

NOTICE OF A REGULAR MEETING

Pursuant to Section 54954.2 of the Government Code of the State of California, a Regular meeting of the City of Tracy **Planning Commission** is hereby called for:

Date/Time: Wednesday, December 19, 2012
7:00 P.M. (or as soon thereafter as possible)

Location: City of Tracy Council Chambers
333 Civic Center Plaza

Government Code Section 54954.3 states that every public meeting shall provide an opportunity for the public to address the Planning Commission on any item, before or during consideration of the item, however no action shall be taken on any item not on the agenda.

REGULAR MEETING AGENDA

CALL TO ORDER

PLEDGE OF ALLEGIANCE

ROLL CALL

MINUTES APPROVAL

DIRECTOR'S REPORT REGARDING THIS AGENDA

ITEMS FROM THE AUDIENCE - *In accordance with Procedures for Preparation, Posting and Distribution of Agendas and the Conduct of Public Meetings, adopted by Resolution 2008-140, any item not on the agenda brought up by the public at a meeting, shall be automatically referred to staff. If staff is not able to resolve the matter satisfactorily, the item shall be placed on an agenda within 30 days*

1. OLD BUSINESS
2. NEW BUSINESS

- A. **PUBLIC HEARING TO CONSIDER PLANNING COMMISSION RECOMMENDATIONS TO CERTIFY THE FINAL REVISED ENVIRONMENTAL IMPACT REPORT FOR THE SURLAND COMMUNITIES LLC ELLIS PROJECT APPLICATIONS, AND TO CONSIDER RECOMMENDATIONS REGARDING THE SURLAND COMMUNITIES LLC APPLICATIONS FOR AN AMENDED AND RESTATED DEVELOPMENT AGREEMENT, GENERAL PLAN AMENDMENT, MODIFIED ELLIS SPECIFIC PLAN, ANNEXATION OF THE ELLIS SITE TO THE CITY OF TRACY. THE ELLIS SPECIFIC PLAN SITE IS APPROXIMATELY 321-ACRES LOCATED AT THE NORTHWEST CORNER OF CORRAL HOLLOW ROAD AND LINNE ROAD. APPLICATIONS GPA11-0005, SPA11-0002, A/P11-0002, AND DA11-0002 - APPLICANT IS THE SURLAND COMMUNITIES LLC**

3. ITEMS FROM THE AUDIENCE
4. DIRECTOR'S REPORT
5. ITEMS FROM THE COMMISSION
6. ADJOURNMENT

December 13, 2012

Posted date

The City of Tracy complies with the Americans with Disabilities Act and makes all reasonable accommodations for the disabled to participate in public meetings. Persons requiring assistance or auxiliary aids in order to participate should call City Hall (209-831-6000), at least 24 hours prior to the meeting.

Any materials distributed to the majority of the Planning Commission regarding any item on this agenda will be made available for public inspection in the Development and Engineering Services department located at 333 Civic Center Plaza during normal business hours.

AGENDA ITEM __

REQUEST

PUBLIC HEARING TO CONSIDER PLANNING COMMISSION RECOMMENDATIONS TO CERTIFY THE FINAL REVISED ENVIRONMENTAL IMPACT REPORT FOR THE SURLAND COMMUNITIES LLC ELLIS PROJECT APPLICATIONS, AND TO CONSIDER RECOMMENDATIONS REGARDING THE SURLAND COMMUNITIES LLC APPLICATIONS FOR AN AMENDED AND RESTATED DEVELOPMENT AGREEMENT, GENERAL PLAN AMENDMENT, MODIFIED ELLIS SPECIFIC PLAN, ANNEXATION OF THE ELLIS SITE TO THE CITY OF TRACY. THE ELLIS SPECIFIC PLAN SITE IS APPROXIMATELY 321-ACRES LOCATED AT THE NORTHWEST CORNER OF CORRAL HOLLOW ROAD AND LINNE ROAD. APPLICATIONS GPA11-0005, SPA11-0002, A/P11-0002, AND DA11-0002 - APPLICANT IS THE SURLAND COMMUNITIES LLC

DISCUSSION

This agenda item involves a Planning Commission public hearing to consider the Surland Communities LLC's (Project Applicant's, or Surland's) applications for a development agreement, General Plan Amendment, and annexation and approval of the Modified Ellis Specific Plan, all of which are necessary for, and would allow development of a mix of residential, commercial, office/professional, institutional, and recreational uses, parklands, and a swim center (collectively, the Project or Ellis Project) at the 321-acre site identified above (Project site). The foregoing requires certification of an Environmental Impact Report (EIR) consistent with the California Environmental Quality Act (CEQA). Specifically, the Planning Commission will be asked to make a recommendation to the City Council on the following items:

- Certification of the City of Tracy Modified Ellis Project Final Revised Environmental Impact Report (collectively referred to as "EIR Certification")
- A General Plan Amendment (application GPA11-0005)
- Adoption of the Modified Ellis Specific Plan (SPA11-0002)
- Annexation of the Project site to the City of Tracy (A/P11-0002)
- Approval of a Development Agreement (DA) with Surland Communities

Brief Project History

The Ellis Project is a project that has undergone significant community, Planning Commission and City Council review during the course of the past seven years. The review and involvement by the Planning Commission and City Council spanned the "original" applications for Ellis project development, which concluded at hearings in December 2008, as well as the current applications which are the subject of the current Planning Commission hearing. Following are several significant points from the last seven years.

- Surland and City staff received City Council direction to pursue a DA in 2006 for the purposes of securing various development rights for Surland and funding and land for a swim center for the City.
- In addition to the DA, Surland made applications for a General Plan amendment, Ellis Specific Plan, and annexation, constituting the “original” applications.
- After a lengthy entitlement process which included completion of an EIR (the original Ellis EIR), the Planning Commission evaluated and made recommendations to City Council relative to Surland’s applications, and the City Council approved the applications in December 2008.
- In 2009, The Tracy Alliance for a Quality Community (TRAQC) filed a lawsuit challenging the City’s approvals.
- In 2011, a trial court set aside the project approvals and the City and Surland appealed that decision. The appeal is ongoing
- In 2011 Surland filed applications for a modified Ellis Specific Plan, General Plan Amendment, Annexation and DA and the City began processing the applications including preparing a Revised EIR.
- During 2012, the City Council provided direction on potential DA terms, and Planning Commission conducted several hearings on the scope and content of a Revised EIR for the Project, where the Ellis Project applications were also discussed.

Revised Environmental Impact Report

Following a hearing conducted on February 22, 2012 to consider what topics should be analyzed in a Revised EIR, the Planning Commission on August 22, 2012, conducted its second hearing related to the Revised EIR for the Surland applications. A Draft Revised EIR was prepared and circulated for a 45-day public review period, pursuant to the California Environmental Quality Act (CEQA). The review period lasted from July 31, 2012 through September 13, 2012.

The Draft Revised EIR was published along with a summary of the proposed Development Agreement terms, a draft of the proposed General Plan Amendment, a Draft of the Modified Ellis Specific Plan, as well as the Technical Appendices to the Draft EIR. A Final Revised EIR was published on November 21, 2012 and includes the Draft Revised EIR, comment letters, responses to those comments, and errata (edits/textual changes).

Attachment A to the staff report is the Final Revised EIR for the Surland applications. At the Planning Commission hearing an overview of the EIR process and content will be provided.

General Plan Amendment

Attachment B to the staff report is the proposed amendment to the General Plan. Attachment B contains several textual changes (no map changes) labeled A through H which comprises the proposed General Plan amendment. The effect of the proposed amendment is to correct acreages listed in the land use tables of the Land Use Element, and to modify the text of the TR-Ellis land use designation. Several other text changes are requested including a minor change affecting the wording of a growth-related policy, exchanging the word “applications” for “approvals”, and exchanging the word “considered” to “issued”. One text change reflects the fact that the Tracy Transit Station is now completed. Another change relates to allowing smaller sized Village Centers at the Project, and the last requested change relates to encouraging high density development near rail lines.

Modified Ellis Specific Plan

Attachment C to the staff report is the Modified Ellis Specific Plan. It is called the Modified Ellis Specific Plan as a means to distinguish it from the Ellis Specific Plan approved in 2008 which is the subject of the aforementioned lawsuit. The Modified Ellis Specific Plan has minor revisions to 4 pages since it was published with the Draft Revised EIR. The changes are as follows:

- First two cover pages have a reference date of December 2012
- Pages 17 clarifies that the 2009 ALUP applies to development at Ellis (since the document has print on both sides of a page, page 18 is also shown, but has no changes)
- Glossary has been updated to make correct reference to 2009 ALUP

The Modified Ellis Specific Plan represents a comprehensive planning document for the Project site. The document sets forth a vision, zoning-level diagrams, and regulations for the development of the entire site. A key component of the specific plan is a Pattern Book, or comprehensive design guidelines for building placement, architecture and landscaping through the site.

The Modified Ellis Specific Plan is consistent with the General Plan and furthers the Community Character Element Goals, Objectives and Policies related to high quality neighborhood design and architecture, including CC-2 (General Plan pages 3-17 through 3-19), CC-5 (General Plan pages 3-22 through 3-24), and CC-6 (General Plan pages 3-24 through 3-28).

Modified and Restated Development Agreement

Attachment D to the staff report is the draft DA. In order to assist the Planning Commission and the public in reviewing the proposed DA a summary is provided below. The proposed DA is divided into several parts: the Recitals and three “articles”. The Recitals, pages 1 – 6, set out the factual background of the DA and the related applications and provide the foundation on which the DA is based. Article 1, the “Applicable Development Terms”, contains the heart of the DA. Article 1 spells out the proposed terms of what benefits each party anticipates receiving from the agreement

and what is to be done by each party. This is the part of the agreement that contains the specifics of the DA. For example, the proposed amount to be contributed to a swim center and the timing of the payment, the proposed sewer capacity, etc. Article 2, "Assignment, Default, Annual Review, Termination, Legal Actions", identifies procedures and remedies if issues arise during the term of the agreement. Article 3, "General Provisions", contains a variety of legal provisions which are common to many types of transactions.

Summary of Key Terms in Article 1 of the DA

Key terms in the Article 1 of the DA are outlined below, beginning with the public benefit that the City would receive via the DA.

Public Benefits:

- \$10 million for a swim center (payable to City after LAFCo annexation and completion of any litigation in favor of applicant in two payments. First payment would be due no later than 60 days after annexation and the second payment no later than 3 years following the first payment)
- 16-acres of land for a swim center at the Ellis site, if selected by City Council. The City Council would have 1 year to choose the Ellis site for a swim center in order to benefit from the offer of 16-acres of land
- Design assistance for the construction of a swim center

Developer Benefits:

- Vesting project approvals for the Ellis Specific Plan
- 2250 RGAs for use at Ellis Specific Plan at a maximum rate of 225 per year and in accordance with the City's current Growth management Ordinance recently adopted Growth Management Ordinance Guidelines
- Water supply for 2250 residential units
- DA term of 25 years
- Naming rights to the swim center
- No wastewater treatment cost for first 800 residential units of capacity
- Wastewater conveyance in Corral Hollow line for 330 residential units, with potential to secure additional 220 residential units worth of capacity.
- No cost for 550 units of Corral Hollow wastewater conveyance

Other terms:

- If City elects to pursue a publicly operated swim center, City to contribute all 'Plan C' Aquatic Center funds (approximately \$3 million in CIP 7854) toward the construction of the swim center.

RECOMMENDATION

Staff recommends that the Planning Commission take the following actions via three resolutions:

First Resolution:

- 1) Recommend that the City Council certify the Final Revised EIR, adopt findings of fact, a statement of overriding considerations and a mitigation monitoring and reporting program for the Surland Communities LLC applications;

Second Resolution:

- 2) Recommend that City Council approve the General Plan Amendment, (Application GPA11-0005);
- 3) Recommend that City Council approve the Modified Ellis Specific Plan (Application SPA11-0002);
- 4) Recommend that City Council approve annexation of the Ellis site to the City of Tracy, by means of annexation petition application to LAFCo (Application - A/P11-0002);

Third Resolution:

- 1) Recommend that City Council approve a Development Agreement with Surland Communities LLC (Application DA11-0002)

Prepared by: Bill Dean, Assistant Development Services Department Director

Approved by: Andrew Malik, Director of Development Services Department

Attachments:

- A: Draft and Final EIRs for the Surland Communities LLC applications.
- B: Proposed General Plan Amendment
- C: Modified Ellis Specific Plan
- D: Draft Development Agreement

RESOLUTION 2012-_____

RECOMMENDING THAT THE CITY COUNCIL
CERTIFY THE MODIFIED ELLIS PROJECT FINAL REVISED ENVIRONMENTAL IMPACT
REPORT, ADOPT FINDINGS OF FACT, A STATEMENT OF OVERRIDING CONSIDERATIONS
AND A MITIGATION MONITORING PROGRAM
FOR THE SURLAND COMMUNITIES LLC APPLICATIONS
(APPLICATIONS GPA11-0005; A/P11-0002; SPA11-0002; DA11-0002)

WHEREAS, in 2004, Surland Communities LLC, the Project Applicant, submitted planning applications to the City of Tracy requesting approval of the Surland Communities Development Agreement and Ellis Specific Plan Applications, including a Development Agreement Program (DAP), which would provide eligibility for the Project Applicant to obtain up to 3,850 Regional Growth Allocations (RGAs) at some time in the future, which would include up to 2,250 units proposed within the Ellis Specific Plan (ESP). The City of Tracy processed the applications and commissioned the preparation of the City of Tracy/Surland Development Agreement and Ellis Specific Plan Environmental Impact Report ("Original Ellis EIR"). On December 16, 2008, the City certified the Original Ellis EIR and approved the land use applications for the Original Ellis Entitlements, approving the Ellis Development Agreement ("Original Ellis DA") and the Ellis Specific Plan ("Original Ellis Specific Plan"). Following the approval of the Original Ellis Entitlements, the Tracy Regional Alliance for a Quality Community (TRAQC) challenged the sufficiency of the Original Ellis EIR and the Original Ellis DA in a mandamus action filed in the Superior Court, Tracy Regional Alliance for a Quality Community v. City of Tracy, et al., San Joaquin County Superior Court Case No. 39-2009-00201854-CU-WM-STK.

On October 31, 2011, the trial court issued its Statement of Decision and Judgment, ordering that the certification of the Original Ellis EIR and the Original Ellis DA be set aside for legal infirmities. Because the trial court concluded that the City did not certify an adequate EIR, the Original Ellis Entitlements were ordered to be set aside.

The Project Applicant and the City subsequently appealed the judgment of the Superior Court to the District Court of Appeal. The result of the appeal is that the judgment of the Superior Court, overturning the Original Ellis EIR and the Ellis Entitlements, is stayed, pending the outcome of the appeal. It is anticipated that the appeal process could take two years or more.

In December 2011, the Project Applicant filed applications with the City for a modification and amendment to the Original Ellis DA ("Amended and Restated Ellis DA") application number DA11-0002, a modification and amendment to the Original Ellis Specific Plan ("Modified Ellis Specific Plan") application number SPA11-0002, Petition for Annexation and Pre-Zoning application number A/P11-0002, and General Plan Amendment application number GPA11-0005. The application for the General Plan Amendment seeks to make minor modifications to the language in the TR-Ellis designation identified in the City's General Plan approved by the City on February 1, 2011. As used here, the term "Project" shall refer to the development of the Ellis Specific Plan, as permitted by (and modified by) the various approvals listed in this paragraph.

A revised Ellis EIR was prepared (State Clearinghouse No. 2012022023) in response to the trial judge's Statement of Decision and Judgment, addressing and remedying those things that the trial judge found objectionable. In addition, the Original Ellis DA and the Original Ellis Entitlements were modified and amended to address and remedy the issues outlined by the trial judge; and

WHEREAS, planning applications include a request to amend the General Plan, Specific Plan approval, Development Agreement approval, and Annexation and pre-zoning approval, and

WHEREAS, upon a review of the subject applications, in February 2012, an Initial Study was prepared consistent with the requirements of the City of Tracy guidelines and the California Environmental Quality Act (CEQA) Guidelines, finding that the proposed development had the potential to result in significant environmental effects; and

WHEREAS, a Draft Revised Environmental Impact Report (DREIR) was prepared and published in July 2012, which was subject to a 45-day public review period from July 30, 2012 through September 9, 2012. During the public review period, the City's Planning Commission held a public meeting for the proposed Project on August 22, 2012 to receive public comments on the DREIR; and

WHEREAS, the City received and evaluated numerous comments from public agencies, utilities, organizations, special interest groups and persons who reviewed the DREIR and has prepared responses to comments received during the 45-day public review period; and

WHEREAS, a Final Revised Environmental Impact Report (FREIR) was prepared and published on November 21, 2012. The FREIR consists of an edited Draft Environmental Impact Report, Response to Comments and appendices containing technical background studies. The Response to Comments document contains all written and verbal comments and recommendations received on the DREIR, either verbatim or in summary, and an inventory of agencies, organizations, special interest groups and persons commenting on the DREIR; and

WHEREAS, consistent with the requirements of the CEQA Guidelines, a Mitigation Monitoring and Reporting Program (MMRP) has been prepared to outline the procedures for implementing all mitigation measures identified in the FREIR. The MMRP is provided as Exhibit D to this resolution; and

WHEREAS, the City desires and intends to use the FREIR for the Project as the environmental document required by CEQA for each phase of discretionary action required for this Project by the City; and

WHEREAS, On February 1, 2011, the City of Tracy adopted a General Plan ("General Plan") which guides the growth of the City of Tracy (Resolution No. 2011-029); and

WHEREAS, A Final Environmental Impact Report (Final General Plan EIR) (SCH # 2008092006) for the General Plan was certified in 2011, which considers the environmental consequences of the adoption of the General Plan and which included the adoption of a series of self-mitigating goals, policies, actions, and mitigation measures; and

WHEREAS, With certification of the Final General Plan EIR in 2011, the City Council of the City of Tracy adopted a Statement of Overriding Considerations (Resolution No. 2011-028) for a number of unavoidable significant impacts identified within the General Plan FEIR, which is incorporated herein by reference; and

WHEREAS, The Surland Communities submitted planning applications to the City of Tracy requesting approval of the Surland Communities Modified and Restated Development

Agreement, Annexation, and Ellis Specific Plan ("ESP") Applications (GPA11-0005; A/P11-0002, SPA11-0002 and DA11-0002 hereinafter the "Surland Applications"), and

WHEREAS, On February 8, 2012, the City distributed an Initial Study and Notice of Preparation ("NOP") for the proposed ESP, and

WHEREAS, On February 22, 2012, a public scoping meeting was held by the Tracy Planning Commission, to discuss the project and provide an opportunity for public input regarding the environmental concerns and issues to be addressed in an EIR, and

WHEREAS, On July 31, 2012, an EIR (SCH No. 2012022023) for the Surland Communities Development Agreement and Ellis Specific Plan Applications was distributed, and

WHEREAS, On August 22, 2012, the Planning Commission held a public hearing on the Draft EIR, and

WHEREAS, the City received and evaluated numerous comments from public agencies, utilities, organizations, special interest groups and persons who reviewed the DREIR and has prepared responses to comments received during the extended public review period; and

WHEREAS, consistent with the requirements of the CEQA Guidelines, a Mitigation Monitoring and Reporting Program (MMRP) has been prepared to outline the procedures for implementing all mitigation measures identified in the FREIR; and

WHEREAS, the City desires and intends to use the FREIR for the Surland Companies Applications as the environmental document required by CEQA for each phase of discretionary action required for this Project by the City; and

WHEREAS, the FREIR was prepared and published on November 21, 2012. The FREIR consists of an edited DREIR Response to Comments; and appendices containing technical background studies. The Response to Comments document contains all written and verbal comments and recommendations received on the DEIR, either verbatim or in summary, and an inventory of agencies, organizations, special interest groups and persons commenting on the DREIR; and

WHEREAS, The FREIR for the Applications are based on the best data available, and recognize that actual development decisions may depend on information not currently available and that, as better, more current and more comprehensive data become available, the Specific Plan will be updated and amended as necessary; and

WHEREAS, The Planning Commission reviewed all evidence presented both orally and in writing and intends to make certain findings in compliance with CEQA, which are more fully set forth in this Resolution.

NOW, THEREFORE, BE IT RESOLVED, that the Planning Commission of the City of Tracy does hereby recommend that the City Council certify the FREIR inclusive of the Errata presented in the FREIR, and approves the MMRP, based on findings contained set forth in this Resolution.

The Planning Commission certifies the FREIR and, in support of this certification, finds the following, based on substantial record evidence:

a. The FREIR has been completed in compliance with the requirements of CEQA and the CEQA Guidelines (14 Cal. Code Regs. hereafter referred to as "Guidelines") (Guidelines, § 15090(a)(1).) as set forth in Exhibits "A" and "B".

b. The FREIR was presented to the Planning Commission, which reviewed and considered the information contained in the administrative record of proceedings including the FREIR, prior to taking action on the Project. (Guidelines, § 15090(a)(2).)

c. The Final EIR reflects the independent judgment and analysis of the Planning Commission. (Guidelines, § 15090(a)(3).)

The foregoing Resolution No. ____ was approved at a regular meeting of the Planning Commission on the 19th day of December, 2012, by the following vote:

AYES: Commission members:

NOES: Commission members:

ABSENT: Commission members:

ABSTAIN: Commission members:

Rhodesia Ransom, CHAIR

ATTEST:

STAFF LIAISON

A. CALIFORNIA ENVIRONMENTAL QUALITY ACT (CEQA) FINDINGS

1. The FREIR has been prepared in accordance with CEQA, the State CEQA Guidelines, and the provisions of the City of Tracy.

2. The FREIR was published, circulated and reviewed in accordance with the requirements of CEQA, the State CEQA Guidelines, and constitutes an accurate, adequate, objective and complete FREIR. The City observed a 45-day public review period on the DREIR and the FREIR (including an edited DREIR; Response to Comments; and appendices containing technical background studies) was made available for 15 days prior to the Planning Commission hearing on certification.

3. The City has exercised its independent judgment in evaluating the FREIR and has considered the information combined with the FREIR, including comments (and responses thereto) received during the public review period on the DREIR.

4. Pursuant to the State CEQA Guidelines Section 15091 and 15092, the City Council hereby adopts Findings of Fact and an MMRP, which has been prepared in accordance with the State CEQA Guidelines Section 15097 to ensure that all reasonably feasible mitigation measures are implemented.

B. FINDINGS OF FACT REGARDING THE FINAL REVISED ENVIRONMENTAL IMPACT REPORT PREPARED FOR THE CITY OF TRACY MODIFIED ELLIS PROJECT

The FREIR, prepared in compliance with the State CEQA Guidelines, evaluates the potentially significant and significant adverse environmental impacts that could result from approval of the City of Tracy Modified Ellis Project, which would accommodate on approximately 321 acres (Modified Ellis Specific Plan site); the development of a minimum of 1,000 to a maximum of 2,250 residential units; 60,000 square feet of retail and office use in the Village Center; 120,000 square feet of ancillary commercial uses; and, consistent with City requirements, approximately four acres per 1,000 people of parks with an opportunity to include a Family-Oriented Swim Center (Family Swim Center). The complete Project Description is included in the FREIR, which is incorporated herein by this reference.

As the FREIR concludes that implementation of the Project, as amended (and the Project alternatives) would result in adverse impacts, the City is required under the State CEQA Guidelines to make certain findings with respect to these impacts (CEQA Guidelines Section 15091). The required findings appear in the following sections of this resolution. This resolution lists and describes the following, as analyzed in the FREIR: 1) potential impacts determined to be less-than-significant in the FREIR; 2) significant impacts that can be avoided, minimized, mitigated, or substantially reduced with the implementation of feasible mitigation measures; 3) impacts determined to be insignificant or less-than-significant in the Initial Study Checklist; and 4) Project alternatives that were developed and studied consistent with the CEQA Guidelines. These findings are supported by substantial evidence in the record of proceedings before the City as stated below.

1. IMPACTS FOUND TO BE LESS THAN SIGNIFICANT IN THE FREIR

Agricultural Resources

Impact 3B.7-1: Conflicts with Agricultural Zoning and Williamson Act Contracts

Facts in Support of Finding

As presented in and determined by the analysis contained on page 3B.7-7 of the Original Ellis EIR, in the DREIR at page 4.2-2, and in the FREIR Response to Comments and Errata thereto incorporated herein by this reference, although none of the parcels within the Modified Ellis Specific Plan site are under a Williamson Act contract, the land is zoned Agriculture-Urban Reserve (AU-20) by the County. Development of the site would therefore conflict with existing zoning for agricultural use. However, the Modified Ellis Specific Plan site is identified in the City's General Plan and corresponding land use map as "Urban Reserve 10." The City of Tracy will be initiating proceedings by petition to the San Joaquin County Local Agency Formation Commission (LAFCO) for the reorganization of the City of Tracy's boundary and service districts to include the Modified Ellis Specific Plan site, which is currently in the City's Sphere of Influence (SOI). The proposed reorganization consists of annexation of territory to the City of Tracy and detachment of the same territory from San Joaquin County. The subsequent urban development of the Modified Ellis Specific Plan site would be consistent with the City's zoning and proposed uses for the area. Therefore, no conflicts would occur. For this reason, this impact would be less than significant and no mitigation is required.

Biological Resources

Impact 4.2-3: Movement of Fish and Wildlife Species

Facts in Support of Finding

As presented in and determined by the analysis contained on page 4.4-22 of the DREIR and in the Final REIR Response to Comments and Errata, the Modified Ellis Specific Plan site is located adjacent to the developed areas of the City of Tracy and surrounded on three sides by undeveloped land. The site is not a narrow area of wildlife habitat that connects two larger areas of habitat. Terrestrial animals can move freely and unencumbered throughout the undeveloped lands to the west and north of the Modified Ellis Specific Plan site. Therefore, implementation of the Modified Ellis Specific Plan would not significantly interfere with the movement of resident or migratory wildlife. For this reason, this impact is less-than-significant and no mitigation is required.

Impact 4.2-4: Habitat Conservation Plans

Facts in Support of Finding

As presented in and determined by the analysis contained on pages 4.2-22 through 4.2-23 of the DREIR and in the Final REIR Response to Comments and Errata thereto, and as noted in the Modified Ellis Specific Plan (Section 2.4 of the Modified Ellis Specific Plan), incorporated herein by this reference, the Project Applicant would work with the City to implement the SJMSCP as it relates to implementation of the Modified Ellis Specific Plan. The Project Applicant would be required to pay fees at time of ground disturbance permits (such as grading and/or BPs) as set forth in the Plan to implement recommendations (called "minimization measures") as required by an SJCOG appointed qualified biologist on a case-by-case basis throughout the Modified Ellis Specific Plan Area prior to ground disturbance of that area. These standard procedures apply to

all projects, including the Modified Ellis Specific Plan, that are covered under the SJMSCP. For this reason, this impact is less-than-significant and no mitigation is required.

Geology and Soils

Impact 3B.12-1: Seismic Ground Shaking

Facts in Support of Finding

As presented in and determined by the analysis contained on page 3B.12-10 through 3B.12-13 of the Original Ellis EIR, in the DREIR at page 4.5-1, and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, building new structures for human occupancy would increase the number of people exposed to local and regional seismic hazards. Seismic hazards are a significant risk for most property in California. Implementation of the requirements of the California Building Code Requirements and the Tracy General Plan would ensure that impacts on humans associated with seismic hazards would be less than significant.

Impact 3B.12-2: Soil Erosion

Facts in Support of Finding

As presented in and determined by the analysis contained on page 3B.12-11 of the Original Ellis EIR, in the DREIR at page 4.5-2, and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, as construction occurs, these exposed surfaces could be susceptible to erosion from wind and water. Effects from erosion include impacts on water quality and air quality. Risks associated with erosive surface soils can be reduced by using appropriate controls during construction and properly revegetating exposed areas. Mitigation Measures 3B.4-1b (refer to Section 3B.4, Air Quality) and Mitigation Measure 3B.10-2 (refer to Section 3B.10, Hydrology, Drainage, and Water Quality) would reduce these impacts to a less than significant level and no additional mitigation is required.

Impact 3B.12-3: Liquefaction

Facts in Support of Finding

As presented in and determined by the analysis contained on pages 3B.12-11 through 3B.12-12 of the Original Ellis EIR, in the DREIR at page 4.5-2, and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, liquefaction more often occurs in earthquake-prone areas underlain by young (Holocene age) alluvium where the groundwater is shallower than 50 feet below the ground surface. The Modified Ellis Specific Plan site is not located within an Earthquake Fault Zone, as defined by the State Geologist. The nearest mapped active fault (Carnegie/Corral Hollow) is located approximately eight miles southwest of the site. This geologic condition, in conjunction with a low water table, indicates that the probability of liquefaction near the surface of the site is very low. The Safety Element of the General Plan includes Objective SA-1.1, Policy 1, which requires that geotechnical engineering studies be undertaken for any development in areas where potentially serious geologic risks exist. The implementation of this policy would reduce the potential risk of liquefaction. Any potential impact from liquefaction is therefore considered to be less than significant, and no mitigation is required.

