SEPTEMBER 22, 2014

DEL MONTE WAREHOUSE

MASTER PLAN

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San Francisco, CA 94105

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Introduction

The cornerstone of the Master Plan is the vision of the Del Monte Warehouse building as a community asset, a precious landmark for the City of Alameda, with vibrant uses, to allow this community asset to transform from a warehouse into a living landmark.

This Master Plan features a creative and adaptive re-use of the Del Monte warehouse building and surrounding site. The primary attraction of the Master Plan, the Del Monte Building, is a designated City Historic Monument, built in 1927, that will be repurposed and rehabilitated consistent with the Secretary of Interior Standards for a mix of uses that may include: office and work space, shops and food sellers, live/work studios or residential lofts. The concept for the warehouse would create approximately 300 residential units and approximately 30,000 square feet of retail/commercial space in the warehouse building itself. Secondary to this structure, there are two additional pads situated west of the warehouse building that are at this time unoccupied vacant portions of the site. Residential units and commercial space would be housed in new structures to be built on those pads.

This Master Plan will guide the repurposing and redevelopment of the Del Monte Warehouse site, consistent with the General Plan Northern Waterfront goals and policies adopted in 2008. In 2009, the Alameda City Council rezoned the Del Monte property and its neighboring site, Encinal Terminals, for mixed-use development consistent with the General Plan policies for the area. In 2012, the City Council approved the application of a Multi Family Overlay zoning district on the Del Monte and Encinal Terminals sites. The Multi-Family Overlay Zone permits multiple family residential uses on the site. The mixed use (MX) zoning requires that a Master Plan be prepared that will serve as the development regulations for the area and guide the redevelopment of the property consistent with the policies and goals of the General Plan. The Master Plan is organized as follows:

Chapter 1 re-affirms the General Plan objectives for the Master Plan area and describes a vision for the plan area.

Chapter 2 establishes the public realm improvements, which include its interface with the streets, parks, promenades, alleys, and open spaces that will be used by the public and are necessary to achieve the Plan objectives for the area

Chapter 3 establishes the general site development requirements and development standards for the subareas within the Del Monte site.

Chapter 4 discusses the development processes and procedures for implementation of the Master Plan.

Site Location

The Del Monte Warehouse site is located at the northeast corner of the intersection of Sherman Street and Buena Vista Avenue, at 1500 Buena Vista Avenue. The existing Entrance Road is its east boundary and the future Clement Avenue extension is the north boundary.

Existing Site Access

Currently access is gained to the site via a driveway on Sherman Street, which takes the visitor to the Damco distribution warehouse. The site is also accessed on the east side at Entrance Road.

Existing Character

The Del Monte Warehouse building contains approximately 240,000 square feet, and was developed in 1927 for the California Packing Company – better-known today as the Del Monte Company. Del Monte ceased operations here in the 1960s, and since then, the site has been used, and is currently being used, as a general-purpose and distribution warehouse. A fence surrounds most of the property at this time, and access is only gained through the Damco offices on the west side of the building.

CHAPTER 1: Master Plan Objectives and Vision

OBJECTIVES:

Master Plan Objectives for the Northern Waterfront

This Master Plan is designed to ensure that the redevelopment of the plan area achieves the General Plan objectives for the Northern Waterfront area:

Reconnecting the community to the waterfront. The Master Plan seeks to reconnect the community to its waterfront by requiring new public shoreline access, extending the existing street grid to the waterfront, replacing existing waterfront industrial and warehouse uses with residential, commercial, retail, and open space.

Improving access through and around the district. Extending the existing Alameda grid system into and through the area allows for the extension of the Clement Avenue truck route, reduces traffic volumes on Buena Vista, and increases access to the waterfront. Requirements promote use of alternative modes of transportation-such as shuttles, water taxis, and bicycles and a future light rail line to reduce present and future congestion.

Fostering a vibrant new mixed-use environment. The Master Plan seeks to create a new and vibrant district with a variety of uses that are compatible with the waterfront location and adjacent neighborhoods and create a pedestrian-friendly, transit-oriented environment.

Preserving the unique history and environment of the Northern Waterfront Area. This Master Plan will preserve the unique environmental, cultural, and architectural assets within the area and repurpose and improve those assets in the creation of a new, vibrant mixed-use district.

