

## EXHIBIT C - FINDINGS OF FACT CONCERNING ALTERNATIVES

### I. INTRODUCTION

In accordance with the CEQA Guidelines (Section 15126), an EIR must describe the range of reasonable alternatives to the project, or the location of the project that would feasibly attain most of the basic objectives of the project, but would avoid or substantially lessen any of the significant effects of the project and evaluate the comparative merits of the alternatives. If a project alternative will substantially lessen the significant environmental effects of the project analyzed in an EIR, the decision maker should not approve the project unless it determines that specific economic, social or other considerations make the project alternative infeasible.

Although an EIR must include alternatives that will reduce or avoid environmental impacts, the EIR may also include alternatives that will have greater density or intensity and provide greater project benefits. (See e.g., *Village Laguna of Laguna Beach, Inc., Board of Supervisors* (1982) 134 CA3rd 1022; *Sequoyah Hills Homeowners Ass'n v. City of Oakland* (1993); see also *Mira Mar Mobile Community v. City of Oceanside* (2004) CA4th 477). The findings with respect to the alternatives identified in the FEIR are described in this section. The City Council finds that Proposed Project (the Reduced Main Street alternative) was developed in responses to comments made on the EIR Project and alternatives during the review of the Draft EIR, was included in the Final EIR and was analyzed in detail and determined to be within the scope of alternatives discussed below and does not result in any new significant impacts that were not analyzed in the Draft EIR.

### II. FINDINGS PERTAINING TO PROJECT ALTERNATIVES ANALYZED IN THE FEIR

- A. **Range of Alternatives.** The project analyzed in Chapter III, Project Description of the Draft EIR includes 340 multi-family residential units and 77,000 square feet of commercial (retail/restaurant) development and up to 444 new parking spaces and site improvements (the "EIR Project"). The EIR Project proposes to develop two mid-rise, mixed use buildings and three single-story retail/restaurant pads. The Shellmound Building located just south of the Woodfin Hotel adjacent to the UPRR railroad tracks would be up to 95 feet or 9 stories, and the 64<sup>th</sup> & Christie Building would be 90 feet or 8 stories. The City Council finds that the FEIR identifies, describes, analyzes and compares a range of reasonable alternatives to the EIR Project, which could feasibly attain most of the basic objectives of the EIR Project. Further, the FEIR analyzed all of the alternatives at the same level of detail as the EIR Project and contains a series of more detailed tables comparing and contrasting the various levels and types of potential impacts that may occur if any of the alternatives were developed.
- B. **Proposed Project.** The project now being recommended by staff and agreed to by the applicant is the Reduced Main Street Project Alternative ("Proposed Project"), as described in detail in Chapter V of the Response to Comments Document. The Reduced Main Street Alternative is comprised of 674 multi-family residential units, 180,000 square feet of retail, and 120,000 square feet of office, including parking spaces, infrastructure and landscaping improvements in a phased development. In comparison to the Proposed Project, the Reduced Main Street Alternative has 334 more residential units, 179,875 additional square feet of commercial/retail space, 105,140 square feet more office space and 40,000 square feet less entertainment space (due to the eventual redevelopment of the UA Theater Site). Compared to the Main Street Alternative, the Reduced Project Alternative has 336 more residential units, but 11,690 square feet less commercial/retail space and 309,860 less square feet of office space. The FEIR includes

a detailed analysis of the Reduced Main Street Alternative, including a comparison of impacts to both the proposed project and the Main Street Alternative. The City Council hereby finds that the overall analysis contained in the FEIR, specifically Section V. - Alternatives, has adequately addressed all of the potentially significant impacts that may result and moreover, provides sufficient analysis to compare adequately the Reduced Main Street Alternative with the EIR Project and the Main Street Alternative. Pursuant to CEQA Guidelines Section 15126.6, the City Council finds that a reasonable range of alternatives have been fully and adequately assessed in the FEIR and that the City Council has the basis upon which to evaluate the comparative merits and potential impacts of each alternative in relation to the Proposed Project.

C. **Project Objectives.** The City Council has evaluated the Proposed Project and the alternatives in relation to the basic objectives of the EIR Project, as set forth in FEIR Section III.C, "Statement of Project Objectives":

1. Adds residents to an existing mixed use neighborhood to add life, vitality and improve the pedestrian experience.
2. Improves and modifies the Marketplace site to create a lively transit-oriented mixed use neighborhood with attractive and safe pedestrian pathways.
3. Proposes buildings situated to create walking destinations throughout the Marketplace site with attractive architecture that respects the pedestrian experience and surrounding architectural context while adding the residential density necessary to create a lively neighborhood.
4. Improved the site landscape and circulation plan by attractively landscaping new building edges, adding street trees, new plazas, attractive hardscape and clarifying pedestrian routes through the site. Gathers people traveling through the site to common walkways to increase their vitality.
5. Promotes smart growth, environmentally sensitive and green design concepts.

