

**MINUTES  
TRACY CITY PLANNING COMMISSION  
REGULAR MEETING  
DECEMBER 4, 2024, 7:00 P.M.  
CITY OF TRACY COUNCIL CHAMBERS  
333 CIVIC CENTER PLAZA**

**CALL TO ORDER**

Chair Orcutt called the meeting to order at 7:00 p.m.

**PLEDGE OF ALLEGIANCE**

Chair Orcutt led the pledge of allegiance.

**ROLL CALL**

Roll Call found Commissioner Atwal, Commissioner Boakye-Boateng, Commissioner English, Vice Chair Penning, and Chair Orcutt present. Also present were Daniel Doporto, Contract Attorney; Forrest Ebbs, Director of Community and Economic Development; Scott Claar, Planning Manager; Genevieve Federighi, Senior Planner; Craig Hoffman, Senior Planner; Martin E. Vargas, Assistant Planner; Al Gali, Associate Engineer; and Gina Peace, Executive Assistant.

**MINUTES**

Chair Orcutt introduced the Regular Meeting Minutes from the November 6, 2024, Planning Commission Regular Meeting.

**ACTION:** It was moved by Chair Orcutt and seconded by Commissioner Atwal to approve the November 6, 2024 Planning Commission Regular Meeting Minutes. A voice vote found all in favor. Passed and so ordered; 5-0-0-0.

**DIRECTOR'S REPORT REGARDING THIS AGENDA**

None.

**ITEMS FROM THE AUDIENCE**

None.

DEVIATION FROM AGENDA ORDER.

**1. NEW BUSINESS**

**B. STAFF RECOMMENDS THAT THE PLANNING COMMISSION CONDUCT A PUBLIC HEARING, AND UPON ITS CONCLUSION, ADOPT A RESOLUTION: (1) GRANTING AN AMENDMENT TO THE CONDITIONAL USE PERMIT, APPLICATION NUMBER CUP24-0005, TO EXPAND THE EXISTING PRIVATE SCHOOL LOCATED AT 120 MURRIETA WAY, ASSESSOR'S PARCEL NUMBER**

**248-470-28; (2) APPROVING A DEVELOPMENT REVIEW PERMIT, APPLICATION NUMBER D24-0011, FOR THE CONSTRUCTION OF A TWO-STORY BUILDING ADDITION TO AN EXISTING PRIVATE SCHOOL AND RELATED SITE IMPROVEMENTS ON A 3.99-ACRE DEVELOPED SITE; AND (3) DETERMINING THAT THIS PROJECT IS CATEGORICALLY EXEMPT FROM CALIFORNIA ENVIRONMENTAL QUALITY ACT (CEQA) PURSUANT TO CEQA GUIDELINES SECTION 15301, PERTAINING TO ADDITIONS TO EXISTING STRUCTURES. THE APPLICANT IS GROW BUILDERS, INC. C/OF JEFF ANTRIM, AND THE PROPERTY OWNER IS TR 120 LLC.**

Martin E. Vargas, Assistant Planner, presented the staff report.

Jeff Antrim, Applicant, addressed the Commission, and stated he was available for questions. Commission questions commenced.

Chair Orcutt opened the Public Hearing at 7:14 p.m.

Pamela Ray, Principal at the school, made a statement in favor of the project.

Chair Orcutt closed the Public Hearing at 7:18 p.m.

**ACTION:** It was moved by Commissioner Atwal and seconded by Vice Chair Penning that the Planning Commission adopt a Resolution:

- (1) Granting an amendment to the Conditional Use Permit, Application Number CUP24-0005, to expand the existing private school located at 120 Murrieta Way, Assessor's Parcel Number 248-470-28;
- (2) approving a Development Review Permit, Application Number D24-0011, for the construction of a two-story building addition to an existing private school and related site improvements on a 3.99-acre developed site; and
- (3) determining that this project is categorically exempt from California Environmental Quality Act (CEQA) pursuant to CEQA Guidelines Section 15301, pertaining to additions to existing structures.

A roll call vote found Chair Orcutt, Vice Chair Penning, Commissioner Atwal, Commissioner Boakye-Boateng, and Commissioner English all in favor. Passed and so ordered; 5-0-0-0.

**C. STAFF RECOMMENDS THAT THE PLANNING COMMISSION CONDUCT A PUBLIC HEARING, AND UPON ITS CONCLUSION, ADOPT A RESOLUTION RECOMMENDING THAT THE CITY COUNCIL: (1) INTRODUCE AND ADOPT AN ORDINANCE APPROVING A ZONING TEXT AMENDMENT, APPLICATION NUMBER ZA22-0004, TO REMOVE TRACY MUNICIPAL CODE (TMC) SECTION 10.08.800, "SERVICE STATION" DEFINITION, ADD TMC SECTION 10.08.175, "CAR WASH" DEFINITION, ADD TMC SECTION 10.08.375, "FUEL STATION" DEFINITION, AND AMEND TMC SECTION 10.08.1080, PERMITTED USES, USE GROUP NO. 44, TO REMOVE AND REPLACE "AUTOMOBILE SERVICE STATIONS" WITH "CAR WASHES" AND "FUEL STATIONS"; (2) ADOPT A**

**RESOLUTION GRANTING A CONDITIONAL USE PERMIT TO ALLOW A CAR WASH LOCATED AT 4600 S. CORRAL HOLLOW ROAD, APPLICATION NUMBER CUP24-0006; AND (3) ADOPT A RESOLUTION APPROVING A DEVELOPMENT REVIEW PERMIT FOR CONSTRUCTION OF A CARWASH FACILITY AND RELATED SITE IMPROVEMENTS LOCATED AT 4600 S. CORRAL HOLLOW ROAD, APPLICATION NUMBER D22-0044.**

Genevieve Federighi, Senior Planner, presented the staff report and addressed questions.

Scott Claar, Planning Manager, addressed questions from the commission.

Chair Orcutt opened a Public Hearing at 7:32 p.m. and seeing as no one came forward, Chair Orcutt closed the Public Hearing at 7:32 p.m.

**ACTION:** It was moved by Commissioner Atwal and seconded by Vice Chair Penning that the Planning Commission adopt a Resolution recommending that the City Council:

- (1) Introduce and adopt an ordinance approving a Zoning Text Amendment, application number ZA22-0004, to remove Tracy Municipal Code (TMC) Section 10.08.800, "service station" definition, add TMC Section 10.08.175, "car wash" definition, add TMC Section 10.08.375 "fuel station" definition, and amend TMC Section 10.08.1080, permitted uses, use group No. 44, to remove and replace "automobile service stations" with "car washes" and "fuel stations";
- (2) Granting a Conditional Use Permit, Application Number CUP24-0006, to allow a car wash located at 4600 S. Corral Hollow Road; and
- (3) Approving a Development Review Permit, Application Number D22-0044, for construction of a car wash facility and related site improvements located at 4600 S. Corral Hollow Road, Assessor's Parcel Number 244-020-31.

A roll call vote found Chair Orcutt, Vice Chair Penning, Commissioner Atwal, Commissioner Boakye-Boateng, and Commissioner English all in favor. Passed and so ordered; 5-0-0-0.

Chair Orcutt adjourned for a five-minute recess and reconvened at 7:37 p.m.

- A. STAFF RECOMMENDS THAT THE PLANNING COMMISSION CONDUCT A PUBLIC HEARING, AND UPON ITS CONCLUSION, ADOPT A RESOLUTION: (1) RECOMMENDING CITY COUNCIL APPROVAL OF A GENERAL PLAN AMENDMENT MODIFYING THE LAND USE OF THE PROPERTY FROM RESIDENTIAL MEDIUM AND RESIDENTIAL LOW TO PUBLIC FACILITIES. (2) RECOMMENDING CITY COUNCIL APPROVAL OF A REZONE OF THE PROPERTY FROM MEDIUM DENSITY RESIDENTIAL TO LIGHT INDUSTRIAL (M-1). (3) RECOMMENDING CITY COUNCIL ADOPT AN INITIAL STUDY/MITIGATED NEGATIVE DECLARATION AND MITIGATION MONITORING AND REPORTING PROGRAM FOR THE PROJECT AND DETERMINE THAT BASED ON THE ANALYSIS AND CONCLUSIONS OF THE INITIAL STUDY, THE IMPACTS OF THE PROPOSED PROJECT WOULD BE**

**MITIGATED TO LESS-THAN-SIGNIFICANT LEVELS WITH THE IMPLEMENTATION OF THE MITIGATION MEASURES. THE APPLICANT IS THE CITY OF TRACY, AND THE PROPERTY OWNER IS THE CHEVRON COMPANY.**

Craig Hoffman, Senior Planner, and Ed Lovell, Transit Manager, presented the staff report.

Josh Smith, De Novo Planning Group, continued presenting to the Commission.

Chair Orcutt opened the Public Hearing at 8:02 p.m.

16 speaker cards were received by the Clerk. Bob Tanner, 1371 Rusher Court, Danielle Smith, 550 Forest Hills Drive, Joseph Smith, 550 Forest Hills Drive, Racheal Knight Scott, 650 Forest Hills Drive, Beverly Trengove, Forest Hills Drive, Jeff Avelar, 680 Centre Court Drive, Amjad Morrar, 555 Forest Hills Drive, Kelly Moran, 952 Centre Court Drive, Garth Brown, 750 Center Court Drive, Steve McConnell, 510 Forest Hills Drive, Lori Quilici, 565 Cumberland Drive, Anajerath Orona Correa, 900 Beechnut Ave, Burnell Shull, Vannie Dart, Daniel Kaufmann, 865 Lawn Court, and Randell Avila, 796 Palm Circle, each addressed the Commission, in opposition the Project.

Steve Parsons, 465 Cumberland Drive, and Nilo Glass, Centre Court Drive, also addressed the Commission, in opposition to the Project.

Six e-mails were received from: Vasuki Nijagal, Sean Hornbeck & Christina Ledesma, Daniellle Fetterman Smith, Steve and Wendy Parsons, Eric and Anna Silva, and Dave Guevara. The commissioners were each provided with printed copies.

Chair Orcutt closed the Public Hearing at 8:51 p.m.

Commission discussion and questions continued.

**ACTION:** It was moved by Commissioner Boakye-Boateng and seconded by Commissioner Atwal that the Planning Commission adopt a Resolution:

Recommending City Council approval of the General Plan Map Amendment and rezone for four parcels containing 9.88 acres, at 800 Beechnut Avenue, 990 Beechnut Avenue, 1000 Beechnut Avenue, and an additional small parcel just south of and adjacent to 800 Beechnut Avenue, Assessor's Parcel Numbers 234-070-04, 234-070-06, 234-070-01, and 234-170-45. Application Number GPA24-0004 and R24-0004.

A roll call vote found Chair Orcutt, Vice Chair Penning, Commissioner Atwal, Commissioner Boakye-Boateng, and Commissioner English all opposed. Motion Failed; 0-5-0-0.

**D. STAFF RECOMMENDS THAT THE PLANNING COMMISSION CONDUCT A PUBLIC HEARING, AND UPON ITS CONCLUSION, ADOPT A RESOLUTION RECOMMENDING THAT THE CITY COUNCIL: (1) ADOPT A RESOLUTION**



**THAT (A) CERTIFIES AN ENVIRONMENTAL IMPACT REPORT (“EIR”) AND ADOPTS A MITIGATION MONITORING AND REPORTING PROGRAM (“MMRP”), FINDINGS OF FACT AND A STATEMENT OF OVERRIDING CONSIDERATIONS FOR THE ANNEXATION AND DEVELOPMENT OF THE TRACY COSTCO DEPOT ANNEX PROJECT, WHICH CONSISTS OF APPROXIMATELY 104.46 ACRES LOCATED AT 16000 WEST SCHULTE ROAD, (B) APPROVES A DEVELOPMENT REVIEW PERMIT FOR THE PROPERTY FOR CONSTRUCTION OF TWO INDUSTRIAL WAREHOUSE BUILDINGS TOTALING APPROXIMATELY 1,736,724 SQUARE FEET, PROVIDED THAT THE DEVELOPMENT REVIEW PERMIT WILL NOT BE EFFECTIVE UNTIL THE FIRST DAY FOLLOWING THE EFFECTIVE DATE OF LAFCO’S APPROVAL OF THE ANNEXATION OF THE PROPERTY TO THE CITY, AND (C) AUTHORIZES THE CITY MANAGER TO SUBMIT A PETITION TO THE SAN JOAQUIN COUNTY LOCAL AGENCY FORMATION COMMISSION (“LAFCo”) TO ANNEX THAT CERTAIN 104.46 ACRES LOCATED AT 16000 WEST SCHULTE ROAD BEARING ASSESSOR’S PARCEL NUMBER 209-230-02 (THE “PROPERTY”) TO THE CITY OF TRACY; AND INTRODUCE AND ADOPT AN ORDINANCE THAT APPROVES THE PREZONING OF THE PROPERTY TO LIGHT INDUSTRIAL (M1).**

Genevieve Federighi, Senior Planner, presented the staff report. Al Gali, Associate Engineer, and Elise Laws, De Novo Planning Group, addressed the Commission.

Seth Katz, Costco, Applicant, presented a PowerPoint to the Commission.

Koosun Kim, City Engineer, addressed the Commission and answered questions from the Commission.

Chair Orcutt opened the Public Hearing at 10:48 p.m.

Margo Praus, Chair of Local Delta Sierra Group, Sierra Club addressed appreciation for Costco’s air quality concern and the details provided.

Kevin Carmichael, on behalf of the San Joaquin Residents for Responsible Development, who consist of associates from San Joaquin County and Tracy, have air quality, hazard and health quality concerns.

Juan Perez, IBEW Local Union 995 representative of the San Joaquin Residents for Responsible Development, spoke concerning air quality and Valley Fever for members, who are laborers in the community.

Chair Orcutt closed the Public Hearing at 10:56 p.m.

Additional discussion continued.

**ACTION:** It was moved by Commissioner Atwal and seconded by Vice Chair Penning that the Planning Commission adopt a Resolution:

Recommending that the City Council of the City of Tracy take the following actions:

(1) Adopt a resolution that:

- (a) Certifies an Environmental Impact Report ("EIR"), adopts Findings, and adopts a Mitigation Monitoring and Reporting Program ("MMRP") for the annexation and development of industrial buildings on a 104.46-acre property located at 16000 West Schulte Road bearing Assessor's Parcel Number 209-230-02 ("Property"), all in accordance with the requirements of the California Environmental Quality Act ("CEQA"); and
- (b) Approves the submittal of a petition to the San Joaquin County Local Agency Formation Commission ("LAFCo") for the annexation of the property to the City of Tracy ("City"); and

(2) Adopt an Ordinance that approves the rezoning of the Property to Light Industrial (M1); and

(3) Adopt a Resolution that approves a development review permit for the Property to take effect on the first day following the effective date of the LAFCo's approval of the annexation of the Property to the City.

A roll call vote found Chair Orcutt, Vice Chair Penning, Commissioner Atwal, Commissioner Boakye-Boateng, and Commissioner English all in favor. Passed and so ordered; 5-0-0-0.

**D. ITEMS FROM THE AUDIENCE**

None.

**E. DIRECTOR'S REPORT**

Forrest Ebbs announced new promotions within the Community and Economic Development Department: Scott Claar, as the Planning Manager, and Genevieve Federighi as a Senior Planner.

**F. ITEMS FROM THE COMMISSION**

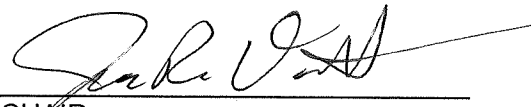
None.

**G. ADJOURNMENT**

**ACTION:** It was moved by Chair Orcutt and seconded by Commissioner Boakye-Boateng to adjourn.

Time: 11:04 p.m.

  
STAFF LIAISON

  
CHAIR

**From:** [Gina Peace](#)  
**To:** [Miranda Aguilar](#)  
**Subject:** FW: Tracy Trancit Maintenance Facility at 800 Beachnut Avenue...Public Hearing on Decemebr 4, 2024  
**Date:** Tuesday, December 3, 2024 2:41:18 PM  
**Attachments:** [PLANNING COMMISSION TRACY TRANSIT MAINTENANCE FACILITY.docx](#)  
[TRACY TRANSIT MAINTENANCE FACILITY.docx](#)

---

---

**From:** Vasuki Nijagal [REDACTED]  
**Sent:** Monday, November 25, 2024 8:20 AM  
**To:** Public Comment <publiccomment@cityoftracy.org>  
**Subject:** Tracy Trancit Maintenance Facility at 800 Beachnut Avenue...Public Hearing on Decemebr 4, 2024

Some people who received this message don't often get email from [REDACTED]. [Learn why this is important](#)

**Caution:** This is an external email. Please take care when clicking links or opening attachments.

Please find the attached letter of concern with regard to the subject matter.

*Vasuki Nijagal*

**Sri Swami Vivekandanda said there are three R's to succeed in life.**

**" R – People reject your thoughts of proposal**

**R – People ridicule you (we told you so...)**

**R – People recognize you after you achieve your goal”.**

Vasuki & Sheela Nijagal

Email:

Tracy, CA 95376

---

November 24, 2024

Craig Hoffman

Senior Planner, City of Tracy

333 Civic Center Plaza

Tracy, CA 95376

Subject: Transit Maintenance Facility response from The Nijagals at 445 Cumberland Drive, Tracy, CA 95376

Reference: Tracy Transit Maintenance Facility proposed sites at 800 Beechnut Avenue, 990 Beechnut Avenue, 1000 Beechnut Avenue and adjacent small parcel to 800 Beechnut Ave.

Assessor's Parcel numbers: 234-070-04, 234-070-06, 234-070-01, 234-170-45

Mr. Hoffman,

We will be out of town on December 4, 2024; hence we will not be attending The City of Tracy Planning Commission Public Hearing on the subject. We are expressing our apprehension about the proposed Tracy Transit Maintenance Facility at the reference sites noted above with our concerns listed below.

1. The City of Tracy has proposed to rezone two fields (parcels) at the intersection of Beechnut Avenue and Forest Hills from residential zone to industrial zone.
2. The transit maintenance facility will house a hydrogen fueling station and an electrical charging station for buses at a mere thirty feet (30ft) from the edge of the proposed facility to the corner of a residential home and the rest of the neighborhood. This is dangerous as the compressed hydrogen fuel and electrical charging are within proximity to cause an accident by explosion by hydrogen fueling facility for transit vehicles. The hydrogen fueling and electrical charging facilities must be separated at two separate parcels upon consultation and recommendation by a professional engineer from the San Joaquin County or The State of California Engineering Departments.

3. Our concern is that the rezoning from the residential to industrial zone could also potentially allow businesses like toxic gas stations to be allowed to build on the remaining unused land parcels. We as residents have gone through the underground fuel oil leaks in the same parcel lands about thirty-five years ago. The City of Tracy Planning Commission should not be giving room for another disaster affecting the residents in 2024-2025.
4. We are distressed by the recent incidents involving the hydrogen fuel tank explosions in Bakersfield and Santa Clara transit facilities which necessitated the evacuation of surrounding neighborhoods, highlights the potential hazards of such facility located near any residential areas. Furnished YouTube links for reference.
  - a. Bakerfield hydrogen bus explosion while fueling.  
<https://www.youtube.com/watch?v=-kxnJB7l3bE>
  - b. [https://www.youtube.com/watch?v=-toRJseb\\_o0](https://www.youtube.com/watch?v=-toRJseb_o0)
  - c. Santa Clara hydrogen Facility explosion:
  - d. <https://www.youtube.com/watch?v=S8ZAc38piQM>

Mr. Hoffman, we trust your appropriate action in preventing any future destruction to the residential properties by unpardonable action by the proposed Transit Maintenance Facility of the City of Tracy.

Should you have any questions, please contact us by leaving a voice message or by email message.

Sincerely,

Vasuki Nijagal

Sheela Nijagal

Enclosure: a copy of the letter to Mr. Lovell dated September 24, 2024, is furnished for reference only.

Vasuki & Sheela Nijagal

Email: [REDACTED]

Tracy, CA 95376

---

September 24, 2024

Ed Lovell

Tracy Transit Station

50 East 6<sup>th</sup> Street

Tracy, CA 95376

Subject: A 30-day Public Review period for the Initial Study / Mitigated Negative Declaration response from The Nijagals at 445 Cumberland Drive, Tracy, CA 95376

Reference: Tracy Transit Maintenance Facility proposed sites at 800 Beechnut Avenue, 990 Beechnut Avenue, 1000 Beechnut Avenue and adjacent small parcel to 800 Beechnut Ave.

Mr. Lovell,

We are expressing our anxiety about the proposed Tracy Transit Maintenance Facility at the referenced sites noted above with our concerns listed below.

1. The City of Tracy has proposed to rezone two fields (parcels) at the intersection of Beechnut Avenue and Forest Hills from residential zone to industrial zone.
2. The transit maintenance facility will house a hydrogen fueling station and an electrical charging station for buses at a mere thirty feet (30ft) from the edge of the proposed facility to the corner of a residential home and the rest of the neighborhoods. This is dangerous as the compressed hydrogen fuel and electrical charging are within proximity to cause an accident by explosion by hydrogen fueling facility for transit vehicles. The hydrogen fueling and electrical charging facilities must be separated at two separate parcels upon consultation and recommendation by a professional engineer from the San Joaquin County or The State of California Engineering Departments.
3. Our concern is that the rezoning from the residential to industrial zone could also potentially allow businesses like toxic gas stations to be allowed to build on the remaining unused land parcels. We as residents have gone through the

underground fuel oil leaks in the same parcel lands about thirty-five years ago. The City of Tracy should not be giving room for another disaster affecting the residents in 2024-2025.

4. We are distressed by the recent incidents involving the hydrogen fuel tank explosions in Bakersfield and Santa Clara transit facilities which necessitated the evacuation of surrounding neighborhoods, highlights the potential hazards of such facility located near any residential areas. Furnished YouTube links for reference.
  - a. Bakerfield hydrogen bus explosion while fueling.  
<https://www.youtube.com/watch?v=-kxnJB7l3bE>
  - b. [https://www.youtube.com/watch?v=-toRJseb\\_o0](https://www.youtube.com/watch?v=-toRJseb_o0)
  - c. Santa Clara hydrogen Facility explosion:
  - d. <https://www.youtube.com/watch?v=S8ZAc38piQM>

Mr. Lovell, we trust your appropriate action in preventing any future destruction to the residential properties by unpardonable action by the proposed Transit Maintenance Facility of the City of Tracy.

Should you have any questions, please contact us by leaving a voice message or by an email message.

Sincerely,

Vasuki Nijagal

Sheela Nijagal

**From:** [Adrianne Richardson](#)  
**To:** [Craig Hoffman](#)  
**Cc:** [Miranda Aguilar](#)  
**Subject:** FW: Planning Commission meeting at 7:00pm on Wednesday Dec 4,2024  
**Date:** Monday, December 2, 2024 12:05:48 PM

---

FYI on email below.

---

**From:** Sean Hornback [REDACTED]  
**Sent:** Monday, December 2, 2024 11:58 AM  
**To:** Public Comment <publiccomment@cityoftracy.org>  
[REDACTED]  
**Subject:** Planning Commission meeting at 7:00pm on Wednesday Dec 4,2024

Some people who received this message don't often get email from [REDACTED] [Learn why this is important](#)

**Caution:** This is an external email. Please take care when clicking links or opening attachments.

To whom it may concern,

I do not think the city should rezone any Residential to Light Industrial as this would decrease property values, increase traffic, noise pollution, damage roads, or explosion of hydrogen fueling station and a negative impact to the residents in that area.

Regards,  
Sean Hornback & Christine Ledesma



**From:** [Adrianne Richardson](#)  
**To:** [Miranda Aguilar](#)  
**Subject:** FW: Email regarding proposed heavy-duty bus maintenance facility and possible hydrogen fueling station  
**Date:** Tuesday, December 3, 2024 4:06:22 PM  
**Attachments:** [Heavy-DutyBusMaintenanceFacilityOppositionLetterFINAL-09.30.2024.pdf](#)

---

Hi Miranda,

Per our conversation I am forwarding an email from Danielle Smith received regarding an item on tomorrow night's Planning Commission agenda. She said she never received confirmation that the Planning Department received the email and was informed by a Planning Commissioner that they did not receive the email. Can you please forward to the commission and other necessary folks and send a response to Ms. Smith confirming receipt of the email.

Many thanks Miranda

Regards  
Adrianne

---

**From:** Danielle FSmith [REDACTED]  
**Sent:** Tuesday, December 3, 2024 3:59 PM  
**To:** Adrianne Richardson <Adrianne.Richardson@cityoftracy.org>  
**Subject:** Fw: Email regarding proposed heavy-duty bus maintenance facility and possible hydrogen fueling station

You don't often get email from [REDACTED] [Learn why this is important](#)

**Caution:** This is an external email. Please take care when clicking links or opening attachments.

Adrianne, this is the email I sent back on November 17th  
Thanks,  
Danielle

---

**From:** Smith, Danielle Fetterman  
**Sent:** Sunday, November 17, 2024 3:15 PM  
**To:** [planningadmin@cityoftracy.org](mailto:planningadmin@cityoftracy.org)  
**Cc:** 'tracycitycouncil@cityoftracy.org' <[tracycitycouncil@cityoftracy.org](mailto:tracycitycouncil@cityoftracy.org)>; Ed Lovell <[Ed.Lovell@cityoftracy.org](mailto:Ed.Lovell@cityoftracy.org)>  
**Subject:** Email regarding proposed heavy-duty bus maintenance facility and possible hydrogen fueling station

Dear Members of the Tracy Planning Commission,

I am forwarding the formal opposition letter, originally addressed to Mr. Ed Lovell, the City of Tracy's Transportation Manager, for your review and awareness. This letter, signed by 42

residents, outlines our collective opposition to the proposed heavy-duty bus maintenance facility and potential hydrogen fueling station at the residential neighborhood of Beechnut Ave, Forest Hills Drive, and Gallery Drive.

For your convenience, a copy of the letter is included below, and I have attached the original document with signatures for reference.

Additionally, I have cc'd the Tracy City Council and Mr. Lovell on this correspondence.

Thank you for your attention to this matter.

Sincerely,

Danielle F. Smith

On behalf of 42 residents from Tennis Vista and the surrounding neighborhoods

\*\*\*\*\*

Danielle F. Smith



September 30, 2024

Ed Lovell  
Transit Manger  
Tracy Transit Station  
50 E. 6th Street  
Tracy, CA 95376

**Subject:** Opposition to the Construction of a Heavy-Duty Bus Maintenance Facility and Possible Hydrogen Fueling Station at the Two Parcels at the Intersections of Beechnut Ave. and Forest Hills Drive and Forest Hills Drive and Palm Circle.

Dear Ed Lovell,

I am writing to express mine and 42 other neighbors' strong opposition to the proposed construction of a heavy-duty bus maintenance facility and possible fueling station in Tennis Vista and the surrounding neighborhood, a predominantly residential area. While we understand the need for essential infrastructure to support public transportation, we believe placing such a facility in a residential neighborhood raises significant concerns that must be taken into serious consideration.

First and foremost, the proximity of a gas or hydrogen fueling station to residential homes also raises environmental safety concerns, including the risk of potential spills, leaks or explosions that could contaminate nearby soil and water sources and overall safety.

After speaking with my home insurance agent, we learned that this could also lead to an **increase** in our policy costs or even potential termination.

Secondly, the anticipated increase in noise pollution from bus operations, maintenance work, and refueling activities will severely disrupt the quality of life for local residents. The constant movement of heavy-duty vehicles, coupled with the operation of machinery, from 4 A.M. to 10 P.M. will lead to persistent noise that can affect residents' well-being, particularly during early morning and late evening hours.

Thirdly, the emissions from diesel or gas-powered buses pose a threat to the air quality in the surrounding area. This increase in pollution can have detrimental effects on public health, especially for vulnerable populations such as children, the elderly, and those with pre-existing respiratory conditions.

I've included in this letter YouTube links of recent incidents involving hydrogen explosions in Bakersfield and Santa Clara, which required the evacuation of surrounding neighborhoods and highlights the potential dangers of such a facility located near residential areas.

**Explosion at a Bakerfield hydrogen bus facility:**

<https://www.youtube.com/watch?v=-kxnpjB7l3bE>

[https://www.youtube.com/watch?v=-toRJseb\\_o0](https://www.youtube.com/watch?v=-toRJseb_o0)

**Explosion at a Santa Clara hydrogen facility:**

<https://www.youtube.com/watch?v=S8ZAc38piQM>

Moreover, the increased traffic from the constant flow of buses entering and exiting the facility would also exacerbate congestion on local roads, posing a hazard to pedestrians, cyclists, and drivers alike. This added strain on infrastructure not only risks accidents but also detracts from the safety and walkability of our neighborhood.

We believe there are more suitable locations for a facility of this scale, such as an already existing industrial zone within Tracy or areas where the impact on residential communities would be minimized. Relocating the project to a non-residential area would ensure that necessary transportation services can be maintained without compromising the health, safety, and quality of life of local residents.

We respectfully urge you to reconsider the proposed location of this facility and explore alternative sites that are better suited for industrial use. It is critical that community input be considered to protect the interests and well-being of those who live in this neighborhood.

We also are in unison that if you continue to pursue this venture it should be on the City of Tracy ballot before any re-zoning takes place. If that land is re-zoned from residential to industrial there is a chance that the city could sub-lease the unused parcel for a public fueling or charging station. This is unacceptable!!

We, the residents of Tennis Vista and the surrounding neighborhoods, would greatly prefer the development of single family homes that have similar look and feel as our existing homes in Tennis Vista, or a park featuring trees and winding sidewalks, providing a safe space for children to play and for residents to walk their dogs and exercise. We are questioning why the City of Tracy is considering the placement of an unsightly and potentially hazardous facility in our community. Is this the look and feel the City Management desires for downtown Tracy?

Should the City proceed with this project, we, as citizens, residents, and taxpayers of the neighborhood, respectfully request the following:

1. No fueling stations, Including both hydrogen and gasoline propellants.
2. No public fueling or charging stations.
3. No bus routes should utilize residential surface streets within the Tennis Vista or surrounding neighborhood streets.
4. A 10-foot cinderblock wall surrounding the perimeter that encompasses Gallery Drive, Forest Hills Drive, as well as the rear of the smaller parcel adjacent to the Palm Circle residents.
5. An anti-graffiti coating applied to all walls surrounding both parcels.
6. Trees to be planted along the cinderblock wall on Forest Hills Drive and Gallery Drive.

7. Ivy planted against the cinderblock wall to also discourage graffiti.
8. A cement sidewalk around the perimeter of both parcels along Forest Hills Drive and Gallery Drive.
9. Streetlights installed every 75-90 feet around the perimeter of both parcels on Gallery Drive, Forest Hills Drive, and Beechnut Avenue.
10. A revised layout plan that positions the office buildings at the edge of the parcel, close to the residential area, with bus storage and maintenance areas closer to Tracy Boulevard vicinity.
11. Maintenance facility office windows facing away from residential areas.
12. Due to Valley Fever concerns both parcels need to be watered down continuously to keep dust at a minimum while there is construction occurring.
13. A dedicated turn lane on Tracy Boulevard to alleviate traffic congestion as buses wait to turn into maintenance facility.
14. Multiple 180-degree or 360-degree security cameras to be installed at the facility to monitor Gallery Drive, Forest Hills Drive, and Beechnut Avenue.
15. Quarterly air quality, noise, and soil and smell testing, with reports provided to residents.
16. Soundproof windows paid and installed, at the city's expense, in homes near the maintenance facility and/or impacted as shown on the "Mitigated Negative Declaration and Initial Study for the Transit Maintenance Facility" Report.
17. Maintenance facilities must have walls from floor to ceiling and are insulated to keep sound from emanating while operational.
18. Nothing built or installed that encourages increased public traffic to the area.

Thank you for your time and attention to this matter. We look forward to your response and hope for a positive outcome that reflects the concerns of the residents of Tennis Vista and adjoining neighborhoods.

Sincerely,

Danielle F. Smith and 42 other neighbors (signatures and address attached on accompanying pages 3-12)

Danielle F. Smith

September 30, 2024

Ed Lovell  
Transit Manger  
Tracy Transit Station  
50 E. 6<sup>th</sup> Street  
Tracy, CA 95376

**Subject:** Opposition to the Construction of a Heavy-Duty Bus Maintenance Facility and Possible Hydrogen Fueling Station at the Two Parcels at the Intersections of Beechnut Ave. and Forest Hills Drive and Forest Hills Drive and Palm Circle.

Dear Ed Lovell,

I am writing to express mine and 42 other neighbors' strong opposition to the proposed construction of a heavy-duty bus maintenance facility and possible fueling station in Tennis Vista and the surrounding neighborhood, a predominantly residential area. While we understand the need for essential infrastructure to support public transportation, we believe placing such a facility in a residential neighborhood raises significant concerns that must be taken into serious consideration.

First and foremost, the anticipated increase in noise pollution from bus operations, maintenance work, and refueling activities will severely disrupt the quality of life for local residents. The constant movement of heavy-duty vehicles, coupled with the operation of machinery, from 4 A.M. to 10 P.M. will lead to persistent noise that can affect residents' well-being, particularly during early morning and late evening hours.

Secondly, the emissions from diesel or gas-powered buses pose a threat to the air quality in the surrounding area. This increase in pollution can have detrimental effects on public health, especially for vulnerable populations such as children, the elderly, and those with pre-existing respiratory conditions.

Thirdly, the proximity of a gas or hydrogen fueling station to residential homes also raises environmental safety concerns, including the risk of potential spills, leaks or explosions that could contaminate nearby soil and water sources and overall safety. After speaking with my home insurance agent, we learned that this could also lead to an increase in our policy costs or even potential termination.

I've included in this letter YouTube links of recent incidents involving hydrogen explosions in Bakersfield and Santa Clara, which required the evacuation of surrounding neighborhoods and highlights the potential dangers of such a facility located near residential areas.

**Explosion at a Bakerfield hydrogen bus facility:**

<https://www.youtube.com/watch?v=-kxnjB7l3bE>  
[https://www.youtube.com/watch?v=-toRJseb\\_o0](https://www.youtube.com/watch?v=-toRJseb_o0)

**Explosion at a Santa Clara hydrogen facility:**

<https://www.youtube.com/watch?v=S8ZAc38piQM>

Moreover, the increased traffic from the constant flow of buses entering and exiting the facility would also exacerbate congestion on local roads, posing a hazard to pedestrians, cyclists, and drivers alike. This added strain on infrastructure not only risks accidents but also detracts from the safety and walkability of our neighborhood.

We believe there are more suitable locations for a facility of this scale, such as an already existing industrial zone within Tracy or areas where the impact on residential communities would be minimized. Relocating the project to a non-residential area would ensure that necessary transportation services can be maintained without compromising the health, safety, and quality of life of local residents.

We respectfully urge you to reconsider the proposed location of this facility and explore alternative sites that are better suited for industrial use. It is critical that community input be taken into account to protect the interests and well-being of those who live in this neighborhood.

We also are in unison that if you continue to pursue this venture it should be on the City of Tracy ballot before any re-zoning takes place. If that land is re-zoned from residential to industrial there is a chance that the city could sub-lease the unused parcel for a public fueling or charging station. This is unacceptable!!

We, the residents of Tennis Vista and the surrounding neighborhoods, would greatly prefer the development of single family homes that have similar look and feel as our existing homes in Tennis Vista, or a park featuring trees and winding sidewalks, providing a safe space for children to play and for residents to walk their dogs and exercise. We are questioning why the City of Tracy is considering the placement of an unsightly and potentially hazardous facility in our community? Is this the look and feel the City Management desires for downtown Tracy?

Should the City proceed with this project, we, as citizens, residents, and taxpayers of the neighborhood, respectfully request the following:

1. No fueling stations, Including both hydrogen and gasoline propellants.
2. No bus routes should utilize residential surface streets within the Tennis Vista or surrounding neighborhood streets.
3. A 10-foot cinderblock wall surrounding the perimeter that encompasses Gallery Drive, Forest Hills Drive, as well as the rear of the smaller parcel adjacent to the Palm Circle residents.
4. An anti-graffiti coating applied to all walls surrounding both parcels.
5. Trees planted along the cinderblock wall on Forest Hills Drive and Gallery Drive.
6. Ivy planted against cinderblock wall to also discourage graffiti.
7. A cement sidewalk around the perimeter of both parcels along Forest Hills Drive and Gallery Drive.
8. Streetlights installed every 75-90 feet around the perimeter of both parcels on Gallery Drive, Forest Hills Drive, and Beechnut Avenue.
9. A revised layout plan that positions the office buildings at the edge of the parcel, close to the residential area, with bus storage and maintenance areas closer to Tracy Boulevard vicinity.
10. Maintenance facility office windows facing away from residential areas.
11. Due to Valley Fever concerns both parcels need to be watered down continuously to keep dust at a minimum while there is construction occurring.
12. A dedicated turn lane on Tracy Boulevard to alleviate traffic congestion as busses wait to turn into maintenance facility.
13. Multiple 180-degree or 360-degree security cameras installed at the facility to monitor Gallery Drive, Forest Hills Drive, and Beechnut Avenue.
14. Quarterly air quality, noise, and soil and smell testing, with reports provided to residents.
15. Soundproof windows paid and installed, at the city's expense, in homes near the maintenance facility and/or impacted as shown on the "Mitigated Negative Declaration and Initial Study for the Transit Maintenance Facility" Report.
16. Maintenance facility must have walls from floor to ceiling and are insulated to keep sound from emanating while operational.
17. Nothing built or installed that encourages increased public traffic to the area.

Thank you for your time and attention to this matter. We look forward to your response and hope for a positive outcome that reflects the concerns of the residents of Tennis Vista and adjoining neighborhoods.

Sincerely,

Danielle F. Smith and 42 other neighbors (signatures and address attached on accompanying pages 3-12)

Laura Bruce

Printed Name

Laura Bruce

Signature

JAMES WALBRIDGE

Printed Name

JW

Signature

Simon Krablin

Printed Name

Simon Krablin

Signature

Devin Hunter

Printed Name

D. Hunter

Signature

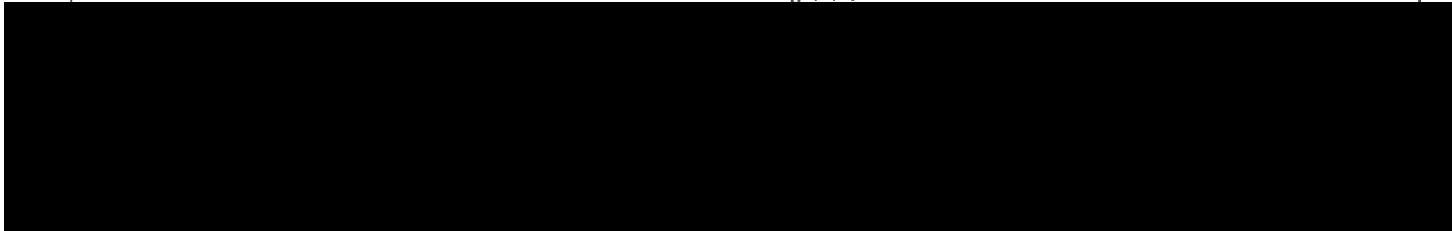
Danyl Scott


Printed Name

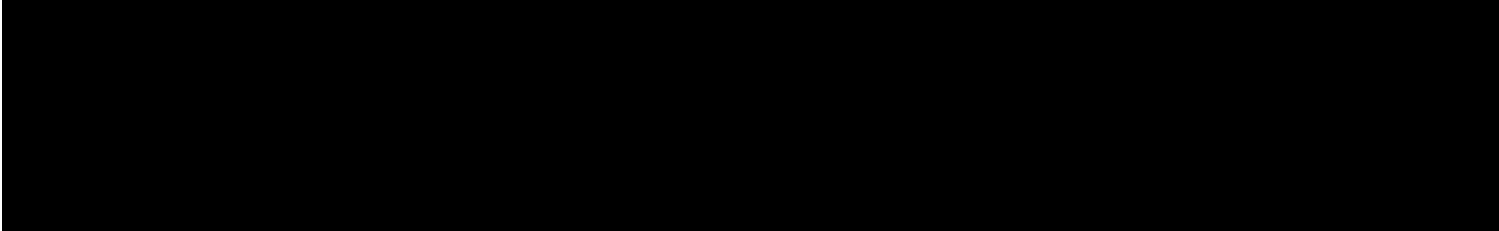
D. Scott


Signature

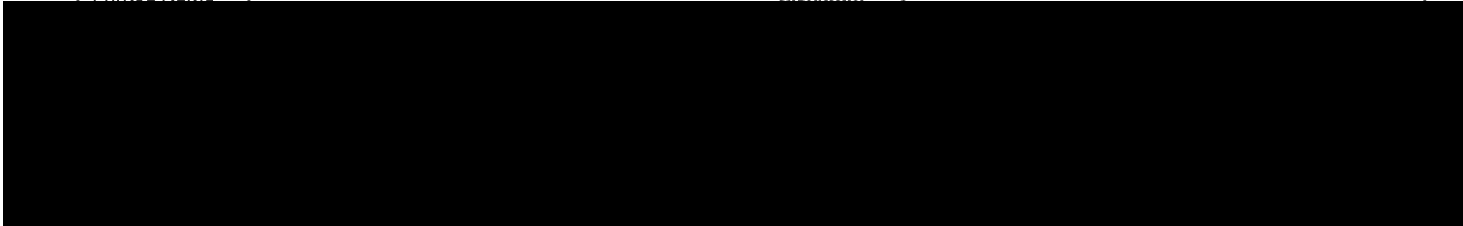
Barbara Rounds	
Printed Name	Signature



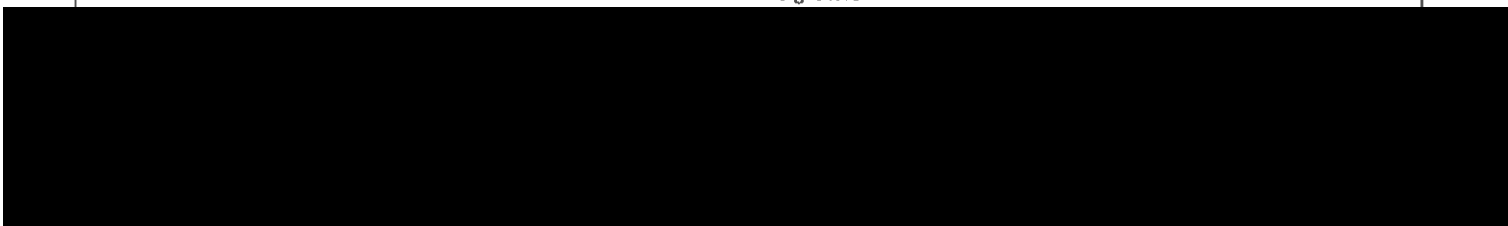
Garth Brown	
Printed Name	Signature



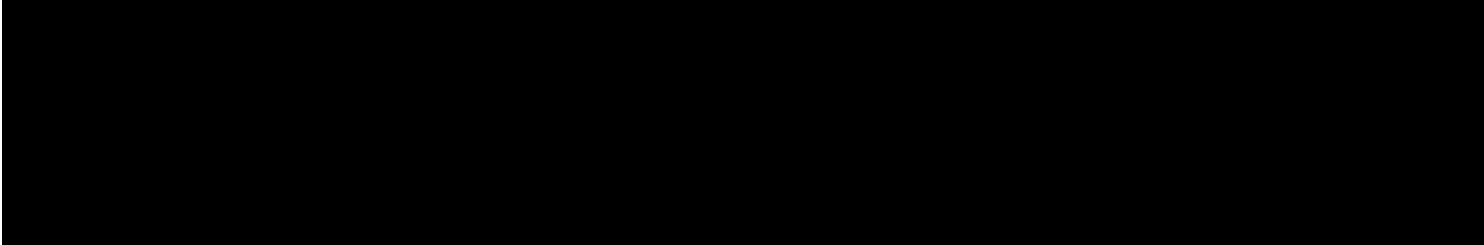
Cheryl McLean	
Printed Name	Signature



Chao Miller	
Printed Name	Signature



Maein A. Ramos	
Printed Name	Signature





Printed Name

Signature

Dina Avelar



CARMEN ROSSI



Printed Name

Signature


Subject: Petition Against Proposed bus Maintenance facility.

STEPHAN ELL BAKER SR

Printed Name

Signature

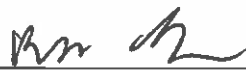
Megan Maier



Printed Name

Signature

Bandy Avila



Printed Name

Signature

Leslie Michalak

Printed Name

Signature

GARY MICHALAK

Printed Name

Signature

Marlene Vik

Printed Name

Signature

Bruce Vik

Printed Name

Signature

Darleen Corum

Printed Name

Signature

Kenneth Guertin

Printed Name



Signature

Danene Wilharm Guertin

Printed Name

Signature

Todd Warapius

Printed Name



Signature

CYNDIE WARRAPIUS

Printed Name



Signature

Joseph Scott

Printed Name



Signature

Racheal Knight-Scott

Printed Name

Racheal Knight-Scott

Signature

Christina Rivera

Printed Name

Christina Rivera

Signature

Mania L. Chao

Printed Name

Mania L. Chao

Signature

CECILIA GARCIA

Printed Name

Cecilia Garcia

Signature

ROSAVIDO GONZALEZ

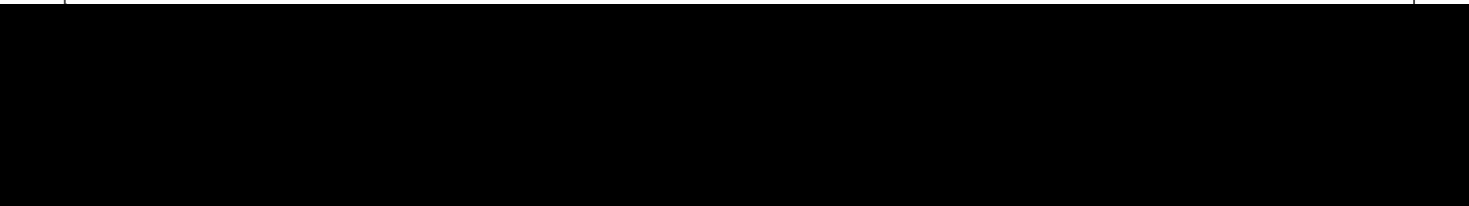
Printed Name

Signature

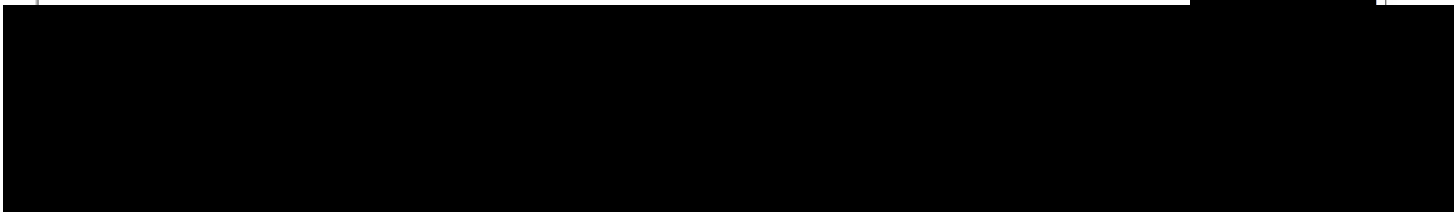
<i>Cheryl Gillick</i>	<i>Cheryl Gillick</i>
Printed Name	Signature



<i>Rob Gillick</i>	<i>Rob Gillick</i>
Printed Name	Signature



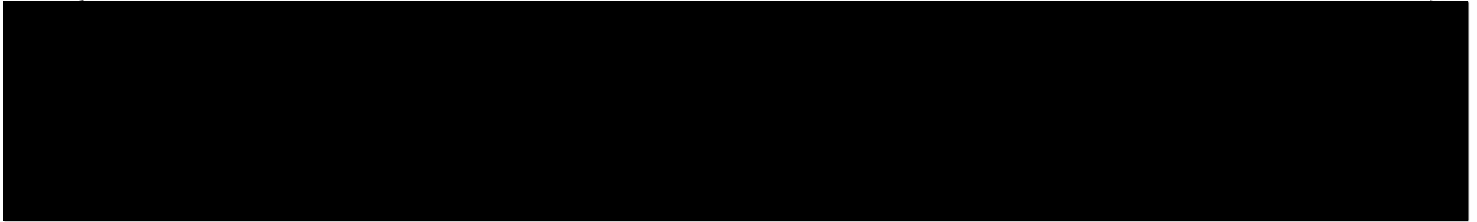
<i>Lori Quibic</i>	<i>Lori A Quibic</i>
Printed Name	Signature



Printed Name	Signature
Address	Phone
Email Address:	

Printed Name	Signature
Address	Phone
Email Address:	

MARC - REQUILMAN	Marc Requiman
Printed Name	Signature



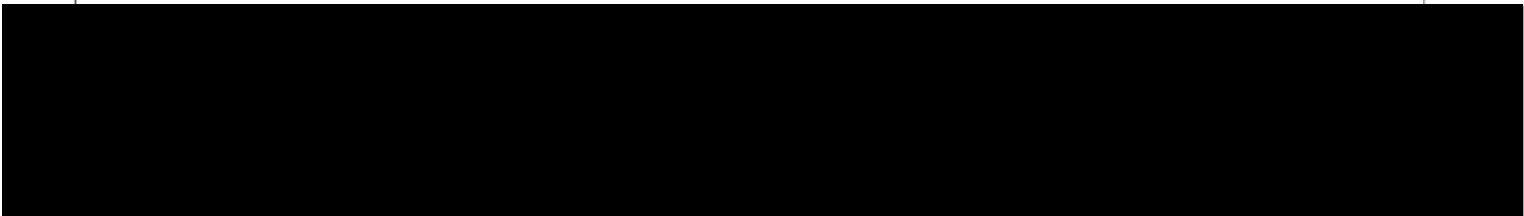
Catherine Requiman	C Requiman
Printed Name	Signature



Faye Delmendo	F Delmendo
Printed Name	Signature



475 Forest Hills Drive Tracy CA	[Signature]
Printed Name	Signature



Printed Name	Signature
Address	Phone
Email Address:	

<i>Amjad Morvar</i>		<i>Amjad Morvar</i>	
Printed Name		Signature	



<i>Natalie McConnell</i>		<i>Natalie McConnell</i>	
Printed Name		Signature	



Printed Name		Signature	
Address		Phone	
Email Address:			

Printed Name		Signature	
Address		Phone	
Email Address:			

Printed Name		Signature	
Address		Phone	
Email Address:			

Printed Name

Kelly Moran

Signature



Printed Name

Milo Glass

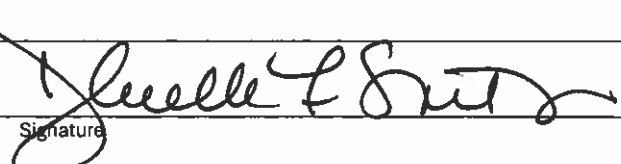
Signature



Printed Name

Danielle F. Smith

Signature



Printed Name

Joseph Smith

Signature



Printed Name

Signature

Address

Phone

Email Address:



**From:** [Gina Peace](#)  
**Cc:** [Dan Doport](#) [REDACTED]; [Forrest Ebbs](#); [Scott Claar](#); [Craig Hoffman](#); [Miranda Aguilar](#); [Lorena Rivera](#)  
**Subject:** FW: Beechnut Transit Facility  
**Date:** Wednesday, December 4, 2024 1:22:26 PM  
**Attachments:** [image001.png](#)  
[image004.png](#)  
[Beechnut Transit Facility.xlsx](#)  
[image005.png](#)  
[image006.png](#)  
[image007.png](#)  
[image008.png](#)

---

Good afternoon Commissioners,

Please see the e-mail below and corresponding attachment, from Stephen Parsons, regarding Item 1.A (Beechnut) for tonight's (12/4/24) Planning Commission Meeting. Printed copies will be provided for you at the meeting.

Thank you,

**Gina Peace | City of Tracy**

Executive Assistant | Community & Economic Development

333 Civic Center Plaza | Tracy, CA 95376

Office (209) 831.6422 | [gina.peace@cityoftracy.org](mailto:gina.peace@cityoftracy.org)



Subscribe



Follow Us



Go Tracy!



*Please note: City Hall is closed every other Friday.*

 Please consider the environment before printing this e-mail

---

**From:** Stephen Parsons [REDACTED]  
**Sent:** Wednesday, December 4, 2024 9:46 AM  
**To:** Public Comment <[publiccomment@cityoftracy.org](mailto:publiccomment@cityoftracy.org)>  
**Cc:** Craig Hoffman <[craig.hoffman@cityoftracy.org](mailto:craig.hoffman@cityoftracy.org)>  
**Subject:** Beechnut Transit Facility

Some people who received this message don't often get email from [REDACTED]. [Learn why this is important](#)

**Caution:** This is an external email. Please take care when clicking links or opening attachments.

Good Morning: **We (Steve & Wendy Parsons) strongly oppose the development of the "Beechnut Transit Facility".**

Please see the attached.

**Stephen Parsons**  
Finance Director  
Children's Home of Stockton



## Steve and Wendy Parsons



**We STRONGLY oppose the development of the "Beechnut Transit Facility" for the following reasons:**

### This is a Residential Area, not a Light Industrial Area!

Several houses are 50 feet from the area under consideration for rezoning  
My house [REDACTED] is about 300 feet away  
We have lived here for almost 35 years and many of our neighbors for 40 years  
**I don't know a single neighbor who is in favor of this project**

### Decrease in Property Value

How much is the City going to compensate us if this project is completed?  
Right now, this is a very desirable neighborhood, with a very low turnover rate.  
I cannot predict the future with 100% accuracy, but this project will have a serious negative effect on the desirability of this neighborhood.  
This project would be a visual eye-sore.

### Noise

Beep, Beep, Beep when heavy equipment back-up  
Air Brake Noises  
Heavy Equipment Noises in general

### Lights

Many additional lights will take away the quaint feeling of the neighborhood

### Possible Hazards

Disturbing the earth on these 9.88 acres that have not been disturbed for 100 years  
**Toxins will fill the air and settle in the neighborhood**  
Dust  
Killing the animals and birds that call this land their homes  
Possible Explosions  
Hydrogen is Highly Flammable  
Hydrogen is Lighter than air...a leak could rapidly disperse posing a fire hazard  
A larger buffer zone is needed! Maybe 100 yards from the closest residence.  
Accidents do happen

### Unsafe Intersection

Tracy Blvd., 6th Street, Beechnut, Railroad Tracks  
Tracy Blvd has an unsafe turn at this intersection, multiple accidents have occurred here  
Additional traffic of heavy equipment will compound this problem

### Is This The Best Location in Tracy for this Project?

**We doubt it and City must explore alternative locations**

**From:** [Gina Peace](#)  
**Cc:** [Dan Doport](#) [REDACTED] [Forrest Ebbs](#); [Scott Claar](#); [Craig Hoffman](#); [Miranda Aguilar](#); [Lorena Rivera](#)  
**Subject:** FW: Planning commission meeting @7:00pm Dec 4 2024  
**Date:** Wednesday, December 4, 2024 1:21:42 PM  
**Attachments:** [image001.png](#)  
[image002.png](#)  
[image003.png](#)  
[image004.png](#)

---

Good afternoon Commissioners,

Please see the e-mail below, from Eric and Anna Silva, regarding Item 1.A (Beechnut) for tonight's (12/4/24) Planning Commission Meeting. Printed copies will be provided for you at the meeting.

Thank you,

**Gina Peace** | **City of Tracy**

Executive Assistant | Community & Economic Development

333 Civic Center Plaza | Tracy, CA 95376

Office (209) 831.6422 | [gina.peace@cityoftracy.org](mailto:gina.peace@cityoftracy.org)



*Please note: City Hall is closed every other Friday.*



---

**From:** Anna S [REDACTED]  
**Sent:** Wednesday, December 4, 2024 8:44 AM  
**To:** Public Comment <[publiccomment@cityoftracy.org](mailto:publiccomment@cityoftracy.org)>  
**Subject:** Planning commission meeting @7:00pm Dec 4 2024

Some people who received this message don't often get email from [REDACTED] [Learn why this is important](#)

**Caution:** This is an external email. Please take care when clicking links or opening attachments.

TO Whom it may concern,

We do not think the city should not rezone any residential to light industrial as this would decrease property value increase traffic, noise pollution, damaged road,  
Feel the peace will be disturbed.  
Explosion of hydrogen fuel station

**From:** [Adrianne Richardson](#)  
**To:** [Miranda Aguilar](#)  
**Cc:** [Craig Hoffman](#)  
**Subject:** FW: GPA24-006 and R24-004-Beechnut Transit Facility-General Plan Amendment and Rezone  
**Date:** Wednesday, December 4, 2024 5:37:18 PM

---

FYI

---

**From:** DAVE GUEVARA [REDACTED]  
**Sent:** Wednesday, December 4, 2024 5:21 PM  
**To:** Public Comment <publiccomment@cityoftracy.org>  
**Subject:** GPA24-006 and R24-004-Beechnut Transit Facility-General Plan Amendment and Rezone

Some people who received this message don't often get email from [REDACTED] [Learn why this is important](#)

**Caution:** This is an external email. Please take care when clicking links or opening attachments.

My main concern is with the traffic impact in the area. How will the additional traffic mesh with the current traffic at various times of the day? Also where will the entrance and exit points be located and their effects to the surrounding areas?

Can put everyone in danger.

Sincerely,

Eric and Anna Silva

[REDACTED]

**From:** [Miranda Aguilar](#)  
**To:** [REDACTED]  
**Cc:** [Genevieve Federighi](#)  
**Bcc:** [Lorena Rivera](#)  
**Subject:** RE: GSEJA Public Comment Tracy Planning Commission Meeting 12-4-24 Costco Depot Annex Project RDEIR Public Hearing.  
**Date:** Tuesday, December 3, 2024 1:28:00 PM

---

Hello,

Thank you for your email. Your comment has been received and will be forwarded to the Planning Commission and Planning staff.

