westbound through lane (for a total of four [4] in each direction), one (1) eastbound left turn pocket lane (for a total of two [2]), one (1) eastbound right turn pocket lane (for a total of two [2]), one (1) westbound right turn pocket lane (for a total of two [2]), and one (1) southbound right turn pocket lane (for a total of two [2]).

Significance With Mitigation: Significant and Unavoidable. Implementation of Mitigation Measure TRANS-SP-1.6 would require significant intersection expansion, which is not recommended due to the adverse secondary impacts to pedestrians and/or encroachment into private property. Implementation of

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this mitigation measure requires participation or and decisions by agencies over which Millbrae has no authority, and it is not within the City's power to impose such mitigation. Furthermore, while future projects would be required to comply with the Specific Plan Update Circulation and Parking policies listed above, which, as previously stated, could potentially reduce VMT and vehicle congestion in the Specific Plan Area by providing improved pedestrian, bicycle and transit and opportunities for alternative modes of transportation for employees, it cannot be assured that the reductions would sufficiently reduce the impact. Accordingly, the level of service impacts at the Rollins Road/Millbrae Avenue intersection would be significant and unavoidable.

The impact discussion under subheading “Impact TRANS-SP-1.7” on page 4.13-57 of the Draft EIR is hereby amended as follows:

Impact TRANS-SP-1.7: Under Cumulative (2040) Plus Project (Specific Plan Update) conditions, the Specific Plan Update would add traffic volumes representing more than one (1) percent of the segment's capacity to the following freeway segments exceeding the capacity without the Specific Plan Update:

- Northbound and Southbound US 101 Grand Avenue to Produce Avenue – AM and PM peak hours
- Northbound US 101 Produce Avenue to I-380 – AM peak hour
- Northbound US 101 I-380 to Millbrae Avenue – AM peak hour
- Northbound and Southbound US 101 Millbrae Avenue to Broadway – AM and PM peak hours
- Northbound and Southbound US 101 Broadway to Peninsula Avenue – AM and PM peak hours

~~Mitigation Measure TRANS SP 1.7: Construct an additional mixed flow and/or HOV lane on southbound US 101.~~

Significance Without Mitigation: Significant and Unavoidable. As listed above, Policy CP 27 requires the City to work with Caltrans to determine if it is feasible to construct an additional mixed flow and/or HOV lane on northbound US 101. The widening of US 101 ~~proposed under Mitigation Measure TRANS SP 1.7~~ Specific Plan Policy CP 27 may not be feasible due to right-of-way constraints and the City's lack of authority to independently implement (the freeway is under Caltrans jurisdiction). Furthermore, while future projects would be required to comply with the other Specific Plan Update Circulation and Parking policies listed above, which, as previously stated, could potentially reduce VMT and vehicle congestion in the Specific Plan Area by providing improved pedestrian, bicycle and transit and opportunities for alternative modes of transportation for employees, it cannot be assured that the reductions would sufficiently reduce the impact. Therefore, the impacts at these freeway segments would be significant and unavoidable.

The impact discussion under subheading “Impact TRANS-SP-2” beginning on page 4.13-62 and continuing on page 4.13-63 of the Draft EIR is hereby amended as follows:

Impact TRANS-SP-2: As discussed under TRANS-1, implementation of the Specific Plan Update would result in a *significant* impact at the CMP facilities during at least one (1) of the peak hours under Existing (2014) and Cumulative (2040) conditions as follows:

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Existing (2014) Plus Project (Specific Plan Update)

- El Camino Real/Millbrae Avenue – AM and PM peak hour
- Northbound US 101 from Millbrae Avenue to Broadway – AM peak hour
- Northbound US 101 from Broadway to Peninsula Avenue – AM peak hour

Cumulative (2040) Plus Project (Specific Plan Update)

- El Camino Real/Millbrae Avenue – AM and PM peak hour
- Northbound and Southbound US 101 Grand Avenue to Produce Avenue – AM and PM peak hours
- Northbound US 101 Produce Avenue to I-380 – AM peak hour
- Northbound US 101 I-380 to Millbrae Avenue – AM peak hour
- Northbound and Southbound US 101 Millbrae Avenue to Broadway – AM and PM peak hours
- Northbound and Southbound US 101 Broadway to Peninsula Avenue – AM and PM peak hours

~~Mitigation Measure TRANS-SP-2a: Implement Mitigation Measure TRANS-SP-1.2.~~

~~Mitigation Measure TRANS-SP-2b: Implement Mitigation Measure TRANS-SP-1.7.~~

Significance Without Mitigation: Significant and Unavoidable. The widening of US 101 ~~proposed under Mitigation Measure TRANS-SP-1.2 and TRANS-SP-1.7~~ Policy CP 27 requires the City to work with Caltrans to determine if it is feasible to construct an additional mixed flow and/or HOV lane on northbound US 101. ~~and This~~ may not be feasible due to right-of-way constraints and the City's lack of authority to independently implement (the freeway is under Caltrans jurisdiction). Furthermore, while future projects would be required to comply with the Specific Plan Update Circulation and Parking policies listed above, which, as previously stated, could potentially reduce VMT and vehicle congestion in the Specific Plan Area by providing improved pedestrian, bicycle and transit and opportunities for alternative modes of transportation for employees, it cannot be assured that the reductions would sufficiently reduce the impact. Therefore, the impacts at these CMP facilities would be significant and unavoidable.

The impact discussion under subheading “Impact TRANS-SP-4” beginning on page 4.13-64 and continuing on page 4.13-65 of the Draft EIR is hereby amended as follows:

Impact TRANS-SP-4: Queues that were already exceeding available storage space under Existing (2014) conditions were exacerbated under Existing (2014) Plus Project (Specific Plan Update) conditions at and between the intersections of El Camino Real/Millbrae Avenue and Rollins Road/Millbrae Avenue resulting in hazardous driving conditions from backed up traffic.