### III. **DESCRIPTION AND FINDINGS FOR EACH ALTERNATIVE** (The following discussion amplifies the analysis contained in the FEIR)

#### A. **No Project Alternative** (Alternative 1)

1. **Brief Description:** Under the "No Project Alternative," the site would remain in its current condition.
2. **Findings:** The No Project Alternative would result in no substantial changes to the current site conditions (i.e., no development occurs on the site) and consequently no impacts would occur. However, the City Council finds that this alternative would not accomplish the City's General Plan goals, policies and objectives for the site; the objectives of the redevelopment plans for the site; and the applicant's objectives for the project.

Specifically, the No Project Alternative is not favored because the Emeryville General Plan anticipates new, more economically viable land uses and development for the site. Under the No Project Alternative, none of Emeryville's General Plan objectives for the Project Site would be met. No surface parking lots would be replaced by transit-oriented development. The Project Site would not become a lively, mixed use neighborhood, nor would it contribute to the objective of economic revitalization of Emeryville. No jobs would be created, and no direct or indirect revenues would be generated, and no additional housing units would be added to the City's or the region's housing stock or affordable housing stock.

Without the development going forward, the Redevelopment Agency would not be able to recoup some of its costs incurred for assembling and remediating the project site. Consequently, funding for other capital improvement projects, unrelated to the project, would be jeopardized.

Additionally, under the No Project Alternative, the substantial infrastructure and other public improvements anticipated would not occur, including improvements to the roadway and the pedestrian and bicycle circulation network, and site landscaping would not be improved.

Accordingly, the City Council rejects the No Project Alternative because it is not a feasible means of meeting the Project Objectives and of meeting Emeryville's immediate and long-term planning and redevelopment goals for this portion of the Marketplace Site.

**B. Reduced Footprint Alternative (Alternative 2)**

1. Brief Description:

The Reduced Footprint Alternative analyzed in the FEIR involved 140 less residential units, 43,400 square feet less retail/restaurant uses and 157,000 square feet more office within similar locations but in reduced building footprints. The footprint of the Shellmound building would be approximately 50% smaller in size with a 175-foot tall office tower to reduce view impacts to residential neighborhoods to the east. The remainder would remain surface parking. The 64<sup>th</sup> & Christie Building site would not be adjusted by lot line adjustment, and the building would be reduced to a six-story, 55 foot mid-rise building with 40 fewer units and a similar amount of ground floor retail. Without the lot line adjustment, the project site would not include realigning the drive aisle with 63<sup>rd</sup> Street nor would this alternative include the same level of vehicular, pedestrian or bicycle circulation improvements to the site.

2. Findings: The City Council hereby finds that the Reduced Project Alternative would generally achieve the objectives for the proposed project. In addition, the Reduced Project Alternative reduces visual impacts to certain residential neighborhoods to the east by reducing the bulk of the Shellmound Building and reduced shading impacts from the 64<sup>th</sup> & Christie Building

However, the Reduced Footprint Alternative is not favored because it does significantly reduce environmental impacts and does not accomplish the objectives of the project as effectively as the proposed project. The Reduced Project Alternative would not result in the replacement of as much surface parking area, and would not achieve the same level of improvements of vehicular, pedestrian and bicycle circulation improvements. Accordingly, the City Council rejects the No Project Alternative.

**C. Tower Alternative (Alternative 3)**

1. **Brief Description:** The Tower Alternative includes two high rise tower buildings with an additional 172,370 square feet of office space, 48 more residential units, and 40,000 square feet less entertainment space (due to the future redevelopment of UA Theater). The development would include an 18-story, 175 foot tower on the northern portion Shellmound Site, with a 40 foot tall parking and retail area on the southern portion of the Shellmound Site. The 64<sup>th</sup> & Christie Site would be developed with an 18-story, 175-foot tower including 24,000 square feet of ground floor retail and 208 residential units. In addition, the UA Theater Site would be redeveloped with a 60-foot high, two-story, 160,000 square feet for an anchor retail tenant. Site improvements would be similar to the Proposed Project, except that Shellmound Street would not be realigned.
2. **Findings:** The City Council hereby finds that although the Tower Alternative would accomplish the applicant's objectives for the project, it is not favored because it results in greater environmental impacts and does not accomplish the objectives of the project as effectively as the Proposed Project. Accordingly, the City Council rejects the Tower Alternative.