Thank you,

Miranda Aguilar | City of Tracy  
Planning Technician  
Community & Economic Development – Planning Division  
333 Civic Center Plaza | Tracy, CA 95376  
Office: (209) 831.6421 | [Miranda.Aguilar@cityoftracy.org](mailto:Miranda.Aguilar@cityoftracy.org)



---

**From:** Pete Sheehan [REDACTED]  
**Sent:** Monday, December 2, 2024 10:04 AM  
**To:** Genevieve Federighi <[Genevieve.Federighi@cityoftracy.org](mailto:Genevieve.Federighi@cityoftracy.org)>; Web - City Clerk <[CityClerk@cityoftracy.org](mailto:CityClerk@cityoftracy.org)>  
**Subject:** Fw: GSEJA Public Comment Tracy Planning Commission Meeting 12-4-24 Costco Depot Annex Project RDEIR Public Hearing.

**Caution:** This is an external email. Please take care when clicking links or opening attachments.

**Subject:** GSEJA Public Comment Tracy Planning Commission Meeting 12-4-24  
Tracy Costco Annex RDEIR Public Hearing

To Whom It May Concern,

Attached and below are public comments on behalf of Golden State Environmental

Justice Alliance. These comments are submitted to the Planning Commission to be included in the record for the Planning Commission consideration regarding GSEJA Public Comment Tracy Planning Commission Meeting 12-4-24 Costco Depot Annex Project RDEIR Public Hearing.

For clarification purposes, only the highlighted yellow portion of the body of this email is the public comment to be added into the record along with the two attachments.

Please confirm receipt of this email.

#### Public Comment

Good morning, my name is Pete Sheehan and I'm with the Golden State Environmental Justice Alliance. We submitted a comment letter to the Revised Draft Environmental Impact Report. Our letter identified several deficiencies with the RDEIR.

During these turbulent times, we as citizens expect and deserve our local government's elected and appointed officials to protect us from environmental and social injustice, to aid in the preservation and rehabilitation of the environment in which we all share, and to ensure accountability and responsibility regarding the environmental decisions they may make.

We stand by our comment letter and believe the RDEIR is flawed and must be redrafted and recirculated for public review. In closing we call on this Commission to be a leader on the aforementioned issues and be the first line of defense for our citizenry and environment. Only by working together can we continue to be excellent stewards of our environment, outstanding stewards to our citizens and each other. Thank You.

Please confirm receipt of this email.

Thank You,



Pete Sheehan

**BLUM, COLLINS & HO LLP**

ATTORNEYS AT LAW  
AON CENTER  
707 WILSHIRE BOULEVARD  
SUITE 4880  
LOS ANGELES, CALIFORNIA 90017  
(213) 572-0400

February 5, 2024

Genevieve Federighi  
Associate Planner  
City of Tracy Development Services  
333 Civic Center Plaza  
Tracy, CA 95376

VIA EMAIL TO:  
Genevieve.Federighi@cityoftracy.org

*Subject: Comments on Costco Depot Annex Revised EIR (SCH NO. 2020080531)*

Dear Ms. Federighi,

Thank you for the opportunity to comment on the Environmental Impact Report (EIR) for the proposed Costco Depot Annex Project. Please accept and consider these comments on behalf of Golden State Environmental Justice Alliance. Also, Golden State Environmental Justice Alliance formally requests to be added to the public interest list regarding any subsequent environmental documents, public notices, public hearings, and notices of determination for this project. Send all communications to Golden State Environmental Justice Alliance P.O. Box 79222 Corona, CA 92877.

**1.0 Summary**

The project proposes the construction and operation of two warehouse buildings that would serve as an annex to the existing Costco Depot located approximately 1.5-miles to the west of the Project and as a Direct Delivery Center. The two buildings (approximately 543,526 sf for Building 1 and 1,193,198 sf for Building 2) total approximately 1,736,724 sf on the Project site. The smaller Building 1 is anticipated to serve as the annex by providing additional storage for high-turnover merchandise processed through the nearby Costco Depot, a pallet repair facility, and a return to vendor facility for large items returned to a Costco warehouse. The larger Building 2 is anticipated to serve as a Direct Delivery Center (DDC), an ecommerce distribution center primarily for large and bulky items ordered online by Costco members for direct delivery through Market Delivery Operations (MDO) located in various smaller cities in the Northern California region. DDC warehouses distribute ordered goods to the MDOs for delivery (by appointment) to the members.

The Project site is designated as Agriculture by San Joaquin County's General Plan Land Use Map and is zoned as AG-40 Agriculture by the County. The site currently has a City General Plan land

Genevieve Federighi  
February 5, 2024  
Page 2

use designation of Industrial (I). The San Joaquin County Local Agency Formation Commission (LAFCO) will require the Project site to be pre-zoned by the City of Tracy in conjunction with the proposed annexation. The City's pre-zoning will include the Light Industrial (M-1) zoning designation for Project site. Additionally, the proposed Project would result in the annexation of the Annexation Area into the City of Tracy.

## **2.0 Project Description**

The Recirculated EIR does not include a floor plan, grading plan, elevations, or detailed site plan for the proposed project. The basic components of a Planning Application include a detailed site plan, floor plan, grading plan, elevations, and written narrative. The site plan provided in Figure 2.0-4 has been edited to remove pertinent information from public review during the CEQA process. Figure 2.0-4 does not provide any detailed information such as the earthwork quantity notes, site coverage, floor area ratio, etc. All of these items are standard information that are depicted on a site plan created by an Architect or designer. The edited version of the site plan inserted for public review is meaningless and provides no useful information.

The Recirculated EIR has excluded this information and all required application items from public review, which does not comply with CEQA's requirements for adequate informational documents and meaningful disclosure (CEQA § 15121 and 21003(b)). Incorporation by reference (CEQA § 15150 (f)) is not appropriate as these documents contribute directly to analysis of the problem at hand. Providing a grading plan is vital as the Recirculated EIR does not provide any meaningful evidence to support the claim that, "The project is designed to have balanced earthwork with no offhaul of excess or import of additional soil needed. The anticipated earthwork quantity will be approximately 424,280 cubic yards of both cut and fill for the construction of both phases, Buildings 1 and 2, and all of that soil will be maintained/utilized on the project site." There is no method for the public to verify this information. The Recirculated EIR must be revised to include a wholly accurate and unedited full set of plans, including a complete grading plan to determine the amount of soils/materials to be imported/exported from the site. These grading truck hauling trips must be included for analysis in all portions of environmental analysis, including Air Quality, Energy, Greenhouse Gas Emissions, Noise, and Transportation.

## **3.3 Air Quality**

Please refer to attachments from SWAPE for a complete technical commentary and analysis.

The Recirculated EIR does not include for analysis relevant environmental justice issues in reviewing potential impacts, including cumulative impacts from the proposed project. This is especially significant as the surrounding community is highly burdened by pollution. According

Genevieve Federighi  
February 5, 2024  
Page 3

to CalEnviroScreen 4.0, CalEPA's screening tool that ranks each census tract in the state for pollution and socioeconomic vulnerability, the proposed project's census tract (6077005207) ranks worse than 53% of the rest of the state overall in pollution burden. The surrounding community, including Kimball High School and residences to the east, and adjacent SB 535 Census Tract 6077005206 (north), bears the impact of multiple sources of pollution and is more polluted than average on every pollution indicator measured by CalEnviroScreen. For example, the project census tract ranks in the 91st percentile for groundwater threats. People who live near contaminated groundwater may be exposed to chemicals moving from the soil into the air inside their homes<sup>1</sup>. The census tract ranks in the 88th percentile for hazardous waste impacts. Contamination of air, water and soil near hazardous waste generators and facilities can harm the environment as well as people<sup>2</sup>. The census tract also ranks in the 53rd percentile for contaminated drinking water impacts. Poor communities and people in rural areas are exposed to contaminants in their drinking water more often than people in other parts of the state<sup>3</sup>.

The project census tract also ranks in the 61st percentile for ozone burden and the 70th percentile for traffic related impacts, which are attributed to heavy vehicular activity in the area. Ozone can cause lung irritation, inflammation, and worsening of existing chronic health conditions, even at low levels of exposure<sup>4</sup>. Exhaust fumes contain toxic chemicals that can damage DNA, cause cancer, make breathing difficult, and cause low weight and premature births<sup>5</sup>.

Further, the census tract is a diverse community including 33% Asian-American, 4% African-American, and 27% Hispanic residents, which are especially vulnerable to the impacts of pollution. The community has a high rate of low educational attainment, meaning 60% of the census tract over age 25 has not attained a high school diploma, which is an indication that they may lack health insurance or access to medical care. Medical care is vital for this census tract as it ranks in the 59th percentile for incidence of cardiovascular disease and 58th percentile for incidence of low birth weights. The Recirculated EIR does not address that the cumulative impacts of development and environmental impacts in the project area are disproportionately impacting the surrounding communities. The negative environmental, health, and quality of life impacts resulting from a saturation of the industrial, warehousing, and logistics industry in the City have become distinctly inequitable. The severity of significant and unavoidable impacts particularly on the project census tract must be included for analysis as part of a revised EIR. ts.

---

<sup>1</sup> OEHHA Groundwater Threats <https://oehha.ca.gov/calenviroscreen/indicator/groundwater-threats>

<sup>2</sup> OEHHA Hazardous Waste Generators and Facilities <https://oehha.ca.gov/calenviroscreen/indicator/hazardous-waste-generators-and-facilities>

<sup>3</sup> OEHHA Contaminated Drinking Water <https://oehha.ca.gov/calenviroscreen/drinking-water>

<sup>4</sup> OEHHA Air Quality: Ozone <https://oehha.ca.gov/calenviroscreen/indicator/air-quality-ozone>

<sup>5</sup> OEHHA Traffic Impacts <https://oehha.ca.gov/calenviroscreen/indicator/traffic-density>

### **3.7 Greenhouse Gases, Climate Change and Energy**

The State of California lists three approved compliance modeling softwares<sup>6</sup> for non-residential buildings: CBECC-Com, EnergyPro, and IES VE. CalEEMod is not listed as an approved software. The CalEEMod-based modeling used in the Energy Calculations (Appendix B.2 within Appendix B) does not comply with the 2022 Building Energy Efficiency Standards and under-reports the project's significant Energy impacts and fuel consumption to the public and decision makers. Since the Recirculated EIR did not accurately or adequately model the energy impacts in compliance with Title 24, a finding of significance must be made. A revised EIR with modeling using one of the approved software types must be prepared and circulated for public review in order to adequately analyze the project's significant environmental impacts. This is vital as the Recirculated EIR utilizes CalEEMod as a source in its methodology and analysis, which is clearly not an approved software.

It must also be noted that the City and/or SJCOG are not listed as a jurisdictions with local energy standards approved by the CA Energy Commission for either the 2019<sup>7</sup> or 2022<sup>8</sup> Energy Code. According to the CA Energy Commission, Local jurisdictions are required to apply to the Energy Commission for approval, documenting the supporting analysis for how the local government has determined that their proposed Standards will save more energy than the current statewide Standards and the basis of the local government's determination that the local standards are cost-effective.” Therefore, compliance with the City's General Plan, Sustainability Action Plan, and/or SJCOG's 2018 RTP/SCS does not comply with CA Energy Commission standards or AB 32/SB 32. The Recirculated EIR is misleading to the public and decision makers by stating compliance with these standards when the local jurisdiction standards have not been approved by the CA Energy Commission. A revised EIR must be prepared with adequate analysis of project impacts utilizing an approved modeling software in order to be a reliable informational document in compliance with CEQA.

The Recirculated EIR analyzes the potentially significant impacts from Greenhouse Gas Emissions in a qualitative manner pursuant to CEQA Guidelines Section 15064.4. However, the consistency analysis provided is erroneous and does not demonstrate a good-faith effort, based to the extent

---

<sup>6</sup> California Energy Commission 2022 Energy Code Compliance Software  
<https://www.energy.ca.gov/programs-and-topics/programs/building-energy-efficiency-standards/2022-building-energy-efficiency-1>

<sup>7</sup> Local Ordinances Exceeding the 2019 CA Energy Code <https://www.energy.ca.gov/programs-and-topics/programs/building-energy-efficiency-standards/2019-building-energy-efficiency-3>

<sup>8</sup> Local Ordinances Exceeding the 2022 CA Energy Code <https://www.energy.ca.gov/programs-and-topics/programs/building-energy-efficiency-standards/2022-building-energy-efficiency-0>

Genevieve Federighi  
February 5, 2024  
Page 5

possible on scientific and factual data, to describe, calculate or estimate the amount of greenhouse gas emissions resulting from the project and its significance. Table 3.7-5: Consistency With SJCOG's 2022 RTP/SCS<sup>9</sup> only provides analysis with the eight policies within the document and none of the associated implementation strategies. Further, the analysis provided in Table 3.7-5 does not accurately describe the proposed project and its significant impacts, which is erroneous misleading to the public and decision makers. For example, the Recirculated EIR concludes the project does not conflict with Policy 8: Improve the Quality of Life for Residents because the project "would provide additional shopping options for local and regional residents, thereby improving the quality of life for residents." The project is not a retail shopping center or open to the public, so it is unclear how this statement supports the consistency between the proposed project and Policy 8.

Additionally, the Recirculated EIR concludes the project does not conflict with Policy 1: Enhance the Environment for Existing and Future Generations and Conserve Energy because the project, "would utilize electricity provided by Pacific Gas & Electric (PG&E) which is required to meet the future year renewable portfolio performance standards. In addition, future development associated with Project implementation would be required to meet the applicable requirements of the 2022 (or more current) Title 24 Building Energy Efficiency Standards." However, as stated above, the Recirculated EIR has not demonstrated that the proposed project meets Title 24 Building Energy Efficiency Standards. The consistency analysis is misleading and does not meaningfully support the conclusion that the proposed project is consistent with the policy.

Further, the Recirculated EIR has excluded analysis of the proposed project with the Strategies within SJCOG's 2022 RTP/SCS, including Strategy 3 to improve air quality by reducing transportation-related emissions, Strategy 4 to improve regional transportation system efficiency, and Strategy 8 to improve major transportation corridors to minimize impacts on rural roads. Due to errors in modeling and modeling without supporting evidence, as noted throughout this comment letter and attachments, and the project's significant and unavoidable Air Quality, GHG, and Transportation (VMT) impacts, the proposed project is directly inconsistent with the Strategies listed above.

Notably, the project will have significant and unavoidable cumulatively considerable environmental impacts to Aesthetics (DEIR), Agricultural Resources (DEIR), Air Quality, Noise (DEIR), and Transportation (VMT) (DEIR), which will degrade the environment and worsen quality of life for residents in Tracy and the region. The project's 25,134 MTCO<sub>2</sub>e annual emissions during project operations is underestimated in the Recirculated EIR due to inaccurate

---

<sup>9</sup> SJCOG 2022 RTP/SCS <https://www.sjcog.org/608/Adopted-2022-RTPSCS-Plan>

Genevieve Federighi  
February 5, 2024  
Page 6

modeling, does not further the State's goals of reducing GHG emissions 40 percent below 1990 levels by 2030, and 80 percent below 1990 levels by 2050, and obstructs the State from attaining these goals. This is also not consistent with the following Policies and Strategies of the 2022 RTP/SCS:

1. Policy 1: Enhance the Environment for Existing and Future Generations and Conserve Energy
2. Strategy 1: Encourage efficient development patterns that maintain agricultural viability and natural resources
3. Strategy 3: Enhance the connection between land use and transportation choices through projects supporting energy and water efficiency.
4. Strategy 4: Improve air quality by reducing transportation-related emissions
5. Policy 2: Maximize Mobility and Accessibility
6. Strategy 9: Promote safe and efficient strategies to improve the movement of goods.
7. Policy 3: Increase Safety and Security
8. Strategy 9: Facilitate projects that reduce the number of and severity of traffic incidents
9. Policy 4: Preserve the Efficiency of the Existing Transportation System
10. Strategy 13: Support the continued maintenance and preservation of the existing transportation system
11. Policy 8: Improve the Quality of Life for Residents
12. Strategy 30: Enhance public health through active transportation projects

#### **4.0 Other CEQA Considerations**

##### ***4.4 Growth-Inducing Impacts***

The analysis of growth-inducement through the removal of development obstacles must be revised to discuss the project's required annexation of the Annexation Area into the City of Tracy. There is no analysis of the proposed project with the City's 2019 Municipal Services Review<sup>10</sup> (MSR). The MSR reviews the City's ability to provide services to residents and businesses within its existing boundaries as well as the future residents and businesses within 10-Year and 30-Year Horizons by providing land use analysis, buildout projections, and growth forecasts. Table 2-7: Development Anticipated Within Years 1-10 and Within Years 11-30 of the City's 2019 Municipal Services Review<sup>11</sup> (MSR) states that Planning Subarea 1 (which encompasses the proposed project

---

<sup>10</sup> City of Tracy 2019 Municipal Services Review [https://www.sjgov.org/docs/default-source/local-agency-formation-commission-documents/municipal-services-and-spheres-of-influence/cities/tracy---july-2019.pdf?sfvrsn=aa988a63\\_2](https://www.sjgov.org/docs/default-source/local-agency-formation-commission-documents/municipal-services-and-spheres-of-influence/cities/tracy---july-2019.pdf?sfvrsn=aa988a63_2)

<sup>11</sup> City of Tracy 2019 Municipal Services Review [https://www.sjgov.org/docs/default-source/local-agency-formation-commission-documents/municipal-services-and-spheres-of-influence/cities/tracy---july-2019.pdf?sfvrsn=aa988a63\\_2](https://www.sjgov.org/docs/default-source/local-agency-formation-commission-documents/municipal-services-and-spheres-of-influence/cities/tracy---july-2019.pdf?sfvrsn=aa988a63_2)

Genevieve Federighi  
February 5, 2024  
Page 7

site) will generate 480 jobs during years 1-10 and 184 jobs during years 11-30. The 10-Year Horizon of the MSR spans from 2019 to 2029 and the 30-Year Horizon addresses 2029 to 2049. The Project Description states that all phases of the project will be constructed within two years of permit issuance. The Project Goals include "Create approximately 150 to 250 full time jobs," which is 52% of the employment growth anticipated and planned during the 10-Year Horizon. Further, the project will generate 1,745 employees utilizing the General Plan EIR's calculation of 1 employee per 1,000 square feet of industrial space. This is more than 2.5 times the 30-Year Horizon of 664 jobs. This information is not discussed or presented for analysis in the Recirculated EIR and must be included as part of a revised and recirculated EIR for public review. A finding of significance must be made as the employment growth generated by the proposed project exceeds the growth capacity of the 2019 Municipal Services Review.

The Recirculated EIR has not provided any quantified analysis of the proposed project's employment and population growth in relation to City General Plan buildout, the City's 2019 MSR, or any other growth forecasts. Further, the October 2022 industrial development pipeline's<sup>12</sup> 10,886 employees represents a significant amount of employment growth. The proposed project in combination with the current industrial development pipeline (the October 2022 report may not include all applicable projects, such as those with finished construction) vastly exceeds projected employment growth from the General Plan and 2019 MSR and is a significant portion of its population growth. This number increases exponentially when the City's other industrial and commercial development activity is added to the calculation. A revised EIR must be prepared to include an accurate cumulative analysis on this topic and include a finding of significance. The Recirculated EIR must also be revised to provide a cumulative analysis of projects approved since General Plan adoption and projects "in the pipeline" to provide an adequate and accurate analysis to determine if the project will exceed the buildout scenario/employment projections of the City's General Plan, 2019 MSR, and SJCOG.

## **Conclusion**

For the foregoing reasons, GSEJA believes the Recirculated EIR is flawed and a revised EIR must be prepared for the proposed project and circulated for public review. Golden State Environmental Justice Alliance requests to be added to the public interest list regarding any subsequent environmental documents, public notices, public hearings, and notices of determination for this

---

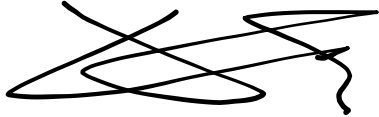
<sup>12</sup> Tracy October 2022 Industrial Development Report  
<https://www.cityoftracy.org/home/showpublisheddocument/14087/638016799846970000>



Genevieve Federighi  
February 5, 2024  
Page 8

project. Send all communications to Golden State Environmental Justice Alliance P.O. Box 79222  
Corona, CA 92877.

Sincerely,

A handwritten signature in black ink, appearing to be 'Gary Ho', with a stylized, overlapping loop structure.

Gary Ho  
Blum, Collins & Ho LLP

Attachments:

1. SWAPE Technical Analysis



Technical Consultation, Data Analysis and  
Litigation Support for the Environment

2656 29<sup>th</sup> Street, Suite 201  
Santa Monica, CA 90405

Matt Hagemann, P.G., C.Hg.  
(949) 887-9013  
[mhagemann@swape.com](mailto:mhagemann@swape.com)

Paul E. Rosenfeld, PhD  
(310) 795-2335  
[prosenfeld@swape.com](mailto:prosenfeld@swape.com)

February 5, 2022

Gary Ho  
Blum Collins LLP  
707 Wilshire Blvd, Ste. 4880  
Los Angeles, CA 90017

**Subject: Comments on the Tracy Costco Depot Annex Project (SCH No. 2020080531)**

---

Dear Mr. Ho,

We have reviewed the December 2023 Recirculated Draft Environmental Impact Report ("RDEIR") for the Tracy Costco Depot Annex Project ("Project") located in the City of Tracy ("City"). The Project proposes to construct 1,736,724-square-feet ("SF") of warehouse space, 576 parking spaces, and 600 truck and trailer stalls on the 104.46-acre site.

Our review concludes that the RDEIR fails to adequately evaluate the Project's air quality, health risk, and greenhouse gas impacts. As a result, emissions and health risk impacts associated with construction and operation of the proposed Project may be underestimated and inadequately addressed. A revised EIR should be prepared to adequately assess and mitigate the potential air quality, health risk, and greenhouse gas impacts that the project may have on the environment.

## Air Quality

### Failure to Provide Complete CalEEMod Output Files

Land use development projects under the California Environmental Quality Act ("CEQA") typically evaluate air quality impacts and calculate potential criteria air pollutant emissions using the California Emissions Estimator Model ("CalEEMod").<sup>1</sup> CalEEMod provides recommended default values based on site-specific information, such as land use type, meteorological data, total lot acreage, project type and typical equipment associated with project type. If more specific project information is known, the user can change the default values and input project-specific values, but CEQA requires that such changes be

---

<sup>1</sup> "CalEEMod User's Guide." California Air Pollution Control Officers Association (CAPCOA), May 2021, *available at*: <https://www.aqmd.gov/cal-eemod/user's-guide>.

justified by substantial evidence. Once all of the values are inputted into the model, the Project's construction and operational emissions are calculated, and "output files" are generated. These output files disclose to the reader what parameters are used in calculating the Project's air pollutant emissions and demonstrate which default values are changed. Justifications are provided for the selected values.

According to the RDEIR, CalEEMod Version 2022.1 is relied upon to estimate Project emissions (p. 3.3-26). However, this poses a problem as the version of CalEEMod 2022.1 currently available is described as a "soft release" which fails to provide complete output files.<sup>2</sup> Specifically, the "User Changes to Default Data" table no longer provides the quantitative counterparts to the changes to the default values (see excerpt below) (Appendix A.1, pp. 264-265):

Screen	Justification
Land Use	Land uses consistent with site plan. 103.0 acres total of Development Area.
Construction: Construction Phases	No demolition. Construction phases and phase lengths as provided by Project applicant. 6 days per week of construction activity, as provided by Project applicant. Note that two additional paving phases are included in separate CalEEMod model runs, since CalEEMod only allows one paving phase per model run.
Operations: Fleet Mix	Revised fleet mix to reflect fleet mix provided in Traffic Study (Kimley Horn, 2022). Also trip rates and VMT revised to reflect what is provided in Traffic Study (Kimley Horn, 2022). 29 mile trip length was assumed for HHD vehicles; 17.7478024 trip length (conservative assumption based on largest default CalEEMod assumed trip length value) was assumed for all other vehicles, for a weighted average trip length of 21.37224776 miles. Fleet mix is adjusted to reflect heavy-duty truck mix of 32.211% (as provided by Kimley Horn).
Operations: Consumer Products	Revised General Category consumer products emissions factor to reflect CARB adjustments applied to their Consumer and Commercial Product Survey Emission data, made after the 2008 consumer products emissions factor. Adjustment made to reflect average adjustment factor. See for further detail: <a href="https://ww2.arb.ca.gov/our-work/programs/consumer-products-program/consumer-products-emissions-10.0000107">https://ww2.arb.ca.gov/our-work/programs/consumer-products-program/consumer-products-emissions-10.0000107</a>
Operations: Vehicle Data	Trip rates revised to reflect that the heavy-duty truck trips would average approximately 29 miles per trip. The trip distances for passenger vehicles provided by the defaults in the CalEEMod model were averaged (weighted) with the heavy-duty truck trip distance of 29 miles. This equals a weighted average travel distance of 21.37224776 miles. Trip rate is 2.17731397125136 and 2.17769382473601 per 1000 sf per day, for each of the two buildings (smaller building and larger building), respectively, consistent with what was provided by Kimley Horn.
Construction: Dust From Material Movement	Per Project Applicant, during Grading phase, up to approx. 70,000 cubic yards of soil could be imported. Acres graded represents the default CalEEMod value (note that, according to CalEEMod, "Multiple passes with grading equipment may be required to properly grade a piece of land").
Construction: Off-Road Equipment	Off-road equipment detail as provided by Project applicant.
Construction: Trips and VMT	Hauling trips as provided by Project applicant (note: adjusted upwards to reflect 6 days per week of construction activity).

However, previous CalEEMod Versions, such as 2020.4.0, include the specific numeric changes to the model's default values (see example excerpt below):

<sup>2</sup> "CalEEMod California Emissions Estimator Model Soft Release." California Air Pollution Control Officers Association (CAPCOA), 2022, available at: <https://caleemod.com/>.

Table Name	Column Name	Default Value	New Value
tblConstructionPhase	NumDays	230.00	167.00
tblConstructionPhase	PhaseEndDate	11/22/2023	8/25/2023
tblConstructionPhase	PhaseEndDate	9/27/2023	6/30/2023
tblConstructionPhase	PhaseEndDate	10/25/2023	7/28/2023
tblConstructionPhase	PhaseStartDate	10/26/2023	7/29/2023
tblConstructionPhase	PhaseStartDate	9/28/2023	7/1/2023
tblLandUse	LandUseSquareFeet	160,000.00	160,371.00
tblLandUse	LandUseSquareFeet	119,000.00	41,155.00
tblLandUse	LotAcreage	3.67	3.68
tblLandUse	LotAcreage	2.73	2.74

The output files associated with CalEEMod Version 2022.1 fail to present the exact parameters used to calculate Project emissions. To remedy this issue, the RDEIR should have provided access to the model's ".JSON" output files, which allow third parties to review the model's revised input parameters.<sup>3</sup> Without access to the complete output files, including the specific numeric changes to the default values, we cannot verify that the RDEIR's air modeling and subsequent analysis is an accurate reflection of the proposed Project. As a result, an EIR should be prepared to include an updated air quality analysis that correctly provides the complete output files for CalEEMod Version 2022.1, or includes an updated air model using an older release of CalEEMod.<sup>4</sup>

### Unsubstantiated Input Parameters Used to Estimate Project Emissions

As previously discussed, the RDEIR relies on CalEEMod Version 2022.1 to estimate the Project's air quality emissions and fails to provide the complete output files required to adequately evaluate model's analysis (p. 3.3-26). Regardless, when reviewing the Project's CalEEMod output files, provided in the Air Quality, Greenhouse Gas, and Energy Appendices ("AQ & GHG Analysis") as Appendix A to the RDEIR, we were able to identify a model input that is inconsistent with information disclosed in the RDEIR. Consequently, the Project's construction and operational emissions may be underestimated. A revised EIR should be prepared to include an updated air quality analysis that adequately evaluates the impacts that construction and operation of the Project will have on local and regional air quality.

### Incorrect Application of Tier 4 Final Mitigation

Review of the CalEEMod output files demonstrates that the "Poplar South Distribution Center Project - Vehicles and Light Duty Truck Trips" model includes changes to the default off-road equipment parameters (see excerpt below) (Appendix A.1, pp. 265).

<sup>3</sup> "Video Tutorials for CalEEMod Version 2022.1." California Air Pollution Control Officers Association (CAPCOA), May 2022, available at: <https://www.caleemod.com/tutorials>.

<sup>4</sup> "CalEEMod Version 2020.4.0." California Air Pollution Control Officers Association (CAPCOA), May 2021, available at: <http://www.aqmd.gov/caleemod/download-model>.

Screen	Justification
Land Use	Land uses consistent with site plan. 103.0 acres total of Development Area.
Construction: Construction Phases	No demolition. Construction phases and phase lengths as provided by Project applicant. 6 days per week of construction activity, as provided by Project applicant. Note that two additional paving phases are included in separate CalEEMod model runs, since CalEEMod only allows one paving phase per model run.
Operations: Fleet Mix	Revised fleet mix to reflect fleet mix provided in Traffic Study (Kimley Horn, 2022). Also trip rates and VMT revised to reflect what is provided in Traffic Study (Kimley Horn, 2022). 29 mile trip length was assumed for HHD vehicles; 17.7478024 trip length (conservative assumption based on largest default CalEEMod assumed trip length value) was assumed for all other vehicles, for a weighted average trip length of 21.37224776 miles. Fleet mix is adjusted to reflect heavy-duty truck mix of 32.211% (as provided by Kimley Horn).
Operations: Consumer Products	Revised General Category consumer products emissions factor to reflect CARB adjustments applied to their Consumer and Commercial Product Survey Emission data, made after the 2008 consumer products emissions factor. Adjustment made to reflect average adjustment factor. See for further detail: <a href="https://ww2.arb.ca.gov/our-work/programs/consumer-products-program/consumer-products-emissions-10.0000107">https://ww2.arb.ca.gov/our-work/programs/consumer-products-program/consumer-products-emissions-10.0000107</a>
Operations: Vehicle Data	Trip rates revised to reflect that the heavy-duty truck trips would average approximately 29 miles per trip. The trip distances for passenger vehicles provided by the defaults in the CalEEMod model were averaged (weighted) with the heavy-duty truck trip distance of 29 miles. This equals a weighted average travel distance of 21.37224776 miles. Trip rate is 2.17731397125136 and 2.17769382473601 per 1000 sf per day, for each of the two buildings (smaller building and larger building), respectively, consistent with what was provided by Kimley Horn.
Construction: Dust From Material Movement	Per Project Applicant, during Grading phase, up to approx. 70,000 cubic yards of soil could be imported. Acres graded represents the default CalEEMod value (note that, according to CalEEMod, "Multiple passes with grading equipment may be required to properly grade a piece of land").
Construction: Off-Road Equipment	Off-road equipment detail as provided by Project applicant.
Construction: Trips and VMT	Hauling trips as provided by Project applicant (note: adjusted upwards to reflect 6 days per week of construction activity).

As a result, the model assumes that the Project's off-road construction equipment fleet would meet Tier 4 final emissions standards (see excerpt below) (Appendix A.1, pp. 244-248).

Phase Name	Equipment Type	Fuel Type	Engine Tier	Number per Day	Hours Per Day	Horsepower	Load Factor
Site Preparation	Rubber Tired Dozers	Diesel	Tier 4 Final	3.00	8.00	367	0.40
Site Preparation	Tractors/Loaders/Backhoes	Diesel	Tier 4 Final	2.00	8.00	84.0	0.37
Site Preparation	Off-Highway Trucks	Diesel	Tier 4 Final	2.00	8.00	376	0.38
Phase 1 - Site Finishing	Tractors/Loaders/Backhoes	Diesel	Tier 4 Final	1.00	8.00	84.0	0.37
Phase 1 - Site Finishing	Skid Steer Loaders	Diesel	Tier 4 Final	1.00	8.00	71.0	0.37
Phase 1 - Site Finishing	Trenchers	Diesel	Average	1.00	8.00	40.0	0.50
Phase 2 - Site Finishing	Tractors/Loaders/Backhoes	Diesel	Tier 4 Final	1.00	8.00	84.0	0.37
Phase 2 - Site Finishing	Skid Steer Loaders	Diesel	Tier 4 Final	1.00	8.00	71.0	0.37
Phase 2 - Site Finishing	Trenchers	Diesel	Average	1.00	8.00	40.0	0.50
Grading	Graders	Diesel	Tier 4 Final	1.00	8.00	148	0.41
Grading	Excavators	Diesel	Average	2.00	8.00	36.0	0.38
Grading	Tractors/Loaders/Backhoes	Diesel	Tier 4 Final	1.00	8.00	84.0	0.37
Grading	Scrapers	Diesel	Tier 4 Final	6.00	8.00	423	0.48
Grading	Rubber Tired Dozers	Diesel	Tier 4 Final	1.00	8.00	367	0.40
Grading	Off-Highway Trucks	Diesel	Tier 4 Final	3.00	8.00	376	0.38
Grading	Other Construction Equipment	Diesel	Tier 4 Final	2.00	8.00	82.0	0.42
Off-site Grading	Graders	Diesel	Tier 4 Final	1.00	8.00	148	0.41
Off-site Grading	Excavators	Diesel	Average	3.00	8.00	36.0	0.38
Off-site Grading	Tractors/Loaders/Backhoes	Diesel	Tier 4 Final	2.00	8.00	84.0	0.37

Note: Screenshot does not include all the applicable changes.

As previously mentioned, the CalEEMod User's Guide requires any changes to model defaults be justified.<sup>5</sup> According to the "User Entered Comments & Non-Default Data" table, the justification provided for these changes is:

"Off-road equipment detail as provided by Project applicant" (Appendix A.1, pp. 244).

Furthermore, the RDEIR states:

"The following additional non-default CalEEMod model assumptions were utilized, based on information provided by the Project applicant: [...]"

- Off-road construction equipment to utilize "Tier IV" diesel engines, for equipment with a horsepower greater than 50 horsepower..." (p. 3.3-27).

However, the assumption that the Project's off-road construction equipment fleet would meet Tier 4 emissions standards remains unsupported for two reasons. First, the RDEIR fails to explicitly require these standards through a formal mitigation measure. According to the Association of Environmental Professionals ("AEP") *CEQA Portal Topic Paper* on mitigation measures:

"While not 'mitigation', a good practice is to include those project design feature(s) that address environmental impacts in the mitigation monitoring and reporting program (MMRP). Often the MMRP is all that accompanies building and construction plans through the permit process. If the design features are not listed as important to addressing an environmental impact, it is easy for someone not involved in the original environmental process to approve a change to the project that could eliminate one or more of the design features without understanding the resulting environmental impact" (emphasis added).<sup>6</sup>

As demonstrated in the excerpt above, measures that are not formally included in the mitigation monitoring and reporting program ("MMRP") may be eliminated from the Project's design altogether. As the use of construction equipment with Tier 4 emissions standards is not formally included as a mitigation measure, we cannot guarantee that it would be implemented, monitored, and enforced on the Project site. Consequently, the model's assumption that the off-road construction equipment fleet would adhere to Tier 4 emissions standards is incorrect.

Second, the inclusion of Tier 4 *Final* emissions standards remains unsupported. As demonstrated above, the DEIR fails to specify that the more efficient Tier 4 Final emission standards would be utilized. The United States Environmental Protection Agency ("U.S. EPA") has slowly adopted more stringent standards to lower the emissions from off-road construction equipment. Since 1994, Tier 1, Tier 2, Tier 3, Tier 4 Interim, and Tier 4 Final construction equipment have been phased in over time. Tier 4 Final

---

<sup>5</sup> "CalEEMod User's Guide Version 2020.4.0." California Air Pollution Control Officers Association (CAPCOA), May 2021, available at: <https://www.agmd.gov/caleemod/user's-guide>, p. 1, 14.

<sup>6</sup> "CEQA Portal Topic Paper Mitigation Measures." AEP, February 2020, available at: <https://ceqaportal.org/tp/CEQA%20Mitigation%202020.pdf>, p. 6.

represents the cleanest burning equipment and therefore has the lowest emissions compared to other tiers, including Tier 4 Interim equipment (see excerpt below):<sup>7</sup>

Maximum horsepower	1995	1996	1997	1998	1999	2000	2001	2002	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015			
25shp<50		-			7.1 / 4.1 / 0.60					5.6 / 4.1 / 0.45			5.6 / 4.1 / 0.22					3.5 / 4.1 / 0.02						
50shp<75		-								5.6 / 3.7 / 0.30			3.5 / 3.7 / 0.22 <sup>a</sup>					3.5 / 3.7 / 0.02 <sup>a</sup>						
75shp<100		-			-/ 6.9 / - / -										3.5 / 3.7 / 0.30			0.14 / 2.5 / 3.7 / 0.015 <sup>f</sup>						
100shp<175	-									4.9 / 3.7 / 0.22			3.0 / 3.7 / 0.22											
175shp<300	-									4.9 / 2.6 / 0.15														
300shp<600	-			1.0 / 6.9 / 8.5 / 0.40						4.8 / 2.6 / 0.15			3.0 / 2.6 / 0.15 <sup>d</sup>					0.14 / 1.5 / 2.6 / 0.015 <sup>f</sup>		0.14 / 0.30 / 2.2 / 0.015				
600shps750	-																							
Mobile Machines > 750hp																				0.14 / 2.6 / 2.6 / 0.03				
750hp<GEN ≤1200hp		-			1.0 / 6.9 / 8.5 / 0.40										4.8 / 2.6 / 0.15					0.14 / 0.50 / 2.6 / 0.02				
GEN>1200 hp																				0.30 / 0.50 / 2.6 / 0.07			0.07	

Source: derived from California Air Resources Board, [http://www.arb.ca.gov/msprog/ordiesel/documents/Off-Road\\_Diesel\\_Std.xls](http://www.arb.ca.gov/msprog/ordiesel/documents/Off-Road_Diesel_Std.xls).

- a) When ARB and USEPA standards differ, the standards shown here represent the more stringent of the two.  
b) Standards given for all sizes of Tier 1 engines are hydrocarbons/oxides of nitrogen (NOx)/carbon monoxide (CO)/particulate matter (PM) in grams per brakehorsepower per hour (g/bhp-hr).  
c) Standards given for all sizes of Tier 2 and Tier 3 engines, and Tier 4 engines below 75 horsepower are non-methane hydrocarbons (NMHC)+NOx/CO/PM in g/bhp-hr.  
d) Standards given for Tier 4 engines above 75 horsepower are NMHC/NOx/CO/PM in g/bhp-hr.  
e) Engine families in this power category may alternately meet Tier 3 PM standards (0.30 g/bhp-hr) from 2008-2011 in exchange for introducing final PM standards in 2012.  
f) The implementation schedule shown is the three-year alternate NOx approach. Other schedules are available.  
g) Certain manufacturers have agreed to comply with these standards by 2005.



As demonstrated in the figure above, Tier 4 Interim equipment has higher emission levels than Tier 4 Final equipment. By modeling construction emissions assuming a full Tier 4 Final equipment fleet, the RDEIR fails to account for higher emissions that may occur as a result of the use of Tier 4 Interim equipment. Since the RDEIR fails to specify whether the Project would use Tier 4 Interim or Tier 4 Final equipment, it is incorrect to model emissions assuming that the more efficient Tier 4 Final equipment would be implemented. Until a revised EIR is prepared requiring Tier 4 Final engines in a formal mitigation measure, the model should not be relied upon to determine Project significance.

## Diesel Particulate Matter Emissions Inadequately Evaluated

The RDEIR conducts a health risk analysis (“HRA”) evaluating impacts from exposure to diesel particulate matter (“DPM”) emissions during Project construction and operation. Specifically, the RDEIR estimates that the maximum cancer risk posed to nearby, existing residential sensitive receptors as a result of Project construction and operation would be 1.66 in one million (see excerpt below) (p. 3.3-39, Table 3.3-15).

<sup>7</sup> “San Francisco Clean Construction Ordinance Implementation Guide for San Francisco Public Projects.” August 2015, available at: [https://www.sfdph.org/dph/files/EHSdocs/AirQuality/San\\_Francisco\\_Clean\\_Construction\\_Ordinance\\_2015.pdf](https://www.sfdph.org/dph/files/EHSdocs/AirQuality/San_Francisco_Clean_Construction_Ordinance_2015.pdf), p. 6.



**TABLE 3.3-15: SUMMARY OF MAXIMUM HEALTH RISKS**

<i>RISK METRIC</i>	<i>MAXIMUM RISK</i>	<i>SIGNIFICANCE THRESHOLD</i>	<i>IS THRESHOLD EXCEEDED?</i>
<i>OPERATIONAL</i>			
Residential Cancer Risk (70-year exposure)	0.72 per million	20 per million	No
Workplace Cancer Risk (40-year exposure)	0.74 per million	20 per million	No
Chronic (non-cancer)	<0.01	Hazard Index $\geq 1$	No
Acute (non-cancer) <sup>1</sup>	0	Hazard Index $\geq 1$	No
<i>CONSTRUCTION</i>			
Residential Cancer Risk (2-year exposure)	0.94 per million	20 per million	No
Workplace Cancer Risk (2-year exposure)	0.07 per million	20 per million	No
Chronic (non-cancer)	<0.01	Hazard Index $\geq 1$	No
Acute (non-cancer) <sup>1</sup>	0	Hazard Index $\geq 1$	No
<i>TOTAL</i>			
Residential Cancer Risk (Aggregate)	1.66 per million	20 per million	No
Workplace Cancer Risk (Aggregate)	0.81 per million	20 per million	No
Chronic (non-cancer)	<0.01	Hazard Index $\geq 1$	No
Acute (non-cancer) <sup>1</sup>	0	Hazard Index $\geq 1$	No

SOURCES: AERMOD 11.2.0 (LAKES ENVIRONMENTAL SOFTWARE, 2023); AND HARP-2 AIR DISPERSION AND RISK TOOL (VERSION 22118).

However, the RDEIR's evaluation of the Project's potential health risk impacts, as well as the subsequent less-than-significant impact conclusion, is incorrect for two reasons.

First, the RDEIR's HRA is incorrect, as it relies upon emissions estimates from a flawed air model. As previously discussed, upon review of the Project's CalEEMod output files, provided in the AQ & GHG Analysis as Appendix A to the RDEIR, we found that the model incorrectly accounts for the use of Tier 4 Final emissions standards for off-road construction equipment greater than 50 horsepower. Therefore, the HRA relies on an underestimated DPM concentration to calculate the health risk associated with Project construction. As a result, the RDEIR's HRA and the resulting cancer risk should not be relied upon to determine Project significance.

Second, the RDEIR fails to mention or provide the exposure assumptions for the HRA, such as the age sensitivity factors ("ASF") or fraction of time at home ("FAH") values, whatsoever. Until the RDEIR substantiates the use of correct exposure assumptions, the HRA may underestimate the cancer risk posed to nearby, existing sensitive receptors as a result of Project construction and operation. Furthermore, according to the *Risk Assessment Guidelines* provided by the Office of Environmental



Health Hazard Assessment (“OEHHA”), the organization responsible for providing guidance on conducting HRAs in California, the Addendum’s models should have used the following equation:<sup>8</sup>

**A. Equation 8.2.4 A:** 
$$\text{RISK}_{\text{inh-res}} = \text{DOSE}_{\text{air}} \times \text{CPF} \times \text{ASF} \times \text{ED/AT} \times \text{FAH}$$

- 7.  $\text{RISK}_{\text{inh-res}}$  = Residential inhalation cancer risk
- 8.  $\text{DOSE}_{\text{air}}$  = Daily inhalation dose (mg/kg-day)
- 9. CPF = Inhalation cancer potency factor (mg/kg-day<sup>-1</sup>)
- 10. ASF = Age sensitivity factor for a specified age group (unitless)
- 11. ED = Exposure duration (in years) for a specified age group
- 12. AT = Averaging time for lifetime cancer risk (years)
- 13. FAH = Fraction of time spent at home (unitless)

However, the RDEIR and associated documents fail to include a dose and risk equation to calculate the Project’s cancer risk. As such, we cannot verify that the RDEIR’s HRA is accurate, and the Project’s cancer risk may be underestimated.

## Greenhouse Gas

### Failure to Adequately Evaluate Greenhouse Gas Impacts

In regard to the Project’s greenhouse gas (“GHG”) impacts, the RDEIR states:

“The proposed Project would be consistent with relevant plans, policies, and regulations associated with GHGs, notably the most recent version of the CARB’s Scoping Plan, and the SJCOG’s 2022 RTP/SCS. This would ensure that the proposed Project would be consistent with, and would not impair, the State’s carbon neutrality standard by year 2045 as established under AB 1279. The State is making progress toward reducing GHG emissions in key sectors such as transportation, industry, and electricity. Since the Project would be consistent with State GHG Plans, it would not impede the State’s goals of reducing GHG emissions 40 percent below 1990 levels by 2030, and of achieving carbon neutrality by 2045. The proposed Project would make a reasonable fair share contribution to the State’s GHG reduction goals, by implementing a wide array of Project features that would reduce GHG emissions (see the list of Project features listed within the Project Sustainability Features discussion, above) and therefore, the proposed Project’s GHG emissions would be considered to have a less than significant impact” (p. 3.7-31 – 3.7-32).

As discussed, the RDEIR claims that the “Project would make a reasonable fair share contribution to the State’s GHG reduction goals, by implementing a wide array of Project features that would reduce GHG emissions.” Specifically, some of the Project Sustainability Features that the RDEIR proposes to include are listed below:

---

<sup>8</sup> “Risk Assessment Guidelines Guidance Manual for Preparation of Health Risk Assessments.” OEHHA, February 2015, available at: <https://oehha.ca.gov/media/downloads/cnr/2015guidancemanual.pdf>, p. 8-7 Equation 8.2.4.

## “CONSTRUCTION

- Construction equipment would use Tier IV-compliant engines or better for off-road construction equipment greater than 50 horsepower.
- Through the use of construction worker training and/or signage, Costco would limit heavy duty construction equipment idling to no more than 2 minutes, and in no instance shall such idling exceed 5 minutes.
- Through the use of signage, vehicle speeds on unpaved roads would be limited to < 15 mph.
- Electric hookups would be provided to reduce the need for diesel generators for electric construction equipment and, should diesel generators be needed, all such diesel generators would be equipped with emission control technology verified by EPA and/or CARB to reduce PM emissions by a minimum of 85%...” (p. 2.0-4 – 2.0-7).

However, the RDEIR’s above-mentioned Project Design Features (“PDFs”) are inadequate, as the RDEIR should have incorporated the PDFs as formal mitigation measures. As previously stated, according to the Association of Environmental Professionals (“AEP”) *CEQA Portal Topic Paper* on mitigation measures:

“While not “mitigation”, a good practice is to include those project design feature(s) that address environmental impacts in the mitigation monitoring and reporting program (MMRP). Often the MMRP is all that accompanies building and construction plans through the permit process. If the design features are not listed as important to addressing an environmental impact, it is easy for someone not involved in the original environmental process to approve a change to the project that could eliminate one or more of the design features without understanding the resulting environmental impact.”<sup>9</sup>

As discussed, PDFs that are not formally included as mitigation measures may be eliminated from the Project’s design altogether. As the PDFs described in the RDEIR are not formally included as mitigation measures, we cannot guarantee that they would be implemented, monitored, and enforced on the Project site. As a result, until the PDFs are included as mitigation measures, the RDEIR’s air quality analysis should not be relied upon to determine Project significance.

## Disclaimer

SWAPE has received limited discovery regarding this project. Additional information may become available in the future; thus, we retain the right to revise or amend this report when additional information becomes available. Our professional services have been performed using that degree of care and skill ordinarily exercised, under similar circumstances, by reputable environmental consultants practicing in this or similar localities at the time of service. No other warranty, expressed or implied, is made as to the scope of work, work methodologies and protocols, site conditions, analytical testing results, and findings presented. This report reflects efforts which were limited to information that was reasonably accessible at the time of the work, and may contain informational gaps, inconsistencies, or

---

<sup>9</sup> “CEQA Portal Topic Paper Mitigation Measures.” AEP, February 2020, *available at*: <https://cegaportal.org/tp/CEQA%20Mitigation%202020.pdf>, p. 6.

otherwise be incomplete due to the unavailability or uncertainty of information obtained or provided by third parties.

Sincerely,

A handwritten signature in blue ink, appearing to read "Matt Hagemann".

Matt Hagemann, P.G., C.Hg.

A handwritten signature in blue ink, appearing to read "Paul Rosenfeld".

Paul E. Rosenfeld, Ph.D.

Attachment A: Matt Hagemann CV  
Attachment B: Paul Rosenfeld CV



2656 29<sup>th</sup> Street, Suite 201  
Santa Monica, CA 90405

Matt Hagemann, P.G., C.Hg.  
(949) 887-9013  
[mhagemann@swape.com](mailto:mhagemann@swape.com)

**Matthew F. Hagemann, P.G., C.Hg., QSD, QSP**

**Geologic and Hydrogeologic Characterization  
Investigation and Remediation Strategies  
Litigation Support and Testifying Expert  
Industrial Stormwater Compliance  
CEQA Review**

**Education:**

M.S. Degree, Geology, California State University Los Angeles, Los Angeles, CA, 1984.

B.A. Degree, Geology, Humboldt State University, Arcata, CA, 1982.

**Professional Certifications:**

California Professional Geologist

California Certified Hydrogeologist

Qualified SWPPP Developer and Practitioner

**Professional Experience:**

Matt has 30 years of experience in environmental policy, contaminant assessment and remediation, stormwater compliance, and CEQA review. He spent nine years with the U.S. EPA in the RCRA and Superfund programs and served as EPA's Senior Science Policy Advisor in the Western Regional Office where he identified emerging threats to groundwater from perchlorate and MTBE. While with EPA, Matt also served as a Senior Hydrogeologist in the oversight of the assessment of seven major military facilities undergoing base closure. He led numerous enforcement actions under provisions of the Resource Conservation and Recovery Act (RCRA) and directed efforts to improve hydrogeologic characterization and water quality monitoring. For the past 15 years, as a founding partner with SWAPE, Matt has developed extensive client relationships and has managed complex projects that include consultation as an expert witness and a regulatory specialist, and a manager of projects ranging from industrial stormwater compliance to CEQA review of impacts from hazardous waste, air quality and greenhouse gas emissions.

Positions Matt has held include:

- Founding Partner, Soil/Water/Air Protection Enterprise (SWAPE) (2003 – present);
- Geology Instructor, Golden West College, 2010 – 2014, 2017;
- Senior Environmental Analyst, Komex H2O Science, Inc. (2000 -- 2003);

- Executive Director, Orange Coast Watch (2001 – 2004);
- Senior Science Policy Advisor and Hydrogeologist, U.S. Environmental Protection Agency (1989–1998);
- Hydrogeologist, National Park Service, Water Resources Division (1998 – 2000);
- Adjunct Faculty Member, San Francisco State University, Department of Geosciences (1993 – 1998);
- Instructor, College of Marin, Department of Science (1990 – 1995);
- Geologist, U.S. Forest Service (1986 – 1998); and
- Geologist, Dames & Moore (1984 – 1986).

**Senior Regulatory and Litigation Support Analyst:**

With SWAPE, Matt's responsibilities have included:

- Lead analyst and testifying expert in the review of over 300 environmental impact reports and negative declarations since 2003 under CEQA that identify significant issues with regard to hazardous waste, water resources, water quality, air quality, greenhouse gas emissions, and geologic hazards. Make recommendations for additional mitigation measures to lead agencies at the local and county level to include additional characterization of health risks and implementation of protective measures to reduce worker exposure to hazards from toxins and Valley Fever.
- Stormwater analysis, sampling and best management practice evaluation at more than 100 industrial facilities.
- Expert witness on numerous cases including, for example, perfluorooctanoic acid (PFOA) contamination of groundwater, MTBE litigation, air toxins at hazards at a school, CERCLA compliance in assessment and remediation, and industrial stormwater contamination.
- Technical assistance and litigation support for vapor intrusion concerns.
- Lead analyst and testifying expert in the review of environmental issues in license applications for large solar power plants before the California Energy Commission.
- Manager of a project to evaluate numerous formerly used military sites in the western U.S.
- Manager of a comprehensive evaluation of potential sources of perchlorate contamination in Southern California drinking water wells.
- Manager and designated expert for litigation support under provisions of Proposition 65 in the review of releases of gasoline to sources drinking water at major refineries and hundreds of gas stations throughout California.

With Komex H2O Science Inc., Matt's duties included the following:

- Senior author of a report on the extent of perchlorate contamination that was used in testimony by the former U.S. EPA Administrator and General Counsel.
- Senior researcher in the development of a comprehensive, electronically interactive chronology of MTBE use, research, and regulation.
- Senior researcher in the development of a comprehensive, electronically interactive chronology of perchlorate use, research, and regulation.
- Senior researcher in a study that estimates nationwide costs for MTBE remediation and drinking water treatment, results of which were published in newspapers nationwide and in testimony against provisions of an energy bill that would limit liability for oil companies.
- Research to support litigation to restore drinking water supplies that have been contaminated by MTBE in California and New York.

- Expert witness testimony in a case of oil production-related contamination in Mississippi.
- Lead author for a multi-volume remedial investigation report for an operating school in Los Angeles that met strict regulatory requirements and rigorous deadlines.
- Development of strategic approaches for cleanup of contaminated sites in consultation with clients and regulators.

#### **Executive Director:**

As Executive Director with Orange Coast Watch, Matt led efforts to restore water quality at Orange County beaches from multiple sources of contamination including urban runoff and the discharge of wastewater. In reporting to a Board of Directors that included representatives from leading Orange County universities and businesses, Matt prepared issue papers in the areas of treatment and disinfection of wastewater and control of the discharge of grease to sewer systems. Matt actively participated in the development of countywide water quality permits for the control of urban runoff and permits for the discharge of wastewater. Matt worked with other nonprofits to protect and restore water quality, including Surfrider, Natural Resources Defense Council and Orange County CoastKeeper as well as with business institutions including the Orange County Business Council.

#### **Hydrogeology:**

As a Senior Hydrogeologist with the U.S. Environmental Protection Agency, Matt led investigations to characterize and cleanup closing military bases, including Mare Island Naval Shipyard, Hunters Point Naval Shipyard, Treasure Island Naval Station, Alameda Naval Station, Moffett Field, Mather Army Airfield, and Sacramento Army Depot. Specific activities were as follows:

- Led efforts to model groundwater flow and contaminant transport, ensured adequacy of monitoring networks, and assessed cleanup alternatives for contaminated sediment, soil, and groundwater.
- Initiated a regional program for evaluation of groundwater sampling practices and laboratory analysis at military bases.
- Identified emerging issues, wrote technical guidance, and assisted in policy and regulation development through work on four national U.S. EPA workgroups, including the Superfund Groundwater Technical Forum and the Federal Facilities Forum.

At the request of the State of Hawaii, Matt developed a methodology to determine the vulnerability of groundwater to contamination on the islands of Maui and Oahu. He used analytical models and a GIS to show zones of vulnerability, and the results were adopted and published by the State of Hawaii and County of Maui.

As a hydrogeologist with the EPA Groundwater Protection Section, Matt worked with provisions of the Safe Drinking Water Act and NEPA to prevent drinking water contamination. Specific activities included the following:

- Received an EPA Bronze Medal for his contribution to the development of national guidance for the protection of drinking water.
- Managed the Sole Source Aquifer Program and protected the drinking water of two communities through designation under the Safe Drinking Water Act. He prepared geologic reports, conducted

public hearings, and responded to public comments from residents who were very concerned about the impact of designation.

- Reviewed a number of Environmental Impact Statements for planned major developments, including large hazardous and solid waste disposal facilities, mine reclamation, and water transfer.

Matt served as a hydrogeologist with the RCRA Hazardous Waste program. Duties were as follows:

- Supervised the hydrogeologic investigation of hazardous waste sites to determine compliance with Subtitle C requirements.
- Reviewed and wrote "part B" permits for the disposal of hazardous waste.
- Conducted RCRA Corrective Action investigations of waste sites and led inspections that formed the basis for significant enforcement actions that were developed in close coordination with U.S. EPA legal counsel.
- Wrote contract specifications and supervised contractor's investigations of waste sites.

With the National Park Service, Matt directed service-wide investigations of contaminant sources to prevent degradation of water quality, including the following tasks:

- Applied pertinent laws and regulations including CERCLA, RCRA, NEPA, NRDA, and the Clean Water Act to control military, mining, and landfill contaminants.
- Conducted watershed-scale investigations of contaminants at parks, including Yellowstone and Olympic National Park.
- Identified high-levels of perchlorate in soil adjacent to a national park in New Mexico and advised park superintendent on appropriate response actions under CERCLA.
- Served as a Park Service representative on the Interagency Perchlorate Steering Committee, a national workgroup.
- Developed a program to conduct environmental compliance audits of all National Parks while serving on a national workgroup.
- Co-authored two papers on the potential for water contamination from the operation of personal watercraft and snowmobiles, these papers serving as the basis for the development of nation-wide policy on the use of these vehicles in National Parks.
- Contributed to the Federal Multi-Agency Source Water Agreement under the Clean Water Action Plan.

### **Policy:**

Served senior management as the Senior Science Policy Advisor with the U.S. Environmental Protection Agency, Region 9.

Activities included the following:

- Advised the Regional Administrator and senior management on emerging issues such as the potential for the gasoline additive MTBE and ammonium perchlorate to contaminate drinking water supplies.
- Shaped EPA's national response to these threats by serving on workgroups and by contributing to guidance, including the Office of Research and Development publication, *Oxygenates in Water: Critical Information and Research Needs*.
- Improved the technical training of EPA's scientific and engineering staff.
- Earned an EPA Bronze Medal for representing the region's 300 scientists and engineers in negotiations with the Administrator and senior management to better integrate scientific

principles into the policy-making process.

- Established national protocol for the peer review of scientific documents.

### **Geology:**

With the U.S. Forest Service, Matt led investigations to determine hillslope stability of areas proposed for timber harvest in the central Oregon Coast Range. Specific activities were as follows:

- Mapped geology in the field, and used aerial photographic interpretation and mathematical models to determine slope stability.
- Coordinated his research with community members who were concerned with natural resource protection.
- Characterized the geology of an aquifer that serves as the sole source of drinking water for the city of Medford, Oregon.

As a consultant with Dames and Moore, Matt led geologic investigations of two contaminated sites (later listed on the Superfund NPL) in the Portland, Oregon, area and a large hazardous waste site in eastern Oregon. Duties included the following:

- Supervised year-long effort for soil and groundwater sampling.
- Conducted aquifer tests.
- Investigated active faults beneath sites proposed for hazardous waste disposal.

### **Teaching:**

From 1990 to 1998, Matt taught at least one course per semester at the community college and university levels:

- At San Francisco State University, held an adjunct faculty position and taught courses in environmental geology, oceanography (lab and lecture), hydrogeology, and groundwater contamination.
- Served as a committee member for graduate and undergraduate students.
- Taught courses in environmental geology and oceanography at the College of Marin.