~~Mitigation Measure TRANS-SP-4a: Implement Mitigation Measure TRANS-SP-1.1.~~

~~Mitigation Measure TRANS-SP-4b: In addition to implementing Mitigation Measure TRANS-SP-1.6, the City should also extend the El Camino Real/Millbrae Avenue intersection eastbound left turn pocket to 310 feet, extend the westbound left turn pocket to 490 feet, and extend the southbound turn pocket to~~

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~~775 feet under the Existing (2014) Plus Project conditions. Under the Cumulative (2040) Plus Project conditions, the following turn pocket extensions would apply:~~

- ~~■ El Camino Real/Murchison Drive, extend eastbound left to 395 feet, northbound left to 180 feet, and southbound left to 385 feet.~~
- ~~■ Rollins Road/Millbrae Avenue, extend westbound left to 720 feet, southbound left to 415 feet.~~
- ~~■ El Camino Real/Millbrae Avenue, extend eastbound left to 415 feet, westbound left to 530 feet, and northbound right to 555 feet.~~

Significance Without Mitigation: Significant and Unavoidable. As previously stated, Policy CP 26 requires the City to work with Caltrans to modify the existing El Camino Real/Millbrae Avenue intersection footprint through restriping. ~~Although Mitigation Measure TRANS SP 1.1 the implementation of Policy CP 26 is physically feasible, it is legally infeasible because it is under Caltrans jurisdiction.~~

Furthermore, implementation of Mitigation Measure TRANS-SP-1.6, and ~~TRANS-SP-4b~~ Policy CP 30, would require significant intersection expansion, which is not recommended due to the adverse secondary impacts to pedestrians and/or encroachment into private property.

Furthermore, while future projects would be required to comply with the other Specific Plan Update Circulation and Parking policies listed above, which, as previously stated, could potentially reduce VMT and vehicle congestion in the Specific Plan Area by providing improved pedestrian, bicycle and transit and opportunities for alternative modes of transportation for employees, it cannot be assured that the reductions would sufficiently reduce the impact. Accordingly, the hazardous conditions at these intersections as a result of “spill-over” queuing would be significant and unavoidable.

The impact discussion under subheading “Impact TRANS-TOD#1-8.1” beginning on page 4.13-79 and continuing on page 4.13-80 of the Draft EIR is hereby amended as follows:

Impact TRANS-TOD#1-8.1: The proposed TOD #1 project would add traffic to intersection #4 El Camino Real/Millbrae Avenue, which currently operates at LOS E during the PM peak hour. Traffic added by the proposed TOD #1 project would increase vehicle delay at this intersection by more than five (5) seconds in the PM peak hour under Existing (2014) Plus Project (TOD #1) conditions and result in the intersection operating at LOS F.

~~Mitigation Measure TRANS TOD#1-8.1: Implement Mitigation Measure TRANS SP 1.1.~~

Significance Without Mitigation: Significant and Unavoidable. As previously stated, Policy CP 26 requires the City to work with Caltrans to modify the existing El Camino Real/Millbrae Avenue intersection footprint through restriping. ~~Although~~ implementation of Policy CP 26 ~~Mitigation Measure TRANS SP 1.1~~ is physically feasible, it is legally infeasible because it is under Caltrans jurisdiction. Furthermore, while the proposed TOD #1 project would be required to comply with the other Specific Plan Update Circulation and Parking policies listed above, which, as previously stated, could potentially reduce VMT and vehicle congestion in the TOD #1 project area by providing improved pedestrian, bicycle, and transit ~~and~~ opportunities for alternative modes of transportation for employees, it cannot be assured that the reductions would sufficiently reduce the impact. Therefore, the impacts at this intersection would be significant and unavoidable.

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The impact discussion under subheading “Impact TRANS-TOD#1-8.2” on page 4.13-85 of the Draft EIR is hereby amended as follows:

Impact TRANS-TOD#1-8.2: The proposed TOD #1 project would result in the addition of traffic to intersection #4 El Camino Real/Millbrae Avenue and causing this intersection to degrade from LOS D to LOS E in the AM peak hour and would add more than five (5) seconds of delay in the PM peak hour (operating at LOS F under baseline), resulting in LOS F under Near Term (2020) Plus Project (TOD #1) conditions. The worsening of traffic conditions at this location is due primarily to the increase in traffic from the proposed TOD #1 project using El Camino Real as a regional and local access point.

~~Mitigation Measure TRANS-TOD#1-8.2: Implement of Mitigation Measure TRANS-SP-1.1.~~

Significance Without Mitigation: Significant and Unavoidable. As previously stated, implementation of Policy CP 26 requires the City to work with Caltrans to modify the existing El Camino Real/Millbrae Avenue intersection footprint through restriping. ~~a~~Although ~~Mitigation Measure TRANS-SP-1.1~~ Policy CP 26 is physically feasible, it is legally infeasible because it is under Caltrans jurisdiction. Furthermore, while the proposed TOD #1 project would be required to comply with the other Specific Plan Update Circulation and Parking policies listed above, which, as previously stated, could potentially reduce VMT and vehicle congestion in the TOD #1 project area by providing improved pedestrian, bicycle, ~~and~~ transit ~~and~~ opportunities for alternative modes of transportation for employees, it cannot be assured that the reductions would sufficiently reduce the impact. Therefore, the impacts at this intersection would be significant and unavoidable.

The impact discussion under subheading “Impact TRANS-TOD#1-8.3” on page 4.13-90 of the Draft EIR is hereby amended as follows:

Impact TRANS-TOD#1-8.3: The proposed TOD #1 project would add traffic to intersection #4 El Camino Real/Millbrae Avenue, which is expected to operate at LOS E during the AM peak hour and at LOS F during the PM peak hour under Cumulative (2040) No Project (TOD #1) conditions. Traffic added by the proposed TOD #1 project would increase vehicle delay at this intersection by more than five (5) seconds in the AM and PM peak hours under Cumulative (2040) Plus Project (TOD #1) conditions and result in the intersection operating at LOS F.