Cumulative Impacts

Facts in Support of Finding

As presented in and determined by the analysis contained on page 3B.12-13 of the Original Ellis EIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, the General Plan EIR analyzed the long-term development of the City of Tracy and found no significant impacts relative to geology and soils would occur with implementation of buildout under the General Plan. This General Plan analysis is incorporated herein by this reference. As discussed above, the development of the Modified Ellis Specific Plan site would not result in significant unavoidable impacts relative to geology and soils, either.

Units constructed as part of the proposed Project and future projects would be constructed within undeveloped open space. Impacts associated with geology and soils for the Project and any reasonably foreseeable projects are subject to the same regulatory framework and, where any potentially significant individual project impact may be expected, it could be mitigated to less than significant levels. Moreover, impacts associated with geology tend to be localized and confined within specific project sites, and thus such impacts generally do not cumulate. No significant cumulative impacts relative to geology and soils are expected with implementation of the Modified Ellis Specific Plan.

Hydrology, Drainage, and Water Quality

Impact 3B.10-1: Flooding

Facts in Support of Finding

As presented in and determined by the analysis contained on page 3B.10-30 of the Original Ellis EIR, in the DREIR at page 4.8-2, and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, the Modified Ellis Specific Plan is not located within the vicinity of a dam or a dam inundation area. In addition, while portions of San Joaquin County could be subject to flooding due to seiches resulting in levee failure, the City of Tracy is not in close proximity to the areas most likely to be affected. Implementation of the proposed Modified Ellis Specific Plan would not expose people or structures to risks associated with flooding caused by the failure of a dam or levee; therefore no impacts would occur. For this reason, this impact would be less than significant and no mitigation is required.

Impact 3B.10-2: Groundwater

Facts in Support of Finding

As presented in and determined by the analysis contained on page 3B.10-33 through 3B.10-38 of the Original Ellis EIR, in the DREIR at pages 4.8-3 and 4.14-1, and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, the Water Supply Assessment concluded that the City's existing and future water supplies are sufficient to meet the City's existing and projected future water demands, including those future water demands associated with the proposed Modified Ellis Specific Plan, to the year 2030 under all hydrologic conditions. Thus, while implementation of the Modified Ellis Specific Plan would increase the groundwater demand of the Modified Ellis Specific Plan site relative to current water demand, this increase is within the buildout projections of the City's 2005 Urban Water Management Plan (UWMP), and therefore impacts on groundwater are considered to be less than significant. For these reasons, this impact would be less-than-significant and no mitigation is required.

Cumulative Impacts

Facts in Support of Finding

As presented in and determined by the analysis contained on page 3B.10-46 of the Original Ellis EIR and in the FREIR Response to Comments and Errata thereto, the General Plan EIR analyzed the long-term development of the City of Tracy and found no significant impacts relative to hydrology, drainage, and water would occur with implementation of buildout the General Plan. The General Plan analysis is incorporated herein by this reference. In fact, the development of the Modified Ellis Specific Plan site may provide some net benefit to water quality. The Modified Ellis Specific Plan also would be subject to federal and state regulations, including National Pollutant Discharge Elimination System permitting requirements that are designed to address project discharges in the context of other uses and thus address a cumulative scenario and ensure there are no significant cumulative impacts that would result. (See e.g., pages 3.10-41 and 3.10-42 of the Original Ellis EIR, incorporated herein by this reference.)

Cumulative impacts to hydrology, drainage, and water, then, are not considered to be cumulatively considerable and would not result in significant unavoidable cumulative impacts to agricultural resources.

Land Use and Planning

Impact 4.9-1: Conflicts with General Plan or Zoning Ordinance

As presented in and determined by the analysis contained on page 4.9-11 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, no impact is anticipated regarding conflict with the General Plan as a result of the Modified Project. The recent update of the General Plan (2011) identified the potential development allowed within the TR-Ellis land use designation (formerly Urban Reserve 10). Based on the revised land use designation, the Modified ESP is consistent with the anticipated development associated with the TR-Ellis designation. As part of the Modified Project implementation, a General Plan Amendment is proposed, which makes text modifications (identified above) to the General Plan to ensure consistency with the Modified ESP. No impacts would occur and no mitigation measures are required.

Impact 4.9-2: Airport Hazards

Facts in Support of Finding

As presented in and determined by the analysis contained on pages 4.9-11 through 4.9-13 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, given the special design considerations included in the 2009 ALUCP, as well as the low intensity of the proposed Limited Use designation, it is anticipated that implementation of the Modified Ellis Specific Plan would not expose people or property to significant airport-related hazards. On November 7, 2012, the Airport Land Use Commission issued a Consistency Determination, finding the Project uses were consistent with the 2009 ALUCP so long as certain conditions were observed. Each of the conditions identified by the ALUC is incorporated into the project and, as explained in the DREIR would be enforced by the City of Tracy. For any discretionary reviews and /or approvals subsequent to the adoption of the Modified Ellis Specific Plan, the Project is subject to the 2009 ALUCP. As the Modified Ellis Specific Plan would be in conformance with the 2009 ALUCP, and consistent with the special design considerations included in the ALUCP, impacts related to the placement of people and structures within the Outer

Approach/Departure Zone would be considered less than significant. No mitigation measures are required.

Impact 3B.1-1: Plan Consistency

Facts in Support of Finding

As presented in and determined by the analysis contained on pages 3B.1-13 through 3B.1-30 of the Original Ellis EIR and incorporated by reference into the FREIR Response to Comments and Errata thereto (see, e.g., page 4.9-1), no Modified Ellis Specific Plan conflicts with applicable goals and objectives in the General Plan have been identified. No significant impacts relative to General Plan consistency would occur with the implementation of the proposed Modified Ellis Specific Plan. In addition, although the annexation would result in the creation of an island of unincorporated territory at Urban Reserve 11, approval of the annexation is warranted because application of the policy preventing islands in this case would be detrimental to the orderly development of the community, and despite reasonable efforts to include Urban Reserve 11 with the annexation, it is not feasible at this time. (See, e.g., pages 3B.1-21, 3B.1-25, and Chapter 3B.14.2.5 of the Original Ellis EIR). For this reason, the Project, as amended would not result in any adverse impacts to the plan consistency and no mitigation is required.

Population and Housing

Impact 3B.2-1: Direct Population Growth

Facts in Support of Finding

As presented in and determined by the analysis contained on pages 3B.2-6 through 3B.2-7 of the Original Ellis EIR, in the DREIR at page 4.11-1, and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, assuming an average household size of 3.29 persons, the ESP would increase the population of the City by approximately 7,403 persons. This is an approximately 9.2 percent increase over the 2007 population of Tracy as reported by the California Department of Finance (DOF), and approximately 14.2 percent of the growth anticipated within Tracy by 2025. Thus, the amount of new residential growth by the ESP is within the range of population growth projected by San Joaquin Council of Governments (SJCOG), which estimates a 2025 population of 153,677 people in the City, and also within the 2025 population of 109,000 projected in the Draft General Plan EIR (page 3-32). In addition, the proposed Project was taken into consideration during the preparation of the General Plan, which designates the Modified Ellis Specific Plan site as "Urban Reserve 10," and provides guidance regarding the vision and mix of land uses. Therefore, because the population growth associated with the proposed Project is within the estimates projected by SJCOG, and was also considered in the General Plan, the Project would not exceed the amount of growth projected for the City for the year 2025, and thus would result in less than significant impacts on population growth. For this reason, this impact would be less than significant and no mitigation is required.

Impact 3B.2-2: Indirect Population Growth

Facts in Support of Finding

As presented in and determined by the analysis contained on pages 3B.2-7 through 3B.2-8 of the Original Ellis EIR, in the DREIR at page 4.11-1, and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, the amount of jobs created by the Project would consist of approximately 2.9 percent of the job growth anticipated for the City between 2005 and 2025. The employment generated by the proposed Project could result in direct growth in the

City's population since the potential exists that "future employees" (and their families) may decide to relocate to the City. For analysis purposes, if all of these jobs were filled by new employees who choose to relocate into the City, a demand for 360 housing units could be created and, as a result, the City's population could increase by approximately 1,184 persons (based on the estimate of 3.29 persons per household). As this change would represent an increase of approximately 1.4% in population over existing conditions, the potential impacts that may occur as a result of the jobs generated by the ESP would not be considered significant. Moreover, since the Project sites a work center in proximity to commercial development, it is anticipated that a significant portion of new employees would choose to reside within the Modified Ellis Specific Plan site. For these reasons, this impact would be less than significant and no mitigation is required.

Impact 3B.2-3: Displacement of Housing

Facts in Support of Finding

As presented in and determined by the analysis contained on page 3B.2-8 of the Original Ellis EIR, in the DREIR at page 4.11-1, and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, the Project site is used primarily for agricultural purposes and contains one home on the site. Ultimately, implementation of the ESP would result in the demolition of structures to accommodate construction of the proposed land uses. If the proposed ESP is approved, and the Project Applicant purchases the land from the current land owners, one house would be replaced by 2,250 homes. Due to the small number of existing housing units that would need to be replaced, impacts relative to displacement of substantial numbers of existing housing are considered to be less than significant. For these reasons, this impact would be less than significant and no mitigation is required.

Cumulative Population and Housing

Facts in Support of Finding

As presented in and determined by the analysis contained on page 3B.2-8 of the Original Ellis EIR and incorporated into the FREIR on page 4.11-1, the General Plan EIR analyzed the long-term development of the City of Tracy and found that no significant impacts relative to population and housing would occur with implementation of buildout under General Plan, as most of the future growth of the City is expected to occur within the undeveloped Urban Reserves surrounding the City limits. (This General Plan analysis is incorporated herein by this reference). The Modified Ellis Specific Plan site is designated as an Urban Reserve. (See page 3B.1-14. Table 3B.1-1, of the Original Ellis EIR.) Implementation of the proposed Project would not result in more units than envisioned by the General Plan and General Plan EIR nor would it displace substantial housing or populations. As this is the baseline for the evaluation of cumulative impacts and the Project would not result in substantial population growth beyond that envisioned by the General Plan, nor displace substantial housing or populations, no cumulative impacts relative to population and housing are expected with implementation of the proposed Project.

Public Services

Impact 3B.9-1: School Services

Facts in Support of Finding

As presented in and determined by the analysis contained on pages 3B.9-9 through 3B.9-10 of the Original Ellis EIR, in the DREIR at page 4.12-2, and in the FREIR Response to Comments and Errata thereto incorporated herein by this reference, the proposed 1,851 single-family homes

would generate 1,871 new students and the proposed 399 multi-family units would generate 322 new students, for a combined total of 2,193 new students. Approximately 1,285 students would attend JESD elementary and middle schools, and 505 students would attend Tracy High School (TUSD). This projected student population is within the 7,053 new students anticipated in the General Plan through 2025. For this reason, this impact would be less than significant and no mitigation is required.

Impact 3B.9-2: Expansion of Parks

Facts in Support of Finding

As presented in and determined by the analysis contained on pages 3B.9-10 through 3B.9-11 of the Original Ellis EIR, in the DREIR at page 4.12-2, and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, the proposed Project would result in the construction of recreational facilities, such as the Community Park including a Swim Center and various neighborhood passive and active parks. With a total population of 7,403 residents at full buildout and 40 acres of improved parks, the Project would provide approximately 5.4 acres of improved and passive parks per 1,000 residents. This exceeds the current General Plan adopted requirement of 4 acres of parks per 1,000 residents, as well as the proposed 5 acres per 1,000 resident requirement. The Project Applicant has chosen to exclude the 16-acre Community Park and Swim Center from the total park acreage required by the City. Therefore, the Project Applicant would be required to pay in lieu fees at a ratio of 4 acres per 1,000 residents in order to comply with State of California Quimby Act. For this reason, this impact would be less-than-significant and no mitigation is required.

Impact 3B.9-3: Recreational Facilities

Facts in Support of Finding

As presented in and determined by the analysis contained on pages 3B.9-10 through 3B.9-11 of the Original Ellis EIR, in the DREIR at page 4.12-2, and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, the proposed Project would construct recreational facilities, such as the Community Park including a Swim Center and various neighborhood passive and active parks. The Community Park and Swim Center is proposed along Corral Hollow Road in a location that currently contains disked agricultural fields and would require minimal grading. A total of 40 acres of park uses are proposed with the Modified Ellis Specific Plan site. The system of parks is designed to serve a broad cross-section of residents by providing a diverse mix of active and passive recreational opportunities. The parks proposed in the Modified Ellis Specific Plan are in compliance with the City of Tracy General Plan requirements and the State of California's Quimby Act. The impacts of the implementation of these parks are addressed throughout the FREIR. Less than significant impacts would occur.

Cumulative Impacts

Facts in Support of Finding

As presented in and determined by the analysis contained on page 3B.9-15 of the Original Ellis EIR and in the FREIR Response to Comments and Errata thereto incorporated herein by this reference, the General Plan EIR analyzed the long-term development of the City of Tracy and found that no significant impacts to police, fire protection and emergency medical services, school services, or parks and recreational resources would occur with implementation of buildout under the General Plan. This General Plan analysis is incorporated herein by this reference.

As projections in the General Plan constitutes the baseline for the evaluation of cumulative impacts and the Project would not result in substantial growth beyond that envisioned by the General Plan, and because no significant impacts were found relative to the provision of public services, no significant cumulative impacts relative to parks and recreation services are expected.

Traffic and Circulation

Impact 4.13-1: Transit

Facts in Support of Finding

As presented in and determined by the analysis contained on page 4.13-34 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, the Modified Ellis Specific Plan site would comply with the goals, objectives, and policies of the 2011 General Plan Update, including the specific intent of the General Plan with respect to Urban Reserve 10. Goal CIR-4 of the General Plan provides for a balanced transportation system that encourages the use of public transit and high occupancy vehicles. Policy P4 under CIR-4.1 states that the City shall require large developments to provide for transit with adequate street widths and curb radii, bus turnouts, bus shelters, park-and-ride lots, and multi-modal transit centers, if appropriate. As the City further develops to the south and the west, bus service will be extended along Ellis Drive from the current Corral Hollow Road line to Lammers Road, and bus stops/pull outs will be located along Ellis Road and provide for a ¼-mile to ½-mile walking distance from origins and destinations within the Modified Ellis Specific Plan site to bus stops to promote greater transit use.

Impact 4.13-2: Bicycle and Pedestrian Modes

Facts in Support of Finding

As presented in and determined by the analysis contained on page 4.13-34 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, the Modified Ellis Specific Plan would comply with the goals, objectives, and policies of the General Plan, including the specific intent of the General Plan with respect to Urban Reserve 10. A 10-foot multi-use bike/pedestrian path will run through portions of the community and encourage non-vehicular travel among neighborhoods, retail, and recreation/park areas. Class I bike paths will span the entire east-west length of the site and provide access to future developments to the north. Class I bike paths are proposed along Ellis Drive, Middlefield Road, and several other community streets throughout the Modified Ellis Specific Plan. The Village Center portion of Ellis Drive will be designated a Class III bicycle route, which will be complemented with bicycle signage and pavement markings. Goal CIR-3 of the General Plan provides for safe and convenient bicycle and pedestrian travel as alternative modes of transportation in and around the City. This goal details several policy statements designed to enhance safe and convenient travel for bicyclists and pedestrians. For example, policies P4 and P6 under CIR-3 state that the City's bicycle and pedestrian system shall have a high level of connectivity, and that new development shall include pedestrian and bicycle facilities internal to the development and which connect to citywide facilities, such as parks, schools, and recreational corridors. When developed, the Modified Ellis Specific Plan would include pedestrian and bicycle facilities internal to the Modified Ellis Specific Plan site and that connect to the existing pedestrian system via street frontage improvements that include sidewalks and bicycle lanes. For these reasons, this impact would be less-than-significant and no mitigation is required.

Impact 4.13-3a: Construction Traffic and Hazards

Facts in Support of Finding

As presented in and determined by the analysis contained on page 4.13-35 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, the traffic impact analysis contemplated the construction activity trip generation and schedule and the potential impacts that may be caused on the roadway system. The number of trips generated by Project construction activities is estimated to be less than the trips generated by the Modified Ellis Specific Plan. The potential impacts and mitigations identified for the Project peak-hour traffic will thus suffice for potential construction traffic impacts. The schematic layout of the roadways for the Modified Ellis Specific Plan does not indicate obvious traffic hazards. During final design review by the City Engineer, intersection corner sight distance, stopping sight distance, and horizontal and vertical sight distance will be reviewed on a design level and eliminated. The final design review process will require the Project Applicant to prepare and submit Traffic Control plans for construction purposes. These plans will be reviewed by the City Engineer. The purpose of the Traffic Control Plans is to accommodate safe traffic operations on the roadway system during construction activities. The plans may include warning signs, bollards, and diversion of traffic. For these reasons, this impact would be less-than-significant and no mitigation is required.

Impact 4.13-3b: Design Feature or Incompatible Use Hazards

Facts in Support of Finding

As presented in and determined by the analysis contained on page 4.13-35 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, under construction and hazards, the site plan layout of the Modified Ellis Specific Plan does not result in any hazards related to a design feature. Based on the Modified Ellis Specific Plan street network, including street hierarchy width of travel lanes, design speed, points of ingress and egress, as well as the location of parking, no hazards have been identified, and thus impacts would be less than significant.

Impact 4.13-4: SJCOG Regional Roadways Congestion Management Program

Facts in Support of Finding

As presented in and determined by the analysis contained on page 4.13-35 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, the Modified Ellis Specific Plan would comply with the goals, objectives, and policies of the SJCOG Congestion Management Program. For these reasons, this impact would be less-than-significant and no mitigation is required.

Water Supply and Other Public Utilities

Impact 3B.8-2: Water System Facilities

Facts in Support of Finding

As presented in and determined by the analysis contained on page 3B.8-28 of the Original Ellis EIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, the City of Tracy's existing water system facilities include a water treatment plant, pump stations, wells, water mains and storage reservoirs. The John Jones Water Treatment Plant (JJWTP), which is near the Tracy Municipal Airport, processes the water from the Delta Mendota Canal (DMC) and distributes it to the City. The JJWTP has the capacity to treat 30 mgd, which is

more than adequate capacity to treat water needed by the proposed Project. For this reason, the Project would not require or result in the construction of new water treatment facilities or expansion of existing facilities, the construction of which could cause significant environmental effects. Therefore, this impact would be less-than-significant and no mitigation is required.

Impact 4.14-1: Water Supply

Facts in Support of Finding

As presented in and determined by the analysis contained on pages 4.14-21 through 4.14-37 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, the Revised Ellis Water Supply Assessment demonstrates that the City's existing and additional planned potable and recycled water supplies are sufficient to meet the City's existing and projected future potable and recycled water demands, including those future water demands associated with the Project to the Year 2035 under all hydrologic conditions. Thus, the Project would result in less than significant impacts on water supply. In addition, the City has a standard condition of project approval that requires the applicant to demonstrate that the water supply for each tentative map application is secured and available for delivery before the City approves later tentative subdivision maps, final subdivision maps, use permits, or building permits. Separately and independently, in regulating subdivisions, section 12.36.020 of the City Municipal Code, addresses water supply and provides in part that "each unit or lot within the subdivision shall be served by the City water system." As such, development cannot occur without the secured water source.

2. SIGNIFICANT IMPACTS WHICH CAN BE AVOIDED OR REDUCED WITH MITIGATION

In this section of the Findings of Fact, the City, as authorized by Public Resources Code Section 21081(a)(1) and Title 14, California Code of Regulations Sections 15091 and 15092, identifies the significant impacts that can be eliminated or reduced to a less-than-significant level with the implementation of mitigation measures recommended in the FREIR. These mitigation measures are hereby incorporated into the description of the Project and their implementation will be tracked through the Mitigation Monitoring and Reporting Program.

Agricultural Resources

Impact 3B.7-2: Indirect Impacts to Important Farmland

Facts in Support of Finding

As presented in and determined by the analysis contained on page 3B.7-8 of the Original Ellis EIR, in the DREIR at page 4.2-2, and in the FREIR Response to Comments and Errata thereto incorporated herein by this reference, the City's Right to Farm Ordinance gives agricultural operations protection from adjacent landowners' objections to noise, odors, dust, etc. that are part of normal agricultural operations. The Ordinance would require future residents be informed that agricultural activities are allowed under the law and that they cannot be stopped by encroaching residential development. In this way, future residents would be notified about the possible negative impacts of the adjacent agricultural operations, helping to prevent the cessation of agricultural operations and the premature conversion of farmland to non-agricultural use due to the complaints of adjacent land owners and residents. Impacts to adjacent agricultural uses can also be lessened through the construction of perimeter fencing sufficient for keeping humans, pets, and livestock from crossing property lines. Section 3B.5.9 of the Modified Ellis Specific Plan identifies standards for fencing throughout the Ellis community. Implementation of adequate

barriers such as the types described in the Modified Ellis Specific Plan as each phase of the Modified Ellis Specific Plan is implemented would reduce the indirect impacts to agricultural operations associated with the trespass of humans, pets, and livestock across the Modified Ellis Specific Plan boundary. Mitigation Measure 3B.7-2 requires that as construction occurs along the northern Ellis boundary, fencing consistent with the ESP be required prior to occupancy of structures.

Finding

As authorized by Public Resources Code Section 21081(a)(1) and Title 14, California Code of Regulations Section 15091(a)(1), the City finds that changes or alterations have been required herein, incorporated into the project, or required as a condition of project approval, which mitigate or avoid the significant environmental impact listed above, and as identified in the FREIR. The City hereby adopts Mitigation Measure 3B.7-2, and further finds that the changes or alterations in the project or the requirement to impose the mitigations as a condition of project approval is within the jurisdiction of the City to require, and that these mitigations are appropriate and feasible.

Facts in Support of Finding

The significant impact listed above would be reduced to a less-than-significant level with the implementation of Mitigation Measure 3B.7-2, as presented in the DREIR and provided in the attached Mitigation Monitoring and Reporting Program, and incorporated herein by this reference. Mitigation Measure 3B.7-2 requires that as construction occurs along the northern Ellis boundary, fencing consistent with the ESP be required prior to occupancy of structures.

Air Quality

Impact 4.3-1: Short-term (Construction) Emissions

Significant Impact

As presented in and determined by the analysis contained on pages 4.3-14 through 4.3-16 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, which evaluates the potential of the Project to generate dust, naturally occurring asbestos, and odors, control measures are required and enforced by the SJVAPCD under Regulation VIII. The SJVAPCD considers construction-related emissions from all projects in this region to be mitigated to a less-than significant level if SJVAPCD-recommended PM10 fugitive dust rules (collectively called Regulation VIII and included as Mitigation Measure 4.3-1a) and equipment exhaust emission controls (outlined in Mitigation Measures 4.3-1b) are implemented. With implementation of the proposed mitigation measures, fugitive dust impacts to surrounding sensitive land uses would be considered less than significant. Impacts related to asbestos and odors were not found to be significant.

Finding

As authorized by Public Resources Code Section 21081(a)(1) and Title 14, California Code of Regulations Section 15091(a)(1), the City finds that changes or alterations have been required herein, incorporated into the project, or required as a condition of project approval, which mitigate or avoid the significant environmental impact listed above, and as identified in the FREIR. The City hereby adopts Mitigation Measures 4.3-1a and 4.3-1b, and further finds that the changes or alterations in the project or the requirement to impose the mitigations as a condition of project approval is within the jurisdiction of the City to require, and that these mitigations are appropriate and feasible.

Facts in Support of Finding

The significant impact listed above would be reduced to a less-than-significant level with the implementation of Mitigation Measures 4.3-1a and 4.3-1b, as presented in the DREIR and provided in the attached Mitigation Monitoring and Reporting Program, and incorporated herein by this reference. Mitigation Measure 4.3-1a requires that prior to the issuance of grading permits, the Project Applicant shall submit a construction emission plan to demonstrate to the City of Tracy how construction activities shall comply with emissions control measures. Mitigation Measure 4.3-1b requires the implementation of control measures set forth under Regulation VIII of the San Joaquin Valley Air Pollution Control District (SJVAPCD) Fugitive PM10 Prohibition.

Biological Resources

Impact 4.4-1: Special Status Species or Sensitive Status Species

Significant Impact

As presented in and determined by the analysis contained on pages 4.4-17 through 4.4-20 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, some special status terrestrial vertebrates may be occasional visitors, migrants, or transients to the Modified Ellis Specific Plan area. These species include the Northern Harrier, Ferruginous Hawk, Golden Eagle, Prairie Falcon, California Horned Lark, Tricolored Blackbird, Townsend's big-eared bat, pallid bat, California mastiff bat, White-tailed Kite, and badger. Development within the Modified Ellis Specific Plan site would result in a minor reduction in the regional availability of foraging habitat for avian species, but is not expected to significantly affect their breeding success. Species that potentially may be significantly impacted, either through disturbance or habitat reduction, include the burrowing Owl, Swainson's hawk, and San Joaquin kit fox. However, implementation of Mitigation Measures 4.4-1a through 4.4-1e would reduce any potential impacts to a level of less than significant.

Finding

As authorized by Public Resources Code Section 21081(a)(1) and Title 14, California Code of Regulations Section 15091(a)(1), the City finds that changes or alterations have been required herein, incorporated into the project, or required as a condition of project approval, which mitigate or avoid the significant environmental impact listed above, and as identified in the FREIR. The City hereby adopts Mitigation Measures 4.4-1a through 4.4-1e, and further finds that the changes or alterations in the project or the requirement to impose the mitigations as a condition of project approval is within the jurisdiction of the City to require, and that these mitigations are appropriate and feasible.

Facts in Support of Finding

The significant impact listed above would be reduced to a less-than-significant level with the implementation of Mitigation Measures 4.4-1a through 4.4-1e, as presented in the DREIR and provided in the attached Mitigation Monitoring and Reporting Program, incorporated herein by this reference. Mitigation Measure 4.4-1a through 4.4-1d requires preconstruction surveys to be conducted prior to ground disturbing activities to determine if Burrowing Owls, various avian species, and the San Joaquin kit fox occupy the area. If so, various measures are prescribed that would minimize disturbance to such species, including without limitation the establishment of setback, discouragement of occupation through food source control, preservation of foraging habitats, and incidental take minimization measure set forth in the San Joaquin Multi-Species Habitat Conservation and Open Space Plan (SJMSCP). Additionally, to mitigate for the loss of

habitat, Mitigation Measures 4.4-1e requires that the Project Applicant preserve or provide compensation of preserve land at a ratio of one acre for every acre of ruderal and non-orchard agricultural habitat converted from open space use.

Impact 4.4-2: Habitats

Significant Impact

As presented in and determined by the analysis contained on pages 4.4-20 through 4.4-21 of the DREIR and in the FR EIR Response to Comments and Errata thereto, any potentially significant impacts to riparian habitat or other sensitive natural communities can be reduced to a less than significant level with mitigation. The Modified Ellis Specific Plan site is entirely east of the Delta-Mendota Canal and outside of the area identified within the Southwest/Central Transition Zone as necessary for the development of stepping stone refugia. Impacts on special status species occasionally foraging within the Modified Ellis Specific Plan area resulting from the loss of agricultural and ruderal habitats can be reduced to less than significant levels by incorporating Mitigation Measures 4.4-1a to 4.4-1c, which includes without limitation the application of incidental take minimization measure identified in the SJMSCP. The City further finds that the implementation of Mitigation Measures 4.4-1d and 4.4-1e would further reduce impacts and ensure they are less than significant, which provide for San Joaquin kit fox protection measures and the preservation or compensation of preserve land at a ratio of one acre for every four acres of ruderal and non-orchard habitat converted from open space use consistent with the SJMSCP.

Finding

As authorized by Public Resources Code Section 21081(a)(1) and Title 14, California Code of Regulations Section 15091(a)(1), the City finds that changes or alterations have been required herein, incorporated into the project, or required as a condition of project approval, which mitigate or avoid the significant environmental impact listed above, and as identified in the FREIR. The City hereby adopts Mitigation Measures 4.4-1a through 4.4-1e, and further finds that the changes or alterations in the project or the requirement to impose the mitigations as a condition of project approval is within the jurisdiction of the City to require, and that these mitigations are appropriate and feasible.