Matt is currently a part time geology instructor at Golden West College in Huntington Beach, California where he taught from 2010 to 2014 and in 2017.

### **Invited Testimony, Reports, Papers and Presentations:**

**Hagemann, M.F.**, 2008. Disclosure of Hazardous Waste Issues under CEQA. Presentation to the Public Environmental Law Conference, Eugene, Oregon.

**Hagemann, M.F.**, 2008. Disclosure of Hazardous Waste Issues under CEQA. Invited presentation to U.S. EPA Region 9, San Francisco, California.

**Hagemann, M.F.**, 2005. Use of Electronic Databases in Environmental Regulation, Policy Making and Public Participation. Brownfields 2005, Denver, Colorado.

**Hagemann, M.F.**, 2004. Perchlorate Contamination of the Colorado River and Impacts to Drinking Water in Nevada and the Southwestern U.S. Presentation to a meeting of the American Groundwater Trust, Las Vegas, NV (served on conference organizing committee).



**Hagemann, M.F.**, 2004. Invited testimony to a California Senate committee hearing on air toxins at schools in Southern California, Los Angeles.

Brown, A., Farrow, J., Gray, A. and **Hagemann, M.**, 2004. An Estimate of Costs to Address MTBE Releases from Underground Storage Tanks and the Resulting Impact to Drinking Water Wells. Presentation to the Ground Water and Environmental Law Conference, National Groundwater Association.

**Hagemann, M.F.**, 2004. Perchlorate Contamination of the Colorado River and Impacts to Drinking Water in Arizona and the Southwestern U.S. Presentation to a meeting of the American Groundwater Trust, Phoenix, AZ (served on conference organizing committee).

**Hagemann, M.F.**, 2003. Perchlorate Contamination of the Colorado River and Impacts to Drinking Water in the Southwestern U.S. Invited presentation to a special committee meeting of the National Academy of Sciences, Irvine, CA.

**Hagemann, M.F.**, 2003. Perchlorate Contamination of the Colorado River. Invited presentation to a tribal EPA meeting, Pechanga, CA.

**Hagemann, M.F.**, 2003. Perchlorate Contamination of the Colorado River. Invited presentation to a meeting of tribal representatives, Parker, AZ.

**Hagemann, M.F.**, 2003. Impact of Perchlorate on the Colorado River and Associated Drinking Water Supplies. Invited presentation to the Inter-Tribal Meeting, Torres Martinez Tribe.

**Hagemann, M.F.**, 2003. The Emergence of Perchlorate as a Widespread Drinking Water Contaminant. Invited presentation to the U.S. EPA Region 9.

**Hagemann, M.F.**, 2003. A Deductive Approach to the Assessment of Perchlorate Contamination. Invited presentation to the California Assembly Natural Resources Committee.

**Hagemann, M.F.**, 2003. Perchlorate: A Cold War Legacy in Drinking Water. Presentation to a meeting of the National Groundwater Association.

**Hagemann, M.F.**, 2002. From Tank to Tap: A Chronology of MTBE in Groundwater. Presentation to a meeting of the National Groundwater Association.

**Hagemann, M.F.**, 2002. A Chronology of MTBE in Groundwater and an Estimate of Costs to Address Impacts to Groundwater. Presentation to the annual meeting of the Society of Environmental Journalists.

**Hagemann, M.F.**, 2002. An Estimate of the Cost to Address MTBE Contamination in Groundwater (and Who Will Pay). Presentation to a meeting of the National Groundwater Association.

**Hagemann, M.F.**, 2002. An Estimate of Costs to Address MTBE Releases from Underground Storage Tanks and the Resulting Impact to Drinking Water Wells. Presentation to a meeting of the U.S. EPA and State Underground Storage Tank Program managers.

**Hagemann, M.F.**, 2001. From Tank to Tap: A Chronology of MTBE in Groundwater. Unpublished report.

**Hagemann, M.F.**, 2001. Estimated Cleanup Cost for MTBE in Groundwater Used as Drinking Water. Unpublished report.

**Hagemann, M.F.**, 2001. Estimated Costs to Address MTBE Releases from Leaking Underground Storage Tanks. Unpublished report.

**Hagemann, M.F.**, and VanMouwerik, M., 1999. Potential Water Quality Concerns Related to Snowmobile Usage. Water Resources Division, National Park Service, Technical Report.

VanMouwerik, M. and **Hagemann, M.F.** 1999, Water Quality Concerns Related to Personal Watercraft Usage. Water Resources Division, National Park Service, Technical Report.

**Hagemann, M.F.**, 1999, Is Dilution the Solution to Pollution in National Parks? The George Wright Society Biannual Meeting, Asheville, North Carolina.

**Hagemann, M.F.**, 1997, The Potential for MTBE to Contaminate Groundwater. U.S. EPA Superfund Groundwater Technical Forum Annual Meeting, Las Vegas, Nevada.

**Hagemann, M.F.**, and Gill, M., 1996, Impediments to Intrinsic Remediation, Moffett Field Naval Air Station, Conference on Intrinsic Remediation of Chlorinated Hydrocarbons, Salt Lake City.

**Hagemann, M.F.**, Fukunaga, G.L., 1996, The Vulnerability of Groundwater to Anthropogenic Contaminants on the Island of Maui, Hawaii. Hawaii Water Works Association Annual Meeting, Maui, October 1996.

**Hagemann, M. F.**, Fukunaga, G. L., 1996, Ranking Groundwater Vulnerability in Central Oahu, Hawaii. Proceedings, Geographic Information Systems in Environmental Resources Management, Air and Waste Management Association Publication VIP-61.

**Hagemann, M.F.**, 1994. Groundwater Characterization and Cleanup at Closing Military Bases in California. Proceedings, California Groundwater Resources Association Meeting.

**Hagemann, M.F.** and Sabol, M.A., 1993. Role of the U.S. EPA in the High Plains States Groundwater Recharge Demonstration Program. Proceedings, Sixth Biennial Symposium on the Artificial Recharge of Groundwater.

**Hagemann, M.F.**, 1993. U.S. EPA Policy on the Technical Impracticability of the Cleanup of DNAPL-contaminated Groundwater. California Groundwater Resources Association Meeting.

**Hagemann, M.F.**, 1992. Dense Nonaqueous Phase Liquid Contamination of Groundwater: An Ounce of Prevention... Proceedings, Association of Engineering Geologists Annual Meeting, v. 35.

**Other Experience:**

Selected as subject matter expert for the California Professional Geologist licensing examinations, 2009-2011.

Technical Consultation, Data Analysis and  
Litigation Support for the Environment

SOIL WATER AIR PROTECTION ENTERPRISE

2656 29th Street, Suite 201  
Santa Monica, California 90405  
Attn: Paul Rosenfeld, Ph.D.  
Mobil: (310) 795-2335  
Office: (310) 452-5555  
Fax: (310) 452-5550Email: [prosenfeld@swape.com](mailto:prosenfeld@swape.com)

---

## ***Paul Rosenfeld, Ph.D.***

**Chemical Fate and Transport & Air Dispersion Modeling***Principal Environmental Chemist***Risk Assessment & Remediation Specialist**

### **Education**

Ph.D. Soil Chemistry, University of Washington, 1999. Dissertation on volatile organic compound filtration.

M.S. Environmental Science, U.C. Berkeley, 1995. Thesis on organic waste economics.

B.A. Environmental Studies, U.C. Santa Barbara, 1991. Focus on wastewater treatment.

### **Professional Experience**

Dr. Rosenfeld has over 25 years of experience conducting environmental investigations and risk assessments for evaluating impacts to human health, property, and ecological receptors. His expertise focuses on the fate and transport of environmental contaminants, human health risk, exposure assessment, and ecological restoration. Dr. Rosenfeld has evaluated and modeled emissions from oil spills, landfills, boilers and incinerators, process stacks, storage tanks, confined animal feeding operations, industrial, military and agricultural sources, unconventional oil drilling operations, and locomotive and construction engines. His project experience ranges from monitoring and modeling of pollution sources to evaluating impacts of pollution on workers at industrial facilities and residents in surrounding communities. Dr. Rosenfeld has also successfully modeled exposure to contaminants distributed by water systems and via vapor intrusion.

Dr. Rosenfeld has investigated and designed remediation programs and risk assessments for contaminated sites containing lead, heavy metals, mold, bacteria, particulate matter, petroleum hydrocarbons, chlorinated solvents, pesticides, radioactive waste, dioxins and furans, semi- and volatile organic compounds, PCBs, PAHs, creosote, perchlorate, asbestos, per- and poly-fluoroalkyl substances (PFOA/PFOS), unusual polymers, fuel oxygenates (MTBE), among other pollutants. Dr. Rosenfeld also has experience evaluating greenhouse gas emissions from various projects and is an expert on the assessment of odors from industrial and agricultural sites, as well as the evaluation of odor nuisance impacts and technologies for abatement of odorous emissions. As a principal scientist at SWAPE, Dr. Rosenfeld directs air dispersion modeling and exposure assessments. He has served as an expert witness and testified about pollution sources causing nuisance and/or personal injury at sites and has testified as an expert witness on numerous cases involving exposure to soil, water and air contaminants from industrial, railroad, agricultural, and military sources.

## **Professional History:**

Soil Water Air Protection Enterprise (SWAPE); 2003 to present; Principal and Founding Partner  
UCLA School of Public Health; 2007 to 2011; Lecturer (Assistant Researcher)  
UCLA School of Public Health; 2003 to 2006; Adjunct Professor  
UCLA Environmental Science and Engineering Program; 2002-2004; Doctoral Intern Coordinator  
UCLA Institute of the Environment, 2001-2002; Research Associate  
Komex H<sub>2</sub>O Science, 2001 to 2003; Senior Remediation Scientist  
National Groundwater Association, 2002-2004; Lecturer  
San Diego State University, 1999-2001; Adjunct Professor  
Anteon Corp., San Diego, 2000-2001; Remediation Project Manager  
Ogden (now Amec), San Diego, 2000-2000; Remediation Project Manager  
Bechtel, San Diego, California, 1999 – 2000; Risk Assessor  
King County, Seattle, 1996 – 1999; Scientist  
James River Corp., Washington, 1995-96; Scientist  
Big Creek Lumber, Davenport, California, 1995; Scientist  
Plumas Corp., California and USFS, Tahoe 1993-1995; Scientist  
Peace Corps and World Wildlife Fund, St. Kitts, West Indies, 1991-1993; Scientist

## **Publications:**

**Rosenfeld P. E.**, Spaeth K., Hallman R., Bressler R., Smith, G., (2022) [Cancer Risk and Diesel Exhaust Exposure Among Railroad Workers](#). *Water Air Soil Pollution*. **233**, 171.

Remy, L.L., Clay T., Byers, V., **Rosenfeld P. E.** (2019) Hospital, Health, and Community Burden After Oil Refinery Fires, Richmond, California 2007 and 2012. *Environmental Health*. 18:48

Simons, R.A., Seo, Y. **Rosenfeld, P.**, (2015) Modeling the Effect of Refinery Emission On Residential Property Value. *Journal of Real Estate Research*. 27(3):321-342

Chen, J. A, Zapata A. R., Sutherland A. J., Molmen, D.R., Chow, B. S., Wu, L. E., **Rosenfeld, P. E.**, Hesse, R. C., (2012) Sulfur Dioxide and Volatile Organic Compound Exposure To A Community In Texas City Texas Evaluated Using Aermid and Empirical Data. *American Journal of Environmental Science*, 8(6), 622-632.

**Rosenfeld, P.E.** & Feng, L. (2011). *The Risks of Hazardous Waste*. Amsterdam: Elsevier Publishing.

Cheremisinoff, N.P., & **Rosenfeld, P.E.** (2011). *Handbook of Pollution Prevention and Cleaner Production: Best Practices in the Agrochemical Industry*, Amsterdam: Elsevier Publishing.

Gonzalez, J., Feng, L., Sutherland, A., Waller, C., Sok, H., Hesse, R., **Rosenfeld, P.** (2010). PCBs and Dioxins/Furans in Attic Dust Collected Near Former PCB Production and Secondary Copper Facilities in Sauget, IL. *Procedia Environmental Sciences*. 113–125.

Feng, L., Wu, C., Tam, L., Sutherland, A.J., Clark, J.J., **Rosenfeld, P.E.** (2010). Dioxin and Furan Blood Lipid and Attic Dust Concentrations in Populations Living Near Four Wood Treatment Facilities in the United States. *Journal of Environmental Health*. 73(6), 34-46.

Cheremisinoff, N.P., & **Rosenfeld, P.E.** (2010). *Handbook of Pollution Prevention and Cleaner Production: Best Practices in the Wood and Paper Industries*. Amsterdam: Elsevier Publishing.

Cheremisinoff, N.P., & **Rosenfeld, P.E.** (2009). *Handbook of Pollution Prevention and Cleaner Production: Best Practices in the Petroleum Industry*. Amsterdam: Elsevier Publishing.

Wu, C., Tam, L., Clark, J., **Rosenfeld, P.** (2009). Dioxin and furan blood lipid concentrations in populations living near four wood treatment facilities in the United States. *WIT Transactions on Ecology and the Environment, Air Pollution*, 123 (17), 319-327.

Tam L. K., Wu C. D., Clark J. J. and **Rosenfeld, P.E.** (2008). A Statistical Analysis Of Attic Dust And Blood Lipid Concentrations Of Tetrachloro-p-Dibenzodioxin (TCDD) Toxicity Equivalency Quotients (TEQ) In Two Populations Near Wood Treatment Facilities. *Organohalogen Compounds*, 70, 002252-002255.

Tam L. K., Wu C. D., Clark J. J. and **Rosenfeld, P.E.** (2008). Methods For Collect Samples For Assessing Dioxins And Other Environmental Contaminants In Attic Dust: A Review. *Organohalogen Compounds*, 70, 000527-000530.

Hensley, A.R. A. Scott, J. J. J. Clark, **Rosenfeld, P.E.** (2007). Attic Dust and Human Blood Samples Collected near a Former Wood Treatment Facility. *Environmental Research*. 105, 194-197.

**Rosenfeld, P.E.**, J. J. J. Clark, A. R. Hensley, M. Suffet. (2007). The Use of an Odor Wheel Classification for Evaluation of Human Health Risk Criteria for Compost Facilities. *Water Science & Technology* 55(5), 345-357.

**Rosenfeld, P. E.**, M. Suffet. (2007). The Anatomy Of Odour Wheels For Odours Of Drinking Water, Wastewater, Compost And The Urban Environment. *Water Science & Technology* 55(5), 335-344.

Sullivan, P. J. Clark, J.J.J., Agardy, F. J., **Rosenfeld, P.E.** (2007). *Toxic Legacy, Synthetic Toxins in the Food, Water, and Air in American Cities*. Boston Massachusetts: Elsevier Publishing

**Rosenfeld, P.E.**, and Suffet I.H. (2004). Control of Compost Odor Using High Carbon Wood Ash. *Water Science and Technology*. 49(9),171-178.

**Rosenfeld P. E.**, J.J. Clark, I.H. (Mel) Suffet (2004). The Value of An Odor-Quality-Wheel Classification Scheme For The Urban Environment. *Water Environment Federation's Technical Exhibition and Conference (WEFTEC) 2004*. New Orleans, October 2-6, 2004.

**Rosenfeld, P.E.**, and Suffet, I.H. (2004). Understanding Odorants Associated With Compost, Biomass Facilities, and the Land Application of Biosolids. *Water Science and Technology*. 49(9), 193-199.

**Rosenfeld, P.E.**, and Suffet I.H. (2004). Control of Compost Odor Using High Carbon Wood Ash, *Water Science and Technology*, 49( 9), 171-178.

**Rosenfeld, P. E.**, Grey, M. A., Sellew, P. (2004). Measurement of Biosolids Odor and Odorant Emissions from Windrows, Static Pile and Biofilter. *Water Environment Research*. 76(4), 310-315.

**Rosenfeld, P.E.**, Grey, M and Suffet, M. (2002). Compost Demonstration Project, Sacramento California Using High-Carbon Wood Ash to Control Odor at a Green Materials Composting Facility. *Integrated Waste Management Board Public Affairs Office, Publications Clearinghouse (MS-6)*, Sacramento, CA Publication #442-02-008.

**Rosenfeld, P.E.**, and C.L. Henry. (2001). Characterization of odor emissions from three different biosolids. *Water Soil and Air Pollution*. 127(1-4), 173-191.

**Rosenfeld, P.E.**, and Henry C. L., (2000). Wood ash control of odor emissions from biosolids application. *Journal of Environmental Quality*. 29, 1662-1668.

**Rosenfeld, P.E.**, C.L. Henry and D. Bennett. (2001). Wastewater dewatering polymer affect on biosolids odor emissions and microbial activity. *Water Environment Research*. 73(4), 363-367.

**Rosenfeld, P.E.**, and C.L. Henry. (2001). Activated Carbon and Wood Ash Sorption of Wastewater, Compost, and Biosolids Odorants. *Water Environment Research*, 73, 388-393.

**Rosenfeld, P.E.**, and Henry C. L., (2001). High carbon wood ash effect on biosolids microbial activity and odor. *Water Environment Research*. 131(1-4), 247-262.

Chollack, T. and **P. Rosenfeld**. (1998). Compost Amendment Handbook For Landscaping. Prepared for and distributed by the City of Redmond, Washington State.

**Rosenfeld, P. E.** (1992). The Mount Liamuiga Crater Trail. *Heritage Magazine of St. Kitts*, 3(2).

**Rosenfeld, P. E.** (1993). High School Biogas Project to Prevent Deforestation On St. Kitts. *Biomass Users Network*, 7(1).

**Rosenfeld, P. E.** (1998). Characterization, Quantification, and Control of Odor Emissions From Biosolids Application To Forest Soil. Doctoral Thesis. University of Washington College of Forest Resources.

**Rosenfeld, P. E.** (1994). Potential Utilization of Small Diameter Trees on Sierra County Public Land. Masters thesis reprinted by the Sierra County Economic Council. Sierra County, California.

**Rosenfeld, P. E.** (1991). How to Build a Small Rural Anaerobic Digester & Uses Of Biogas In The First And Third World. Bachelors Thesis. University of California.

## **Presentations:**

**Rosenfeld, P.E.**, "The science for Perfluorinated Chemicals (PFAS): What makes remediation so hard?" Law Seminars International, (May 9-10, 2018) 800 Fifth Avenue, Suite 101 Seattle, WA.

**Rosenfeld, P.E.**, Sutherland, A; Hesse, R.; Zapata, A. (October 3-6, 2013). Air dispersion modeling of volatile organic emissions from multiple natural gas wells in Decatur, TX. *44th Western Regional Meeting, American Chemical Society*. Lecture conducted from Santa Clara, CA.

Sok, H.L.; Waller, C.C.; Feng, L.; Gonzalez, J.; Sutherland, A.J.; Wisdom-Stack, T.; Sahai, R.K.; Hesse, R.C.; **Rosenfeld, P.E.** (June 20-23, 2010). Atrazine: A Persistent Pesticide in Urban Drinking Water. *Urban Environmental Pollution*. Lecture conducted from Boston, MA.

Feng, L.; Gonzalez, J.; Sok, H.L.; Sutherland, A.J.; Waller, C.C.; Wisdom-Stack, T.; Sahai, R.K.; La, M.; Hesse, R.C.; **Rosenfeld, P.E.** (June 20-23, 2010). Bringing Environmental Justice to East St. Louis, Illinois. *Urban Environmental Pollution*. Lecture conducted from Boston, MA.

**Rosenfeld, P.E.** (April 19-23, 2009). Perfluorooctanoic Acid (PFOA) and Perfluorooctane Sulfonate (PFOS) Contamination in Drinking Water From the Use of Aqueous Film Forming Foams (AFFF) at Airports in the United States. *2009 Ground Water Summit and 2009 Ground Water Protection Council Spring Meeting*, Lecture conducted from Tuscon, AZ.

**Rosenfeld, P.E.** (April 19-23, 2009). Cost to Filter Atrazine Contamination from Drinking Water in the United States" Contamination in Drinking Water From the Use of Aqueous Film Forming Foams (AFFF) at Airports in the United States. *2009 Ground Water Summit and 2009 Ground Water Protection Council Spring Meeting*. Lecture conducted from Tuscon, AZ.

Wu, C., Tam, L., Clark, J., **Rosenfeld, P.** (20-22 July, 2009). Dioxin and furan blood lipid concentrations in populations living near four wood treatment facilities in the United States. Brebbia, C.A. and Popov, V., eds., *Air Pollution XVII: Proceedings of the Seventeenth International Conference on Modeling, Monitoring and Management of Air Pollution*. Lecture conducted from Tallinn, Estonia.

**Rosenfeld, P. E.** (October 15-18, 2007). Moss Point Community Exposure To Contaminants From A Releasing Facility. *The 23<sup>rd</sup> Annual International Conferences on Soils Sediment and Water*. Platform lecture conducted from University of Massachusetts, Amherst MA.

**Rosenfeld, P. E.** (October 15-18, 2007). The Repeated Trespass of Tritium-Contaminated Water Into A Surrounding Community Form Repeated Waste Spills From A Nuclear Power Plant. *The 23<sup>rd</sup> Annual International Conferences on Soils Sediment and Water*. Platform lecture conducted from University of Massachusetts, Amherst MA.

**Rosenfeld, P. E.** (October 15-18, 2007). Somerville Community Exposure To Contaminants From Wood Treatment Facility Emissions. *The 23<sup>rd</sup> Annual International Conferences on Soils Sediment and Water*. Lecture conducted from University of Massachusetts, Amherst MA.

**Rosenfeld P. E.** (March 2007). Production, Chemical Properties, Toxicology, & Treatment Case Studies of 1,2,3-Trichloropropane (TCP). *The Association for Environmental Health and Sciences (AEHS) Annual Meeting*. Lecture conducted from San Diego, CA.

**Rosenfeld P. E.** (March 2007). Blood and Attic Sampling for Dioxin/Furan, PAH, and Metal Exposure in Florala, Alabama. *The AEHS Annual Meeting*. Lecture conducted from San Diego, CA.

Hensley A.R., Scott, A., **Rosenfeld P.E.**, Clark, J.J.J. (August 21 – 25, 2006). Dioxin Containing Attic Dust And Human Blood Samples Collected Near A Former Wood Treatment Facility. *The 26th International Symposium on Halogenated Persistent Organic Pollutants – DIOXIN2006*. Lecture conducted from Radisson SAS Scandinavia Hotel in Oslo Norway.

Hensley A.R., Scott, A., **Rosenfeld P.E.**, Clark, J.J.J. (November 4-8, 2006). Dioxin Containing Attic Dust And Human Blood Samples Collected Near A Former Wood Treatment Facility. *APHA 134 Annual Meeting & Exposition*. Lecture conducted from Boston Massachusetts.

**Paul Rosenfeld Ph.D.** (October 24-25, 2005). Fate, Transport and Persistence of PFOA and Related Chemicals. Mealey's C8/PFOA. *Science, Risk & Litigation Conference*. Lecture conducted from The Rittenhouse Hotel, Philadelphia, PA.

**Paul Rosenfeld Ph.D.** (September 19, 2005). Brominated Flame Retardants in Groundwater: Pathways to Human Ingestion, *Toxicology and Remediation PEMA Emerging Contaminant Conference*. Lecture conducted from Hilton Hotel, Irvine California.

**Paul Rosenfeld Ph.D.** (September 19, 2005). Fate, Transport, Toxicity, And Persistence of 1,2,3-TCP. *PEMA Emerging Contaminant Conference*. Lecture conducted from Hilton Hotel in Irvine, California.

**Paul Rosenfeld Ph.D.** (September 26-27, 2005). Fate, Transport and Persistence of PDBEs. *Mealey's Groundwater Conference*. Lecture conducted from Ritz Carlton Hotel, Marina Del Ray, California.

**Paul Rosenfeld Ph.D.** (June 7-8, 2005). Fate, Transport and Persistence of PFOA and Related Chemicals. *International Society of Environmental Forensics: Focus On Emerging Contaminants*. Lecture conducted from Sheraton Oceanfront Hotel, Virginia Beach, Virginia.

**Paul Rosenfeld Ph.D.** (July 21-22, 2005). Fate Transport, Persistence and Toxicology of PFOA and Related Perfluorochemicals. *2005 National Groundwater Association Ground Water And Environmental Law Conference*. Lecture conducted from Wyndham Baltimore Inner Harbor, Baltimore Maryland.

**Paul Rosenfeld Ph.D.** (July 21-22, 2005). Brominated Flame Retardants in Groundwater: Pathways to Human Ingestion, *Toxicology and Remediation. 2005 National Groundwater Association Ground Water and Environmental Law Conference*. Lecture conducted from Wyndham Baltimore Inner Harbor, Baltimore Maryland.

**Paul Rosenfeld, Ph.D.** and James Clark Ph.D. and Rob Hesse R.G. (May 5-6, 2004). Tert-butyl Alcohol Liability and Toxicology, A National Problem and Unquantified Liability. *National Groundwater Association. Environmental Law Conference*. Lecture conducted from Congress Plaza Hotel, Chicago Illinois.



**Paul Rosenfeld, Ph.D.** (March 2004). Perchlorate Toxicology. *Meeting of the American Groundwater Trust*. Lecture conducted from Phoenix Arizona.

Hagemann, M.F., **Paul Rosenfeld, Ph.D.** and Rob Hesse (2004). Perchlorate Contamination of the Colorado River. *Meeting of tribal representatives*. Lecture conducted from Parker, AZ.

**Paul Rosenfeld, Ph.D.** (April 7, 2004). A National Damage Assessment Model For PCE and Dry Cleaners. *Drycleaner Symposium. California Ground Water Association*. Lecture conducted from Radison Hotel, Sacramento, California.

**Rosenfeld, P. E.**, Grey, M., (June 2003) Two stage biofilter for biosolids composting odor control. *Seventh International In Situ And On Site Bioremediation Symposium Battelle Conference Orlando, FL*.

**Paul Rosenfeld, Ph.D.** and James Clark Ph.D. (February 20-21, 2003) Understanding Historical Use, Chemical Properties, Toxicity and Regulatory Guidance of 1,4 Dioxane. *National Groundwater Association. Southwest Focus Conference. Water Supply and Emerging Contaminants..* Lecture conducted from Hyatt Regency Phoenix Arizona.

**Paul Rosenfeld, Ph.D.** (February 6-7, 2003). Underground Storage Tank Litigation and Remediation. *California CUPA Forum*. Lecture conducted from Marriott Hotel, Anaheim California.

**Paul Rosenfeld, Ph.D.** (October 23, 2002) Underground Storage Tank Litigation and Remediation. *EPA Underground Storage Tank Roundtable*. Lecture conducted from Sacramento California.

**Rosenfeld, P.E.** and Suffet, M. (October 7- 10, 2002). Understanding Odor from Compost, *Wastewater and Industrial Processes. Sixth Annual Symposium On Off Flavors in the Aquatic Environment. International Water Association*. Lecture conducted from Barcelona Spain.

**Rosenfeld, P.E.** and Suffet, M. (October 7- 10, 2002). Using High Carbon Wood Ash to Control Compost Odor. *Sixth Annual Symposium On Off Flavors in the Aquatic Environment. International Water Association*. Lecture conducted from Barcelona Spain.

**Rosenfeld, P.E.** and Grey, M. A. (September 22-24, 2002). Biocycle Composting For Coastal Sage Restoration. *Northwest Biosolids Management Association*. Lecture conducted from Vancouver Washington..

**Rosenfeld, P.E.** and Grey, M. A. (November 11-14, 2002). Using High-Carbon Wood Ash to Control Odor at a Green Materials Composting Facility. *Soil Science Society Annual Conference*. Lecture conducted from Indianapolis, Maryland.

**Rosenfeld, P.E.** (September 16, 2000). Two stage biofilter for biosolids composting odor control. *Water Environment Federation*. Lecture conducted from Anaheim California.

**Rosenfeld, P.E.** (October 16, 2000). Wood ash and biofilter control of compost odor. *Biofest*. Lecture conducted from Ocean Shores, California.

**Rosenfeld, P.E.** (2000). Bioremediation Using Organic Soil Amendments. *California Resource Recovery Association*. Lecture conducted from Sacramento California.

**Rosenfeld, P.E.**, C.L. Henry, R. Harrison. (1998). Oat and Grass Seed Germination and Nitrogen and Sulfur Emissions Following Biosolids Incorporation With High-Carbon Wood-Ash. *Water Environment Federation 12th Annual Residuals and Biosolids Management Conference Proceedings*. Lecture conducted from Bellevue Washington.

**Rosenfeld, P.E.**, and C.L. Henry. (1999). An evaluation of ash incorporation with biosolids for odor reduction. *Soil Science Society of America*. Lecture conducted from Salt Lake City Utah.

**Rosenfeld, P.E.,** C.L. Henry, R. Harrison. (1998). Comparison of Microbial Activity and Odor Emissions from Three Different Biosolids Applied to Forest Soil. *Brown and Caldwell*. Lecture conducted from Seattle Washington.

**Rosenfeld, P.E.,** C.L. Henry. (1998). Characterization, Quantification, and Control of Odor Emissions from Biosolids Application To Forest Soil. *Biofest*. Lecture conducted from Lake Chelan, Washington.

**Rosenfeld, P.E.,** C.L. Henry, R. Harrison. (1998). Oat and Grass Seed Germination and Nitrogen and Sulfur Emissions Following Biosolids Incorporation With High-Carbon Wood-Ash. Water Environment Federation 12th Annual Residuals and Biosolids Management Conference Proceedings. Lecture conducted from Bellevue Washington.

**Rosenfeld, P.E.,** C.L. Henry, R. B. Harrison, and R. Dills. (1997). Comparison of Odor Emissions From Three Different Biosolids Applied to Forest Soil. *Soil Science Society of America*. Lecture conducted from Anaheim California.

## **Teaching Experience:**

UCLA Department of Environmental Health (Summer 2003 through 20010) Taught Environmental Health Science 100 to students, including undergrad, medical doctors, public health professionals and nurses. Course focused on the health effects of environmental contaminants.

National Ground Water Association, Successful Remediation Technologies. Custom Course in Sante Fe, New Mexico. May 21, 2002. Focused on fate and transport of fuel contaminants associated with underground storage tanks.

National Ground Water Association; Successful Remediation Technologies Course in Chicago Illinois. April 1, 2002. Focused on fate and transport of contaminants associated with Superfund and RCRA sites.

California Integrated Waste Management Board, April and May, 2001. Alternative Landfill Caps Seminar in San Diego, Ventura, and San Francisco. Focused on both prescriptive and innovative landfill cover design.

UCLA Department of Environmental Engineering, February 5, 2002. Seminar on Successful Remediation Technologies focusing on Groundwater Remediation.

University Of Washington, Soil Science Program, Teaching Assistant for several courses including: Soil Chemistry, Organic Soil Amendments, and Soil Stability.

U.C. Berkeley, Environmental Science Program Teaching Assistant for Environmental Science 10.

## **Academic Grants Awarded:**

California Integrated Waste Management Board. \$41,000 grant awarded to UCLA Institute of the Environment. Goal: To investigate effect of high carbon wood ash on volatile organic emissions from compost. 2001.

Synagro Technologies, Corona California: \$10,000 grant awarded to San Diego State University. Goal: investigate effect of biosolids for restoration and remediation of degraded coastal sage soils. 2000.

King County, Department of Research and Technology, Washington State. \$100,000 grant awarded to University of Washington: Goal: To investigate odor emissions from biosolids application and the effect of polymers and ash on VOC emissions. 1998.

Northwest Biosolids Management Association, Washington State. \$20,000 grant awarded to investigate effect of polymers and ash on VOC emissions from biosolids. 1997.

James River Corporation, Oregon: \$10,000 grant was awarded to investigate the success of genetically engineered Poplar trees with resistance to round-up. 1996.

United State Forest Service, Tahoe National Forest: \$15,000 grant was awarded to investigating fire ecology of the Tahoe National Forest. 1995.

Kellogg Foundation, Washington D.C. \$500 grant was awarded to construct a large anaerobic digester on St. Kitts in West Indies. 1993

### **Deposition and/or Trial Testimony:**

In the Superior Court of the State of California, County of San Bernardino  
Billy Wildrick, Plaintiff vs. BNSF Railway Company  
Case No. CIVDS1711810  
Rosenfeld Deposition 10-17-2022

In the State Court of Bibb County, State of Georgia  
Richard Hutcherson, Plaintiff vs Norfolk Southern Railway Company  
Case No. 10-SCCV-092007  
Rosenfeld Deposition 10-6-2022

In the Civil District Court of the Parish of Orleans, State of Louisiana  
Millard Clark, Plaintiff vs. Dixie Carriers, Inc. et al.  
Case No. 2020-03891  
Rosenfeld Deposition 9-15-2022

In The Circuit Court of Livingston County, State of Missouri, Circuit Civil Division  
Shirley Ralls, Plaintiff vs. Canadian Pacific Railway and Soo Line Railroad  
Case No. 18-LV-CC0020  
Rosenfeld Deposition 9-7-2022

In The Circuit Court of the 13th Judicial Circuit Court, Hillsborough County, Florida Civil Division  
Jonny C. Daniels, Plaintiff vs. CSX Transportation Inc.  
Case No. 20-CA-5502  
Rosenfeld Deposition 9-1-2022

In The Circuit Court of St. Louis County, State of Missouri  
Kieth Luke et. al. Plaintiff vs. Monsanto Company et. al.  
Case No. 19SL-CC03191  
Rosenfeld Deposition 8-25-2022

In The Circuit Court of the 13th Judicial Circuit Court, Hillsborough County, Florida Civil Division  
Jeffery S. Lamotte, Plaintiff vs. CSX Transportation Inc.  
Case No. NO. 20-CA-0049  
Rosenfeld Deposition 8-22-2022

In State of Minnesota District Court, County of St. Louis Sixth Judicial District  
Greg Bean, Plaintiff vs. Soo Line Railroad Company  
Case No. 69-DU-CV-21-760  
Rosenfeld Deposition 8-17-2022

In United States District Court Western District of Washington at Tacoma, Washington  
John D. Fitzgerald Plaintiff vs. BNSF  
Case No. 3:21-cv-05288-RJB  
Rosenfeld Deposition 8-11-2022

In Circuit Court of the Sixth Judicial Circuit, Macon Illinois  
Rocky Bennyhoff Plaintiff vs. Norfolk Southern  
Case No. 20-L-56  
Rosenfeld Deposition 8-3-2022

In Court of Common Pleas, Hamilton County Ohio  
Joe Briggins Plaintiff vs. CSX  
Case No. A2004464  
Rosenfeld Deposition 6-17-2022

In the Superior Court of the State of California, County of Kern  
George LaFazia vs. BNSF Railway Company.  
Case No. BCV-19-103087  
Rosenfeld Deposition 5-17-2022

In the Circuit Court of Cook County Illinois  
Bobby Earles vs. Penn Central et. al.  
Case No. 2020-L-000550  
Rosenfeld Deposition 4-16-2022

In United States District Court Easter District of Florida  
Albert Hartman Plaintiff vs. Illinois Central  
Case No. 2:20-cv-1633  
Rosenfeld Deposition 4-4-2022

In the Circuit Court of the 4<sup>th</sup> Judicial Circuit, in and For Duval County, Florida  
Barbara Steele vs. CSX Transportation  
Case No.16-219-Ca-008796  
Rosenfeld Deposition 3-15-2022

In United States District Court Easter District of New York  
Romano et al. vs. Northrup Grumman Corporation  
Case No. 16-cv-5760  
Rosenfeld Deposition 3-10-2022

In the Circuit Court of Cook County Illinois  
Linda Benjamin vs. Illinois Central  
Case No. No. 2019 L 007599  
Rosenfeld Deposition 1-26-2022

In the Circuit Court of Cook County Illinois  
Donald Smith vs. Illinois Central  
Case No. No. 2019 L 003426  
Rosenfeld Deposition 1-24-2022

In the Circuit Court of Cook County Illinois  
Jan Holeman vs. BNSF  
Case No. 2019 L 000675  
Rosenfeld Deposition 1-18-2022

In the State Court of Bibb County State of Georgia  
Dwayne B. Garrett vs. Norfolk Southern  
Case No. 20-SCCV-091232  
Rosenfeld Deposition 11-10-2021

In the Circuit Court of Cook County Illinois  
Joseph Ruepke vs. BNSF  
Case No. 2019 L 007730  
Rosenfeld Deposition 11-5-2021

In the United States District Court For the District of Nebraska  
Steven Gillett vs. BNSF  
Case No. 4:20-cv-03120  
Rosenfeld Deposition 10-28-2021

In the Montana Thirteenth District Court of Yellowstone County  
James Eadus vs. Soo Line Railroad and BNSF  
Case No. DV 19-1056  
Rosenfeld Deposition 10-21-2021

In the Circuit Court Of The Twentieth Judicial Circuit, St Clair County, Illinois  
Martha Custer et al.cvs. Cerro Flow Products, Inc.  
Case No. 0i9-L-2295  
Rosenfeld Deposition 5-14-2021  
Trial October 8-4-2021

In the Circuit Court of Cook County Illinois  
Joseph Rafferty vs. Consolidated Rail Corporation and National Railroad Passenger Corporation d/b/a  
AMTRAK,  
Case No. 18-L-6845  
Rosenfeld Deposition 6-28-2021

In the United States District Court For the Northern District of Illinois  
Theresa Romcoe vs. Northeast Illinois Regional Commuter Railroad Corporation d/b/a METRA Rail  
Case No. 17-cv-8517  
Rosenfeld Deposition 5-25-2021

In the Superior Court of the State of Arizona In and For the Cuntly of Maricopa  
Mary Tryon et al. vs. The City of Pheonix v. Cox Cactus Farm, L.L.C., Utah Shelter Systems, Inc.  
Case No. CV20127-094749  
Rosenfeld Deposition 5-7-2021

In the United States District Court for the Eastern District of Texas Beaumont Division  
Robinson, Jeremy et al vs. CNA Insurance Company et al.  
Case No. 1:17-cv-000508  
Rosenfeld Deposition 3-25-2021

In the Superior Court of the State of California, County of San Bernardino  
Gary Garner, Personal Representative for the Estate of Melvin Garner vs. BNSF Railway Company.  
Case No. 1720288  
Rosenfeld Deposition 2-23-2021

In the Superior Court of the State of California, County of Los Angeles, Spring Street Courthouse  
Benny M Rodriguez vs. Union Pacific Railroad, A Corporation, et al.  
Case No. 18STCV01162  
Rosenfeld Deposition 12-23-2020

In the Circuit Court of Jackson County, Missouri  
Karen Cornwell, Plaintiff, vs. Marathon Petroleum, LP, Defendant.  
Case No. 1716-CV10006  
Rosenfeld Deposition 8-30-2019

In the United States District Court For The District of New Jersey  
Duarte et al, Plaintiffs, vs. United States Metals Refining Company et. al. Defendant.  
Case No. 2:17-cv-01624-ES-SCM  
Rosenfeld Deposition 6-7-2019

In the United States District Court of Southern District of Texas Galveston Division  
M/T Carla Maersk vs. Conti 168., Schiffahrts-GMBH & Co. Bulker KG MS “Conti Perdido” Defendant.  
Case No. 3:15-CV-00106 consolidated with 3:15-CV-00237  
Rosenfeld Deposition 5-9-2019

In The Superior Court of the State of California In And For The County Of Los Angeles – Santa Monica  
Carole-Taddeo-Bates et al., vs. Ifran Khan et al., Defendants  
Case No. BC615636  
Rosenfeld Deposition 1-26-2019

In The Superior Court of the State of California In And For The County Of Los Angeles – Santa Monica  
The San Gabriel Valley Council of Governments et al. vs El Adobe Apts. Inc. et al., Defendants  
Case No. BC646857  
Rosenfeld Deposition 10-6-2018; Trial 3-7-19

In United States District Court For The District of Colorado  
Bells et al. Plaintiffs vs. The 3M Company et al., Defendants  
Case No. 1:16-cv-02531-RBJ  
Rosenfeld Deposition 3-15-2018 and 4-3-2018

In The District Court Of Regan County, Texas, 112<sup>th</sup> Judicial District  
Phillip Bales et al., Plaintiff vs. Dow Agrosiences, LLC, et al., Defendants  
Cause No. 1923  
Rosenfeld Deposition 11-17-2017

In The Superior Court of the State of California In And For The County Of Contra Costa  
Simons et al., Plaintiffs vs. Chevron Corporation, et al., Defendants  
Cause No. C12-01481  
Rosenfeld Deposition 11-20-2017

In The Circuit Court Of The Twentieth Judicial Circuit, St Clair County, Illinois  
Martha Custer et al., Plaintiff vs. Cerro Flow Products, Inc., Defendants  
Case No.: No. 0i9-L-2295  
Rosenfeld Deposition 8-23-2017

In United States District Court For The Southern District of Mississippi  
Guy Manuel vs. The BP Exploration et al., Defendants  
Case No. 1:19-cv-00315-RHW  
Rosenfeld Deposition 4-22-2020

In The Superior Court of the State of California, For The County of Los Angeles  
Warrn Gilbert and Penny Gilbert, Plaintiff vs. BMW of North America LLC  
Case No. LC102019 (c/w BC582154)  
Rosenfeld Deposition 8-16-2017, Trail 8-28-2018

In the Northern District Court of Mississippi, Greenville Division  
Brenda J. Cooper, et al., Plaintiffs, vs. Meritor Inc., et al., Defendants  
Case No. 4:16-cv-52-DMB-JVM  
Rosenfeld Deposition July 2017

In The Superior Court of the State of Washington, County of Snohomish  
Michael Davis and Julie Davis et al., Plaintiff vs. Cedar Grove Composting Inc., Defendants  
Case No. 13-2-03987-5  
Rosenfeld Deposition, February 2017  
Trial March 2017

In The Superior Court of the State of California, County of Alameda  
Charles Spain., Plaintiff vs. Thermo Fisher Scientific, et al., Defendants  
Case No. RG14711115  
Rosenfeld Deposition September 2015

In The Iowa District Court In And For Poweshiek County  
Russell D. Winburn, et al., Plaintiffs vs. Doug Hoksbergen, et al., Defendants  
Case No. LALA002187  
Rosenfeld Deposition August 2015

In The Circuit Court of Ohio County, West Virginia  
Robert Andrews, et al. v. Antero, et al.  
Civil Action No. 14-C-30000  
Rosenfeld Deposition June 2015

In The Iowa District Court for Muscatine County  
Laurie Freeman et. al. Plaintiffs vs. Grain Processing Corporation, Defendant  
Case No. 4980  
Rosenfeld Deposition May 2015

In the Circuit Court of the 17<sup>th</sup> Judicial Circuit, in and For Broward County, Florida  
Walter Hinton, et. al. Plaintiff, vs. City of Fort Lauderdale, Florida, a Municipality, Defendant.  
Case No. CACE07030358 (26)  
Rosenfeld Deposition December 2014

In the County Court of Dallas County Texas  
Lisa Parr et al, Plaintiff, vs. Aruba et al, Defendant.  
Case No. cc-11-01650-E  
Rosenfeld Deposition: March and September 2013  
Rosenfeld Trial April 2014

In the Court of Common Pleas of Tuscarawas County Ohio  
John Michael Abicht, et al., Plaintiffs, vs. Republic Services, Inc., et al., Defendants  
Case No. 2008 CT 10 0741 (Cons. w/ 2009 CV 10 0987)  
Rosenfeld Deposition October 2012

In the United States District Court for the Middle District of Alabama, Northern Division  
James K. Benefield, et al., Plaintiffs, vs. International Paper Company, Defendant.  
Civil Action No. 2:09-cv-232-WHA-TFM  
Rosenfeld Deposition July 2010, June 2011

In the Circuit Court of Jefferson County Alabama  
Jaeanette Moss Anthony, et al., Plaintiffs, vs. Drummond Company Inc., et al., Defendants  
Civil Action No. CV 2008-2076  
Rosenfeld Deposition September 2010

In the United States District Court, Western District Lafayette Division  
Ackle et al., Plaintiffs, vs. Citgo Petroleum Corporation, et al., Defendants.  
Case No. 2:07CV1052  
Rosenfeld Deposition July 2009



To: City of Tracy Planning Commission

From: Golden State Environmental Justice Alliance

Subject: Costco Depot Annex RDEIR

This letter is to serve as further comment in addition to all previously submitted comments and documents by Golden State Environmental Justice Alliance.

### **CalEnviroScreen Information**

CalEnviroScreen is a mapping tool that helps identify California communities that are most affected by many sources of pollution, and where people are often especially vulnerable to pollution's effects. CalEnviroScreen uses environmental, health, and socioeconomic information to produce scores for every census tract in the state. The scores are mapped so that different communities can be compared. An area with a high score is one that experiences a much higher pollution burden than areas with low scores. CalEnviroScreen ranks communities based on data that are available from state and federal government sources. CalEnviroScreen is updated and maintained by The Office of Environmental Health Hazard Assessment, on behalf of the California Environmental Protection Agency.

### **CalEnviroScreen Data on Costco Depot Annex Project Location/Area**

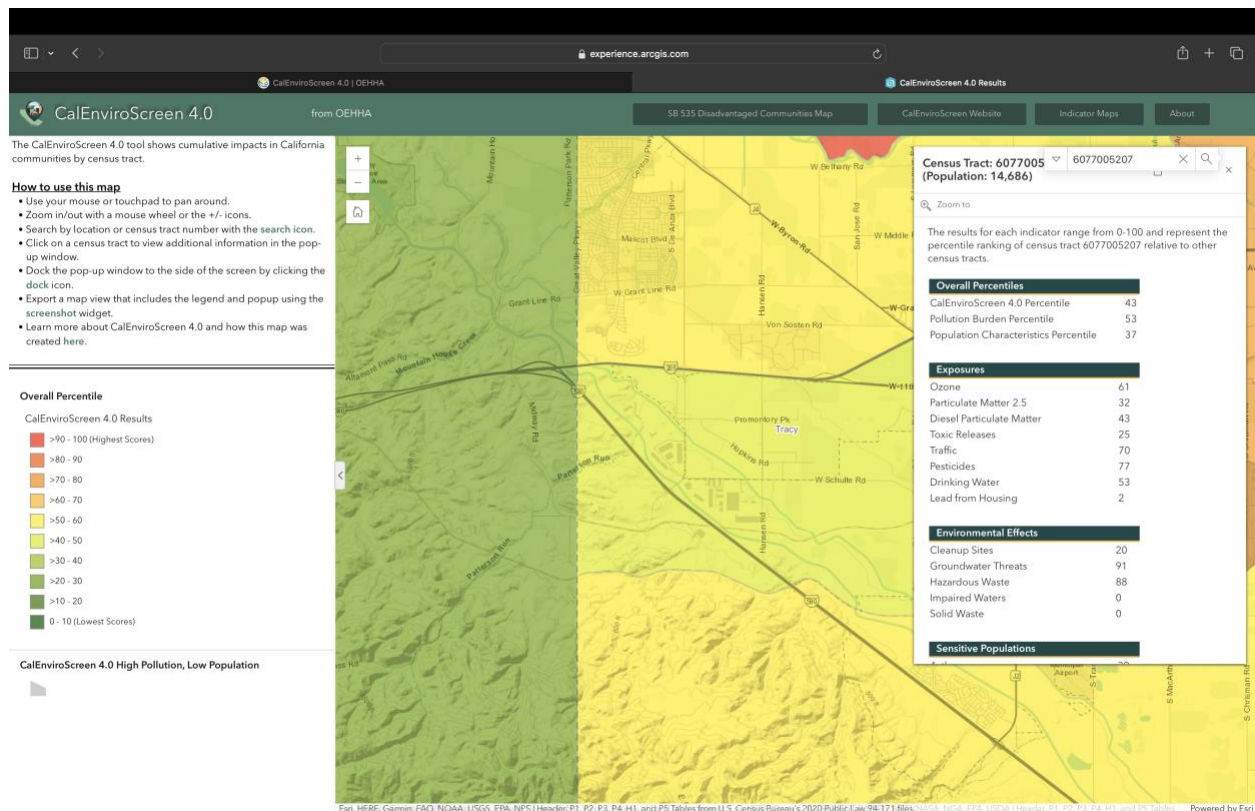
The above listed project is in census tract **6077005207**. Overall, when compared to other census tracts, the project site census tract is in the 43<sup>rd</sup> percentile regarding pollution. As far as pollution burden is concerned, this census tract is in the 53<sup>rd</sup> percentile. In terms of Ozone, this census tract is in the 61<sup>st</sup> percentile, Particulate Matter 2.5 32<sup>nd</sup> percentile, Diesel Particulate Matter 43<sup>rd</sup> percentile, Toxic Releases 25<sup>th</sup> percentile and Traffic 70<sup>th</sup> percentile to name a few.



**Tracy Costco Depot Annex**  
**Census Tract: 6077005207**

**Population: 14,686**

Environmental Effects	%
Groundwater Threats	<b>91%</b>
Hazardous Waste	<b>88%</b>
Sensitive Populations	%
Cardiovascular Disease	<b>74%</b>
Asthma	<b>39%</b>
Low Birth Weight	<b>52%</b>
Exposures	%
Ozone	<b>61%</b>
Drinking Water	<b>53%</b>
Socioeconomic Factors	%
Unemployment	<b>39%</b>
Overall Percentiles	%
Population Characteristics Percentile	<b>53%</b>
CalEnviroScreen 4.0 Percentile	<b>43%</b>



## **Conclusion**

Consider the above referenced information when making this important decision. Realize that you and the citizens of this area face some of the WORST POLLUTION BURDEN in the entire state of California.

It is the responsibility of the City's elected and appointed officials to make environmentally responsible development decisions. Based on the CalEnviroScreen data, this is more than sufficient evidence of the further air quality impacts that the citizenry of Tracy will continue to encounter with further development of another warehouse. We are not against development, as we believe it is necessary for further economic growth in our current society. Development needs to be conducted with the highest of expectations to ensure the local population does not suffer further air quality burdens.

We stand by our comments and believe the RDEIR is flawed and should be redrafted and recirculated for public review.

Respectfully Submitted,

*Peter Sheehan*

Peter Sheehan  
**GSEJA**

## **Source -**

[https://experience.arcgis.com/experience/4af93cf9888a424481d2868391af2d82/page/home/?data\\_id=dataSource\\_2-1754d6afdb4-layer-9%3A7306](https://experience.arcgis.com/experience/4af93cf9888a424481d2868391af2d82/page/home/?data_id=dataSource_2-1754d6afdb4-layer-9%3A7306)

## **Glossary of Terms**

Ozone - Amount of daily maximum 8-hour Ozone concentration

Particulate Matter 2.5 - Annual mean PM 2.5 concentrations

Diesel Particulate Matter - Diesel PM emissions from on-road and non-road sources

Toxic Releases - Toxicity-weighted concentrations of modeled chemical releases to air from facility emissions and off-site incineration.

Traffic -Traffic density, in vehicle-kilometers per hour per road length, within 150 meters of the census tract boundary.

**From:** [Gina Peace](#)  
**To:** [Miranda Aguilar](#)  
**Subject:** FW: Planning Commission Comment for December 4, 2024 Public Hearing Agenda Item 1.D  
**Date:** Tuesday, December 3, 2024 2:41:24 PM  
**Attachments:** [image001.png](#)  
[Sierra Club Letter to Tracy Planning Commission re Costco Project 12.3.2024.pdf](#)

---

---

**From:** Mike Burton [REDACTED]  
**Sent:** Tuesday, December 3, 2024 12:13 PM  
**To:** Public Comment <publiccomment@cityoftracy.org>; Web - City Clerk <CityClerk@cityoftracy.org>  
**Cc:** Heather M. Minner [REDACTED] Planning Admin <PlanningAdmin@cityoftracy.org>; Genevieve Federighi <Genevieve.Federighi@cityoftracy.org>; BijalPatel@cityoftracy.org; 'Margo Praus' [REDACTED]  
**Subject:** Planning Commission Comment for December 4, 2024 Public Hearing Agenda Item 1.D

Some people who received this message don't often get email from [REDACTED]. [Learn why this is important](#)

**Caution:** This is an external email. Please take care when clicking links or opening attachments.

Dear Commissioners:

Please find attached to this email comments from Heather Minner of our office on behalf of Sierra Club, Delta Sierra Group of the Mother Lode Chapter on matters related to the Tracy Costco Depot Annex Project – December 4, 2024 Public hearing Agenda Item 1.D.

Please contact me if you cannot access the attachment.

Sincerely,  
Mike Burton



Mike Burton  
Legal Secretary  
Shute, Mihaly & Weinberger LLP  
396 Hayes Street  
San Francisco, CA 94102-4421  
p: 415/552-7272 x212 |  
[www.smwlaw.com](http://www.smwlaw.com) | A San Francisco Green Business

CONFIDENTIALITY NOTICE

The information contained in this e-mail message, including any attachment(s), is privileged, confidential, and protected from disclosure. If you are not the intended recipient, you may not read, use, copy, disclose, or distribute the information contained in this e-mail message. If you think that you have received this communication in error, please promptly advise Shute, Mihaly & Weinberger LLP by e-mail at [info@smwlaw.com](mailto:info@smwlaw.com) or telephone at (415) 552 7272, and delete all copies of this message.

SHUTE MIHALY  
& WEINBERGER LLP

396 HAYES STREET, SAN FRANCISCO, CA 94102  
T: (415) 552-7272 F: (415) 552-5816  
www.smwlaw.com

HEATHER M. MINNER  
Attorney  
minner@smwlaw.com

December 3, 2024

**Via E-Mail Only**

City of Tracy Planning Commission  
333 Civic Center Plaza  
Tracy, CA 95376  
[publiccomment@cityoftracy.org](mailto:publiccomment@cityoftracy.org)  
[cityclerk@cityoftracy.org](mailto:cityclerk@cityoftracy.org)

Re: Tracy Costco Depot Annex Project – December 4, 2024 Public Hearing  
Agenda Item 1.D

Dear Commissioners:

We represent the Sierra Club, Delta Sierra Group of the Mother Lode Chapter on matters related to the proposed Tracy Costco Depot Annex Project (Project). We are writing to request that the City of Tracy revise the draft Mitigation Monitoring and Reporting Program (MMRP) for the Project to include Additional Project Sustainability Measures that Costco has recently agreed to, as reflected in its Updated and Revised Project Description submitted to the City on November 27, 2024.

In comments submitted on the Draft and Recirculated Draft EIR, the Sierra Club expressed concerns regarding the Project's air quality, greenhouse gas emissions, and transportation impacts. After productive discussions with Costco, the Sierra Club and Costco reached a settlement agreement in which Costco commits to a number of Enhanced Measures that will mitigate the Project's significant air quality and transportation impacts, among others.

Part I of the settlement agreement's Enhanced Measures are already included in the draft MMRP (and MMRP Errata) for the Project. However, the Enhanced Measures that Costco has agreed to in Part II of the settlement agreement are not yet included in the draft MMRP. Last Wednesday, Costco submitted an Updated and Revised Project Description to the City that includes these Part II Enhanced Measures as "Additional

City of Tracy Planning Commission  
December 3, 2024  
Page 2

Project Sustainability Measures” on pages 7 to 9 of the Project Description. Please see the attached letter from Costco to the City of Tracy dated Nov. 27, 2024, which includes the Costco/Sierra Club Settlement Agreement and Costco’s Updated and Revised Project Description.

The Additional Project Sustainability Measures include commitments to use zero-emission heavy duty trucks and medium-duty vehicles and provide additional electric vehicle charging stations. Specifically, the Measures titled Construction Worker Trip Reduction, Zero Emission Heavy-Duty Trucks, Zero Emission Vehicles, Compliance Report, Lease Agreements and Future Owners, SmartWay Program, Building Codes, Electric Charging, and SJVAPCD, will all reduce the Project’s significant air quality and transportation impacts and ensure that implementation of these measures are enforceable.

Accordingly, they must be added to the MMRP for the Project (with the Compliance Report Measure being modified to require submittal to the City, as opposed to the Sierra Club). As the draft MMRP for the Project explains:

This MMRP has been prepared pursuant to Section 21081.6 of the California Public Resources Code, which requires public agencies to “adopt a reporting and monitoring program for the *changes made to the project* or conditions of project approval, adopted in order to mitigate or avoid significant effects on the environment.” A MMRP is required for the proposed project because the EIR has identified potentially significant adverse impacts, and measures have been identified to mitigate those impacts.

Regardless of this requirement, incorporating these Additional Project Sustainability Measures into the Project MMRP will ensure that all measures designed to reduce the Project’s significant environmental impacts are transparent to the public and can be tracked and enforced equally through the City’s typical process. The MMRP already includes the “Project Sustainability Measures” identified in Costco’s Project Description and there is no reason to exclude the Additional Project Sustainability Measures that Costco has now included in its Updated and Revised Project Description. These Measures (excluding the Designated Smoking Areas and Agricultural Lands Measures) should be added to Mitigation Measure 3.3, which includes measures to reduce the Project’s significant air quality impacts.

We have appreciated Costco’s collaboration throughout this process and their willingness be a leader in the industry by agreeing to the Additional Project Sustainability

City of Tracy Planning Commission  
December 3, 2024  
Page 3

Measures. We respectfully request that the Planning Commission follow suit and recommend to the City Council that these measures now be included in the Project's Mitigation Monitoring and Reporting Program.

Very truly yours,

SHUTE, MIHALY & WEINBERGER LLP



Heather M. Minner

CC: Forrest Ebbs, Director of Community & Economic Development Services  
[PlanningAdmin@CityofTracy.org](mailto:PlanningAdmin@CityofTracy.org)  
Genevieve Federighi, Project Planner  
[Genevieve.Federighi@cityoftracy.org](mailto:Genevieve.Federighi@cityoftracy.org)  
Bijal Patel, City Attorney  
[Bijal.Patel@cityoftracy.org](mailto:Bijal.Patel@cityoftracy.org)  
Margo Praus, President, Sierra Club, Delta Sierra Group,  
[margopraus@msn.com](mailto:margopraus@msn.com)

Attachment: Letter from Costco Wholesale to City of Tracy, Community and Economic Development Department (November 27, 2024), with attachments.



11/27/24

Forrest Ebbs  
City of Tracy  
Community and Economic Development Department  
333 Civic Center Plaza  
Tracy, CA 95376

Dear Forrest,

As you are aware, the Sierra Club submitted comments in response to the Costco Tracy Depot Annex Environmental Impact Report ("EIR"). Given Costco's strong commitment to sustainability, we embarked upon extensive and productive negotiations with the Sierra Club concerning its concerns and suggestions. As a result, Costco and the Sierra Club have entered into a settlement agreement concerning our project. For your information and the City's records, the fully executed settlement agreement is attached to this letter.