~~Mitigation Measure TRANS-TOD#1-8.3: Implement Mitigation Measure TRANS-SP-1.1.~~

Significance Without Mitigation: Significant and Unavoidable. As previously stated, implementation of Policy CP 26 requires the City to work with Caltrans to modify the existing El Camino Real/Millbrae Avenue intersection footprint through restriping. ~~a~~Although ~~Mitigation Measure TRANS-SP-1.1~~ Policy CP 26 is physically feasible, it is legally infeasible because it is under Caltrans jurisdiction. Furthermore, while the proposed TOD #1 project would be required to comply with the other Specific Plan Update Circulation and Parking policies listed above, which, as previously stated, could potentially reduce VMT and vehicle congestion in the TOD #1 project area by providing improved pedestrian, bicycle, and transit ~~and~~ opportunities for alternative modes of transportation for employees, it cannot be assured that the reductions would sufficiently reduce the impact. Therefore, the impacts at this intersection would be significant and unavoidable.

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The impact discussion under subheading “Impact TRANS-TOD#1-8.4” on page 4.13-90 of the Draft EIR is hereby amended as follows:

Impact TRANS-TOD#1-8.4: The proposed TOD #1 project would result in the addition of traffic to intersection #5 El Camino Real/Murchison Drive and would cause this intersection to degrade from LOS D to LOS E in the PM peak hour under Cumulative (2040) Plus Project (TOD #1) conditions.

~~Mitigation Measure TRANS-TOD#1-8.4: Implement Mitigation Measure TRANS SP 1.4a.~~

Significance Without Mitigation: Significant and Unavoidable. Policy CP 26 requires the City to work with Caltrans to modify the existing El Camino Real/Millbrae Avenue intersection footprint through restriping. The modified intersection footprint of the El Camino Real/Murchison Drive intersection under this mitigation measure would reduce the average delay at the intersection to acceptable levels. However, ~~this mitigation measure~~ Policy CP 26 requires participation ~~of~~ and decisions by agencies over which Millbrae has no authority, and it is not within the City’s power to impose such mitigation. Although the mitigation is physically feasible, it is legally infeasible. As a result, implementation cannot be guaranteed, and there can be no assurance that impacts would be reduced to a less-than-significant level. The impact at the El Camino Real/Murchison Drive intersection would therefore remain significant and unavoidable.

The impact discussion under subheading “Impact TRANS-TOD#1-8.5” beginning on page 4.13-90 and continuing on page 4.13-91 of the Draft EIR is hereby amended as follows:

Impact TRANS-TOD#1-8.5: The proposed TOD #1 project would contribute a considerable level of traffic to intersection #7 California Drive/Murchison Drive and cause this intersection to degrade from LOS D to LOS E in the AM and PM peak hour under Cumulative (2040) Plus Project (TOD #1) conditions. In addition, the intersection meets the Caltrans peak hour signal warrant for urbanized areas (Warrant 3).

~~Mitigation Measure TRANS-TOD#1-8.5: Implement Mitigation Measure TRANS SP 1.5.~~

Significance Without Mitigation: Significant and Unavoidable. As listed above, Policy CP 29 requires the City of Millbrae to work with the City of Burlingame to conduct a full signal warrant analysis at the California Drive/Murchison Drive intersection and determine feasibility. The signalization of the California Drive/Murchison Drive intersection under this ~~mitigation measure~~ policy would reduce the average delay at the intersection to acceptable levels. However, ~~this mitigation measure~~ Policy CP 29 requires participation or and decisions by agencies over which Millbrae has no authority, and it is not within the City’s power to impose such mitigation. Although ~~the mitigation~~ Policy CP 29 is physically feasible, it is legally infeasible. As a result, implementation cannot be guaranteed, and there can be no assurance that impacts would be reduced to a less-than-significant level. Furthermore, while future projects would be required to comply with the Specific Plan Update Circulation and Parking policies listed above, which, as previously stated, could potentially reduce VMT and vehicle congestion in the Specific Plan Area by providing improved pedestrian, bicycle and transit and opportunities for alternative modes of transportation for employees, it cannot be assured that the reductions would sufficiently reduce the impact. The impact at the California Drive/Murchison Drive intersection would therefore remain significant and unavoidable.

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The impact discussion under subheading “Impact TRANS-TOD#1-9” beginning on page 4.13-94 and continuing on page 4.13-95 of the Draft EIR is hereby amended as follows:

Impact TRANS-TOD#1-9: As discussed under TRANS-8, implementation of the proposed TOD #1 project would result in a *significant* impact at the CMP facilities during at least one (1) of the peak hours under Existing (2014), Near Term (2020) and Cumulative (2040) conditions as follows:

Existing (2014) Plus Project (TOD #1)

- El Camino Real/Millbrae Avenue – AM and PM peak hour

Near Term (2020) Plus Project (TOD #1)

- El Camino Real/Millbrae Avenue – AM and PM peak hour

Cumulative (2040) Plus Project (TOD #1)

- El Camino Real/Millbrae Avenue – AM and PM peak hours

~~Mitigation Measure TRANS-TOD#1-9a: Implement Mitigation Measure TRANS-SP-1.1.~~

~~Mitigation Measure TRANS-TOD#1-9b: Implement Mitigation Measure TRANS-TOD#1-8.1.~~

Significance With Mitigation: Significant and Unavoidable. As previously stated, implementation of Policy CP 26 requires the City to work with Caltrans to modify the existing El Camino Real/Millbrae Avenue intersection footprint through restriping. ~~Although Mitigation Measure TRANS-SP-1.1~~ Policy CP 26 is physically feasible, it is legally infeasible because it is under Caltrans jurisdiction.

~~Furthermore, implementation of Mitigation Measure TRANS-TOD#1-8.1 would require significant intersection expansion, which is not recommended due to the adverse secondary impacts to pedestrians and/or encroachment into private property.~~ Furthermore, while future projects would be required to comply with the other Specific Plan Update Circulation and Parking policies listed above, which, as previously stated, could potentially reduce VMT and vehicle congestion in the Specific Plan Area by providing improved pedestrian, bicycle and transit and opportunities for alternative modes of transportation for employees, it cannot be assured that the reductions would sufficiently reduce the impact. Therefore, the impacts at these CMP facilities would be significant and unavoidable.