Economic Development. This Master Plan seeks to generate jobs and services for the community while reducing citywide traffic and the associated environmental, economic and social impacts of long commute trips through mixed-use development.

Financially Sound Development The Master Plan requires that new development fund and construct the public facilities and services that are needed to serve the plan area, achieve General Plan objectives, and avoid any financial impact on the City's ability to provide services to the rest of the City.

Master Plan Objectives for the Del Monte Site

The Master Plan objectives specifically for the Del Monte site are to:

Protect and preserve the Del Monte City Monument by allowing economically viable adaptive reuse of the building to ensure that current and future property owners are able to improve, maintain and preserve the building for future generations.

Reduce truck traffic in the adjacent neighborhoods by replacing warehouse and trucking uses with employment and residential uses.

Improve public access through the site and building to the public waterfront from Buena Vista Avenue and the adjacent neighborhoods

CHAPTER 2: The Public Realm

This chapter establishes the requirements for improvements related to the entire Del Monte site, including the following:

- Circulation and Public Access
- Public Open Space
- Landscape Improvements
- Infrastructure

CIRCULATION AND PUBLIC ACCESS

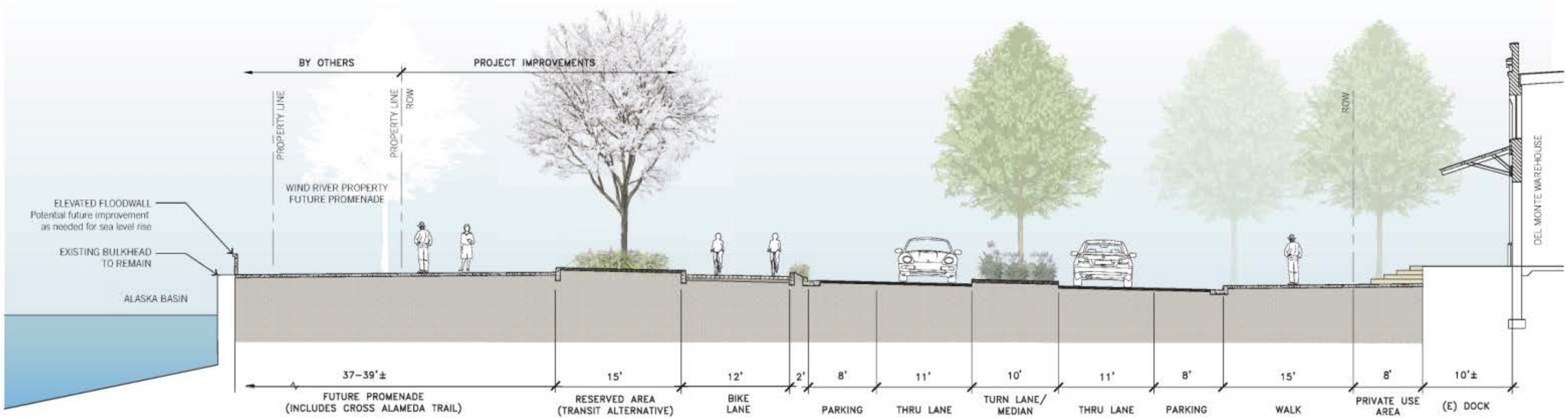
This section establishes the general circulation and parking requirements for the Del Monte site, including the streets, sidewalks and bicycle facilities that allow the public to move through and enjoy the waterfront location as well as service and emergency vehicle access and general parking requirements. It is the intent of this Master Plan to implement the guidelines contained in the City's Master Plan for the Encinal Terminals, Del Monte Warehouse, Chipman/Marina Cove Sites (January 2012). The Del Monte site will be adjacent to and tie into a continuous public shoreline promenade area and a sequence of open spaces and recreational opportunities including walking, running, bicycling, rollerblading, fishing, watercraft launch, and vista points that are anticipated for the adjacent Encinal Terminals site.