In the settlement agreement, Costco commits to two sets of Enhanced Measures. The first set entails Enhanced Measures that Costco has previously requested in writing that the City include as mitigation measures within the EIR. We expect that the Final EIR will therefore include such measures, most of which were also discussed with the City's Environmental Sustainability Commission during the Draft EIR public hearing.

The second set of Enhanced Measures are ones to which Costco has contractually bound itself to the Sierra Club to implement as part of the project. In order to cement Costco's commitment to these measures and per the settlement agreement terms, Costco has revised the Project Description element of our application to reflect such measures being part of our project. The Project Description has also been updated to reflect the revisions and refinements that have been made to the project since our application was originally submitted. Our updated and revised Project Description is attached.

Costco is very pleased to have reached this milestone. We look forward to the upcoming public hearings on the EIR and project entitlements. Please do not hesitate to contact me with any questions.

Regards,

A handwritten signature in black ink, appearing to read "Christine Lasley".

Christine Lasley  
Director, Real Estate Development

Cc: Scott Claar, Genevieve Federighi, Teresa Jones, Dave Messner, Eric Orren, Margaret McCulla

Enc (2)



## **SETTLEMENT AGREEMENT AND RELEASE**

This Settlement Agreement and Release of All Claims ("Agreement") is entered into by and between the Sierra Club, a California nonprofit public benefit association, and the Delta-Sierra Group (collectively, "Sierra Club"), and Costco Wholesale Corporation ("Developer"), (collectively referred to as "Parties" or singularly "Party"), to terminate fully and finally all disputes concerning the matters set forth below.

### **RECITALS**

WHEREAS, Developer proposes to develop an approximately 105-acre warehouse facility commonly known as the Tracy Costco Depot Annex (the "Project") for light industrial land uses within the City of Tracy. The conceptual site plan proposes construction and operation of 1,736,724 square feet of warehouse space in two warehouse buildings, an employee parking lot with 576 parking stalls, approximately 600 truck and trailer parking stalls, and related infrastructure. Developer has applied to the City of Tracy ("City") for the following project approvals: (1) adoption of a Resolution certifying the Tracy Costco Annex Environmental Impact Report (SCH #2020080531) ("EIR"), including a Statement of Overriding Considerations, and adoption of a Mitigation Monitoring and Reporting Program ("MMRP"); (2) pre-zoning of the property to M-1; (3) annexation of the Project site into the City; (4) approval of building design, landscaping, and other site features; and (5) building, grading, and other permits necessary for project construction ((1) through (5), collectively, the "Project Approvals"); and

WHEREAS, the Sierra Club submitted comments on the EIR requesting that additional air quality and other mitigation measures be included in the EIR and MMRP for the Project; and

WHEREAS, the Parties wish to resolve fully and finally all disputes that may exist between the Parties concerning the Project Approvals.

NOW, THEREFORE, based upon the foregoing recitals and the terms, conditions, covenants, and agreements contained above and incorporated in full below, the Parties agree as follows:

### **AGREEMENT**

For good and valuable consideration, the receipt of which is acknowledged by each Party hereto, the Parties promise and agree as follows:

1. If the City approves the Project, and the certified EIR and adopted MMRP include all of the Mitigation Measures in Part I of the attached Tracy Costco Depot Annex Project Enhanced Measures (Attachment A), and Developer submits to the City an amended Project Statement stating that the Project includes all of the Enhanced Measures in Part II of the attached Tracy Costco Depot Annex Project Enhanced Measures, then neither the Sierra Club nor any of its affiliates will, now or in the future, file or submit any petitions, complaints, claims, grievances, special proceedings or any other actions against the City or Developer with any state, federal, or local agency or court challenging the Project Approvals or the proposed annexation of the Project site into the City. If the Sierra Club or an affiliate of the Sierra Club makes any claim against any of the Project Approvals or



the proposed annexation of the Project site into the City in violation of this Section 1, such violation shall constitute a breach of this Agreement by the Sierra Club.

2. In connection with the development of the Project, Developer agrees to comply with both Parts I and II of the Tracy Depot Annex Project Enhanced Measures set forth in Attachment A and will comply with all applicable City building code requirements.
3. Provided that no claim has been initiated by the Sierra Club or any of its affiliates, Developer shall reimburse Sierra Club \$73,463.00 for Sierra Club's attorney's fees and costs incurred in the administrative phase of the Project Approvals. Payment shall be made to the Shute, Mihaly & Weinberger LLP trust account. Developer shall make this payment within ten (10) days of the expiration of the statute of limitations set forth in Section 21167 of the Public Resources Code applicable to actions or proceedings to attack, review, set aside, void, or annul the City of Tracy's determination of CEQA compliance for the Project Approvals, or within 90 days of the date this Agreement is fully executed, whichever is later.
4. This Agreement shall be effective and binding upon the Parties upon the execution of this Agreement by all parties.
5. Miscellaneous.
  - a. Exclusive Remedies. The Parties' sole and exclusive remedy for breach of this Agreement shall be an action for specific performance or injunction. In no event shall any Party be entitled to monetary damages for breach of this Agreement. In addition, no legal action for specific performance or injunction shall be brought or maintained until: (a) the non-breaching Party provides written notice to the breaching Party which explains with particularity the nature of the claimed breach, and (b) within thirty (30) days after receipt of said notice, the breaching Party fails to cure the claimed breach or, in the case of a claimed breach which cannot be reasonably remedied within a thirty (30) day period, the breaching Party fails to commence to cure the claimed breach within such thirty (30) day period, and thereafter diligently completes the activities reasonably necessary to remedy the claimed breach.
  - b. Notices. All notices and other communications required to be provided pursuant to this Agreement shall be by electronic mail and by first class mail to the following persons at the following addresses:

**SIERRA CLUB:**

Margo Praus  
Delta-Sierra Group  
P.O. Box 9258  
Stockton, CA 95208  
margopraus@msn.com

with copy to:

Sierra Club  
Aaron Isherwood, Coordinating Attorney  
2101 Webster St., Suite 1300  
Oakland, CA 94612  
aaron.isherwood@sierraclub.org

with copy to:

Shute, Mihaly & Weinberger LLP  
Heather Minner  
396 Hayes Street  
San Francisco, CA 94102  
minner@smwlaw.com

**COSTCO:**

Costco Wholesale Corporation  
Alice Truong  
999 Lake Dr., Suite 200  
Issaquah, WA 98027  
altruong@costco.com  
(location # 1731/1732)

with copy to:

Anna Shimko  
Burke, Williams & Sorensen, LLP  
1 California St. Suite 3050  
San Francisco, CA 94111  
ashimko@bwslaw.com

- c. Binding on Successors. The terms, covenants, and conditions of this Agreement shall be binding upon and shall inure to the benefit of the heirs, executors, administrators, successors and assigns of the respective Parties. Developer shall record a copy of this Agreement against the Property. Developer will provide a copy of the recorded Agreement to Sierra Club within fifteen (15) days of such recording. The Parties shall give notice to all other Parties of any successor or assign of the Party.
- d. Non-Admission of Liability. The Parties acknowledge and agree that this Agreement is a settlement of disputed claims. Neither the fact that the Parties have settled nor the terms of this Agreement shall be construed in any manner as an admission of any liability by any Party.
- e. Assistance of Counsel. Each Party specifically represents that it has consulted to its satisfaction with and received independent advice from its respective counsel



prior to executing this Agreement concerning the terms and conditions of this Agreement.

- f. Waiver. Failure to insist on compliance with any term, covenant or condition contained in this Agreement shall not be deemed a waiver of that term, covenant or condition, nor shall any waiver or relinquishment of any right or power contained in this Agreement at any one time or more times be deemed a waiver or relinquishment of any right or power at any other time or times.
- g. Severability. Should any portion, word, clause, phrase, sentence or paragraph of this Agreement be declared void or unenforceable, such portion shall be considered independent and severable from the remainder, the validity of which shall remain unaffected.
- h. Governing Law and Venue. This Agreement is made and entered into in the State of California, and shall in all respects be interpreted, enforced and governed under the laws of said State without giving effect to conflicts of laws principles. Any action to enforce, invalidate, or interpret any provision of this Agreement shall be brought in San Joaquin County Superior Court.
- i. Entire Agreement. This Agreement constitutes the entire agreement between the Parties who have executed it and supersedes any and all other agreements, understandings, negotiations, or discussions, either oral or in writing, express or implied between the Parties to this Agreement. No representation, inducement, promise, agreement or warranty not contained in this Agreement, including, but not limited to, any purported supplements, modifications, waivers, or terminations of this Agreement shall be valid or binding, unless executed in writing by all of the Parties to this Agreement.
- j. Each of the signatories hereto represents and warrants that he or she is competent and authorized to enter into this Agreement on behalf of the Party for whom he or she purports to sign.
- k. Counterparts. This Agreement may be executed in multiple counterparts, each of which shall be considered an original but all of which shall constitute one agreement.

[SIGNATURES COMMENCE ON FOLLOWING PAGE]

IN WITNESS WHEREOF, the undersigned execute this Settlement Agreement and Release, and hereby agree to all terms and conditions herein, on the dates set forth below.

**SIERRA CLUB**

By: Margo Praus  
Name: Margo Praus  
Its: Chair, Delta-Sierra Group  
Date: 11/8/2024

**COSTCO WHOLESALE**

Signed by:  
By: Teresa Jones  
1FC4FC62690A4D7...  
Name: Teresa Jones  
Its: Executive Vice President of Depots & Traffic  
Date: 11/14/2024

Attachment A: Tracy Costco Depot Annex Project Enhanced Measures

Attachment A: Tracy Costco Depot Annex Project  
 Enhanced Measures

Part I

<b>EM-1: Renewable Power:</b> The Project applicant shall supply 100% of project electricity demand from renewable sources. The Project applicant shall procure power from a combination of onsite solar generation and direct source renewable purchased energy; however, at no time shall the Project site be supplied with any greater than 3.4 megawatts of direct source renewable purchased energy. Upon project opening, the Project applicant shall generate at least 3.8 megawatts of renewable electricity from solar facilities located on site. Such facilities may include solar photovoltaic panels on the roofs of the buildings or elsewhere on site (e.g., awnings, canopies or "solar trees" in parking area). The Project shall be designed and constructed to allow future expansion of solar facilities on site as electricity demand increases. The Project applicant shall, as part of the solar microgrid, install a battery storage system with enough capacity to power the project's basic building functions for 48 hours.
<b>EM-2: Indirect Source Review:</b> The Project Applicant shall comply with SJVAPCD Rule 9510 (Indirect Source Review) to reduce growth in both NOx and PM10 emissions.
<b>EM-3: Architectural Coatings:</b> The Project applicant shall ensure that construction plans require that architectural and industrial maintenance coatings (e.g., paints) applied on the Project site shall be consistent with a VOC content of <50 g/L. However, the Project applicant shall not be expected to exercise control over materials painted offsite by a third party.
<b>EM-4: SJVAPCD Regulation VIII Compliance:</b> The Project Applicant shall, during construction, install signage on any unpaved primary construction accessways onsite on the project site to limit vehicle speeds to no more than 15 mph. The Project Applicant shall comply with SJVAPCD Regulation VIII (Fugitive dust rule).
<b>EM-5: Construction Meal Destinations:</b> Project construction plans and specifications shall require the contractor to establish one or more locations for food or catering truck service to construction workers and to cooperate with food service providers to provide food service in a consistent manner.
<b>EM-6: Zero Emission Forklifts, Yard Trucks and Yard Equipment:</b> The Project Applicant shall ensure that all exclusively on-site vehicles owned and operated by Costco (i.e., forklifts, yard goats, pallet jacks, scissor lifts, etc.) shall be electric or zero-emission vehicles, and shall provide on-site electrical charging facilities to adequately service such electric vehicles.
<b>EM-7: Truck Idling Restrictions:</b> The Project Applicant shall take reasonable measures to restrict truck idling (during construction and operation) onsite to a maximum of two minutes, and in no instance shall idling exceed five minutes. To achieve this limit, (a) trucks owned or operated by Costco that access the project site must be equipped with engine idle shutdown timers and (b) developer will inform drivers and operators of idling time limits by including highly visible signage at key points onsite, such as at docks and delivery areas. The Project Applicant shall train managers and employees on efficient scheduling and load management to minimize queuing and idling of trucks.
<b>EM-8: Electric Charging:</b> The Project Applicant shall provide electrical outlets for charging of employee e-bikes. The Project Applicant shall install conduit as infrastructure for electric vehicle charging stations onsite to allow for the Project to serve electric trucks in the future. Such conduit shall be provided on the site to serve 50% of the number of truck docking stations, with the location of conduit at the discretion of the developer (e.g., truck trailer parking spaces or other locations). The Project Applicant shall ensure that sufficient electric vehicle charging stations are installed when necessary to serve the charging demands of electric trucks and vehicles domiciled at the Project site.
<b>EM-9: Project Operations, Food Service:</b> The Project Applicant shall provide food and drink service for sale onsite to provide meal options to operations employees in a consistent manner.



Attachment A: Tracy Costco Depot Annex Project  
 Enhanced Measures

**EM-10: Project Operations, Employee Trip Reduction:** The Project applicant shall implement feasible Transportation Demand Management (TDM) strategies, which would decrease the VMT generated by the Project by 15 percent. Specific potential TDM strategies include, but are not limited to, the following:

- Emergency Ride Home (ERH) Program
- Existing, Agency-Run Employee Rideshare Program
- Employee Ride-Share Messaging and Promotion
- Designated Parking Spaces for Car Share Vehicles
- City Minimum or Fewer Parking Stalls
- Bicycle Parking at Front Entrance of Buildings: Secure, and Indoors or Covered
- Electrical Outlets for E-Bike Charging
- Lockers and Showers for Employees
- Onsite Food and Drink Service for Sale for Employees
- Enhanced Pedestrian Crossing Treatment within Site

The TDM Plan shall be submitted to the City for review, and the effectiveness of the TDM Plan shall be evaluated, monitored, and revised, if determined necessary by the City. The TDM Plan shall include the TDM strategies that will be implemented during the lifetime of the proposed Project and shall outline the anticipated effectiveness of the strategies. The effectiveness of the TDM Plan may be monitored through annual surveys to determine employee travel mode split and travel distance for home-based work trips, and/or the implementation of technology to determine the amount of traffic generated by and home-based work miles traveled by employees, which shall be determined in coordination with the City. Additionally, should the initial TDM Plan submitted to the City for review be projected to fall short of achieving a 15 percent decrease in VMT, the Project applicant shall pay any VMT banking fee in effect at the time of building permit issuance to secure VMT credits of a total of 15 percent for the subject building, taking into account the stated percent efficacy for the TDM measures above. Should the initial TDM Plan submitted to the City for review be projected to fall short of achieving a 15 percent decrease in VMT and a VMT banking fee is not in effect at the time of building permit issuance, the Project applicant shall make a one-time contribution to the City of Tracy transit service provider, TRACER, equal to the amount that would be calculated using the City's draft VMT banking fee of \$633.11 per VMT, as documented in the Transportation and Circulation section of the Draft EIR, to enable opportunity of transit services that would benefit the Tracy community in perpetuity and overcome the TDM Plan's shortfall in projected VMT reduction

**EM-11: Yard Sweeping:** The Project Applicant shall devise and implement a property maintenance plan prior to project operation that includes sweeping parking lots regularly to remove road dust, tire wear, brake dust, and other contaminants.

**EM-12: Diesel Generators:** The Project Applicant shall ensure that diesel generators shall not be used on site during project operations, except in emergency situations, in which case such generators shall have Best Available Control Technology (BACT) that meets CARB's final Tier IV emission standards.

Attachment A: Tracy Costco Depot Annex Project  
 Enhanced Measures

Part II

<p><b>EM-A: Construction Worker Trip Reduction:</b> Project construction plans and specifications will require contractor to provide transit and ridesharing information for construction workers.</p>
<p><b>EM-B: Zero Emission Heavy-Duty Trucks:</b> The following mitigation measures shall be implemented during all on-going business operations and shall be included as part of contractual lease agreement language, if the facility is leased in the future, to ensure the tenants/lessees are informed of all on-going operational responsibilities.</p> <p>The property owner/operator/tenant/lessee shall ensure that 72% of all heavy-duty (Class 7 and 8) truck trips transporting goods from the Direct Delivery Center warehouse facility on the project site to the Market Delivery Operations facilities (that 72% being the "MDO Trips") are model year 2014 or later from start of operations and shall expedite a transition to zero-emission vehicles, with the fleet making MDO Trips fully zero-emission by December 31, 2027 or when commercially available for the intended application, whichever date is later. The property owner/operator/tenant/lessee shall ensure that 100% of all heavy-duty (Class 7 and 8) truck trips originating on the project site to move goods between the project site and the existing Costco Tracy Depot are zero-emission at the start of operations.</p> <p>A zero-emission vehicle shall ordinarily be considered commercially available if the vehicle is capable of serving the intended purpose and is included in California's Hybrid and Zero-Emission Truck and Bus Voucher Incentive Project, <a href="https://californiahvip.org/">https://californiahvip.org/</a>, or listed as available in the US on the Global Commercial Vehicle Drive to Zero inventory, <a href="https://globaldrivetozero.org/">https://globaldrivetozero.org/</a>. In order for such vehicles to be considered commercially unavailable, at least three (3) months prior to the deadline above, the operator must secure documentation from a minimum of three (3) EV dealers identified on the <a href="https://californiahvip.org">californiahvip.org</a> website demonstrating the inability to obtain the required EVs or equipment needed within 6 months.</p> <p>In addition to the obligations above, the property owner/operator/tenant/lessee shall ensure that, regardless of commercial availability determinations, a minimum of the following percentages of heavy-duty trucks (Class 7 and 8) making MDO Trips shall be zero-emission vehicles: 10% by December 31, 2027; 25% by December 31, 2030; 50% by December 31, 2033; 75% by December 31, 2036; and 100% by December 31, 2039.</p> <p>Zero-emission heavy-duty trucks which require service can be temporarily replaced with model year 2014 or later trucks. Replacement trucks shall be used for only the minimum time required for servicing fleet trucks.</p>
<p><b>EM-C: Zero Emission Vehicles:</b> The property owner/tenant/lessee shall utilize a "clean fleet" of vehicles/delivery vans/trucks (Class 2 through 6) as part of business operations as follows: For any vehicle (Class 2 through 6) owned by the property owner/tenant/lessee that travels to and from the project site, the following "clean fleet" requirements apply: (i) 65% of the fleet will be zero emission vehicles at start of operations, (ii) 80% of the fleet will be zero emission vehicles by December 31, 2025, and (iv) 100% of the fleet will be zero emission vehicles by December 31, 2027.</p>



Attachment A: Tracy Costco Depot Annex Project  
Enhanced Measures

<p>Zero-emission vehicles which require service can be temporarily replaced with alternate vehicles. Replacement vehicles shall be used for only the minimum time required for servicing fleet vehicles.</p>
<p>The property owner/tenant/lessee shall not be responsible to meet "clean fleet" requirements for vehicles used by common carriers operating under their own authority that provide delivery services to or from the project site.</p>
<p><b>EM-D: Compliance Report:</b> For the first five (5) years following project approval, the Operator of the warehouse facilities shall submit to the Sierra Club an annual compliance report within 30 days of December 31 each year addressing compliance with EM-B and EM-C. If the Sierra Club asks the Operator any clarifying questions or requests, the Operator shall respond to such inquiry in writing within thirty (30) days. If the Operator has not fully complied with EM-B within 5 years, the Operator shall submit a compliance report to the Sierra Club within 30 days of December 31, 2030, 2033, 2036, and 2039. Once the Operator has fully complied with EM-B or EM-C by transitioning to 100% zero-emission vehicles, no further reporting for that measure shall be required.</p>
<p>Prior to receipt of a final certificate of occupancy for each of the two phases of the Project (DDC building and Annex building), Developer will submit to the Sierra Club a report demonstrating compliance with all applicable measures in the MMRP and in this Attachment A. Developer will endeavor to provide the Sierra Club with at least thirty (30) days' prior notice in advance of submitting the reports. If the Sierra Club asks the Developer any clarifying questions or requests, the Developer shall respond to such inquiry in writing within thirty (30) days.</p>
<p><b>EM-E: Lease Agreements and Future Owners:</b> Any tenant lease agreements for the project site shall include a provision requiring the tenant/lessee to comply with all applicable requirements of the MMRP, a copy of which shall be attached to each tenant/lease agreement. All obligations of the Project Applicant in these Tracy Costco Depot Annex Enhancement Measures shall apply to any future owner or operator of the Project.</p>
<p><b>EM-F: SmartWay Program:</b> Owners, operators or tenants shall enroll and participate the in SmartWay program for eligible businesses, which is a voluntary public-private program developed by the US EPA that provides a system for tracking, documenting and sharing information about fuel use and freight emissions across supply chains and helps companies identify and select more efficient carriers, transportation modes, and equipment; this requirement shall apply to vehicles owned and controlled by the Project owners, operators or tenants.</p>
<p><b>EM-G: Designated Smoking Areas:</b> Owners, operators or tenants shall ensure that any outdoor areas allowing smoking are at least 25 feet from the nearest property line.</p>
<p><b>EM-H: Building Codes:</b> Project construction shall be subject to all applicable City building codes, including the adopted Green Building Standards Code. Prior to the issuance of building permits, the applicant/developer shall demonstrate (e.g., provide building plans) that the proposed buildings are designed and will be built to, at a minimum, meet the Nonresidential Voluntary Measures of the applicable California Green Building Standards code, Divisions A5.1, 5.2 and 5.5, including but not limited to the Tier 2 standards in those Divisions, where applicable; provided, however, that the Tier 2 standards relating to the electric vehicle parking space requirements (e.g., CalGreen sections A5.106.5.1.2, A5.106.5.3.3, and A5.106.5.3.4) shall not pertain. Instead, Buildings 1 and 2 of the Project shall meet at least the July 2022 Green Building Standards Code mandatory requirements (effective January 1, 2023, or the requirements of a later version of the Green Building Standards Code, if applicable) for the number of employee and visitor parking stalls that shall be wired for electric vehicle charging (i.e., EV capable spaces) and that shall be active EV charging parking spaces (i.e., spaces supplied with EV Supply Equipment) upon the start of operation. Signage shall be installed at the parking stalls with EV wiring that are not active at the start of operation to indicate that such parking spaces will be converted to EV</p>



Attachment A: Tracy Costco Depot Annex Project  
Enhanced Measures

spaces once there is demand for such EV spaces. Beginning upon operation of the first building constructed and ending upon five (5) years after the completion of construction of the second building, the Project Applicant shall annually survey employees on their EV charging interest and demands and accommodate demand with additional EV charging equipment to meet demand.

**EM-1: Agricultural Lands:** The project shall comply with the requirements of the City's Agricultural Lands Mitigation Program.

1842709.1



DAVID BABCOCK + ASSOCIATES

ARCHITECTURE PLANNING LANDSCAPE

## Updated and Revised Project Description

November 22, 2024

### Tracy Costco Depot Annex 16000 West Schulte Road Tracy, California

**Applicant**                      **Costco Wholesale**  
999 Lake Drive  
Issaquah, WA 98027  
Attn: Christine Lasley  
(425) 416-5096

**Contact Person**                **David Babcock & Associates**  
3581 Mt. Diablo Blvd., Suite 235  
Lafayette, CA 94549  
Attn: Jeff Berberich  
(925) 283-5070

#### ***Site Information***

Project Location:                      16000 West Schulte Road  
Tracy, CA

Assessor Parcel Number:            2019-230-020

Site Area:                                ± 104.46 gross acres

Current Zoning:                        None (City)  
AG-40 General Agriculture 40-acres (County)

Current General Plan Designation: Industrial (City)  
Agricultural/Urban Reserve (County)

Proposed Zoning:                      Light Industrial M-1 (City)

Proposed Use:                          Warehousing, storage, and distribution, together with  
accessory uses and structures.

## ***Project Proposal***

1. The project site is located within unincorporated San Joaquin County, within the City of Tracy's Sphere of Influence (SOI), adjacent to the current city limits boundary.
2. The physical project is anticipated to include the construction and operation of two Costco warehouse and distribution buildings totaling approximately 1,736,724 square feet, with 576 employee and guest vehicle parking stalls as required by City Zoning Code, and 600 truck parking stalls although typically only approximately 100 trucks and 300 trailers would be parked on site at any given time.
3. Entitlements for the project will include:
  - a. Pre-zoning of the property to the City's Light Industrial M-1 designation;
  - b. Annexation of the project site into the City (also requires LAFCO approval);
  - c. Development review permit for building design, landscaping, and other site features; and
  - d. Building, grading, and other permits as necessary for project construction.

It is anticipated that review of the environmental impacts of the project pursuant to the California Environmental Quality Act ("CEQA") will be in the form of an Environmental Impact Report.

4. The project is anticipated to be developed in two phases.

## **COSTCO PROJECT DESCRIPTION:**

### ***Costco Depot Site Plan***

Two warehouse buildings would be constructed, including small areas of administrative and office uses located at the far northern portion of each building along West Schulte Road. Building 1 (also referred to as the "Annex Building") would consist of 543,526 square feet, and Building 2 (also referred to as the "Direct Delivery Center" or "DDC") would consist of 1,193,198 square feet with the warehousing and truck dock doors located at the center and southern portion of the buildings further back from West Schulte Road. Entries to the office and administrative uses would be oriented towards the north to provide security for the uses further south on the site and to also focus the main architectural design elements along the main street frontage.

The parking lot design along West Schulte has incorporated a 30' landscape buffer consistent with the Cordes Ranch Specific Plan Area, which is across West Schulte Road from the project site to the north. A 10' to 20' minimum landscape setback has been incorporated around the perimeter of the project site to provide screening of the buildings and dock doors by landscaping. Access to the buildings would be via three access points along West Schulte Road. The main entry would be located at the center of the site, at the signalized intersection with Bud Lyons Way. This main driveway access would allow for full turning movements in and out of the project site. The employee and guest parking is accessed to the east of Bud Lyons Way and would be a right in/out driveway only. The primary truck entrance is located at the eastern property line with a proposed new traffic signal to allow full turning movements. An ADA-compliant accessible pedestrian pathway would extend from the new warehouse buildings to the northern property boundary, where it would connect with West Schulte Road.

574 employee and guest parking stalls would be provided on the site, which meets but does not exceed the required City of Tracy parking requirement of 574 stalls. The project would provide standard parking stalls of 9' x 18' that also meet the City of Tracy standards. Trailer parking is provided at the perimeter of the project to provide for storage of trucks and trailers.

The project includes solar panels that will be installed on the roofs of the buildings and on structures within the parking and circulation areas around each building and along West Schulte

Road. Shade calculations have been prepared which show compliance with both CalGreen and the City of Tracy requirements.

The first phase of solar improvements will be installed on the roof and within the parking and circulation areas of the DDC building (Building 2) and will generate a minimum of 3.8 MW of electricity upon the beginning of operations. Installation of additional solar panels will occur with construction of the Annex building (Building 1) and it is anticipated that installation of solar panels and support structures, as well as battery storage equipment, will continue to increase and be phased to correlate with energy demand, expecting that demand will increase as the use of EV trucks and cars increases.

The parking lot and truck and trailer parking areas would be illuminated with standard downward pointing lights, each containing two LED fixtures affixed to a 38' foot light pole. The lighting fixtures would be of a "shoe-box" style. Parking lot light standards would be designed to provide even light distribution for vehicle and pedestrian safety as well as security for the warehouse. Lighting fixtures also would be located on the building approximately every 40 feet around the exterior of the building to provide safety and security.

### ***Costco Warehouse Architecture***

The proposed warehouse design is contemporary and uses a variety of massing and appropriate materials for the scale of the building. Architectural metal with varied textures and horizontal and vertical orientations would be used, while varying parapet cap heights would break up the long elevations both horizontally and vertically in order to conceal rooftop-mounted mechanical equipment. The proposed color palette is composed of warm natural earth tones, which would relate to the nearby Cordes Ranch development. These techniques of breaking a long elevation into smaller elements with varied materials and colors would create architecturally interesting warehouse buildings while minimizing the visual impact of the large-scale structures.

### ***Costco Depot Landscape Plan***

The landscape plan includes a mix of drought-tolerant shrubs and grasses, and a variety of shade trees would be used throughout the parking field and along the project perimeter that are appropriate for the climate in Tracy. The landscape design and plant palette will complement the existing development and streetscape planting established by the International Park of Commerce within the Cordes Ranch Specific Plan Area to the north. Tree planting within the parking area and adjacent to the solar structures together with the solar structures/panels themselves will provide the required shading to meet both City Code and CalGreen requirements. Three treatment planters are shown on the site plan spaced evenly along the north portion of the site to provide for detention and water quality treatment of the storm water runoff generated by the project. The features will be landscaped with a variety of grasses and oak trees per the preliminary landscape plan.

### ***Costco Operations***

The Project would include the construction and subsequent operation of two warehouse buildings that would serve as an annex to the existing Costco Depot located approximately 1.5-miles to the west of the Project and as a DDC. The two buildings (approximately 543,526 sf for Building 1 and 1,193,198 sf for Building 2) total approximately 1,736,724 sf on the Project site. The smaller Building 1 is anticipated to serve as the Annex by providing additional storage for high-turnover merchandise processed through the nearby Costco Depot, a pallet repair facility, and a return to vendor facility for large items returned to a Costco warehouse. The larger Building 2 is anticipated to serve as a Direct Delivery Center - an ecommerce distribution center primarily for large and bulky items ordered online by Costco members for direct delivery to customers through Market Delivery Operations located in

various smaller cities in the Northern California region. The Tracy Costco Depot would operate 24 hours per day, seven days per week to provide support to Costco's retail warehouse facilities in northern California and to distribute large goods for delivery to Costco members. Costco anticipates that an average of about 100 trucks and 300 trailers would be parked on site, with the typical truck size being approximately 70 feet long for double-axle trailers, but a total of 600 truck parking stalls will be provided for occasional atypical overflow conditions.

### ***Costco Employment***

The project is anticipated to generate approximately 400 jobs during the construction phase and approximately 150 - 250 full-time jobs once operational. Costco offers competitive wages above the minimum typically offered for similar positions and provides benefits to its employees, promoting long-term employment and opportunities for career advancement.

### ***Project Construction***

Construction is expected to occur in two phases. Initial construction will include Building 2, the DDC building. The second phase of construction will include Building 1 and is anticipated to commence shortly after the completion of Building 2, depending on business conditions and business needs. Construction duration for Building 2 is anticipated to be 12 to 18 months. Building 1 construction duration is expected to be a similar duration.

### ***Costco Project Sustainability Measures***

In an effort to reduce energy consumption and promote sustainability, the proposed Project would incorporate many energy saving measures during both construction and operation of the facility. Solar panels will be installed on the roofs of the buildings and within the parking and circulation areas around each building to produce clean power and battery storage equipment will be utilized to store that energy for use onsite.

Below are some of the significant practices that Costco would incorporate into the project buildings and overall operations that help reduce emissions and conserve energy and other natural resources:

#### **Construction**

- Costco will use Tier IV-compliant engines or better for all off-road construction vehicles/equipment.
- Through the use of construction worker training and/or signage, Costco will limit heavy duty construction equipment idling to no more than 2 minutes, and in no instance shall such idling exceed 5 minutes, and will maintain vehicle speeds on unpaved roads to < 15 mph.
- Electric hookups will be provided to reduce the need for diesel generators for electric construction equipment and, should diesel generators be needed, all such diesel generators will be equipped with emission control technology verified by EPA and/or CARB to reduce PM emissions by a minimum of 85%.
- All construction diesel hauling trucks will be model year 2010 or later.
- Costco will provide on-site meal options for construction workers.

#### **Site**

- A substantial amount of the proposed plant material for new facilities will be native and drought tolerant and will use less water than other common species. Site perimeter and parking lot landscaping will provide vegetated buffers that will include trees, tree canopies and other vegetation.

- Irrigation systems for new facilities include the use of deep root watering bubblers for parking lot trees to minimize water usage and ensure that water goes directly to the intended planting areas.
- Storm water management plans are designed to maintain quality control and storm water discharge rates based on the City's requirements.
- Parking lot lights are designed at 38' in height to provide even light distribution and utilize less energy compared to a greater number of fixtures at lower heights. LED lamps are used to provide a higher level of perceived brightness with less energy than other lamps such as high-pressure sodium.
- Dust, tire wear, brake dust and other parking lot contaminants will be minimized through regular sweeping/cleaning of parking lots.
- The project will provide no more parking spaces than the minimum required by the City (or less if authorized by the City and feasible for project operations) to encourage car-pooling and high-occupancy vehicle use.
- Costco will install Electric Vehicle (EV) capable (i.e., pre-wired) parking spaces as well as parking stalls with active EV charging stations per the California Building Code.

## **Building**

- New and renewable building materials are typically extracted and manufactured within the region. Materials such as concrete and concrete masonry units will be purchased local to the project, minimizing the transport distances and resultant effects to road networks and regional air quality.
- Main building structures are comprised of pre-engineered systems that use 80% recycled steel. These pre-manufactured building components include structural framing and architectural metal wall and roof panels. These materials are shop finished, maximizing spans, and minimizing structure and waste during the construction process, reducing the overall construction duration.
- Solar PV panels will be installed on the roof of the buildings and/or elsewhere on site (e.g., awnings or canopies in parking areas) to generate approximately 3.8 MW of renewable electricity for use on site. Batteries will also be installed to store some of that electricity for on-site energy needs.
- To the extent they do not conflict with the proposed rooftop solar PV panels, all building roofs will maintain a reflectance rating of .68, emittance of .25 and Solar Reflectance Index of 63, lessening heat gain. Reflective cool roof materials are used to lower heat absorption, subsequently lowering energy requirements during the hot summer months. This roofing material meets the requirements for the EPA's Energy Star energy efficiency program. Building management systems monitor performance and energy usage of HVAC systems.
- HVAC comfort systems are controlled by a computerized building management system to maximize efficiency. Costco's HVAC units are high efficiency direct ducted units. Costco completely phased out the use of HCFCs in its HVAC units, long before the Montreal Protocol timeline.
- Mechanical systems are site specifically commissioned and designed and field tested to ensure that the HVAC systems are performing to the high efficiency standards. HVAC systems will be all-electric and will use High Efficiency Particulate Air (HEPA) filters.
- Electric charging infrastructure will be installed on the property to facilitate the conversion of the truck fleet to zero-emission electric trucks as they become available in the market and used for truck deliveries to and from the facility.
- Pre-manufactured insulated architectural metal walls meet or exceed current energy code requirements. Building heat absorption is further reduced by a decrease in the thermal mass

of the metal wall when compared to a typical masonry block wall. Insulated architectural metal wall panels contain approximately 76 percent of recycled material.

- High-efficiency restroom fixtures are used, which conserves water by achieving a 40% decrease over U.S. standards.
- Energy efficient transformers (i.e., Square D Type EE transformers) are used.
- To the extent emergency back-up diesel generators are needed, only Tier IV diesel generator engines will be used.
- Overall, the site's building energy efficiency will exceed Title 24 Building Envelope Energy Efficiency Standards by at least 1%.
- All appliances to be installed will meet or exceed Title 24 requirements.
- All building coatings and paints will be low-VOC coatings.
- Variable speed motors will be used on make-up air units and booster pumps.
- Gas water heaters will be direct vent and 94% efficient or greater.
- Construction waste will be recycled whenever possible.
- Lighting systems are designed with employee controllability in mind. Lighting is controlled by timers, but over-ride switches are provided for employee use.

### Operations

- Deliveries are made in full trucks whenever feasible.
- The facility will not be designed for or include refrigerated cold storage; thus, no TRUs will be used at the facility.
- Delivery trucks will be model year 2010 or newer and use ultra-low sulfur diesel fuel (ULSD) or biodiesel blend with sulfur content of 15 ppm or less.
- Costco trucks will be equipped with engine idle shut off timers and appropriate training will be provided and signage will be installed to ensure that all truck idling is limited to a maximum of two minutes.
- All exclusively onsite vehicles (i.e., forklifts, yard goats, pallet jacks, etc.) will be electric or zero-emission vehicles.
- Costco will train managers and employees on efficient scheduling and load management and provide signage at docks, delivery areas and along truck routes to facilitate traffic efficiency and minimize queuing and limit idling.
- This project's warehouse space will provide the existing nearby Tracy Depot distribution facilities with increased capacity and storage of products and Costco will relocate key DDC depot operations from its existing Stockton location to this facility to maximize efficiency and minimize miles traveled for delivery.
- Costco has been an active user of recycled content in packaging for many years and continues to increase its use of recycled content.
- Costco will provide a separate employee parking area accessible by its own curb cut entry and will provide a clearly-delineated, separate pedestrian pathway for employees connecting project buildings to the employee parking area and such pathway will include a lit crosswalk with flashing indicator lights where the path crosses vehicle routes.
- Bicycle parking will be provided in the employee parking lot and at the front entry of each building.
- Costco will participate in and offer all employees the opportunity to make use of a ride share program.
- Costco will provide on-site meal options for employees (e.g., micro market vending machines that offer drink and food for sale to employees) to minimize off-site employee trips during shifts.

- Building organic waste (i.e., green waste, wood waste, food waste and fibers such as paper and cardboard) will be recycled to the maximum extent possible and in full compliance with Senate Bill 1383.

### ***Additional Project Sustainability Measures***

Costco has consulted with the Sierra Club, which submitted comments on the Environmental Impact Report for the project and, as a result, Costco includes as project features the following additional sustainability measures:

- Construction Worker Trip Reduction: Project construction plans and specifications will require contractor to provide transit and ridesharing information for construction workers.
- Zero Emission Heavy-Duty Trucks: The following mitigation measures shall be implemented during all on-going business operations and shall be included as part of contractual lease agreement language, if the facility is leased in the future, to ensure the tenants/lessees are informed of all on-going operational responsibilities.

The property owner/operator/tenant/lessee shall ensure that 72% of all heavy-duty (Class 7 and 8) truck trips transporting goods from the Direct Delivery Center warehouse facility on the project site to the Market Delivery Operations facilities (that 72% being the "MDO Trips") are model year 2014 or later from start of operations and shall expedite a transition to zero-emission vehicles, with the fleet making MDO Trips fully zero-emission by December 31, 2027 or when commercially available for the intended application, whichever date is later. The property owner/operator/tenant/lessee shall ensure that 100% of all heavy-duty (Class 7 and 8) truck trips originating on the project site to move goods between the project site and the existing Costco Tracy Depot are zero-emission at the start of operations.

A zero-emission vehicle shall ordinarily be considered commercially available if the vehicle is capable of serving the intended purpose and is included in California's Hybrid and Zero-Emission Truck and Bus Voucher Incentive Project, <https://californiahvip.org/>, or listed as available in the US on the Global Commercial Vehicle Drive to Zero inventory, <https://globaldrivetozero.org/>. In order for such vehicles to be considered commercially unavailable, at least three (3) months prior to the deadline above, the operator must secure documentation from a minimum of three (3) EV dealers identified on the [californiahvip.org](https://californiahvip.org/) website demonstrating the inability to obtain the required EVs or equipment needed within 6 months.

In addition to the obligations above, the property owner/operator/tenant/lessee shall ensure that, regardless of commercial availability determinations, a minimum of the following percentages of heavy-duty trucks (Class 7 and 8) making MDO Trips shall be zero-emission vehicles: 10% by December 31, 2027; 25% by December 31, 2030; 50% by December 31, 2033; 75% by December 31, 2036; and 100% by December 31, 2039.

Zero-emission heavy-duty trucks which require service can be temporarily replaced with model year 2014 or later trucks. Replacement trucks shall be used for only the minimum time required for servicing fleet trucks.

- Zero Emission Vehicles: The property owner/tenant/lessee shall utilize a "clean fleet" of vehicles/delivery vans/trucks (Class 2 through 6) as part of business operations as follows:



For any vehicle (Class 2 through 6) owned by the property owner/tenant/lessee that travels to and from the project site, the following "clean fleet" requirements apply: (i) 65% of the fleet will be zero emission vehicles at start of operations, (ii) 80% of the fleet will be zero emission vehicles by December 31, 2025, and (iv) 100% of the fleet will be zero emission vehicles by December 31, 2027.

Zero-emission vehicles which require service can be temporarily replaced with alternate vehicles. Replacement vehicles shall be used for only the minimum time required for servicing fleet vehicles.

The property owner/tenant/lessee shall not be responsible to meet "clean fleet" requirements for vehicles used by common carriers operating under their own authority that provide delivery services to or from the project site.

- **Compliance Report:** For the first five (5) years following project approval, the Operator of the warehouse facilities shall submit to the Sierra Club an annual compliance report within 30 days of December 31 each year addressing compliance with EM-B and EM-C. If the Sierra Club asks the Operator any clarifying questions or requests, the Operator shall respond to such inquiry in writing within thirty (30) days. If the Operator has not fully complied with EM-B within 5 years, the Operator shall submit a compliance report to the Sierra Club within 30 days of December 31, 2030, 2033, 2036, and 2039. Once the Operator has fully complied with EM-B or EM-C by transitioning to 100% zero-emission vehicles, no further reporting for that measure shall be required.

Prior to receipt of a final certificate of occupancy for each of the two phases of the Project (DDC building and Annex building), Developer will submit to the Sierra Club a report demonstrating compliance with all applicable measures in the MMRP and measures committed to in the agreement with the Sierra Club. Developer will endeavor to provide the Sierra Club with at least thirty (30) days' prior notice in advance of submitting the reports. If the Sierra Club asks the Developer any clarifying questions or requests, the Developer shall respond to such inquiry in writing within thirty (30) days.

- **Lease Agreements and Future Owners:** Any tenant lease agreements for the project site shall include a provision requiring the tenant/lessee to comply with all applicable requirements of the MMRP, a copy of which shall be attached to each tenant/lease agreement. All obligations of the Project Applicant in these Tracy Costco Depot Annex Enhancement Measures shall apply to any future owner or operator of the Project.
- **SmartWay Program:** Owners, operators or tenants shall enroll and participate the in SmartWay program for eligible businesses, which is a voluntary public-private program developed by the US EPA that provides a system for tracking, documenting and sharing information about fuel use and freight emissions across supply chains and helps companies identify and select more efficient carriers, transportation modes, and equipment; this requirement shall apply to vehicles owned and controlled by the Project owners, operators or tenants.
- **Designated Smoking Areas:** Owners, operators or tenants shall ensure that any outdoor areas allowing smoking are at least 25 feet from the nearest property line.

- **Building Codes:** Project construction shall be subject to all applicable City building codes, including the adopted Green Building Standards Code. Prior to the issuance of building permits, the applicant/developer shall demonstrate (e.g., provide building plans) that the proposed buildings are designed and will be built to, at a minimum, meet the Nonresidential Voluntary Measures of the applicable California Green Building Standards code, Divisions A5.1, 5.2 and 5.5, including but not limited to the Tier 2 standards in those Divisions, where applicable; provided, however, that the Tier 2 standards relating to the electric vehicle parking space requirements (e.g., CalGreen sections A5.106.5.1.2, A5.106.5.3.3, and A5.106.5.3.4) shall not pertain. Instead, Buildings 1 and 2 of the Project shall meet at least the July 2022 Green Building Standards Code mandatory requirements (effective January 1, 2023, or the requirements of a later version of the Green Building Standards Code, if applicable) for the number of employee and visitor parking stalls that shall be wired for electric vehicle charging (i.e., EV capable spaces) and that shall be active EV charging parking spaces (i.e., spaces supplied with EV Supply Equipment) upon the start of operation. Signage shall be installed at the parking stalls with EV wiring that are not active at the start of operation to indicate that such parking spaces will be converted to EV spaces once there is demand for such EV spaces. Beginning upon operation of the first building constructed and ending upon five (5) years after the completion of construction of the second building, the Project Applicant shall annually survey employees on their EV charging interest and demands and accommodate demand with additional EV charging equipment to meet demand.
- **Agricultural Lands:** The project shall comply with the requirements of the City's Agricultural Lands Mitigation Program.
- **Electric Charging:** The project operator shall ensure that sufficient electric vehicle charging stations are installed when necessary to serve the charging demands of electric trucks and vehicles domiciled at the project site.
- **SJVAPCD:** The project applicant shall comply with SJVAPCD Regulation VIII (fugitive dust rule) and shall comply with SJVAPCD Rule 9510 (to reduce growth in both NOx and PM10 emissions).

ADAMS BROADWELL JOSEPH & CARDOZO

A PROFESSIONAL CORPORATION

ATTORNEYS AT LAW

520 CAPITOL MALL, SUITE 350  
SACRAMENTO, CA 95814-4721

TEL: (916) 444-6201  
FAX: (916) 444-6209

kcarmichael@adamsbroadwell.com

SO. SAN FRANCISCO OFFICE

601 GATEWAY BLVD., SUITE 1000  
SO. SAN FRANCISCO, CA 94080

TEL: (650) 589-1660  
FAX: (650) 589-5062

KEVIN T. CARMICHAEL  
CHRISTINA M. CARO  
THOMAS A. ENSLOW  
KELILAH D. FEDERMAN  
RICHARD M. FRANCO  
ANDREW J. GRAF  
TANYA A. GULESSERIAN  
DARION N. JOHNSON  
RACHAEL E. KOSS  
AIDAN P. MARSHALL  
ALAURO R. MCGUIRE  
TARA C. RENGIFO

*Of Counsel*

MARC D. JOSEPH  
DANIEL L. CARDOZO

December 4, 2024

**Via Email and Hand Delivery**

Planning Commission

c/o: Forest Ebbs, Director of Community and Economic Development

City of Tracy

333 Civic Center Plaza,

Tracy, CA 95376

Email: [forrest.ebbs@cityoftracy.org](mailto:forrest.ebbs@cityoftracy.org)

**Via Email**

Genevieve Federighi, Associate Planner

Email: [Genevieve.Federighi@cityoftracy.org](mailto:Genevieve.Federighi@cityoftracy.org)

**Re: Comments on Agenda Item 1.D. - Tracy Costco Depot Annex Project (SCH # 2020080531)**

Dear Planning Commissioners and Ms. Federighi:

We write on behalf of San Joaquin Residents for Responsible Development ("San Joaquin Residents" or "Residents") to provide comments on the Tracy Costco Depot Annex Project (SCH # 2020080531) ("Project"). The Project appears as Item 1.D. on the agenda for the December 4, 2024 City of Tracy ("City") Planning Commission ("Commission") hearing.<sup>1</sup> The Staff Report recommends the Planning Commission adopt a resolution to certify the Final Environmental Impact Report ("FEIR") for the Project and adopt the mitigation monitoring and reporting program ("MMRP"), findings of fact and a statement of overriding considerations for the annexation and development of the Project, and to introduce and adopt an ordinance that approves the rezoning of the Property to Light Industrial (M1).<sup>2</sup>

<sup>1</sup> City of Tracy, Planning Commission, Agenda and Staff Report ("Staff Report") (December 4, 2024) available at <https://www.cityoftracy.org/home/showpublisheddocument/19312/638681525612600000>

<sup>2</sup> Staff Report, PDF p. 554.  
7539-005j

December 4, 2024  
Page 2

The Project proposes the construction and subsequent operation of two warehouse buildings that would serve as an annex to the existing Costco Depot located approximately 1.5-miles to the west of the Project and as a Direct Delivery Center (DDC).<sup>3</sup> The two buildings (approximately 543,526 sf for Building 1 and 1,193,198 sf for Building 2) total approximately 1,736,724 sf on the Project site.<sup>4</sup>

The Project's Draft EIR ("DEIR") was available for public review and comment from September 16, 2022, through October 31, 2022. Based on comments received on the Draft EIR, on December 22, 2023, the City modified certain sections of the Draft EIR and published a Recirculated Draft EIR ("RDEIR") for the Project, inviting comments on the modified sections of the Draft EIR that comprised the RDEIR.<sup>5</sup> The City received 13 comment letters on the DEIR and RDEIR and includes responses to the comments in the FEIR.<sup>6</sup>

On December 3, 2024, the City issued a memorandum to the Planning Commission providing notice that the Applicant had entered into a settlement agreement with the Sierra Club ("Settlement Agreement").<sup>7</sup> Pursuant to the terms of the Settlement Agreement, the Applicant is required to implement "Enhanced Measures" to reduce the Project's significant environmental impacts.<sup>8</sup> The Enhanced Measures include the requirement that 72 percent of heavy-duty trucks transporting goods from the facility to market delivery operations in other cities be zero-emission by the end of 2027; Costco's on-site cargo handling equipment must be fully electric at the start of operations; trucks at the project site will have to adhere to strict idling limits; and requires Costco to power the Project entirely with 100% renewable electricity and on-site solar generation.<sup>9</sup> Residents supports the inclusion of the Enhanced Measures in the MMRP for the Project. However, the additional mitigation provided by the Settlement Agreement does not resolve all of the Project's significant unmitigated impacts. Additional revisions to the FEIR, and additional mitigation, are still required.

---

<sup>3</sup> City of Tracy, Recirculated Draft Environmental Impact Report – Tracy Costco Annex Depot ("RDEIR") p. 2.0-3, available at <https://www.cityoftracy.org/our-city/departments/planning/specific-plans-environmental-impact-reports-and-initial-studies/-folder-77>

<sup>4</sup> *Ibid.*

<sup>5</sup> FEIR, PDF p. 9.

<sup>6</sup> FEIR, PDF pp. 17-585.

<sup>7</sup> City of Tracy, Additional documents received for the December 4, 2024 Planning Commission Item 1.D (Tracy Costco Depot Annex Project) ("Commission Memo") (December 3, 2024) available at <https://www.cityoftracy.org/home/showpublisheddocument/19332/638688443958409720>

<sup>8</sup> Commission Memo, PDF p. 2.

<sup>9</sup> Commission Memo, PDF pp. 10-12.

December 4, 2024  
Page 3

Residents reviewed the FEIR and Staff Report with the assistance of health risk, air quality, GHG emissions and hazardous materials expert James Clark Ph.D. and traffic and transportation expert Norman Marshall.<sup>10</sup> Based on Residents' review, Residents find that the FEIR fails as an informational document under the California Environmental Quality Act ("CEQA")<sup>11</sup> because it fails to disclose and analyze the environmental impacts of the Project's proposed battery backup system. Furthermore, the FEIR fails to analyze the Project's potentially significant health risk and air quality impacts from exposure to Valley Fever, and from toxic emissions from the operation of fire pumps and backup generators on site. Additionally, the FEIR lacks substantial evidence that the Project's significant transportation impacts would be mitigated to the greatest extent feasible, as required by CEQA.

The Planning Commission cannot recommend approval at this time because the City has not complied with CEQA. The Commission should instead direct staff to revise and recirculate the FEIR to address the outstanding deficiencies described herein and in comments submitted by various public interest groups and agencies.<sup>12</sup>

## I. STATEMENT OF INTEREST

San Joaquin Residents is an unincorporated association of individuals and labor organizations with members who may be adversely affected by the potential public and worker health and safety hazards and environmental and public service impacts of the Project. The association includes the International Brotherhood of Electrical Workers Local 595, Plumbers & Steamfitters Local 442, Sheet Metal Workers Local 104, Sprinkler Fitters Local 669, District Council of Ironworkers and their members and their families, and other individuals that live, recreate and/or work in and around the City.

San Joaquin Residents supports the development of sustainable commercial and industrial centers where properly analyzed and carefully planned to minimize impacts on public health and the environment. Logistics centers like the Project should avoid adverse impacts to air quality, noise levels, transportation, and public

---

<sup>10</sup> Mr. Marshall's technical comments (hereinafter "Marshall Comments") and curricula vitae are attached hereto as **Exhibit A**; Dr. Clark's technical comments (hereinafter "Clark Comments") and curricula vitae are attached hereto as **Exhibit B**.

<sup>11</sup> Pub. Resources Code §§ 21000 et seq.; 14 Cal. Code Regs ("CEQA Guidelines") §§ 15000 et seq. ("CEQA Guidelines").

<sup>12</sup> FEIR, PDF pp. 17-585.  
7539-005j

December 4, 2024  
Page 4

health, and should take all feasible steps to ensure unavoidable impacts are mitigated to the maximum extent feasible. Only by maintaining the highest standards can commercial and industrial development truly be sustainable.

The individual members of San Joaquin Residents and the members of the affiliated labor organizations live, work, recreate and raise their families in and around the City. They would be directly affected by the Project's environmental and health and safety impacts. Individual members may also work constructing the Project itself. They would be the first in line to be exposed to any health and safety hazards which may be present on the Project site. They each have a personal interest in protecting the Project area from unnecessary, adverse environmental and public health impacts.

San Joaquin Residents and its members also have an interest in enforcing environmental laws that encourage sustainable development and ensure a safe working environment for the members they represent. Environmentally detrimental projects can jeopardize future jobs by making it more difficult and more expensive for industry to expand in the City, and by making it less desirable for businesses to locate and people to live and recreate in the City, including the Project vicinity. Continued environmental degradation can, and has, caused construction moratoriums and other restrictions on growth that, in turn, reduces future employment opportunities.

Finally, San Joaquin Residents is concerned with projects that can result in serious environmental harm without providing countervailing economic benefits. CEQA provides a balancing process whereby economic benefits are weighed against significant impacts to the environment.<sup>13</sup> It is in this spirit we offer these comments.

## II. LEGAL DISCUSSION

CEQA requires that an agency analyze the potential environmental impacts of its proposed actions in an EIR, except in limited circumstances.<sup>14</sup> The EIR is the very heart of CEQA.<sup>15</sup> "The foremost principle in interpreting CEQA is that the Legislature intended the act to be read so as to afford the fullest possible protection to the environment within the reasonable scope of the statutory language."<sup>16</sup>

---

<sup>13</sup> Pub. Resources Code § 21081(a)(3); *Citizens for Sensible Development of Bishop Area v. County of Inyo* (1985) 172 Cal.App.3d 151, 171.

<sup>14</sup> See, e.g., PRC§ 21100.

<sup>15</sup> *Dunn-Edwards v. BAAQMD* (1992) 9 Cal.App.4th 644, 652.

<sup>16</sup> *Communities for a Better Env't v. Cal. Res. Agency* (2002) 103 Cal. App.4th 98, 109.  
7539-005j

December 4, 2024  
Page 5

CEQA has two primary purposes. First, CEQA is designed to inform decisionmakers and the public about the potential, significant environmental effects of a project.<sup>17, 18</sup> CEQA's purpose is to inform the public and its responsible officials of the environmental consequences of their decisions before they are made. In this respect, an EIR "protects not only the environment but also informed self-government."<sup>19</sup> The EIR has been described as "an environmental 'alarm bell' whose purpose it is to alert the public and its responsible officials to environmental changes before they have reached ecological points of no return."

To fulfill this function, the discussion of impacts in an EIR must be detailed, complete, and "reflect a good faith effort at full disclosure."<sup>20</sup> CEQA requires an EIR to disclose all potential direct and indirect, significant environmental impacts of a project.<sup>21</sup> In addition, an adequate EIR must contain the facts and analysis necessary to support its conclusions.<sup>22</sup>

The second purpose of CEQA is to require public agencies to avoid or reduce environmental damage when possible by requiring appropriate mitigation measures and through the consideration of environmentally superior alternatives.<sup>23</sup> The EIR serves to provide agencies and the public with information about the environmental impacts of a proposed project and to "identify ways that environmental damage can be avoided or significantly reduced." To that end, if an EIR identifies significant impacts, it must then propose and evaluate mitigation measures to minimize these impacts.<sup>24</sup> CEQA imposes an affirmative obligation on agencies to avoid or reduce environmental harm by adopting feasible project alternatives or mitigation measures.<sup>25</sup> Without an adequate analysis and description of feasible mitigation measures, it would be impossible for agencies relying upon the EIR to meet this obligation.

---

<sup>17</sup> 14 Cal. Code Regs. ("CEQA Guidelines"), § 15002, subd. (a)(1).

<sup>18</sup> See, e.g., PRC § 21100.

<sup>19</sup> *Citizens of Goleta Valley v. Board of Supervisors* (1990) 52 Cal.3d 553, 564.

<sup>20</sup> CEQA Guidelines § 15151; *San Joaquin Raptor/Wildlife Rescue Center v. County of Stanislaus* (1994) 27 Cal.App.4th 713, 721-722.

<sup>21</sup> PRC § 21100, subd. (b)(1); CEQA Guidelines § 15126.2, subd. (a).

<sup>22</sup> See *Citizens of Goleta Valley* 52 Cal.3d at 568.

<sup>23</sup> CEQA Guidelines § 15002, subds. (a)(2)-(3); see also, *Berkeley Keep Jets Over the Bay Committee v. Board of Port Commissioners* (2001) 91 Cal.App.4th 1344, 1354; *Citizens of Goleta Valley v. Board of Supervisors* (1990) 52 Cal.3d 553, 564; *Laurel Heights Improvement Assn. v. Regents of University of California* (1988) 47 Cal.3d 376, 391, 400.

<sup>24</sup> PRC §§ 21002.1, subd. (a), 21100, subd. (b)(3).

<sup>25</sup> *Id.* §§ 21002-21002.1.

December 4, 2024  
Page 6

While the courts review an EIR using an “abuse of discretion” standard, “the reviewing court is not to ‘uncritically rely on every study or analysis presented by a project proponent in support of its position. A clearly inadequate or unsupported study is entitled to no judicial deference.’”<sup>26</sup> As the courts have explained, “a prejudicial abuse of discretion” occurs “if the failure to include relevant information precludes informed decision-making and informed public participation, thereby thwarting the statutory goals of the EIR process.”<sup>27</sup>

A lead agency is required to recirculate an EIR when significant new information is added to the EIR after public notice is given of the availability of the draft EIR for public review under Section 15087 but before certification.<sup>28</sup> The term “information” can include changes in the project or environmental setting as well as additional data or other information.<sup>29</sup> New information added to an EIR is not “significant” unless the EIR is changed in a way that deprives the public of a meaningful opportunity to comment upon a substantial adverse environmental effect of the project or a feasible way to mitigate or avoid such an effect (including a feasible project alternative) that the project’s proponents have declined to implement.<sup>30</sup>

“Significant new information” requiring recirculation include, for example, a disclosure showing that:

- (1) A new significant environmental impact would result from the project or from a new mitigation measure proposed to be implemented.
- (2) A substantial increase in the severity of an environmental impact would result unless mitigation measures are adopted that reduce the impact to a level of insignificance.
- (3) A feasible project alternative or mitigation measure considerably different from others previously analyzed would clearly lessen the environmental impacts of the project, but the project’s proponents decline to adopt it.
- (4) The draft EIR was so fundamentally and basically inadequate and conclusory in nature that meaningful public review and comment were precluded.<sup>31</sup>

---

<sup>26</sup> *Berkeley Jets*, 91 Cal. App. 4th 1344, 1355 (emphasis added), quoting, *Laurel Heights Improvement Assn. v. Regents of University of California* (1988) 47 Cal.3d 376, 391 409, fn. 12.