The impact discussion under subheading “Impact TRANS-TOD#1-11” beginning on page 4.13-96 and continuing on page 4.13-97 of the Draft EIR is hereby amended as follows:

Impact TRANS-TOD#1-11: Queues that were already exceeding available storage space under Existing (2014) conditions were exacerbated under Existing (2014) Plus Project (TOD #1) conditions at and between the intersections of El Camino Real/Millbrae Avenue and Rollins Road/Millbrae Avenue resulting in hazardous driving conditions from backed up traffic.

~~Mitigation Measure TRANS-TOD#1-11a: Implement Mitigation Measure TRANS-SP-1.1.~~

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Mitigation Measure TRANS-TOD#1-11~~b~~: Implement Mitigation Measures TRANS-SP-1.6 ~~and TRANS-SP-4b~~.

Significance With Mitigation: Significant and Unavoidable As previously stated, implementation of Policy CP 26 requires the City to work with Caltrans to modify the existing El Camino Real/Millbrae Avenue intersection footprint through restriping. ~~Although Mitigation Measure TRANS-SP-1.4~~ Policy CP 26 is physically feasible, it is legally infeasible because it is under Caltrans jurisdiction.

In addition, implementation of Policy CP 30 requires ~~TRANS SP 4b would require significant intersection expansion, which is not recommended due to the adverse secondary impacts to pedestrians and/or encroachment into private property, the City to work with the City of Burlingame to improve the El Camino Real/Millbrae Avenue intersection lane configurations, as appropriate.~~

Like Policy CP 26, Policy CP 30 requires participation and decisions by agencies over which Millbrae has no authority, and it is not within the City's power to impose such mitigation.

Furthermore, Mitigation Measure TRANS-SP-1.6 would require significant intersection expansion, which is not recommended due to the adverse secondary impacts to pedestrians and/or encroachment into private property. ~~While future projects would be required to comply with the other Specific Plan Update Circulation and Parking policies listed above, which, as previously stated, could potentially reduce VMT and vehicle congestion in the Specific Plan Area by providing improved pedestrian, bicycle and transit and opportunities for alternative modes of transportation for employees, it cannot be assured that the reductions would sufficiently reduce the impact. Accordingly, the hazardous conditions at these intersections as a result of "spill-over" queuing would be significant and unavoidable.~~

The impact discussion under subheading "Impact TRANS-TOD#1-13" beginning on page 4.13-104 and continuing on page 4.13-105 of the Draft EIR is hereby amended as follows:

Impact TRANS-TOD#1-13: The proposed TOD #1 project would reduce access to transit service or create unsafe access for transit passengers.

Mitigation Measure TRANS-TOD#1-13: The project applicant shall provide shuttle access on the westside of the station to be as close to the Millbrae Station entrance as possible taking into consideration the design constraints of the proposed TOD #1 project. The existing sawtooth configuration should be expanded to three (3) shuttle bays to accommodate up to 35-foot cutaway vehicles and projected shuttle activity in 2040. If this is not feasible, the replacement facility on California Drive (or other location) would be designed to safely and effectively accommodate future shuttle activity, provide adequate facilities for riders, and minimize rider walk distance from the Millbrae Station.

The northbound El Camino Real (ECR) stop shall be located in front of pedestrian paseo directly across from the westside station entrance (currently Linden Avenue). The ultimate decision to reroute southbound ECR service will be made by SamTrans. While providing better access to the Millbrae Station and Specific Plan Area the deviation would incur a time penalty compared to a through trip on El Camino

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Real. The tradeoff between access and travel time (which increases operating costs) will be considered by SamTrans during the service planning process.

Significance With Mitigation: Less than significant.

The impact discussion under subheading “Impact TRANS-TOD#2-15.1” on page 4.13-112 of the Draft EIR is hereby amended as follows:

Impact TRANS-TOD#2-15.1: The proposed TOD #2 project would add traffic to intersection #4 El Camino Real/Millbrae Avenue and would cause this intersection to degrade from LOS D to LOS E in the AM peak hour and would add more than five (5) seconds of delay in the PM peak hour (currently operating at LOS E), resulting in LOS F under Existing (2014) Plus Project (TOD #2) conditions. The worsening of traffic conditions at this location is due primarily to the increase in traffic from the project using El Camino Real as a regional and local access point.

~~**Mitigation Measure TRANS-TOD#2-15.1:** Implement Mitigation Measure TRANS-SP-1.1.~~

Significance Without Mitigation: Significant and Unavoidable. As previously stated, implementation of Policy CP 26 requires the City to work with Caltrans to modify the existing El Camino Real/Millbrae Avenue intersection footprint through restriping. ~~Although Mitigation Measure TRANS-SP-1.1~~ Policy CP 26 is physically feasible, it is legally infeasible because it is under Caltrans jurisdiction. Furthermore, while the proposed TOD #2 project would be required to comply with the other Specific Plan Update Circulation and Parking policies listed above, which, as previously stated, could potentially reduce VMT and vehicle congestion in the TOD #2 project area by providing improved pedestrian, bicycle and transit and opportunities for alternative modes of transportation for employees, it cannot be assured that the reductions would sufficiently reduce the impact. Therefore, the impacts at this intersection would be significant and unavoidable.

The impact discussion under subheading “Impact TRANS-TOD#2-15.2” beginning on page 4.13-116 and continuing on page 4.13-117 of the Draft EIR is hereby amended as follows:

Impact TRANS-TOD#2-15.2: The proposed TOD #2 project would result in the addition of traffic to intersection #4 El Camino Real/Millbrae Avenue causing this intersection to degrade from LOS D to LOS E in the AM peak hour and would add more than five (5) seconds of delay in the PM peak hour (operating at LOS F under baseline), resulting in LOS F under Near Term (2020) Plus Project (TOD #2) conditions. The worsening of traffic conditions at this location is due primarily to the increase in traffic from the project using El Camino Real as a regional and local access point. Therefore, the proposed TOD #2 project’s impact at this study intersection would represent a *significant* impact.