**D. Main Street Alternative (Alternative 4)**

1. **Brief Description:** The Main Street Alternative analyzed in the FEIR involved the redevelopment of a substantially greater area of the site to remove all surface parking lots, realign Shellmound Street and improve two drive aisles as public streets to create an more urban street grid, and develop 388 residential units, 209,500 square feet of commercial/retail, 415,000 square feet of office, and 40,000 square feet less entertainment (with the future redevelopment of the UA Theater). This development would occur in seven new buildings, including two 240- foot towers between the railroad tracks and the realigned portion of Shellmound Street and one 175-foot tower on the northern portion of the Shellmound Site. The 64<sup>th</sup> & Christie Building would be 8-stories.
2. **Findings:** The City Council hereby finds that the Main Street Alternative would accomplish the applicant's objectives for the project. The Main Street Alternative calls for more development than the EIR Project, and less than the Proposed Project. Compared to the Proposed Project, the Main Street Alternative has 334 less residential units, but 11,690 square feet more commercial/retail and 309,860 more square feet of office. The Main Street Alternative encourages a mixture of uses in a vibrant urban setting, establishes an urban street grid, and promotes the

development of additional housing stock. In addition, it replaces all surface parking lots on the site.

However, the Main Street Alternative would result in greater environmental impacts than the Proposed Project and does not present an environmentally superior alternative. Therefore, the City Council hereby rejects the Main Street Alternative.

**E. Reduced Main Street Alternative**

1. **Brief Description:** The Reduced Main Street Alternative is comprised of 674 multi-family residential units, 180,000 square feet of retail, and 120,000 square feet of office, including parking spaces, infrastructure and landscaping improvements in a phased development. In comparison to the Proposed Project, the Reduced Main Street Alternative has 334 more residential units, 179,875 additional square feet of commercial/retail space, 105,140 square feet more office space and 40,000 square feet less entertainment space (due to the eventual redevelopment of the UA Theater Site). Compared to the Main Street Alternative, the Reduced Project Alternative has 336 more residential units, but 11,690 square feet less commercial/retail space and 309,860 less square feet of office space. The FEIR includes a detailed analysis of the Reduced Main Street Alternative, including a comparison of impacts to both the proposed project and the Main Street Alternative.
2. **Findings:** The City Council hereby finds that the overall analysis contained in the Response to Comments Document of the Final EIR, specifically Section V. - Alternatives, has adequately addressed all of the potentially significant impacts that may result and moreover, provides sufficient analysis to compare adequately the Reduced Main Street Alternative with the EIR Project and the Main Street Alternative. The City Council acknowledges that while the Reduced Main Street Alternative does reduce view impacts to the neighborhood east of the Shellmound Building by consolidating the building on the northern portion of the site, it has generally greater impacts to traffic, air quality, hazardous materials, aesthetics, public services, wind and shade and shadow.

Nonetheless, the City Council finds that the Reduced Main Street Project Alternative best achieves the project objectives and most closely fulfills the goals, objectives and policies of the Emeryville General Plan, the 1976 Emeryville Redevelopment Plan, as follows:

- a. The combination of residential, office, commercial/retail with the existing site uses are superior to just one type of land use because it will result in a more balanced sense of community and help to meet the City's and region's housing demands. The combination of uses, in addition to the proposed intensity, will best suit the dense, urban character for the area and will serve to complement the surrounding retail, service and employment centers in the area.

- b. The addition of housing and hotel use will serve to strengthen the financial feasibility of the project, thus assuring that the City's goal of removing blight will be met.
- c. The relocation of nearly all surface parking lots into structures, reconfigured roadways, improved vehicular, pedestrian and bicycle circulation, and intensification and distribution of mixed use buildings will create a more efficient, accessible and useable neighborhood than the EIR Project or any other alternative.
- d. The smart growth, urban neighborhood design, transit management and green building principals may allow the Reduced Project Alternative to qualify for the LEED for Neighborhood Development certification. Neither the EIR Project nor any other alternative would qualify.

Accordingly, the City Council finds that the Proposed Project (Reduced Main Street Alternative) is the most feasible way of meeting the project objectives and Emeryville's immediate and long-term planning and redevelopment goals for the Project Site. It fulfills all City and project applicant's goals while presenting no significant increase in the level or type of impacts assessed in the Final EIR with respect to the Main Street Alternative. Therefore, the City Council adopts the Reduced Main Street Alternative as the Proposed Project.

**F. EIR Project**

1. **Brief Description:** The EIR Project involved 340 multi-family residential units and 77,000 square feet of commercial (retail/restaurant) development and up to 444 new parking spaces and site improvements. The EIR Project proposes to develop two mid-rise, mixed use buildings and three single-story retail/restaurant pads. The Shellmound Building located just south of the Woodfin Hotel adjacent to the UPRR railroad tracks would be up to 95 feet or 9 stories, and the 64<sup>th</sup> & Christie Building would be 90 feet or 8 stories.
2. **Findings:** The City Council finds that although the EIR Project is environmentally superior to the Proposed Project, for the reasons discussed under Section E, above, the EIR Project does not as completely fulfill the objectives in the General Plan, Redevelopment Plans and for project objectives as the Reduced Main Street Alternative to create an efficient, accessible and useable neighborhood. Therefore, the City Council rejects the EIR Project.