<sup>27</sup> *Berkeley Jets*, 91 Cal.App.4th at 1355; *San Joaquin Raptor/Wildlife Rescue Center v. County of Stanislaus* (1994) 27 Cal.App.4th 713, 722; *Galante Vineyards v. Monterey Peninsula Water Management Dist.* (1997) 60 Cal.App.4th 1109, 1117; *County of Amador v. El Dorado County Water Agency* (1999) 76 Cal.App.4th 931, 946.

<sup>28</sup> 14 CCR §15088.5(a).

<sup>29</sup> *Id.*

<sup>30</sup> *Id.*

<sup>31</sup> *Id.*; *Mountain Lion Coalition v. Fish and Game Com.* (1989) 214 Cal.App.3d 1043.  
7539-005j



December 4, 2024  
Page 7

The lead agency is required only to recirculate the chapters or portions that have been modified if the revisions are limited to a few chapters or portions of the EIR.<sup>32</sup> Here, substantial evidence presented by Residents' experts shows that feasible mitigation measures distinct from those proposed in the FEIR would clearly lessen the environmental impact of the Project, but the City failed to adopt, or even analyze the feasibility of mitigation measures and alternatives. Further, substantial evidence presented in Residents' comments show that new significant environmental impacts will occur as a result of Project construction and operation due to fugitive dust emissions, and truck traffic. Pursuant to CEQA, the City must revise and recirculate the EIR before the Project can legally be approved.

### III. THE FEIR FAILS TO DESCRIBE THE PROJECT

#### A. The FEIR Fails to Include Necessary Information Regarding the Use of Fire Pumps and Backup Generators

The air quality analysis included in the FEIR fails to include analysis of the Project's emissions from operation of fire pumps and backup generators (see Figure 1).<sup>33</sup>

**Figure 1: Excerpt from CalEEMod Analysis of Project Emissions**

##### 10.0 Stationary Equipment

###### Fire Pumps and Emergency Generators

Equipment Type	Number	Hours/Day	Hours/Year	Horse Power	Load Factor	Fuel Type
----------------	--------	-----------	------------	-------------	-------------	-----------

###### Boilers

Equipment Type	Number	Heat Input/Day	Heat Input/Year	Boiler Rating	Fuel Type
----------------	--------	----------------	-----------------	---------------	-----------

The FEIR's air quality analysis is inconsistent with the Project site plans, which clearly show that the Project will include a "Fire Pump House" between the two proposed buildings (see Figure 2).<sup>34</sup> As Dr. Clark explains, a fire pump house typically contains several key components, including pumps, pipes, valves, meters and controllers, which require an energy source to operate (often generators) and can result in direct and indirect air emissions. The FEIR's Project description therefore shows that the Project will include an emissions source which the FEIR's air quality analysis fails to quantify.

---

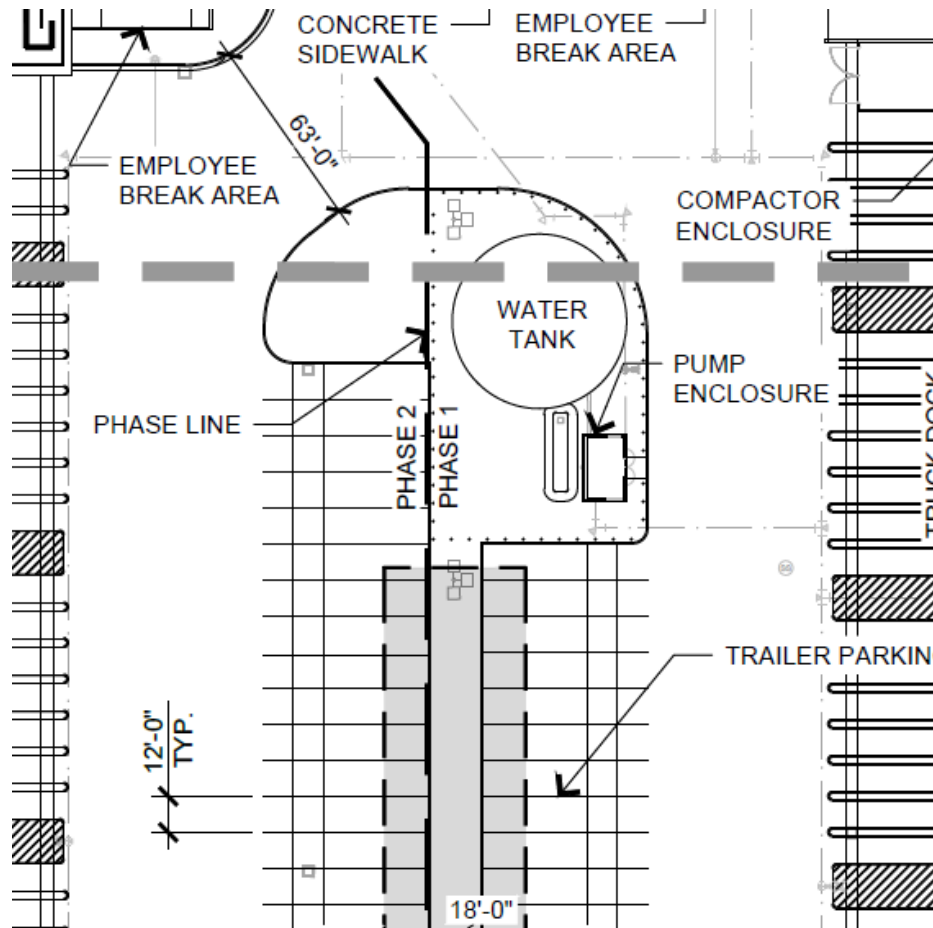
<sup>32</sup> 14 CCR §15088.5(b).

<sup>33</sup> FEIR, PDF p. 124.

<sup>34</sup> Staff Report, PDF p. 565.  
7539-005j

December 4, 2024  
Page 8

**Figure 2: Excerpt from Project Site Plan**



The Project will also use backup generators. According to the FEIR, the use of diesel-powered backup generators is not prohibited. Pursuant to Mitigation Measure 3.3-6: The Project applicant shall ensure that diesel generators shall not be used on site during project operations, ***except in emergency situations***, in which case such generators shall have Best Available Control Technology (“BACT”) that meets CARB’s final Tier IV emission standards.<sup>35</sup> This measure explicitly permits the use of diesel backup generators in emergency situations, and does not further define what constitutes an emergency situation. As a result, it is reasonably foreseeable that diesel backup generators – which emit GHGs and toxic air contaminants (“TAC”s) could be used at the Project site.

<sup>35</sup> FEIR, PDF p. 285 (emphasis provided)  
7539-005j

December 4, 2024  
Page 9

Dr. Clark explains that the operation of the fire pump during routine maintenance and testing will generate diesel particulate matter (“DPM”) and operation of backup generators in emergency situations will increase the Project’s air quality impacts.<sup>36</sup> Additionally, Operation of the Project’s fire pump(s) and backup generators would necessarily increase the Project’s air quality impacts, which are already determined to be significant and unavoidable.<sup>37</sup> The City has a duty to mitigate these impacts to the greatest extent feasible.

The FEIR’s failure to include relevant information regarding operation of fire pumps and backup generators at the Project site results in a corresponding failure to accurately disclose the extent of the Project’s air quality and GHG emissions. The City must prepare a revised EIR for the Project which includes analysis of the Project’s fire pumps and BUGs.

## **B. The FEIR Fails to Include Fundamental Information Regarding the Installation of Backup Battery Systems**

In response to comments on the RDEIR, Mitigation Measure 3.3-4 was added to the FEIR which requires the installation of a battery energy storage system (“BESS”) on-site to provide electricity in the event of a 48-hour blackout.<sup>38</sup> However, the FEIR fails to include information regarding the type of batteries to be used in the Project, and lacks information regarding the size of the batteries, the chemical components of each individual battery, or the proposed layout of battery units. This information is critically important for worker safety and on-site and off-site impacts in the event of an accident. Absent this information, the opportunity for meaningful public review is drastically limited.

According to the National Fire Protection Association, battery storage systems can create hazardous conditions from thermal runaway resulting in the release of toxic or flammable gasses and other environmental impacts.<sup>39</sup> The conditions leading to thermal runaway can be mitigated using explosion prevention systems or deflagration venting, fire suppression systems, battery management

---

<sup>36</sup> Clark Comments, p. 7.

<sup>37</sup> FEIR, PDF p. 590.

<sup>38</sup> FEIR, PDF p. 576.

<sup>39</sup> National Fire Protection Association, Energy Storage Systems Safety Fact Sheet (hereinafter “ESS Fact Sheet”) (June 2020) pp. 1-2. available at <https://www.nfpa.org/~media/Files/Code%20or%20topic%20fact%20sheets/-ESSFactSheet.ashx> 7539-005j

December 4, 2024  
Page 10

systems, and adequate spacing between battery arrays based on the number and type of batteries used.<sup>40</sup> Recent battery system failures have resulted in injuries to first responders<sup>41</sup>, the release of hazardous gasses<sup>42</sup> and fires that are difficult to extinguish.<sup>43</sup>

The FEIR fails to provide any information regarding the design of the backup battery systems, including battery types, layout, type of cooling system they will use, and the type of fire detection and fire suppression systems that will be installed. This information is critical to determine the hazards and the potential environmental impacts posed by the batteries on site. A Revised DEIR must be prepared which fully discloses all components of the Project and analyzes the potential hazards of the battery system that will be installed at the Project site.

#### IV. THE FEIR FAILS TO ADEQUATELY DISCLOSE, ANALYZE OR MITIGATE THE PROJECT'S SIGNIFICANT TRANSPORTATION IMPACTS

The FEIR fails to adequately respond to comments provided by the California Department of Transportation explaining that the RDEIR's analysis with respect to the Project's vehicle miles traveled ("VMT") was unsupported by substantial evidence, and, as discussed below, the VMT analysis is so unclear as to be indecipherable. The City must revise and recirculate the RDEIR to address these issues.

The FEIR states that trip generation rates for the Project were calculated using the e-commerce trip generation rates provided by "Kittleson's *Tracy Costco Depot Transportation Impact Analysis Report* (August 28, 2017)".<sup>44</sup> However, the referenced report was not included in the RDEIR, an error which was identified by commenters on the RDEIR. In the FEIR's response to comments, the FEIR states that:

---

<sup>40</sup> ESS Fact Sheet, p. 2.

<sup>41</sup> AZ Central, 'Reasons that are still unknown': 30 experts investigate Surprise battery explosion that injured 9 (April 23, 2019) available at <https://www.azcentral.com/story/money/business/energy/2019/04/23/arizona-public-service-provides-update-investigation-battery-fire-aps-surprise/3540437002/>

<sup>42</sup> KSBW Action News, Highway 1 reopened near Moss Landing, shelter-in-place lifted (September 21, 2022) available at <https://www.ksbw.com/article/highway-1-reopened-near-moss-landing-shelter-in-place-lifted/41302918#>

<sup>43</sup> AZ Central, Fire crews tend to massive, smoldering battery in Chandler facility (April 21, 2022) available at <https://www.azcentral.com/story/money/business/energy/2022/04/21/fire-crews-tend-massive-smoldering-battery-chandler-facility/7405430001/>

<sup>44</sup> RDEIR, PDF p. 663.  
7539-005j

December 4, 2024  
Page 11

The 2017 Kittleson Tracy Costco Depot Transportation Impact Analysis Report (2017 Report) is included as Appendix B of this Response to Comments document. The 2017 Report was prepared to assess the potential effects of changes to the then existing Costco Depot campus located at 25501 Gateway Blvd, Tracy, CA 95377. In 2017, Costco was considering expanding the then existing depot building and constructing a new ecommerce building on the campus. The e-commerce building would replace an existing Costco e-commerce facility located at that time at 25149 S Schulte Road. The report does not pertain to the Depot Annex but rather provided Costco-specific trip information that was used for the Traffic Study. Since the 2017 Report does not evaluate any component of the Project, revision and recirculation of the Transportation Section of the EIR is not required.<sup>45</sup>

While the Kittleson Tracy Costco Depot Transportation Impact Analysis is included in the FEIR, no trip generation rates are provided in the document, and there is no information provided about the underlying data, stating that the underlying data is provided in Appendix F which is not included in the RDEIR nor the FEIR.<sup>46</sup> The overall lack of verifiable data regarding the Project's transportation impacts renders the FEIR's conclusions on the Project's transportation impacts wholly unsupported.

Despite the lack of supporting data in the FEIR, the FEIR continues to state that trip generation for the Project was assumed to be 2.17 trips per 1,000 square feet. However, this daily trip rate does not appear in the transportation studies prepared for the Project.

To further complicate the matter, the FEIR states that the Project will likely only generate 0.38 trips per 1,000 square-feet<sup>47</sup>, a figure so low that it cannot be taken seriously by qualified transportation consultants, as explained by Mr. Marshall. To illustrate the FEIR's unsupported trip generation numbers, Mr. Marshall graphed the FEIR's assumed trip rates of 2.17 and 0.38 compared to the reasonably foreseeable trip rates for warehouse uses detailed in the Institute of Transportation Engineers *Trip Generation Manual*, highly qualified transportation impact guidance.<sup>48</sup>

---

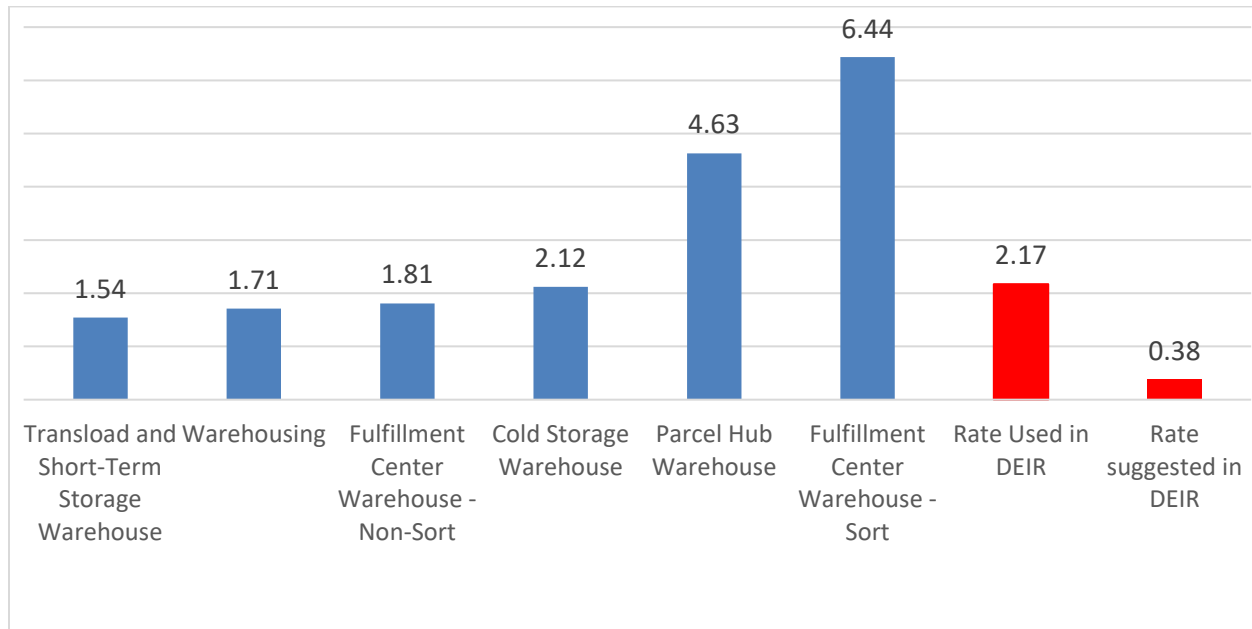
<sup>45</sup> FEIR, PDF p. 32.

<sup>46</sup> FEIR, PDF p. 679

<sup>47</sup> FEIR, PDF p. 40.

<sup>48</sup> Marshall Comments, p. 3.

December 4, 2024  
 Page 12



The FEIR contains no credible evidence to support its assumptions that the Project's trip generation rates would be lower than industry averages. Mr. Marshall therefore concludes that the FEIR's transportation analysis remains unsupported.

It is therefore reasonably foreseeable that the Project could generate far more trips than assumed in the FEIR, resulting in even greater GHG emissions impacts from truck trips than disclosed in the FEIR. As noted above, the Enhanced Measures provided through the Sierra Club Settlement Agreement will result in GHG emissions reductions for outbound heavy duty truck trips. But those measures do not apply to inbound trips, which remain unmitigated. The FEIR therefore lacks substantial evidence to conclude that the Project's truck trips will not result in significant and unmitigated air quality and GHG impacts.

The City must revise the transportation study to include an accurate trip generation rate, to analyze the reasonably foreseeable use of the Project for higher intensity uses such as Fulfillment Center Warehouse – Sort, present its findings in a revised and recirculated DEIR for the Project, and include additional mitigation to further reduce truck emissions.

December 4, 2024  
Page 13

**A. The FEIR Fails to Adequately Mitigate the Project's Transportation Impacts**

The FEIR concludes that the Project will result in a significant and unavoidable VMT impact, stating that the City's VMT Calculator estimates that the Project would generate 24.8 VMT per employee, and the Project exceeds the threshold by 164 percent.<sup>49</sup> The FEIR goes on to state:

The California Air Pollution Control Officers Association (CAPCOA) indicates that up to 15% of VMT reduction can reasonably be achieved. The Project has the option to "purchase" additional VMT from the VMT banking fee above 15%. For the purpose of this report, a maximum of 15% is assumed.<sup>50</sup>

This conclusion is misleading and false. As Mr. Marshall points out, the CAPCOA *Handbook for Analyzing Greenhouse Gas Emission Reductions, Assessing Climate Vulnerabilities, and Advancing Health and Equity* establishes 45% Commute Trip reduction as the maximum possible.<sup>51</sup> Therefore, the FEIR's assertion that a maximum of 15% is the limit is false. This error was highlighted by the Department of Transportation, and the Sierra Club, Delta Sierra Group of the Motherlode Chapter in comments on the DEIR and RDEIR.<sup>52</sup> However, the FEIR fails to correct this mistake, and instead provides the following response:

Since the release of the 2022 Draft EIR, the applicant has agreed to several additional TDM measures. See Chapter 3.0 of this Response to Comments document for the revisions to Table 3.13-2 and Mitigation Measure 3.13-1. The TDM strategies aim to achieve a feasible maximum of 12 percent VMT reduction, with the opportunity for 3 percent VMT reduction coming from the VMT Banking Fee Program. If the VMT banking fee has not been adopted by the time the Project is built, the applicant would not have to pay into the VMT banking fee program because there would be no such fee program to implement. In this case, the applicant would be required to take all actions needed to reduce VMT by 15% with TDM measures.

The FEIR's response to comments incorrectly doubles down on the assumption that 15% is the maximum achievable commute trip reduction for the Project. Mr. Marshall explains that the measures deemed to be feasible by the

---

<sup>49</sup> FEIR, PDF p. 154.

<sup>50</sup> RDEIR, PDF p. 654.

<sup>51</sup> Marshall Comments, p. 4.

<sup>52</sup> FEIR, PDF pp. 37, 78, and 410.

December 4, 2024  
Page 14

Applicant are not sufficient to reduce the Project's significant VMT impacts.<sup>53</sup> Furthermore, the allowance for the Project to meet the arbitrarily chosen 15% threshold through the payment of impact fees will not result in real world reductions in VMT.<sup>54</sup> The Settlement Agreement adopts the 15% reduction from the FEIR, so this impact remains significant and unmitigated.

The City must revise the Project's transportation impact study, and incorporate additional feasible mitigation measures to reduce the Project's transportation impacts using the strategies available in the CAPCOA Handbook to achieve a reduction in Project VMT close to the maximum 45% reduction. Absent the analysis and inclusion of additional feasible mitigation measures, the City lacks substantial evidence to conclude that the Project's transportation impacts are mitigated to the greatest extent feasible.

**V. THE FEIR FAILS TO ADEQUATELY DISCLOSE, ANALYZE OR MITIGATE THE PROJECT'S POTENTIALLY SIGNIFICANT AIR QUALITY IMPACTS**

**A. The FEIR Fails to Mitigate the Project's Significant and Unavoidable Air Quality Impacts to the Greatest Extent Feasible**

CEQA requires agencies to commit to all feasible mitigation measures to reduce significant environmental impacts.<sup>55</sup> In particular, the lead agency may not make required CEQA findings, including finding that a project impact is significant and unavoidable, unless the administrative record demonstrates that it has adopted all feasible mitigation to reduce significant environmental impacts to the greatest extent feasible.<sup>56</sup> Yet, as explained below, the FEIR falls far short of this mandate by adopting mitigation measures that are vague, ineffective, and unenforceable and by failing to commit to other feasible and effective mitigation strategies to address the significant air quality impacts of the Project. As a result, the City lacks substantial evidence to support a statement of overriding considerations because existing mitigation measures do not demonstrate that significant impacts will be mitigated to the greatest extent feasible.

---

<sup>53</sup> Marshall Comments, p. 5

<sup>54</sup> Marshal Comments, p. 5.

<sup>55</sup> 14 C.C.R. § 15002(a)(2).

<sup>56</sup> Pub. Res. Code § 21081(a)(3), (b); 14 C.C.R. §§ 15090, 15091; *Covington v. Great Basin Unified Air Pollution Control Dist.* (2019) 43 Cal.App.5th 867, 883.



December 4, 2024  
Page 15

According to the FEIR, the Project is anticipated to generate approximately 2,576 passenger vehicle trips and 1,224 heavy-duty truck trips per day, based on this estimate the FEIR states that the Project would generate 15.6 tons (31,200 lbs) of NO<sub>x</sub> per year.<sup>57</sup> Based on this finding, the FEIR concludes that the Project's operational emissions will exceed SJVAPCD's significance thresholds for NO<sub>x</sub>, even with implementation of Project sustainability features and mitigation measures, and the Project's air quality impacts would remain ***significant and unavoidable***.<sup>58</sup>

The Enhanced Measures provided through the Sierra Club Settlement Agreement include measure EM-2 which requires that 72 percent of heavy-duty trucks transporting goods from the Project Site be model year 2014 or newer and ensure that all outbound heavy duty trucks are zero emission vehicles by December 31, 2027.<sup>59</sup> However, this measure only reduces emissions from trucks leaving the Project and will not reduce emissions from inbound heavy duty trucks.

Dr. Clark found that additional feasible mitigation measures beyond those presented in the FEIR and Settlement Agreement are available to reduce the Project's NO<sub>x</sub> emissions. In addition to the Enhanced Measures, Mitigation Measure 3.3-1 requires that:

During Project operation, operators of heavy-duty trucks that travel to and from the Project site are required to use trucks that have 2010 model year or newer engines that meet the CARB's 2010 engine emission standards of 0.01 g/bhp-hr for particulate matter (PM) and 0.20 g/bhp-hr of NO<sub>x</sub> emissions, or newer, cleaner trucks and equipment.<sup>60</sup>

Dr. Clark found that by updating the Mitigation Measure to require the use of only heavy-duty vehicles produced in the year 2018 or later (for trucks not included in the 72% inbound category), NO<sub>x</sub> and DPM emissions from the Project would significantly decrease. Dr. Clark explains that, based on an analysis of emissions from the EMFAC model produced by the California Air Resources Board ("CARB"), vehicles model year 2018 and newer produce 37 percent to 45 percent less emission of NO<sub>x</sub>, DPM, and reactive organic gases (ROGs) that contribute to GHG formation than those produced from 2010 through 2017.<sup>61</sup>

---

<sup>57</sup> FEIR, PDF p. 593.

<sup>58</sup> FEIR, PDF pp. 593-594.

<sup>59</sup> Commission Memo, PDF p. 10.

<sup>60</sup> FEIR, PDF p. 285.

<sup>61</sup> Clark Comments, p. 6.

December 4, 2024  
Page 16

Additional feasible mitigation beyond the measures included in the FEIR and Sierra Club Settlement Agreement are available to reduce the Project's significant and unavoidable air quality impacts. As a result, the City lacks substantial evidence to conclude that it has eliminated or substantially lessened all significant effects on the environment to the greatest extent feasible. The City must evaluate the feasibility and effectiveness of the proposed revision to MM 3.3-1 in a revised and recirculated EIR for the Project.

## **B. The FEIR Fails to Address Impacts from Valley Fever**

The FEIR fails to address the potential health risk to construction workers and nearby sensitive receptors from exposure to *Coccidioides immitis* ("Cocci") fungus spores which can spread a disease known as Valley Fever. The populations most at-risk of contracting Valley Fever are construction and agricultural workers. Additionally, the nonselective raising of dust during Project construction will carry the very small spores which measure 0.002–0.005 millimeters into nonendemic areas, potentially exposing large non-Project-related populations.

The FEIR acknowledges that the San Joaquin Valley is considered an endemic area for Valley Fever, and that hospitalizations for Valley Fever in the San Joaquin Valley increased from 230 (6.9 per 100,000 population) in 2000 to 701 (17.7 per 100,000 population) in 2007.<sup>62</sup> However, the data cited is of little use as it is woefully outdated and geographically vague as it covers the counties of Fresno, Kern, Kings, Madera, Merced, San Joaquin, Stanislaus, and Tulare.

Recent data from the California Department of Public Health ("CDPH") details that between 2008 and 2022, the cases in the County have increased, reaching a maximum of 281 cases in 2019 (a rate of 36.4 per 100,000).<sup>63</sup> Additionally, based on provisional reports from the CDPH for 2024, a new maximum of 379 cases has been reached in the first 9-months of the reporting year.<sup>64</sup> Due to the prevalence of Valley Fever in the County, the California Legislature mandates that employers at worksites in San Joaquin County provide effective awareness training on Valley Fever to all employees.<sup>65</sup>

---

<sup>62</sup> RDEIR, PDF p. 79.

<sup>63</sup> California Department of Public Health, Epidemiologic Summary of Valley Fever (Coccidioidomycosis) in California, 2022 (November 2023) available at <https://www.cdph.ca.gov/Programs/CID/DCDC/CDPH%20Document%20Library/CocciEpiSummary2022.pdf>

<sup>64</sup> CDPH, Provisional Valley Fever Cases in California (October 31, 2024) available at <https://www.cdph.ca.gov/Programs/CID/DCDC/Pages/ValleyFeverProvisionalDashboard.aspx>

<sup>65</sup> California Labor Code § 6709(a)-(d).  
7539-005j

December 4, 2024  
Page 17

Dr. Clark explains that Valley Fever is a disease that can spread when persons are exposed to *Cocci* fungus spores during ground disturbance.<sup>66</sup> Impacts to human health from Valley Fever can be severe, cause long lasting health problems, and can even result in death.<sup>67</sup> The fungus lives in the top 2 to 12 inches of soil, and when disturbed by activities such as digging, construction activities (e.g. site preparation and grading), dust storms, or during earthquakes, the fungal spores become airborne.<sup>68</sup> According to the CalEEMod output sheets included in the RDEIR, Project site preparation will occur over a total of 114 days, and on-site grading will take 125 days, resulting in the disturbance of approximately 180 acres of soil during site preparation and 930 acres of soil during the grading phases, which may lead to the release of fungus spores resulting in impacts to Project workers and nearby sensitive receptors.<sup>69</sup>

Additionally, Dr. Clark explains that smaller particles like *Cocci* spores require significantly longer to settle out of air.<sup>70</sup> For particles 10 um in diameter the settling time is measured in minutes, but for particles less than 10 um in diameter, the settling time is measured in hours.<sup>71</sup> *Cocci* spores are five times smaller than typical PM10 dust particles, thus allowing the spores to travel significantly further, thereby impacting receptors at greater distances.

The FEIR assumes that meeting San Joaquin Valley Air Pollution Control District's Rule 8021 (Construction, Demolition, Excavation, Extraction, and Other Earthmoving Activities) will be sufficient to control the impacts from Valley Fever exposure from the Project Site.<sup>72</sup> SJVAPCD Rule 8021 requires limitation of fugitive dust emissions from construction, demolition, excavation, extraction, and other earthmoving activities, by implementing control measures such as pre-watering the Project site, phasing construction work to reduce the amount of disturbed surface at any one time, and applying water or other suppressants to unpaved haul/access roads and unpaved vehicle/equipment traffic areas.<sup>73</sup>

---

<sup>66</sup> Clark, p. 11.

<sup>67</sup> California Department of Public Health ("CDPH"), Valley Fever Basics (May 7, 2020), *available at* <https://www.cdph.ca.gov/Programs/CID/DCDC/Pages/ValleyFeverBasics.aspx>.

<sup>68</sup> Clark Comments, p. 10.

<sup>69</sup> RDEIR, PDF pp. 462 and 472.

<sup>70</sup> *Id.*, p. 14.

<sup>71</sup> *Ibid.*

<sup>72</sup> RDEIR, PDF p. 81.

<sup>73</sup> *Ibid.*

December 4, 2024  
Page 18

However, Rule 8021 relies on a visual-opacity reading for dust control and is insufficient to prevent exposure to Valley Fever spores.<sup>74</sup> This rule is based on smoke-monitoring methods (U.S. EPA Methods 9 and 22) that require active monitoring by certified observers, rely on subjective observation, and are affected by variables such as lighting, distance, and weather conditions.<sup>75</sup> Due to these limitations, opacity readings do not provide accurate, continuous data on fine airborne particles.<sup>76</sup>

Additionally, though not explicitly stated, the City may be assuming that the awareness training required under California Labor Code § 6709 is sufficient to mitigate the impacts from Valley Fever.<sup>77</sup> However, according to Dr. Clark, the education provided by the Labor Code does not provide adequate active protection for workers and nearby sensitive receptors.<sup>78</sup>

The FEIR fails to provide any information regarding the prevalence of *Cocci* fungus spores in the Project's vicinity, fails to discuss applicable construction worker Valley Fever training requirements and fails to include any Valley Fever-specific mitigation in the MMRP. This lack of disclosure by the City prevents meaningful analysis and mitigation of the potential health impacts the Project will cause to onsite construction workers and other individuals in close proximity to the Project site from disturbing soils which may be contaminated with Valley Fever spores site during Project construction.

The City lacks substantial evidence to conclude that the Project will not result in significant health risk impacts from Valley Fever. On the other hand, Dr. Clark's comments provide substantial evidence demonstrating the known presence of Valley Fever in the Project's vicinity and the potential impacts of exposure to the fungus spores.

The City must prepare a revised EIR which accurately analyzes and mitigates the Project's potentially significant health risk impacts from Valley Fever.

---

<sup>74</sup> Clark Comments, p. 13.

<sup>75</sup> *Ibid.*

<sup>76</sup> *Ibid.*

<sup>77</sup> Labor Code § 6709(c)

<sup>78</sup> Clark Comments, p. 15

7539-005j

December 4, 2024  
Page 19

**C. The FEIR Fails to Include Effective Mitigation Measures to Reduce the Project's Potentially Significant Health Risks from Valley Fever**

Dr. Clark proposes a number of feasible mitigation measures the City should consider and adopt in the MMRP for the Project to reduce potential health impacts from Valley Fever.<sup>79</sup> In addition to the worker awareness training required under California Labor Code § 6709<sup>80</sup>, the following mitigation measures must be included in the MMRP for the Project to reduce the potentially significant health risk impacts to construction workers and nearby sensitive receptors from exposure to *Cocci* spores during Project construction:

- 1. Include specific requirements in the Project's Injury and Illness Prevention Program regarding safeguards to prevent Valley Fever.**
- 2. Control dust exposure through the following methods:**
  - Apply chemical stabilizers at least 24-hours prior to high wind event;
  - Apply water to all disturbed areas a minimum of three times per day. Watering frequency should be increased to a minimum of four times per day if there is any evidence of visible wind-driven fugitive dust;
  - Provide National Institute for Occupational Safety and Health (NIOSH)-approved respirators for workers with a prior history of Valley Fever.
  - Half-face respirators equipped with a minimum N-95 protection factor for use during worker collocation with surface disturbance activities. Half-face respirators equipped with N-100 or P-100 filters should be used during digging activities. Employees should wear respirators when working near earth-moving machinery.
  - Prohibit eating and smoking at the worksite, and provide separate, clean eating areas with hand-washing facilities.
  - Avoid outdoor construction operations during unusually windy conditions or in dust storms.
  - Consider limiting outdoor construction during the fall to essential jobs only, as the risk of cocci infection is higher during this season.

---

<sup>79</sup> Clark Comments, pp. 12-14.

<sup>80</sup> Labor Code § 6709(c)  
7539-005j

December 4, 2024  
Page 20

**3. Prevent transport of *Cocci* outside endemic areas:**

- Prevent spillage or loss of bulk material from holes or other openings in the cargo compartment's floor, sides, and/or tailgate.
- Provide workers with coveralls daily, lockers (or other systems for keeping work and street clothing and shoes separate), daily changing and showering facilities.
- Clothing should be changed after work every day, preferably at the work site.
- Train workers to recognize that cocci may be transported offsite on contaminated equipment, clothing, and shoes; alternatively, consider installing boot-washing.
- Post warnings onsite and consider limiting access to visitors, especially those without adequate training and respiratory protection.

**4. Improve medical surveillance for employees:**

- Employees should have prompt access to medical care, including suspected work-related illnesses and injuries.
- Work with a medical professional to develop a protocol to medically evaluate employees who have symptoms of Valley Fever.
- Consider preferentially contracting with 1-2 clinics in the area and communicate with the health care providers in those clinics to ensure that providers are aware that Valley Fever has been reported in the area. This will increase the likelihood that ill workers will receive prompt, proper and consistent medical care.
- Respirator clearance should include medical evaluation for all new employees, annual re-evaluation for changes in medical status, and annual training, and fit-testing.
- Skin testing is not recommended for evaluation of Valley Fever.<sup>81</sup>
- If an employee is diagnosed with Valley Fever, a physician must determine if the employee should be taken off work, when they may return to work, and what type of work activities they may perform.

---

<sup>81</sup> Short-term skin tests that produce results within 48 hours are available. See Kerry Klein, NPR for Central California, New Valley Fever Skin Test Shows Promise, But Obstacles Remain, November 21, 2016; available at <http://kvpr.org/post/new-valley-fever-skin-test-shows-promise-obstacles-remain>.

December 4, 2024  
Page 21

Any mitigation measures must be included in the MMRP for the Project and be fully enforceable through permit conditions, agreements, or other legally binding instruments.<sup>82</sup> Failure to include enforceable mitigation measures is considered a failure to proceed in the manner required by CEQA.<sup>83</sup> In order to meet this requirement, the above mitigation measures must be incorporated directly into the EIR to be enforceable.<sup>84</sup>

The City must prepare a revised FEIR to include mitigation measures such as the those proposed by Dr. Clark to reduce the impacts of exposure to Valley Fever causing fungus spores and mitigate impacts to sensitive receptors.

#### **D. The FEIR Fails to Address Health Risk Impacts from Stationary Sources**

As explained above, the City failed to account for the use of backup generators and fire pumps during Project operation resulting in a failure to analyze the reasonably foreseeable air quality and health risk impacts from diesel particulate matter emissions. Although the City did prepare a Health Risk Assessment for the Project, failure to include all sources of DPM emissions renders the HRA incomplete.<sup>85</sup> As a result, the HRA cannot be relied upon by the City to conclude that the Project will not result in significant health risk impacts.

The City must prepare a revised FEIR for the Project which includes a revised HRA, and provide the public the opportunity to review the analysis.

## **VI. CONCLUSION**

For the reasons discussed above, the Planning Commission lacks substantial evidence to recommend approval of the Project. The FEIR does not comply with CEQA. It must be revised and recirculated to provide legally adequate analysis of, and mitigation for, all of the Project's significant impacts. Until the EIR has been revised and recirculated, as described herein, the City may not lawfully approve the Project.

---

<sup>82</sup> CEQA Guidelines §15126.4(a)(2).

<sup>83</sup> *San Joaquin Raptor Rescue Ctr. v. County of Merced* (2007) 149 Cal.App.4th 645, 672.

<sup>84</sup> *Lotus v. Dept of Transportation* (2014) 223 Cal. App. 4th 645, 651-52.

<sup>85</sup> RDEIR, PDF p. 159.

December 4, 2024  
Page 22

Thank you for your consideration of these comments. Please include them in the record of proceedings for the Project.

Sincerely,

A handwritten signature in blue ink that reads "Kevin Carmichael". The signature is written in a cursive, flowing style.

Kevin Carmichael

KTC:lj1



# EXHIBIT A



794 Sawnee Bean Road  
Thetford Center VT 05075

Norman Marshall, President  
(802) 356-2969

nmarshall@smartmobility.com

December 4, 2024

Kevin T. Carmichael  
Adams Broadwell Joseph & Cardozo  
520 Capitol Mall, Suite 350  
Sacramento, CA 95814

**Subject: Tracy Costco Depot Annex Project (SCH No. 2020080531)**

---

Dear Mr. Carmichael,

I have reviewed vehicle miles traveled (VMT) impacts, traffic, and greenhouse gas emissions ("GHG") of the Draft Environmental Impact Report for the Tracy Costco Depot Annex Project dated September 2022 ("DEIR"), Recirculated Draft Environmental Impact Report for the Tracy Costco Depot Annex Project dated December 2023 ("RDEIR"), the Responses to Comments for the Tracy Costco Depot Annex Project dated September 2024 ("Responses"), and the Findings of Fact/Statement of Overriding Considerations for the Tracy Costco Depot Project dated October 2024 ("Findings"), collectively "FEIR". I make the following findings:

- 1) The trip generation estimates are not fully documented. Details about when and where the data were collected, and the observed trip generation rates, are omitted.
- 2) The trip generation rate applied is lower than for other warehouse categories, and may be unrealistically low, particularly as the industry is continuing to undergo rapid change.
- 3) The Project exceeds the VMT threshold by 164 percent.
- 4) CAPCOA states that up to 45% Commute Trip VMT mitigation is possible.
- 5) The FEIR variously claims that only a 12%, 13% or 15% reduction is feasible without clearly proposing any of these, and intends to satisfy at least a portion of the reduction through an impact fee structure that does not appear to be implemented yet, and for which no evidence is given that it would achieve significant VMT reduction.
- 6) A more robust TDM program is needed.

## Trip Generation Estimates are not Properly Documented and Likely Are Too Low

The RDEIR stated:

Trip generation for the proposed Costco development was calculated using the E-Commerce trip generation rates provided by Kittleson's *Tracy Costco Depot Transportation Impact Analysis Report* (August 28, 2017). (RDEIR, PDF p. 663 of 1287)

However, the referenced report was not included in the RDEIR, and this omission was raised in RDEIR comments. The Responses state:

The 2017 Kittleson Tracy Costco Depot Transportation Impact Analysis Report (2017 Report) is included as Appendix B of this Response to Comments document. The 2017 Report was prepared to assess the potential effects of changes to the then existing Costco Depot campus located at 25501 Gateway Blvd, Tracy, CA 95377. In 2017, Costco was considering expanding the then existing depot building and constructing a new ecommerce building on the campus. The e-commerce building would replace an existing Costco e-commerce facility located at that time at 25149 S Schulte Road. The report does not pertain to the Depot Annex but rather provided Costco-specific trip information that was used for the Traffic Study. Since the 2017 Report does not evaluate any component of the Project, revision and recirculation of the Transportation Section of the EIR is not required. (Responses, PDF p. 32 of 692)

Responses Appendix B starts on Responses PDF p. 666 of 692. The report, as included, also appears to be incomplete. It includes estimates of AM and PM peak hour trip generation, but no trip generation rates are given, and there is no information provided about the underlying data. Instead, it states that this information is in an Appendix F, which is not included:

Further details on the trip generation are also provided in *Appendix F* along with the data collected at the existing Tracy E-Commerce site. (Responses, PDF p. 679 of 692)

There is no Appendix F either in the RDEIR or in the Kittelson report as included in the Responses.

DEIR Comments by the California Department of Transportation dated October 22, 2022 stated:

3. The TIS that was submitted does not use the latest version of the ITE Trip Generation Manual (11<sup>th</sup> Edition). It is strongly suggested that future studies use the latest version.
4. Table 3.13-1 does not include daily trip generation, which is needed for the VMT analyses. (Responses, PDF p. 37 of 692)

The Responses to the Caltrans comments state:

The e-commerce daily trip rate used in the DRAFT EIR is 2.17 trips per 1,000 square feet (KSF). (Responses, PDF p. 41 of 692)

This daily trip rate of 2.17 per 1,000 sq. ft. does not appear in either the DEIR or the RDEIR and no basis is given for it.

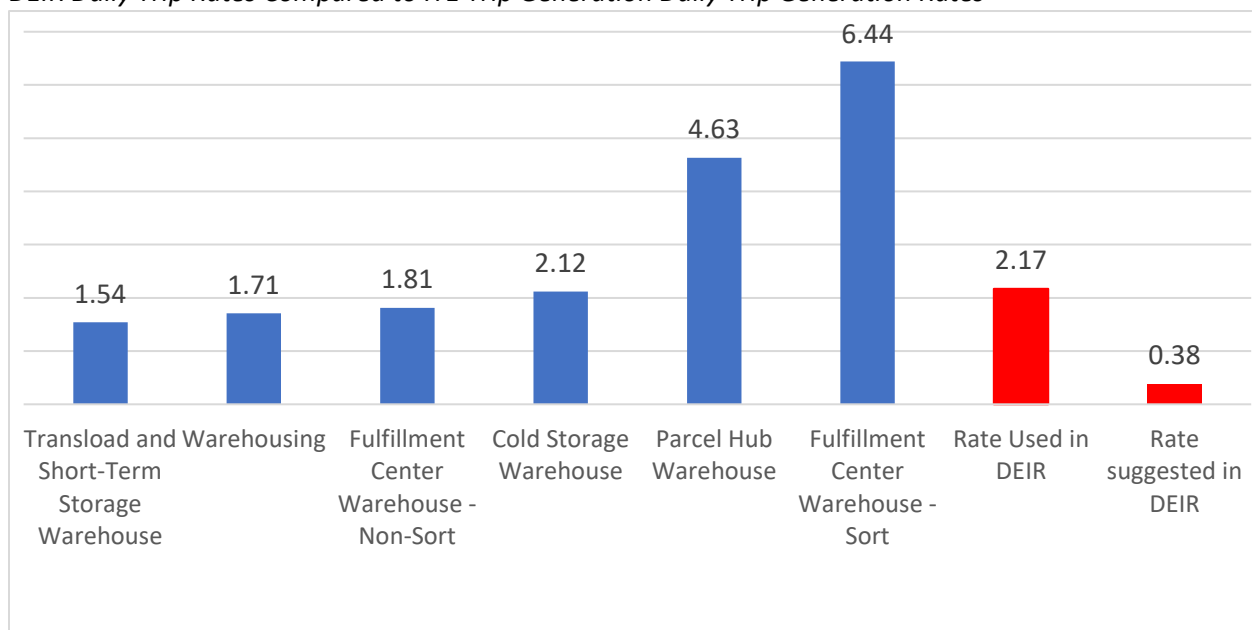
The Responses then put forward a claim that a rate of only 0.38 daily trips per 1,000 sq. ft. is appropriate based on “data collected at Costco DDCs in Stockton, CA, Gouldsboro, PA, and Romeoville, IL.” (Responses, PDF, p. 40 of 692) The Responses state:

The trip generation estimates presented in the Draft EIR are conservative based on the expected activity for this Project. The Draft EIR assumes that the Project buildings could be used for high turnover, high volume merchandise. Costco intends to use the larger of the two Project buildings (Building 2) as a Direct Delivery Center primarily for large and bulky items ordered online by Costco members for direct delivery through smaller Market Delivery Operations facilities located in various smaller cities in the Northern California region. Costco plans to deploy the smaller of the two Project buildings (Building 1) as an annex to the nearby Costco Depot, providing additional storage for merchandise processed through the Depot, a pallet repair facility, and a return-to-vendor facility. Given these planned uses, if Project-specific assumptions were used, the number of trips generated by the Project would be less than that reported in the Draft EIR. The information and data below were developed by Kittelson & Associates, Inc. on behalf of Costco. (Responses, PDF p. 40 of 692)

One fact highlighted by this excerpt is that retail, and especially home delivery retail, has been changing rapidly and is likely to continue to change. Therefore, unless the project is constrained to low trip generation uses by a binding condition of approval, the FEIR’s trip generation rates remain unsupported, and actual VMT may be substantially higher than assumed in the FEIR. If the City were to approve the Project based on the low rates assumed in the FEIR, actual VMT may increase after a short period of time and remain unmitigated.

As shown in the figure below, the rate of 2.17 daily trips per 1,000 sq. ft. is lower than some warehouse types in ITE Trip Generation. The rate of 0.38 daily trips per 1,000 sq. ft. given in the Responses is so low that it does not appear plausible.

*DEIR Daily Trip Rates Compared to ITE Trip Generation Daily Trip Generation Rates*



The FEIR's trip generation assumptions must be properly documented, including information about when and where the data were collected, and appropriate trip generation rates should be used.

### Significant VMT impacts Are Inadequately Mitigated (p. 141)

The FEIR discloses that the project would have a significant VMT impact that exceeds thresholds by 164 percent (even under the FEIR's low VMT assumptions). It states:

The proposed Project was evaluated using the City of Tracy VMT Calculator. For the surrounding industrial land use area, the City's threshold is 9.2 VMT per employee. The City's VMT Calculator estimates that the Project would generate 24.8 VMT per employee, and the Project exceeds the threshold by 164 percent. This VMT per employee value is also applicable to the cumulative scenario, since it also applies under cumulative conditions. Because the Project exceeds the City threshold by 164 percent, a reduction below the City's VMT threshold is not feasible. (RDEIR, PDF p. 141 of 1287)

The FEIR summarily concludes that "a reduction below the City's VMT threshold is not feasible" without discussing VMT mitigation. A Kimley Horn memo dated September 12, 2022 re Costco Direct Delivery Traffic Analysis appears in the middle of the FEIR beginning on PDF p. 642 of 1287 that describes the TDM program, which is included in the FEIR as Mitigation Measure 3.13-1.

The FEIR, and consequently Mitigation Measure 3.13-1, arbitrarily establish a purported "feasible maximum of 15% VMT reduction." (RDEIR PDF p. 642 of 1287). In fact, the California Air Pollution Control Officers Association (CAPCOA) publication *Handbook for Analyzing Greenhouse Gas Emission Reductions, Assessing Climate Vulnerabilities, and Advancing Health and Equity: Designed for Local Governments, Communities, and Project Developers (Final Draft, December 2021)* establishes a 45% Commute Trip reduction as the maximum possible as shown in the excerpt here.

### Subsector Maximum

( $\sum A_{\text{maxT-5 through T-13}} \leq 45\%$ ) This measure is in the Trip Reduction Programs subsector. This subcategory includes Measures T-5 through T-13. The employee commute VMT reduction from the combined implementation of all measures within this subsector is capped at 45 percent.<sup>1</sup>

The FEIR provides no basis for assuming that a 15% reduction is the maximum possible.

TDM information is not included in the body of the FEIR, but the Responses instead reference the DEIR (which was superseded by the RDEIR). The Responses state:

As discussed in Impact 3.13-1 in Section 3.13, Transportation and Circulation, of the Draft EIR, the Project would be required to prepare and implement a Transportation Demand Management (TDM) Plan. As part of Mitigation Measure 3.13-1, the proposed Project would be required to monitor and evaluate the effectiveness of the Project's TDM Plan and provide the results to the City of Tracy. Based on the results of the evaluation, modifications to the TDM Plan may be required by the City in order to improve effectiveness toward achieving the home-based work VMT per worker target. A list of TDM measures is included in Table 3.13-2 in Section 3.13 of the Draft EIR.

Mitigation Measure 3.13-1 was revised as part of this Response to Comments document to include eight additional TDM strategies. See Chapter 3.0 of this Response to Comments document for the final mitigation language. (Responses PDF p. 39 of 692)

The measures proposed are:

- Reduce Parking Supply,
- Travel Behavior Change Program,
- Promotions and Marketing,
- Emergency Ride Home (ERH) Program,
- Ride Share Program,
- Designated Parking Spaces for Car Share Vehicles,
- Include Bike Parking Per City Code,
- Include Secure Bike Parking and Showers,
- Bicycle Repair Station/Services,
- Pedestrian Network Improvements, and
- Provide On-Site Meals. (Responses, PDF p. 617-618 of 692)

The CAPCOA Handbook describes VMT reduction measures at the “Project/Site” and “Plan/Community” level. The Handbook states:

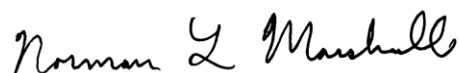
*The GHG reductions of transportation measures from different scales of application should never be combined.* While it may be possible that a user’s project involves measures that affect vehicle trips or VMT at both scales, it is likely that combining the percent reduction from measures of different scales would not be valid.

Most of the TDM measures proposed for this project are at the Project/Site level, but one measure listed, Pedestrian Network Improvements, is at the Plan/Community level and cannot be credited with a VMT reduction for this project.

The FEIR fails to demonstrate that the Project’s significant VMT impact would be reduced to the greatest extent feasible by the TDM Plan required by Mitigation Measure 3.13-1. By committing to only a 15% reduction, and possibly achieving this reduction largely through impact fees rather than real reductions in commute trip VMT, the City fails to achieve the maximum feasible VMT mitigation. The FEIR must be revised to incorporate additional VMT mitigation.

The City must incorporate additional TDM reduction measures into the Project to further reduce the Project’s significant VMT impacts and bring the Project as close to a 45% reduction as feasible. Absent additional VMT mitigation measures, the City lacks substantial evidence to support the conclusion that the Project’s VMT, and corresponding GHG emissions impacts have been lessened to the extent feasible as required by CEQA.

Sincerely,



Norman L. Marshall

## Resume

### **NORMAN L. MARSHALL, PRESIDENT**

---

[nmarshall@smartmobility.com](mailto:nmarshall@smartmobility.com)

#### **EDUCATION:**

Master of Science in Engineering Sciences, Dartmouth College, Hanover, NH, 1982

Bachelor of Science in Mathematics, Worcester Polytechnic Institute, Worcester, MA, 1977

#### **PROFESSIONAL EXPERIENCE: (36 Years, 22 at Smart Mobility, Inc.)**

Norm Marshall helped found Smart Mobility, Inc. in 2001. Prior to this, he was at RSG for 14 years where he developed a national practice in travel demand modeling. He specializes in analyzing the relationships between the built environment and travel behavior and doing planning that coordinates multi-modal transportation with land use and community needs.

#### **Regional Land Use/Transportation Scenario Planning**

---

Portland Area Comprehensive Transportation System (PACTS) – the Portland Maine Metropolitan Planning Organization. Updating regional travel demand model with new data (including AirSage), adding a truck model, and multiclass assignment including differentiation between cash toll and transponder payments.

Loudoun County Virginia Dynamic Traffic Assignment – Enhanced subarea travel demand model to include Dynamic Traffic Assignment (Cube). Model being used to better understand impacts of roadway expansion on induced travel.

Vermont Agency of Transportation-Enhanced statewide travel demand model to evaluate travel impacts of closures and delays resulting from severe storm events. Model uses innovative Monte Carlo simulations process to account for combinations of failures.

California Air Resources Board – Led team including the University of California in \$250k project that reviewed the ability of the new generation of regional activity-based models and land use models to accurately account for greenhouse gas emissions from alternative scenarios including more compact walkable land use and roadway pricing. This work included hands-on testing of the most complex travel demand models in use in the U.S. today.

Climate Plan (California statewide) – Assisted large coalition of groups in reviewing and participating in the target setting process required by Senate Bill 375 and administered by the California Air Resources Board to reduce future greenhouse gas emissions through land use measures and other regional initiatives.

Chittenden County (2060 Land use and Transportation Vision Burlington Vermont region) – led extensive public visioning project as part of MPO's long-range transportation plan update.

Flagstaff Metropolitan Planning Organization – Implemented walk, transit and bike models within regional travel demand model. The bike model includes skimming bike networks including on-road and off-road bicycle facilities with a bike level of service established for each segment.

Chicago Metropolis Plan and Chicago Metropolis Freight Plan (6-county region)— developed alternative transportation scenarios, made enhancements in the regional travel demand model, and used the enhanced

model to evaluate alternative scenarios including development of alternative regional transit concepts. Developed multi-class assignment model and used it to analyze freight alternatives including congestion pricing and other peak shifting strategies.

### **Municipal Planning**

---

City of Grand Rapids – Michigan Street Corridor – developed peak period subarea model including non-motorized trips based on urban form. Model is being used to develop traffic volumes for several alternatives that are being additionally analyzed using the City's Synchro model

City of Omaha - Modified regional travel demand model to properly account for non-motorized trips, transit trips and shorter auto trips that would result from more compact mixed-use development. Scenarios with different roadway, transit, and land use alternatives were modeled.

City of Dublin (Columbus region) – Modified regional travel demand model to properly account for non-motorized trips and shorter auto trips that would result from more compact mixed-use development. The model was applied in analyses for a new downtown to be constructed in the Bridge Street corridor on both sides of an historic village center.

City of Portland, Maine – Implemented model improvements that better account for non-motorized trips and interactions between land use and transportation and applied the enhanced model to two subarea studies.

City of Honolulu – Kaka'ako Transit Oriented Development (TOD) – applied regional travel demand model in estimating impacts of proposed TOD including estimating internal trip capture.

City of Burlington (Vermont) Transportation Plan – Led team that developing Transportation Plan focused on supporting increased population and employment without increases in traffic by focusing investments and policies on transit, walking, biking and Transportation Demand Management.

### **Transit Planning**

---

Regional Transportation Authority (Chicago) and Chicago Metropolis 2020 – evaluated alternative 2020 and 2030 system-wide transit scenarios including deterioration and enhance/expand under alternative land use and energy pricing assumptions in support of initiatives for increased public funding.

Capital Metropolitan Transportation Authority (Austin, TX) Transit Vision – analyzed the regional effects of implementing the transit vision in concert with an aggressive transit-oriented development plan developed by Calthorpe Associates. Transit vision includes commuter rail and BRT.

Bus Rapid Transit for Northern Virginia HOT Lanes (Breakthrough Technologies, Inc and Environmental Defense.) – analyzed alternative Bus Rapid Transit (BRT) strategies for proposed privately-developing High Occupancy Toll lanes on I-95 and I-495 (Capital Beltway) including different service alternatives (point-to-point services, trunk lines intersecting connecting routes at in-line stations, and hybrid).

### **Roadway Corridor Planning**

---

I-30 Little Rock Arkansas – Developed enhanced version of regional travel demand model that integrates TransCAD with open source Dynamic Traffic Assignment (DTA) software, and used to model I-30 alternatives. Freeway bottlenecks are modeled much more accurately than in the base TransCAD model.



South Evacuation Lifeline (SELL) – In work for the South Carolina Coastal Conservation League, used Dynamic Travel Assignment (DTA) to estimate evaluation times with different transportation alternatives in coastal South Caroline including a new proposed freeway.

Hudson River Crossing Study (Capital District Transportation Committee and NYSDOT) – Analyzing long term capacity needs for Hudson River bridges which a special focus on the I-90 Patroon Island Bridge where a microsimulation VISSIM model was developed and applied.

### **PUBLICATIONS AND PRESENTATIONS (partial list)**

DTA Love: Co-leader of workshop on Dynamic Traffic Assignment at the June 2019 Transportation Research Board Planning Applications Conference.

Forecasting the Impossible: The Status Quo of Estimating Traffic Flows with Static Traffic Assignment and the Future of Dynamic Traffic Assignment. *Research in Transportation Business and Management* 2018.

Assessing Freeway Expansion Projects with Regional Dynamic Traffic Assignment. Presented at the August 2018 Transportation Research Board Tools of the Trade Conference on Transportation Planning for Small and Medium Sized Communities.

Vermont Statewide Resilience Modeling. With Joseph Segale, James Sullivan and Roy Schiff. Presented at the May 2017 Transportation Research Board Planning Applications Conference.

Assessing Freeway Expansion Projects with Regional Dynamic Traffic Assignment. Presented at the May 2017 Transportation Research Board Planning Applications Conference.

Pre-Destination Choice Walk Mode Choice Modeling. Presented at the May 2017 Transportation Research Board Planning Applications Conference.

A Statistical Model of Regional Traffic Congestion in the United States, presented at the 2016 Annual Meeting of the Transportation Research Board.

### **MEMBERSHIPS/AFFILIATIONS**

Associate Member, Transportation Research Board (TRB)

Member and Co-Leader Project for Transportation Modeling Reform, Congress for the New Urbanism (CNU)

## Resume

### **NORMAN L. MARSHALL, PRESIDENT**

---

[nmarshall@smartmobility.com](mailto:nmarshall@smartmobility.com)

#### **EDUCATION:**

Master of Science in Engineering Sciences, Dartmouth College, Hanover, NH, 1982

Bachelor of Science in Mathematics, Worcester Polytechnic Institute, Worcester, MA, 1977

#### **PROFESSIONAL EXPERIENCE: (32 Years, 18 at Smart Mobility, Inc.)**

Norm Marshall helped found Smart Mobility, Inc. in 2001. Prior to this, he was at RSG for 14 years where he developed a national practice in travel demand modeling. He specializes in analyzing the relationships between the built environment and travel behavior and doing planning that coordinates multi-modal transportation with land use and community needs.

#### **Regional Land Use/Transportation Scenario Planning**

---

Portland Area Comprehensive Transportation System (PACTS) – the Portland Maine Metropolitan Planning Organization. Updating regional travel demand model with new data (including AirSage), adding a truck model, and multiclass assignment including differentiation between cash toll and transponder payments.

Loudoun County Virginia Dynamic Traffic Assignment – Enhanced subarea travel demand model to include Dynamic Traffic Assignment (Cube). Model being used to better understand impacts of roadway expansion on induced travel.

Vermont Agency of Transportation-Enhanced statewide travel demand model to evaluate travel impacts of closures and delays resulting from severe storm events. Model uses innovative Monte Carlo simulations process to account for combinations of failures.