~~**Mitigation Measure TRANS-TOD#2-15.2:** Implement of Mitigation Measure TRANS-SP-1.1.~~

Significance Without Mitigation: Significant and Unavoidable. As previously stated, implementation of Policy CP 26 requires the City to work with Caltrans to modify the existing El Camino Real/Millbrae Avenue intersection footprint through restriping. ~~Although Mitigation Measure TRANS-SP-1.1~~ Policy

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CP 26 is physically feasible, it is legally infeasible because it is under Caltrans jurisdiction. Furthermore, while the proposed TOD #2 project would be required to comply with the other Specific Plan Update Circulation and Parking policies listed above, which, as previously stated, could potentially reduce VMT and vehicle congestion in the TOD #2 project area by providing improved pedestrian, bicycle and transit and opportunities for alternative modes of transportation for employees, it cannot be assured that the reductions would sufficiently reduce the impact. Therefore, the impacts at this intersection would be significant and unavoidable.

The impact discussion under subheading “Impact TRANS-TOD#2-15.3” on page 4.13-120 of the Draft EIR is hereby amended as follows:

Implementation of this mitigation measure requires participation and decisions by agencies over which Millbrae has no authority, and it is not within the City’s power to impose such mitigation. The proposed TOD #2 project would add traffic to intersection #4 El Camino Real/Millbrae Avenue, which is expected to operate at LOS E during the AM peak hour and at LOS F during the PM peak hour under Cumulative (2040) No Project (TOD #2) conditions. Traffic added by the proposed TOD #2 project would increase vehicle delay at this intersection by more than five (5) seconds in the AM and PM peak hours under Cumulative (2040) Plus Project (TOD #2) conditions and result in the intersection operating at LOS F.

~~Mitigation Measure TRANS-TOD#2-15.3: Implement Mitigation Measure TRANS-SP-1.1.~~

Significance Without Mitigation: Significant and Unavoidable. As previously stated, implementation of Policy CP 26 requires the City to work with Caltrans to modify the existing El Camino Real/Millbrae Avenue intersection footprint through restriping. ~~Although Mitigation Measure TRANS-SP-1.1~~ Policy CP 26 is physically feasible, it is legally infeasible because it is under Caltrans jurisdiction. Furthermore, while the proposed TOD #2 project would be required to comply with the other Specific Plan Update Circulation and Parking policies listed above, which, as previously stated, could potentially reduce VMT and vehicle congestion in the TOD #2 project area by providing improved pedestrian, bicycle and transit and opportunities for alternative modes of transportation for employees, it cannot be assured that the reductions would sufficiently reduce the impact. Therefore, the impacts at this intersection would be significant and unavoidable.

The impact discussion under subheading “Impact TRANS-TOD#2-16” beginning on page 4.13-125 and continuing on page 4.13-126 of the Draft EIR is hereby amended as follows:

Impact TRANS-TOD#2-16: As discussed under TRANS-15, implementation of the proposed TOD #2 project would result in a *significant* impact at the CMP facilities during at least one (1) of the peak hours under Existing (2014), Near Term (2020) and Cumulative (2040) conditions as follows:

Existing (2014) Plus Project (TOD #2)

- El Camino Real/Millbrae Avenue – AM and PM peak hour

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Near Term (2020) Plus Project (TOD #2)

- El Camino Real/Millbrae Avenue – AM and PM peak hour

Cumulative (2040) Plus Project (TOD #2)

- El Camino Real/Millbrae Avenue – AM and PM peak hours

~~Mitigation Measure TRANS-TOD#1-16a: Implement Mitigation Measure TRANS-SP-1.1.~~

~~Mitigation Measure TRANS-TOD#1-16b: Implement Mitigation Measure TRANS-TOD#1-8.1.~~

Significance With Mitigation: Significant and Unavoidable. As previously stated, implementation of Policy CP 26 requires the City to work with Caltrans to modify the existing El Camino Real/Millbrae Avenue intersection footprint through restriping. ~~a~~ Although ~~Mitigation Measure TRANS-SP-1.1~~ Policy CP 26 is physically feasible, it is legally infeasible because it is under Caltrans jurisdiction.

~~Furthermore, implementation of Mitigation Measure TRANS-TOD#1-8.1 would require significant intersection expansion, which is not recommended due to the adverse secondary impacts to pedestrians and/or encroachment into private property.~~ Furthermore, while future projects would be required to comply with the other Specific Plan Update Circulation and Parking policies listed above, which, as previously stated, could potentially reduce VMT and vehicle congestion in the Specific Plan Area by providing improved pedestrian, bicycle and transit and opportunities for alternative modes of transportation for employees, it cannot be assured that the reductions would sufficiently reduce the impact. Therefore, the impacts at these CMP facilities would be significant and unavoidable.

The impact discussion under subheading “Impact TRANS-TOD#2-18” beginning on page 4.13-127 and continuing on page 4.13-128 of the Draft EIR is hereby amended as follows:

Impact TRANS-TOD#2-18: Queues that were already exceeding available storage space under Existing (2014) conditions were exacerbated under Existing (2014) Plus Project (TOD #2) conditions at and between the intersections of El Camino Real/Millbrae Avenue and Rollins Road/Millbrae Avenue resulting in hazardous driving conditions from backed up traffic.

~~Mitigation Measure TRANS-TOD#2-18a: Implement Mitigation Measure TRANS-SP-1.1.~~

~~Mitigation Measure TRANS-TOD#2-18e: Implement Mitigation Measure TRANS-SP-1.6 and TRANS-SP-4b.~~

Significance With Mitigation: Significant and Unavoidable. As previously stated, implementation of Policy CP 26 requires the City to work with Caltrans to modify the existing El Camino Real/Millbrae Avenue intersection footprint through restriping. ~~a~~ Although ~~Mitigation Measure TRANS-SP-1.1~~ Policy CP 26 is physically feasible, it is legally infeasible because it is under Caltrans jurisdiction.