Facts in Support of Finding

The significant impact listed above would be reduced to a less-than-significant level with the implementation of Mitigation Measures 4.4-1a through 4.4-1e, as presented in the DREIR and provided in the attached Mitigation Monitoring and Reporting Program and incorporated herein by this reference. Mitigation Measure 4.4-1a through 4.4-1c require preconstruction surveys to be conducted prior to ground disturbing activities to determine if Burrowing Owls and other species occupy the area. If so, various measures are prescribed that would minimize disturbance to such species, including without limitation the establishment of setbacks, discouragement of occupation through food source control, preservation of foraging habitats, and incidental take minimization measures set forth in the SJMSCP. The City further finds that the implementation of Mitigation Measure 4.4-1d and 4.4-1e would further reduce impacts and ensure they are less than significant, which provide for San Joaquin kit fox protection measures and the preservation or compensation of preserve land at a ratio of one acre for every four acres of ruderal and non-orchard habitat converted from open space use, consistent with the SJMSCP.

Impact 4.2-5: Cumulative Biological Resources Impacts

Significant Impact

As presented in and determined by the analysis contained on pages 4.2-23 through 4.2-24 of the DREIR and in the FREIR Response to Comments and Errata thereto, according to the General Plan EIR, future urban development allowed by the proposed General Plan could result in adverse impacts either directly or indirectly to sensitive species identified in the City's Sphere of Influence (SOI). As specifically discussed in the General Plan EIR, the implementation of the SJMSCP provides adequate mitigation for development projects within the City's Sphere of Influence (SOI) to reduce impacts to biological resources to a level acceptable to meet State and federal requirements. The General Plan EIR goes on to further state that project proponents that choose not to participate in the SJMSCP, as it is a voluntary plan, would still be required to comply with existing local, State and federal regulations (as in effect at the time of the application), which require similar mitigation to reduce impacts to sensitive species and habitats to a less than significant level.

As discussed above, the development of the Modified Ellis Specific Plan site, which lies within the City's SOI, would result in less than significant impacts on biological resources after the implementation of mitigation measures, and would be consistent with the SJMSCP.

Cumulative impacts to biological resources, then, are not considered to be cumulatively considerable and would not result in significant unavoidable cumulative impacts.

Finding

As authorized by Public Resources Code Section 21081(a)(1) and Title 14, California Code of Regulations Section 15091(a)(1), the City finds that changes or alterations have been required herein, incorporated into the project, or required as a condition of project approval, which mitigate or avoid the significant environmental impact listed above, and as identified in the FREIR. The City hereby adopts Mitigation Measures 4.4-1a through 4.4-1e, and further finds that the changes or alterations in the project or the requirement to impose the mitigations as a condition of project approval, is within the jurisdiction of the City to require, and that these mitigations are appropriate and feasible.

Facts in Support of Finding

Mitigation Measures 4.4-1a through 4.4-1e, as presented in the DREIR and provided in the attached Mitigation Monitoring and Reporting Program and incorporated herein by this reference, requires preconstruction surveys to be conducted prior to ground disturbing activities, disturbance mitigation if any special status species are discovered, and habitat compensation, as described in findings above related to impacts 4.4-1 and 4.4-2.

Geology and Soils

Impact 3B.12-4 Expansive Soils

Significant Impact

As presented in and determined by the analysis contained on pages 3B.12-12 through 3B.12-13 of the Original Ellis EIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, the Project may be located on expansive soils. Expansive soils shrink and swell in volume during changes in moisture content, such as a result of seasonal rain events, and can cause damage to foundations, concrete slabs, roadway improvements, and

pavement sections. All three types of soils present on the Ellis Specific Plan site are potentially expansive. The presence of expansive soils is considered a potentially significant impact.

Finding

As authorized by Public Resources Code Section 21081(a)(1) and Title 14, California Code of Regulations Section 15091(a)(1), the City finds that changes or alterations have been required herein, incorporated into the project, or required as a condition of project approval, which mitigate or avoid the significant environmental impact listed above, and as identified in the FREIR. The City hereby adopts Mitigation Measure 3B.12-4 and further finds that the changes or alterations in the project or the requirements to impose the mitigations as a condition of project approval is within the jurisdiction of the City to require, and that these mitigations are appropriate and feasible.

Facts in Support of Finding

The significant impact listed above would be reduced to a less-than-significant level with the implementation of Mitigation Measure 3B.12-4 as presented in the FREIR and provided in the attached Mitigation Monitoring and Reporting Program, and incorporated herein by this reference. This measure requires that a certified geotechnical engineer be retained to evaluate subgrade soils for the extent of their expansive potential and, for areas found to contain soft, potentially expansive clays, the soil shall be removed and/or stabilized prior to the placement and compaction of fill, and building construction alternatives regarding foundations and other improvements shall be considered and implemented subject to the judgment of a certified geotechnical engineer or engineering geologist and the City, as provided for in Mitigation measure 3B.12-4.

Greenhouse Gas Emissions

Impact 4.6-2: Consistency with Applicable Greenhouse (GHG) Plans, Policies, or Regulations

Significant Impact

As presented in and determined by the analysis contained on pages 4.6-20 through 4.6-21 of the DREIR and in the FREIR Response to Comments and Errata thereto, consistent with the City's Sustainability Action Plan (SAP), the Modified Ellis Specific Plan includes without limitation policies and measures to increase transit usage and opportunities, improve pedestrian traffic accessibility, increase density, provide mixed-use, improve destination accessibility, install high efficiency lighting, and install energy efficient appliances. To ensure there exists no conflict with the SAP, Mitigation Measure 4.6-1a requires the implementation of design features consistent with statewide plans and programs aimed at reducing GHG emissions. Given the SAP was developed in response to Assembly Bill 32 and is consistent with recommendations of the California Air Resources Board (CARB) Scoping Plan and the California Attorney General's Office (see pages 4.6-11 and 4.6-20 of the DREIR), with implementation of Mitigation Measure 4.6-1a, the Modified Ellis Specific Plan would be consistent with SAP and would not hinder its implementation or effectiveness. As the Modified Project would be consistent with the City's SAP, impacts in this regard would be less than significant.

Finding

As authorized by Public Resources Code Section 21081(a)(1) and Title 14, California Code of Regulations Section 15091(a)(1), the City finds that changes or alterations have been required herein, incorporated into the project, or required as a condition of project approval, which mitigate or avoid the significant environmental impact listed above, and as identified in the FREIR. The City hereby adopts Mitigation Measure 4.6-1a, and further finds that the changes or alterations in

the project or the requirement to impose the mitigations as a condition of project approval is within the jurisdiction of the City to require, and that these mitigations are appropriate and feasible.

Facts in Support of Finding

The significant impact listed above would be reduced to a less-than-significant level with the implementation of Mitigation Measure 4.6-1a as presented in the DREIR and provided in the attached Mitigation Monitoring and Reporting Program, incorporated herein by this reference. This measure that design features of the proposed Project are consistent with adopted statewide plans and programs to reduce greenhouse gas emissions, and thus consistent with the SAP that was developed in contemplation of these plans and programs.

Hazards and Hazardous Materials

Impact 4.7-1: Accidental Release of Hazardous Materials

Significant Impact

As presented in and determined by the analysis contained on pages 4.7-23 through 4.7-25 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, development at the Modified Ellis Specific Plan area could lead to the exposure of persons to hazardous materials. Future development at the Modified Ellis Specific Plan area would be required to conduct soil sampling within the portions of the site that have historically been utilized for agricultural purposes and may contain pesticide residues in the soil (as determined by a qualified Phase II/Site Characterization specialist). The sampling, conducted in consultation with the San Joaquin Environmental Health Department (EHD), would determine if pesticide concentrations exceed established regulatory requirements, and would identify further site characterization and remedial activities, if necessary. Should further site characterization/remedial activities be required, these activities would be required to be conducted per the applicable regulatory agency requirements, as directed by the EHD. Regarding a Shell Oil pipeline on the Modified Ellis Specific Plan site that was abandoned in place in the 1970s, no records relating to the pipeline removal or post-removal conformational soil sampling were readily available from either Shell or the EHD. Because historical pipelines throughout the western Central Valley are known to have had issues with leakage, and no information regarding any post-removal conformational sampling was readily available from either Shell or the EHD, this is considered a potential environmental concern. As described above, two PG&E natural gas pipelines and one Chevron active crude oil pipeline cross the southwest edge of the Modified Ellis Specific Plan area along an approximately 3,600-foot long easement at an approximately 45-degree angle. According to the Phase I, natural gas lines generally do not present an environmental concern. However, as noted above, historical pipelines throughout the western Central Valley area known to have had issues with leakage, which is considered a potential environmental concern. With implementation of Mitigation Measures 4.7-1a through 4.7-1c, impacts would be reduced to a level of less than significant.

Finding

As authorized by Public Resources Code Section 21081(a)(1) and Title 14, California Code of Regulations Section 15091(a)(1), the City finds that changes or alterations have been required herein, incorporated into the project, or required as a condition of project approval, which mitigate or avoid the significant environmental impact listed above, and as identified in the FREIR. The City hereby adopts Mitigation Measures 4.7-1a through 4.7-1c, and further finds that the changes or alterations in the project or the requirement to impose the mitigations as a condition of project

approval is within the jurisdiction of the City to require, and that these mitigations are appropriate and feasible.

Facts in Support of Finding

The significant impact listed above would be reduced to a less-than-significant level with the implementation of Mitigation Measures 4.7-1a through 4.7-1c as presented in the DREIR and provided in the attached Mitigation Monitoring and Reporting Program. These Mitigation Measures require soil sampling in areas of agricultural activities and the abandoned Shell Oil pipeline and, if necessary, updated site characterization/remediation prior to issuance of building.

Impact 4.7-2: Pipeline Safety

Significant Impact

As presented in and determined by the analysis contained on pages 4.7-25 through 4.7-33 of the DREIR, and as clarified and amplified in the FREIR Response to Comments and Errata thereto (e.g., Responses to Comments 23-30 through 23-43 on pages 728 to 749), incorporated herein by this reference, underground pipelines are present within the Project site, and a variety of risk factors are found in association with natural gas and hazardous liquid underground pipelines that may affect the physical land and persons that are not future project users or occupants. Though a majority of Project activities do not occur within the vicinity of pipeline alignments, a limited amount of Project elements, including roadway and utility crossings would be sited near or across pipeline alignments. During construction, the Project would incorporate a 100-foot setback for the majority of activities, and the limited activities and improvements sited near or across existing pipeline alignments would comply with industry practice standards and appropriate load requirements. Further, in installing improvements near or across existing pipeline alignments, a sufficient vertical clearance would be maintained between Project improvements and existing natural gas and oil pipelines, as discussed in Response to Comment 23.30; even in the unforeseeable event that vertical clearance could not be maintained, the City finds that there exist standard design methods and construction practices that would allow the Project Applicant to safely install and operate improvements traversing the pipeline alignments. In terms of operation, the Project would locate the pipelines within a public space that does not include any homes or commercial facilities. Otherwise, there would be limited to no activities that would threaten mechanical damage to existing pipelines or any other sort of harm. To the extent roadway repair may be necessary, such repair is infrequent, would not require excavation, and would occur pursuant to standard construction practices that do not pose any significant risk. To the extent there does exist any potentially significant impacts under CEQA to the physical environment or appropriate receptors with respect to risks to pipeline integrity, the aforementioned elements of the Project's design; the extensive federal and state regulatory framework that governs pipeline activities, as detailed in the DREIR and FREIR Response to Comments; and, implementation of Mitigation Measure 4.7-2, would ensure CEQA impacts are reduced to a level of less than significant. The City further finds that the DREIR contained substantial information about the risk of pipeline leakage and rupture that was not mandated by the California Environmental Quality Act (e.g., discussions of risks associated with the operation of existing pipelines on future project users and occupants), and this information was provided for information only. This analysis, using methodology developed by expert environmental consultants and incorporating in-line inspection reports and other sources, adequately addressed the integrity of pipelines on the Modified Ellis Specific Plan site, and that the analysis adequately contemplated both the probability of a pipeline event and the magnitude of any harm that might occur, as is described in Responses to Comments 23.31, 23.32, 23.34 through 23.41. Though not mandated by CEQA, the Project nevertheless incorporates design elements and adopts measures that would minimize hazard

risks experienced by future project users and occupants to levels considered acceptable and, even under a CEQA analysis, would be less than significant. In terms of the probabilities of leakage or rupture of an existing pipeline, the City finds that construction and operation of the Project would reduce such probabilities when compared to the probability of an event associated with activities that historically have occurred on the site, including periodic agricultural operations that involve plowing and the use of other heavy machinery.

Finding

As authorized by Public Resources Code Section 21081(a)(1) and Title 14, California Code of Regulations Section 15091(a)(1), the City finds that changes or alterations have been required herein, incorporated into the project, or required as a condition of project approval, which mitigate or avoid the significant environmental impact listed above, and as identified in the FREIR. The City hereby adopts Mitigation Measure 4.7-2, and further finds that the changes or alterations in the project or the requirement to impose the mitigations as a condition of project approval is within the jurisdiction of the City to require, and that these mitigations are appropriate and feasible. Additional mitigation suggested by public commenters, involving an increase in setbacks, would be unnecessary and would not effectively reduce any CEQA impacts.

Facts in Support of Finding

The significant CEQA impact listed above would be reduced to a less-than-significant level with the implementation of Mitigation Measure 4.7-2 as described on page 4.7-33 of the DREIR and provided in the attached Mitigation Monitoring and Reporting Program and incorporated herein by this reference. This Mitigation Measure requires that the Project Applicant work with PG&E and Chevron to implement and observe a site damage-prevention plan. One public commenter suggested the City increase construction and operational setbacks in order to reduce risks to future project users and occupants from harm after a pipeline rupture. As explained in the FREIR Response to Comments 23.32 and 23.33, impacts on future Project users and occupants are not cognizable CEQA impacts and, moreover, the commenter misunderstood the purpose of the setbacks. These setbacks are not designed to minimize harm after a rupture has occurred, but (1) as a method of identifying the specific segments of pipelines and their lengths that must receive a higher standard of care with respect to assuring the integrity of the pipeline, and (2) to minimize, in the first place, the chance that a rupture or leak occurs as a result of construction activity or excavation during project operation. Moreover, the commenter fails to acknowledge that Mitigation Measure 4.7-2 discusses the incorporation of escape routes from areas within the Potential Impact Radius (p. 4.7-33) during construction. Regardless, an overriding point is that setbacks are not a primary method for minimizing the risks of hazards associated with pipeline operation. As explained on pages 4.7-14, 4.7-15, and 4.7-17 through 4.7-21 of the DREIR, reducing “transmission pipeline risk and enhancing safety is best achieved through proper pipeline operation and maintenance,” design criteria, public awareness, damage-prevention programs, effective regulatory oversight, and other measures. Therefore, increasing setbacks as an additional mitigation measure is unnecessary and does not address any cognizable CEQA impacts.

Impact 4.7-3: Cumulative Hazards Impacts

Significant Impact

As presented in and determined by the analysis contained on page 4.7-34 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, the baseline for the evaluation of cumulative impacts relies on the General Plan and General Plan EIR. In addition, the Project is consistent with the intent of the TR-Ellis General Plan Land Use

designation, which will ultimately be implemented (with minor text modifications) by the Modified Ellis Specific Plan. Based on the Project's conformity with the General Plan, the lack of significant unavoidable impacts associated with implementation of the Modified Ellis Specific Plan, and the absence of cumulative impacts associated with buildout of the General Plan, cumulative impacts relative to hazards and hazardous materials are considered less than significant with mitigation with implementation of the Modified Ellis Specific Plan. Implementation of Mitigation Measures 4.7-1a through 4.7-1c and 4.7-2 would reduce impacts to a level of less than significant.

Finding

As authorized by Public Resources Code Section 21081(a)(1) and Title 14, California Code of Regulations Section 15091(a)(1), the City finds that changes or alterations have been required herein, incorporated into the project, or required as a condition of project approval, which mitigate or avoid the significant environmental impact listed above, and as identified in the FREIR. The City hereby adopts Mitigation Measures 4.7-1a through 4.7-1c and Mitigation Measure 4.7-2, and further finds that the changes or alterations in the project or the requirement to impose the mitigations as a condition of project approval is within the jurisdiction of the City to require, and that these mitigations are appropriate and feasible.

Facts in Support of Finding

The significant impact listed above would be reduced to a less-than-significant level with the implementation of Mitigation Measures 4.7-1a through 4.7-1c and Mitigation Measure 4.7-2 as presented in the DREIR and provided in the attached Mitigation Monitoring and Reporting Program. These Mitigation Measures require soil sampling in the vicinity of agricultural areas and Shell Oil's abandoned crude oil pipeline, updated site characterization/remediation prior to issuance of building permits if necessary, , and that the Project Applicant work with PG&E and Chevron to implement and observe a site damage-prevention plan.

Hydrology, Drainage, and Water Quality

Impact 3B.10-3 Water Quality

Significant Impact

As presented in and determined by the analysis contained on pages 3B.10-38 through 3B.10-42 of the Original Ellis EIR, in the DREIR at pages 4.8-2 and 4.8-3, and in the FREIR Response to Comments and Errata thereto , incorporated herein by this reference, construction and operation of the Project may significantly impact water quality due to grading and excavation associated with construction of the project and, during operation, increased impervious service and vehicle use.

Finding

As authorized by Public Resources Code Section 21081(a)(1) and Title 14, California Code of Regulations Section 15091(a)(1), the City finds that changes or alterations have been required herein, incorporated into the project, or required as a condition of project approval, which mitigate or avoid the significant environmental impact listed above, and as identified in the FREIR. The City hereby adopts Mitigation Measures 3B.10-3a, 3B.10-3b, 3B.10-3c, and 3B.10-3d. and further finds that the change or alteration in the project or the requirement to impose the mitigation as a condition of project approval is within the jurisdiction of the City to require, and that this mitigation is appropriate and feasible.

Facts in Support of Finding

The significant impact listed above would be reduced to a less-than-significant level with the implementation of Mitigation Measures 3B.10-3a, 3B.10-3b, 3B.10-3c, and 3B.10-3d as presented in the FREIR and provided in the attached Mitigation Monitoring and Reporting Program, and incorporated herein by this reference. These measures require: 1) that a hydrology report, subject to the review and approval of the City engineer, be prepared that specifies expected stormwater volumes, projected peak storage capacity of temporary basins, and percolation characteristics of soil, and that demonstrates adequate stormwater conveyance is available; 2) compliance with NPDES General Construction Activities Storm Water Permit Requirements, including preparation of a Storm Water Pollution Prevention Plan (SWPPP); 3) that a draft copy of the Notice of Intent and SWPPP be submitted to the City Engineer for review; and 4) after Project completion, the Project Applicant shall maintain parking lots and other common paved areas to prevent a majority of litter from washing into storm drains.

Impact 3B.10-4 Drainage Patterns

Significant Impact

As presented in and determined by the analysis contained on page 3B.10-43 of the Original Ellis EIR, in the DREIR at page 4.8-3, incorporated herein by this reference, the Project may impact drainage patterns through the removal of vegetation, grading, earth excavation, and the construction of roads, sidewalks, and buildings. These activities could alter the existing drainage patterns of the ESP site and increase the potential for erosion and/or siltation. Such increases in runoff could potentially cause increases in erosion, and/or siltation, of the ESP site.

Finding

As authorized by Public Resources Code Section 21081(a)(1) and Title 14, California Code of Regulations Section 15091(a)(1), the City finds that changes or alterations have been required herein, incorporated into the project, or required as a condition of project approval, which mitigate or avoid the significant environmental impact listed above, and as identified in the FREIR. The City hereby adopts Mitigation Measures 3B.10-3a, 3B.10-3b, 3B.10-3c, and 3B.10-3d, and further finds that the changes or alterations in the project or the requirement to impose the mitigations as a condition of project approval is within the jurisdiction of the City to require, and that these mitigations are appropriate and feasible.

Facts in Support of Finding

The significant impact listed above would be reduced to a less-than-significant level with the implementation of Mitigation Measures 3B.10-3b, 3B.10-3c, and 3B.10-3d as presented in the FREIR and provided in the attached Mitigation Monitoring and Reporting Program. These measures require: 1) compliance with NPDES General Construction Activities Storm Water Permit Requirements, including preparation of a SWPPP; 2) that a draft copy of the Notice of Intent and SWPPP be submitted to the City Engineer for review; and 3) after Project completion, the Project Applicant shall maintain parking lots and other common paved areas to prevent a majority of litter from washing into storm drains.

Impact 3B.10-5 Flooding

Significant Impact

As presented in and determined by the analysis contained on pages 3B.10-43 through 3B.10-45 of the Original Ellis EIR, in the DREIR at page 4.8-3, and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, the Project may create flooding impacts.

Future development facilitated by the ESP would increase the amount of impervious surfaces through the construction of new building pads, streets, sidewalks, and structures, which would result in changes to the absorption rates, drainage patterns, and the corresponding rate and amount of surface runoff. Such changes could potentially result in flooding on- or off-site and result in a potentially significant impact.

Finding

As authorized by Public Resources Code Section 21081(a)(1) and Title 14, California Code of Regulations Section 15091(a)(1), the City finds that changes or alterations have been required herein, incorporated into the project, or required as a condition of project approval, which mitigate or avoid the significant environmental impact listed above, and as identified in the FREIR. The City hereby adopts Mitigation Measures 3B.10-3a, 3B.10-3b, and 3B.10-3c, and further finds that the changes or alterations in the project or the requirement to impose the mitigations as a condition of project approval is within the jurisdiction of the City to require, and that these mitigations are appropriate and feasible.

Facts in Support of Finding

The significant impact listed above would be reduced to a less-than-significant level with the implementation of Mitigation Measures 3B.10-3a, 3B.10-3b, and 3B.10-3c as presented in the FREIR and provided in the attached Mitigation Monitoring and Reporting Program, and incorporated herein by this reference. These measures require: 1) that a hydrology report, subject to the review and approval of the City engineer, be prepared that specifies expected stormwater volumes, projected peak storage capacity of temporary basins, and percolation characteristics of soil, and that demonstrates adequate stormwater conveyance is available; 2) compliance with NPDES General Construction Activities Storm Water Permit Requirements, including preparation of a SWPPP; and 3) that a draft copy of the Notice of Intent and SWPPP be submitted to the City Engineer for review to prevent a majority of litter from washing into storm drains.

Impact 3B.10-7 Degradation of Water Quality

Significant Impact

As presented in and determined by the analysis contained on page 3B.10-46 of the Original Ellis EIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, the Project may degrade water quality. As previously discussed, the ESP would provide effective water quality treatment, and in all likelihood, the overall quality of the “treated” urban storm runoff would exceed the current quality of the receiving waters in Old River. Implementation of the previously identified BMPs and green building design measures would promote soil stabilization and/or filter sediment prior to discharge into the City’s storm drain system. In addition to these Project design features, the implementation of BMPs that filter pollutants from stormwater would reduce impacts to water quality associated with polluted stormwater compared to the existing site.

Finding

As authorized by Public Resources Code Section 21081(a)(1) and Title 14, California Code of Regulations Section 15091(a)(1), the City finds that changes or alterations have been required herein, incorporated into the project, or required as a condition of project approval, which mitigate or avoid the significant environmental impact listed above, and as identified in the FREIR. The City hereby adopts Mitigation Measures 3B.10-3a, 3B.10-3b, and 3B.10-3c, and further finds that the changes or alterations in the project or the requirement to impose the mitigations as a

condition of project approval is within the jurisdiction of the City to require, and that these mitigations are appropriate and feasible.

Facts in Support of Finding

The significant impact listed above would be reduced to a less-than-significant level with the implementation of Mitigation Measures 3B.10-3a, 3B.10-3b, and 3B.10-3c as presented in the FREIR and provided in the attached Mitigation Monitoring and Reporting Program, and incorporated herein by this reference. These measures require: 1) that a hydrology report, subject to the review and approval of the City engineer, be prepared that specifies expected stormwater volumes, projected peak storage capacity of temporary basins, and percolation characteristics of soil, and that demonstrates adequate stormwater conveyance is available; 2) compliance with NPDES General Construction Activities Storm Water Permit Requirements, including preparation of a SWPPP; and 3) that a draft copy of the Notice of Intent and SWPPP be submitted to the City Engineer for review to prevent a majority of litter from washing into storm drains.

Public Services

Impact 3B.9-4 Police Protection Services

Significant Impact

As presented in and determined by the analysis contained on pages 3B.9-11 through 3B.9-13 of the Original Ellis EIR, in the DREIR at page 4.12-2, and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, the Project, would potentially impact police protection services. Given the increased intensity of use (and corresponding day- and night-time population) and related traffic volumes associated with implementation of the proposed Specific Plan, the Tracy Police Department anticipates an increase in the number of calls for police protection service due to implementation of the proposed Project. Implementation of the Project would generate additional calls for service due to a projected increase in traffic accidents, auto theft, theft from autos, petty theft, and burglary, which are the most common types of crime for the uses allowed within the Modified Ellis Specific Plan site. Although it is difficult to predict the amount of additional emergency calls generated from the site, the Police Department believes more staff would be needed with implementation of the Project. Specifically, to continue to provide the current level of police service, approximately 35 additional sworn officers would eventually need to be added to the Tracy Police Department in the Sphere of Influence. This is based on the current staffing level of approximately one sworn officer per 1,000 residents, which is a level deemed appropriate for the City by the Police Department. The proposed Project would require additional police staff and potentially more building space for those staff to meet the City's goal for police protection services. The City requires the payment of Public Facilities Impact fees to offset the cost of additional facilities. The above constitutes a potentially significant impact.

Finding

As authorized by Public Resources Code Section 21081(a)(1) and Title 14, California Code of Regulations Section 15091(a)(1), the City finds that changes or alterations have been required herein, incorporated into the project, or required as a condition of project approval, which mitigate or avoid the significant environmental impact listed above, and as identified in the FREIR. The City hereby adopts Mitigation Measure 3B.9-4, and further finds that the change or alteration in the project or the requirement to impose the mitigation as a condition of project approval is within the jurisdiction of the City to require, and that this mitigation is appropriate and feasible.

Facts in Support of Finding

The significant police protection service impact listed above would be reduced to a less-than-significant level with the implementation of Mitigation Measure 3B.9-4, as presented in the FREIR and provided in the attached Mitigation Monitoring and Reporting Program, and incorporated herein by this reference. This measure requires the Project Applicants of individual projects consult with the Police Department during preliminary stages of site design to review safety features, determine their adequacy, and suggest design improvements to the proposed site plan and/or to police facilities and equipment to ensure adequate service is maintained. Additionally, the General Plan EIR contemplated potential growth within the City and its SOI, which would increase the need for police facilities. No significant impact was identified in regard to the construction of new and expanded police facilities (General Plan Supplemental EIR, page 6-11).

Impact 3B.9-5 Fire Protection Services

Significant Impact

As presented in and determined by the analysis contained on pages 3B.9-13 through 3B.9-16 of the Original Ellis EIR, in the DREIR at page 4.12-2, and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, the Project would potentially impact fire protection services. As discussed above in Section 3B.9.1.1, the South County Fire Authority's response times to the ESP vicinity are currently not meeting the Department's goal of a five-minute response time. According to the South County Fire Authority, the proposed ESP would generate approximately 400 calls per year. This is an 8.8% increase over the existing number of Department calls per year. Future development of the Modified Ellis Specific Plan site could require additional fire protection and emergency services. According to the South County Fire Authority, implementation of the Project might affect service delivery capabilities, although at this time, the South County Fire Authority cannot conclude to what degree service would be affected.

Finding

As authorized by Public Resources Code Section 21081(a)(1) and Title 14, California Code of Regulations Section 15091(a)(1), the City finds that changes or alterations have been required herein, incorporated into the project, or required as a condition of project approval, which mitigate or avoid the significant environmental impact listed above, and as identified in the FREIR. The City hereby adopts Mitigation Measures 3B.9-5a through 3B.9-b, and further finds that the changes or alterations in the project or the requirement to impose the mitigations as a condition of project approval is within the jurisdiction of the City to require, and that these mitigations are appropriate and feasible.

Facts in Support of Finding

The significant impact listed above would be reduced to a less-than-significant level with the implementation of Mitigation Measures 3B.9-5a through 3B.9-b, as presented in the FREIR and provided in the attached Mitigation Monitoring and Reporting Program, and incorporated herein by this reference. These measures require that the Project Applicant work with the City and South County Fire Authority to identify a possible location for a future fire station and to establish adequate emergency response services through the construction of a new fire sub-station. Additionally, the General Plan EIR contemplated potential growth within the City and its SOI, which would potentially increase the need for fire facilities. No significant impact was identified in regard to the construction of new and expanded fire facilities (General Plan Supplemental EIR, page 6-12).