City Master Plan Exhibit

Automobile, Truck, Transit, and Water Transport Access

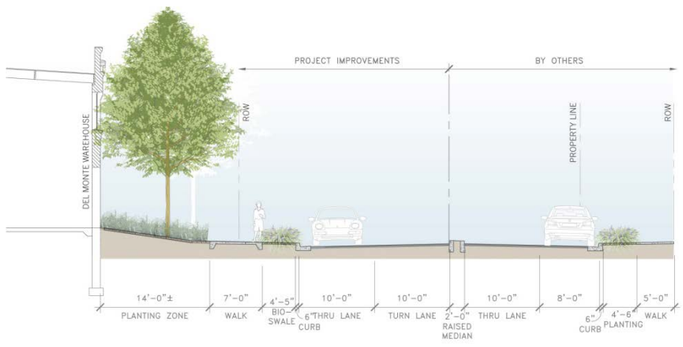
External Street System

Clement Avenue will be extended along the frontage of the Del Monte project area from the intersection of Entrance Road to Atlantic Avenue. It will be designed and constructed for a maximum operating speed of 25 miles per hour to reduce noise and calm traffic-flow past residential areas, and will accommodate the movement of trucks, transit, bicycles and pedestrians through its area. It will be constructed with a curb-to-curb dimension of 68 feet and an elevation to protect the inland areas from 24" of sea level rise.



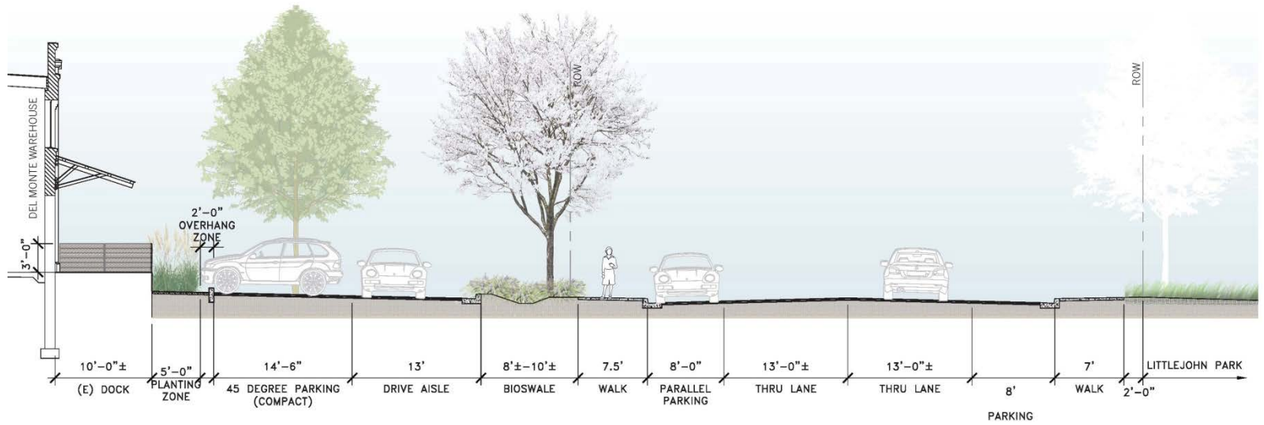
Section Through Clement Avenue

Entrance Road will be improved with a 36-foot curb-to-curb dimension and sidewalks on both sides of the street between Buena Vista and Clement. Del Monte's obligations to complete Entrance Road will be shared with the developers of the Chipman site.