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~~Furthermore, implementation of Mitigation Measures TRANS-SP-1.6 and TRANS-SP-4b
Implementation of Policy CP-30 requires the City to work with the City of Burlingame to improve the El
Camino Real/Millbrae Avenue intersection lane configurations, as appropriate.~~

~~require significant intersection expansion, which is not recommended due to the adverse secondary
impacts to pedestrians and/or encroachment into private property.~~

Furthermore, implementation of Mitigation Measures TRANS-SP-1.6 would require significant intersection expansion, which is not recommended due to the adverse secondary impacts to pedestrians and/or encroachment into private property. ~~While~~ future projects would be required to comply with the ~~other~~ Specific Plan Update Circulation and Parking policies listed above, which, as previously stated, could potentially reduce VMT and vehicle congestion in the Specific Plan Area by providing improved pedestrian, bicycle and transit and opportunities for alternative modes of transportation for employees, it cannot be assured that the reductions would sufficiently reduce the impact. Accordingly, the hazardous conditions at these intersections as a result of “spill-over” queuing would be significant and unavoidable.

The impact discussion under subheading “Impact TRANS-TOD#2-20” on page 4.13-135 of the Draft EIR is hereby amended as follows:

Impact TRANS-TOD#2-20: The proposed TOD #2 project would reduce access to transit service or create unsafe access for transit passengers.

Mitigation Measure TRANS-TOD#2-20: The project shall provide shuttle access on the eastside of the station as close to the Millbrae Station entrance as possible taking into consideration the design constraints of the proposed TOD #2 project. Cutaway shuttles (35 feet and smaller) should be allowed to use the East Station Access Road with accommodations for four (4) bays while the three (3) bays and two (2) layover spots included in the TOD #2 project site would provide access to larger (up to 45 feet) ~~over-the-road (OTR)~~ coaches and transit buses. Garden Lane east of Rollins Road shall be widened to 12-foot travel lanes to safely accommodate bi-directional bus activity. The intersection crossing at Garden Lane and Rollins Road shall be designed with improvements to enhance the safety and convenience of pedestrian access to shuttle access on Garden Lane.

Significance With Mitigation: Less than significant

CHAPTER 4.14, UTILITIES AND SERVICE SYSTEMS REVISIONS

The first paragraph under subheading “4.14.1.3 Impact Discussion” of “UTIL-1” threshold on page 4.14-14 of the Draft EIR is hereby amended as follows:

As previously stated, a WSA was prepared for the proposed Project to determine the increase in water demand and assess the available water supply’s ability to meet the demands of the proposed Project for normal, single dry, and multiple dry years with implementation of the proposed Project.¹⁹ The buildout scenario would result in a net increase of 1,577,235 square feet of ~~office~~ employee center/light industrial space, 142,535 square feet of retail

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space, 1,440 new residential units, and 325 new hotel rooms. The portion of this development that was not accounted for in the City's 2010 UWMP and would create an additional water demand of 682 AFY or 0.14 MGD. The projected water demand for buildout of the proposed Project is summarized in Table 4.14-6.

The list of policies on page 4.14-18 of the Draft EIR is hereby amended as follows:

- Implementation Policies
 - P-IMP 4. Require all new development projects pay their fair share for any needed infrastructure improvements, including ~~the all pedestrian/bicycle path and pedestrian/bicycle overcrossing over Highway 101 north of the Millbrae Avenue overcrossing~~ facilities identified in this Plan.

The impact discussion under subheading “Impact UTIL-SP-1” beginning on page 4.14.18 and continuing on 4.14.19 of the Draft EIR is hereby amended as follows:

Impact UTIL-SP-1: With implementation of the proposed Specific Plan Update there would not be sufficient water supplies available to serve the proposed Project from existing entitlements and resources during multiple dry years.

~~Mitigation Measure UTIL-SP-1: Prior to approving future applications for development in the Specific Plan Area, the City shall require future project applicants to prepare and submit a written statement to the satisfaction of the City of Millbrae Community Development Department that clearly demonstrates how the project complies with the water conservation and water efficiency ordinances adopted by the City, including the Indoor Water Ordinance (Municipal Code 9.60), the Green Building Code Ordinance (Municipal Code 9.35), and the Water Efficient Landscape Ordinance (Municipal Code 8.45) and any other water conservation strategies that would be implemented by the project applicant.~~

Significance ~~Without~~ Mitigation: Significant and Unavoidable. Policy UTIL 17 requires future project applicants to clearly demonstrate how the project complies with the water conservation and water efficiency ordinances adopted by the City, and any other applicable regulations. In addition, Policy UTIL 18 requires the City to work with the San Francisco Public Utilities Commission (SFPUC) to ensure that supplemental water supply sources for the 2035 buildout year of the Specific Plan are identified and developed by SFPUC. ~~Supplemental water supply sources for the 2035 buildout year of the proposed Specific Plan Update would be identified and developed by SFPUC.~~ As the 2010 UWMP is updated, supplemental water supply sources beyond 2035 (the planning horizon of the current 2010 UWMP) will be quantified through refined project developments in subsequent UWMPs (updated every five years). Therefore, additional water supplies that would mitigate this impact will be developed by SFPUC. Because SFPUC is the water service provider to the City and the entity that has the ability to mitigate this impact, and because the City does not have jurisdiction over the development of new water supplies, the City cannot guarantee that additional water supplies will be developed, so the impact is considered significant and unavoidable.

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The paragraph under the subtitle “Significance with Mitigation” under the Impact TOD #1-1 discussion on page 4.14-21 of the Draft EIR is hereby amended as follows:

Impact UTIL-TOD#1-1: Implementation of the proposed TOD #1 project would not have sufficient water supplies available to serve the project from existing entitlements and resources during multiple dry years.