Traffic and Circulation

Impact 4.13-5a: Local Intersections (Lammers Road/Schulte Road)

Significant Impact

As presented in and determined by the analysis contained on pages 4.13-38 through 4.13-39 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, under existing conditions, the all-way-stop-controlled Lammers Road/Schulte Road intersection operates at LOS B with an average delay of 14 seconds in both the AM and PM peak hours. The addition of the Modified Ellis Specific Plan traffic would increase the average intersection delay to over 50 seconds, shifting the level of service from B to F during the AM peak hour (worst peak hour). The City of Tracy level of service standard for this intersection is LOS D. The Project-related traffic therefore would have a significant impact on the intersection of

Lammers Road and Schulte Road. Signalizing the intersection would raise the level of service back to LOS B during the AM peak hour. Impacts would be reduced to less than significant levels by signalizing the intersection through implementation of Mitigation Measure 4.13-5, requiring the Project Applicant to fund its proportionate fair share of the traffic signal and implement the improvement at the time when the Project-related traffic triggers the threshold for an impact. To ensure the timely implementation of the improvement, Mitigation Measure 4.13-5 requires that, if improvement costs exceed the fair share pavement required, the Project Applicant shall fund the improvement upfront and enter into a reimbursement agreement with the City.

Finding

As authorized by Public Resources Code Section 21081(a)(1) and Title 14, California Code of Regulations Section 15091(a)(1), the City finds that changes or alterations have been required herein, incorporated into the project, or required as a condition of project approval, which mitigate or avoid the significant environmental impact listed above, and as identified in the FREIR. The City hereby adopts Mitigation Measure 4.13-5, and further finds that the change or alteration in the project or the requirement to impose the mitigation as a condition of project approval is within the jurisdiction of the City to require, and that this mitigation is appropriate and feasible.

Facts in Support of Finding

The significant impact listed above would be reduced to a less-than-significant level with the implementation of Mitigation Measure 4.13-5, as presented in the FREIR and provided in the attached Mitigation Monitoring and Reporting Program, and incorporated herein by this reference. As identified in Mitigation 4.13-5, the Project Applicant shall pay their fair share contribution towards the implementation of a traffic signal at the intersection of Lammers Road and Schulte Road. To ensure the timely implementation of the improvement, Mitigation Measure 4.13-5 requires that, if improvement costs exceed the fair share payment required, the Project Applicant shall fund the improvement upfront and enter into a reimbursement agreement with the City.

Impact 4.13-5b: Local Intersections (Corral Hollow Road/Valpico Road)

Significant Impact

As presented in and determined by the analysis contained on pages 4.13-39 through 4.13-40 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, under existing conditions, the all-way-stop-controlled Corral Hollow Road/Valpico Road intersection operates at LOS E with an average delay of 44 seconds in the PM peak hour

(worst peak hour). The addition of the Modified Ellis Specific Plan traffic would increase the average intersection delay to over 50 seconds, shifting the level of service from E to F. The City of Tracy level of service standard for this intersection is D. The Project therefore would have a significant impact on the intersection of Corral Hollow Road and Valpico Road. Signalizing the intersection and widening the southbound approach to provide two lanes would raise the level of service to C. Impacts would be reduced to less than significant levels by adding these improvements to the intersection through implementation of Mitigation Measure 4.13-5, requiring the Project Applicant to fund its proportionate fair share of the traffic signal road widening, and implement the improvements at the time when the Project-related traffic triggers the threshold for an impact. To ensure the timely implementation of the improvement, Mitigation Measure 4.13-5 requires that, if improvement costs exceed the fair share payment required, the Project Applicant shall fund the improvement upfront and enter into a reimbursement agreement with the City.

Finding

As authorized by Public Resources Code Section 21081(a)(1) and Title 14, California Code of Regulations Section 15091(a)(1), the City finds that changes or alterations have been required herein, incorporated into the project, or required as a condition of project approval, which mitigate or avoid the significant environmental impact listed above, and as identified in the FREIR. The City hereby adopts Mitigation Measure 4.13-5, and further finds that the change or alteration in the project or the requirement to impose the mitigation as a condition of project approval is within the jurisdiction of the City to require, and that this mitigation is appropriate and feasible.

Facts in Support of Finding

The significant impact listed above would be reduced to a less-than-significant level with the implementation of Mitigation Measure 4.13-5, as presented in the FREIR and provided in the attached Mitigation Monitoring and Reporting Program, and incorporated herein by this reference. As identified in Mitigation 4.13-5, the Project Applicant shall pay their fair share contribution towards the implementation of signalizing the intersection of Corral Hollow Road and Valpico Road and widening the southbound approach to provide two lanes. To ensure the timely implementation of these improvements, Mitigation Measure 4.13-5 requires that, if improvement costs exceed the fair share payment required, the Project Applicant shall fund the improvements upfront and enter into a reimbursement agreement with the City.

Water Supply and Other Public Utilities

Impact 3B.8-3: Electricity and Natural Gas Service

Significant Impact

As presented in and determined by the analysis contained on pages 3B.8-28 through 3B.8-30 of the Original Ellis EIR, in the DREIR at pages 4.14-1 and 4.14-2, and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, , the Project has the potential to result in electricity and natural gas service impacts. PG&E currently supplies electricity to the Modified Ellis Specific Plan site. However, the proposed ESP would require an increase in the amount of energy currently supplied to the Modified Ellis Specific Plan site. Electric and lines would need to be extended and improved to PG&E standards and specifications.

Finding

As authorized by Public Resources Code Section 21081(a)(1) and Title 14, California Code of Regulations Section 15091(a)(1), the City finds that changes or alterations have been required herein, incorporated into the project, or required as a condition of project approval, which mitigate

or avoid the significant environmental impact listed above, and as identified in the FREIR. The City hereby adopts Mitigation Measure 3B.8-3, and further finds that the change or alteration in the project or the requirement to impose the mitigation as a condition of project approval is within the jurisdiction of the City to require, and that this mitigation is appropriate and feasible.

Facts in Support of Finding

The significant impact listed above would be reduced to a less-than-significant level with the implementation of Mitigation Measure 3B.8-3, as presented in the FREIR and provided in the attached Mitigation Monitoring and Reporting Program, and incorporated herein by this reference. This measure requires that the Project Applicant coordinate with PG&E regarding proper extension of electrical and natural gas services to the Modified Ellis Specific Plan site, including the development of detailed plans for utility placement and the Project's participation in energy conservation programs provided by PG&E. Mitigation Measure 3B.8-3 further provides that utility placement shall not conflict with other planned infrastructure improvements, and evidence of the Project Applicant's coordination with PG&E shall be provided to the City's Department of Development and Engineering Services for review and approval prior to the issuance of grading permits.

Impact 4.14-2: Wastewater Treatment

Significant Impact

As presented in and determined by the analysis contained on pages 4.14-37 through 4.14-39 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, the City's Wastewater Treatment Plant (WWTP) could serve 800 additional single-family, detached residential units, the proposed Family Swim Center, and storage uses. However, full buildout of the Project would be expected to generate demand for wastewater treatment that exceeds the current operating capacity of the WWTP.

Finding

As authorized by Public Resources Code Section 21081(a)(1) and Title 14, California Code of Regulations Section 15091(a)(1), the City finds that changes or alterations have been required herein, incorporated into the project, or required as a condition of project approval, which mitigate or avoid the significant environmental impact listed above, and as identified in the FREIR. The City hereby adopts Mitigation Measure 4.14-1, and further finds that the change or alteration in the project or the requirement to impose the mitigation as a condition of project approval is within the jurisdiction of the City to require, and that this mitigation is appropriate and feasible.

Facts in Support of Finding

The significant impact listed above would be reduced to a less-than-significant level with the implementation of Mitigation Measure 4.14-2 of the DREIR, as presented in the FREIR and provided in the attached Mitigation Monitoring and Reporting Program, and incorporated herein by this reference. Mitigation Measure 4.14-2 requires that prior to approval of any tentative map beyond 800 residential units, the Family Swim Center, and storage uses within the Modified Ellis Specific Plan area, necessary improvements, if any, beyond those identified in the Modified Ellis Specific Plan or as part of the Ellis Finance and Implementation Plan ("FIP"), shall be determined regarding modifications or expansions to the City's Wastewater Treatment Plant and proposed new connections (from such tentative map development) and then-existing or proposed wastewater facilities. Such improvements shall be installed prior to issuance of a building permit; shall be consistent with the requirements in the Tracy Wastewater Master Plan subject to the terms of the Ellis Development Agreement and Project Finance and Implementation Plan in effect

at the time of final map approval; and shall be available prior to occupation (subject to verification of the City Engineer). CEQA review for an expansion to the WWTP occurred in 2002; at that time, the environmental effects of implementing any necessary wastewater conveyance improvements for full buildout of the City's Sphere of Influence, as contemplated in the General Plan, were studied. The Final EIR for the Tracy Wastewater Treatment Plant Expansion (SCH No. 2000012039) is part of the administrative record.

Impact 4.14-3: Storm Drainage Capacity

Significant Impact

As presented in and determined by the analysis contained on pages 4.14-39 through 4.14-41 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, the proposed site storm drainage system would be constructed to follow the existing ground slope of the ESP area, which is relatively flat. Based on existing topographic information, the terrain generally slopes less than one percent from the southwest corner to the northwest corner of the site. In the east-west direction, the slope of the ESP area is less than 0.5 percent. According to the Modified Ellis Specific Plan, the existing peak flow discharge is approximately 26 cfs. Upon buildout of the ESP, the peak flow discharge is estimated to increase to 63 cfs during a ten-year storm event. Based on this estimate, the Total Basin Retention Volume (minimum basin size to retain the additional peak flow discharge) is estimated to be approximately 78.6 acre-feet. Therefore, the FREIR determined that buildout of the Project may require modifications or expansions to the City's existing storm drainage system, and identified a series of improvements, in detail, that may be necessary to accommodate increased stormwater resulting from the Project. The FREIR determined that the necessity of constructing these improvements constituted a potentially significant impact. Implementation of Mitigation Measures 3B.10-3a through 3B.10-3d of the Original Ellis EIR, as presented in the FREIR and provided in the attached Mitigation Monitoring and Reporting Program would reduce potential impacts to a level of less than significant.

Finding

As authorized by Public Resources Code Section 21081(a)(1) and Title 14, California Code of Regulations Section 15091(a)(1), the City finds that changes or alterations have been required herein, incorporated into the project, or required as a condition of project approval, which mitigate or avoid the significant environmental impact listed above, and as identified in the FREIR. The City hereby adopts Mitigation Measures 3B.10-3a, 3B.10-3b, 3B.10-3c, and 3B.10-3d, and further finds that the change or alteration in the project or the requirement to impose the mitigation as a condition of project approval is within the jurisdiction of the City to require, and that this mitigation is appropriate and feasible.

Facts in Support of Finding

The significant impact listed above would be reduced to a less-than-significant level with the implementation of Mitigation Measures 3B.10-3a through 3B.10-3d of the Original Ellis EIR, as presented in the FREIR and provided in the attached Mitigation Monitoring and Reporting Program, and incorporated herein by this reference. These measures require: 1) that a hydrology report, subject to the review and approval of the City engineer, be prepared that specifies expected stormwater volumes, projected peak storage capacity of temporary basins, and percolation characteristics of soil, and that demonstrates adequate stormwater conveyance is available; 2) compliance with NPDES General Construction Activities Storm Water Permit Requirements, including preparation of a Storm Water Pollution Prevention Plan (SWPPP); 3) that a draft copy of the Notice of Intent and SWPPP be submitted to the City Engineer for review; and

4) after Project completion, the Project Applicant shall maintain parking lots and other common paved areas to prevent a majority of litter from washing into storm drains.

Impact 4.14-4: Cumulative Impacts

Significant Impact

As presented in and determined by the analysis contained on pages 4.14-39 through 4.14-41 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, the geographic scope of the cumulative impacts for the FREIR includes development projects anticipated by the General Plan, as most recently updated, that could increase the need for water supply and wastewater and storm drainage facilities in the City. However, future development within the Modified Project vicinity would be guided by the City's General Plan and associated planning and environmental documents. Each project would be subject to the City's planning process. As part of this planning process, the payment of appropriate fees by all development projects would be required to mitigate any effects on public services and utilities and minimize cumulative impacts on a project-by-project basis.

Future development would also be required to comply with all Federal, State, and local regulations and ordinances protecting utility services, including complying with all water conservation measures and waste minimization efforts in accordance with City requirements. Therefore, the incremental impact associated with the Modified Project would not contribute to cumulative long-term impacts on water supply and wastewater and storm drainage facilities and, therefore, would not be cumulatively considerable.

Finding

As authorized by Public Resources Code Section 21081(a)(1) and Title 14, California Code of Regulations Section 15091(a)(1), the City finds that changes or alterations have been required herein, incorporated into the project, or required as a condition of project approval, which mitigate or avoid the significant environmental impact listed above, and as identified in the FREIR. The City hereby adopts Mitigation Measure 4.14-2, and further finds that the change or alteration in the project or the requirement to impose the mitigation as a condition of project approval is within the jurisdiction of the City to require, and that this mitigation is appropriate and feasible.

Facts in Support of Finding

The significant impact listed above would be reduced to a less-than-significant level with the implementation of Mitigation Measure 4.14-2 of the DREIR, as presented in the FREIR and provided in the attached Mitigation Monitoring and Reporting Program, and incorporated herein by this reference. Mitigation Measure 4.14-2 requires that prior to approval of any tentative map beyond 800 residential units, the Family Swim Center, and storage uses within the Modified Ellis Specific Plan area, necessary improvements, if any, beyond those identified in the Modified Ellis Specific Plan or as part of the Ellis Finance and Implementation Plan ("FIP"), shall be determined regarding modifications or expansions to the City's Wastewater Treatment Plant and proposed new connections (from such tentative map development) and then-existing or proposed wastewater facilities. Such improvements shall be installed prior to issuance of a building permit; shall be consistent with the requirements in the Tracy Wastewater Master Plan subject to the terms of the Ellis Development Agreement and Project Finance and Implementation Plan in effect at the time of final map approval; and shall be available prior to occupation (subject to verification of the City Engineer). CEQA review for an expansion to the WWTP occurred in 2002; at that time, the environmental effects of implementing any necessary wastewater conveyance improvements for full buildout of the City's Sphere of Influence, as contemplated in the General

Plan, were studied. The Final EIR for the Tracy Wastewater Treatment Plant Expansion (SCH No. 2000012039) is part of the administrative record.

3. SIGNIFICANT IMPACTS WHICH CANNOT BE AVOIDED

As authorized by Public Resources Code Section 21081(a)(1) and Title 14, California Code of Regulations Sections 15091 and 15092, the FREIR is required to identify the significant impacts that cannot be reduced to a less-than-significant level through mitigation measures. Based upon the EIR, public comments, and the entire record before the City Council, the City Council finds that the Project will cause the following significant and unavoidable impacts after the implementation of mitigation measures with respect to the following areas:

Aesthetics

Impact 3B.6-1 Light and Glare

Significant Impact

As presented in and determined by the analysis contained on pages 3B.6-6 through 3B.6-7 of the Original Ellis EIR, in the DREIR at page 4.1-1, and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference,, future uses facilitated by implementation of the Project would introduce new sources of light and glare on the site and in the vicinity of the Modified Ellis Specific Plan site and, in particular, to an area that currently produces little nighttime light. This would increase nighttime illumination and decrease night sky visibility. Sources of light may include interior and exterior lighting, street lights, security lighting, and light and glare from headlights of vehicles on the ESP site. Structures, equipment, and paved surfaces may cause glare impacts on adjacent land uses. The City of Tracy Standard Plan #154 establishes minimum requirements for light illumination, but does not have regulations limiting glare. The City addresses light and glare issues on a case-by-case basis during Project approval and typically adds requirements as a condition of Project approval to shield and protect against light spillover from one property to the next. Title 10.08.4000 of the Tracy Municipal Code requires that the site plan and architectural package include the exterior lighting standards and devices, and be reviewed by the Development and Engineering Department. Despite this regulatory framework, and design features that would be implemented that would reduce visibility of the Project caused by light and glare, it was determined that impacts could not be reduced to a level of insignificance, and residual impacts would be significant and unavoidable.

Finding

The City finds that Mitigation Measure 3B.4-4, identified in the FREIR, is feasible, is within the jurisdiction of the City to require, is hereby adopted, and would reduce potential impacts, but not to a level of insignificance.

Facts in Support of Findings

Implementation of Mitigation Measure 3B.4-4, as presented in the FREIR and provided in the attached Mitigation Monitoring and Reporting Program, and incorporated herein by this reference, would reduce potential impacts on light and glare by ensuring that the Project has adequate lighting that avoids glare impacts on neighboring properties. However, it is anticipated that long-term light and glare impacts would be significant and unavoidable. As there is no feasible mitigation to reduce light and glare impacts, this impact remains significant and unavoidable. This impact is overridden by project benefits as set forth in the statement of overriding considerations.

Impact 3B.6-2 Visual Character

Significant Impact

As presented in and determined by the analysis contained on pages 3B.6-7 through 3B.6-8 of the Original Ellis EIR, in the DREIR at page 4.1-2, and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, the Project proposes development adjacent to existing residential communities north and east of the ESP site. Because the Project proposes a “feathering of density” along the edges to create smoother transitions between the developed areas and the adjacent agricultural uses, significant impacts regarding the overall visual quality and sensitivity of the Modified Ellis Specific Plan site would be minimized. The proposed residential uses would be similar in character and density with existing surrounding land uses, and therefore would be visually compatible with the surrounding uses. Because the Project includes development standards and design guidelines to ensure quality development of the Modified Ellis Specific Plan site, all future development projects within the ESP area would be required to meet the design principles set forth in both the General Plan and Specific Plan/Pattern Book. However, implementation of the Project would permanently alter the nature and appearance of the Modified Ellis Specific Plan site from active farmland to residential development. On-site structures would be visible from surrounding areas. This alteration of appearance is permanent and would continue through the life of the Project. Views of the agricultural fields that currently comprise the Modified Ellis Specific Plan site are available to motorists and pedestrians along Corral Hollow Road and the residents to the north and east of the Modified Ellis Specific Plan site. Views of these areas are currently unobstructed, so the change in visual character from open space to developed conditions with amenities would be a distinct visual alteration of the Modified Ellis Specific Plan site. Therefore, even with the implementation of mitigation measures, a significant and unavoidable impact would occur.

Finding

The City finds that Mitigation Measure 3B.6-2, identified in the FREIR, is feasible, is within the jurisdiction of the City to require, is hereby adopted, and would reduce potential impacts regarding construction, but not to a level of insignificance. Regarding operation, the City finds that there exist no feasible mitigation measures that would mitigate the potentially significant impacts of the Project to a level of insignificance. The City therefore finds that impacts on visual character are significant and unavoidable. This impact is overridden by project benefits as set forth in the statement of overriding considerations.

Facts in Support of Findings

Implementation of Mitigation Measure 3B.6-2 as presented in the FREIR and provided in the attached Mitigation Monitoring and Reporting Program, and incorporated herein by this reference, would help to reduce impacts regarding construction of the Project, but not its operation. The Project, though designed to minimize impacts by implementing a “feathering of density,” and despite the development standards and design guidelines that would ensure quality development of the Modified Ellis Specific Plan site, would permanently change the existing visual landscape and character of the Modified Ellis Specific Plan site insofar as it is surrounded by active farmland. The only way to eliminate potentially significant impacts would be to preserve agricultural uses within the Modified Ellis Specific Plan site. As there is no feasible mitigation to reduce visual character impacts, this impact remains significant and unavoidable.

Impact 3B.6-3 Scenic Vista

Significant Impact

As presented in and determined by the analysis contained on page 3B.6-9 of the Original Ellis EIR, in the DREIR at page 4.1-2, and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, the General Plan EIR identifies the expansive agricultural lands that surround the City's Planning Area and Sphere of Influence as valued local assets that contribute to the City's agricultural heritage. In addition to these surrounding agricultural lands, the Diablo Range to the southwest of the ESP site, the windfarms on the ridgetops to the west of the City, and the natural landscapes surrounding the Paradise Cut, Old River and Tom Paine Sloughs on the north side of the Planning Area are also considered to be valued scenic resources, although they are not associated with specific viewing areas. A scenic vista is typically considered an important viewshed from a specified public viewing area. With respect to private views (in this case, from the current residences along the eastern boundary of the ESP site), although they may be impacted by Project implementation, private views are not protected by State law or local policies or significance thresholds established in the General Plan EIR,. Although private views are not protected, development of the Modified Ellis Specific Plan site would impact the scenic vista because the Modified Ellis Specific Plan site would be changed from agricultural open space to a planned community. Therefore, implementation of the ESP would cause a significant and unavoidable impact on a scenic vista.

Finding

The City finds that the impacts on scenic vistas are potentially significant, and that there exist no feasible mitigation measures that would reduce these impacts to a level of insignificance. The City therefore finds that impacts on scenic vistas are significant and unavoidable. This impact is overridden by project benefits as set forth in the statement of overriding considerations.

Facts in Support of Findings

The only way to eliminate potentially significant impacts would be to preserve agricultural uses within the Modified Ellis Specific Plan site. As there is no feasible mitigation to reduce impacts to scenic vistas, this impact remains significant and unavoidable.

Impact 3B.6-4 Scenic Resources

Significant Impact

As presented in and determined by the analysis contained on page 3B.6-9 through 3B.6-10 of the Original Ellis EIR, in the DREIR at page 4.1-2, and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, the California Streets and Highway Code, Section 261 defines the scenic corridor as the band of land generally adjacent to the highway right-of-way. The proposed Project is 0.8-mile away from the highway at its closest point. This is considered to be inside of the range of the scenic corridor; therefore, impacts would be significant and unavoidable in this regard.

Finding

The City finds that the impacts on scenic resources are potentially significant, and that there exist no feasible mitigation measures that would reduce these impacts to a level of insignificance. The City therefore finds that impacts on scenic resources are significant and unavoidable. This impact is overridden by project benefits as set forth in the statement of overriding considerations.

The only way to eliminate potentially significant impacts would be to preserve agricultural uses within the Modified Ellis Specific Plan site. As there is no feasible mitigation to reduce impacts to scenic resources, this impact remains significant and unavoidable.

Facts in Support of Findings

As there is no feasible mitigation to reduce impacts to scenic resources, this impact remains significant and unavoidable.

Cumulative Aesthetics Impacts

Significant Impact

Development of the Modified Ellis Specific Plan site and any additional undeveloped land within the City's Planning Area would contribute to the overall degradation of the visual character of the Tracy area and generate new sources of light and glare. Cumulative impacts to visual resources, then, are considered to be cumulatively considerable and would result in significant unavoidable cumulative impacts to visual resources.

Finding

The City finds that the impacts of the Project, when combined with past, present, and reasonably foreseeable development projects, are potentially significant, and that there exist no feasible mitigation measures that would reduce these impacts to a level of insignificance. The City therefore finds that cumulative impacts on visual character are significant and unavoidable. This impact is overridden by project benefits as set forth in the statement of overriding considerations.

Facts in Support of Findings

The only way to eliminate potentially significant cumulative impacts or ensure there is no cumulatively considerable Project contribution would be to disallow any other development in the vicinity of the Modified Ellis Specific Plan site or preserve agricultural uses within the Modified Ellis Specific Plan site. As there is no feasible mitigation to reduce visual character impacts, this impact remains significant and unavoidable.

Agricultural Resources

Impact 3B.7-3 Direct Impacts to Important Farmland

Significant Impact

As presented in and determined by the analysis contained on page 3B.7-9 of the Original Ellis EIR, in the DREIR at page 4.2-2, and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, the proposed ESP would result in the phased conversion of 321 acres of prime farmland to residential, commercial, office and recreational uses. Under the significance thresholds of the State CEQA Guidelines, conversion of farmland would result in significant impacts. Converting this farmland to urban uses would permanently eliminate a source of food and fiber. These resources cannot be recreated. Because any quantity of agricultural resources that would be permanently removed from production is significant, direct impacts to farmland would be significant and unavoidable. The permanent preservation of Prime Farmland does not reduce or eliminate the direct physical impacts to Important Farmland.

Finding

The City finds that the mitigation measure identified in the FREIR as Mitigation Measure 3B.7-3 is feasible, is within the jurisdiction of the City to require, is hereby adopted, and would reduce

potential impacts, but not to a level of insignificance. The City therefore finds that impacts on Important Farmland are significant and unavoidable. This impact is overridden by project benefits as set forth in the statement of overriding considerations.

Facts in Support of Findings

Mitigation Measure 3B.7-3 as presented in the FREIR and provided in the attached Mitigation Monitoring and Reporting Program, and incorporated herein by this reference, requires that future applicants pay appropriate Agricultural Mitigation Fees, which would help to reduce impacts. However, this mitigation would help preserve County-wide agricultural resources, helping to preserve the agricultural economy and lessen long-term, cumulative impacts to Important Farmland. The above mitigation measure would reduce potentially significant agricultural resource impacts associated with implementation of the Project. However, implementation of the proposed Specific Plan would still result in a net loss of prime agricultural land. The only way to eliminate potentially significant impacts would be to preserve agricultural uses within the Modified Ellis Specific Plan site. As there is no feasible mitigation to reduce agricultural impacts, this impact remains significant and unavoidable.

Cumulative Agricultural Resources Impacts

Significant Impact

As presented in and determined by the analysis contained on page 3B.7-9 through 3B.7-10 of the Original Ellis EIR, incorporated into the DREIR at page 4.2-1, and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, implementation of the proposed Project would result in the conversion of farmland to non farmland uses. The General Plan EIR analyzed the long-term development of the City of Tracy and found that significant impacts relative to the conversion of farmland and the cancellation of Williamson Act contracts would occur under buildout of the General Plan. The significant and unavoidable impacts associated with buildout of the Project would be considered cumulatively considerable and would result in significant unavoidable cumulative impacts to agricultural resources. Mitigation measure 3B.7-3 presented above would help reduce cumulative impacts, but not to a less than significant level.

Finding

The City finds that the mitigation measure identified in the FREIR as Mitigation Measure 3B.7-3 is feasible, is hereby adopted, is within the jurisdiction of the City to require, and would reduce potential impacts, but not to a level of insignificance. The City therefore finds that impacts of the Project, when combined with past, present, and reasonably foreseeable projects, on agricultural resources are cumulatively significant and unavoidable. This impact is overridden by project benefits as set forth in the statement of overriding considerations.

Facts in Support of Findings

Mitigation measure 3B.7-3 as presented in the FREIR and provided in the attached Mitigation Monitoring and Reporting Program, and incorporated herein by this reference, requires that future applicants pay appropriate Agricultural Mitigation Fees, which would help to reduce impacts. However, this mitigation would help preserve County-wide agricultural resources, helping to preserve the agricultural economy and lessen long-term, cumulative impacts to Important Farmland. The above mitigation measure would reduce potentially significant agricultural resource impacts associated with implementation of the Specific Plan. However, the only way to eliminate potentially significant cumulative impacts or ensure there is no cumulatively considerable Project

contribution would be to disallow any other development in agricultural areas or preserve agricultural uses within the Modified Ellis Specific Plan site. As there is no feasible mitigation to reduce agricultural impacts, this impact remains significant and unavoidable.

Air Quality

Impact 4.3-2 Long-Term (Operational) Impacts

Significant Impact

As presented in and determined by the analysis contained on pages 4.3-17 through 4.3-21 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, the proposed Project would result in exceedances of the SJVAPCD thresholds of significance for ROG, NOX, and PM10. The Basin is currently designated as a non-attainment area for ozone and particulates. Emissions of criteria pollutant would further lead to the degradation of ambient air quality. The proposed Project would result in significant exceedances of the SJVAPCD thresholds due to emissions generated by area sources, energy consumption, and mobile sources. Therefore, the ESP would result in a significant and unavoidable impact.

Finding

The City finds that the mitigation measures identified in the FREIR as 4.3-2a and 4.3-2b are feasible, are within the jurisdiction of the City to require, are hereby adopted, and would reduce potential impacts, but not to a level of insignificance. The City therefore finds that long-term operational impacts on air quality are significant and unavoidable. This impact is overridden by project benefits as set forth in the statement of overriding considerations.

Facts in Support of Findings

Mitigation Measure 4.3-2a, as presented in the FREIR and provided in the attached Mitigation Monitoring and Reporting Program, and incorporated herein by this reference, requires that the modified ESP meet the LEED for Neighborhood Development "Certified" rating criteria as published in the LEED ND Pilot Program in Fall 2007; that residential development meet the National Association of Home Builders model Green Home Building Guidelines "Bronze" level, subject to review and approval by the City prior to approval of a building permit; and, the seven additional measures identified in Mitigation Measure 4.3-2a be implemented as part of construction and building maintenance contract except to the extent any of them are demonstrated to be infeasible. Additionally, Mitigation Measure 4.3-2b requires that the Building Division verify that the Modified Project complies with SJVAPCD Rule 9510. Page 4.3-20 of the Draft Revised EIR will be revised in the Final EIR to clarify Mitigation Measure 4.3-2b to include a Voluntary Emission Reduction Agreement (VERA) as requested by the SJVAPCD; refer to Section 3, Revisions to the Draft Revised EIR. Deletions are noted as strikethrough text and additions are double underlined. However, it should be noted that any emissions reductions associated with SJVAPCD Rule 9510 or VERA cannot be quantified at this time, as the actual reduction measures have not been identified. Additionally, implementation of a VERA agreement would have the objective of reducing emissions below the SJVAPCD thresholds, and the project would not be required to reduce emissions to a net zero level. The VERA agreement would also place a priority on implementing all feasible on-site mitigation measures first (e.g., transit stops) so that the project would directly realize the benefits of the mitigation. Implementation of both Rule 9510 and VERA require extensive coordination with the SJVAPCD to determine the nature and reduction potential any applicable measures. However, due to the magnitude of emissions that would exceed the SJVAPCD regional operational thresholds,

impacts associated with operational air quality would remain significant and unavoidable, despite the implementation of mitigation measures.