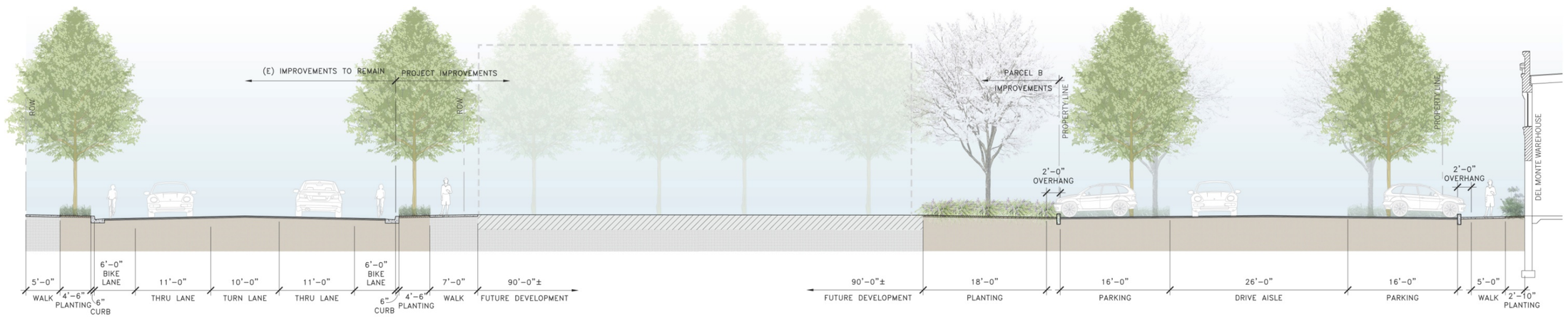
Section Through Entrance Road

Buena Vista Avenue shall be improved with a 7.5 foot sidewalk, a planter strip and street trees, from the existing curb to the face of the building. Street tree selection shall be consistent with the City of Alameda Master Street Tree Plan.