~~Mitigation Measure UTIL-TOD#1-1: Prior to project approval, the project applicant shall prepare and submit a written statement to the satisfaction of the City of Millbrae Community Development Department that clearly demonstrates how the project complies with the water conservation and water efficiency ordinances adopted by the City, including the Indoor Water Ordinance (Municipal Code 9.60), the Green Building Code Ordinance (Municipal Code 9.35), and the Water Efficient Landscape Ordinance (Municipal Code 8.45) and any other water conservation strategies that would be implemented by the project applicant.~~

Significance Without Mitigation: Significant and Unavoidable. The project applicant would be required to comply with Policy UTIL 17, which requires the project applicant to prepare and submit a written statement that clearly demonstrates how the project complies with the water conservation and water efficiency ordinances adopted by the City and any other applicable regulations. In addition, Policy UTIL 18 requires the City to work with the San Francisco Public Utilities Commission (SFPUC) to ensure that supplemental water supply sources for the 2035 buildout year of the Plan are identified and developed by SFPUC.

Supplemental water supply sources for the 2020 buildout year of the proposed Specific Plan Update TOD #1 project would be identified and developed by SFPUC. As the 2010 UWMP is updated, supplemental water supply sources beyond 2035 (the planning horizon of the current 2010 UWMP) will be quantified through refined project developments in subsequent UWMPs (updated every five years). Therefore, additional water supplies that would mitigate this impact will be developed by SFPUC. Because SFPUC is the water service provider to the City and the entity that has the ability to mitigate this impact, and because the City does not have jurisdiction over the development of new water supplies, the City cannot guarantee that additional water supplies will be developed, so the impact is considered significant and unavoidable.

The first paragraph under the subtitle “TOD #2 Project” on page 4.14-22 of the Draft EIR is hereby amended as follows:

The WSA predicts the increase in water demand with implementation of the proposed TOD #2 project. The proposed TOD #2 project would result in a net increase of 164,535 square feet of ~~office employee center/light industrial~~ space, 46,935 square feet of retail space, 321 new residential units, and 116 hotel rooms. This would create an additional water demand of 172 AFY or 0.15 MGD.

The paragraph under the subtitle “Significance with Mitigation” under the Impact TOD #1-1 discussion on page 4.14-24 of the Draft EIR is hereby amended as follows:

Impact UTIL-TOD#2-1: Implementation of the proposed TOD #2 project would not have sufficient water supplies available to serve the project from existing entitlements and resources during multiple dry years.

~~Mitigation Measure UTIL-TOD#2-2: Implement Mitigation Measure UTIL-TOD#1-1.~~

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Significance Without Mitigation: Significant and Unavoidable. The project applicant would be required to comply with Policy UTIL 17, which requires the project applicant to prepare and submit a written statement that clearly demonstrates how the project complies with the water conservation and water efficiency ordinances adopted by the City and any other applicable regulations. In addition, Policy UTIL 18 requires the City to work with the San Francisco Public Utilities Commission (SFPUC) to ensure that supplemental water supply sources for the 2035 buildout year of the Plan are identified and developed by SFPUC.

Supplemental water supply sources for the 2020 buildout year of the proposed ~~Specific Plan Update~~ TOD #2 project would be identified and developed by SFPUC. As the 2010 UWMP is updated, supplemental water supply sources beyond 2035 (the planning horizon of the current 2010 UWMP) will be quantified through refined project developments in subsequent UWMPs (updated every five years). Therefore, additional water supplies that would mitigate this impact will be developed by SFPUC. Because SFPUC is the water service provider to the City and the entity that has the ability to mitigate this impact, and because the City does not have jurisdiction over the development of new water supplies, the City cannot guarantee that additional water supplies will be developed, so the impact is considered significant and unavoidable.

The second paragraph under subheading “Water Supply” on page 4.14-27 of the Draft EIR is hereby amended as follows:

The City’s 2010 UWMP indicates that the City has sufficient water supply to meet demand in normal years. However, the 2010 UWMP indicates that there would be a water deficit beginning in year 2015 for single and multiple dry years.²¹ Similarly, the results of the WSA indicate that there would be sufficient water for the proposed Project during normal years, except for a small deficit of water (18 AFY) in the year 2035, which could be met with 1) existing water conservation and water efficiency measures, 2) BAWSCA’s long-term water supply strategy, and 3) SFPUC’s WSIP improvements. However, there would be a deficit of water for single- and multiple-dry years with or without implementation of the proposed Project. Although the City is almost completely built out, cumulative projects would contribute to additional water demands. However, future projects, like the proposed Project would be subject to the same water conservation measures in the City’s Municipal Code and water conservation and water efficiency measures would be implemented by the City to reduce the deficit, as well as implementation of the City’s WSCP, the addition of supplies developed through the BAWSCA’s long-term water supply strategy, and the SFPUC’s WSIP improvements.

Because there are inadequate water supplies to serve the proposed Project in combination with other reasonably foreseeable projects in the surrounding area, cumulative impacts would be *significant and unavoidable* with implementation of ~~Mitigation Measures UTH-SP-1 and UTH-TOD#1-4~~ Policies UTIL 7 and UTIL 8.

The first paragraph under the subheading “Specific Plan Update” of the “UTIL-4” threshold on page 4.14-35 of the Draft EIR is hereby amended as follows:

~~As discussed in Chapter 3, Project Description, of this Draft EIR, the Specific Plan Area does not include any Industrial land uses. Existing Industrial uses in the Specific Plan Area are proposed to be developed as office~~ employee center/light industrial or retail uses. The office, retail, residential and hotel land uses that would result from buildout of the Specific Plan Update would not generate wastewater of different quality and treatability than that generated by those land uses in the city currently. The WPCP is currently in compliance with its NPDES

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permit requirements. As such, buildout of the Specific Plan Area would not be expected to generate wastewater that would exceed the treatment requirements of the San Francisco Bay RWQCB (e.g. NPDES effluent limits applicable to the WPCP).