California Air Resources Board – Led team including the University of California in \$250k project that reviewed the ability of the new generation of regional activity-based models and land use models to accurately account for greenhouse gas emissions from alternative scenarios including more compact walkable land use and roadway pricing. This work included hands-on testing of the most complex travel demand models in use in the U.S. today.

Climate Plan (California statewide) – Assisted large coalition of groups in reviewing and participating in the target setting process required by Senate Bill 375 and administered by the California Air Resources Board to reduce future greenhouse gas emissions through land use measures and other regional initiatives.

Chittenden County (2060 Land use and Transportation Vision Burlington Vermont region) – led extensive public visioning project as part of MPO's long-range transportation plan update.

Flagstaff Metropolitan Planning Organization – Implemented walk, transit and bike models within regional travel demand model. The bike model includes skimming bike networks including on-road and off-road bicycle facilities with a bike level of service established for each segment.

Chicago Metropolis Plan and Chicago Metropolis Freight Plan (6-county region)— developed alternative transportation scenarios, made enhancements in the regional travel demand model, and used the enhanced

model to evaluate alternative scenarios including development of alternative regional transit concepts. Developed multi-class assignment model and used it to analyze freight alternatives including congestion pricing and other peak shifting strategies.

### **Municipal Planning**

---

City of Grand Rapids – Michigan Street Corridor – developed peak period subarea model including non-motorized trips based on urban form. Model is being used to develop traffic volumes for several alternatives that are being additionally analyzed using the City's Synchro model

City of Omaha - Modified regional travel demand model to properly account for non-motorized trips, transit trips and shorter auto trips that would result from more compact mixed-use development. Scenarios with different roadway, transit, and land use alternatives were modeled.

City of Dublin (Columbus region) – Modified regional travel demand model to properly account for non-motorized trips and shorter auto trips that would result from more compact mixed-use development. The model was applied in analyses for a new downtown to be constructed in the Bridge Street corridor on both sides of an historic village center.

City of Portland, Maine – Implemented model improvements that better account for non-motorized trips and interactions between land use and transportation and applied the enhanced model to two subarea studies.

City of Honolulu – Kaka'ako Transit Oriented Development (TOD) – applied regional travel demand model in estimating impacts of proposed TOD including estimating internal trip capture.

City of Burlington (Vermont) Transportation Plan – Led team that developing Transportation Plan focused on supporting increased population and employment without increases in traffic by focusing investments and policies on transit, walking, biking and Transportation Demand Management.

### **Transit Planning**

---

Regional Transportation Authority (Chicago) and Chicago Metropolis 2020 – evaluated alternative 2020 and 2030 system-wide transit scenarios including deterioration and enhance/expand under alternative land use and energy pricing assumptions in support of initiatives for increased public funding.

Capital Metropolitan Transportation Authority (Austin, TX) Transit Vision – analyzed the regional effects of implementing the transit vision in concert with an aggressive transit-oriented development plan developed by Calthorpe Associates. Transit vision includes commuter rail and BRT.

Bus Rapid Transit for Northern Virginia HOT Lanes (Breakthrough Technologies, Inc and Environmental Defense.) – analyzed alternative Bus Rapid Transit (BRT) strategies for proposed privately-developing High Occupancy Toll lanes on I-95 and I-495 (Capital Beltway) including different service alternatives (point-to-point services, trunk lines intersecting connecting routes at in-line stations, and hybrid).

### **Roadway Corridor Planning**

---

I-30 Little Rock Arkansas – Developed enhanced version of regional travel demand model that integrates TransCAD with open source Dynamic Traffic Assignment (DTA) software, and used to model I-30 alternatives. Freeway bottlenecks are modeled much more accurately than in the base TransCAD model.

South Evacuation Lifeline (SELL) – In work for the South Carolina Coastal Conservation League, used Dynamic Travel Assignment (DTA) to estimate evaluation times with different transportation alternatives in coastal South Caroline including a new proposed freeway.

Hudson River Crossing Study (Capital District Transportation Committee and NYSDOT) – Analyzing long term capacity needs for Hudson River bridges which a special focus on the I-90 Patroon Island Bridge where a microsimulation VISSIM model was developed and applied.

### **PUBLICATIONS AND PRESENTATIONS (partial list)**

DTA Love: Co-leader of workshop on Dynamic Traffic Assignment at the June 2019 Transportation Research Board Planning Applications Conference.

Forecasting the Impossible: The Status Quo of Estimating Traffic Flows with Static Traffic Assignment and the Future of Dynamic Traffic Assignment. *Research in Transportation Business and Management* 2018.

Assessing Freeway Expansion Projects with Regional Dynamic Traffic Assignment. Presented at the August 2018 Transportation Research Board Tools of the Trade Conference on Transportation Planning for Small and Medium Sized Communities.

Vermont Statewide Resilience Modeling. With Joseph Segale, James Sullivan and Roy Schiff. Presented at the May 2017 Transportation Research Board Planning Applications Conference.

Assessing Freeway Expansion Projects with Regional Dynamic Traffic Assignment. Presented at the May 2017 Transportation Research Board Planning Applications Conference.

Pre-Destination Choice Walk Mode Choice Modeling. Presented at the May 2017 Transportation Research Board Planning Applications Conference.

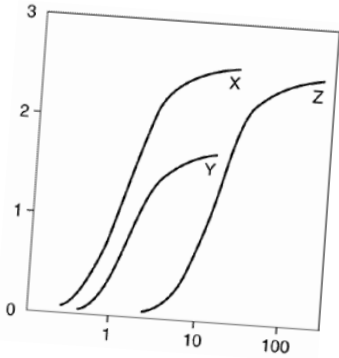
A Statistical Model of Regional Traffic Congestion in the United States, presented at the 2016 Annual Meeting of the Transportation Research Board.

### **MEMBERSHIPS/AFFILIATIONS**

Associate Member, Transportation Research Board (TRB)

Member and Co-Leader Project for Transportation Modeling Reform, Congress for the New Urbanism (CNU)

# EXHIBIT B



December 3, 2024

Adams Broadwell Joseph & Cardozo  
601 Gateway Boulevard, Suite 1000  
South San Francisco, CA 94080

**Attn: Mr. Kevin Carmichael**

**Subject: Comments On Final Environmental Impact Report  
(FEIR) For Tracy COSTCO Depot Annex Project, (SCH  
# 2020080531) Tracy, California**

---

**Clark & Associates**  
Environmental Consulting, Inc.

**OFFICE**

12405 Venice Blvd  
Suite 331  
Los Angeles, CA 90066

**PHONE**

310-907-6165

**EMAIL**

jclark.assoc@gmail.com

At the request of Adams Broadwell Joseph & Cardozo (ABJC), Clark and Associates (Clark) has reviewed the materials related to the City of Tracy's (the City's) FEIR,<sup>1</sup> including the Responses to Comments (RTC) for the above referenced project.

Clark's review does not constitute validation or endorsement of the conclusions or content presented in the FEIR. Any lack of comment on specific items should not be interpreted as acceptance or approval of those items.

**Project Description:**

The Project proposes the construction and operation of two warehouse buildings that would serve as an annex to the existing Costco Depot located approximately 1.5 miles to the west of the Project and as a Direct Distribution Center (DDC). The two buildings (approximately 543,526 square foot (sq ft) for Building 1 and 1,193,198 sq ft for Building 2) would total approximately 1,736,724 square feet. The smaller Building 1 is anticipated to serve as the annex by providing additional storage for high-turnover merchandise processed through the nearby

---

<sup>1</sup> De Novo Planning Group. 2024. Final Environmental Impact Report (Response To Comments) For The Tracy COSTCO Depot Annex Project (SCH # 2020080531) Dated September 2024

Costco Depot, a pallet repair facility, and a return to vendor facility for large items returned to a Costco warehouse. The larger Building 2 is anticipated to serve as a DDC, an ecommerce distribution center primarily for large and bulky items ordered online for direct delivery. According to the Project Description, cold storage would not be provided as part of the proposed Project.<sup>2</sup> The FEIR further notes “that there would be no refrigerated warehouse operations or transport refrigeration units (TRUs) as part of the Project. If the Project is approved, the City would include a condition of approval precluding cold uses for the Project.”<sup>3</sup> However, the Conditions of Approval for the Project do not include a provision prohibiting the use of the Project for cold storage, therefore it is still possible that cold storage could be part of the Project that is finally approved.

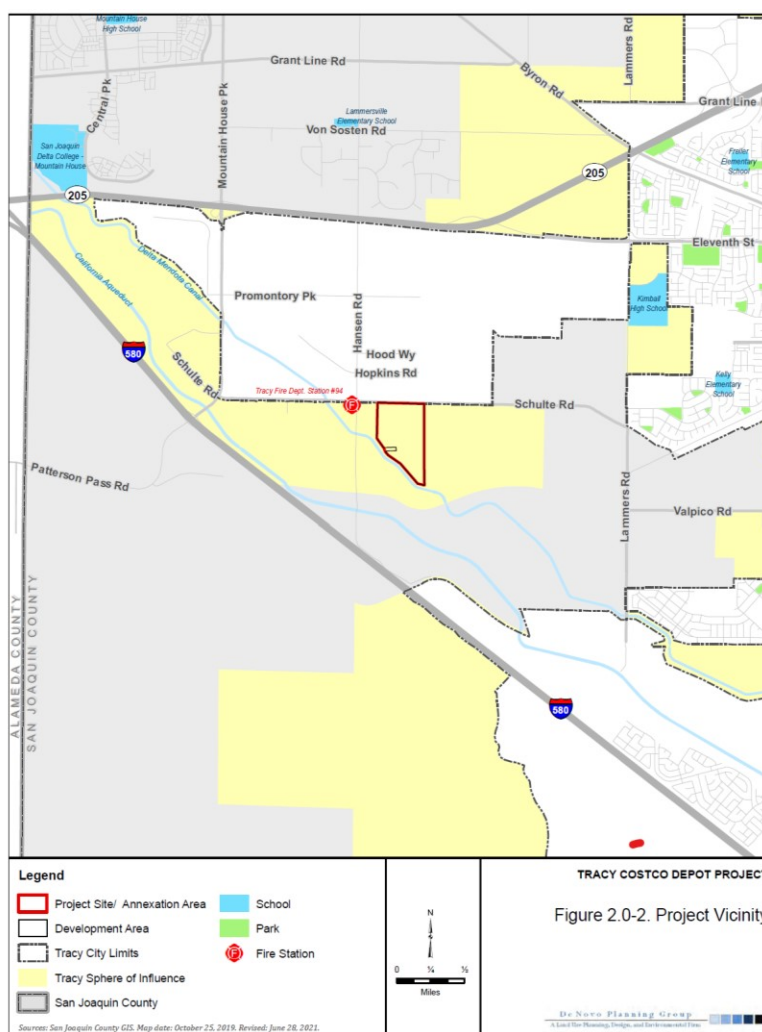


Figure 2.0-2. Project Vicinity

<sup>2</sup> *Ibid.* pg ES-2

<sup>3</sup> *Ibid.* pg ES-2

**Figure 1: Regional Location Map**

According to the RDEIR<sup>4</sup> the Project Site (or **Annexation Area**) totals 104.46 acres and includes the whole of the Project, including the proposed 103.0-acre Development Area, and 1.46 acres of land along the Delta Mendota Canal (which would not be developed as part of the proposed Project). The Project Site is undeveloped land that was previously used for agricultural purposes. The Site is regularly disked and mowed for weed abatement. Surrounding land uses include warehouse distribution and other industrial uses to the north (within the Cordes Ranch Specific Plan Area, located in the City of Tracy), vacant agricultural land within unincorporated San Joaquin County to the east, the Delta Mendota Canal and agricultural land within unincorporated San Joaquin County to the south, and a rural residence, CalFire station, and Delta Mendota Canal to the west (within unincorporated San Joaquin County).

---

<sup>4</sup> De Novo Planning Group. 2024. Recirculated Draft EIR For The Tracy COSTCO Depot Annex Project (SCH # 2020080531) Dated December 2023. Pg 2.0-1





Figure 2: Project Site Location (Aerial Photo )

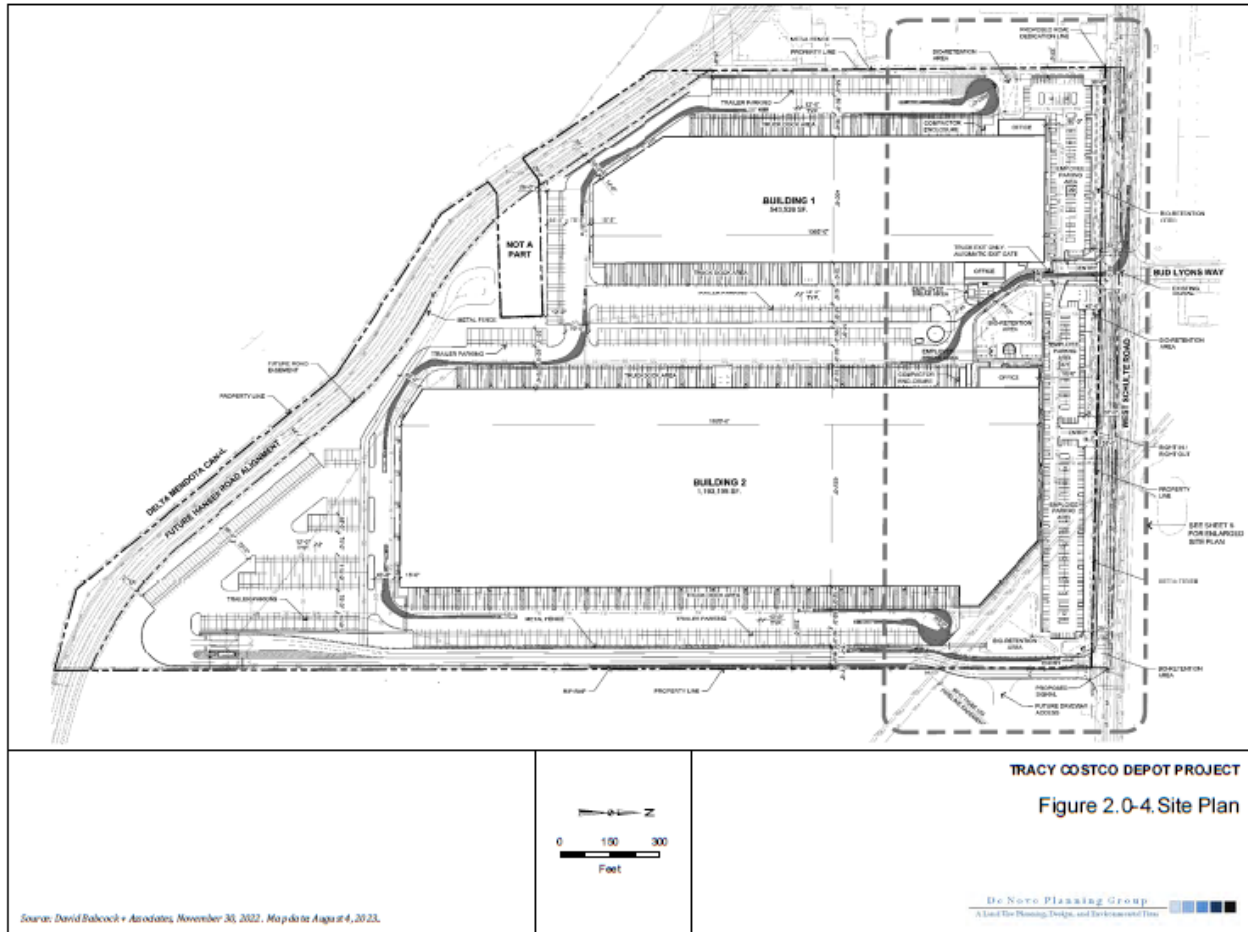


Figure 3: Project Site Plan

The construction of the Project Site is expected to last for approximately 2 years.<sup>5</sup> Construction activities associated with the Project would result in emissions of VOCs, NO<sub>x</sub>, SO<sub>x</sub>, CO, PM<sub>10</sub>, and PM<sub>2.5</sub>.

<sup>5</sup> Ibid. pg 3.3-26

**TABLE 3.3-8: ANTICIPATED CONSTRUCTION SCHEDULE**

CALEEMOD PHASE	CALEEMOD PHASE START DATE	CALEEMOD PHASE END DATE
Site Preparation	Monday, 7/8/2024	Friday, 7/26/2024
Grading	Monday, 7/29/2024	Friday, 12/20/2024
Off-Site Grading	Tuesday, 12/24/2024	Monday, 12/15/2025
Off-Site Improvements	Monday, 4/14/2025	Monday, 10/20/2025
Off-Site Paving	Tuesday, 10/21/2025	Monday, 12/15/2025
Phase 1 Building Construction	Monday, 12/23/2024	Monday, 12/29/2025
Phase 1 Site Finishing	Monday, 9/29/2025	Sunday, 11/16/2025
Phase 1 Paving	Monday, 11/17/2025	Friday, 12/19/2025
Phase 2 Building Construction	Monday, 12/29/2025	Friday, 8/21/2026
Phase 2 Site Finishing	Monday, 5/18/2026	Monday, 7/20/2026

3.3-26	Recirculated Draft EIR – Tracy Costco Depot Annex
--------	---

--

	AIR QUALITY	3.3
Phase 2 Paving	Tuesday, 7/21/2026	Friday, 8/7/2026

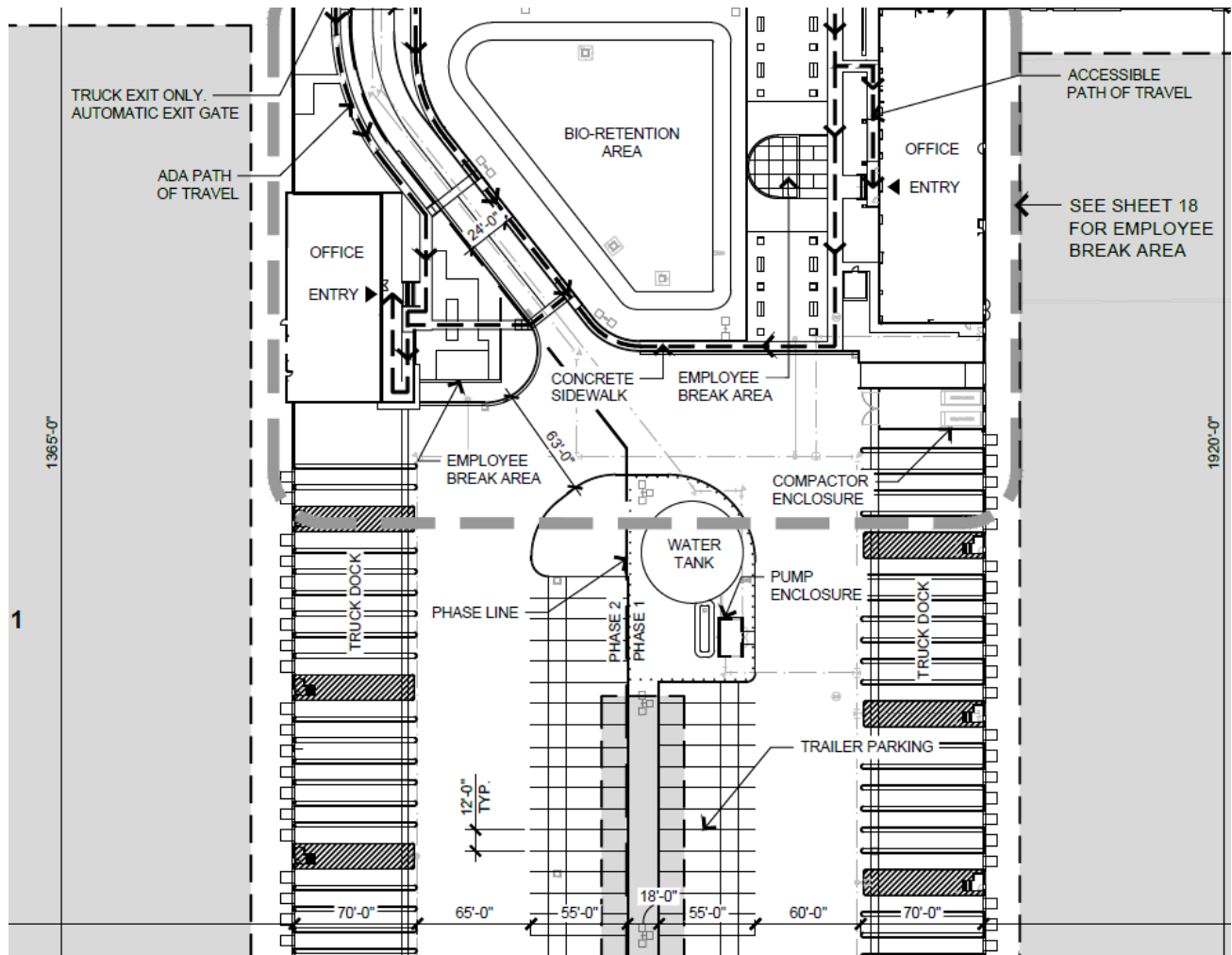
SOURCE: PROJECT APPLICANT (AUGUST 22, 2023).

The FEIR’s assertion that there are not additional mitigation measures that could impact the significant air quality impacts from the Project is not supported by the data contained in the FEIR.

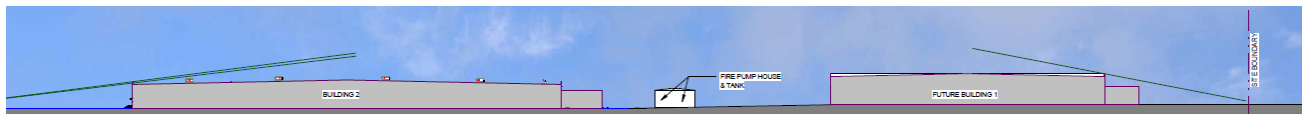
## Specific Comments

### 1. The Air Quality Analysis Omits Analysis of Onsite Stationary Source Emissions.

To comply with the California Fire Code and local fire authority requirements, the Project will need to install fire pump systems and likely an on-site back-up generator (BUG). A review of Appendix A to the RDEIR includes the Project Site Plans. On sheet 5 of Appendix A the plans detail the presence of a water tank and pump enclosure.



Several sheets later, (sheet 14 of Appendix A) the plans described the presence of a fire pump house and tank in the same location.



The CalEEMOD analyses for the Project do not show a fire pump or backup generator(s) ("BUG") for the Project. A fire pump house typically contains several key components, each playing a vital role in maintaining the efficiency and reliability of the fire protection system:

1. **Fire Pumps:** The most critical component of the fire protection system is a fire pump house which is responsible for increasing the water pressure in the system. Fire pumps can be driven

by various power sources, including electric motors, diesel engines, and steam turbines.

2. **Controllers:** Fire pump controllers are devices that monitor and control the operation of the fire pump. They ensure the pump starts automatically in response to a drop in system pressure, providing consistent and reliable performance during an emergency.
3. **Jockey Pumps:** Also known as pressure maintenance pumps, jockey pumps are smaller pumps used to maintain system pressure during normal conditions. They compensate for small leaks and pressure drops, ensuring the fire pump remains primed and activated.
4. **Relief Valves:** These valves are designed to prevent excessive pressure buildup in the system, protecting the equipment from damage and ensuring safe operation.
5. **Flow Meters:** Flow meters measure the water flow rate in the system, providing crucial data for monitoring and maintaining optimal performance.
6. **Piping and Valves:** An extensive network of pipes and valves directs the water from the pump to the fire protection system, ensuring efficient and controlled distribution.

Given that the pump enclosure indicated on sheet 14 of Appendix A clearly describes a fire pump house the source of power for the system must be included in the air quality analysis of the Project. According to Mitigation Measure 3.3-6 states that the Project applicant shall ensure that diesel generators shall not be used on site during project operations, except in emergency situations, in which case such generators shall have Best Available Control Technology (BACT) that meets CARB's final Tier IV emission standards. This would make it appear that the use of generators using alternative fuels to diesel would be preferred but does not explicitly prevent the use of diesel-powered generators. Since Mitigation Measure 3.3-5 requires that no natural gas service shall be supplied to the site it is clear that natural gas-powered generators would not be allowed.

Both the fire pump and BUG will require annual testing and maintenance. Under the California Air Resources Board (CARB) Airborne Toxic Control Measure (ATCM) for Stationary Compression Ignition Engines Guidance, the local air district may permit a new stationary emergency standby diesel-fueled CI engine ( $> 50$  hp) to operate up to 100 hours per year for maintenance and testing if the DPM emissions are less than or equal to 0.01 g/bhp-hr. Assuming a generator for the fire pump house is approximately 900 brake horse power (bhp) and is operated for 100 hours a year to test and maintain the system, the system would generate 900 grams or approximately 2 pounds of DPM. This

additional emissions and resulting burden on the nearby sensitive receptors is unaccounted for in the FEIR. Beyond routine testing emissions, the air quality analysis in the FEIR must also account for the additional operational emissions from BUGs that occur due to unscheduled events, including Public Safety Power Shutoff events and extreme heat events. However, the City's analysis fails to include emissions from stationary equipment (i.e., fire pumps and or BUGs) in its operational emissions assessment, and these sources are omitted from the CalEEMOD modeling. The omission of fire pump and BUG emissions is a significant gap in the Project's emissions inventory, leaving a source of operational emissions unaddressed.

## **2. The FEIR Fails To Account For The Potential Hazards From Battery Storage On Site.**

According to the FEIR, the Project would install a solar photovoltaic (PV) roof system, including on-site PV connection to the local electric grid. The on-site Solar PV roof system is anticipated to provide approximately 3-megawatts (MW) of building demand. In addition, a solar microgrid would be included within the Project with adequate battery storage. Sheet 4 from the RTCs indicates that the battery storage area would be adjacent to Building 2.

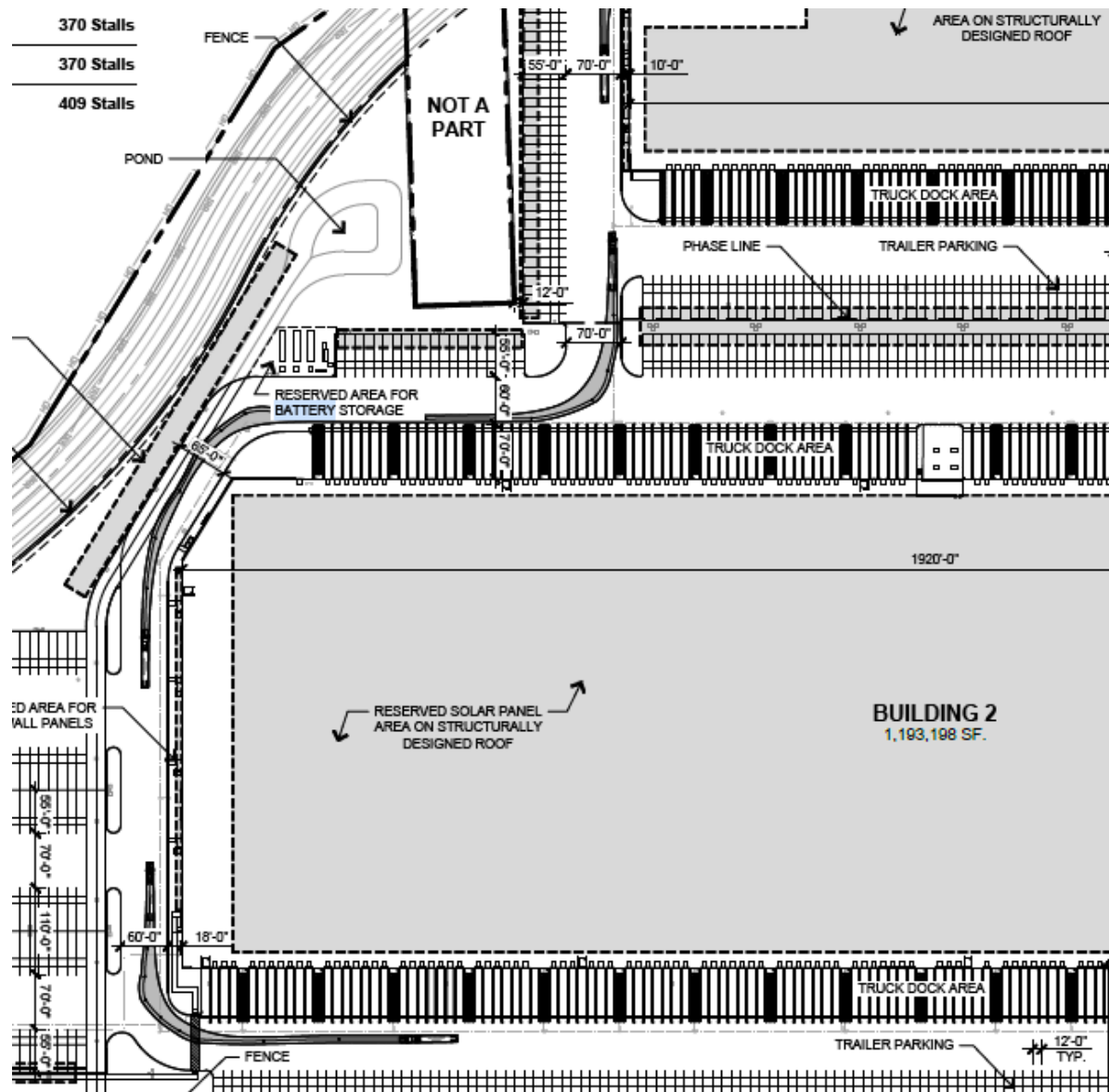


Figure 4: Location of Battery Storage Area

Mitigation Measure 3.3-4 requires that the battery storage system have enough capacity to power the Project's basic building function for 48 hours. Based on the energy consumption rate in the FEIR,<sup>6</sup> the system would need to be able to store 60,494 kWh in the system. As battery systems increase in size so do the potential hazards that they present. Frequently identified hazards from storage batteries include thermal runaway, off-gassing, and stranded energy, along with discharges of

<sup>6</sup> De Novo Planning Group. 2024. Recirculated Draft EIR For The Tracy COSTCO Depot Annex Project (SCH # 2020080531) Dated December 2023. Pg 3.7-33

hazardous chemicals from the batteries themselves.

- Thermal runaway - Thermal runaway is the uncontrollable self-heating of a battery cell. It begins when the heat generated within a battery exceeds the amount of heat that can be dissipated to its surroundings. The initial overheated cell then generates flammable and toxic gasses and can reach a heat high enough to ignite those gasses. This phenomenon can cascade to adjacent cells and progress through the ESS, thus the term “runaway”.
- Off Gassing – The gasses that are released from battery energy storage systems (ESS) are highly flammable and toxic. The type of gas released depends on the battery chemistry involved but typically includes gases such as: carbon monoxide, carbon dioxide, hydrogen, methane, ethane, and other hydrocarbons. If the gas is able to reach its lower explosive limit before finding an ignition source, then there is the potential for an explosion.
- Stranded Energy – Standard energy is the term used for when a battery has no safe way of discharging its stored energy. This commonly occurs after an ESS fire has been extinguished and the battery terminals have been damaged. This is a shock hazard to those working with the damaged ESS since it still contains an unknown amount of electrical energy. Stranded energy can also lead to reignition of a fire within minute, hours, or even days after the initial event.

Additionally, the environmental impacts from the placement of batteries in the environment needs to be assessed. Specifically, environmental impacts can lead to battery failure. This can be the result of ambient temperature extremes, seismic activity, floods, ingress of debris or corrosive mists such as dust (deserts) or salt fog (marine locations), or rodent damage to wiring. Some locations subjected to rapid temperature variations such as in the mountains can experience dewing leading to damage within the ESS located outdoors if not well-controlled. It is clear that the FEIR fails to address how the battery storage will be maintained and does assess the hazards from the long-term use of the batteries.



**3. Mitigation Measures To Reduce NO<sub>x</sub> and Diesel Particulate Matter (DPM) Emissions From The Operational Phase Of The Project Do Not Go Far Enough To Reduce The Emissions.**

The Project is anticipated to generate approximately 2,576 passenger vehicle trips and 1,224 heavy-duty truck trips per day. The truck trips would include vehicles delivering materials to the Project Site and vehicles delivering goods from the Project Site. Using the quantifiable Project Sustainability features the FEIR estimated that the Project would generate 15.6 tons (31,200 lbs) of NO<sub>x</sub> per year, a significant and unavoidable impact based on the SJVAPCD's threshold. The impact of Mitigation Measure 3.3-1, which requires that during Project operation, operators of heavy-duty trucks that travel to and from the Project site are required to use trucks that have 2010 model year or newer engines that meet the CARB's 2010 engine emission standards of 0.01 g/bhp-hr for particulate matter (PM) and 0.20 g/bhp-hr of NO<sub>x</sub> emissions, or newer, cleaner trucks and equipment, was not included in the analysis.

Under a recent agreement between Costco and the Sierra Club (Enhanced Measures – EM-B), 72 percent (72%) of heavy-duty trucks transporting goods *from* the Project Site will be model year 2014 or zero emission (ZE) vehicles. This measure will only limit emissions starting from the Project Site and will not impact the emissions from vehicles delivering to the Project Site.

By updating the Mitigation Measure to require the use of only heavy-duty vehicles produced in the year 2018 or later (rather than the proposed 2010 or later) delivering products *to and from* the Project Site (where not otherwise within the 72% of incoming trucks covered in the Sierra Club settlement), emissions NO<sub>x</sub> and DPM would further decrease and result in substantial reductions in otherwise unmitigated emissions. Based on an analysis of emissions from the EMFAC model produced by the California Air Resources Board (CARB), it is clear that vehicles model year 2018 and newer produce 37 percent to 45 percent less emission of NO<sub>x</sub>, DPM, and reactive organic gases (ROGs) that contribute to GHG formation than those produced from 2010 through 2017. This simply mitigation measure would have no impact on the construction and operational costs of the Project but will net a significant decrease in the emissions from the Project.

#### **4. The FEIR Fails To Address The Necessary Mitigation Measures To Reduce Valley Fever Risks From Particulate Matter Released During Project Construction.**

The FEIR fails to adequately address the known presence and significant risk of *Coccidioides Immitis* (Valley Fever fungus) in Central California. Under California Labor Code Section 6709[e], the county of San Joaquin is an area known to have a high endemic rate of Valley Fever. In the FEIR<sup>7</sup> it was noted that by geographic region, hospitalizations for Valley Fever in the San Joaquin Valley increased from 230 (6.9 per 100,000 population) in 2000 to 701 (17.7 per 100,000 population) in 2007. According to the California Department Of Public Health's (CDPH) Valley Fever Website<sup>8</sup>, the rate of Valley Fever illnesses in the County of San Joaquin (location of the Project Site) ranged from 11 in 2001 (a rate of 1.9 per 100,000 population) to 47 in 2007 (a rate of 7.0 in 100,000). From 2008 through 2022, the cases in the County increased, reaching a maximum of 281 cases in 2019 (a rate of 36.4 per 100,000). Based on the provisional reports from the CDPH for 2024, a new maximum of 318 cases has been reached in the first 9-months of the reporting year. Since Valley Fever cases are directly related to the disturbance of soils in the area, the City must directly address the impacts that the Project's construction phase will have on the community.

Dust exposure is a primary risk factor for contracting Valley Fever (via *Coccidioides immitis* (*cocci*) exposure). When soil containing the *cocci* spores are disturbed by construction activities, the fungal spores become airborne, exposing construction workers and other nearby sensitive receptors. The FEIR assumes that meeting San Joaquin Valley Air Pollution Control District's (SJV-APCD's) Rule 8021 (Construction, Demolition, Excavation, Extraction, and Other Earthmoving Activities) would be sufficient to control the impacts from Valley Fever exposure from the Project Site. District Rule 8021 requires limitation of fugitive dust emissions from construction, demolition, excavation, extraction, and other earthmoving activities, by implementing control measures such as pre-watering the Project site, phasing construction work to reduce the amount of disturbed surface at any one time, and applying water or other suppressants to unpaved haul/access roads and unpaved

---

<sup>7</sup> De Novo Planning Group. 2024. Recirculated Draft EIR For The Tracy COSTCO Depot Annex Project (SCH # 2020080531) Dated December 2023. Pg 3.3-39)

<sup>8</sup> CDPH. 2022. Epidemiologic Summary of Valley Fever (Coccidioidomycosis) In California, 2022. Surveillance and Statistics Section, Infection Diseases Branch, Division of Communicable Disease Control, Center For Infectious Diseases, California Department of Public Health.  
<https://www.cdph.ca.gov/Programs/CID/DCDC/CDPH%20Document%20Library/CocciEpiSummary2022.pdf>

vehicle/equipment traffic areas. Rule 8021 relies on a visual-opacity reading for dust control and is insufficient to prevent exposure to Valley Fever spores. This rule is based on smoke-monitoring methods (U.S. EPA Methods 9 and 22) that require active monitoring by certified observers, rely on subjective observation, and are affected by variable such as lighting, distance, and weather conditions. Due to these limitations, opacity readings do not provide accurate, continuous data on fine airborne particles.

The most at-risk populations are construction and agricultural workers.<sup>9</sup> Here, construction workers are the very population that would be most directly exposed by the Project. A refereed journal article on occupational exposures notes that “[l]abor groups where occupation involves close contact with the soil are at greater risk, especially if the work involves dusty digging operations.”<sup>10</sup>

The potentially exposed population in surrounding areas is much larger than construction workers because the nonselective raising of dust during Project construction will carry the very small spores, 0.002–0.005 millimeters (“mm”), into nonendemic areas, potentially exposing large non-Project-related populations.<sup>11,12</sup> These very small particles are not controlled by conventional construction dust control mitigation measures.

To address these shortcomings, the City should require active monitoring with dust monitors (particle measuring devices) immediately outside of the facility and around its perimeter. Continuous particle measures would offer several advantages. It eliminates the subjectivity inherent in visual opacity readings, leading to more reliable and consistent data. It allows for real-time tracking of dust particle levels, enabling prompt corrective actions if thresholds are exceeded. And it offers robust data sets that can be used for repeatability test and to validate compliance with air quality standards. Incorporating active dust monitoring systems would ensure that air quality impacts are accurately assessed and mitigated, fulfilling the intent of the mitigation measures and conditions of compliance

---

<sup>9</sup> Lawrence L. Schmelzer and R. Tabershaw, Exposure Factors in Occupational Coccidioidomycosis, *American Journal of Public Health and the Nation's Health*, v. 58, no. 1, 1968, pp. 107–113, Table 3; available at <http://www.ncbi.nlm.nih.gov/pmc/articles/PMC1228046/?page=1>.

<sup>10</sup> *Ibid.*, p. 110.

<sup>11</sup> Schmelzer and Tabershaw, 1968, p. 110; Pappagianis and Einstein, 1978

<sup>12</sup> Pappagianis and Einstein, 1978, p. 527 (“The northern areas were not directly affected by the ground level windstorm that had struck Kern County but the dust was lifted to several thousand feet elevation and, borne on high currents, the soil and arthrospores along with some moisture were gently deposited on sidewalks and automobiles as ‘a mud storm’ that vexed the residents of much of California.” The storm originating in Kern County, for example, had major impacts in the San Francisco Bay Area and Sacramento).

to protect public health and the environment.

Based on the conventional mitigation measures and modeling of dust movement in the CalEEMOD model (utilized in the FEIR) watering exposed areas twice a day would reduce PM<sub>10</sub> and PM<sub>2.5</sub> emissions by 61 percent (61%). Increasing the watering frequency to 3 times per day would reduce PM<sub>10</sub> and PM<sub>2.5</sub> emissions by 74%. Conventional dust control measures primarily focus on visible dust or larger dust particles—the PM<sub>10</sub> fraction—and fail to address the very fine particles that transport Valley Fever spores, which are approximately 5 times smaller than typical PM<sub>10</sub> particles and remain airborne much longer.<sup>13</sup> These fine particles, when disturbed by soil-disturbing activities, spread widely beyond site, posing a significant risk to both onsite workers and nearby communities.

Additionally, sampling for and removal of impacted soils prior to the initiation of construction activities is the best solution to *Coccidioides immitis* spores. Since *Coccidioides immitis* resides in soils and are not subject to degradation, entrainment of the potentially impacted soils may cause additional issues to further development of the site.

The City may be assuming that California Labor Code Section 6709[e], which requires “awareness training” on Valley Fever, coupled with SJV-APCD’s Rule 8021 would be sufficient to protect construction workers. However, the education component of Section 6709[e] would not be protective enough to ensure worker safety and prevent exposure. The City should require that the Proponent implement mitigation measures to actively suppress the spread of Valley Fever by:

1. Include specific requirements in the Project’s Injury and Illness Prevention Program (as required by Title 8, Section 3203) regarding safeguards to prevent Valley Fever.
2. Control dust exposure:
  - Apply water to all disturbed areas a minimum of three times per day. Watering frequency should be increased to a minimum of *four times per day* if there is any evidence of visible wind-driven fugitive dust;
  - Provide and require the use of National Institute for Occupational Safety and Health (NIOSH)-approved respirators for workers with a prior history of Valley Fever.

---

<sup>13</sup> See, e.g., Cummings and others, 2010, p. 509; Schneider et al., 1997, p. 908 (“Primary prevention strategies (e.g., dust-control measures) for coccidioidomycosis in endemic areas have limited effectiveness.”).

- Require the use of half-face respirators equipped with a minimum N-95 protection factor for use during worker collocation with surface disturbance activities. Half-face respirators equipped with N-100 or P-100 filters should be used during digging activities. Employees should wear respirators when working near earth-moving machinery.
  - Prohibit eating and smoking at the worksite, and provide separate, clean eating areas with hand-washing facilities.
  - Avoid outdoor construction operations during unusually windy conditions or in dust storms.
  - Consider limiting outdoor construction during the fall to essential jobs only, as the risk of cocci infection is higher during this season.
3. Prevent transport of cocci outside endemic areas:
- Thoroughly clean equipment, vehicles, and other items before they are moved off-site to other work locations.
  - Prevent spillage or loss of bulk material from holes or other openings in the cargo compartment's floor, sides, and/or tailgate;
  - Load all haul trucks such that the freeboard is not less than six inches when material is transported on any paved public access road and apply water to the top of the load and then cover haul trucks with a tarp or other suitable cover.
  - Provide workers with coveralls daily, lockers (or other systems for keeping work and street clothing and shoes separate), daily changing and showering facilities.
  - Clothing should be changed after work every day, preferably at the work site.
  - Train workers to recognize that cocci may be transported offsite on contaminated equipment, clothing, and shoes; alternatively, consider installing boot-washing.
  - Post warnings onsite and consider limiting access to visitors, especially those without adequate training and respiratory protection.
4. Improve medical surveillance for employees:
- Employees should have prompt access to medical care, including suspected work-related illnesses and injuries.
  - Work with a medical professional to develop a protocol to medically evaluate employees who have symptoms of Valley Fever.

- Consider preferentially contracting with 1-2 clinics in the area and communicate with the health care providers in those clinics to ensure that providers are aware that Valley Fever has been reported in the area. This will increase the likelihood that ill workers will receive prompt, proper and consistent medical care.
- Respirator clearance should include medical evaluation for all new employees, annual re-evaluation for changes in medical status, and annual training, and fit-testing.
- Skin testing is not recommended for evaluation of Valley Fever.<sup>14</sup>
- If an employee is diagnosed with Valley Fever, a physician must determine if the employee should be taken off work, when they may return to work, and what type of work activities they may perform.

The City must adopt these evidence-based mitigation measures – proven effective in similar construction projects in endemic areas to ensure comprehensive protection of public health. Standard dust control measures are insufficient for preventing Valley Fever exposure, and only concrete, enforceable steps like those listed above will safeguard both onsite workers and surrounding communities.

## Conclusion

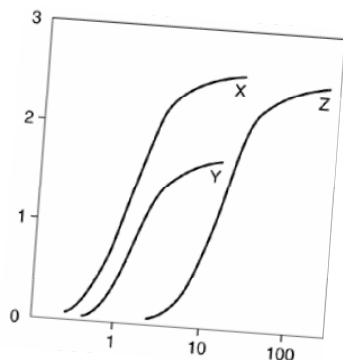
The facts presented in this comment letter lead me to reasonably conclude that the Project will result in significant impacts without additional mitigation efforts.

Sincerely,



---

<sup>14</sup> Short-term skin tests that produce results within 48 hours are now available. See Kerry Klein, NPR for Central California, New Valley Fever Skin Test Shows Promise, But Obstacles Remain, November 21, 2016; available at <http://kvpr.org/post/new-valley-fever-skin-test-shows-promise-obstacles-remain>.



**Clark & Associates**  
Environmental Consulting, Inc

**OFFICE**

12405 Venice Blvd.  
Suite 331  
Los Angeles, CA 90066

**PHONE**

310-907-6165

**FAX**

310-398-7626

**EMAIL**

jclark.assoc@gmail.com

***James J. J. Clark, Ph.D.***

*Principal Toxicologist*

**Toxicology/Exposure Assessment Modeling**

**Risk Assessment/Analysis/Dispersion Modeling**

**Education:**

Ph.D., Environmental Health Science, University of California, 1995

M.S., Environmental Health Science, University of California, 1993

B.S., Biophysical and Biochemical Sciences, University of Houston, 1987

**Professional Experience:**

Dr. Clark is a well recognized toxicologist, air modeler, and health scientist. He has 20 years of experience in researching the effects of environmental contaminants on human health including environmental fate and transport modeling (SCREEN3, AEROMOD, ISCST3, Johnson-Ettinger Vapor Intrusion Modeling); exposure assessment modeling (partitioning of contaminants in the environment as well as PBPK modeling); conducting and managing human health risk assessments for regulatory compliance and risk-based clean-up levels; and toxicological and medical literature research.

Significant projects performed by Dr. Clark include the following:

**LITIGATION SUPPORT**

**Case: James Harold Caygle, et al, v. Drummond Company, Inc. Circuit Court for the Tenth Judicial Circuit, Jefferson County, Alabama. Civil Action. CV-2009**

**Client: Environmental Litigation Group, Birmingham, Alabama**

Dr. Clark performed an air quality assessment of emissions from a coke factory located in Tarrant, Alabama. The assessment reviewed include a comprehensive review of air quality standards, measured concentrations of pollutants from factory, an inspection of the facility and detailed assessment of the impacts on the community. The results of the assessment and literature have been provided in a declaration to the court.

**Case Result: Settlement in favor of plaintiff.**

**Case: Rose Roper V. Nissan North America, et al. Superior Court of the State Of California for the County Of Los Angeles – Central Civil West. Civil Action. NC041739**

**Client: Rose, Klein, Marias, LLP, Long Beach, California**

Dr. Clark performed a toxicological assessment of an individual occupationally exposed to multiple chemicals, including benzene, who later developed a respiratory distress. A review of the individual's medical and occupational history was performed to prepare an exposure assessment. The exposure assessment was evaluated against the known outcomes in published literature to exposure to respiratory irritants. The results of the assessment and literature have been provided in a declaration to the court.

**Case Result: Settlement in favor of plaintiff.**

**Case: O'Neil V. Sherwin Williams, et al. United States District Court Central District of California**

**Client: Rose, Klein, Marias, LLP, Long Beach, California**

Dr. Clark performed a toxicological assessment of an individual occupationally exposed to petroleum distillates who later developed a bladder cancer. A review of the individual's medical and occupational history was performed to prepare a quantitative exposure assessment. The results of the assessment and literature have been provided in a declaration to the court.

**Case Result: Summary judgment for defendants.**

**Case: Moore V., Shell Oil Company, et al. Superior Court of the State Of California for the County Of Los Angeles**

**Client: Rose, Klein, Marias, LLP, Long Beach, California**

Dr. Clark performed a toxicological assessment of an individual occupationally exposed to chemicals while benzene who later developed a leukogenic disease. A review of the individual's medical and occupational history was performed to prepare a quantitative exposure assessment. The exposure assessment was evaluated against the known outcomes in published literature to exposure to refined petroleum hydrocarbons. The results of the assessment and literature have been provided in a declaration to the court.



**Case Result: Settlement in favor of plaintiff.**

**Case: Raymond Saltonstall V. Fuller O'Brien, KILZ, and Zinsser, et al. United States District Court Central District of California**

**Client: Rose, Klein, Marias, LLP, Long Beach, California**

Dr. Clark performed a toxicological assessment of an individual occupationally exposed to benzene who later developed a leukogenic disease. A review of the individual's medical and occupational history was performed to prepare a quantitative exposure assessment. The exposure assessment was evaluated against the known outcomes in published literature to exposure to refined petroleum hydrocarbons. The results of the assessment and literature have been provided in a declaration to the court.

**Case Result: Settlement in favor of plaintiff.**

**Case: Richard Boyer and Elizabeth Boyer, husband and wife, V. DESCO Corporation, et al. Circuit Court of Brooke County, West Virginia. Civil Action Number 04-C-7G.**

**Client: Frankovitch, Anetakis, Colantonio & Simon, Morgantown, West Virginia.**

Dr. Clark performed a toxicological assessment of a family exposed to chlorinated solvents released from the defendant's facility into local drinking water supplies. A review of the individual's medical and occupational history was performed to prepare a qualitative exposure assessment. The exposure assessment was evaluated against the known outcomes in published literature to exposure to chlorinated solvents. The results of the assessment and literature have been provided in a declaration to the court.

**Case Result: Settlement in favor of plaintiff.**

**Case: JoAnne R. Cook, V. DESCO Corporation, et al. Circuit Court of Brooke County, West Virginia. Civil Action Number 04-C-9R**

**Client: Frankovitch, Anetakis, Colantonio & Simon, Morgantown, West Virginia.**

Dr. Clark performed a toxicological assessment of an individual exposed to chlorinated solvents released from the defendant's facility into local drinking water supplies. A review of the individual's medical and occupational history was performed to prepare a qualitative exposure assessment. The exposure assessment was evaluated against the known outcomes in published literature to exposure to chlorinated solvents. The results of the assessment and literature have been provided in a declaration to the court.

**Case Result: Settlement in favor of plaintiff.**

**Case: Patrick Allen And Susan Allen, husband and wife, and Andrew Allen, a minor, V. DESCO Corporation, et al. Circuit Court of Brooke County, West Virginia. Civil Action Number 04-C-W**

**Client: Frankovitch, Anetakis, Colantonio & Simon, Morgantown, West Virginia.**

Dr. Clark performed a toxicological assessment of a family exposed to chlorinated solvents released from the defendant's facility into local drinking water supplies. A review of the individual's medical and occupational history was performed to prepare a qualitative exposure assessment. The exposure assessment was evaluated against the known outcomes in published literature to exposure to chlorinated solvents. The results of the assessment and literature have been provided in a declaration to the court.

**Case Result: Settlement in favor of plaintiff.**

**Case: Michael Fahey, Susan Fahey V. Atlantic Richfield Company, et al. United States District Court Central District of California Civil Action Number CV-06 7109 JCL.**

**Client: Rose, Klein, Marias, LLP, Long Beach, California**

Dr. Clark performed a toxicological assessment of an individual occupationally exposed to refined petroleum hydrocarbons who later developed a leukogenic disease. A review of the individual's medical and occupational history was performed to prepare a qualitative exposure assessment. The exposure assessment was evaluated against the known outcomes in published literature to exposure to refined petroleum hydrocarbons. The results of the assessment and literature have been provided in a declaration to the court.

**Case Result: Settlement in favor of plaintiff.**

**Case: Constance Acevedo, et al., V. California Spray-Chemical Company, et al., Superior Court of the State Of California, County Of Santa Cruz. Case No. CV 146344**

Dr. Clark performed a comprehensive exposure assessment of community members exposed to toxic metals from a former lead arsenate manufacturing facility. The former manufacturing site had undergone a DTSC mandated removal action/remediation for the presence of the toxic metals at the site. Opinions were presented regarding the elevated levels of arsenic and lead (in attic dust and soils) found throughout the community and the potential for harm to the plaintiffs in question.

**Case Result: Settlement in favor of defendant.**

**Case: Michael Nawrocki V. The Coastal Corporation, Kurk Fuel Company, Pautler Oil Service, State of New York Supreme Court, County of Erie, Index Number I2001-11247**

**Client: Richard G. Berger Attorney At Law, Buffalo, New York**

Dr. Clark performed a toxicological assessment of an individual occupationally exposed to refined petroleum hydrocarbons who later developed a leukogenic disease. A review of the individual's medical and occupational history was performed to prepare a qualitative exposure assessment. The exposure assessment was evaluated against the

known outcomes in published literature to exposure to refined petroleum hydrocarbons. The results of the assessment and literature have been provided in a declaration to the court.

**Case Result: Judgement in favor of defendant.**

#### **SELECTED AIR MODELING RESEARCH/PROJECTS**

##### **Client – Confidential**

Dr. Clark performed a comprehensive evaluation of criteria pollutants, air toxins, and particulate matter emissions from a carbon black production facility to determine the impacts on the surrounding communities. The results of the dispersion model will be used to estimate acute and chronic exposure concentrations to multiple contaminants and will be incorporated into a comprehensive risk evaluation.

##### **Client – Confidential**

Dr. Clark performed a comprehensive evaluation of air toxins and particulate matter emissions from a railroad tie manufacturing facility to determine the impacts on the surrounding communities. The results of the dispersion model have been used to estimate acute and chronic exposure concentrations to multiple contaminants and have been incorporated into a comprehensive risk evaluation.

##### **Client – Los Angeles Alliance for a New Economy (LAANE), Los Angeles, California**

Dr. Clark is advising the LAANE on air quality issues related to current flight operations at the Los Angeles International Airport (LAX) operated by the Los Angeles World Airport (LAWA) Authority. He is working with the LAANE and LAX staff to develop a comprehensive strategy for meeting local community concerns over emissions from flight operations and to engage federal agencies on the issue of local impacts of community airports.

**Client – City of Santa Monica, Santa Monica, California**

Dr. Clark is advising the City of Santa Monica on air quality issues related to current flight operations at the facility. He is working with the City staff to develop a comprehensive strategy for meeting local community concerns over emissions from flight operations and to engage federal agencies on the issue of local impacts of community airports.

**Client: Omnitrans, San Bernardino, California**

Dr. Clark managed a public health survey of three communities near transit fueling facilities in San Bernardino and Montclair California in compliance with California Senate Bill 1927. The survey included an epidemiological survey of the effected communities, emission surveys of local businesses, dispersion modeling to determine potential emission concentrations within the communities, and a comprehensive risk assessment of each community. The results of the study were presented to the Governor as mandated by Senate Bill 1927.

**Client: Confidential, San Francisco, California**

Summarized cancer types associated with exposure to metals and smoking. Researched the specific types of cancers associated with exposure to metals and smoking. Provided causation analysis of the association between cancer types and exposure for use by non-public health professionals.

**Client: Confidential, Minneapolis, Minnesota**

Prepared human health risk assessment of workers exposed to VOCs from neighboring petroleum storage/transport facility. Reviewed the systems in place for distribution of petroleum hydrocarbons to identify chemicals of concern (COCs), prepared comprehensive toxicological summaries of COCs, and quantified potential risks from carcinogens and non-carcinogens to receptors at or adjacent to site. This evaluation was used in the support of litigation.

**Client – United Kingdom Environmental Agency**

Dr. Clark is part of team that performed comprehensive evaluation of soil vapor intrusion of VOCs from former landfill adjacent residences for the United Kingdom's Environment

Agency. The evaluation included collection of liquid and soil vapor samples at site, modeling of vapor migration using the Johnson Ettinger Vapor Intrusion model, and calculation of site-specific health based vapor thresholds for chlorinated solvents, aromatic hydrocarbons, and semi-volatile organic compounds. The evaluation also included a detailed evaluation of the use, chemical characteristics, fate and transport, and toxicology of chemicals of concern (COC). The results of the evaluation have been used as a briefing tool for public health professionals.

## **EMERGING/PERSISTENT CONTAMINANT RESEARCH/PROJECTS**

### **Client: Ameren Services, St. Louis, Missouri**

Managed the preparation of a comprehensive human health risk assessment of workers and residents at or near an NPL site in Missouri. The former operations at the Property included the servicing and repair of electrical transformers, which resulted in soils and groundwater beneath the Property and adjacent land becoming impacted with PCB and chlorinated solvent compounds. The results were submitted to U.S. EPA for evaluation and will be used in the final ROD.

### **Client: City of Santa Clarita, Santa Clarita, California**

Dr. Clark is managing the oversight of the characterization, remediation and development activities of a former 1,000 acre munitions manufacturing facility for the City of Santa Clarita. The site is impacted with a number of contaminants including perchlorate, unexploded ordinance, and volatile organic compounds (VOCs). The site is currently under a number of regulatory consent orders, including an Imminent and Substantial Endangerment Order. Dr. Clark is assisting the impacted municipality with the development of remediation strategies, interaction with the responsible parties and stakeholders, as well as interfacing with the regulatory agency responsible for oversight of the site cleanup.

### **Client: Confidential, Los Angeles, California**

Prepared comprehensive evaluation of perchlorate in environment. Dr. Clark evaluated the production, use, chemical characteristics, fate and transport, toxicology, and remediation of perchlorate. Perchlorates form the basis of solid rocket fuels and have recently been detected in water supplies in the United States. The results of this research

were presented to the USEPA, National GroundWater, and ultimately published in a recent book entitled *Perchlorate in the Environment*.

**Client – Confidential, Los Angeles, California**

Dr. Clark is performing a comprehensive review of the potential for pharmaceuticals and their by-products to impact groundwater and surface water supplies. This evaluation will include a review if available data on the history of pharmaceutical production in the United States; the chemical characteristics of various pharmaceuticals; environmental fate and transport; uptake by xenobiotics; the potential effects of pharmaceuticals on water treatment systems; and the potential threat to public health. The results of the evaluation may be used as a briefing tool for non-public health professionals.

**PUBLIC HEALTH/TOXICOLOGY**

**Client: Brayton Purcell, Novato, California**

Dr. Clark performed a toxicological assessment of residents exposed to methyl-tertiary butyl ether (MTBE) from leaking underground storage tanks (LUSTs) adjacent to the subject property. The symptomology of residents and guests of the subject property were evaluated against the known outcomes in published literature to exposure to MTBE. The study found that residents had been exposed to MTBE in their drinking water; that concentrations of MTBE detected at the site were above regulatory guidelines; and, that the symptoms and outcomes expressed by residents and guests were consistent with symptoms and outcomes documented in published literature.