Impact 4.3-3 Plan Consistency

Significant Impact

As presented in and determined by the analysis contained on pages 4.3-21 through 4.3-22 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, as indicated in the Long-Term Operational Impacts discussion, the proposed Project would result in exceedances of SJVAPCD thresholds for criteria pollutants, and thus consistent with the goals, objectives, and assumptions in the SJVAPCD Air Quality Attainment Plans (AQAPs). Such an inconsistency results in a potentially significant impact.

Finding

The City finds that impacts related to plan consistency are potentially significant, and that there exist no feasible mitigation measures that would reduce these impacts to a level of insignificance. The City therefore finds that such impacts are significant and unavoidable.]. This impact is overridden by project benefits as set forth in the statement of overriding considerations.

Facts in Support of Findings

Project design features would help reduce criteria pollutants, however, as indicated in the analysis, impacts would remain significant and unavoidable because of the exceedance of SJCAPCD thresholds. Therefore, the proposed Modified Ellis Specific Plan would remain inconsistent with the 2007 Ozone Plan in this regard, and impacts would be significant and unavoidable. The discussion of the region's air quality conformity pertaining to the Regional Transportation Plan (RTP) and the Federal Transportation Improvement Program (FTIP) are intended to provide background to the State Implementation Plan (SIP) and the California Clean Air Act (CCAA). As indicated in the Draft Revised EIR, projected growth and vehicle miles traveled (VMT) associated with the proposed project were identified within the General Plan; and are therefore are provided to the San Joaquin Council of Governments (SJCOG) for the purposes of their emissions assumptions and budgets. The analysis within the Draft Revised EIR states that the Modified ESP would result in exceedances of SJVAPCD thresholds for criteria pollutants, despite the implementation of design features and mitigation measures that would help reduce criteria pollutants. As the Long-Term Operational Impacts discussion determined that emissions would be exceed SJVAPCD thresholds, the project has the potential to contribute to new air quality violations and delay the region's attainment of air quality standards specified in the SJVAPCD's air quality attainment plans for ozone and PM_{2.5}.

Impact 4.3-4: Cumulative Air Quality Impacts

Significant Impact

As presented in and determined by the analysis contained on page 4.3-22 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, since construction emissions from future development projects within the Modified Ellis Specific Plan area cannot be mitigated to a less than significant level, and operation of those developments would exceed SJAVPCD thresholds, cumulative impacts would be considered significant and unavoidable.

Finding

The City finds that the mitigation measures identified in the FREIR as Mitigation Measures 4.3-2a and 4.3-2b are feasible, are within the jurisdiction of the City to require, are hereby adopted, and would reduce potential impacts, but not to a level of insignificance. The City therefore finds that cumulative air quality impacts are significant and unavoidable. This impact is overridden by project benefits as set forth in the statement of overriding considerations.

Facts in Support of Findings

Project design features and the Mitigation Measures identified below would help reduce the Project's contribution to criteria pollutants; however, as indicated in the analysis, impacts would remain significant and unavoidable. Mitigation Measure 4.3-2a, as presented in the FREIR and provided in the attached Mitigation Monitoring and Reporting Program, and incorporated herein by this reference, requires that the modified ESP meet the LEED for Neighborhood Development "Certified" rating criteria as published in the LEED ND Pilot Program in Fall 2007; that residential development meet the National Association of Home Builders model Green Home Building Guidelines "Bronze" level, subject to review and approval by the City prior to approval of a building permit; and, to the extent feasible, the seven additional measures identified on page 4.3-20 of the DREIR. Additionally, Mitigation Measure 4.3-2b, as presented in the FREIR and provided in the attached Mitigation Monitoring and Reporting Program, and incorporated herein by this reference, requires that the Building Division verify that the Modified Project complies with SJVAPCD Rule 9510. However, implementation of the proposed Modified Project would still result in long term cumulative air quality impacts. This impact would remain significant and unavoidable.

Greenhouse Gas Emissions

Impact 4.6-1: Greenhouse Gas Emissions Impacts

Significant Impact

As presented in and determined by the analysis contained on page 4.6-14 through 4.6-20 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, as discussed in the General Plan EIR, implementation of the City's Sustainability Action Plan (SAP) would achieve a 22 to 28 percent reduction in GHG emissions from "business as usual" (BAU) conditions throughout the City, as defined in the FREIR and Assembly Bill 32. The SJVAPCD requires a 29 percent reduction from "business as usual" projected emissions for GHG impacts to be considered less than significant. As the SAP would not achieve the SJVAPCD reduction requirement, the City's General Plan EIR determined that GHG emissions reductions would be significant and unavoidable and a Statement of Overriding Considerations was adopted. The General Plan EIR indicated that all feasible mitigation measures for GHG emissions were included in the General Plan and SAP. No additional measures beyond those found in the SAP have been found feasible to reduce GHG emissions associated with the Modified Project. Therefore, General Plan EIR determined that GHG emissions under the SAP would not meet SJVAPCD criteria, and impacts would be significant and unavoidable.

Finding

The City finds that, pursuant to Section 15091(a)(3) of the CEQA Guidelines, specific economic, legal, social, technological, or other considerations make infeasible any mitigation measures other than those identified in the FREIR. The City further finds that the mitigation measures identified in the FREIR as Mitigation Measure 4.6-1a, the General Plan EIR, and SAP are feasible, are within the jurisdiction of the City to require, are hereby adopted, and would reduce potential impacts, but not to a level of insignificance. The City therefore finds that such impacts are significant and

unavoidable. This impact is overridden by project benefits as set forth in the statement of overriding considerations.

Facts in Support of Findings

Mitigation Measure 4.6-1a, as presented in the FREIR and provided in the attached Mitigation Monitoring and Reporting Program, and incorporated herein by this reference, would require that the Project include certain design features to reduce potential greenhouse gas emissions. However, even with the implementation of the aforementioned mitigation, impacts would remain significant and unavoidable.

Impact 4.6-3: Cumulative Impacts

Significant Impact

As presented in and determined by the analysis contained on page 4.6-21 through 4.6-22 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, despite the implementation of design elements and mitigation measures, the Modified Project would not meet the SJCAPCD reduction threshold for GHG emissions. Although the Modified Project would be consistent with the City's SAP and would incorporate relevant measures within the Sustainability Action Plan, such project-specific mitigation cannot be imposed upon cumulative projects. Additionally, the GHGs generated by the Modified Project in combination with GHG emissions from other known and reasonably foreseeable projects would result in a much greater amount of GHG emissions.

Finding

The City finds that cumulative greenhouse gas impacts are potentially significant. The City further finds that the mitigation measures identified in the FREIR (including Mitigation Measure 4.6-1a), General Plan EIR, and SAP are feasible, are within the jurisdiction of the City to require, is hereby adopted, and would reduce potential impacts, but not to a level of insignificance. The City therefore finds that such impacts are significant and unavoidable. This impact is overridden by project benefits as set forth in the statement of overriding considerations.

Facts in Support of Findings

Mitigation Measure 4.6-1a, as presented in the FREIR and provided in the attached Mitigation Monitoring and Reporting Program, and incorporated herein by this reference, would require that the Project include certain design features to reduce potential greenhouse gas emissions. However, even with the implementation of the aforementioned mitigation, impacts would remain significant and unavoidable.

Land Use and Planning

Impact 4.9-3: Agricultural Land Conversion

Significant Impact

As presented in and determined by the analysis contained on page 4.9-13 through 4.9-14 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, the Project would entail the loss of 321 acres of Prime Farmland within the City's Sphere of Influence, which is contemplated for development in the 2011 General Plan. Since the 2011 General Plan EIR determined it was not possible to mitigate impacts associated with agricultural land conversion, the City has established an Agricultural Mitigation Fee (Chapter 13.28 of the Municipal Code), which implements a fee program to mitigate for the loss of farmland

as development occurs, especially for projects using water from the South San Joaquin Irrigation District. The Ordinance is also in response to policies in the General Plan to preserve productive farmland, including the development of a program to secure permanent agriculture on lands designated for agriculture in the City and/or County General Plan.

The fee is intended to mitigate a CEQA determination of significant, unavoidable impacts to the loss of farmland as a result of proposed development, which would be approved by the City with a statement of overriding consideration. The fees are collected and administered by the City before the issuance of building permits, and used for acquiring farmland, farmland conservation easements or farmland deed restrictions from willing sellers.

Finding

The City finds that the mitigation measure identified in the FREIR as Mitigation Measures 4.9-3 is feasible, is within the jurisdiction of the City to require, is hereby adopted, and would reduce potential impacts related to agricultural land conversion, but not to a level of insignificance. The City therefore finds that such impacts are significant and unavoidable. . This impact is overridden by project benefits as set forth in the statement of overriding considerations.

Facts in Support of Findings

With implementation of Mitigation Measure 4.9-3, which requires future project applicants to pay the appropriate Agricultural Mitigation Fee to the City, as well as adherence to General Plan Goal OSC-2 and corresponding objectives and policies, impacts associated with agricultural land conversion would still remain significant and unavoidable, which is consistent with the Tracy General Plan EIR.

Impact 4.9-4: Cumulative Impacts

Significant Impact

As presented in and determined by the analysis contained on page 4.9-13 through 4.9-14 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, impacts associated with agricultural land conversion are considered significant and unavoidable. Although the Modified Ellis Specific Plan area is approximately 0.78 percent of the total agricultural area located within the City's Planning Area (including SOI and City Limits), any loss of agricultural land (especially Prime Farmland) is considered a considerable contribution to significant cumulative impact. In addition, the 2011 General Plan found impacts associated with agricultural land conversion significant and unavoidable even with adherence to the goals, objectives, and policies outlined within the Open Space and Conservation Element and implementation of the City's Agricultural Mitigation Fee (Municipal Code Chapter 13.28). Based on this, impacts associated with cumulative agricultural land conversion associated with implementation of the Modified Ellis Specific Plan are considered significant and unavoidable.

Finding

The City finds that cumulative land use impacts are potentially significant. The City further finds that the mitigation measure identified in the FREIR as Mitigation Measure 4.9-3 is feasible, is within the jurisdiction of the City to require, is hereby adopted, and would reduce potential impacts, but not to a level of insignificance. The City therefore finds that such impacts are significant and unavoidable. This impact is overridden by project benefits as set forth in the statement of overriding considerations.

Facts in Support of Findings

Mitigation Measure 4.9-3, as presented in the FREIR and provided in the attached Mitigation Monitoring and Reporting Program, and incorporated herein by this reference, requires future project applicants to pay the appropriate Agricultural Mitigation Fee to the City, as well as adherence to General Plan Goal OSC-2 and corresponding objectives and policies, cumulative land use impacts would still remain significant and unavoidable, which is consistent with the Tracy General Plan EIR.

Noise

Impact 4.10-1: On-site Long-term Operational Impacts

Significant Impact

As presented in and determined by the analysis contained on pages 4.10-18 through 4.10-26 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, no detailed site plans, grading plans, floor plans, elevations, building orientation diagrams, building material palettes, or mechanical drawings associated with the Modified Ellis Specific Plan are available at this time to determine specific noise impacts to future residential uses. Thus, at this time, noise impacts to future residential uses along the Union Pacific Railroad are considered to be significant.

Finding

The City finds that all other long-term operational noise impacts (other than noise impacts of the Union Pacific Railroad on future residents) will be mitigated to a less than significant level, as explained in the referenced pages of the DREIR. The City further recognizes that the noise impacts of the Union Pacific Railroad on future residents is not the type of impact cognizable under CEQA, but the City is nonetheless treating that impact as significant and unavoidable for the purposes of its own evaluation of the Project. . This impact is overridden by project benefits as set forth in the statement of overriding considerations.

Facts in Support of Findings

Despite the implementation of Mitigation Measure 4.10-1g (as presented in the FREIR and provided in the attached Mitigation Monitoring and Reporting Program, and incorporated herein by this reference) which requires that any residential development located within 260 feet of the Union Pacific Railroad corridor shall have a Focused Acoustical Analysis prepared, railroad train noise likely would exceed exterior and interior noise levels deemed acceptable by the City's Municipal Code and the Airport Land Use Compatibility Plan Update, though there are no detailed site plans available at this time to determine specific noise impacts to future residential uses. . Implementation of Mitigation Measures 4.10-1a through 4.10-1f, and 4.10-1h, will mitigate all remaining operational noise impacts.

Impact 4.10-2: Short-term Construction Impacts

Significant Impact

As presented in and determined by the analysis contained on pages 4.10-26 through 4.10-30 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, in general, most construction noise would exceed the speech interference criterion when heavy equipment is operated within approximately 500 feet of a sensitive receptor (distance ranges between 150 and 500 feet depending on the type of equipment operated). The sleep interference criterion would be exceeded at distances closer than approximately 3,000 feet with

windows open or 900 feet with the windows closed (with operation of most types of construction equipment; greater setback distances would be required if trucks and impact equipment were to be operated at night). The nearest sensitive receptors (residential uses) are located approximately 150 feet from the boundaries of the Modified Ellis Specific Plan site.

Finding

The City finds that short-term noise impacts from construction are potentially significant. The City further finds that the mitigation measure identified in the FREIR as Mitigation Measure 4.10-2 is feasible, is within the jurisdiction of the City to require, is hereby adopted, and would reduce potential impacts, but not to a level of insignificance. The City therefore finds that such impacts are significant and unavoidable. This impact is overridden by project benefits as set forth in the statement of overriding considerations.

Facts in Support of Findings

Mitigation Measure 4.10-2, as presented in the FREIR and provided in the attached Mitigation Monitoring and Reporting Program, and incorporated herein by this reference, requires the implementation of various construction noise controls. However, based on the conclusions above, a significant and unavoidable noise impact could occur. When construction hours and activities are defined for each site specific phase of the Modified Ellis Specific Plan, additional acoustical analysis would be conducted to determine potential construction noise impacts for specific facility locations and whether impacts could be mitigated to a less-than-significant level. Therefore, impacts currently would remain significant and unavoidable.

Impact 4.10-3: Offsite Long-term Operational (Mobile Source) Impacts

Significant Impact

As presented in and determined by the analysis contained on pages 4.10-30 through 4.10-33 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, potentially significant noise increase could occur along Corral Hollow Road, Schulte Road, Lammers Road, and Valpico Road, significantly affecting off-site receptors along those roadways.

Finding

The City finds that offsite long-term operational (mobile source) impacts are potentially significant. The City further finds that, as discussed in the DREIR, mitigation measures for off-site roadway noise impacts include repairing the roads with rubberized asphalt and developing sound walls or attenuation barriers to minimize noise impacts. The City finds that such measures are not feasible for legal, aesthetic, and social reasons. The City further finds that the measures set forth under Mitigation Measure 4.10-1f would reduce noise for future Project users, and not off-site receptors, and thus provide no value in terms of reducing the level of impacts discussed here. The City therefore finds that such impacts are significant and unavoidable. This impact is overridden by project benefits as set forth in the statement of overriding considerations.

Facts in Support of Findings

As stated above, impacts to off-site uses from traffic noise would be considered significant and unavoidable since feasible mitigation measures would not be available to mitigate noise levels on all surrounding roadways to below thresholds. Therefore, impacts would remain significant and unavoidable.

Impact 4.10-4: Cumulative Noise Impacts

Significant Impact

As presented in and determined by the analysis contained on pages 4.10-33 through 4.10-35 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, Table 4.10-10 of the DREIR also compares the “Cumulative Plus Modified Ellis Specific Plan” scenario to the “Existing Without Modified Ellis Specific Plan” scenario. As indicated in Table 4.10-10 of the DREIR, the highest noise level increase of 7.1 dBA would occur on Lammers Road, south of Schulte. This would be considered a significant increase in ambient noise levels. As indicated in Table 4.10-10, noise levels with the implementation of the proposed Project would slightly decrease when compared to surrounding land uses. Therefore, noise impacts would also decrease. However, as shown in Table 4.10-10, cumulative noise impacts would be considered significant and unavoidable with implementation of the Modified Ellis Specific Plan.

Finding

The City finds that cumulative noise impacts are potentially significant. The City further finds that, as discussed in the DREIR, mitigation measures for off-site roadway noise impacts include repairing the roads with rubberized asphalt and developing sound walls or attenuation barriers to minimize noise impacts. The City finds that such measures are not feasible for legal, aesthetic, and social reasons. The City further finds that the measures set forth under Mitigation Measure 4.10-1f would reduce noise for future Project users, and not off-site receptors, and thus provide no value in terms of reducing the level of impacts discussed here. The City therefore finds that such impacts are significant and unavoidable. This impact is overridden by project benefits as set forth in the statement of overriding considerations.

Facts in Support of Findings

As stated above, cumulative noise impacts from mobile sources would remain significant and unavoidable.

Traffic and Circulation

Impact 4.13-6: Regional Transportation System

Significant Impact

As presented in and determined by the analysis contained on pages 4.13-40 through 4.13-42 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, the addition of Modified Ellis Specific Plan traffic to the regional transportation system would degrade LOS on I-580 west of I-205 to unacceptable traffic conditions during the AM and PM peak hours. This section of the I-580 traverses the Altamont Pass which, due to the hillside terrain, steep slopes and challenging geometry, makes roadway improvements at this location infeasible and, separately and independently, cost prohibitive. Thus no feasible improvements have been identified by Caltrans or any other agency that can mitigate this impact to below the level of significance.

Finding

The City finds that impacts to the regional transportation system are potentially significant. The City further finds that the mitigation measure identified in the FREIR as Mitigation Measure 4.13-6 is feasible, is within the jurisdiction of the City to require, is hereby adopted, and would reduce potential impacts, but not to a level of insignificance. The City therefore finds that impacts to the

regional transportation system are significant and unavoidable. This impact is overridden by project benefits as set forth in the statement of overriding considerations.

Facts in Support of Findings

Since no improvements have been identified that could fully mitigate impacts to these regional transportation facilities, several other mechanisms have been identified in the City of Tracy General Plan to address these existing and projected deficiencies. Each of these strategies would provide some benefit to anticipated impacts on regional roadways such as I-580 through the Altamont Pass. However, these mechanisms, even when considered together, would not fully mitigate the impacts of future development projects on the regional roadways including both freeways and surface streets. Mitigation Measure 4.13-6, as presented in the FREIR and provided in the attached Mitigation Monitoring and Reporting Program, and incorporated herein by this reference, would require applicants of individual projects within the Modified Ellis Specific Plan to pay Regional Transportation Impact Fees. Therefore, the traffic impacts from the Modified Ellis Specific Plan on these roadways are identified as significant and unavoidable.

Impact 4.13-7: Tesla Road and Patterson Pass Road

Significant Impact

As presented in and determined by the analysis contained on pages 4.13-42 through 4.13-43 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference, implementation of development within the Modified Ellis Specific Plan site would increase existing volumes approximately 12 percent during the AM peak hour on westbound Tesla Road and approximately 16 percent during the PM peak hour on eastbound Tesla Road, exacerbating an existing unacceptable traffic condition and resulting in a level of service (LOS) E during the AM peak hour and LOS D during the pm peak hour. Implementation of development within the Modified Ellis Specific Plan site would increase existing volumes approximately 7 percent during the AM peak hour on westbound Patterson Pass Road and approximately 18 percent during the PM peak hour on eastbound Patterson Pass Road, further degrading an existing unacceptable traffic condition and resulting in a level of service (LOS) E during the AM peak hour and LOS D during the pm peak hour. Based on Alameda County's LOS C threshold, the Modified Ellis Specific Plan contribution to existing traffic on Tesla Road and Patterson Pass Road would be significant and unavoidable.

Finding

The City finds that impacts to Tesla Road and Patterson Road are potentially significant. The City further finds that the mitigation measures identified in the FREIR as Mitigation Measure 4.13-7 is feasible, is within the jurisdiction of the City to require, is hereby adopted, and would reduce potential impacts, but not to a level of insignificance. The City therefore finds that impacts to Tesla Road and Patterson Road are significant and unavoidable. This impact is overridden by project benefits as set forth in the statement of overriding considerations.

Facts in Support of Findings

Mitigation Measure 4.13-7, as presented in the FREIR and provided in the attached Mitigation Monitoring and Reporting Program, and incorporated herein by this reference, would require the Project Applicant contribute to payment of funds for regional transportation improvements and such fees would finance the Traffic Impact Mitigation Fee Schedule and the Regional Transportation Impact Fee Schedule. These improvements would increase the efficiency of regional transportation networks and improve regional traffic circulation. However, the implementation of the mitigation measure would not completely reduce potentially significant

impacts to less-than-significant levels. While the collection of these fees would be used to fund improvements, the total fee collected to date and the projected fee collected at buildout would be insufficient to offset the estimated impacts on regional facilities. Therefore, impacts to Tesla Road and Patterson Pass Road are identified as significant and unavoidable.

Cumulative Traffic Impacts

Significant Impact

As presented in and determined by the analysis contained on pages 4.13-43 through 4.13-51 of the DREIR and in the FREIR Response to Comments and Errata thereto, incorporated herein by this reference the proposed Project would need to contribute to payment of funds for regional transportation improvements. These improvements would increase the efficiency of regional transportation networks and improve regional traffic circulation. However, the implementation of the Mitigation Measure 4.13-6 would not completely reduce potentially significant impacts to less-than-significant levels. Therefore, impacts to these transportation systems are identified as significant and unavoidable.

Finding

The City finds that impacts to Tesla Road and Patterson Road are potentially significant. The City further finds that the mitigation measures identified in the FREIR as Mitigation Measure 4.13-7 is feasible, is within the jurisdiction of the City to require, is hereby adopted, and would reduce potential impacts, but not to a level of insignificance. The City therefore finds that impacts to Tesla Road and Patterson Road are significant and unavoidable. This impact is overridden by project benefits as set forth in the statement of overriding considerations.

Facts in Support of Findings

Mitigation Measure 4.13-7, as presented in the FREIR and provided in the attached Mitigation Monitoring and Reporting Program, and incorporated herein by this reference, would require the Project Applicant contribute to payment of funds for regional transportation improvements and such fees would finance the Traffic Impact Mitigation Fee Schedule and the Regional Transportation Impact Fee Schedule. These improvements would increase the efficiency of regional transportation networks and improve regional traffic circulation. However, the implementation of the mitigation measure would not completely reduce potentially significant impacts to less-than-significant levels. While the collection of these fees would be used to fund improvements, the total fee collected to date and the projected fee collected at buildout would be insufficient to offset the estimated impacts on regional facilities. Therefore, cumulative traffic impacts are identified as significant and unavoidable.

REVIEW AND REJECTION OF ALTERNATIVES

The State CEQA Guidelines Section 15126.6 mandates that every EIR evaluate a no-project alternative, plus a feasible and reasonable range of alternatives to the Project or its location. The Alternatives were formulated considering the Objectives of the City of Tracy and the Project Applicant Objectives outlined on pages 2-10 through 2-11 of FREIR. Alternatives provide a basis of comparison to the Project in terms of beneficial, significant, and unavoidable impacts. This comparative analysis is used to consider reasonable feasible options for minimizing environmental consequences of a project.

Typically, where a project causes significant impacts and an EIR is prepared, the findings must discuss not only how mitigation can address the potentially significant impacts but whether Project alternatives can address potentially significant impacts. But where all significant impacts can be substantially lessened, in this case to a less-than-significant level, solely by adoption of mitigation measures, the lead agency, in drafting its findings, has no obligation to consider the feasibility that Project alternatives might reduce an impact, even if the alternative would mitigate the impact to a greater degree than the proposed Project, as mitigated (Public Resources Code Section 21002; Laurel Hills Homeowners Association v. City Council (1978 83 Cal.App.3d 515, 521. Kings County Farm Bureau v. City of Hanford (1990) 221 Cal.App.3d 730-733; Laurel Heights Improvement Association v. Regents of the University of California (1988) 47 Cal.3d 376, 400-403).

Because not all significant effects can be substantially reduced to a less-than-significant level either by adoption of mitigation measures or by standard conditions of approval, the following section considers the feasibility of the Project alternatives as compared to the proposed Project.

As explained below, these findings describe and reject, for reasons documented in the FREIR and summarized below, each one of the Project alternatives, and the City finds that approval and implementation of the initial Project design is appropriate. The evidence supporting these findings is presented in Chapter 6 of the Draft Revised EIR.

Alternative 4: No Project/No Build (Status Quo)

The No Project/No Build (status quo) Alternative (Alternative 4) would not result in any physical or operational changes to the proposed ESP site. The existing agricultural uses, residences, and open space uses on the ESP site would remain unchanged with this alternative. Amendments to the General Plan and annexation of the ESP site would also not occur under Alternative 4.

Finding

Specific economic, legal and other considerations make Alternative 4, identified in the FREIR and described above, an infeasible alternative for the Project Applicant and the City of Tracy.

Facts in Support of Finding

Alternative 4 would avoid most of the potential impacts of the proposed Project since no physical or operational changes to the site and its surroundings would occur beyond existing conditions. However, Alternative 4 would not achieve the potentially beneficial impacts of the proposed ESP related to water quality treatment measures. These measures create an opportunity for pollutants to settle or be intercepted in temporary or permanent detention basins prior to being released into downstream waters. Alternative 4 would not provide the potential benefits of providing additional

housing, as this alternative would not include the development of the Ellis community. In addition, Alternative 4 would not be consistent with the General Plan. Alternative 4 would also not meet the objectives of providing \$20 million and dedicate land within the Ellis community for the Swim Center and Community Park. Alternative 4 would not meet any of the basic Project objectives of the City or the Project Applicant.

Alternative 5: No Project/Future Development Under General Plan

The No Project/Future Development Under General Plan Alternative (Alternative 5) would include the development of up to 2,250 homes, 333,000 square feet of commercial uses and 30 acres of parkland but would not include the development of the ESP site as envisioned in the ESP. This Alternative would not include the development of the Community Park and Swim Center. This Alternative would include approximately 370 residential low, 770 residential medium, and 1,110 residential high dwelling units. In addition, this Alternative would include a 222,000 square foot Village Center and an additional 111,000 square feet of commercial uses, for a total of 333,000 square feet of commercial uses. The residential densities for Alternative 5 would be the same as identified in the proposed ESP.

Finding

Specific economic, legal and other considerations make Alternative 5, identified in the FREIR and described above, an infeasible alternative for the Project Applicant and the City of Tracy.

Facts in Support of Finding

Implementation of Alternative 5 would generate impacts that are comparatively similar to the proposed ESP. Alternative 5 would slightly reduce impacts of the proposed ESP related to land use and planning, as Alternative 5 would implement the vision for Urban Reserve 10 on the ESP site. In addition, a slight reduction in water demand and GHG production may occur because the Swim Center would not be developed. Although Alternative 5 would meet nearly all of the Project objectives, it would not meet the objective of improving the site with a Community Park and Swim Center.

Alternative 6: Reduced Density

The Reduced Density Alternative (Alternative 6) would include the development of a total of 1,224 residential units, which would reduce the number of residential units proposed by the Original ESP by 54 percent (no housing would be allowed in the Village Center). Alternative 6 would also include the development of 180,000 square feet of commercial uses, as well as the Swim Center. This Alternative is based on the lowest number of units allowed within each of the residential land use categories for the ESP site. The conclusion of the Original Ellis EIR with regard to Alternative 6 was that it would result in less adverse impacts on air quality, noise, geology, soils and seismicity, public services, and traffic relative to the Original ESP because 54 percent fewer residential units would be constructed. However, the reduction in the significance of environmental impacts would be ultimately marginal compared to the impacts associated with converting undeveloped land to urban uses or inducing growth elsewhere in the City or other areas within the City's SOI. Alternative 6 would meet most of the Original and Modified ESP's basic objectives, including the development of the Swim Center. However, the Project Applicant is not certain that the Original and Modified Project Objective of constructing a family-oriented swim center could be met with this alternative due to economic infeasibility issues.

Finding

While all Project objectives would be met with the implementation of Alternative 6, specific economic considerations make this alternative, identified in the FREIR and described above, an infeasible alternative for the Project Applicant and the City of Tracy.