The list of policies on page 4.14-40 of the Draft EIR is hereby amended as follows:

- Implementation Policies
 - P-IMP 4. Require all new development projects pay their fair share for any needed infrastructure improvements, including ~~the all pedestrian/bicycle path and pedestrian/bicycle overcrossing over Highway 101 north of the Millbrae Avenue overcrossing~~ facilities identified in this Plan.

The third paragraph under the subheading “Monterey Peninsula Landfill” on page 4.14-52 of the Draft EIR is hereby amended as follows:

The Monterey Peninsula Landfill is located in Marina, California, with a mailing address of 14201 Del Monte Boulevard. It has a permitted throughput capacity of 3,500 tons/day. Its remaining permitted capacity is 48,560,000 cubic yards. It has an estimated “cease operation date” of February 28, 2107.

The first paragraph under the subheading “Specific Plan Update” on page 4.14-53 of the Draft EIR is hereby amended as follows:

In 2013, CalRecycle reported that while the overall total of 12,949 tons of solid waste from Millbrae was disposed at 10 different landfills, the majority (99 percent or 12,813 tons) went to one landfill (Ox Mountain Sanitary Landfill). Three other landfills received most of the remaining one percent. Table 4.14-21 compares the maximum daily capacity and estimated closure date for each of the four facilities.

Policies listed under the Circulation and Parking policies (P-CP 1 through P-CP 23) starting on page 4.14-67 and continuing through page 4.14-68 of the Draft EIR are hereby amended as follows:

- P-CP 1. Provide superior pedestrian access and circulation in the Plan Area, especially to Millbrae Station, by providing sidewalks on ~~both sides of~~ all roadways and adding new routes where feasible.
- P-CP 2. Accommodate projected pedestrian volumes by increasing sidewalk widths to a minimum of 6 to 10 feet.
- P-CP 3. Create a direct pedestrian connection between El Camino Real (including the northbound bus stop on El Camino Real) and the west side Millbrae Station entrance through a pedestrian paseo or similar.

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CHAPTER 5.0, ALTERNATIVES TO THE PROPOSED PROJECT REVISIONS

Impact LU-2 listed under the Land Use Planning sub-heading in Table 5-2, Comparison of Impacts from the Proposed Project Alternatives and the Proposed Project, on page 5-11 of the Draft EIR is hereby amended as follows:

TABLE 5-2 COMPARISON OF IMPACTS FROM THE PROPOSED PROJECT ALTERNATIVES AND THE PROPOSED PROJECT

Topic	Specific Plan Update			TOD #1			TOD #2		
	Proposed Project	No Project	Lower Intensity	Proposed Project	No Project	Lower Intensity	Proposed Project	No Project	Lower Intensity
LU-2: Conflict with any applicable land use plan, policy, or regulation of an agency with jurisdiction over the project (including, but not limited to the general plan, specific plan, local coastal program, or zoning ordinance) adopted for the purpose of avoiding or mitigating an environmental effect.	LTS	>	>	LTS <u>LTSSU</u>	>	<	LTS	>	>

Impact TRANS-4, 11, 18 listed under the Transportation and Circulation sub-heading in Table 5-2, Comparison of Impacts from the Proposed Project Alternatives and the Proposed Project, on page 5-15 of the Draft EIR is hereby amended as follows:

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TABLE 5-2 COMPARISON OF IMPACTS FROM THE PROPOSED PROJECT ALTERNATIVES AND THE PROPOSED PROJECT

Topic	Specific Plan Update			TOD #1			TOD #2		
	Proposed Project	No Project	Lower Intensity	Proposed Project	No Project	Lower Intensity	Proposed Project	No Project	Lower Intensity
TRANS-4, 11, 18: Substantially increase hazards due to a design feature (e.g. sharp curves or dangerous intersections) or incompatible uses (e.g. farm equipment).	SU	=	=	SU	=	=	SU <u>SU</u>	=	=

CHAPTER 5.2, ALTERNATIVES TO THE TOD #1 PROJECT

The second paragraph under the subheading “Description” on page 5.2-6 of the Draft EIR is hereby amended as follows:

As shown in Table 5.2-2, the No Project Alternative would result in no office or residential development, and less retail and more hotel development when compared to the proposed TOD #1 project. The hotel associated with the proposed Project is not intended to have large conference facilities with meeting rooms that could accommodate a gathering of 300 people or more. The maximum height permitted under the 1998 Specific Plan is 75 feet.

CHAPTER 6.3, SIGNIFICANT AND UNAVOIDABLE IMPACTS REVISIONS

Impact TRANS-SP-1.7 listed in Table 6-1, Significant and Unavoidable Impacts of the Proposed Project, of the Draft EIR is hereby amended as follows:

Impact TRANS-SP-1.7: Under Cumulative (2040) Plus Project (Specific Plan Update) conditions, the Specific Plan Update would add traffic volumes representing more than one (1) percent of the segment's capacity to the following freeway segments exceeding the capacity without the Specific Plan Update:

- Northbound and Southbound US 101 Grand Avenue to Produce Avenue – AM and PM peak hours
- Northbound US 101 Produce Avenue to I-380 – AM peak hour
- Northbound US 101 I-380 to Millbrae Avenue – AM peak hour
- Northbound and Southbound US 101 Millbrae Avenue to Broadway – AM and PM peak hours
- Northbound and Southbound US 101 Broadway to Peninsula Avenue – AM and PM peak hours

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APPENDIX C, CULTURAL RESOURCES DATA

Appendix C, Cultural Resources Data, attached to this Final EIR as Appendix B, is hereby amended to include the Historic Resource Evaluation, Two Commercial Buildings in Millbrae, San Mateo County, California, by Heritage Resource Consulting, September 8, 2015 Building, Structure, and Object Record forms (Department of Parks and Recreation [DPR] 523B.

APPENDIX J, SPECIFIC PLAN UPDATE POLICIES

Appendix J, Specific Plan Policies, attached to this Final EIR as Appendix C, is hereby amended to include the revised policies of the Specific Plan Update. The revised policies are shown in with underlined text to represent language that has been added to the policy and with ~~striketrough~~ text to show where language has been deleted from the policy.

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