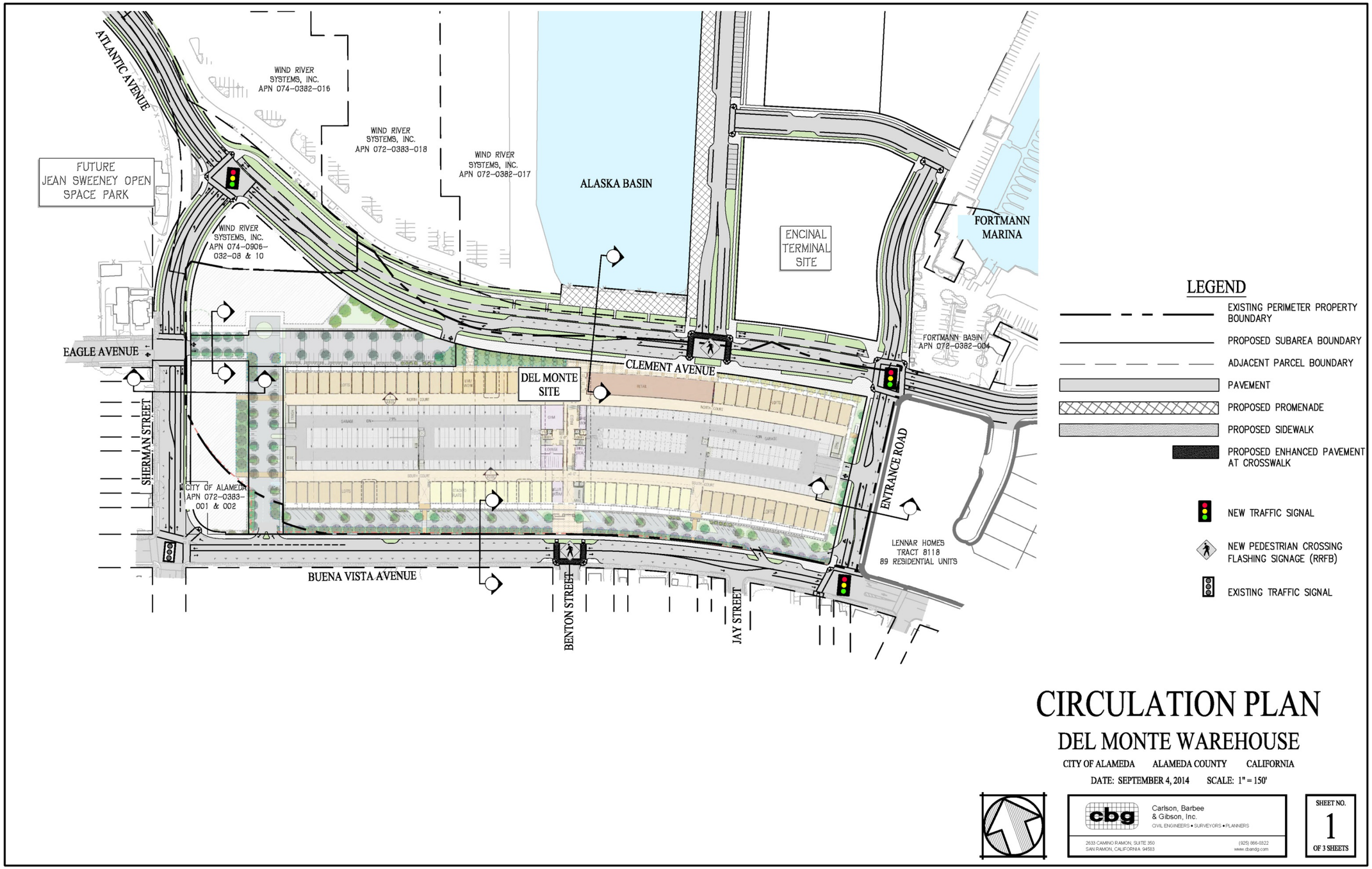


Section Through Buena Vista Avenue

Sherman Street shall be improved with a 7 foot sidewalk, a planter strip and street trees, from the existing curb to the face of the building. Street tree selection shall be consistent with the City of Alameda Master Street Tree Plan.



Section Through Sherman Street



CIRCULATION PLAN

DEL MONTE WAREHOUSE

CITY OF ALAMEDA ALAMEDA COUNTY CALIFORNIA

DATE: SEPTEMBER 4, 2014 SCALE: 1" = 150'

Carlson, Barbee & Gibson, Inc.
CIVIL ENGINEERS • SURVEYORS • PLANNERS
2633 CAMINO RAMON, SUITE 350
SAN RAMON, CALIFORNIA 94583
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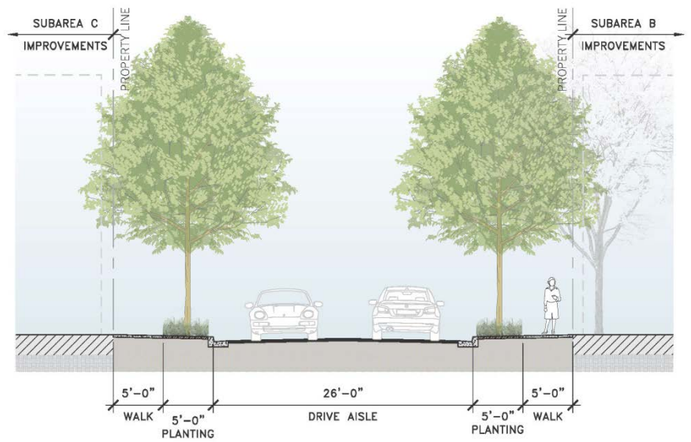
SHEET NO. 1 OF 3 SHEETS