Facts in Support of Finding

Alternative 6 would result in less adverse impacts on air quality, noise, greenhouse gas emissions, geology, soils, seismicity, public services, and traffic relative to the Original and/or Modified ESP, as Alternative 6 would include the construction of 54 percent fewer residential units than either the Original or Modified ESP. However, given that the level of development potential contemplated by the Modified Project is consistent with the development anticipated, contemplated, and accommodated by the City's adopted General Plan, the reduction in impacts that would result from minimizing the development potential of the site could indirectly result in growth being directed or diverted to other areas in the City or within the City's SOI. Should this occur, these areas would be subjected to premature growth pressures, which could create unintended impacts if inadequate infrastructure or services were unable to support these uses. This would be considered an unintended consequence of limiting development on this site, and would potentially result in a range of impacts not already contemplated by the City's adopted General Plan.

Alternative 7: Reduced Swim Center Amenities

The Reduced Swim Center Amenities Alternative (Alternative 7) would include the development of a recreation pool, wet play structures, recreational rivers, support facilities, and associated parking and landscaping. The 50-meter competition pool proposed in the ESP would not be developed. This would allow for more passive open space within the Swim Center. The same number of residential units (up to 2,250) would be developed as the proposed ESP. Similarly, 180,000 square feet of commercial space would be developed.

Finding

Specific economic, legal and other considerations make Alternative 7, identified in the FREIR and described above, an infeasible alternative for the Project Applicant and the City of Tracy.

Facts in Support of Finding

Implementation of Alternative 7 would result in impacts that are comparatively similar to the proposed ESP. However, Alternative 7 would result in reduced impacts to public utilities and water supply, as no water would be needed to fill and maintain the 50-foot competition swimming pool planned in the proposed ESP. Additionally, the elimination of the competition pool would reduce greenhouse gases by reducing the amount of electricity and natural gas usage needed for water pumping and heating. Although Alternative 7 would meet nearly all of the Project objectives, it would not meet the Project Applicant's objective of improving the site with a Community Park and Swim Center that contains a competition pool. As such, additional passive open space would be developed.

Alternative 8: Island Annexation

The Island Annexation Alternative (Alternative 8) would include the annexation of an approximate 120 acres of land directly south of the proposed ESP site. Should the proposed ESP be implemented, the City of Tracy would annex the ESP site into the City. This would create an island directly south of the ESP site that would not be a part of the City. Alternative 8 would include the annexation of both the 321-acre ESP site as well as the land south of the Project site

to ensure no islands would occur. The General Plan designates the land south of the ESP site as Urban Reserve 11. Alternative 8 would include the development of 1.7 million square feet of industrial development to capitalize on the area's proximity to I-580 and the Union Pacific Railroad line. In addition, this alternative would include the annexation and development of the ESP site as stated in Chapter 2, Project Description.

Finding

Specific economic, legal and other considerations make Alternative 8, identified in the FREIR and described above, an infeasible alternative for the Project Applicant and the City of Tracy.

Facts in Support of Finding

Implementation of Alternative 8 would generate impacts that are largely greater than the proposed ESP. Alternative 8 would include the development of the ESP, as well as an additional 1.7 million square feet of industrial uses directly to the south of the ESP. Alternative 8 would result in greater air quality, noise, and traffic impacts. In addition, Alternative 8 would result in significant unavoidable aesthetics impacts. Alternative 8 would meet all of the Project objectives. However, greater significant impacts would occur as a result of the implementation of Alternative 8.

Alternative 9: No Family Swim Center

The No Family Swim Center Alternative (Alternative 9) would involve the implementation of the Modified ESP as described in Chapter 2 (Project Description), with the exception that the Family Swim Center would not be constructed. Thus, under Alternative 9, the Modified ESP area could develop with a minimum of 1,000 to a maximum of 2,250 residential units under the TR-Ellis (Mixed Residential) designation. The 180,000 square feet of retail, office, and other commercial uses would remain, and consistent with City requirements, a minimum of four acres of parks per 1,000 residents would be dedicated to public use. While three acres of Neighborhood Parks per 1,000 residents would be built throughout Ellis similar to the Modified Project, unlike the Modified Project, the one acre of Community Park per 1,000 residents requirement would only be met with the payment of an in lieu fee and would not have the option of being satisfied with the donation of land from the Project Applicant for a Family Swim Center. Refer to Figure 6-3 (Alternative 9 - No Family Swim Center).

Finding

Specific economic, legal and other considerations make Alternative 9, identified in the FREIR and described above, an infeasible alternative for the Project Applicant and the City of Tracy.

Facts in Support of Finding

Implementation of Alternative 9 would result in impacts that are comparatively similar to the Modified ESP. However, Alternative 9 would result in modest reductions in water demand and supply impacts, as no water would be needed to fill and maintain the Family Swim Center that could be constructed under the Modified ESP. Additionally, the elimination of the Family Swim Center would result in reduced emissions of air pollutants and greenhouse gases, as fewer vehicles would travel to the site and less energy would be required to heat and maintain the facility. Moreover, the reduction in vehicle trips would reduce noise impacts and traffic impacts, but as described above, these reductions would not be substantial enough to reduce the impacts associated with the Modified ESP to a less than significant level. Although Alternative 9 would meet nearly all of the Modified Project objectives, it would not meet the Project Applicant's objective of improving the site with a Swim Center, nor would it meet the City's objective of implementing the TR-Ellis land use designation in its entirety, as the Community Park requirement

would be met with the payment of an in lieu fee as opposed to the construction of an active Community Park within the site. In addition, it would not meet the City's objective of obtaining funding for the construction of a family-oriented swim center.

Alternative 10: 1993 ALUCP Runway Length

Under the 1993 ALUCP Runway Length Alternative (Alternative 10), all the same uses would develop as proposed by the Modified ESP (a minimum of 1,000 to a maximum of 2,250 residential units, 180,000 square feet of retail, office, and other commercial uses, and four acres of parks per 1,000 residents). Like the Modified ESP, three acres of Neighborhood Parks per 1,000 residents would be built throughout Ellis, and the one acre of Community Park per 1,000 residents requirement could be met with either the donation of land from the Project Applicant for a Family Swim Center or the payment of an in lieu fee. All underlying zoning would be Residential Mixed (TR-Ellis). However, under Alternative 10, the runway lengths at the Tracy Municipal Airport would be similar to those identified in the 1993 ALUCP, which are shorter than those identified in the 2009 ALUCP. Thus, under Alternative 10, runway 8-26 at the Tracy Municipal Airport would be 3,418 feet long and 100 feet wide and runway 12-30 would be 3,996 feet long and 100 feet wide (or as adjusted by the City's recent survey), as opposed to the 2009 ALUCP runway 8-26 length of 3,438 feet long and 100 feet wide and runway 12-30 length of 4,002 feet long and 100 feet wide. Refer to Figure 6-4 (Alternative 10 - 1993 ALUCP Runway Length).

Finding

Specific economic, legal and other considerations make Alternative 10, identified in the FREIR and described above, an infeasible alternative for the Project Applicant and the City of Tracy.

Facts in Support of Finding

Alternative 10 (1993 ALUCP Runway Length Alternative) was initially selected for inclusion into the Draft Revised EIR to illustrate to the decision makers the implications of approving the Modified ESP in accordance with the 1993 ALUCP (as amended in 1997). In addition, the result of a recent survey had concluded that Runway 12-30 was shorter (3,996 feet) than the documented 4,002 feet identified in the 2009 ALUCP. The City officially notified the Federal Aviation Administration (FAA) of the change in runway length by filing a NOTAM (Notice to Airmen), which is a notice containing information concerning the establishment, condition, or change in any aeronautical facilities, services, procedures, or hazard, which is essential to personnel concerned with flight operations. As noted in the Draft Revised EIR, if the FAA recognizes the shorter length of the runway, one possibility (among many) is that the 2009 ALUCP ultimately reverts back to its 1997 configuration. The scenarios and/or steps in which this reversion could or would eventually take place were too numerous to speculate at the time of preparation of the EIR. Nonetheless, in the event that such change came to pass, the City and Project Applicant wanted to have CEQA analysis for the Modified Ellis Project documented for this potential alternative scenario.

In light of the above, Alternative 10 was initially considered potentially feasible given both the (then) pending lawsuit, and the fact that the City had pursued an official change of length for Runway 12-30 to the recently documented shorter length (3,996 feet). Alternative 10 was therefore evaluated based on information that was readily available at the time the Draft Revised EIR was prepared.

Subsequent to the release of the Draft Revised EIR for public review, the lawsuit was dismissed pursuant to a settlement agreement dated August 28, 2012. In addition to the lawsuit settlement, and subsequent to preparation of the Draft Revised EIR, additional information pertaining to

Alternative 10 was brought forward to City staff that would potentially affect the feasibility of Alternative 10. Based upon a thorough review and analysis of the information, City staff have determined that Alternative 10 is no longer a reasonably feasible alternative to the proposed Project. The foundation for this conclusion is based on the following:

City Council Direction on Runway Restriping

Subsequent to the initial preparation of the Draft Revised EIR, on May 1, 2012, City Council provided direction to City staff to work with the FAA to pursue funding for runway repairs and restriping to restore the runway length to 4,000 feet. Runway repairs have been completed as of October 15, 2012. As of the writing of this Final Revised EIR, City Staff is in the process of filing a new NOTAM to notify the FAA of the new runway length of 4,000 feet. For this reason, Alternative 10 is no longer considered potentially feasible as it directly conflicts with City Council's desire to restore the runway measurement to its longer length.

SJCOG ALUC Input

During the public review period for the Draft Revised EIR, the San Joaquin Council of Governments, San Joaquin County Airport Land Use Commission (SJCOG/SJCALUC) submitted a comment letter to the City stating that the SJCALUC would not consider Alternative 10 a viable project alternative for consideration (refer to Comment Letter 5 of this document). The comment letter identified that changes in the length of the runway and filing a NOTAM would not alone result in the proposed Project being subject to the 1993 ALUCP (as amended in 1997). Additionally, the SJCALUC stated that the 1993 ALUCP is a historic document that does not have any relevance to any project not considered an existing land use at the time of the ALUCP adoption in June 2009. Given the feedback from SJCOG/ SJCALUC, as well as direction from City Council, City staff concur that Alternative 10 would no longer be considered a potentially feasible Project alternative for purposes of Draft Revised EIR analysis.

It is also important to note, as should be obvious from the forgoing, that Alternative 10 is not fundamental to the Alternatives Analysis. It's purpose was not directed at avoiding or substantially lessening any of the significant effects of the project, as is required by CEQA Guidelines Section 15126.6(a), but rather it was added to the already robust range of alternatives to simply address a potential change in land use restrictions posed by a pending lawsuit, and other factual information. Alternative 10 is not considered to be a foundational alternative to the proposed project and the determination that it is no longer potentially feasible does not affect the analysis or integrity of the other alternatives identified in the Draft Revised EIR.

Based on the forgoing information, City staff has determined that Alternative 10 is no longer a potentially feasible Alternative to the proposed Project and is removed from consideration.

STATEMENT OF OVERRIDING CONSIDERATIONS

The City of Tracy is the Lead Agency under the California Environmental Quality Act (CEQA), responsible for preparation, review and certification of the Final Environmental Impact Report (FREIR) for the City of Tracy Modified Ellis Project Revised EIR. As the Lead Agency, the City is also responsible for determining the potential environmental impacts of the proposed action and which of those impacts are significant. CEQA also requires the Lead Agency to balance the benefits of a proposed action against its significant unavoidable adverse environmental impacts in determining whether or not to approve the proposed action.

In making this determination the Lead Agency is guided by the CEQA Guidelines Section 15093 which provides as follows:

a) "CEQA requires the decision-making agency to balance, as applicable, the economic, legal, social, technological, or other benefits of a proposed project against its unavoidable environmental risks when determining whether to approve the Project. If the specific economic, legal, social, technological, or other benefits of a proposed project outweigh the unavoidable adverse environmental effects, the adverse environmental effects may be considered acceptable"

b) "When the Lead Agency approves a project which will result in the occurrence of significant effects which are identified in the Final Revised EIR but are not avoided or substantially lessened, the agency shall state in writing the specific reasons to support its action based on the Final Revised EIR and/or other information in the record. The Statement of Overriding Considerations shall be supported by substantial evidence in the record."

c) "If an agency makes a Statement of Overriding Considerations, the statement should be included in the record of the project approval and should be mentioned in the notice of determination."

In addition, Public Resources Code Section 21082(a) requires that where a public agency finds that economic, legal, social, technical, or other reasons make infeasible the mitigation measures or alternatives identified in the EIR and thereby leave significant unavoidable adverse project effects, the public agency must also find that overriding economic, legal, social, technical or other benefits of the project outweigh the significant unavoidable adverse effects of the project.

The FREIR identified a number of alternatives to the City of Tracy Modified Ellis Project (the proposed Project) to evaluate and determine the extent to which they meet the basic Project objectives, while avoiding or substantially lessening any significant adverse impacts of the proposed Project.

Analysis in the EIR for this Project has concluded that the proposed Project will result in Aesthetics, Agricultural Resources, Air Quality, Greenhouse Gas Emissions, Noise, and Traffic impacts that cannot be mitigated to a less significant level. All other potential significant adverse Project impacts have been mitigated to a level less than significant based on mitigation measures in the FREIR. All significant unavoidable adverse impacts are identified in the EIR and are described in detail in the Statement of Findings and Facts in Support of the City of Tracy Modified Ellis Project Revised EIR.

The City of Tracy has determined that the significant unavoidable adverse Project impacts related to Aesthetics, Agricultural Resources, Air Quality, Greenhouse Gas Emissions, Noise, and Traffic impacts, which will remain after mitigation, are acceptable and are outweighed by specific social, economic and other benefits of the Project. In making this determination, the following factors and public benefits were considered as overriding considerations to the identified unavoidable significant adverse impacts of the proposed Project:

Primary Objectives

- Obtain significant funding for, or develop a public-private partnership for the construction of, a family-oriented swim center that is economically viable and sited in a central location, with easy and safe access for pedestrians and bicyclists.
- Implement the General Plan's policies and vision for UR-10/TR Ellis, which was the culmination of a planning process that began nearly two decades ago.

Secondary Objectives

- To further the land planning, architecture, landscape architecture, and urban design goals of the Community Character element and Land Use elements of the General Plan.
- To further the diversity of housing types, lot sizes, and density ranges consistent with traditional neighborhoods.
- To encourage applications that preserve and enhance the City of Tracy's unique "hometown" character through quality urban design and application of environmental sustainable features such as walkability, bicycle friendliness, and connectivity to the community.
- To encourage and secure private participation in the provision, dedication, and funding of community benefits such as a family-oriented swim center.
- To approve a project that can be used as a representation and example to other projects of future residential site planning that is desirable to the City.
- To increase the certainty of development by providing reservations for growth allotments and public utilities.

The Tracy City Council, acting as the Lead Agency and having reviewed the FREIR and public records, adopts this Statement of Overriding Considerations (SOC), which has balanced the benefits of the Project against its significant unavoidable adverse impacts in reaching a decision to approve the Project.

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Original Ellis EIR Summary of Mitigation Measures

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AESTHETICS					
3B.6-1: ESP design features shall be incorporated by the Project Applicant and future Project Applicants to reduce visibility of the ESP caused by light and glare.	Require as a condition of approval for Subdivision Map Measures to be installed by Project Applicant Implement control measures	Development and Engineering Services Department Project Applicant Planning Division Project Applicant	Draft and incorporate condition as part of project approval Complete site inspections during construction During grading and construction activities	Deny Subdivision Map Approval Halt grading and construction activities until measures are implemented Halt grading and construction until measures are implemented	
3B.6-2: With submittal of a tentative subdivision map application, the Project Applicant shall show the temporary construction equipment staging areas within the ESP site through the duration of construction. These areas shall be clustered in order to minimize visual impacts during construction.	Require as a condition of approval for Subdivision Map Measures to be included in the construction contract by Project Applicant Implement control measures	Development and Engineering Services Department Project Applicant Planning Division Project Applicant	Draft and incorporate condition as part of project approval Prior to approval of Grading Permits During grading and construction activities	Deny Subdivision Map Approval Deny Grading Permit application Halt grading and construction until measures are	

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				implemented	
AGRICULTURAL RESOURCES					
3B.7-2: As construction occurs along the northern Ellis boundary, fencing consistent with the ESP shall be required prior to occupancy of those structures.	Require as a condition of approval for Subdivision Map Measures to be included in the construction contract by Project Applicant Implement control measures	Development and Engineering Services Department Project Applicant Planning Division Project Applicant	Draft and incorporate condition as part of project approval Prior to approval of Grading Permits During grading and construction activities	Deny Subdivision Map Approval Deny Grading Permit application Halt grading and construction until measures are implemented	
3B.7-3: Prior to issuance of building permits, future project applicants shall pay the appropriate Agricultural Mitigation Fee to the City of Tracy, in accordance with Chapter 13.28.	Require as a condition of approval for Tentative Subdivision Map Approval	Building and Safety Division	Draft and incorporate condition as part of project approval	Deny Tentative Subdivision Map Approval	
PUBLIC UTILITIES					
3B.8-3: The Project Applicant shall coordinate with PG&E regarding the proper extension of electrical and natural gas services to the ESP site. This shall include the development of detailed plans for utility placement and the ESP's participation in energy conservation programs provided by PG&E. Utility placement shall not conflict with other	Require as a condition of approval for Subdivision Map Incorporate into demolition, grading and/or construction	Development and Engineering Services Department Project Applicant	Draft and incorporate condition as part of project approval Prior to filing an application for demolition, grading	Deny Subdivision Map Do not issue demolition, grading or	

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<p>planned infrastructure improvements such as water distribution systems and ESP site drainage facilities. Evidence of this coordination with PG&E shall be provided to the City's Department of Development and Engineering Services for review and approval prior to the issuance of grading permits.</p>	<p>plans</p> <p>Construction drawings reviewed by City staff</p> <p>Measures to be installed by Project Applicant</p>	<p>Development and Engineering Services Department Engineering Division</p> <p>Project Applicant Building Division</p>	<p>or building</p> <p>Prior to issuance of demolition, grading, and Building Permits</p> <p>City Staff will verify coordination</p>	<p>building permit</p> <p>Do not issue demolition, grading or building permit</p> <p>Do not issue demolition, grading, and Building Permits</p>	
PUBLIC SERVICES					
<p>3B.9-4: The project applicant of individual projects within the ESP site shall consult with the Police Department during preliminary stages of site design to review safety features, determine their adequacy, and suggest design and/or physical improvements to the proposed site plan and/or to police facilities and equipment to ensure adequate service is maintained. This is achieved through the City's development review process, which currently is coordinated with various City Departments' review of new development proposals.</p>	<p>Require as a condition of approval for Subdivision Map</p> <p>Measures to be included in the construction contract by Project Applicant</p> <p>Implement control measures</p>	<p>Development and Engineering Services Department</p> <p>Project Applicant Planning Division</p> <p>Project Applicant</p>	<p>Draft and incorporate condition as part of project approval</p> <p>Prior to approval of Grading Permits</p> <p>During grading and construction activities</p>	<p>Deny Subdivision Map Approval</p> <p>Deny Grading Permit application</p> <p>Halt grading and construction until measures are implemented</p>	
<p>3B.9-5a: The Project Applicant shall work with the City and the South County Fire Authority to help identify a possible location for a future fire station to serve the ESP site and surrounding areas, per Recommendation Number 32 of the South County Fire Authority Standards of</p>	<p>Require as a condition of approval for Subdivision Map</p> <p>Measures to be</p>	<p>Development and Engineering Services Department</p> <p>Project Applicant</p>	<p>Draft and incorporate condition as part of project approval</p> <p>Prior to approval of</p>	<p>Deny Subdivision Map Approval</p> <p>Deny Grading</p>	

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<p>Response Coverage Review.</p> <p>3B.9-5b: Prior to the issuance of Building Permits beyond the Aquatic Center, the Project Applicant shall work with the City and the South County Fire Authority to establish adequate emergency response services to the ESP site through either the construction of a new fire sub station, and EMT sub station, temporarily stationed emergency response personnel, or other means as reviewed and approved by the South County Fire Authority. The Project FIP shall include a Public Buildings Mitigation Fee and shall pay appropriate assessments to the Tracy Rural Fire District. The Project Applicant shall be entitled to reimbursement for any costs beyond the Project's fair share.</p>	<p>included in the construction contract by Project Applicant</p> <p>Implement control measures</p>	<p>Planning Division and South County Fire Authority</p> <p>Project Applicant</p>	<p>Grading Permits</p> <p>During grading and construction activities</p>	<p>Permit application</p> <p>Halt grading and construction until measures are implemented</p>	
HYDROLOGY, DRAINAGE, AND WATER QUALITY					
<p>3B.10-3a: Prior to approval of Final Subdivision Maps, the Project Applicant shall provide a detailed hydrology report that specifies the expected stormwater volumes, projected peak storage capacity of temporary basins, and percolation characteristics of soil. The hydrology report shall demonstrate that adequate stormwater conveyance and capacity is available in either the region, onsite or offsite basins, depending on the chosen option. The hydrology report would be subject to review and approval by the City engineer.</p>	<p>Require as a condition of approval for Final Subdivision Maps</p> <p>Prepare and submit Hydrology Report</p> <p>Construction drawings reviewed by City staff</p>	<p>Development and Engineering Services Department</p> <p>Project Applicant</p> <p>Development and Engineering Services</p>	<p>Draft and incorporate condition as part of project approval</p> <p>Prior to filing application for grading permit</p> <p>Prior to issuance of a Building Permit</p>	<p>Deny Final Subdivision Map Approval</p> <p>Reject application for grading permit until plans and specifications are submitted</p> <p>Do not issue Building Permit</p>	

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<p>3B.10-3b: Prior to issuance of a grading or building permit, whichever comes first, and following preparation of ESP site grading plan, the Project Applicant shall demonstrate to the City of Tracy compliance with NPDES General Construction Activities Storm Water Permit Requirements established by the Clean Water Act (CWA), including the preparation of a Storm Water Pollution Prevention Plan (SWPPP). The SWPPP shall identify specific types and sources of stormwater pollutants, determine the location and nature of potential impacts, and specify appropriate control measures to eliminate any potentially significant impacts on receiving water quality from stormwater runoff. The SWPPP shall comply with the most current standards established by the Central Valley RWQCB. Best Management Practices shall be selected from a menu according to site requirements and shall be subject to approval by the City Engineer and Central Valley RWQCB.</p> <p>3B.10-3c: Prior to issuance of a grading or building permit, whichever occurs first, and following the preparation of the ESP site grading plan, the Project Applicant shall submit to the City Engineer for review a draft copy of the Notice of Intent (NOI) and SWPPP. After approval by the City, the NOI and SWPPP shall be sent to the State Water</p>	<p>Measures to be installed by Project Applicant</p> <p>Implement control measures</p>	<p>Department Engineering Division</p> <p>Project Applicant Engineering Division and Public Works Department</p> <p>Project Applicant</p>	<p>Draft and incorporate condition as part of project approval</p> <p>Draft and incorporate condition as part of project approval</p>	<p>Deny Subdivision Map</p> <p>Deny Subdivision Map</p>	

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<p>Resources Control Board for approval.</p> <p>3B.10-3d: After Project completion, the Project Applicant or successor shall properly maintain parking lots and other common paved areas, by sweeping or other appropriate means, to prevent the majority of litter from washing into storm drains.</p>					

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GEOLOGY AND SOILS HAZARDS					
<p>3B.12-4: During excavation activities and prior to the placement of fill on the site, a certified geotechnical engineer shall be retained by the Project Applicant/future Project Applicants to evaluate subgrade soils for the extent of their expansive potential. For areas found to contain soft, potentially expansive clays, the soil shall be removed (i.e., over excavated) and/or stabilized prior to the placement and compaction of fill. Stabilization techniques include, but are not limited to, the placement of 18 inches of ½-inch to ¾-inch crushed rock over stabilization fabric (such as Mirafi 500X or equivalent), placement of larger, angular stabilization rock (1-inch to 3-inch, clean) and use of chemical treatments such as lime to reduce the soil’s expansive potential. In addition, building construction alternatives, such as the use of alternative foundation types (i.e., post-tension, piles, etc.) versus end-bearing foundations, shall be considered and implemented where appropriate. Final techniques shall be (a) developed by a certified geotechnical engineer or engineering geologist and (b) reviewed and approved by the City prior to issuance of a grading permit.</p>	<p>Require as a condition of approval for Subdivision Map</p> <p>Monitor grading and construction</p>	<p>Development and Engineering Services Department</p> <p>Qualified Geotechnical Engineer Development and Engineering Services Department Engineering Division</p>	<p>Draft and Incorporate condition as part of Subdivision Map Approval</p> <p>Complete site inspections during grading and construction</p>	<p>Deny application for Subdivision Map</p> <p>Halt grading and construction until appropriate measures are implemented</p>	

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Modified Ellis Project EIR Summary of Impacts and Mitigation Measures

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AIR QUALITY					
<p>4.3-1a: Prior to the issuance of grading permits, the Applicant shall submit a construction emission plan to demonstrate to the City of Tracy how construction activities shall comply with the following emissions control measures:</p> <ul style="list-style-type: none"> ◆ Properly and routinely maintain all construction equipment, as recommended by manufacturer’s manuals, to control exhaust emissions. ◆ Shut down equipment when not in use for extended periods of time, to reduce exhaust emissions associated with idling engines. ◆ Encourage ride-sharing and use of transit transportation for construction employees commuting to the ESP site. ◆ Use electric equipment for construction whenever possible in lieu of fossil fuel-fired equipment. ◆ Curtail construction during periods of high ambient pollutant concentrations. ◆ Construction equipment shall operate no longer than eight cumulative hours per day. 	<p>Require as a condition of approval for Tentative Subdivision Map Approval</p> <p>Incorporate measures into final construction plans</p> <p>Construction drawings reviewed by City staff</p> <p>Measures to be installed by Project Sponsor</p> <p>Implement control measures</p>	<p>Development and Engineering Services Department</p> <p>Development and Engineering Services Department</p> <p>Development and Engineering Services Department</p> <p>Project Applicant Development and Engineering Services Department</p> <p>Project Applicant</p>	<p>Draft and incorporate condition as part of project approval</p> <p>Prior to issuance of a Building Permit</p> <p>Prior to issuance of a Building Permit</p> <p>Complete site inspections during construction</p> <p>During grading and construction activities</p>	<p>Deny Grading Permits</p> <p>Do not issue Building Permit</p> <p>Do not issue Building Permit</p> <p>Halt grading and construction until measures are implemented</p> <p>Halt grading and construction until measures are implemented</p>	

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<ul style="list-style-type: none"> ◆ All construction vehicles shall be equipped with proper emission control equipment and kept in good and proper running order to reduce NOx emissions. ◆ On-Road and Off-Road diesel equipment shall use aqueous diesel fuel if permitted under manufacturer’s guidelines. ◆ On-Road and Off-Road diesel equipment shall use diesel particulate filters if permitted under manufacturer’s guidelines. ◆ On-Road and Off-Road diesel equipment shall use cooled exhaust gas recirculation (EGR) if permitted under manufacturer’s guidelines. ◆ Use of Caterpillar pre-chamber diesel engines or equivalent shall be utilized if economic and available to reduce NOx emissions. ◆ All construction activities within the ESP site shall be discontinued during the first stage smog alerts. ◆ Construction and grading activities shall not be allowed during first stage ozone alerts. First stage ozone alerts are declared when the ozone level exceeds 0.20 ppm (1-hour average). <p>4.3-1b: The Modified Ellis Specific Plan requires the implementation of control measures set forth under Regulation VIII of the San Joaquin Valley Air Pollution Control District (SJVAPCD)</p>					

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<p>Fugitive PM₁₀ Prohibition. The following mitigation measures, in addition to those required under Regulation VIII of the SJVAPCD, shall be implemented by the Project Applicant/future subsequent project applicants to reduce fugitive dust emissions:</p> <ul style="list-style-type: none"> ◆ Water previously disturbed exposed surfaces (soil) a minimum of three-times/day or whenever visible dust is capable of drifting from the site or approaches 20 percent opacity. ◆ Water all haul roads (unpaved) a minimum of three-times/day or whenever visible dust from such roads is capable of drifting from the site or approaches 20 percent opacity. ◆ All access roads and parking areas shall be covered with asphalt-concrete paving or water sprayed regularly. ◆ Dust from all on-site and off-site unpaved access roads shall be effectively stabilized by applying water or using a chemical stabilizer or suppressant. ◆ Reduce speed on unpaved roads to less than 15 miles per hour. ◆ Install and maintain a trackout control device that meets the specifications of SJVAPCD Rule 8041 if the site exceeds 150 vehicle trips per day or more than 20 vehicle trips per day by vehicle with three 					

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<p>or more axles.</p> <ul style="list-style-type: none"> ◆ Stabilize all disturbed areas, including storage piles, which are not being actively utilized for construction purposes using water, chemical stabilizers, or by covering with a tarp, other suitable cover, or vegetative ground cover. ◆ Control fugitive dust emissions during land clearing, grubbing, scraping, excavation, leveling, grading, or cut and fill operations with application of water or by presoaking. ◆ When transporting materials off-site, maintain a freeboard limit of at least six inches and cover or effectively wet to limit visible dust emissions. ◆ Limit and remove the accumulation of mud and/or dirt from adjacent public roadways at the end of each workday. (Use of dry rotary brushes is prohibited except when preceded or accompanied by sufficient wetting to limit visible dust emissions and use of blowers is expressly forbidden). ◆ Stabilize the surface of storage piles following the addition or removal of materials using water or chemical stabilizer/suppressants. ◆ Remove visible track-out from the site at the end of each workday. ◆ Cease grading activities during periods of high winds (greater than 20 mph over a one-hour period). 					