**Client: Confidential, San Francisco, California**

Identified and analyzed fifty years of epidemiological literature on workplace exposures to heavy metals. This research resulted in a summary of the types of cancer and non-cancer diseases associated with occupational exposure to chromium as well as the mortality and morbidity rates.

**Client: Confidential, San Francisco, California**

Summarized major public health research in United States. Identified major public health research efforts within United States over last twenty years. Results were used as a briefing tool for non-public health professionals.

**Client: Confidential, San Francisco, California**

Quantified the potential multi-pathway dose received by humans from a pesticide applied indoors. Part of team that developed exposure model and evaluated exposure concentrations in a comprehensive report on the plausible range of doses received by a specific person. This evaluation was used in the support of litigation.

**Client: Covanta Energy, Westwood, California**

Evaluated health risk from metals in biosolids applied as soil amendment on agricultural lands. The biosolids were created at a forest waste cogeneration facility using 96% whole tree wood chips and 4 percent green waste. Mass loading calculations were used to estimate Cr(VI) concentrations in agricultural soils based on a maximum loading rate of 40 tons of biomass per acre of agricultural soil. The results of the study were used by the Regulatory agency to determine that the application of biosolids did not constitute a health risk to workers applying the biosolids or to residences near the agricultural lands.

**Client – United Kingdom Environmental Agency**

Oversaw a comprehensive toxicological evaluation of methyl-*tertiary* butyl ether (MtBE) for the United Kingdom's Environment Agency. The evaluation included available data on the production, use, chemical characteristics, fate and transport, toxicology, and remediation of MtBE. The results of the evaluation have been used as a briefing tool for public health professionals.

**Client – Confidential, Los Angeles, California**

Prepared comprehensive evaluation of *tertiary* butyl alcohol (TBA) in municipal drinking water system. TBA is the primary breakdown product of MtBE, and is suspected to be the primary cause of MtBE toxicity. This evaluation will include available information on the production, use, chemical characteristics, fate and transport in the environment, absorption, distribution, routes of detoxification, metabolites, carcinogenic potential, and remediation of TBA. The results of the evaluation were used as a briefing tool for non-public health professionals.

**Client – Confidential, Los Angeles, California**

Prepared comprehensive evaluation of methyl *tertiary* butyl ether (MTBE) in municipal drinking water system. MTBE is a chemical added to gasoline to increase the octane



rating and to meet Federally mandated emission criteria. The evaluation included available data on the production, use, chemical characteristics, fate and transport, toxicology, and remediation of MTBE. The results of the evaluation have been used as a briefing tool for non-public health professionals.

**Client – Ministry of Environment, Lands & Parks, British Columbia**

Dr. Clark assisted in the development of water quality guidelines for methyl tertiary-butyl ether (MTBE) to protect water uses in British Columbia (BC). The water uses to be considered includes freshwater and marine life, wildlife, industrial, and agricultural (e.g., irrigation and livestock watering) water uses. Guidelines from other jurisdictions for the protection of drinking water, recreation and aesthetics were to be identified.

**Client: Confidential, Los Angeles, California**

Prepared physiologically based pharmacokinetic (PBPK) assessment of lead risk of receptors at middle school built over former industrial facility. This evaluation is being used to determine cleanup goals and will be basis for regulatory closure of site.

**Client: Kaiser Venture Incorporated, Fontana, California**

Prepared PBPK assessment of lead risk of receptors at a 1,100-acre former steel mill. This evaluation was used as the basis for granting closure of the site by lead regulatory agency.

**RISK ASSESSMENTS/REMEDIAL INVESTIGATIONS**

**Client: Confidential, Atlanta, Georgia**

Researched potential exposure and health risks to community members potentially exposed to creosote, polycyclic aromatic hydrocarbons, pentachlorophenol, and dioxin compounds used at a former wood treatment facility. Prepared a comprehensive toxicological summary of the chemicals of concern, including the chemical characteristics, absorption, distribution, and carcinogenic potential. Prepared risk characterization of the carcinogenic and non-carcinogenic chemicals based on the exposure assessment to quantify the potential risk to members of the surrounding community. This evaluation was used to help settle class-action tort.

**Client: Confidential, Escondido, California**

Prepared comprehensive Preliminary Endangerment Assessment (PEA) of dense non-aqueous liquid phase hydrocarbon (chlorinated solvents) contamination at a former printed circuit board manufacturing facility. This evaluation was used for litigation support and may be used as the basis for reaching closure of the site with the lead regulatory agency.

**Client: Confidential, San Francisco, California**

Summarized epidemiological evidence for connective tissue and autoimmune diseases for product liability litigation. Identified epidemiological research efforts on the health effects of medical prostheses. This research was used in a meta-analysis of the health effects and as a briefing tool for non-public health professionals.

**Client: Confidential, Bogotá, Columbia**

Prepared comprehensive evaluation of the potential health risks associated with the redevelopment of a 13.7 hectares plastic manufacturing facility in Bogotá, Colombia. The risk assessment was used as the basis for the remedial goals and closure of the site.

**Client: Confidential, Los Angeles, California**

Prepared comprehensive human health risk assessment of students, staff, and residents potentially exposed to heavy metals (principally cadmium) and VOCs from soil and soil vapor at 12-acre former crude oilfield and municipal landfill. The site is currently used as a middle school housing approximately 3,000 children. The evaluation determined that the site was safe for the current and future uses and was used as the basis for regulatory closure of site.

**Client: Confidential, Los Angeles, California**

Managed remedial investigation (RI) of heavy metals and volatile organic chemicals (VOCs) for a 15-acre former manufacturing facility. The RI investigation of the site included over 800 different sampling locations and the collection of soil, soil gas, and groundwater samples. The site is currently used as a year round school housing approximately 3,000 children. The Remedial Investigation was performed in a manner

that did not interrupt school activities and met the time restrictions placed on the project by the overseeing regulatory agency. The RI Report identified the off-site source of metals that impacted groundwater beneath the site and the sources of VOCs in soil gas and groundwater. The RI included a numerical model of vapor intrusion into the buildings at the site from the vadose zone to determine exposure concentrations and an air dispersion model of VOCs from the proposed soil vapor treatment system. The Feasibility Study for the Site is currently being drafted and may be used as the basis for granting closure of the site by DTSC.

**Client: Confidential, Los Angeles, California**

Prepared comprehensive human health risk assessment of students, staff, and residents potentially exposed to heavy metals (principally lead), VOCs, SVOCs, and PCBs from soil, soil vapor, and groundwater at 15-acre former manufacturing facility. The site is currently used as a year round school housing approximately 3,000 children. The evaluation determined that the site was safe for the current and future uses and will be basis for regulatory closure of site.

**Client: Confidential, Los Angeles, California**

Prepared comprehensive evaluation of VOC vapor intrusion into classrooms of middle school that was former 15-acre industrial facility. Using the Johnson-Ettinger Vapor Intrusion model, the evaluation determined acceptable soil gas concentrations at the site that did not pose health threat to students, staff, and residents. This evaluation is being used to determine cleanup goals and will be basis for regulatory closure of site.

**Client –Dominguez Energy, Carson, California**

Prepared comprehensive evaluation of the potential health risks associated with the redevelopment of 6-acre portion of a 500-acre oil and natural gas production facility in Carson, California. The risk assessment was used as the basis for closure of the site.

**Kaiser Ventures Incorporated, Fontana, California**

Prepared health risk assessment of semi-volatile organic chemicals and metals for a fifty-year old wastewater treatment facility used at a 1,100-acre former steel mill. This evaluation was used as the basis for granting closure of the site by lead regulatory agency.

**ANR Freight - Los Angeles, California**

Prepared a comprehensive Preliminary Endangerment Assessment (PEA) of petroleum hydrocarbon and metal contamination of a former freight depot. This evaluation was as the basis for reaching closure of the site with lead regulatory agency.

**Kaiser Ventures Incorporated, Fontana, California**

Prepared comprehensive health risk assessment of semi-volatile organic chemicals and metals for 23-acre parcel of a 1,100-acre former steel mill. The health risk assessment was used to determine clean up goals and as the basis for granting closure of the site by lead regulatory agency. Air dispersion modeling using ISCST3 was performed to determine downwind exposure point concentrations at sensitive receptors within a 1 kilometer radius of the site. The results of the health risk assessment were presented at a public meeting sponsored by the Department of Toxic Substances Control (DTSC) in the community potentially affected by the site.

**Unocal Corporation - Los Angeles, California**

Prepared comprehensive assessment of petroleum hydrocarbons and metals for a former petroleum service station located next to sensitive population center (elementary school). The assessment used a probabilistic approach to estimate risks to the community and was used as the basis for granting closure of the site by lead regulatory agency.

**Client: Confidential, Los Angeles, California**

Managed oversight of remedial investigation most contaminated heavy metal site in California. Lead concentrations in soil excess of 68,000,000 parts per billion (ppb) have been measured at the site. This State Superfund Site was a former hard chrome plating operation that operated for approximately 40-years.

**Client: Confidential, San Francisco, California**

Coordinator of regional monitoring program to determine background concentrations of metals in air. Acted as liaison with SCAQMD and CARB to perform co-location sampling and comparison of accepted regulatory method with ASTM methodology.

**Client: Confidential, San Francisco, California**

Analyzed historical air monitoring data for South Coast Air Basin in Southern California and potential health risks related to ambient concentrations of carcinogenic metals and volatile organic compounds. Identified and reviewed the available literature and calculated risks from toxins in South Coast Air Basin.

**IT Corporation, North Carolina**

Prepared comprehensive evaluation of potential exposure of workers to air-borne VOCs at hazardous waste storage facility under SUPERFUND cleanup decree. Assessment used in developing health based clean-up levels.

**Professional Associations**

American Public Health Association (APHA)

Association for Environmental Health and Sciences (AEHS)

American Chemical Society (ACS)

California Redevelopment Association (CRA)

International Society of Environmental Forensics (ISEF)

Society of Environmental Toxicology and Chemistry (SETAC)

**Publications and Presentations:**

**Books and Book Chapters**

Sullivan, P., **J.J. J. Clark**, F.J. Agardy, and P.E. Rosenfeld. (2007). *Synthetic Toxins In The Food, Water and Air of American Cities*. Elsevier, Inc. Burlington, MA.

Sullivan, P. and **J.J. J. Clark**. 2006. *Choosing Safer Foods, A Guide To Minimizing Synthetic Chemicals In Your Diet*. Elsevier, Inc. Burlington, MA.

Sullivan, P., Agardy, F.J., and **J.J.J. Clark**. 2005. *The Environmental Science of Drinking Water*. Elsevier, Inc. Burlington, MA.

Sullivan, P.J., Agardy, F.J., **Clark, J.J.J.** 2002. *America's Threatened Drinking Water: Hazards and Solutions*. Trafford Publishing, Victoria B.C.

**Clark, J.J.J.** 2001. "TBA: Chemical Properties, Production & Use, Fate and Transport, Toxicology, Detection in Groundwater, and Regulatory Standards" in *Oxygenates in the Environment*. Art Diaz, Ed.. Oxford University Press: New York.

**Clark, J.J.J.** 2000. "Toxicology of Perchlorate" in *Perchlorate in the Environment*. Edward Urbansky, Ed. Kluwer/Plenum: New York.

**Clark, J.J.J.** 1995. Probabilistic Forecasting of Volatile Organic Compound Concentrations At The Soil Surface From Contaminated Groundwater. UMI.

Baker, J.; **Clark, J.J.J.**; Stanford, J.T. 1994. Ex Situ Remediation of Diesel Contaminated Railroad Sand by Soil Washing. Principles and Practices for Diesel Contaminated Soils, Volume III. P.T. Kostecki, E.J. Calabrese, and C.P.L. Barkan, eds. Amherst Scientific Publishers, Amherst, MA. pp 89-96.

#### **Journal and Proceeding Articles**

- Tam L. K., Wu C. D., Clark J. J. and **Rosenfeld, P.E.** (2008) A Statistical Analysis Of Attic Dust And Blood Lipid Concentrations Of Tetrachloro-p-Dibenzodioxin (TCDD) Toxicity Equivalency Quotients (TEQ) In Two Populations Near Wood Treatment Facilities. Organohalogen Compounds, Volume 70 (2008) page 002254.
- Tam L. K., Wu C. D., Clark J. J. and **Rosenfeld, P.E.** (2008) Methods For Collect Samples For Assessing Dioxins And Other Environmental Contaminants In Attic Dust: A Review. Organohalogen Compounds, Volume 70 (2008) page 000527
- Hensley A.R., Scott, A., Rosenfeld P.E., **Clark, J.J.J.** (2007). "Attic Dust And Human Blood Samples Collected Near A Former Wood Treatment Facility." *Environmental Research*. 105:194-199.
- Rosenfeld, P.E., **Clark, J. J.**, Hensley, A.R., and Suffet, I.H. 2007. "The Use Of An Odor Wheel Classification For The Evaluation of Human Health Risk Criteria For Compost Facilities" *Water Science & Technology*. 55(5): 345-357.
- Hensley A.R., Scott, A., Rosenfeld P.E., **Clark, J.J.J.** 2006. "Dioxin Containing Attic Dust And Human Blood Samples Collected Near A Former Wood Treatment Facility." The 26th International Symposium on Halogenated Persistent Organic Pollutants – DIOXIN2006, August 21 – 25, 2006. Radisson SAS Scandinavia Hotel in Oslo Norway.
- Rosenfeld, P.E., **Clark, J. J.** and Suffet, I.H. 2005. "The Value Of An Odor Quality Classification Scheme For Compost Facility Evaluations" The U.S. Composting Council's 13<sup>th</sup> Annual Conference January 23 - 26, 2005, Crowne Plaza Riverwalk, San Antonio, TX.
- Rosenfeld, P.E., **Clark, J. J.** and Suffet, I.H. 2004. "The Value Of An Odor Quality Classification Scheme For Urban Odor" WEFTEC 2004. 77th Annual Technical Exhibition & Conference October 2 - 6, 2004, Ernest N. Morial Convention Center, New Orleans, Louisiana.
- Clark, J.J.J.** 2003. "Manufacturing, Use, Regulation, and Occurrence of a Known Endocrine Disrupting Chemical (EDC), 2,4-Dichlorophenoxyacetic Acid (2,4-D) in California Drinking Water Supplies." National Groundwater Association Southwest Focus Conference: Water Supply and Emerging Contaminants. Minneapolis, MN. March 20, 2003.

- Rosenfeld, P. and **J.J.J. Clark**. 2003. "Understanding Historical Use, Chemical Properties, Toxicity, and Regulatory Guidance" National Groundwater Association Southwest Focus Conference: Water Supply and Emerging Contaminants. Phoenix, AZ. February 21, 2003.
- Clark, J.J.J.**, Brown A. 1999. Perchlorate Contamination: Fate in the Environment and Treatment Options. In Situ and On-Site Bioremediation, Fifth International Symposium. San Diego, CA, April, 1999.
- Clark, J.J.J.** 1998. Health Effects of Perchlorate and the New Reference Dose (RfD). Proceedings From the Groundwater Resource Association Seventh Annual Meeting, Walnut Creek, CA, October 23, 1998.
- Browne, T., **Clark, J.J.J.** 1998. Treatment Options For Perchlorate In Drinking Water. Proceedings From the Groundwater Resource Association Seventh Annual Meeting, Walnut Creek, CA, October 23, 1998.
- Clark, J.J.J.**, Brown, A., Rodriguez, R. 1998. The Public Health Implications of MtBE and Perchlorate in Water: Risk Management Decisions for Water Purveyors. Proceedings of the National Ground Water Association, Anaheim, CA, June 3-4, 1998.
- Clark J.J.J.**, Brown, A., Ulrey, A. 1997. Impacts of Perchlorate On Drinking Water In The Western United States. U.S. EPA Symposium on Biological and Chemical Reduction of Chlorate and Perchlorate, Cincinnati, OH, December 5, 1997.
- Clark, J.J.J.**; Corbett, G.E.; Kerger, B.D.; Finley, B.L.; Paustenbach, D.J. 1996. Dermal Uptake of Hexavalent Chromium In Human Volunteers: Measures of Systemic Uptake From Immersion in Water At 22 PPM. *Toxicologist*. 30(1):14.
- Dodge, D.G.; **Clark, J.J.J.**; Kerger, B.D.; Richter, R.O.; Finley, B.L.; Paustenbach, D.J. 1996. Assessment of Airborne Hexavalent Chromium In The Home Following Use of Contaminated Tapwater. *Toxicologist*. 30(1):117-118.
- Paulo, M.T.; Gong, H., Jr.; **Clark, J.J.J.** (1992). Effects of Pretreatment with Ipratropium Bromide in COPD Patients Exposed to Ozone. *American Review of Respiratory Disease*. 145(4):A96.
- Harber, P.H.; Gong, H., Jr.; Lachenbruch, A.; **Clark, J.**; Hsu, P. (1992). Respiratory Pattern Effect of Acute Sulfur Dioxide Exposure in Asthmatics. *American Review of Respiratory Disease*. 145(4):A88.
- McManus, M.S.; Gong, H., Jr.; Clements, P.; **Clark, J.J.J.** (1991). Respiratory Response of Patients With Interstitial Lung Disease To Inhaled Ozone. *American Review of Respiratory Disease*. 143(4):A91.
- Gong, H., Jr.; Simmons, M.S.; McManus, M.S.; Tashkin, D.P.; Clark, V.A.; Detels, R.; **Clark, J.J.** (1990). Relationship Between Responses to Chronic Oxidant and Acute

Ozone Exposures in Residents of Los Angeles County. American Review of Respiratory Disease. 141(4):A70.

Tierney, D.F. and **J.J.J. Clark.** (1990). Lung Polyamine Content Can Be Increased By Spermidine Infusions Into Hyperoxic Rats. American Review of Respiratory Disease. 139(4):A41.





City of Tracy  
333 Civic Center Plaza  
Tracy, CA 95376

COMMUNITY AND ECONOMIC  
DEVELOPMENT DEPARTMENT

MAIN 209.831.6000

FAX 209.831.6120

[www.ci.tracy.ca.us](http://www.ci.tracy.ca.us)

## Memorandum

DATE: December 3, 2024

TOPIC: Planning Commission Agenda Supplemental Documents

FROM: Forrest Ebbs, Community and Economic Development Director

SUBJECT: Additional documents received for the December 4, 2024 Planning Commission Item 1.D (Tracy Costco Depot Annex Project)

---

The following letter was received after the publication of the agenda:

1. A letter to the City from the Project Applicant, Costco (Including attachment re: Costco Wholesale Corporation and Sierra Club settlement agreement)
  - a. Revised Project Description from the Project Applicant, Costco.

In addition, City staff recommends minor revisions to the project's conditions of approvals, which are described in the following:

2. Revised Conditions of Approval. Amendments are shown in underline/strikethrough.



11/27/24

Forrest Ebbs  
City of Tracy  
Community and Economic Development Department  
333 Civic Center Plaza  
Tracy, CA 95376

Dear Forrest,

As you are aware, the Sierra Club submitted comments in response to the Costco Tracy Depot Annex Environmental Impact Report ("EIR"). Given Costco's strong commitment to sustainability, we embarked upon extensive and productive negotiations with the Sierra Club concerning its concerns and suggestions. As a result, Costco and the Sierra Club have entered into a settlement agreement concerning our project. For your information and the City's records, the fully executed settlement agreement is attached to this letter.

In the settlement agreement, Costco commits to two sets of Enhanced Measures. The first set entails Enhanced Measures that Costco has previously requested in writing that the City include as mitigation measures within the EIR. We expect that the Final EIR will therefore include such measures, most of which were also discussed with the City's Environmental Sustainability Commission during the Draft EIR public hearing.

The second set of Enhanced Measures are ones to which Costco has contractually bound itself to the Sierra Club to implement as part of the project. In order to cement Costco's commitment to these measures and per the settlement agreement terms, Costco has revised the Project Description element of our application to reflect such measures being part of our project. The Project Description has also been updated to reflect the revisions and refinements that have been made to the project since our application was originally submitted. Our updated and revised Project Description is attached.

Costco is very pleased to have reached this milestone. We look forward to the upcoming public hearings on the EIR and project entitlements. Please do not hesitate to contact me with any questions.

Regards,

A handwritten signature in black ink, appearing to read "Christine Lasley", written in a cursive style.

Christine Lasley  
Director, Real Estate Development

Cc: Scott Claar, Genevieve Federighi, Teresa Jones, Dave Messner, Eric Orren, Margaret McCulla

Enc (2)

## **SETTLEMENT AGREEMENT AND RELEASE**

This Settlement Agreement and Release of All Claims (“Agreement”) is entered into by and between the Sierra Club, a California nonprofit public benefit association, and the Delta-Sierra Group (collectively, “Sierra Club”), and Costco Wholesale Corporation (“Developer”), (collectively referred to as “Parties” or singularly “Party”), to terminate fully and finally all disputes concerning the matters set forth below.

### **RECITALS**

WHEREAS, Developer proposes to develop an approximately 105-acre warehouse facility commonly known as the Tracy Costco Depot Annex (the “Project”) for light industrial land uses within the City of Tracy. The conceptual site plan proposes construction and operation of 1,736,724 square feet of warehouse space in two warehouse buildings, an employee parking lot with 576 parking stalls, approximately 600 truck and trailer parking stalls, and related infrastructure. Developer has applied to the City of Tracy (“City”) for the following project approvals: (1) adoption of a Resolution certifying the Tracy Costco Annex Environmental Impact Report (SCH #2020080531) (“EIR”), including a Statement of Overriding Considerations, and adoption of a Mitigation Monitoring and Reporting Program (“MMRP”); (2) pre-zoning of the property to M-1; (3) annexation of the Project site into the City; (4) approval of building design, landscaping, and other site features; and (5) building, grading, and other permits necessary for project construction ((1) through (5), collectively, the “Project Approvals”); and

WHEREAS, the Sierra Club submitted comments on the EIR requesting that additional air quality and other mitigation measures be included in the EIR and MMRP for the Project; and

WHEREAS, the Parties wish to resolve fully and finally all disputes that may exist between the Parties concerning the Project Approvals.

NOW, THEREFORE, based upon the foregoing recitals and the terms, conditions, covenants, and agreements contained above and incorporated in full below, the Parties agree as follows:

### **AGREEMENT**

For good and valuable consideration, the receipt of which is acknowledged by each Party hereto, the Parties promise and agree as follows:

1. If the City approves the Project, and the certified EIR and adopted MMRP include all of the Mitigation Measures in Part I of the attached Tracy Costco Depot Annex Project Enhanced Measures (Attachment A), and Developer submits to the City an amended Project Statement stating that the Project includes all of the Enhanced Measures in Part II of the attached Tracy Costco Depot Annex Project Enhanced Measures, then neither the Sierra Club nor any of its affiliates will, now or in the future, file or submit any petitions, complaints, claims, grievances, special proceedings or any other actions against the City or Developer with any state, federal, or local agency or court challenging the Project Approvals or the proposed annexation of the Project site into the City. If the Sierra Club or an affiliate of the Sierra Club makes any claim against any of the Project Approvals or



the proposed annexation of the Project site into the City in violation of this Section 1, such violation shall constitute a breach of this Agreement by the Sierra Club.

2. In connection with the development of the Project, Developer agrees to comply with both Parts I and II of the Tracy Depot Annex Project Enhanced Measures set forth in Attachment A and will comply with all applicable City building code requirements.
3. Provided that no claim has been initiated by the Sierra Club or any of its affiliates, Developer shall reimburse Sierra Club \$73,463.00 for Sierra Club's attorney's fees and costs incurred in the administrative phase of the Project Approvals. Payment shall be made to the Shute, Mihaly & Weinberger LLP trust account. Developer shall make this payment within ten (10) days of the expiration of the statute of limitations set forth in Section 21167 of the Public Resources Code applicable to actions or proceedings to attack, review, set aside, void, or annul the City of Tracy's determination of CEQA compliance for the Project Approvals, or within 90 days of the date this Agreement is fully executed, whichever is later.
4. This Agreement shall be effective and binding upon the Parties upon the execution of this Agreement by all parties.
5. Miscellaneous.
  - a. Exclusive Remedies. The Parties' sole and exclusive remedy for breach of this Agreement shall be an action for specific performance or injunction. In no event shall any Party be entitled to monetary damages for breach of this Agreement. In addition, no legal action for specific performance or injunction shall be brought or maintained until: (a) the non-breaching Party provides written notice to the breaching Party which explains with particularity the nature of the claimed breach, and (b) within thirty (30) days after receipt of said notice, the breaching Party fails to cure the claimed breach or, in the case of a claimed breach which cannot be reasonably remedied within a thirty (30) day period, the breaching Party fails to commence to cure the claimed breach within such thirty (30) day period, and thereafter diligently completes the activities reasonably necessary to remedy the claimed breach.
  - b. Notices. All notices and other communications required to be provided pursuant to this Agreement shall be by electronic mail and by first class mail to the following persons at the following addresses:

**SIERRA CLUB:**

Margo Praus  
Delta-Sierra Group  
P.O. Box 9258  
Stockton, CA 95208  
margopraus@msn.com

with copy to:

Sierra Club  
Aaron Isherwood, Coordinating Attorney  
2101 Webster St., Suite 1300  
Oakland, CA 94612  
aaron.isherwood@sierraclub.org

with copy to:

Shute, Mihaly & Weinberger LLP  
Heather Minner  
396 Hayes Street  
San Francisco, CA 94102  
minner@smwlaw.com

**COSTCO:**

Costco Wholesale Corporation  
Alice Truong  
999 Lake Dr., Suite 200  
Issaquah, WA 98027  
altruong@costco.com  
(location # 1731/1732)

with copy to:

Anna Shimko  
Burke, Williams & Sorensen, LLP  
1 California St. Suite 3050  
San Francisco, CA 94111  
ashimko@bwslaw.com

- c. Binding on Successors. The terms, covenants, and conditions of this Agreement shall be binding upon and shall inure to the benefit of the heirs, executors, administrators, successors and assigns of the respective Parties. Developer shall record a copy of this Agreement against the Property. Developer will provide a copy of the recorded Agreement to Sierra Club within fifteen (15) days of such recording. The Parties shall give notice to all other Parties of any successor or assign of the Party.
- d. Non-Admission of Liability. The Parties acknowledge and agree that this Agreement is a settlement of disputed claims. Neither the fact that the Parties have settled nor the terms of this Agreement shall be construed in any manner as an admission of any liability by any Party.
- e. Assistance of Counsel. Each Party specifically represents that it has consulted to its satisfaction with and received independent advice from its respective counsel



prior to executing this Agreement concerning the terms and conditions of this Agreement.

- f. Waiver. Failure to insist on compliance with any term, covenant or condition contained in this Agreement shall not be deemed a waiver of that term, covenant or condition, nor shall any waiver or relinquishment of any right or power contained in this Agreement at any one time or more times be deemed a waiver or relinquishment of any right or power at any other time or times.
- g. Severability. Should any portion, word, clause, phrase, sentence or paragraph of this Agreement be declared void or unenforceable, such portion shall be considered independent and severable from the remainder, the validity of which shall remain unaffected.
- h. Governing Law and Venue. This Agreement is made and entered into in the State of California, and shall in all respects be interpreted, enforced and governed under the laws of said State without giving effect to conflicts of laws principles. Any action to enforce, invalidate, or interpret any provision of this Agreement shall be brought in San Joaquin County Superior Court.
- i. Entire Agreement. This Agreement constitutes the entire agreement between the Parties who have executed it and supersedes any and all other agreements, understandings, negotiations, or discussions, either oral or in writing, express or implied between the Parties to this Agreement. No representation, inducement, promise, agreement or warranty not contained in this Agreement, including, but not limited to, any purported supplements, modifications, waivers, or terminations of this Agreement shall be valid or binding, unless executed in writing by all of the Parties to this Agreement.
- j. Each of the signatories hereto represents and warrants that he or she is competent and authorized to enter into this Agreement on behalf of the Party for whom he or she purports to sign.
- k. Counterparts. This Agreement may be executed in multiple counterparts, each of which shall be considered an original but all of which shall constitute one agreement.

[SIGNATURES COMMENCE ON FOLLOWING PAGE]

IN WITNESS WHEREOF, the undersigned execute this Settlement Agreement and Release, and hereby agree to all terms and conditions herein, on the dates set forth below.

**SIERRA CLUB**

By: Margo Praus  
Name: Margo Praus  
Its: Chair, Delta-Sierra Group  
Date: 11/8/2024

**COSTCO WHOLESALE**

Signed by:  
By: Teresa Jones  
1FC4FC62690A4D7...  
Name: Teresa Jones  
Its: Executive Vice President of Depots & Traffic  
Date: 11/14/2024

Attachment A: Tracy Costco Depot Annex Project Enhanced Measures

Attachment A: Tracy Costco Depot Annex Project  
Enhanced Measures

Part I

<b>EM-1: Renewable Power:</b> The Project applicant shall supply 100% of project electricity demand from renewable sources. The Project applicant shall procure power from a combination of onsite solar generation and direct source renewable purchased energy; however, at no time shall the Project site be supplied with any greater than 3.4 megawatts of direct source renewable purchased energy. Upon project opening, the Project applicant shall generate at least 3.8 megawatts of renewable electricity from solar facilities located on site. Such facilities may include solar photovoltaic panels on the roofs of the buildings or elsewhere on site (e.g., awnings, canopies or "solar trees" in parking area). The Project shall be designed and constructed to allow future expansion of solar facilities on site as electricity demand increases. The Project applicant shall, as part of the solar microgrid, install a battery storage system with enough capacity to power the project's basic building functions for 48 hours.
<b>EM-2: Indirect Source Review:</b> The Project Applicant shall comply with SIVAPCD Rule 9510 (Indirect Source Review) to reduce growth in both NOx and PM10 emissions.
<b>EM-3: Architectural Coatings:</b> The Project applicant shall ensure that construction plans require that architectural and industrial maintenance coatings (e.g., paints) applied on the Project site shall be consistent with a VOC content of <50 g/L. However, the Project applicant shall not be expected to exercise control over materials painted offsite by a third party.
<b>EM-4: SIVAPCD Regulation VIII Compliance:</b> The Project Applicant shall, during construction, install signage on any unpaved primary construction accessways onsite on the project site to limit vehicle speeds to no more than 15 mph. The Project Applicant shall comply with SIVAPCD Regulation VIII (Fugitive dust rule).
<b>EM-5: Construction Meal Destinations:</b> Project construction plans and specifications shall require the contractor to establish one or more locations for food or catering truck service to construction workers and to cooperate with food service providers to provide food service in a consistent manner.
<b>EM-6: Zero Emission Forklifts, Yard Trucks and Yard Equipment:</b> The Project Applicant shall ensure that all exclusively on-site vehicles owned and operated by Costco (i.e., forklifts, yard goats, pallet jacks, scissor lifts, etc.) shall be electric or zero-emission vehicles, and shall provide on-site electrical charging facilities to adequately service such electric vehicles.
<b>EM-7: Truck Idling Restrictions:</b> The Project Applicant shall take reasonable measures to restrict truck idling (during construction and operation) onsite to a maximum of two minutes, and in no instance shall idling exceed five minutes. To achieve this limit, (a) trucks owned or operated by Costco that access the project site must be equipped with engine idle shutdown timers and (b) developer will inform drivers and operators of idling time limits by including highly visible signage at key points onsite, such as at docks and delivery areas. The Project Applicant shall train managers and employees on efficient scheduling and load management to minimize queuing and idling of trucks.
<b>EM-8: Electric Charging:</b> The Project Applicant shall provide electrical outlets for charging of employee e-bikes. The Project Applicant shall install conduit as infrastructure for electric vehicle charging stations onsite to allow for the Project to serve electric trucks in the future. Such conduit shall be provided on the site to serve 50% of the number of truck docking stations, with the location of conduit at the discretion of the developer (e.g., truck trailer parking spaces or other locations). The Project Applicant shall ensure that sufficient electric vehicle charging stations are installed when necessary to serve the charging demands of electric trucks and vehicles domiciled at the Project site.
<b>EM-9: Project Operations, Food Service:</b> The Project Applicant shall provide food and drink service for sale onsite to provide meal options to operations employees in a consistent manner.



Attachment A: Tracy Costco Depot Annex Project  
Enhanced Measures

**EM-10: Project Operations, Employee Trip Reduction:** The Project applicant shall implement feasible Transportation Demand Management (TDM) strategies, which would decrease the VMT generated by the Project by 15 percent. Specific potential TDM strategies include, but are not limited to, the following:

- Emergency Ride Home (ERH) Program
- Existing, Agency-Run Employee Rideshare Program
- Employee Ride-Share Messaging and Promotion
- Designated Parking Spaces for Car Share Vehicles
- City Minimum or Fewer Parking Stalls
- Bicycle Parking at Front Entrance of Buildings: Secure, and Indoors or Covered
- Electrical Outlets for E-Bike Charging
- Lockers and Showers for Employees
- Onsite Food and Drink Service for Sale for Employees
- Enhanced Pedestrian Crossing Treatment within Site

The TDM Plan shall be submitted to the City for review, and the effectiveness of the TDM Plan shall be evaluated, monitored, and revised, if determined necessary by the City. The TDM Plan shall include the TDM strategies that will be implemented during the lifetime of the proposed Project and shall outline the anticipated effectiveness of the strategies. The effectiveness of the TDM Plan may be monitored through annual surveys to determine employee travel mode split and travel distance for home-based work trips, and/or the implementation of technology to determine the amount of traffic generated by and home-based work miles traveled by employees, which shall be determined in coordination with the City. Additionally, should the initial TDM Plan submitted to the City for review be projected to fall short of achieving a 15 percent decrease in VMT, the Project applicant shall pay any VMT banking fee in effect at the time of building permit issuance to secure VMT credits of a total of 15 percent for the subject building, taking into account the stated percent efficacy for the TDM measures above. Should the initial TDM Plan submitted to the City for review be projected to fall short of achieving a 15 percent decrease in VMT and a VMT banking fee is not in effect at the time of building permit issuance, the Project applicant shall make a one-time contribution to the City of Tracy transit service provider, TRACER, equal to the amount that would be calculated using the City's draft VMT banking fee of \$633.11 per VMT, as documented in the Transportation and Circulation section of the Draft EIR, to enable opportunity of transit services that would benefit the Tracy community in perpetuity and overcome the TDM Plan's shortfall in projected VMT reduction

**EM-11: Yard Sweeping:** The Project Applicant shall devise and implement a property maintenance plan prior to project operation that includes sweeping parking lots regularly to remove road dust, tire wear, brake dust, and other contaminants.

**EM-12: Diesel Generators:** The Project Applicant shall ensure that diesel generators shall not be used on site during project operations, except in emergency situations, in which case such generators shall have Best Available Control Technology (BACT) that meets CARB's final Tier IV emission standards.

Attachment A: Tracy Costco Depot Annex Project  
Enhanced Measures

Part II

<p><b>EM-A: Construction Worker Trip Reduction:</b> Project construction plans and specifications will require contractor to provide transit and ridesharing information for construction workers.</p>
<p><b>EM-B: Zero Emission Heavy-Duty Trucks:</b> The following mitigation measures shall be implemented during all on-going business operations and shall be included as part of contractual lease agreement language, if the facility is leased in the future, to ensure the tenants/lessees are informed of all on-going operational responsibilities.</p> <p>The property owner/operator/tenant/lessee shall ensure that 72% of all heavy-duty (Class 7 and 8) truck trips transporting goods from the Direct Delivery Center warehouse facility on the project site to the Market Delivery Operations facilities (that 72% being the "MDO Trips") are model year 2014 or later from start of operations and shall expedite a transition to zero-emission vehicles, with the fleet making MDO Trips fully zero-emission by December 31, 2027 or when commercially available for the intended application, whichever date is later. The property owner/operator/tenant/lessee shall ensure that 100% of all heavy-duty (Class 7 and 8) truck trips originating on the project site to move goods between the project site and the existing Costco Tracy Depot are zero-emission at the start of operations.</p> <p>A zero-emission vehicle shall ordinarily be considered commercially available if the vehicle is capable of serving the intended purpose and is included in California's Hybrid and Zero-Emission Truck and Bus Voucher Incentive Project, <a href="https://californiavip.org/">https://californiavip.org/</a>, or listed as available in the US on the Global Commercial Vehicle Drive to Zero inventory, <a href="https://globaldrivetozero.org/">https://globaldrivetozero.org/</a>. In order for such vehicles to be considered commercially unavailable, at least three (3) months prior to the deadline above, the operator must secure documentation from a minimum of three (3) EV dealers identified on the <a href="http://californiavip.org">californiavip.org</a> website demonstrating the inability to obtain the required EVs or equipment needed within 6 months.</p> <p>In addition to the obligations above, the property owner/operator/tenant/lessee shall ensure that, regardless of commercial availability determinations, a minimum of the following percentages of heavy-duty trucks (Class 7 and 8) making MDO Trips shall be zero-emission vehicles: 10% by December 31, 2027; 25% by December 31, 2030; 50% by December 31, 2033; 75% by December 31, 2036; and 100% by December 31, 2039.</p> <p>Zero-emission heavy-duty trucks which require service can be temporarily replaced with model year 2014 or later trucks. Replacement trucks shall be used for only the minimum time required for servicing fleet trucks.</p> <p><b>EM-C: Zero Emission Vehicles:</b> The property owner/tenant/lessee shall utilize a "clean fleet" of vehicles/delivery vans/trucks (Class 2 through 6) as part of business operations as follows: For any vehicle (Class 2 through 6) owned by the property owner/tenant/lessee that travels to and from the project site, the following "clean fleet" requirements apply: (i) 65% of the fleet will be zero emission vehicles at start of operations, (ii) 80% of the fleet will be zero emission vehicles by December 31, 2025, and (iv) 100% of the fleet will be zero emission vehicles by December 31, 2027.</p>



Attachment A: Tracy Costco Depot Annex Project  
Enhanced Measures

Zero-emission vehicles which require service can be temporarily replaced with alternate vehicles. Replacement vehicles shall be used for only the minimum time required for servicing fleet vehicles.
The property owner/tenant/lessee shall not be responsible to meet "clean fleet" requirements for vehicles used by common carriers operating under their own authority that provide delivery services to or from the project site.
<b>EM-D: Compliance Report:</b> For the first five (5) years following project approval, the Operator of the warehouse facilities shall submit to the Sierra Club an annual compliance report within 30 days of December 31 each year addressing compliance with EM-B and EM-C. If the Sierra Club asks the Operator any clarifying questions or requests, the Operator shall respond to such inquiry in writing within thirty (30) days. If the Operator has not fully complied with EM-B within 5 years, the Operator shall submit a compliance report to the Sierra Club within 30 days of December 31, 2030, 2033, 2036, and 2039. Once the Operator has fully complied with EM-B or EM-C by transitioning to 100% zero-emission vehicles, no further reporting for that measure shall be required.
Prior to receipt of a final certificate of occupancy for each of the two phases of the Project (DDC building and Annex building), Developer will submit to the Sierra Club a report demonstrating compliance with all applicable measures in the MMRP and in this Attachment A. Developer will endeavor to provide the Sierra Club with at least thirty (30) days' prior notice in advance of submitting the reports. If the Sierra Club asks the Developer any clarifying questions or requests, the Developer shall respond to such inquiry in writing within thirty (30) days.
<b>EM-E: Lease Agreements and Future Owners:</b> Any tenant lease agreements for the project site shall include a provision requiring the tenant/lessee to comply with all applicable requirements of the MMRP, a copy of which shall be attached to each tenant/lease agreement. All obligations of the Project Applicant in these Tracy Costco Depot Annex Enhancement Measures shall apply to any future owner or operator of the Project.
<b>EM-F: SmartWay Program:</b> Owners, operators or tenants shall enroll and participate the in SmartWay program for eligible businesses, which is a voluntary public-private program developed by the US EPA that provides a system for tracking, documenting and sharing information about fuel use and freight emissions across supply chains and helps companies identify and select more efficient carriers, transportation modes, and equipment; this requirement shall apply to vehicles owned and controlled by the Project owners, operators or tenants.
<b>EM-G: Designated Smoking Areas:</b> Owners, operators or tenants shall ensure that any outdoor areas allowing smoking are at least 25 feet from the nearest property line.
<b>EM-H: Building Codes:</b> Project construction shall be subject to all applicable City building codes, including the adopted Green Building Standards Code. Prior to the issuance of building permits, the applicant/developer shall demonstrate (e.g., provide building plans) that the proposed buildings are designed and will be built to, at a minimum, meet the Nonresidential Voluntary Measures of the applicable California Green Building Standards code, Divisions A5.1, 5.2 and 5.5, including but not limited to the Tier 2 standards in those Divisions, where applicable; provided, however, that the Tier 2 standards relating to the electric vehicle parking space requirements (e.g., CalGreen sections A5.106.5.1.2, A5.106.5.3.3, and A5.106.5.3.4) shall not pertain. Instead, Buildings 1 and 2 of the Project shall meet at least the July 2022 Green Building Standards Code mandatory requirements (effective January 1, 2023, or the requirements of a later version of the Green Building Standards Code, if applicable) for the number of employee and visitor parking stalls that shall be wired for electric vehicle charging (i.e., EV capable spaces) and that shall be active EV charging parking spaces (i.e., spaces supplied with EV Supply Equipment) upon the start of operation. Signage shall be installed at the parking stalls with EV wiring that are not active at the start of operation to indicate that such parking spaces will be converted to EV

Attachment A: Tracy Costco Depot Annex Project  
Enhanced Measures

spaces once there is demand for such EV spaces. Beginning upon operation of the first building constructed and ending upon five (5) years after the completion of construction of the second building, the Project Applicant shall annually survey employees on their EV charging interest and demands and accommodate demand with additional EV charging equipment to meet demand.

**EM-1: Agricultural Lands:** The project shall comply with the requirements of the City's Agricultural Lands Mitigation Program.

1842709.1



DAVID BABCOCK + ASSOCIATES

ARCHITECTURE PLANNING LANDSCAPE

# Updated and Revised Project Description

November 22, 2024

## Tracy Costco Depot Annex 16000 West Schulte Road Tracy, California

**Applicant**  
**Costco Wholesale**  
**999 Lake Drive**  
**Issaquah, WA 98027**  
**Attn: Christine Lasley**  
**(425) 416-5096**

**Contact Person**  
**David Babcock & Associates**  
**3581 Mt. Diablo Blvd., Suite 235**  
**Lafayette, CA 94549**  
**Attn: Jeff Berberich**  
**(925) 283-5070**

### ***Site Information***

**Project Location:** 16000 West Schulte Road  
Tracy, CA

**Assessor Parcel Number:** 2019-230-020

**Site Area:** ± 104.46 gross acres

**Current Zoning:** None (City)  
AG-40 General Agriculture 40-acres (County)

**Current General Plan Designation:** Industrial (City)  
Agricultural/Urban Reserve (County)

**Proposed Zoning:** Light Industrial M-1 (City)

**Proposed Use:** Warehousing, storage, and distribution, together with accessory uses and structures.

## ***Project Proposal***

1. The project site is located within unincorporated San Joaquin County, within the City of Tracy's Sphere of Influence (SOI), adjacent to the current city limits boundary.
2. The physical project is anticipated to include the construction and operation of two Costco warehouse and distribution buildings totaling approximately 1,736,724 square feet, with 576 employee and guest vehicle parking stalls as required by City Zoning Code, and 600 truck parking stalls although typically only approximately 100 trucks and 300 trailers would be parked on site at any given time.
3. Entitlements for the project will include:
  - a. Pre-zoning of the property to the City's Light Industrial M-1 designation;
  - b. Annexation of the project site into the City (also requires LAFCO approval);
  - c. Development review permit for building design, landscaping, and other site features; and
  - d. Building, grading, and other permits as necessary for project construction.

It is anticipated that review of the environmental impacts of the project pursuant to the California Environmental Quality Act ("CEQA") will be in the form of an Environmental Impact Report.

4. The project is anticipated to be developed in two phases.

## **COSTCO PROJECT DESCRIPTION:**

### ***Costco Depot Site Plan***

Two warehouse buildings would be constructed, including small areas of administrative and office uses located at the far northern portion of each building along West Schulte Road. Building 1 (also referred to as the "Annex Building") would consist of 543,526 square feet, and Building 2 (also referred to as the "Direct Delivery Center" or "DDC") would consist of 1,193,198 square feet with the warehousing and truck dock doors located at the center and southern portion of the buildings further back from West Schulte Road. Entries to the office and administrative uses would be oriented towards the north to provide security for the uses further south on the site and to also focus the main architectural design elements along the main street frontage.

The parking lot design along West Schulte has incorporated a 30' landscape buffer consistent with the Cordes Ranch Specific Plan Area, which is across West Schulte Road from the project site to the north. A 10' to 20' minimum landscape setback has been incorporated around the perimeter of the project site to provide screening of the buildings and dock doors by landscaping. Access to the buildings would be via three access points along West Schulte Road. The main entry would be located at the center of the site, at the signalized intersection with Bud Lyons Way. This main driveway access would allow for full turning movements in and out of the project site. The employee and guest parking is accessed to the east of Bud Lyons Way and would be a right in/out driveway only. The primary truck entrance is located at the eastern property line with a proposed new traffic signal to allow full turning movements. An ADA-compliant accessible pedestrian pathway would extend from the new warehouse buildings to the northern property boundary, where it would connect with West Schulte Road.

574 employee and guest parking stalls would be provided on the site, which meets but does not exceed the required City of Tracy parking requirement of 574 stalls. The project would provide standard parking stalls of 9' x 18' that also meet the City of Tracy standards. Trailer parking is provided at the perimeter of the project to provide for storage of trucks and trailers.

The project includes solar panels that will be installed on the roofs of the buildings and on structures within the parking and circulation areas around each building and along West Schulte

Road. Shade calculations have been prepared which show compliance with both CalGreen and the City of Tracy requirements.

The first phase of solar improvements will be installed on the roof and within the parking and circulation areas of the DDC building (Building 2) and will generate a minimum of 3.8 MW of electricity upon the beginning of operations. Installation of additional solar panels will occur with construction of the Annex building (Building 1) and it is anticipated that installation of solar panels and support structures, as well as battery storage equipment, will continue to increase and be phased to correlate with energy demand, expecting that demand will increase as the use of EV trucks and cars increases.

The parking lot and truck and trailer parking areas would be illuminated with standard downward pointing lights, each containing two LED fixtures affixed to a 38' foot light pole. The lighting fixtures would be of a "shoe-box" style. Parking lot light standards would be designed to provide even light distribution for vehicle and pedestrian safety as well as security for the warehouse. Lighting fixtures also would be located on the building approximately every 40 feet around the exterior of the building to provide safety and security.

### ***Costco Warehouse Architecture***

The proposed warehouse design is contemporary and uses a variety of massing and appropriate materials for the scale of the building. Architectural metal with varied textures and horizontal and vertical orientations would be used, while varying parapet cap heights would break up the long elevations both horizontally and vertically in order to conceal rooftop-mounted mechanical equipment. The proposed color palette is composed of warm natural earth tones, which would relate to the nearby Cordes Ranch development. These techniques of breaking a long elevation into smaller elements with varied materials and colors would create architecturally interesting warehouse buildings while minimizing the visual impact of the large-scale structures.

### ***Costco Depot Landscape Plan***

The landscape plan includes a mix of drought-tolerant shrubs and grasses, and a variety of shade trees would be used throughout the parking field and along the project perimeter that are appropriate for the climate in Tracy. The landscape design and plant palette will complement the existing development and streetscape planting established by the International Park of Commerce within the Cordes Ranch Specific Plan Area to the north. Tree planting within the parking area and adjacent to the solar structures together with the solar structures/panels themselves will provide the required shading to meet both City Code and CalGreen requirements. Three treatment planters are shown on the site plan spaced evenly along the north portion of the site to provide for detention and water quality treatment of the storm water runoff generated by the project. The features will be landscaped with a variety of grasses and oak trees per the preliminary landscape plan.

### ***Costco Operations***

The Project would include the construction and subsequent operation of two warehouse buildings that would serve as an annex to the existing Costco Depot located approximately 1.5-miles to the west of the Project and as a DDC. The two buildings (approximately 543,526 sf for Building 1 and 1,193,198 sf for Building 2) total approximately 1,736,724 sf on the Project site. The smaller Building 1 is anticipated to serve as the Annex by providing additional storage for high-turnover merchandise processed through the nearby Costco Depot, a pallet repair facility, and a return to vendor facility for large items returned to a Costco warehouse. The larger Building 2 is anticipated to serve as a Direct Delivery Center - an ecommerce distribution center primarily for large and bulky items ordered online by Costco members for direct delivery to customers through Market Delivery Operations located in



various smaller cities in the Northern California region. The Tracy Costco Depot would operate 24 hours per day, seven days per week to provide support to Costco's retail warehouse facilities in northern California and to distribute large goods for delivery to Costco members. Costco anticipates that an average of about 100 trucks and 300 trailers would be parked on site, with the typical truck size being approximately 70 feet long for double-axle trailers, but a total of 600 truck parking stalls will be provided for occasional atypical overflow conditions.

### ***Costco Employment***

The project is anticipated to generate approximately 400 jobs during the construction phase and approximately 150 - 250 full-time jobs once operational. Costco offers competitive wages above the minimum typically offered for similar positions and provides benefits to its employees, promoting long-term employment and opportunities for career advancement.

### ***Project Construction***

Construction is expected to occur in two phases. Initial construction will include Building 2, the DDC building. The second phase of construction will include Building 1 and is anticipated to commence shortly after the completion of Building 2, depending on business conditions and business needs. Construction duration for Building 2 is anticipated to be 12 to 18 months. Building 1 construction duration is expected to be a similar duration.

### ***Costco Project Sustainability Measures***

In an effort to reduce energy consumption and promote sustainability, the proposed Project would incorporate many energy saving measures during both construction and operation of the facility. Solar panels will be installed on the roofs of the buildings and within the parking and circulation areas around each building to produce clean power and battery storage equipment will be utilized to store that energy for use onsite.

Below are some of the significant practices that Costco would incorporate into the project buildings and overall operations that help reduce emissions and conserve energy and other natural resources:

#### **Construction**

- Costco will use Tier IV-compliant engines or better for all off-road construction vehicles/equipment.
- Through the use of construction worker training and/or signage, Costco will limit heavy duty construction equipment idling to no more than 2 minutes, and in no instance shall such idling exceed 5 minutes, and will maintain vehicle speeds on unpaved roads to < 15 mph.
- Electric hookups will be provided to reduce the need for diesel generators for electric construction equipment and, should diesel generators be needed, all such diesel generators will be equipped with emission control technology verified by EPA and/or CARB to reduce PM emissions by a minimum of 85%.
- All construction diesel hauling trucks will be model year 2010 or later.
- Costco will provide on-site meal options for construction workers.

#### **Site**

- A substantial amount of the proposed plant material for new facilities will be native and drought tolerant and will use less water than other common species. Site perimeter and parking lot landscaping will provide vegetated buffers that will include trees, tree canopies and other vegetation.



- Irrigation systems for new facilities include the use of deep root watering bubblers for parking lot trees to minimize water usage and ensure that water goes directly to the intended planting areas.
- Storm water management plans are designed to maintain quality control and storm water discharge rates based on the City's requirements.
- Parking lot lights are designed at 38' in height to provide even light distribution and utilize less energy compared to a greater number of fixtures at lower heights. LED lamps are used to provide a higher level of perceived brightness with less energy than other lamps such as high-pressure sodium.
- Dust, tire wear, brake dust and other parking lot contaminants will be minimized through regular sweeping/cleaning of parking lots.
- The project will provide no more parking spaces than the minimum required by the City (or less if authorized by the City and feasible for project operations) to encourage car-pooling and high-occupancy vehicle use.
- Costco will install Electric Vehicle (EV) capable (i.e., pre-wired) parking spaces as well as parking stalls with active EV charging stations per the California Building Code.

## **Building**

- New and renewable building materials are typically extracted and manufactured within the region. Materials such as concrete and concrete masonry units will be purchased local to the project, minimizing the transport distances and resultant effects to road networks and regional air quality.
- Main building structures are comprised of pre-engineered systems that use 80% recycled steel. These pre-manufactured building components include structural framing and architectural metal wall and roof panels. These materials are shop finished, maximizing spans, and minimizing structure and waste during the construction process, reducing the overall construction duration.
- Solar PV panels will be installed on the roof of the buildings and/or elsewhere on site (e.g., awnings or canopies in parking areas) to generate approximately 3.8 MW of renewable electricity for use on site. Batteries will also be installed to store some of that electricity for on-site energy needs.
- To the extent they do not conflict with the proposed rooftop solar PV panels, all building roofs will maintain a reflectance rating of .68, emittance of .25 and Solar Reflectance Index of 63, lessening heat gain. Reflective cool roof materials are used to lower heat absorption, subsequently lowering energy requirements during the hot summer months. This roofing material meets the requirements for the EPA's Energy Star energy efficiency program. Building management systems monitor performance and energy usage of HVAC systems.
- HVAC comfort systems are controlled by a computerized building management system to maximize efficiency. Costco's HVAC units are high efficiency direct ducted units. Costco completely phased out the use of HCFCs in its HVAC units, long before the Montreal Protocol timeline.
- Mechanical systems are site specifically commissioned and designed and field tested to ensure that the HVAC systems are performing to the high efficiency standards. HVAC systems will be all-electric and will use High Efficiency Particulate Air (HEPA) filters.
- Electric charging infrastructure will be installed on the property to facilitate the conversion of the truck fleet to zero-emission electric trucks as they become available in the market and used for truck deliveries to and from the facility.
- Pre-manufactured insulated architectural metal walls meet or exceed current energy code requirements. Building heat absorption is further reduced by a decrease in the thermal mass

of the metal wall when compared to a typical masonry block wall. Insulated architectural metal wall panels contain approximately 76 percent of recycled material.

- High-efficiency restroom fixtures are used, which conserves water by achieving a 40% decrease over U.S. standards.
- Energy efficient transformers (i.e., Square D Type EE transformers) are used.
- To the extent emergency back-up diesel generators are needed, only Tier IV diesel generator engines will be used.
- Overall, the site's building energy efficiency will exceed Title 24 Building Envelope Energy Efficiency Standards by at least 1%.
- All appliances to be installed will meet or exceed Title 24 requirements.
- All building coatings and paints will be low-VOC coatings.
- Variable speed motors will be used on make-up air units and booster pumps.
- Gas water heaters will be direct vent and 94% efficient or greater.
- Construction waste will be recycled whenever possible.
- Lighting systems are designed with employee controllability in mind. Lighting is controlled by timers, but over-ride switches are provided for employee use.

## **Operations**

- Deliveries are made in full trucks whenever feasible.
- The facility will not be designed for or include refrigerated cold storage; thus, no TRUs will be used at the facility.
- Delivery trucks will be model year 2010 or newer and use ultra-low sulfur diesel fuel (ULSD) or biodiesel blend with sulfur content of 15 ppm or less.
- Costco trucks will be equipped with engine idle shut off timers and appropriate training will be provided and signage will be installed to ensure that all truck idling is limited to a maximum of two minutes.
- All exclusively onsite vehicles (i.e., forklifts, yard goats, pallet jacks, etc.) will be electric or zero-emission vehicles.
- Costco will train managers and employees on efficient scheduling and load management and provide signage at docks, delivery areas and along truck routes to facilitate traffic efficiency and minimize queuing and limit idling.
- This project's warehouse space will provide the existing nearby Tracy Depot distribution facilities with increased capacity and storage of products and Costco will relocate key DDC depot operations from its existing Stockton location to this facility to maximize efficiency and minimize miles traveled for delivery.
- Costco has been an active user of recycled content in packaging for many years and continues to increase its use of recycled content.
- Costco will provide a separate employee parking area accessible by its own curb cut entry and will provide a clearly-delineated, separate pedestrian pathway for employees connecting project buildings to the employee parking area and such pathway will include a lit crosswalk with flashing indicator lights where the path crosses vehicle routes.
- Bicycle parking will be provided in the employee parking lot and at the front entry of each building.
- Costco will participate in and offer all employees the opportunity to make use of a ride share program.
- Costco will provide on-site meal options for employees (e.g., micro market vending machines that offer drink and food for sale to employees) to minimize off-site employee trips during shifts.

- Building organic waste (i.e., green waste, wood waste, food waste and fibers such as paper and cardboard) will be recycled to the maximum extent possible and in full compliance with Senate Bill 1383.

### ***Additional Project Sustainability Measures***

Costco has consulted with the Sierra Club, which submitted comments on the Environmental Impact Report for the project and, as a result, Costco includes as project features the following additional sustainability measures:

- **Construction Worker Trip Reduction:** Project construction plans and specifications will require contractor to provide transit and ridesharing information for construction workers.
- **Zero Emission Heavy-Duty Trucks:** The following mitigation measures shall be implemented during all on-going business operations and shall be included as part of contractual lease agreement language, if the facility is leased in the future, to ensure the tenants/lessees are informed of all on-going operational responsibilities.

The property owner/operator/tenant/lessee shall ensure that 72% of all heavy-duty (Class 7 and 8) truck trips transporting goods from the Direct Delivery Center warehouse facility on the project site to the Market Delivery Operations facilities (that 72% being the "MDO Trips") are model year 2014 or later from start of operations and shall expedite a transition to zero-emission vehicles, with the fleet making MDO Trips fully zero-emission by December 31, 2027 or when commercially available for the intended application, whichever date is later. The property owner/operator/tenant/lessee shall ensure that 100% of all heavy-duty (Class 7 and 8) truck trips originating on the project site to move goods between the project site and the existing Costco Tracy Depot are zero-emission at the start of operations.

A zero-emission vehicle shall ordinarily be considered commercially available if the vehicle is capable of serving the intended purpose and is included in California's Hybrid and Zero-Emission Truck and Bus Voucher Incentive Project, <https://californiahvip.org/>, or listed as available in the US on the Global Commercial Vehicle Drive to Zero inventory, <https://globaldrivetozero.org/>. In order for such vehicles to be considered commercially unavailable, at least three (3) months prior to the deadline above, the operator must secure documentation from a minimum of three (3) EV dealers identified on the [californiahvip.org](https://californiahvip.org/) website demonstrating the inability to obtain the required EVs or equipment needed within 6 months.

In addition to the obligations above, the property owner/operator/tenant/lessee shall ensure that, regardless of commercial availability determinations, a minimum of the following percentages of heavy-duty trucks (Class 7 and 8) making MDO Trips shall be zero-emission vehicles: 10% by December 31, 2027; 25% by December 31, 2030; 50% by December 31, 2033; 75% by December 31, 2036; and 100% by December 31, 2039.