Section Through Eagle Extension

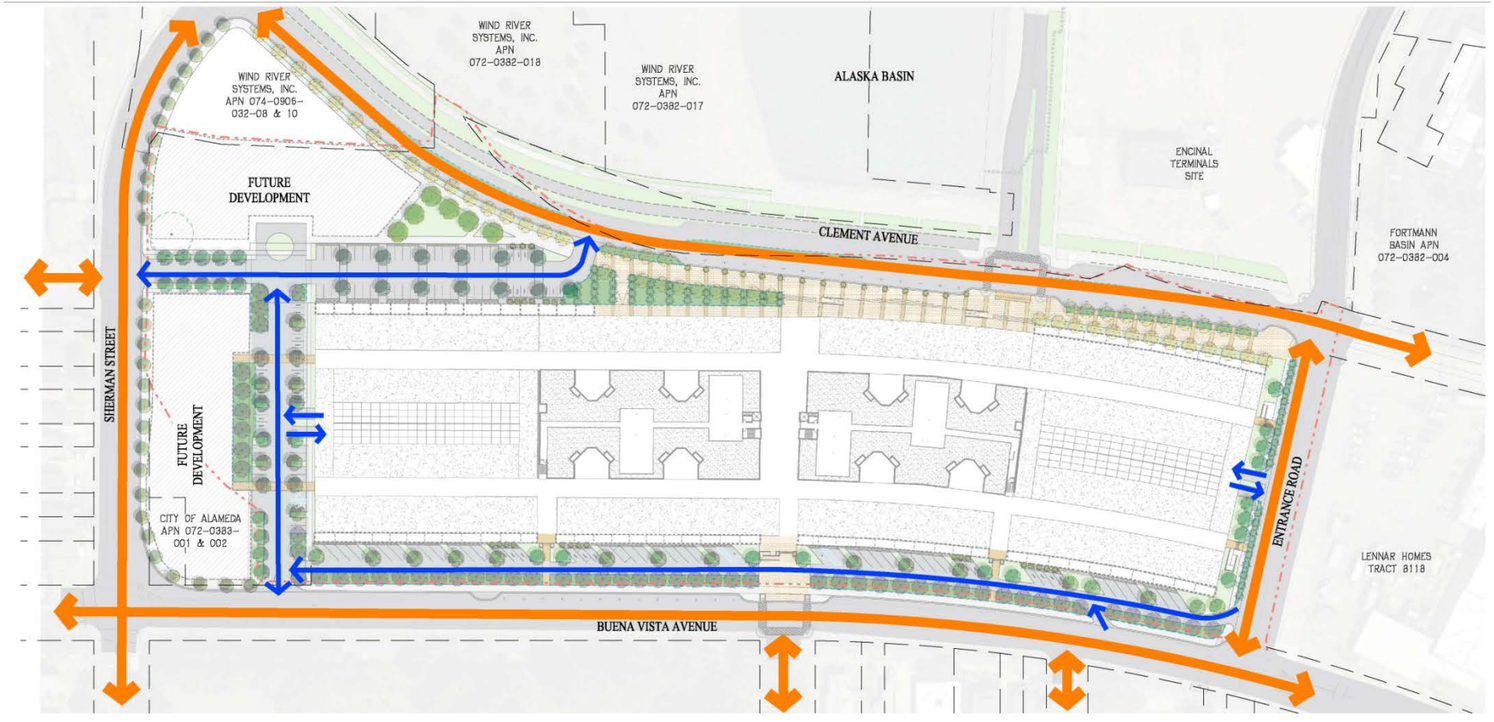
Internal Street System

An inviting, well-designed internal public street system will be established. Key elements of this street system include:

- Vehicular access into the site will occur on all four sides of the Del Monte building, from Sherman Street (two lane road), from Entrance Road (access to Del Monte building garage), from Buena Vista Avenue (access to the site parking) and from Clement Avenue (access to the north side of the building parking areas). Parallel, diagonal and perpendicular parking shall be provided on site.
- Eagle Street will be extended off of Sherman Street. This east-west street will be a two lane roadway constructed with a minimum curb-to-curb dimension of 26 feet, excluding intermittent locations for parking. Parallel and perpendicular parking shall be allowed along the Eagle Street extension.
- All of the internal streets shall be open and accessible to the public 24 hours per day.
- The location and spacing of all internal streets described here and in the graphic exhibits are illustrative of intent only. Actual location and alignment of internal streets may be modified based on development plans for specific subareas, provided the intent of these provisions is assured and subject to approval by the City of Alameda.

Truck Access

All publicly-accessible streets will be designed and constructed to be accessible to service and maintenance vehicles. Permitted use of the Del Monte site shall be limited to 25 truck trips per day.