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<ul style="list-style-type: none"> ◆ Asphalt-concrete paving shall comply with SJVUAPCD Rule 4641 and restrict use of cutback, slow-cure, and emulsified asphalt paving materials. ◆ Grading should be conducted in phases. ◆ ESP site shall not be cleared of existing vegetation cover until required by construction. ◆ The Project Applicant shall revegetate graded areas as soon as it is feasible after construction is completed. 					
<p>4.3-2a: The Modified ESP would meet the LEED for Neighborhood Development (LEED-ND) “Certified” rating criteria, as published for the LEED ND Pilot Program in Fall 2007. All residential development at Ellis will meet the National Association of Home Builders (NAHB) model Green Home Building Guidelines “Bronze” level of Green Building. Project applicants shall provide documentation demonstrating compliance with these NAHB guidelines for City review and approval prior to Building Permit approval. To the extent feasible, as a part of construction and building management contracts, the following additional measures shall be included:</p> <ul style="list-style-type: none"> ◆ Site houses to optimize the use of daylight and to 	Require as a condition of approval for Tentative Subdivision Map Approval	Development and Engineering Services Department Planning Division and Building Division	Draft and incorporate condition as part of project approval	Deny Building Permits	

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<p>allow for the use of passive solar devices;</p> <ul style="list-style-type: none"> ◆ A list of appliances will be submitted to the City that identifies that each appliance used as part of the Modified Project is Energy Star qualified if an Energy Star designation is applicable for that appliance; ◆ Low flow appliances (i.e., toilets, dishwashers, shower heads, washing machines) shall be installed if provided by the builder/applicant; ◆ House tightening measures (such as sealing plumbing and electrical openings) shall be used to reduce energy loss; ◆ Provide parking and power supply for electric vehicles at the Village Center and Family Swim Center; ◆ Use low VOC paint, adhesives, and caulking; and ◆ Provide homeowners and renters a manual that explains proper equipment operation and maintenance procedures, methods to reduce energy and water usage and wastewater generation, and alternatives to toxic cleaning substances. <p>4.3-2b: Prior to issuance of building permits, the Building Division shall verify that the Modified Project complies with SJVAPCD Rule 9510, Indirect Source Review (ISR). The Project</p>					

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<p>Applicant shall coordinate with the SJVAPCD to ensure that the Modified Project meets the requirements of SJVAPCD Rule 9510, which requires the following reductions:</p> <ul style="list-style-type: none"> ◆ 20 percent of construction-exhaust NO_x ◆ 45 percent of construction-exhaust PM₁₀ ◆ 33 percent of operational NO_x over 10 years ◆ 50 percent of operational PM₁₀ over 10 years <p>If feasible measures are not available to meet the emissions reductions targets outlined above, then the Project Applicant shall pay an in lieu mitigation fee to the SJVAPCD to off-set the Modified Project's emissions-related impacts. If in lieu fees are required, the Project Applicant shall coordinate with the SJVAPCD to calculate the amount of the fees required to off-set the Modified Project's impacts.</p>					
BIOLOGICAL RESOURCES					

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<p>4.4-1a: Prior to the approval of grading permits or any ground-disturbing activity, preconstruction surveys, as described in Section 5.2.2.5 of the SJMSCP shall be conducted to determine if Burrowing Owls occupy the Modified ESP area. If Burrowing Owls are observed during those surveys, the following measures described in Section 5.5.9(D) of the SJMSCP shall be implemented:</p> <ul style="list-style-type: none"> ◆ Establish a setback of at least 250 feet from each owl burrow occupied within the past five years. ◆ Preserve 6.5 acres of foraging habitat per burrowing owl pair, contiguous to the owl population. Configurations of foraging habitat in relation to owl burrows requires review and approval by the JPA with the concurrence of the permitting agencies’ representatives on the TAC. ◆ Construction and other ground disturbances shall be prohibited within established setbacks and foraging habitat. Natural vegetation shall be maintained within the setback. The use of insecticides, herbicides, and fertilizers shall be not permitted within established setbacks. ◆ All on-site construction personnel shall be given instruction regarding the presence of listed species and the importance of avoiding impacts to these species and their habitats. ◆ Setbacks shall be marked by brightly colored 	<p>Require as a condition of approval for Subdivision Map</p> <p>Incorporate into demolition, grading and/or construction plans</p> <p>Incorporate results into grading and final construction Permits</p> <p>Construction drawings reviewed by City staff</p> <p>Measures to be installed by Project Applicant</p>	<p>Development and Engineering Services Department Planning Division</p> <p>Project Applicant</p> <p>Project Applicant</p> <p>Development and Engineering Services Department</p> <p>Development and Engineering Services Department</p>	<p>Draft and Incorporate condition as part of Project Approval</p> <p>Draft and incorporate condition as part of Project Approval</p> <p>Prior to issuance of demolition, grading, and Building Permits</p> <p>Prior to issuance of demolition, grading, and Building Permits</p> <p>City Staff completes site inspections</p>	<p>Deny application for Subdivision Map</p> <p>Deny application for Subdivision Map</p> <p>Do not issue demolition, grading, or building permit</p> <p>Do not issue demolition, grading, and Building Permits</p> <p>Halt demolition, grading, or construction</p>	

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<p>fencing or flagging throughout the construction process. Setbacks shall be indicated on recorded maps, whenever projects involve parcel or subdivision maps.</p> <p>◆ All setbacks and foraging habitat shall be preserved in perpetuity via recordation of a conservation easement.</p> <p>4.4-1b: Burrowing Owls may be discouraged from entering or occupying the Modified ESP area prior to construction by discouraging the presence of ground squirrels in accordance with Section 5.2.4.15(A) of the SJMSCP (Appendix D). If Burrowing Owls are known to occupy areas of the Modified ESP area prior to construction, then Sections 5.2.4.15(C) and (D) of the SJMSCP (Appendix D) shall be implemented. This measure may be refined throughout the life of the SJMSCP, pursuant to the SJMSCP's Adaptive Management Plan or to reflect improvements and new discoveries in methods of incidental take minimization or other biological factors.</p> <p>4.4-1c: Prior to the approval of grading permits or any ground-disturbing activity, preconstruction surveys shall be conducted by a qualified biologist to determine if Northern Harrier, Horned Lark, Loggerhead Shrike, Sharp-Shinned Hawk, Cooper's Hawk,</p>					

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<p>White-tailed Kite, or Ferruginous Hawk occupy the Modified ESP area. If any individuals of these species are observed breeding within the Modified ESP area prior to construction, the incidental take minimization measures described in Sections 5.2.4.17, 18, 19, and 22 of the SJMSCP (Appendix D) shall be applied.</p> <p>4.4-1d: Prior to the approval of grading permits or any ground-disturbing activity and in accordance with the SJMSCP, preconstruction surveys shall be conducted for the San Joaquin kit fox as described in Section 5.2.4.25 of the SJMSCP (Appendix D). If surveys identify potential dens as defined by the USFWS's Standardized Recommendations for Protection of the San Joaquin Kit Fox Prior to or During Ground Disturbance (Appendix E), potential den entrances shall be dusted for three calendar days to register tracks of San Joaquin kit foxes that are present.</p> <p>4.4-1e: Prior to the approval of grading permits or any ground disturbing activities, the Project Applicant shall preserve or provide compensation of preserve land at a ratio of one acre for every acre of ruderal and non-orchard agricultural habitat converted from open space use, totaling 262.41 acres.</p>					
GREENHOUSE GAS EMISSIONS					

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<p>4.6-1a: The Modified Project shall include, but not be limited to, the following list of potential design features. These features may be incorporated into the design of the Modified Project to ensure consistency with adopted statewide plans and programs. The Project Applicant shall demonstrate the incorporation of design features of the Modified Project prior to the issuance of building or occupancy permits, as noted below.</p> <p>Transportation</p> <ul style="list-style-type: none"> ◆ Provide pedestrian connections to the off-site circulation network (building permit). ◆ For willing participants, implement a trip reduction program, for which all employees shall be eligible to participate (occupancy permit). ◆ For willing participants, provide a ride sharing program, for which all employees shall be eligible to participate (occupancy permit). ◆ Provide amenities for non-motorized transportation (i.e., secure bicycle storage, changing rooms, and showers) (building permit). <p>Energy Efficiency</p> <ul style="list-style-type: none"> ◆ Design buildings to be energy efficient to Title 24 requirements (building permit). ◆ Install “cool” roofs and cool pavements, and 	<p>Require as a condition of approval for Tentative Subdivision Map Approval</p> <p>Incorporate measures into final construction plans</p> <p>Construction drawings reviewed by City staff</p> <p>Measures to be installed by Project Sponsor</p> <p>Implement control measures</p>	<p>Development and Engineering Services Department</p> <p>Development and Engineering Services Department</p> <p>Development and Engineering Services Department</p> <p>Project Applicant Development and Engineering Services Department</p> <p>Project Applicant</p>	<p>Draft and incorporate condition as part of project approval</p> <p>Prior to issuance of a Building Permit</p> <p>Prior to issuance of a Building Permit</p> <p>Complete site inspections during construction</p> <p>During grading and construction activities</p>	<p>Deny Grading Permits</p> <p>Do not issue Building Permit</p> <p>Do not issue Building Permit</p> <p>Halt grading and construction until measures are implemented</p> <p>Halt grading and construction until measures are implemented</p>	

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<p>strategically placed trees (building permit).</p> <ul style="list-style-type: none"> ◆ Install high efficiency lighting, and energy efficient heating and cooling systems (building permit). ◆ Reduce unnecessary outdoor lighting (building permit). <p>Water Conservation and Efficiency</p> <ul style="list-style-type: none"> ◆ Install water-efficient irrigation systems (building permit). ◆ Comply with Municipal Code Section 21.20.050, Efficient Landscape Standards (building permit). ◆ Install water-efficient fixtures (e.g., faucets, toilets, showers) (building permit). <p>Solid Waste</p> <ul style="list-style-type: none"> ◆ Reuse and recycle construction and demolition waste (including, but not limited to, soil, vegetation, concrete, lumber, metal, and cardboard) (building permit). ◆ Provide interior and exterior storage areas for recyclables and adequate recycling containers located in public areas (occupancy permit). 					
HAZARDS AND HAZARDOUS MATERIALS					
<p>4.7-1a: Prior to issuance of grading permits, soil sampling shall occur within the portions of the Modified ESP area that have historically been utilized for agricultural purposes and</p>	<p>Require as a condition of approval for Subdivision Map</p>	<p>Development and Engineering Services Department</p>	<p>Draft and Incorporate condition as part of Subdivision Map</p>	<p>Deny application for Subdivision Map</p>	

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<p>may contain pesticide residues in the soil, as determined by a qualified Phase II/Site Characterization specialist. The sampling, conducted in consultation with the San Joaquin County Environmental Health Department (EHD), shall determine if pesticide concentrations exceed established regulatory requirements and shall identify further site characterization and remedial activities, if necessary. Should further site characterization/remedial activities be required, these activities shall be conducted per the applicable regulatory agency requirements, as directed by the EHD.</p> <p>4.7-1b: A qualified Site Characterization specialist shall conduct updated site characterization at the Modified ESP area prior to issuance of building permits, in consultation with Shell Oil and the San Joaquin Environmental Health Department (EHD), with regard to Shell Oil’s abandoned crude oil pipeline. Upon completion of site characterization activities, the Site Characterization specialist shall recommend remedial activities, if necessary, in consultation with EHD.</p> <p>4.7-1c: A qualified Site Characterization specialist shall conduct updated site characterization at the Modified ESP area prior to issuance of building permits, in consultation with PG&E, Chevron, and the San Joaquin Environmental</p>	<p>Preparation of Soil Management Work Plan</p> <p>Monitor grading and construction</p>	<p>Qualified Registered Environmental Assessor Engineering Division</p> <p>Qualified Registered Environmental Assessor Engineering Division</p>	<p>Prior to filing an application for a Grading Permit</p> <p>Complete site inspections during grading and construction</p>	<p>Deny application for Grading Permit</p> <p>Halt grading and construction until appropriate measures are implemented</p>	

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<p>Health Department (EHD), with regard to potential contaminated soils from pipeline leaks. Upon completion of site characterization activities, the Site Characterization specialist shall recommend remedial activities, if necessary, in consultation with EHD.</p>					
<p>4.7-2: Prior to issuance of grading permits, the Project Applicant shall work with PG&E and Chevron to implement and observe a site damage-prevention plan. This may potentially include the following:</p> <ul style="list-style-type: none"> ◆ designing a site development plan incorporating permanent land use over the pipeline right-of-way that minimizes the potential for damage to the lines (as discussed above, this is already an integrated plan design feature, but is listed here because it is an important component of a damage prevention plan); ◆ prominently marking the line locations prior to site development, maintaining markings throughout the development process, and final marking after work is complete; ◆ communicate plans for significant excavation or land contouring work; ◆ identify changes in land contour that could significantly reduce the soil cover over the 	<p>Require as a condition of approval for Subdivision Map</p> <p>Measures to be included in the construction contract by Project Applicant</p> <p>Implement control measures</p>	<p>Development and Engineering Services Department</p> <p>Project Applicant Planning and Engineering Division</p> <p>Project Applicant</p>	<p>Draft and incorporate condition as part of project approval</p> <p>Prior to approval of Grading Permits</p> <p>During grading and construction activities</p>	<p>Deny Subdivision Map Approval</p> <p>Deny Grading Permit application</p> <p>Halt grading and construction until measures are implemented</p>	

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<p>pipelines;</p> <ul style="list-style-type: none"> ◆ evaluate the effects of heavy construction vehicles crossing the lines, designate areas for heavy construction vehicles to cross the lines, and provide temporary fill or other temporary protection over the lines where necessary; ◆ minimize installations of new buried utilities and services across the existing pipelines; ◆ evaluate whether the existing lines should be lowered to increase vertical separation between the pipelines and new surface features; and ◆ develop other damage-prevention measures as may be necessary. <p>In addition to the damage prevention measures listed above, the Project Applicant and the pipeline operators should consider other measures for reducing risk suggested in the Pipelines and Informed Planning Alliance (PIPA) recommended practices on informed land use. Many of PIPA's recommendations appear to already have been accounted for in site plans, but additional details for consideration (if they have not been considered already) include:</p> <ul style="list-style-type: none"> ◆ select landscaping vegetation to avoid root structures that damage pipeline coatings, ◆ avoid planting trees that prevent direct observation of the pipelines by aerial patrol, 					

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<ul style="list-style-type: none"> ◆ manage storm runoff to prevent erosion of pipeline bedding, ◆ consider accessibility to pipeline personnel and first responders in the event of an emergency, ◆ incorporate escape routes from areas within the Potential Impact Radius (PIR). 					
LAND USE AND PLANNING					
<p>4.9-3: Prior to issuance of building permits, future project applicants shall pay the appropriate Agricultural Mitigation Fee to the City of Tracy, in accordance with Chapter 13.28 of the Tracy Municipal Code.</p>	<p>Require as a condition of approval for Building Permits</p> <p>Measures to be included in the construction contract by Project Applicant</p> <p>Implement control measures</p>	<p>Development and Engineering Services Department</p> <p>Project Applicant Building & Safety Division</p> <p>Project Applicant</p>	<p>Draft and incorporate condition as part of project approval</p> <p>Prior to approval of Building Permits</p> <p>Prior to issuance of building permits</p>	<p>Deny Subdivision Map Approval</p> <p>Deny Building Permit application</p> <p>Halt grading and construction</p>	
NOISE					
<p>4.10-1a: Prior to issuance of a Building Permit, the Project Applicant/future applicants shall demonstrate, to the satisfaction of the City of Tracy, that stationary noise sources are placed such that noise levels would not exceed the standards indicated in Tracy Municipal Code Section 4.12.750 (General Sound Level Limits).</p> <p>4.10-1b: Prior to issuance of any Building Permit, the Project Applicant/future applicants shall</p>	<p>Require as a condition of approval for Subdivision Map Approval</p> <p>Prepare and submit plans and specifications addressing attenuation of noise during construction</p>	<p>Development and Engineering Services Department</p> <p>Project Applicant</p>	<p>Draft and incorporate condition as part of project approval</p> <p>Prior to filing application for grading permit</p>	<p>Deny Subdivision Map Approval</p> <p>Reject application for grading permit until plans and specifications are submitted</p>	

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<p>demonstrate, to the satisfaction of the City of Tracy, compliance with the following:</p> <ul style="list-style-type: none"> ◆ To the extent possible, all mechanical equipment shall be oriented away from the nearest noise sensitive receptors; and ◆ All mechanical equipment shall be screened and enclosed to minimize noise. <p>4.10-1c: Where an institutional or commercial zone abuts a residential zone or residential use, all deliveries of goods and supplies, trash pick-up (including the use of parking lot trash sweepers), and the operation of machinery or mechanical equipment which emits noise levels in excess of 65 dBA, as measured from the closest property line to the equipment, shall only be allowed between the hours of 7:00 AM and 10:00 PM, unless otherwise specified in an approved conditional use permit or other discretionary approval.</p> <p>4.10-1d: Directional speakers shall be shielded and/or oriented away from off-site residences to the satisfaction of the City of Tracy.</p> <p>4.10-1e: All feasible sound attenuation shall be incorporated into the parking areas (i.e., landscaping and brushed driving surfaces), such that parking lot noise would not exceed</p>					

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<p>the standards indicated in Tracy Municipal Code Section 4.12.750 (General Sound Level Limits).</p> <p>4.10-1f: Prior to the issuance of Grading Permits, any development along the following segments of Corral Hollow Road and Lammers Road that falls within the 65 and 70 dBA traffic noise contours shall be designed in compliance with the Uniform Building Code (UBC), and an Acoustical Noise Analysis shall be prepared to ensure that the City of Tracy’s exterior and interior noise level standards defined in General Plan Figure 9-3, Land Use Compatibility for Community Noise Environment, are met at all residential, commercial, and recreational land uses:</p> <ul style="list-style-type: none"> ◆ Corral Hollow Road <ul style="list-style-type: none"> – North of I-580 Eastbound Ramps – North of I-580 Westbound Ramps – South of Linne Road – North of Linne Road – South of Valpico Road – South of Valpico Road – North of Grant Line Road ◆ Lammers Road <ul style="list-style-type: none"> – South of Schulte Road – North of Schulte Road ◆ Linne Road 					

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<ul style="list-style-type: none"> - East of Corral Hollow ◆ Grant Line Road - East of Byron Road ◆ Byron Road - South of Grant Line Road <p>Residential buildings or structures shall be designed to ensure interior noise levels do not exceed 45 dBA. In addition, individual developments shall, to the extent feasible, implement site-planning techniques such as the following:</p> <ul style="list-style-type: none"> ◆ Increasing the distance between the noise source and the receiver; ◆ Using non-noise sensitive structures such as garages to shield noise-sensitive areas; ◆ Orienting buildings to shield outdoor spaces from a noise source; ◆ Incorporating architectural design strategies, which reduce the exposure of noise-sensitive spaces to stationary noise sources (i.e., placing bedrooms or balconies on the side of the house facing away from noise sources). These design strategies shall be implemented as required by the City to comply with City noise standards; ◆ Incorporating noise barriers, walls, or other sound attenuation techniques, as required by the City to comply with City noise standards; and 					

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<p>◆ Modifying elements of building construction (i.e., walls, roof, ceiling, windows, and other penetrations) as necessary to provide sound attenuation. This may include sealing windows, installing thicker or double-glazed windows, locating doors on the opposite side of a building from the noise source, or installing solid-core doors equipped with appropriate acoustical gaskets.</p> <p>4.10-1g: Prior to the issuance of Grading Permits, any residential development located within 260 feet of the Union Pacific railroad corridor shall have a Focused Acoustical Analysis prepared to fully analyze acoustical impacts and develop measures, if required, to ensure that the City’s exterior standards of 70 dBA for residential areas, 50 dBA for interior bedrooms, and 55 dBA for other interior rooms would be achieved for the proposed land uses that are subject to noise from train pass-bys.</p> <p>4.10-1h: Prior to the issuance of Building Permits, the Project Applicant/future project applicants shall demonstrate, to the satisfaction of the City of Tracy, that any residential development located within the future 60 to 65 dBA CNEL noise contour area for the Tracy Municipal Airport (as depicted in Exhibit 2TM-3 of the ALUCP) shall adhere to the noise compatibility criteria in ALUCP Table 3B.</p>					

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<p>Specifically, any residential uses within the future 60 to 65 dBA CNEL noise contour area shall:</p> <ul style="list-style-type: none"> ◆ Incorporate sound insulation to reduce exterior to interior noise levels by at least 25 dBA ; ◆ Require an avigation easement as a condition of development approval or building permit issuance; and ◆ Require a fair disclosure statement as a condition of development approval or building permit issuance. <p>4.10-2: Prior to the issuance of Grading Permits and to the satisfaction of the City of Tracy, the Project Applicant/future project applicants shall be required to implement feasible noise control measures to reduce daytime construction noise levels to meet the daytime speech interference criterion of 70 dBA for projects located within 500 feet of any noise-sensitive receptors (e.g., residences, schools, childcare centers, churches, hospitals, and nursing homes). Such control measures could include any of the following, as appropriate:</p> <ul style="list-style-type: none"> ◆ Best available noise control techniques (including mufflers, intake silencers, ducts, engine enclosures, and acoustically attenuating shields or shrouds) shall be used for all equipment and trucks in order 					

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<p>to minimize construction noise impacts;</p> <ul style="list-style-type: none"> ◆ If impact equipment (e.g., jack hammers, pavement breakers, and rock drills) is used during ESP construction, hydraulically or electric-powered equipment shall be used wherever feasible to avoid the noise associated with compressed-air exhaust from pneumatically powered tools. However, where use of pneumatically powered tools is unavoidable, an exhaust muffler on the compressed-air exhaust shall be used (a muffler can lower noise levels from the exhaust by up to about 10 dBA); ◆ Operation of equipment requiring use of back-up beepers shall be avoided near sensitive receptors to the extent feasible during nighttime hours (10:00 PM to 7:00 AM); ◆ Stationary noise sources shall be located as far from sensitive receptors as feasible. If they must be located near receptors, adequate muffling (with enclosures where feasible and appropriate) shall be used to ensure local noise ordinance limits are met to the extent feasible. Enclosure opening or venting shall face away from sensitive receptors. If any stationary equipment (e.g., ventilation fans, generators, dewatering pumps) is operated beyond the time limits specified by the pertinent noise ordinance, this equipment shall conform to the affected jurisdiction’s pertinent day and night noise 					

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<p>limits to the extent feasible;</p> <ul style="list-style-type: none"> ◆ Material stockpiles as well as maintenance/equipment staging and parking areas shall be located as far as feasible from residential and school receptors; and ◆ A designated Project liaison shall be responsible for responding to noise complaints during the construction phases. The name and phone number of the liaison shall be conspicuously posted at construction areas and on all advanced notifications. This person shall take steps to resolve complaints, including periodic noise monitoring, if necessary. Results of noise monitoring shall be presented at regular Project meetings with the Project contractor, and the liaison shall coordinate with the contractor to modify any construction activities that generated excessive noise levels to the extent feasible. 					
TRAFFIC AND CIRCULATION					
<p>4.13-5: Applicants of development projects within the Modified ESP shall be subject to the Modified Ellis Finance and Implementation Plan (FIP) to fund their proportionate fair share of Citywide roadway improvements to the Lammers Road/Schulte Road intersection, and Corral Hollow Road/Valpico Road intersection, and to participate in the Modified Ellis Finance and Implementation Plan (FIP) to fund their proportionate fair</p>	<p>Require as a condition of approval for Tentative Subdivision Map Approval</p>	<p>City Council and City of Tracy Development and Engineering Services Division</p>	<p>Draft and incorporate condition as part of project approval</p>	<p>Deny Tentative Subdivision Map Approval</p>	

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<p>share of Citywide cumulative roadway improvements. The Modified Ellis FIP shall be approved by City Council prior to issuance of any building permit for the Modified ESP. The City of Tracy shall be responsible for the construction of these intersection and roadway improvements. The Project Applicant will implement the improvements at the time when the Project traffic triggers the threshold for an impact. The volume threshold at which the Project causes the impact will be determined by the City Engineer at the time of building permit application. If the improvement cost exceeds the fair share payment identified in the FIP, the Project Applicant shall fund the improvement upfront and enter into a reimbursement agreement with the City of Tracy.</p>					
<p>4.13-6: Prior to issuance of building permits for residential units, applicants of individual projects within the Modified ESP site shall be required to pay Regional Transportation Impact Fees.</p>	<p>Require as a condition of approval for Tentative Subdivision Map Approval</p>	<p>Development and Engineering Services Department Engineering Division</p>	<p>Draft and incorporate condition as part of project approval</p>	<p>Deny Building Permits</p>	
<p>4.13-7: Prior to issuance of building permits for residential units, applicants of individual projects within the Modified ESP site shall be required to pay Regional Transportation Impact Fees.</p>	<p>Require as a condition of approval for Tentative Subdivision Map Approval</p>	<p>City Council and Development and Engineering Services Department</p>	<p>Draft and incorporate condition as part of project approval</p>	<p>Deny Building Permits</p>	
WATER SUPPLY AND OTHER PUBLIC UTILITIES					
<p>4.14-2: Prior to approval of any tentative map beyond 800 residential units, the Family</p>	<p>Require as a condition of approval for</p>	<p>Development and Engineering Services</p>	<p>Draft and incorporate</p>	<p>Deny Tentative Map Approval</p>	

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City of Tracy Modified Ellis Project
City of Tracy, California

MITIGATION MEASURE	IMPLEMENTATION PROCEDURE	MONITORING RESPONSIBILITY	MONITORING/ REPORTING ACTION & SCHEDULE	NON-COMPLIANCE SANCTION/ ACTIVITY	MONITORING COMPLIANCE RECORD (NAME/DATE)
<p>Swim Center, and storage uses within the Modified Ellis Specific Plan area, necessary improvements, if any, beyond those identified in the Ellis Specific Plan or as part of the Ellis Finance and Implementation Plan ("FIP"), shall be determined regarding modifications or expansions to the City's Wastewater Treatment Plant and proposed new connections (from such tentative map development) and then-existing or proposed wastewater facilities. Such improvements shall be installed prior to issuance of a building permit. Improvements shall be consistent with requirements in the Tracy Wastewater Master Plan subject to the terms of the Ellis Development Agreement and FIP in effect at the time of final map approval. The City Engineer shall verify that any necessary improvements would be available prior to occupation of those land uses for which such improvements are necessary.</p>	<p>Tentative Map</p> <p>Measures to be included in the construction contract by Project Applicant</p> <p>Implement control measures</p>	<p>Department</p> <p>Project Applicant Engineering Division</p> <p>Project Applicant</p>	<p>condition as part of project approval</p> <p>Prior to approval of Grading Permits</p> <p>During grading and construction activities</p>	<p>Deny Grading Permit application</p> <p>Halt grading and construction until measures are implemented</p>	

RESOLUTION 2012-_____

RECOMMENDING THAT THE CITY COUNCIL APPROVE A GENERAL PLAN AMENDMENT, THE MODIFIED ELLIS SPECIFIC PLAN, AND ANNEXATION OF THE ELLIS SITE, APPLICATIONS GPA11-0005; A/P11-0002; SPA11-0002

WHEREAS, On February, 1, 2012, the City of Tracy adopted a General Plan ("General Plan") which guides the growth of the City of Tracy (Resolution 2011-029); and

WHEREAS, A Final Environmental Impact Report (FEIR) (SCH # 2008092006) for the General Plan was certified in 2011, which considers the environmental consequences of the adoption of the General Plan and which included the adoption of a series of self-mitigating goals, policies, actions, and mitigation measures; and

WHEREAS, With certification of the FEIR in 2011, the City Council of the City of Tracy adopted a Statement of Overriding Considerations (Resolution No. 2011-028) for a number of unavoidable significant impacts identified within the General Plan FEIR, which is incorporated herein by reference; and

WHEREAS, Owner submitted applications in December 2011 to City regarding the Modified Ellis Specific Plan, a General Plan Amendment, and Annexation (Application No. GPA11-0005; A/P11-0002; SPA11-0002, hereinafter "Surland Applications"), and

WHEREAS, A Final Environmental Impact Report ("FEIR") for the Surland Communities Amended and Restated Development Agreement and Ellis Specific Plan Applications (SCH No. 2012022023), was prepared in compliance with the requirements of the California Environmental Quality Act ("CEQA"), and approved by Resolution No. PC 2012-_____; and

WHEREAS, The Ellis Specific Plan constitutes a comprehensive, long-term planning document consistent with the General Plan capable of guiding development within the planning area, and meets all requirements of the California Planning and Zoning Law and all other applicable Codes; and

Whereas, Pursuant to Tracy Municipal Code section 10.20.060(b), the Modified Ellis Specific Plan is consistent with the City's General Plan and adequately shows the infrastructure needed to support the land uses described in the Plan. Detailed plans and technical studies have been completed that show how such infrastructure will be funded and implemented; and

WHEREAS, The adoption of the Specific Plan is in the public interest, in general, and specifically in the interests of the City and residents within the Tracy Planning Area; and

WHEREAS, The Ellis Specific Plan is consistent with the goals and policies of the General Plan and with the purposes, standards and land use guidelines therein; and

WHEREAS, The Ellis Specific Plan will help to achieve a balanced community of all races, age groups, income levels and ways of life by providing for a mix of housing types; and

WHEREAS, The Ellis Specific Plan will retain a sense of small town and ensure minimal impact occurs to the existing community, consistent with the intent of the General Plan; and

WHEREAS, The Ellis Specific Plan with its Village Center together with its commercial, industrial, and office uses create a major employment node, thereby enabling local residents to work and shop within the Tracy Planning Area; and

WHEREAS, On December 19, 2012, the Planning Commission, following a duly noticed public hearing, in accordance with state law, considered and recommended to City Council approval of the Surland General Plan Amendment, Ellis Specific Plan and Annexation/Pre-Zoning applications.