Zero-emission heavy-duty trucks which require service can be temporarily replaced with model year 2014 or later trucks. Replacement trucks shall be used for only the minimum time required for servicing fleet trucks.

- **Zero Emission Vehicles:** The property owner/tenant/lessee shall utilize a "clean fleet" of vehicles/delivery vans/trucks (Class 2 through 6) as part of business operations as follows:

For any vehicle (Class 2 through 6) owned by the property owner/tenant/lessee that travels to and from the project site, the following "clean fleet" requirements apply: (i) 65% of the fleet will be zero emission vehicles at start of operations, (ii) 80% of the fleet will be zero emission vehicles by December 31, 2025, and (iv) 100% of the fleet will be zero emission vehicles by December 31, 2027.

Zero-emission vehicles which require service can be temporarily replaced with alternate vehicles. Replacement vehicles shall be used for only the minimum time required for servicing fleet vehicles.

The property owner/tenant/lessee shall not be responsible to meet "clean fleet" requirements for vehicles used by common carriers operating under their own authority that provide delivery services to or from the project site.

- **Compliance Report:** For the first five (5) years following project approval, the Operator of the warehouse facilities shall submit to the Sierra Club an annual compliance report within 30 days of December 31 each year addressing compliance with EM-B and EM-C. If the Sierra Club asks the Operator any clarifying questions or requests, the Operator shall respond to such inquiry in writing within thirty (30) days. If the Operator has not fully complied with EM-B within 5 years, the Operator shall submit a compliance report to the Sierra Club within 30 days of December 31, 2030, 2033, 2036, and 2039. Once the Operator has fully complied with EM-B or EM-C by transitioning to 100% zero-emission vehicles, no further reporting for that measure shall be required.

Prior to receipt of a final certificate of occupancy for each of the two phases of the Project (DDC building and Annex building), Developer will submit to the Sierra Club a report demonstrating compliance with all applicable measures in the MMRP and measures committed to in the agreement with the Sierra Club. Developer will endeavor to provide the Sierra Club with at least thirty (30) days' prior notice in advance of submitting the reports. If the Sierra Club asks the Developer any clarifying questions or requests, the Developer shall respond to such inquiry in writing within thirty (30) days.

- **Lease Agreements and Future Owners:** Any tenant lease agreements for the project site shall include a provision requiring the tenant/lessee to comply with all applicable requirements of the MMRP, a copy of which shall be attached to each tenant/lease agreement. All obligations of the Project Applicant in these Tracy Costco Depot Annex Enhancement Measures shall apply to any future owner or operator of the Project.
- **SmartWay Program:** Owners, operators or tenants shall enroll and participate the in SmartWay program for eligible businesses, which is a voluntary public-private program developed by the US EPA that provides a system for tracking, documenting and sharing information about fuel use and freight emissions across supply chains and helps companies identify and select more efficient carriers, transportation modes, and equipment; this requirement shall apply to vehicles owned and controlled by the Project owners, operators or tenants.
- **Designated Smoking Areas:** Owners, operators or tenants shall ensure that any outdoor areas allowing smoking are at least 25 feet from the nearest property line.

- **Building Codes:** Project construction shall be subject to all applicable City building codes, including the adopted Green Building Standards Code. Prior to the issuance of building permits, the applicant/developer shall demonstrate (e.g., provide building plans) that the proposed buildings are designed and will be built to, at a minimum, meet the Nonresidential Voluntary Measures of the applicable California Green Building Standards code, Divisions A5.1, 5.2 and 5.5, including but not limited to the Tier 2 standards in those Divisions, where applicable; provided, however, that the Tier 2 standards relating to the electric vehicle parking space requirements (e.g., CalGreen sections A5.106.5.1.2, A5.106.5.3.3, and A5.106.5.3.4) shall not pertain. Instead, Buildings 1 and 2 of the Project shall meet at least the July 2022 Green Building Standards Code mandatory requirements (effective January 1, 2023, or the requirements of a later version of the Green Building Standards Code, if applicable) for the number of employee and visitor parking stalls that shall be wired for electric vehicle charging (i.e., EV capable spaces) and that shall be active EV charging parking spaces (i.e., spaces supplied with EV Supply Equipment) upon the start of operation. Signage shall be installed at the parking stalls with EV wiring that are not active at the start of operation to indicate that such parking spaces will be converted to EV spaces once there is demand for such EV spaces. Beginning upon operation of the first building constructed and ending upon five (5) years after the completion of construction of the second building, the Project Applicant shall annually survey employees on their EV charging interest and demands and accommodate demand with additional EV charging equipment to meet demand.
- **Agricultural Lands:** The project shall comply with the requirements of the City's Agricultural Lands Mitigation Program.
- **Electric Charging:** The project operator shall ensure that sufficient electric vehicle charging stations are installed when necessary to serve the charging demands of electric trucks and vehicles domiciled at the project site.
- **SJVAPCD:** The project applicant shall comply with SJVAPCD Regulation VIII (fugitive dust rule) and shall comply with SJVAPCD Rule 9510 (to reduce growth in both NOx and PM10 emissions).

**CITY OF TRACY  
COMMUNITY AND ECONOMIC DEVELOPMENT DEPARTMENT  
DRAFT CONDITIONS OF APPROVAL**

Tracy Costco Depot Annex  
Development Review Permit, Application Number D19-0014  
January 21, 2025

**A. General Provisions and Definitions**

**A.1. General.** These Conditions of Approval apply to:

The Project: A Development Review Permit, Application Number D19-0014, for the construction of two industrial warehouse buildings totaling approximately 1.74 million square feet and related site improvements on a 103-acre site located at 16000 W Schulte Road (APN 209-230-02) (the "Property").

**A.2. Definitions.**

- a. "Applicant" means the owner of the Property, and any person, or other legal entity properly authorized by said owner to serve as the owner's agent for development of the Project on the Property. Such authorization shall be in writing and to the reasonable satisfaction of the Director. "Applicant" shall also mean any person, or other legal entity, defined as "Developer", and the two terms shall be used interchangeably.
- b. "City Engineer" means the City Engineer of the City of Tracy, or any other duly licensed Engineer designated by the City Manager, the City Engineer, or the Community and Economic Development Director, to perform the duties set forth herein.
- c. "City Regulations" means all written laws, rules, and policies established by the City, including without limitation those set forth in the City of Tracy General Plan, the Tracy Municipal Code (TMC), all applicable City ordinances, resolutions, policies, and procedures, including all applicable City Design Documents (including the Standard Plans, Standard Specifications, and relevant Public Facility Master Plans).
- d. "Director" means the Community and Economic Development Director of the City of Tracy, or any other person designated by the City Manager or the Community and Economic Development Director to perform the duties set forth herein.
- e. "Conditions of Approval" shall mean the conditions of approval applicable to the development of the Project on the Property, Application Number D19-0014. The Conditions of Approval shall specifically include all conditions set forth herein.
- f. "Developer" means any person, or other legal entity, who applies to the City to divide or cause to be divided real property within the Project

boundaries, or who applies to the City to develop or improve any portion of the real property within the Project boundaries. The term "Developer" shall include all successors in interest.

- A.3. To the extent permitted by law, the Applicant shall defend, indemnify and hold harmless the City, its City Council, its officers, boards, commissions, employees and agents (the "indemnified parties") from and against any claim, action, or proceeding brought by a third party against the indemnified parties or the applicant to attack, set aside, or void the approval of the Project or any permit authorized hereby for the Project, including (without limitation) reimbursing the City its attorney's fees and costs incurred in defense of the litigation. The City may, in its sole discretion, elect to defend any such action with attorneys of its choice.
- A.4. Compliance with submitted plans. The Project shall be constructed in substantial compliance with the Project plans received by the Community and Economic Development Department on August 8, 2024 (the "Project Plans"), to the satisfaction of the Director.
- A.5. Payment of applicable fees. The Applicant shall pay all applicable fees for the project, including, but not limited to, development impact fees, building permit fees, plan check fees, grading permit fees, encroachment permit fees, inspection fees, school fees, or any other City or other agency fees or deposits that may be applicable to the Project.
- A.5. Compliance with laws. The Applicant shall comply with all laws (federal, state, and local) related to the development of the Project, including, but not limited to:
- The Planning and Zoning Law (Government Code Sections 65000, et seq.),
  - the California Environmental Quality Act (Public Resources Code Sections 21000, et seq., "CEQA"),
  - the Guidelines for California Environmental Quality Act (California Administrative Code, Title 14, Sections 1500, et seq., "CEQA Guidelines"),
  - California Building Code, California Fire Code, and
  - City Regulations.
- A.6. Pursuant to Government Code section 66020, including section 66020(d)(1), the City hereby notifies the Applicant that the 90-day approval period (in which the Applicant may protest the imposition of any fees, dedications, reservations, or other exactions imposed on this Project by these Conditions of Approval) has begun on the date of the conditional approval of this Project. If the Applicant fails to file a protest within this 90-day period, complying with all of the requirements of Government Code section 66020, the Applicant will be legally barred from later challenging any such fees, dedications, reservations, or other exactions.
- A.7. This Development Review Permit, Application Number D19-0014, shall not be effective until the Project site has been annexed into the City limits.

- A.8. Mitigation Measures. The Applicant shall comply with the Mitigation Monitoring and Reporting Program for the Tracy Costco Depot Annex Project, adopted by the City Council on January 21, 2025, Resolution No. \_\_\_\_\_.

**B. Community and Economic Development Department, Planning Division Conditions**

- B.1. Landscaping & Irrigation. Before the approval of a building permit, the Applicant shall provide detailed landscape and irrigation plans consistent with the following to the satisfaction of the Director:
- B.1.1. Said plans shall comply with the City of Tracy Design Goals & Standards, and TMC Section 10.08.3560 for parking area landscaping. Said plans shall clearly delineate the property line and shall include a planting legend indicating, at minimum, the quantity, planting size, and height and width at maturity.
  - B.1.2. Where trees are planted ten feet or less from a sidewalk or curb, root barriers dimensioned 8 feet long by 24 inches deep shall be provided adjacent to such sidewalk and curb, centered on the tree.
  - B.1.3. Landscape & Irrigation Maintenance. Prior to the issuance of a building permit for each phase, the Applicant shall execute a two-year landscape and irrigation maintenance agreement and submit financial security, such as a performance bond, to ensure the success of all on-site landscaping for the term of the agreement. The security amount shall be equal to \$2.50 per square foot of the landscaped area or equal to the actual labor and material installation cost of all on-site landscaping and irrigation for that phase.
  - B.1.4. Where landscape planters are parallel and adjacent to the side of vehicular parking spaces, a 12" wide concrete curb shall be placed adjacent to the parking space to allow for pedestrian access to vehicles without damage to the landscape areas.
- B.2. Screening Utilities and Equipment. Before the approval of a building permit, the Applicant shall submit detailed plans that demonstrate the following:
- B.2.1. All vents, gutters, downspouts, flashing, and electrical conduits shall be internal to the structures and bollards and other wall-mounted or building-attached utilities shall be painted to match the color of the adjacent surfaces or otherwise designed in harmony with the building exterior to the satisfaction of the Director.
  - B.2.2. No roof mounted equipment, including, but not limited to, HVAC units, vents, fans, antennas, sky lights and dishes, whether proposed as part of this application, potential future equipment, or any portion thereof, shall be visible from any public right-of-way to the satisfaction of the Director. Plans to demonstrate such compliance shall be submitted and approved by the Director prior to the issuance of a building permit.



- B.2.3. All PG&E transformers, phone company boxes, Fire Department connections, backflow preventers, irrigation controllers, and other on-site utilities, shall be vaulted or screened from view from any public right-of-way, behind structures or landscaping, to the satisfaction of the Community and Economic Development Director.
- B.3. No business identification signs are approved with this development review permit. The Applicant shall obtain a sign permit in accordance with the Tracy Municipal Code Chapter 10.08, Article 35, Signs for all business identification signs.
- B.4. The parking lot lighting shall comply with the minimum requirement of one foot-candle power within the employee parking areas. Prior to final inspection or certificate of occupancy, all exterior and parking lot lighting shall be directed downward or shielded to prevent glare or spray of light into the public rights-of-way, to the satisfaction of the Community and Economic Development Director.
- B.5. Prior to the issuance of a building permit, bicycle parking spaces shall be provided in accordance with Tracy Municipal Code Section 10.08.3510 to the satisfaction of the Community and Economic Development Director.
- B.6. Prior to final inspection of certificate of occupancy, on-site circulation signs shall be installed to the satisfaction of the Community and Economic Development Director.
- B.7. Prior to the issuance of a building permit, a detailed plan of any trash or trash compactor enclosures, shall be submitted, showing a height of at least eight feet with solid metal doors, a solid roof, an interior concrete curb, and exterior materials and colors compatible with the adjacent building exterior, to the satisfaction of the Community and Economic Development Director.
- B.8. Prior to issuance of a building permit, the developer shall provide documentation of compliance with the San Joaquin Valley Air Pollution Control District Rule 9510, Indirect Source Review to the Community and Economic Development Department.
- B.9. Prior to issuance of a building permit, the applicant shall provide details for all on-site fencing. Perimeter fencing of the site shall be comprised of tube steel, masonry, or a combination thereof. The use of chain link fencing may only be allowable along non-street frontage property lines if it is designed in conjunction with the overall site and landscape plan and is not visible from public view. Electronically charged, razor wire, barbed wire, integrated corrugated metal, or plain exposed plastic concrete/PCC fences, vinyl slats, and woven fabric fences are not permitted anywhere on site.
- B.10. No outdoor storage of materials is permitted on the site.

- B.11. Prior to approval of a building permit, the applicant shall submit detailed plans that demonstrate the truck loading areas, dock doors, storage areas, and above-ground utilities will be substantially screened from view from the public right-of-way, to the satisfaction of the Community and Economic Development Director.
- B.12. Prior to approval of a building permit, the applicant shall submit detailed plans that show the location and improvements for a high-quality outdoor employee break area to the satisfaction of the Community and Economic Development Director. Such area shall be incorporated as part of site design and should include special paving, tables, benches, shade trees and other amenities that support employee events and serve as an informal gathering space.

**C. Engineering Conditions of Approval**

**C.1. General Conditions**

C.1.1. Developer shall comply with the applicable requirements of these conditions of approval as set forth below, which conditions are based on and may be interpreted by reference to the following technical analyses and reports prepared for the Project:

- a) "Environmental Impact Report for Tracy Costco Depot Project", prepared by De Novo Planning Group, dated \_\_\_\_\_, 20\_\_\_\_, and bearing State Clearinghouse Number 2020080531 adopted by City Council on \_\_\_\_\_, 20\_\_\_\_, Resolution No. 20\_\_\_\_-\_\_\_\_ ("EIR").
- b) "Mitigation Monitoring and Reporting Program for the Tracy Costco Depot Project" (the "MMRP"), adopted by the City Council on \_\_\_\_\_, 20\_\_\_\_, Resolution No. 20\_\_\_\_-\_\_\_\_.
- c) "Costco Direct Delivery Center Traffic Analysis" prepared by Kimley Horn and Associates, dated September 12, 2022, and any subsequent amendments or updates thereto ("Traffic Study").
- d) "Sizing Recommendations for Detention Basin LW11" prepared by West Yost, dated September 10, 2024, and any subsequent amendments or updates thereto ("Storm Drainage Study").
- e) "Review of Detention Basin LW11 3rd Submittal Plans" prepared by Wood Rodgers, dated April 25, 2023 (Draft), and any subsequent review memorandums or updates thereto by Wood Rodgers or West Yost ("DET LW11 Design Review").
- f) "Costco Annexation Project CCTV Inspection Review and Sewer Collection System Hydraulic Capacity Analysis" by Black Water Consulting Engineers, dated February 17, 2022, and any amendments or updates thereto ("Sewer Study").
- g) "Hydraulic Evaluation of Costco Depot" prepared by West Yost

Associates, Inc., dated September 4, 2020, and any subsequent amendments or updates ("Water Study").

DRAFT

C.2. Grading Permit

Prior to grading permit release, Applicant shall demonstrate conformance to City Design Documents, Tracy Municipal Code (TMC), and these Conditions of Approval, to the satisfaction of the City Engineer, including, but not limited to, the following:

C.2.1 Grading and Storm Drainage Plans

Prior to grading permit release, Applicant shall provide On-site Grading and Storm Drainage Plans prepared on a twenty-four (24) inch x thirty-six (36) inch size sheet. These plans shall use the City's Title Block. Plans shall be prepared under the supervision of, and stamped and signed by, a Registered Civil Engineer and Registered Geotechnical Engineer. Applicant shall obtain all applicable signatures by City departments and outside agencies (where applicable) on the plans including signatures by the Fire Marshal, prior to submitting the plans to Engineering for City Engineer's signature. Erosion control measures shall be implemented in accordance with the Plans approved by the City Engineer for all grading work. All grading work not completed before October 15 may be subject to additional requirements as applicable. Plans shall specify all proposed erosion control methods and construction details to be employed and specify materials to be used during and after the construction.

Site Grading

- a. Include all proposed erosion control methods and construction details to be employed and specify materials to be used. All grading work shall be performed and completed in accordance with the recommendation(s) of the Project's Geotechnical Engineer. A copy of the Project's Geotechnical Report must be submitted with the Grading and Storm Drainage Plans.
- b. When the grade differential between the Project Site and adjacent property(s) exceeds twelve (12) inches, a reinforced concrete or masonry block, or engineered retaining wall is required for retaining soil. The Grading Plan shall show construction detail(s) of the retaining wall or masonry wall. The entire retaining wall and footing shall be constructed on the Property. A structural calculation shall be submitted with the Grading and Storm Drainage Plans.
- c. An engineered fill may be accepted as a substitute of a retaining wall, if any, subject to approval by the City Engineer. The Grading and Storm Drainage Plans must show the extent of the slope easement(s). The Applicant shall be responsible for obtaining permission from owner(s) of the adjacent and affected property(s). The slope easement must be recorded, prior to the issuance of the final building certificate of occupancy.
- d. Grading for the site shall be designed such that the Project's storm water can overland release to either a public street or to a public storm drainage facility.

- e. Prior to approval of a grading permit for the Project, the Applicant shall submit a drainage report and drainage calculations for the Project site based on the Master Plan criteria and starting water surface elevation for review by the City.
  - f. If applicable, Applicant shall depict all existing irrigation structure(s), channel(s) and pipe(s) that are to remain or to be relocated or to be removed, if any, after coordinating with the irrigation district or owner of the irrigation facilities on the Grading and Storm Drainage Plans. If there are irrigation facilities including tile drains, that are required to remain to serve existing adjacent agricultural uses, the Applicant shall design, coordinate and construct required modifications to the improvements, if required, to the reasonable satisfaction of the City.
- C.2.2 Prior to grading permit release, Applicant shall obtain the approval (i.e. recorded easements for slopes, drainage, utilities, access, parking, etc.) of all other public agencies and/or private entities with jurisdiction over the required public and/or private facilities and/or property. Written permission from affected owner(s) must be submitted.
- C.2.3 Prior to grading permit release, Applicant shall confirm that all existing on-site water well(s), septic system(s), and leech field(s), if any, shall be abandoned or removed in accordance with the City and San Joaquin County requirements. Applicant shall be responsible for all costs associated with the abandonment or removal of the existing well(s), septic system(s), and leech field(s) including the cost of permit(s) and inspection. Applicant shall submit to the City a copy of written approval(s) or permit(s) obtained from San Joaquin County regarding the removal and abandonment of any existing well(s).
- C.2.4 Prior to grading permit release, Applicant shall pay all applicable Grading Permit fees, which include grading plan checking and inspection fees, and all other applicable fees as required by these Conditions of Approval.
- C.2.5 Prior to grading permit release, Applicant shall complete appropriate storm water pollution controls. For Projects on property larger than one (1) acre: Prior to the issuance of the Grading Permit, Applicant shall submit to Utilities ([stephanie.hiestand@cityoftracy.org](mailto:stephanie.hiestand@cityoftracy.org)) one (1) electronic copy and one (1) hard copy of the Storm Water Pollution Prevention Plan (SWPPP) as submitted in Stormwater Multiple Applications and Reporting Tracker System (SMARTS) along with either a copy of the Notice of Intent (NOI) with the state-issued Wastewater Discharge Identification number (WDID) or a copy of the receipt for the NOI. After the completion of the Project, the Applicant is responsible for filing the Notice of Termination (NOT) required by SWQCB, and shall provide the City, a copy of the completed Notice of Termination. Cost of preparing the SWPPP, NOI and NOT including the annual storm drainage fees and the filing fees of the NOI and NOT shall be paid by the Applicant. Applicant shall comply with all the requirements of the SWPPP, applicable Best Management Practices (BMPs) and the Stormwater Post-Construction Standards adopted by the City in 2015

and any subsequent amendment(s).

- C.2.6 Prior to grading permit release, Applicant shall provide a PDF copy of the Project's Geotechnical Report signed and stamped by a Registered Geotechnical Engineer. The geotechnical report must include relevant information related to soil types and characteristics, soil bearing capacity, compaction recommendations, retaining wall recommendations, if necessary, paving recommendations, paving calculations such as gravel factors, gravel equivalence, etc., slope recommendations, and elevation of the highest observed groundwater level.
- C.2.7 Prior to grading permit release, Applicant shall provide Hydrologic and Storm Drainage Calculations for the design of the on-site storm drainage system.
- C.2.8 Prior to grading permit release, Applicant shall provide a copy of the approved Incidental Take Minimization Measures (ITMM) habitat survey [San Joaquin County Multi-Species Habitat Conservation & Open Space Plan (SJMSCP)] from San Joaquin Council of Governments (SJCOG).
- C.2.9 Prior to grading permit release, Applicant shall provide a copy of the Approved Fugitive Dust and Emissions Control Plan that meets San Joaquin Valley Air Pollution Control District (SJVAPCD) requirements.
- C.2.10 Prior to grading permit release, Applicant shall provide a copy of the approved Air Impact Assessment (AIA) with an Indirect Source Review (ISR) from San Joaquin Valley Air Pollution Control District (SJVAPCD).
- C.2.11 Prior to grading permit release, Applicant shall remove all existing irrigation structures, channels, tile drains and pipes, if any, if the facilities are confirmed by the irrigation district are no longer required for irrigation purposes.
- C.2.12 Prior to grading permit release, Applicant shall provide written permission from irrigation district to alter said irrigation facilities if said facilities are required to remain to serve existing adjacent agricultural uses. The Applicant will design, coordinate and construct required modifications to the facilities to the satisfaction of the affected agency and the City Engineer. The cost of relocating and/or removing irrigation facilities and/or tile drains is the sole responsibility of the Applicant.
- C.2.13 If at any point during grading the Applicant, its contractor, its engineers, and their respective officials, employees, subcontractor, and/or subconsultant exposes/encounters/uncovers any archeological, historical, or other paleontological findings, the Applicant shall address the findings as required per the General Plan Cultural Resource Policy and General Plan EIR; and subsequent Cultural Resource Policy or mitigation in any applicable environmental document.
- C.2.14 Prior to grading permit release, Applicant shall demonstrate that runoff originating on the Project site will be managed in a manner that meets stormwater quality

standards. The design and construction details of the Project's storm drainage system and stormwater treatment facilities shall meet City regulations and shall comply with the applicable requirements of the Multi-Agency Post-Construction Stormwater Standards Manual, dated June 2015, and any subsequent amendments.

- C.2.15 Prior to grading permit release, Applicant shall provide calculations related to the design and sizing of on-site storm water treatment facilities must be submitted with the Grading and Storm Drainage Plans and approved by City's Stormwater Coordinator prior to issuance of the Grading Permit for the Project.
- C.2.16 Prior to grading permit release, Applicant shall obtain approved improvement plans that shall direct the offsite flows from the foothills in a conveyance facility that runs along the Project's easterly boundary to the satisfaction of the City Engineer. Afterwards said conveyance facility will exit Applicant's parcel and then proceed along the City's parcel's frontage. Said conveyance facility will connect to LW11.

C.3. Improvement Plans

Prior to building permit release, Applicant shall obtain City approval of Applicant's Improvement Plans. Said Improvement Plans shall contain the design, construction details and specifications of public improvements that are necessary to serve the Project. The Improvement Plans shall be drawn on a 24-inch x 36-inch size sheet and shall be prepared under the supervision of, and stamped and signed by a Registered Civil, Traffic, Electrical, Mechanical Engineer, and Registered Landscape Architect for the relevant work. The Improvement Plans shall be completed to comply with City Design Documents, these Conditions of Approval, and the following requirements:

- C.3.1 The Improvement Plans shall be prepared with the City of Tracy standard title and signature block.
- C.3.2 Prior to building permit release, Applicant shall obtain all applicable signatures by City departments and from outside agencies (where applicable) on the plans including signatures by the Fire Marshal, prior to the Applicant submitting the plans to Engineering for City Engineer's approval.
- C.3.3 The Improvement Plans shall be prepared to specifically include, but not be limited to, the following items:
  - a. All existing and proposed utilities such as domestic water line, irrigation service, storm drain, and sanitary sewer, including the size and location of the pipes.
  - b. All supporting engineering calculations, materials information or technical specifications, cost estimate, and technical reports.
  - c. Prior to building permit release, Applicant shall provide a PDF copy of the

Project's Geotechnical Report signed and stamped by a Registered Geotechnical Engineer. The geotechnical report must include relevant information related to soil types and characteristics, soil bearing capacity, compaction recommendations, retaining wall recommendations, if necessary, paving recommendations, paving calculations such as gravel factors, gravel equivalence, etc., slope recommendations, and elevation of the highest observed groundwater level.

C.3.4 Storm Drainage

- a. Prior to building permit release, Applicant shall obtain City approval of Improvement Plans depicting DET LW11 and a fully executed offsite improvement agreement. DET LW11 shall have the capacity to store a minimum of 67.4 acre-feet of storage volume to the satisfaction of the City Engineer. Applicant may be eligible for fee credits per the current storm drain masterplan and the associated fee studies in accordance with the Tracy Municipal Code.
- b. LW11's storage volume is based on the following design parameters:
  - a. LW11 has an outlet-controlled system with SCADA with a minimum peak discharge rate of 3.59 cubic-feet per second.
  - b. The chute over the Delta Mendota Canal has runoff volume of 176 acre-feet.
  - c. LW12's pumped flow shall be at minimum two (2) cubic-feet per second.
  - d. LW12 shall be constructed for a minimum of 85.9 acre-feet of storage volume.
  - e. The parameters do not require Applicant to construct LW12 for this Project, however the sizing requirements for LW11 are contingent upon LW12 being built to the requirements in Section C and D above. However, construction of LW12 is not required of the Applicant as a condition of approval of this Project.
- c. Prior to building permit release, Applicant shall confirm the Project and the outflow from LW11 has capacity within the proposed pipe on Pavilion Way. pipe capacity of the storm drain line on Pavilion Way from Schulte Road to DET LW6.
- d. Prior to building permit release, if during the design phase it is known that the proposed pipe on Pavilion Way does not have capacity for the Project and outflow from LW11, Applicant shall obtain approved Improvement Plans depicting an additional storm drain system on Pavilion Way connecting downstream to the satisfaction of the City Engineer.



- e. Prior to building permit release, Applicant shall obtain City approval of Improvement Plans depicting a controlled system with SCADA for releasing water from DET LW11. The controlled system (which may include but would not be limited to a pump station and force main in addition to the storm drain line on Pavilion Way) shall allow water to flow from DET LW11 with a flow rate to the satisfaction of the City Engineer. The ultimate diameter will be determined during the design process and shall be to the satisfaction of the City Engineer.
- f. Prior to building permit release, Applicant shall obtain City approval of Improvement Plans depicting a storm drain pipe on Schulte Road along the Project's frontage. The ultimate diameter will be determined in a future date. Storm drain pipe will convey runoff from the force main discussed in condition C.3.4.d, runoff from the Project site, and a portion of the runoff from the City's parcel.

#### C.3.5 Sanitary Sewer

- a. Prior to the issuance of Building Permit for the Project, Applicant shall obtain the City Engineer's approval of Improvement Plans for the design of all on-site and off-site sewer improvements. The Applicant shall design and install sanitary sewer facilities including the Project's sewer connection in accordance with the approved Improvement Plans, and applicable City Design Documents and utility Improvement Plans approved by the City Engineer.
- b. Prior to the first building permit release, Applicant shall pay all wastewater treatment plant development impact fees for all proposed buildings within the Project.
- c. Prior to building permit release, Applicant shall obtain City approval of Improvement Plans that depict a gravity sewer line on Lammers Road per the Wastewater Master Plan.

#### C.3.6 Water Distribution System

- a. Prior to building permit release, Applicant shall obtain City approval of Improvement Plans depicting the water infrastructure identified in the Water Study.
  - a. Prior to any occupancy, Applicant shall install a pressure reducing valve at its water connection points.
- b. During the construction phases of the Project, the Applicant is responsible for providing water infrastructure (temporary or permanent) capable of delivering adequate fire flows and pressure appropriate to the various stages of construction and as approved by the South San Joaquin County Fire Authority's Fire Marshal.

- c. Prior to building permit release, Applicant shall obtain City approval of Improvement Plans that depict fire hydrants at the locations approved by the South San Joaquin County Fire Authority's Fire Marshal.
- d. Prior to building permit release, Applicant shall submit calculations and plans as required by the Fire Authority and obtain the Fire Authority's written approvals for the proposed fire system for the design, location and construction details of the fire service connection to the Project, and for the location and spacing of fire hydrants that are to be installed to serve the Project.
- e. All costs associated with the installation of the Project's permanent water connection(s) as identified in the Water Study including the cost of removing and replacing asphalt concrete pavement, pavement marking and striping such as crosswalk lines and lane line markings, replacing traffic detecting loops, conduits, and wires, relocating existing utilities that may be in conflict with the water connection(s), and other improvements shall be paid by the Applicant and are not eligible for impact fee credits.
- f. Prior to building permit release, Applicant shall obtain City approval of Improvement Plans that depict domestic and irrigation water service connection, including a remote-read master water meter (the water meter to be located within City's right-of-way) and a Reduced Pressure Type back-flow protection device in accordance with City Design Documents.
- g. Prior to building permit release, Applicant shall obtain City approval of Building Safety plans to construct the proposed temporary fire water tank to provide adequate fire flows to the Property.

C.3.7 Roadway Improvements

Prior to building permit release, Applicant shall obtain City approval of Improvement Plans depicting on-site and frontage roadway improvements to serve the Project as identified in the Traffic Study and these Conditions of Approval. All improvements shall comply with City Design Documents. Such improvements shall include, but are not limited to, roadways, water distribution system, sewer system, storm drainage systems, curb and gutter, sidewalks, street lighting system, traffic signals, ITS systems, pavement and crosswalk striping, bicycle lanes, roadway signage and street signs, median islands, turn lanes, landscaping, and all necessary related improvements as required by the City. Timing of completion of street improvements shall comply with these Conditions of Approval.

- C.3.8 Prior to building permit release, pursuant to Table 4 of the Traffic Study, Applicant shall obtain City approval of Improvement Plans depicting the

following on-site and frontage roadway improvements to serve the Project:

**External Network Review**

- a. Driveway #1 (Bud Lyons Driveway) – Lengthen the westbound left-turn lane to accommodate 375 feet of deceleration and 100 feet of storage.
- b. Driveway #1 (Bud Lyons Driveway) – Applicant shall modify the existing traffic signal and appurtenances to operate with the Project's driveway to the satisfaction of the City Engineer. Revise existing striping for the southbound approach to provide one (1) left-turn lane and one (1) through/right-turn lane to the satisfaction of the City Engineer.
- c. Driveway #3 (Shared Driveway) – Construct a traffic signal and appurtenances to the satisfaction of the City Engineer. Striping shall accommodate the westbound approach and eastbound departure transition to existing conditions east of the Project to the satisfaction of the City Engineer.
- d. Along the Project frontage of Old Schulte Road, Applicant shall provide modifications that accommodate transitions between the existing two-lane facility and proposed four (4)-lane facility at the westerly and easterly end of the Project to the satisfaction of the City Engineer.

**Driveway Access**

- a. Driveway #1 (Bud Lyons Driveway) – Striping shall reflect the following lane configuration: one (1) northbound left-turn lane and one (1) northbound through/right-turn lane.
- b. Driveway #2 – Provide Stop (R1-1), Right Turn Only (R3-5R), and One Way (R6-1) Signage.
- c. Driveway #3 (Shared Driveway) – Provide one (1) northbound left-turn lane and one (1) northbound right-turn lane.

**Internal Circulation**

- a. Driveway #1 – East/West pedestrian crossing shall only occur at the signalized intersection or at the southern internal crosswalk.
- b. Driveway #1 – Internal intersection shall be three-way stop-controlled with the inbound (southbound) movement as the free movement.
- c. Driveway #3 – Provide an eastbound U-turn lane at the Old Schulte Road and Project Driveway #3 signalized intersection. Said U-turn lane shall be constructed so that it can be converted into a future left-turn lane.

- d. Driveway #3 – Provide clear signage and/or pavement markings for trucks entering driveway that designates security versus bypass lanes.
- e. Driveway #3 – Provide a truck turning template for internal drive aisle reverse curve.

**Vehicle Turning Templates**

- a) Driveway #1 – Provide design modifications to the proposed driveway curb return to allow STAA trucks to perform turns for entering and exiting the site.
- b) Driveway #2 – Provide design modifications to the proposed driveway curb returns to allow automobile to perform eastbound and northbound right turns to access or exit the site.
- c) Driveway #3 – Provide design modifications to the proposed driveway curb return to allow STAA trucks to perform turns for entering and exiting the site.

**C.3.9 Schulte Road Frontage Improvements**

Prior to building permit release, Applicant shall obtain City approval of Improvements Plans depicting frontage improvements on Schulte Road in accordance with the 2012 Transportation Master Plan, Traffic Analysis and City Design Documents per the Tracy Municipal Code. The Applicant shall dedicate all rights-of-way necessary for the widening of Schulte Road along the entire Project frontage to the satisfaction of the City Engineer.

**C.3.10 Hansen Road Extension per 2012 Transportation Master Plan**

Prior to building permit release, Applicant shall execute an improvement agreement with the City, in a form approved by the City Engineer and the City Attorney, to comply with Section 7.04.120 of the Tracy Municipal Code. Said improvement agreement shall provide for, among other things, the Applicant's dedication of right-of-way and construction of frontage improvements, including provision of security for such frontage improvements, and shall further provide that if the City modifies its Transportation Master Plan in a manner that the Hansen Road Extension requirements no longer apply to the Project, the Applicant will be relieved of the right-of-way dedication and frontage construction requirements. All costs of compliance with this condition, including all City costs associated with the improvement agreement, shall be borne by the Applicant.

- C.3.11 Prior to any occupancy, after Hansen Road Extension is constructed, Applicant shall construct an emergency access at the rear the of the site to Hansen Road.

**C.3.12 Traffic Control Plan**

The Applicant shall submit a Traffic Control Plan for each phase of work, to

show the method and type of construction signs to be used for regulating traffic at the work areas within these streets. The Traffic Control Plan shall be prepared by a Civil Engineer or Traffic Engineer licensed to practice in the State of California.

- C.3.13 All private utility services to serve Project such as electric, telephone and cable TV to the building must be installed underground, and at the location(s) approved by the respective owner(s) of the utilities.

C.3.14 Offsite Improvements

- a. Intersection 1 – International Pkwy and I-205 Westbound Off-Ramps - Within ninety (90) days of final approval of the Project by the City Council, the Applicant shall execute a conditional Offsite Improvement Agreement (OIA), in a form approved by the City Engineer and the City Attorney, for widening of the westbound off-ramps at I-205 and International Parkway to provide two (2) left-turn lanes, two (2) right-turn lanes, and to optimize signal timings. Said OIA shall, among other things, require the Applicant to provide adequate security to ensure completion of said Intersection 1 improvements, and require the Applicant to, within ninety (90) days of execution of the OIA, commence and diligently continue good faith efforts to complete the planning, permitting and construction of the Intersection 1 improvements.
- b. Intersection 11 – Lammers Road and Old Schulte Road - Prior to any occupancy, Applicant shall obtain City approval of traffic signal timing sheets to retime the intersection to provide an overlap phase for the eastbound right-turn lane if not yet implemented by others.
- c. Intersection 13 – Lammers Road and Valpico Road - Prior to building permit release, Applicant shall obtain City approval of Improvement Plans for the construction of a traffic signal and a southbound left-turn lane if not yet implemented by others.

C.4. Improvement Agreement and Security

Prior to a building permit release, Applicant shall obtain a fully executed Offsite Improvement Agreement (OIA) with the City to provide for construction of, and improvement security for, all public improvements. The form of the improvement security may be a surety bond, letter of credit or other form in accordance with section 12.36.080 of the TMC. The amount of improvement security shall be as follows:

- C.4.1 Faithful Performance (100% of estimated cost of constructing public improvements);
- C.4.2 Labor & Materials (100% of the estimated cost of constructing the public improvements); and

C.4.3 Warranty (10% of the estimated cost of constructing the public improvements).

C.5. Encroachment Permit

Prior to a building permit release, Applicant shall submit an application for encroachment permit. Applicant shall demonstrate compliance with all applicable City regulations and these Conditions, to the satisfaction of the City Engineer, including, but not limited to, the following:

- C.5.1 Improvement Plans prepared on a twenty-four (24) inch x thirty-six (36) inch sheet that incorporate all the requirements described in these Conditions of Approval. Improvement Plans shall be prepared under the supervision of, and stamped and signed by a Registered Civil, Traffic, Electrical, Mechanical Engineer, and Registered Landscape Architect for the relevant work.
  - C.5.2 Signed and stamped Engineer's Estimate that summarizes the cost of constructing all the public improvements shown on the Improvement Plans.
  - C.5.3 Prior to building permit release, Applicant shall execute an OIA with the City to guarantee completion of the public improvements that are necessary to serve the Project as required by these Conditions of Approval.
  - C.5.4 Prior to building permit release, Applicant shall pay all applicable engineering review fees which include plan checking, permit and agreement processing, testing, construction inspection, and any other applicable fees.
  - C.5.5 Prior to encroachment permit release, Applicant shall submit for the City Engineer's review and approval a Traffic Control Plan signed and stamped by a Registered Civil Engineer or Traffic Engineer licensed in the State of California.
  - C.5.6 Prior to a building permit release, Applicant shall submit for the City's review and approval to the satisfaction of the Fire Marshal, Improvement Plans that are already signed South San Joaquin County Fire Authority's Fire Marshal. If applicable, said Improvement Plans shall also indicate fire service connection(s) and fire and emergency vehicle access.
- C.6. Building Permit - Prior to a building permit release, Applicant shall pay all required City and County development impact fees as they relate to the Project and as otherwise required by these Conditions of Approval, to the satisfaction of the City Engineer, including but not limited to: Transportation, Water, Recycled Water, Wastewater, Storm Drainage, Public Safety, Public Facilities, Parks, New Address Mapping, Water Meter and Connection Fees, County Facilities Fee, Regional Transportation Impact Fee, Agricultural Mitigation Fee and Habit Mitigation fees.
- C.7. Acceptance of Public Improvements, Release of Improvement Security, and Certificate of Occupancy.

Prior to any occupancy, accepting public improvements, or release of improvement

security, Applicant shall demonstrate to the City Engineer satisfactory completion of the following:

- C.7.1 Prior to any occupancy, accepting public improvements, or release of improvement security, Applicant shall correct all items listed in the deficiency report prepared by the City.
- C.7.2 Prior to any occupancy, accepting public improvements, or release of improvement security, Applicant shall submit Engineer of Record Certified "As-Built" Improvement Plans (or Record Drawings) on mylars to the City.
- C.7.3 Prior to any occupancy, accepting public improvements, or release of improvement security, Applicant shall submit Engineer of Record prepared Autocad and GIS shape files [with "Attributes"] of said Record Drawings in format acceptable to City.
- C.7.4 Prior to any occupancy, accepting public improvements, or release of improvement security, Applicant shall complete all conditioned improvements.
- C.7.5 Prior to any occupancy, accepting public improvements, or release of improvement security, Applicant shall complete construction of all required public improvements and conform to Section 12.36.080 of the TMC.

C.8. Special Conditions

- C.8.1 All streets and utilities improvements within City's right-of-way shall be designed and constructed in accordance with City Design Standards and the City's Infrastructure Master Plans for storm drainage, roadway, wastewater and water adopted by the City, or as otherwise specifically approved by the City.
- C.8.2 Prior to release of a building permit, Applicant shall be responsible to obtain any easements, rights-of-way and/or agreements with other property owners as applicable for all improvements.
- C.8.3 Prior to any occupancy, Applicant shall repair any damages to existing improvements within the street right-of-way due to construction related activities shall be repaired or replaced as directed by the City at Applicant's cost.
- C.8.4 Applicant shall comply with the requirements relating to Fire Apparatus Access Roads and other Fire Code requirements to the satisfaction of the Fire Authority.
- C.8.5 Nothing contained herein shall be construed to permit any violation of relevant ordinances and regulations of the City of Tracy, or other public agency having jurisdiction. This Condition of Approval does not preclude the City from requiring pertinent revisions and additional requirements to the Grading Permit, Encroachment Permit, Building Permit, Improvement Plans, OIA, and DIA, if the

City Engineer finds it necessary due to public health and safety reasons, and it is in the best interest of the City. The Applicant shall bear all the cost for the inclusion, design, and implementations of such additions and requirements, without reimbursement or any payment from the City.

- C.8.6 Survey Monuments - Prior to any occupancy or acceptance, Applicant shall submit centerline tie sheets; corner records; or a record of survey for the following: new public streets; any altered, damaged, destroyed, or re-established survey monuments; altered street corners; and/or benchmarks. Any survey document will be submitted to the City and to the San Joaquin County Surveyor to comply with California Business and Professions Code Section 8771(c). Said work shall be executed by a California licensed Land Surveyor at the Applicant's sole expense.
- C.8.7 Prior to any occupancy or acceptance, Applicant shall conform to Section 3.14 of the 2020 Design Standards and install a two (2) inch thick grind and asphalt concrete (AC) overlay with reinforcing fabric at least twenty-five (25) feet from all sides of each utility trench. Said overlay shall be uniform thickness to maintain current pavement grades, cross and longitudinal slopes. This pavement repair requirement is when cuts/trenches are perpendicular and parallel to the street's direction.
- C.8.8 Prior to any occupancy, Applicant shall obtain a recorded access easement from the City for the Project's easterly driveway. Applicant shall also provide a reciprocal access easement for the City's parcel.
- C.8.9 Prior to any occupancy, Applicant shall obtain City approval of a TDM plan to mitigate its VMT related impacts as outlined in the Traffic Study and Mitigation Monitoring and Reporting Program and shall add additional VMT mitigations, as approved by the City, if a VMT mitigation in-lieu fee is not adopted. The Applicant shall six-months after occupancy permit is issued submit to the City a VMT mitigation monitoring report showing compliance with the CEQA findings. The report shall include traffic counts at all driveways and evidence and data of the Applicant's implementation of the TDM measures. If the VMT mitigation is not compliant with the CEQA findings, the Applicant shall collaborate with the City Engineer and City Planner to develop measures to comply with the VMT reduction requirements. The TDM monitoring report shall be submitted once per annum for at least three years following the first submittal. If the Applicant successfully mitigates the VMT impact for three consecutive years, the requirement may be suspended by the City Engineer and City Planner.
- C.8.10 Prior to any occupancy, Applicant shall submit a signed and notarized Stormwater Treatment Facilities Maintenance Agreement (STFMA) as a guarantee for the performance of Applicant's responsibility towards the repair and maintenance of on-site storm water treatment facilities.

#### **D. Utilities Department, Water Resources Division Conditions**



D.1. Prior to issuance of a construction or building permit, applicant shall demonstrate compliance with the 2015 Post-Construction Stormwater Standards (PCSWS) Manual and obtain approval through the following:

- a. Develop a Project Stormwater Plan (PSP) that identifies the methods to be employed to reduce or eliminate stormwater pollutant discharges through the construction, operation and maintenance of source control measures, low impact development design, site design measures, stormwater treatment control measures and hydromodification control measures.
  - i. Design and sizing requirements shall comply with PCSWS Manual.
  - ii. Demand Management Areas must be clearly designated along with identification of pollutants of concern.
  - iii. Calculations of the Stormwater Design Volume and/or Design Flow with results from the Post-Construction Stormwater Runoff Calculator must be submitted in the PSP for approval.
  - iv. Per the PCSWS Manual, include a hydromodification management plan ensuring the post-project runoff flow rate shall not exceed estimated pre-project flow rate for the 2-year, 24-hour storm.
  - v. Submit one (1) hard copy of the PSP and an electronic copy to the Utilities Department ([WaterResources@cityoftracy.org](mailto:WaterResources@cityoftracy.org)), include the project name, address and Project # and/or Permit # in the title or subject line.
- b. A separate plan sheet(s) designated SW shall be submitted in the plan set that includes the identified methods for pollution prevention outlined in the submitted PSP. You must include all standards, cross sections and design specifications such as landscape requirement in treatment areas including type of irrigation installation and/or height of drain inlet above the flow line, etc. in these SW plan sheets along with legend.
- c. Develop and electronically submit to the Utilities Department for approval ([WaterResources@cityoftracy.org](mailto:WaterResources@cityoftracy.org)) a preliminary Operations and Maintenance (O & M) Plan that identifies the operation, maintenance, and inspection requirements for all stormwater treatment and baseline hydromodification control measures identified in the approved PSP.
- d. No later than two (2) months after approval notification of the submitted PSP, applicant shall electronically submit the following information to the Utilities Department ([WaterResources@cityoftracy.org](mailto:WaterResources@cityoftracy.org)) for development of a draft stormwater maintenance access agreement, in accordance with the MAPCSWS;
  - i. Property Owner(s) name and title report; or Corporate name(s) and binding documents (resolutions, etc) designating ability to sign agreement
  - ii. Property Address
  - iii. Exhibit A – legal property description
  - iv. Exhibit B – approved O & M Plan

- D.2. Prior to issuance of a grading permit, applicant shall proof of permit coverage under the Construction General Permit shall be required and submittal of an electronic Stormwater Pollution Prevention Plan (SWPPP) shall be submitted to [WaterResources@cityoftracy.org](mailto:WaterResources@cityoftracy.org).
- D.3. Prior to Certificate of Occupancy, applicant shall:
- a. Return to the City Clerk, a legally signed and notarized copy of the final maintenance access agreement including all exhibits and approved O & M plan received from the Utilities Department.
  - b. Obtain final approval by the Utilities Department of the constructed and installed Stormwater pollution prevention methods outlined in the PSP.
    - i. Frequent inspections of the Post-Construction treatment measures should occur during the construction phase by calling 209-831-6333
  - c. Upon completion, the project shall be in full compliance with Construction General Permit including 70% stabilization of the project with Notice of Termination approval.
- D.4. Before the approval of a construction, grading or building permit, the applicant shall demonstrate compliance with Tracy Municipal Code Chapters 11.28 and 11.34 and Chapter 4 of the California Green Building Standards Code to the satisfaction of the Utilities Director.
- D.5. Prior to issuance of a construction or building permit, applicant shall demonstrate compliance with the 2015 Model Water Efficient Landscape Ordinance and obtain approval by the Utilities Department through the following:
- D.5.1 Develop and submit electronically and by hard copy, a Landscape Document Package (LDP) that identifies the methods to be employed to reduce water usage through proper landscape design, installation and maintenance. This LDP shall consist of:
- i. A project information sheet that includes the checklist of all documents in the LDP;
  - ii. The Water Efficient Landscape Worksheets that include a hydro zone information table and the water budget calculations – Maximum Applied Water Allowance and Estimate Total Water Use;
  - iii. A soil management report, after compaction and from various locations throughout the project;
  - iv. A landscape design plan that includes the statement, “I agree to comply with the requirements of the 2015 water efficient landscape ordinance and shall submit for approval a complete Landscape Document Package:
  - v. An irrigation design plan with schedule; and
  - vi. A grading design plan.
- D.5.2 A Certificate of Completion must be completed, signed, and submitted to the Utilities Department prior to Final approval for Occupancy.

**E. Community and Economic Development Department, Building Division Conditions**

- E.1. Prior to the construction of onsite improvements including but not limited to walks, sidewalks, utilities, signs, lights, retaining walls, sound walls, underground vaults, transformer, trellis, trash enclosures, etc., Applicant shall submit to the Building Safety Division for review and approval construction drawings and supporting documents that conform to the current Title 24 California Code of Regulations at time of application.
- E.2. Prior to commencement of construction, Applicant shall submit to the Building Safety division for review and approval construction plans and supporting documents that demonstrate compliance with CBC section 705.5 for fire-resistance rating requirements for exterior walls.
- E.3. Prior to commencement of construction, Applicant shall submit to the Building Safety division for review and approval construction plans and supporting documents for the building conforming to Title 24 California Code of Regulations and Tracy Municipal Code that are current at the time of submittal.
- E.4. Prior to commencement of construction, Applicant shall submit to the Building Safety division for review and approval construction plans that demonstrate compliance with CBC 302 for assigning the proper occupancy classification of each room or space based on its intended use, and CBC section 508 for implementing the proper occupancy separation requirements.

**F. South San Joaquin County Fire Authority (SSJCFA) Conditions**

- F.1. Prior to construction, Applicant shall submit construction documents to the South San Joaquin County Fire Authority for review and approval. Construction documents shall be designed to the current edition of the California Code of Regulations, Title 24, as amended by the City of Tracy Municipal Code.
- F.2. Deferred submittals shall be listed on the coversheet of each page. Each deferred submittal shall be submitted, reviewed and approved by SSJCFA prior to installation.
- F.3. Fire protection water supply must be submitted separately from construction permit. All piping and installation shall be in accordance with CFC §507 & NFPA standards. Approval of grading and/or on-site improvements does not grant approval for the installation of underground fire service.
- F.4. Fire sprinklers shall be designed by a licensed fire protection contractor or engineer. Hydraulic calculations, specifications and plans shall be submitted prior to issuance of building permit.
- F.5. A request for fire flow shall be submitted to the South San Joaquin County Fire Authority and results shall be approved by the Fire Marshal prior to construction. Fire flow requirements shall be in accordance with CFC Appendix B.

F.6. Fire department connections shall be installed in accordance with CFC §912 and NFPA standards. A hydrant shall be placed within 100' of the FDC, in accordance with NFPA 14 §6.4.5.4. FDC locations shall be approved by the fire code official prior to issuance of construction permit.

F.7. Fire control room locations shall be approved the fire code official prior to the issuance of construction permit.

F.8. Prior to construction, all-weather fire apparatus access roads shall be installed. Fire apparatus access roads during construction shall have a minimum 20' unobstructed width in accordance with CFC §503.

F.9. All hydrants shall be installed, inspected and tested prior to bringing combustible materials onsite, including storage.

F.10. Knox boxes shall be required. Each tenant shall have keys placed in the key box. The operator of the building shall immediately notify the Fire Authority and provide the new key where a lock is changed or rekeyed. The key to such shall be secured in the key box.

F.11. Building and each tenant space shall be provided with approved address identification in accordance with CFC §505.

F.12. Prior to final inspection, emergency radio responder coverage shall be tested to confirm coverage areas. It is beneficial for the Applicant to conduct testing at foundation as retrofitting for the conduit is costly. If coverage is inadequate, a separate permit for emergency radio responder coverage shall be submitted to SSJCFA for review and approval prior to installation. Additional improvements may warrant additional testing to be performed. Testing shall be the determination of the fire code official.

F.13. Prior to construction, an address must be posted at the construction site entrance. Address must be a minimum of 4 inches high by ½ inch numerals. Address must be provided so that emergency service personnel can locate the construction site in the event of an emergency.

**G. The following conditions provide the applicant with options for funding required Citywide services.**

**G.1. Streets and Streetlights**

Before issuance of any building permit for the Property, Developer shall provide for perpetual funding of the on-going costs of the operation and maintenance of the streets (from curb-to-curb, excluding gutters) to a Pavement Management System standard of PCI 70 (seventy), which could include street reconstruction, as reasonably determined by the City, the electric utility costs of operating the streetlights and signals that will serve the Project (collectively, the "Infrastructure"), by doing one of the following, subject to the approval of the City's Finance Director:

- a. Community Facilities District (CFD). Developer shall enter into an agreement with the City, to be signed by the Finance Director, which shall be recorded against the Property, which requires that prior to the final inspection, Developer shall complete the annexation of the Property to City of Tracy Community Facilities District in compliance with the requirements of the Mello – Roos Community Facilities Act of 1982 (Gov. Code § 53311 et seq.) including, without limitation, affirmative votes, and the recordation of a Notice of Special Tax Lien. Developer shall be responsible for all costs associated with the CFD proceedings.

Or

- b. POA and dormant CFD. If the POA is the chosen funding mechanism, Developer must do the following:
  - 1) Form a Property Owner's Association (POA) or other maintenance association, with CC&Rs reasonably acceptable to the City, to assume the obligation for the on-going costs of the operation and maintenance of the streets (from curb-to-curb, excluding gutters) to a Pavement Management System standard of PCI 70 (seventy), which could include street reconstruction, as reasonably determined by the City, the electric utility costs of operating the streetlights and signals that will serve the Project (collectively, the "Infrastructure");
  - 2) Cause the POA to enter into an agreement with the City, in a form to be approved by the City and to be recorded against the Property prior to the final inspection, setting forth, among other things, the required maintenance obligations, the standards of maintenance, and all other associated obligation(s) of the POA to ensure the on-going costs of the operation and maintenance of the streets (from curb-to-curb, excluding gutters) to a Pavement Management System standard of PCI 70 (seventy), which could include street reconstruction, as reasonably determined by the City, the electric utility costs of operating the streetlights and signals that will serve the Project (collectively, the "Infrastructure");
  - 3) Before final inspection, annex into a CFD in a "dormant" capacity, to be triggered if the POA fails (as determined by the City in its sole and exclusive discretion) to perform the required level of operation, maintenance and replacement for the on-going costs of the operation and maintenance of the streets (from curb-to-curb, excluding gutters) to a Pavement Management System standard of PCI 70 (seventy), which could include street reconstruction, as reasonably determined by the City, the electric utility costs of operating the streetlights and signals that will serve the Project (collectively, the "Infrastructure"). The dormant tax or assessment shall be disclosed to all property owners, even during the dormant period.

Or

- c. Direct funding. Developer shall enter into an agreement with the City, which shall be recorded against the Property, which requires that prior to approval of final inspection, Developer shall deposit with the City an amount necessary, as reasonably determined by the City, to fund in perpetuity the on-going costs of the operation and maintenance of the streets (from curb-to-curb, excluding gutters) to a Pavement Management System standard of PCI 70 (seventy), which could include street reconstruction, as reasonably determined by the City, the electric utility costs of operating the streetlights and signals that will serve the Project (collectively, the "Infrastructure").

If the provisions for adequate funding of the on-going costs of the operation and maintenance of the streets (from curb-to-curb, excluding gutters) to a Pavement Management System standard of PCI 70 (seventy), which could include street reconstruction, as reasonably determined by the City, the electric utility costs of operating the streetlights and signals that will serve the Project (collectively, the "Infrastructure") are met prior to issuance of the building permit for the Property, subject to the Finance Director's review and approval, the terms of this condition shall be considered to have been met and this condition shall become null and void.

## G.2. Landscaping Maintenance

Prior to issuance of any building permit for the Property, Developer shall provide for perpetual funding of the on-going costs of operation, maintenance and replacement for public landscaping for the Property at a high-quality service level as determined by the Parks Director by doing one of the following, subject to the approval of the City's Finance Director:

- a. CFD or other funding mechanism. The Developer shall enter into an agreement with the City, which shall be recorded against the Property, which stipulates the following: (1) prior to issuance of a building permit, the Developer shall form or annex into a Community Facilities District (CFD) for funding the on-going costs related to maintenance, operation, repair and replacement of public landscaping, public walls and any public amenities included in the Project, and ongoing public landscaping maintenance costs associated with major program roadways identified in the Citywide Roadway and Transportation Master Plan; (2) the items to be maintained include but are not limited to the following: ground cover, turf, shrubs, trees, irrigation systems, drainage and electrical systems; masonry walls or other fencing, entryway monuments or other ornamental structures, furniture, recreation equipment, hardscape and any associated appurtenances within medians, parkways, dedicated easements, channel-ways, public parks, and public open space areas and trails; (3) formation of the CFD shall include, but not be limited to, affirmative votes and the recordation of a Notice of Special Tax Lien; (4) upon successful formation, the parcels will be subject to the maximum special tax rates as outlined in the Rate and Method of Apportionment; (5) prior to issuance of a building permit, the Developer shall deposit an amount equal to the first year's taxes; and (6) the Developer shall be responsible for all costs

associated with formation or annexation of the CFD.

Or

- b. POA and dormant CFD. If the POA is the chosen funding mechanism, the Developer must do the following:

1. Form a Property Owner's Association (POA) or other maintenance association, with CC&Rs reasonably acceptable to the City, to assume the obligation for the on-going maintenance of all public landscaping areas that will serve the Property;
2. Cause the POA to enter into an agreement with the City, in a form to be approved by the City and to be recorded against the Property prior to the final inspection, setting forth, among other things, the required maintenance obligations, the standards of maintenance, and all other associated obligation(s) to ensure the long-term maintenance by the POA of all public landscape areas that will serve the Property;
3. Make and submit to the City, in a form reasonably acceptable to the City, an irrevocable offer of dedication of all public landscape areas that will serve the Property;
4. Before final inspection, annex into a CFD in a "dormant" capacity, to be triggered if the POA fails (as determined by the City in its sole and exclusive discretion) to perform the required level of public landscape maintenance. The dormant tax or assessment shall be disclosed to all property owners, even during the dormant period.

Or

- c. Direct funding. The Developer shall enter into an agreement with the City, which shall be recorded against the Property, which stipulates that prior to issuance of a building permit, the Developer shall deposit with the City an amount necessary, as reasonably determined by the City, to fund in perpetuity the full on-going maintenance costs related to maintenance, operation, repair and replacement of public landscaping, public walls and any public amenities included in the Project, and ongoing public landscaping maintenance costs associated with major program roadways identified in the Citywide Roadway and Transportation Master Plan. The items to be maintained include but are not limited to the following: ground cover, turf, shrubs, trees, irrigation systems, drainage and electrical systems, masonry walls or other fencing, entryway monuments or other ornamental structures, furniture, recreation equipment, hardscape and any associated appurtenances within medians, parkways, dedicated easements, channel-ways, public parks, and public open space areas and trails.

-END-

DRAFT