NOW, THEREFORE, BE IT RESOLVED as follows:

1. Recitals. The foregoing recitals are true and correct and are incorporated herein as findings.
2. Compliance with CEQA. The Final Environmental Impact Report ("FEIR") for the Ellis Specific Plan (SCH No. 2012022023), approved by Resolution No. PC 2012-_____, and incorporated herein by reference, was prepared in compliance with the requirements of the California Environmental Quality Act ("CEQA").
3. General Plan Amendment Approval. The Planning Commission recommends that the City Council approve General Plan Amendment GPA11-0005 attached to the December 19, 2012, Planning Commission Staff Report as Exhibit "B".
4. Specific Plan Approval. The Planning Commission recommends that the City Council approve the Modified Ellis Specific Plan SPA11-0002 attached to the December 19, 2012, Planning Commission Staff Report as Exhibit "C".
5. Pre-Annexation and Pre-Zoning. The Planning Commission recommends that the City Council pre-zone the site in accordance with the Modified Ellis Specific Plan and further recommends that the City petition LAFCO for annexation of the property.
6. Effective Date. This resolution shall be effective immediately.

* * * * *

The foregoing Resolution 2012-_____ was passed and adopted by the Planning Commission of the City of the Tracy on December 19, 2012, by the following vote:

AYES:	COMMISSION MEMBERS:
NOES:	COMMISSION MEMBERS:
ABSENT:	COMMISSION MEMBERS:
ABSTAIN:	COMMISSION MEMBERS:

Rhodesia Ransom, CHAIR

ATTEST:

STAFF LIAISON

A. Generally

The City of Tracy is a "general law" city. Controlling California law (statute and case law) requires that all legislative, adjudicatory and other permits/approvals/grants of entitlement approved/issued in a general law city must be consistent with the local general plan and any applicable specific plan.

Some time ago, Owner submitted applications to the City regarding the below-described "Ellis Specific Plan." The Ellis Specific Plan is situated on property within the earlier approved and much larger "South Schulte Specific Plan." However, several years ago, City and Owner began discussing the possibility of a smaller, more mixed-use-oriented project than that envisioned in the larger South Schulte Specific Plan. The Parties began processing the Ellis Specific Plan under the City's then existing General Plan which would create a new set of planning and design guidelines for the Ellis project to ensure pedestrian-friendly neighborhood connectivity and overall enhanced community character. That approach envisioned an amendment to the then-existing General Plan as part of the Ellis Specific Plan approval process. The City began its update of the then-existing General Plan, and on July 20, 2006, City adopted its new General Plan. That new General Plan was further amended as part of the City's approval of the Ellis Specific Plan and project and is simply referred to in this document as the "General Plan." The General Plan takes the area originally encompassed by the South Schulte Specific Plan and separates it into several distinct planning areas referred to as "Urban Reserves." Urban Reserves 9, 10 and 11, and parts of Urban Reserves 8 and 16 comprise the area originally encompassed by the original South Schulte Specific Plan.

The Ellis Specific Plan lies solely within the area designated as the Urban Reserve 10 planning area in the General Plan. The General Plan envisions that development within Urban Reserve 10 shall be done by Specific Plan, with a corresponding amendment to the General Plan as part of that Specific Plan approval process. Owner submitted applications to City regarding the Ellis Specific Plan (for example, the Ellis Specific Plan, corresponding General Plan Amendment and related zoning, and the Swim Center described in this Agreement – collectively included in any reference to the "Ellis Specific Plan"). The General Plan Amendment, done in combination with the Ellis Specific Plan, re-designated the Ellis Specific Plan site into four (4) planning designations: Village Center, Commercial, Public Facilities, and Traditional Residential-Ellis (which includes parks). The Ellis Specific Plan also contains zoning-level regulations for the Ellis Specific Plan site, including regulations relating to the commercial uses (up to approximately 180,000 square feet), residential uses (up to 2,250 residential units of varying type and configuration) and related mixed uses, as well as the Swim Center. From a planning perspective, the goals and ideals of the Ellis Specific Plan exemplify excellence in land planning, architecture, landscape architecture, and urban design, and comply with the General Plan, including the General Plan's Community Character and Land Use elements.

The Ellis Specific Plan encompasses a unique community of a distinct character and type, with well-planned homes, small-scale businesses, major public amenities, including the Swim Center, and an integrated, multi-use village center that promotes businesses that are small, local, and neighborhood-serving. The Swim Center is located adjacent to, and will be complementary with, the village center. The character of development within the Ellis Specific

Plan evokes the wonderful historic neighborhoods of Tracy. Traditional planning techniques and architecture true to the local vernacular capture the essence of Tracy and create timeless neighborhoods that fit seamlessly into the City.

B. Specifics

The Ellis project helps to ensure quality development that advances the goals, policies and action items of the Tracy General Plan, including the following:

- This project contemplates the development of Urban Reserve 10 through a General Plan Amendment and a Specific Plan, as required by the General Plan. (General Plan Objective LU-1.2, Policy P3)
- This project sets forth a mix of uses that is consistent with the mix set forth in the Urban Reserve 10 Statistical Profile (General Plan Table 2-12).
- This project preserves the City's "small-town character" by creating residential neighborhoods with a sense of place that are diverse, attractive, safe, walkable, and affordable, and located within walking distance of services and amenities. (General Plan Goal LU-4 and Objectives LU-4.1 and LU 4.2; Goal CC-1 and Objectives CC-1.1 and CC-1.2; Goal CC-5 and Objective CC-5.2; and Goal CC-6 and Objectives CC-6.1 and 6.2)

In addition to the foregoing, the Project is consistent with the following specific General Plan goals, objectives and policies.

Land Use Element

The purpose of the Land Use Element is to shape the future physical development of the City of Tracy and to preserve, protect and enhance Tracy's current quality of life. The Project fulfills this purpose by fulfilling and bringing to fruition the following Land Use goals, objectives and policies:

Goal LU-1: A balanced and orderly pattern of growth in the City.

*Ellis will be comprised of three residential neighborhoods, the Village Neighborhood, Garden Neighborhood, and Town and Country Neighborhood. Each neighborhood will have its own distinct sense of place, reinforcing the General Plan goal of creating a hometown feel. All neighborhoods will have a grid of pedestrian-scaled streets that balance the needs of automobiles with alternative transportation methods such as walking, bicycling, and transit. The street network will provide a balanced and orderly pattern of connectivity between residential units, the Village Center, the Family Swim Center, and commercial areas. A system of neighborhood parks will be integrated into the street grid.

Objective LU-1.1: Establish a clearly defined urban form and City structure.

*The vision for Ellis is to create a village with a broad mix of residential housing types and densities, neighborhood parks, and a Family Swim Center. Ellis will be a pedestrian-friendly, compact, planned development. A Village Center with commercial and office/professional uses

will be located adjacent to the Family Swim Center and will serve as the focal point of community activities. These uses will all be within walking distance of each other.

The community is designed with an interconnected grid of streets that establish a clearly defined urban form and extension of the City structure. A clear hierarchy is established between the various residential housing types in the three neighborhoods and non-residential uses, such as the Village Center. The Plan also proposes transit stops within the community along main streets to further reinforce the urban form.

Objective LU-1.2: Comprehensively plan for new development in the City's Sphere of Influence. Policy P1 provides that development of Urban Reserve 10, which comprises the entirety of the Project property, shall be effectuated through a general plan amendment and a specific plan.

*Ellis is consistent with this General Plan objective because the development is being effectuated through a general plan amendment and a specific plan.

Objective LU-1.3: Ensure that public facilities such as schools, parks, and other community facilities are accessible and distributed evenly and efficiently throughout the City.

*The development of the Ellis Specific Plan included a thorough review of existing City public facilities. Locations and amenities were studied so that Ellis public facilities fit within the broader City framework. As a result of this work, potential sites for a school, parks, public facilities, and community facilities are strategically located within the Ellis Specific Plan boundary. These facilities are designed to be accessible to all residents and distributed evenly and efficiently throughout the community.

Objective LU-1.4: Promote efficient residential development patterns and orderly expansion of residential areas to maximize the use of existing public services and infrastructure.

*The Ellis Specific Plan is consistent with this General Plan objective in that the community is organized using an orderly pattern of residential blocks, similar to the residential patterns found in historic Tracy neighborhoods. Phase I of Ellis will connect to the existing infrastructure corridor along Corral Hollow Road. Subsequent phases will abut Phase I on the west and will be built in sequential order, in an efficient manner.

Objective LU-1.5: Encourage development near transit stations including the multi-modal station in Downtown and the Altamont Commuter Express (ACE) station or stations.

*The Ellis Specific Plan is consistent with this General Plan objective because the community design accommodates a potential Altamont Commuter Express (ACE) station within the specific plan boundary. The Ellis site is also near (within a half mile of) the existing ACE station on Linne Road.

Goal LU-2: Expanded economic opportunities in Tracy.

*Ellis is consistent with this General Plan objective. The Specific Plan proposes 60,000 square feet of village center retail and 40,000 square feet of commercial space, which will create new economic opportunities in Tracy.

Objective LU-2.1: Balance residential development with jobs, retail growth, and the ability to provide services.

*A key design principal in the development of the Ellis plan is to balance residential development with jobs, new neighborhood retail, and professional services. In response, the Ellis Specific Plan proposes 60,000 square feet of village center retail, 40,000 square feet of commercial space, and a Family Swim Center.

The design of the community and the location of the Village Center will encourage many trips to be taken by bike or foot. Interconnecting sidewalks and bike paths throughout the neighborhoods will encourage many non-vehicle trips.

The Specific Plan also provides zoning regulations for the Village Center, including permitted and conditional uses. This approach will facilitate compatible uses.

Objective LU-2.2: Expand the City's retail base.

*The Ellis Specific Plan is consistent with this General Plan objective because it proposes approximately 100,000 square feet of additional retail and commercial uses near Corral Hollow Road. These uses are distributed between mixed-use and traditional commercial formats.

Goal LU-4: Neighborhoods that support Tracy's small-town character.

*Drawing from the City's past and looking to the City's future, the Ellis project represents an opportunity for the City of Tracy to bring back a piece of its history and create an integrated addition to the community based on the *Community Character Element* of the City of Tracy General Plan.

The Ellis plan will be constructed using traditional neighborhood design principles, creating a pedestrian-friendly network of streets and parks. The Ellis Pattern Book (architectural and site design guidelines) is included in the ESP to guide the design of all buildings. This document calls for a mix of six regional vernacular architectural styles.

Objective LU-4.1: Create a mix of housing types in neighborhoods.

*Based on Tracy's historic neighborhood precedents, blocks are sized to support a mix of housing types-- modest to compact single-family houses, townhouses, secondary residential units, apartments, condominiums, and live/work units. The three residential neighborhoods, the Village Neighborhood, Garden Neighborhood, and Town and Country Neighborhood, will each have its own unique combination of these types. This design approach will create a unique street address on each block.

Objective LU-4.2: Locate services and amenities within walking distance of neighborhoods.

*The Ellis community is designed to be walkable and all services and amenities are located within the site boundary. The Village Center with commercial and office/professional uses will be located adjacent to the Family Swim Center and will serve as the focal point of community activities. Ellis neighborhoods are generally defined by a 5- minute walking radius to be responsive to human scale.

Goal LU-6: Land development that mitigates its environmental, design and infrastructure impacts.

*The Ellis project is designed as a compact traditional neighborhood on approximately 321 acres. The plan's clustering of development allows for approximately 40 acres of onsite parks and open space. The plan also incorporates green building principles and is designed to encourage the use of mass transit.

Objective LU-6.3: Ensure that development near the Tracy Municipal Airport is compatible with airport uses and conforms to safety requirements.

*The Ellis design incorporates requirements of the 1993 San Joaquin County Airport Land Use Plan and the 1998 Master Plan for the Tracy Municipal Airport. The Ellis Land Use Designations include an approximately 23-acre 'Limited Use' area that relates to provisions in these plans.

Goal LU-8: No urbanization in unincorporated County areas as defined by the General Plan or the San Joaquin County General Plan, whichever is more restrictive, without annexation to the City, a pre-annexation agreement, or a letter of support from the City.

*The owner has worked with the City of Tracy on a pre-annexation agreement. After the adoption of the Specific Plan and Pattern Book, a petition to LAFCO for annexation of the project will be processed.

Community Character Element

The Community Character Element expands on the Land Use Element by providing policy direction for the type, location, and character for new and existing developments. The purpose of the Community Character Element is to preserve and enhance Tracy's "hometown feel" and to incorporate that feel in new growth and development. The Project fulfills this purpose by fulfilling and bringing to fruition the following Community Character goals and objectives:

Goal CC-1: Superior design quality throughout Tracy.

*Based on historic Tracy neighborhood precedents, the Ellis Specific Plan and Pattern Book include design guidelines that will encourage design consistency and superior design quality throughout Ellis.

The Ellis plan will be constructed using traditional neighborhood design principles, creating a pedestrian-friendly network of streets and parks. The Ellis Pattern Book (architectural and site design guidelines) is included in the ESP to guide the design of all buildings. This document calls for a mix of six regional vernacular architectural styles, Craftsman, Victorian, Colonial Revival, European Country, Mediterranean Revival, and Spanish Colonial.

Objective CC-1.1: Preserve and enhance Tracy's unique character and "hometown feel" through high-quality urban design.

*The Ellis Specific Plan and Pattern Book are based on traditional precedents found in local Tracy neighborhoods. They document the essential characteristics of these places through regulations and design guidelines that will encourage design consistency and superior design quality throughout Ellis.

Objective CC-1.2: Balance the need for growth with the preservation of Tracy's "hometown feel."

*The Ellis plan is based on historic local planning patterns and the Ellis Pattern Book establishes design guidelines that reference local vernacular architectural styles, thus ensuring the preservation of Tracy's "hometown feel".

Objective CC-1.5: Provide underground utilities throughout Tracy.

*The Ellis Specific Plan is consistent with this General Plan objective because all utility distribution facilities are planned underground.

Goal CC-2: A high level of connectivity within the City of Tracy.

*The Ellis community is designed with a hierarchy of street types that create an interconnected grid of streets. This grid connects Ellis neighborhoods to each other and to the greater City of Tracy street grid. An equally important parallel network of sidewalks and multi-purpose paths supports pedestrian and bike connectivity. Transit stops are proposed at key points in the community to link residents to regional transit opportunities.

Objective CC-2.1: Maximize direct pedestrian, bicycle, and vehicle connections in the City.

*The Ellis community is designed with an interconnected grid of streets that balance the needs of automobiles with alternative transportation methods such as walking, bicycling, and transit. Sidewalks located on all streets and bicycle paths throughout the community will encourage many trips in the community to be made by foot or bicycle. The Bicycle network will link to the City of Tracy and San Joaquin County Bikeway System. The street network connects to two regional arterials, Lammers and Corral Hollow Road.

Objective CC-2.2: Provide connections that reinforce the role and function of the building blocks within the City.

*The Ellis community is designed with an interconnected grid of streets that balance the needs of automobiles with alternative transportation methods such as walking, bicycling, and transit. This network is based on pedestrian-friendly blocks in older parts of the City of Tracy.

Goal CC-4: An enhanced identity through the preservation of open space at the City's periphery and appropriate transitions between urban development and non-urban areas.

*The edges of the community are designed to be responsive to the context. Ellis has four unique edges and four appropriate edge responses. These responses include landscape buffers and deep setbacks at arterial streets, orienting backyards to the rail tracks, and orienting side yards to non-urban areas.

Objective CC-4.1: Create appropriate edges to the urbanized area.

*The Ellis Specific Plan is consistent with this General Plan objective because the edges of the community are designed to be responsive to the context. Edges at urbanized areas gateway elements to announce main entrances and landscape buffers and deep setbacks at arterial streets.

Goal CC-5: Neighborhoods with a recognizable identity and structure.

*The Ellis Specific Plan and Pattern Book are consistent with this General Plan goal because Ellis is subdivided into three residential neighborhoods, the Village Neighborhood, Garden Neighborhood, and Town and Country Neighborhood, each with its own recognizable identity and structure. The park character and residential mix will be unique in each neighborhood. Each area will have its own distinct sense of place, reinforcing the General Plan goal of creating a "hometown feel". This strategy supports the unique identity and structure found in traditional Tracy neighborhoods.

Objective CC-5.2: Size and design of neighborhoods to be walkable.

*Ellis neighborhoods are defined by a pedestrian-friendly 5- minute walking radius to be responsive to human scale. Sidewalks located on all streets and bicycle paths throughout the community will encourage many trips in the community to be made by foot or bicycle.

Goal CC-6: "Hometown feel" in neighborhoods.

*The Ellis Pattern Book establishes design guidelines that are based on local vernacular architectural styles, thus encouraging "hometown feel" in neighborhoods. Pattern Book pages list essential characteristics, massing, and elevation examples that are fundamental to differentiating the various permitted architectural styles. These characteristics are based on precedents found in historic Tracy neighborhoods.

Objective CC-6.1: Enhance neighborhoods through high quality design.

*The Ellis Pattern Book presents design guidelines that will encourage consistency and high quality design throughout Ellis. Elements of the Pattern book include community patterns (instructions on how to site building) and architectural patterns (styles and essential design

characteristics). This approach simulates the same place making strategy that was used in historic Tracy neighborhoods.

Objective CC-6.2: Design neighborhoods to foster interactions among residents and to be responsive to the human scale.

*Ellis neighborhoods are defined by a pedestrian-friendly 5- minute walking radius to be responsive to human scale. Sidewalks located on all streets and bicycle paths throughout the community will encourage many trips in the community to be made by foot or bicycle. This in turn will foster interactions among residents. Amenities within easy walking distance of residences include parks, the Village Center, commercial uses, and the Family Swim Center.

Goal CC-9: New and redeveloped “Main Street” shopping areas that serve the needs of Tracy’s residents.

*The Ellis Village Center is designed as a new small-scale retail street with neighborhood oriented uses. Village scale buildings are based on regional main street precedents. Permitted uses were selected to complement proposed downtown retail uses.

Objective CC-9.1: Develop Village Centers that serve several neighborhoods or employment areas.

*The Ellis Village Center is designed to serve the entire Ellis Community, the Family Swim Center, and adjacent neighborhoods, such as the Edgewood neighborhood. All of these areas are directly linked to the Village Center by streets, sidewalks, and multi-use paths.

Objective CC-9.2: Create walkable Village Centers.

*The owner studied downtown Tracy street precedents to identify the most walkable precedents for Ellis. Based on this research, the Ellis Village Center features 20-foot wide pedestrian-friendly sidewalks that are directly connected to the network of sidewalks and bicycle paths throughout the community.

Objective CC-9.3: Focus retail and a mix of uses in Village Centers.

*Ellis neighborhood retail uses are concentrated in the Village Center. The Village Center plan will accommodate up to 60,000 square feet of non-residential, as well as up to 50 high-density residential units. Permitted retail uses primarily target the daily needs of neighborhood residents.

Objective CC-9.4: Design buildings and sites to enhance the pedestrian environment.

*The Ellis Specific Plan and Pattern Book mandate the design of buildings and sites that encourage the creation of a highly articulated and animated pedestrian environment. Residential diversity is required to encourage an interesting and compatible neighborhood mix. In addition, a mix of vernacular architectural styles is required.

Objective CC-9.5: Minimize the impact of parking on the pedestrian environment.

*Based on the patterns in downtown Tracy, the impact of parking on the pedestrian environment is minimized through the use of screened parking courtyards in the Village Center and residential garages accessed from lanes in the neighborhoods.

RESOLUTION 2012-_____

RECOMMENDING THAT THE CITY COUNCIL
APPROVE A MODIFIED AND RESTATED DEVELOPMENT AGREEMENT WITH
THE SURLAND COMMUNITIES
APPLICATION DA11-0002

WHEREAS, In December 2011, the Surland Communities applied for a development agreement (DA11-0002) which would provide real property and funding towards the creation of a swim center; and

WHEREAS, In May 1, 2012, the City Council, in accordance with Resolution No. 2012-074, directed staff to enter into negotiations with the Surland Communities for a modified and restated development agreement; and

WHEREAS, A Final Environmental Impact Report ("FEIR") for the Surland Communities Amended and Restated Development Agreement and Ellis Specific Plan Applications (SCH No. 2012022023), was prepared in compliance with the requirements of the California Environmental Quality Act ("CEQA"), and

WHEREAS, Pursuant to California Government Code Section 65867, the Planning Commission reviewed the Development Agreement, in conjunction with other Surland Communities applications, including the Ellis Specific Plan and General Plan Amendment, including consistency with the General Plan, and

WHEREAS, On December 5, 2012, the Planning Commission, following duly noticed and conducted public hearing, in accordance with state law, recommended approval of the Amended and Restated Development Agreement to the City Council and hereby transmits the Resolution, including the proposed findings, to the City Council; and

WHEREAS, The proposed Development Agreement is consistent with the General Plan, and the Ellis Specific Plan, for the reasons set forth in the Recitals in the proposed Amended and Restated Development Agreement dated November, 2012.

NOW, THEREFORE, BE IT RESOLVED as follows:

1. Recitals. The foregoing recitals are true and correct and are incorporated herein as findings.
2. Compliance with CEQA. The Final Environmental Impact Report ("FEIR") for the Modified Ellis Project, approved by Resolution No. PC 2012-_____, and incorporated herein by reference, was prepared in compliance with the requirements of the CEQA. The City undertook environmental review of the potential direct and indirect environmental impacts of the Ellis Specific Plan and this Agreement pursuant to the California Environmental Quality Act and Guidelines (hereinafter "CEQA") analyzing both the Ellis Specific Plan (including the Swim Center), and the proposed Amended and Restated Development Agreement.
3. Findings regarding Development Agreement. Pursuant to Resolution No. 2006-368, the Planning Commission recommends that the City Council find that the proposed Amended and Restated Development Agreement, for those reasons

more specifically set forth in the Recitals of the proposed Development Agreement:

- a. is consistent with the objectives, policies, general land uses and programs specified in the City General Plan and any applicable community and specific plan;
 - b. is in conformity with public convenience, general welfare, and good land use practices;
 - c. will not be detrimental to the health, safety, and general welfare of persons residing in the immediate area, nor be detrimental or injurious to property or persons in the general neighborhood or to the general welfare of the residents of the City as a whole;
 - d. will not adversely affect the orderly development of property or the preservation of property values; and
 - e. is consistent with the provisions of Government Code Sections 65864 *et seq.*
4. Development Agreement Approval. The Planning Commission recommends that the City Council approve the Development Agreement with Surland Communities attached hereto as Exhibit "1".
 5. Effective Date. This resolution shall be effective upon adoption.

The foregoing Resolution 2012-_____ was passed and adopted by the Planning Commission of the City of the Tracy on the 19th day of December, 2012, by the following vote:

AYES:	COMMISSION MEMBERS:
NOES:	COMMISSION MEMBERS:
ABSENT:	COMMISSION MEMBERS:
ABSTAIN:	COMMISSION MEMBERS:

Rhodesia Ransom, CHAIR

ATTEST:

STAFF LIAISON



City of Tracy
333 Civic Center Plaza
Tracy, CA 95376

DEVELOPMENT SERVICES
DEPARTMENT

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December 13, 2012

The attachments for the December 19, 2012 Planning Commission meeting are available on the City of Tracy's website. The files can be viewed and downloaded at the following locations:

Attachment A: Draft and Final EIRs for the Surland Communities LLC applications

- [Ellis FEIR Cover to Agency responses 1 to 9](http://www.ci.tracy.ca.us/documents/?d=Ellis_FEIR_Cover_to_Agency_responses_1_to_9.pdf) -
http://www.ci.tracy.ca.us/documents/?d=Ellis_FEIR_Cover_to_Agency_responses_1_to_9.pdf
- [Ellis FEIR General Public responses 10 to 17](http://www.ci.tracy.ca.us/documents/?d=Ellis_FEIR_General_Public_responses_10_to_17.pdf) -
http://www.ci.tracy.ca.us/documents/?d=Ellis_FEIR_General_Public_responses_10_to_17.pdf
- [Ellis FEIR General Public response 18 pg 1 to 100](http://www.ci.tracy.ca.us/documents/?d=Ellis_FEIR_General_Public_response_18_pg_1_to_100.pdf) -
http://www.ci.tracy.ca.us/documents/?d=Ellis_FEIR_General_Public_response_18_pg_1_to_100.pdf
- [Ellis FEIR General Public response 18 pg 101 to 200](http://www.ci.tracy.ca.us/documents/?d=Ellis_FEIR_General_Public_response_18_pg_101_to_200.pdf) -
http://www.ci.tracy.ca.us/documents/?d=Ellis_FEIR_General_Public_response_18_pg_101_to_200.pdf
- [Ellis FEIR General Public response 18 pg 201 to 294](http://www.ci.tracy.ca.us/documents/?d=Ellis_FEIR_General_Public_response_18_pg_201_to_294.pdf) -
http://www.ci.tracy.ca.us/documents/?d=Ellis_FEIR_General_Public_response_18_pg_201_to_294.pdf
- [Ellis FEIR General Public responses 19 to 22](http://www.ci.tracy.ca.us/documents/?d=Ellis_FEIR_General_Public_responses_19_to_22.pdf) -
http://www.ci.tracy.ca.us/documents/?d=Ellis_FEIR_General_Public_responses_19_to_22.pdf
- [Ellis FEIR Interest Group responses 23 to 26](http://www.ci.tracy.ca.us/documents/?d=Ellis_FEIR_Interest_Group_responses_23_to_26.pdf) -
http://www.ci.tracy.ca.us/documents/?d=Ellis_FEIR_Interest_Group_responses_23_to_26.pdf
- [Ellis FEIR Revisions to DREIR and Appendices](http://www.ci.tracy.ca.us/documents/?d=Ellis_FEIR_Revisions_to_DREIR_and_Appendices.pdf) -
http://www.ci.tracy.ca.us/documents/?d=Ellis_FEIR_Revisions_to_DREIR_and_Appendices.pdf

Attachment B: Proposed General Plan Amendment

- [Proposed General Plan Amendment July 2012](http://www.ci.tracy.ca.us/documents/?d=Proposed_General_Plan_Amendment_July_2012.pdf) -
http://www.ci.tracy.ca.us/documents/?d=Proposed_General_Plan_Amendment_July_2012.pdf

Attachment C: Modified Ellis Specific Plan

- [Modified Ellis Specific Plan Dec 2012](http://www.ci.tracy.ca.us/documents/?d=Modified_Ellis_Specific_Plan_Dec_2012.pdf) -
http://www.ci.tracy.ca.us/documents/?d=Modified_Ellis_Specific_Plan_Dec_2012.pdf

Attachment D: Draft Development Agreement

- [Ellis Amended and Restated Development Agreement](http://www.ci.tracy.ca.us/documents/?d=Ellis_Amended_and_Restated_Development_Agreement.pdf) -
http://www.ci.tracy.ca.us/documents/?d=Ellis_Amended_and_Restated_Development_Agreement.pdf

The documentation is also available at the City of Tracy Development Services Department at 333 Civic Center Plaza, Tracy, CA 95376.