Transit Access and Facilities

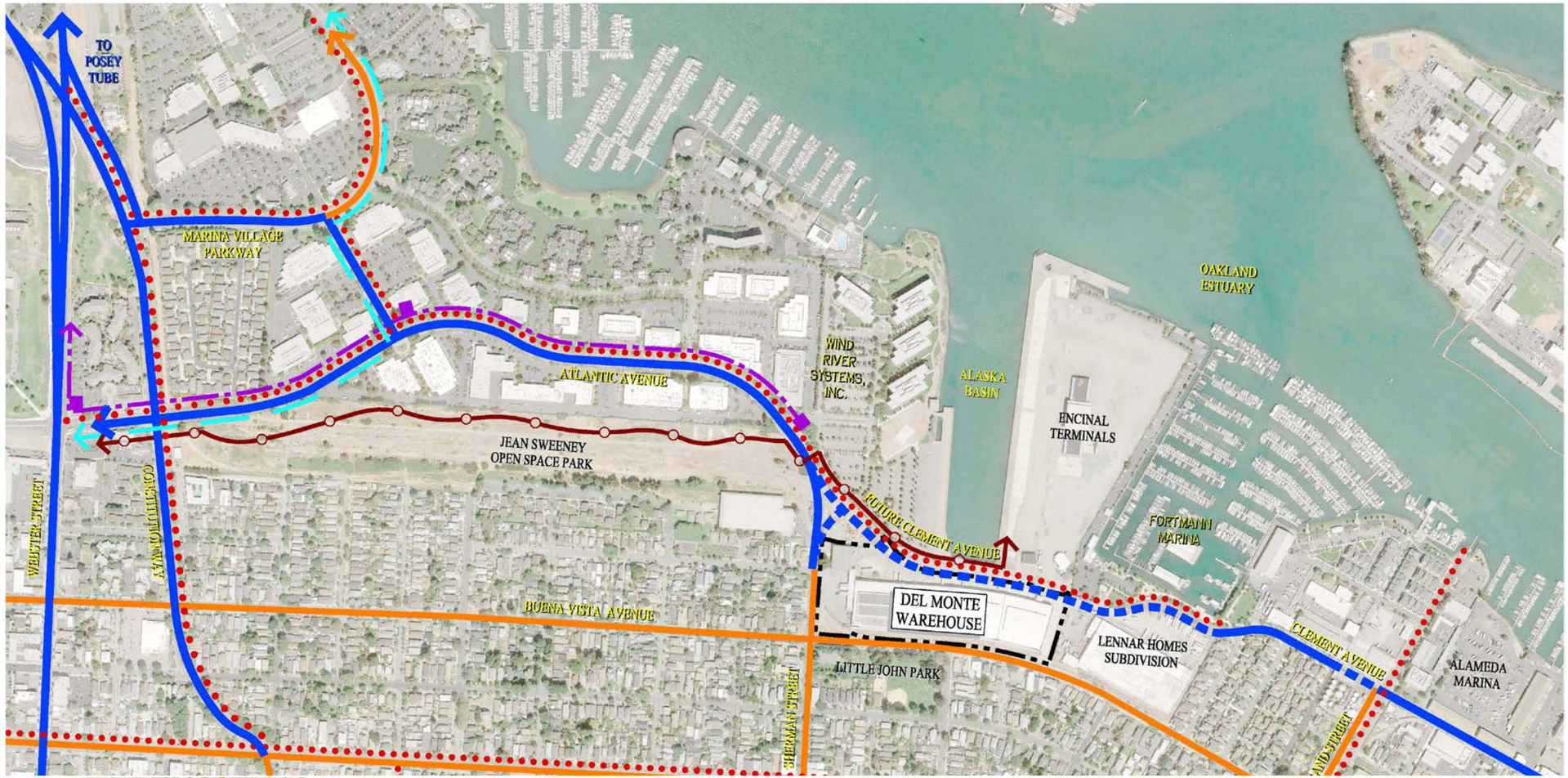
- Opportunities for water transit facilities are expected to be provided along the northern edge of the adjacent Encinal Terminals site. Pedestrian access shall be provided through the Del Monte site to take advantage of these potential opportunities at the Encinal Terminals site.
- If bus transit service is provided along Buena Vista Avenue or Clement Avenue by a public transit agency in the future, a bus shelter with seating shall be provided on the Buena Vista Avenue or Clement Avenue frontage of the project at a location agreed upon with the City of Alameda and relevant transit agencies.

Emergency Vehicle Access (EVA)

- Four points of access/egress for emergency vehicles onto the project site from all surrounding streets shall be provided at buildout.
- An internal network of improved roadways and easements, suitable for access by all City and County emergency vehicles, shall be provided such that two access routes are provided to all building sites.
- Locations of EVA easements shown on illustrative exhibits are illustrative of intent only. Actual alignment of EVA easements may be modified based on development plans for specific subareas, provided the intent of these provisions is assured and subject to approval by the City of Alameda and relevant agencies.

Transportation Demand Management:

The TDM Plan shall be approved prior to approval of the first subdivision map for the first development. The TDM Plan shall include: 1) An annual fee per residential unit and a per square foot fee for commercial space will be applied to transit services ("Transit Fund"); 2) Creation of a Transportation Management Authority (TMA) to manage the Transit Fund and plan its transportation programs (or join other existing TMA's); 3) Provision of shuttle services (bus and/or water shuttle) to BART, 4) An annual report to the City evaluating the effectiveness of the TDM measures. The TDM measures may be combined with other developments to more effectively manage the program.



Transportation Diagram

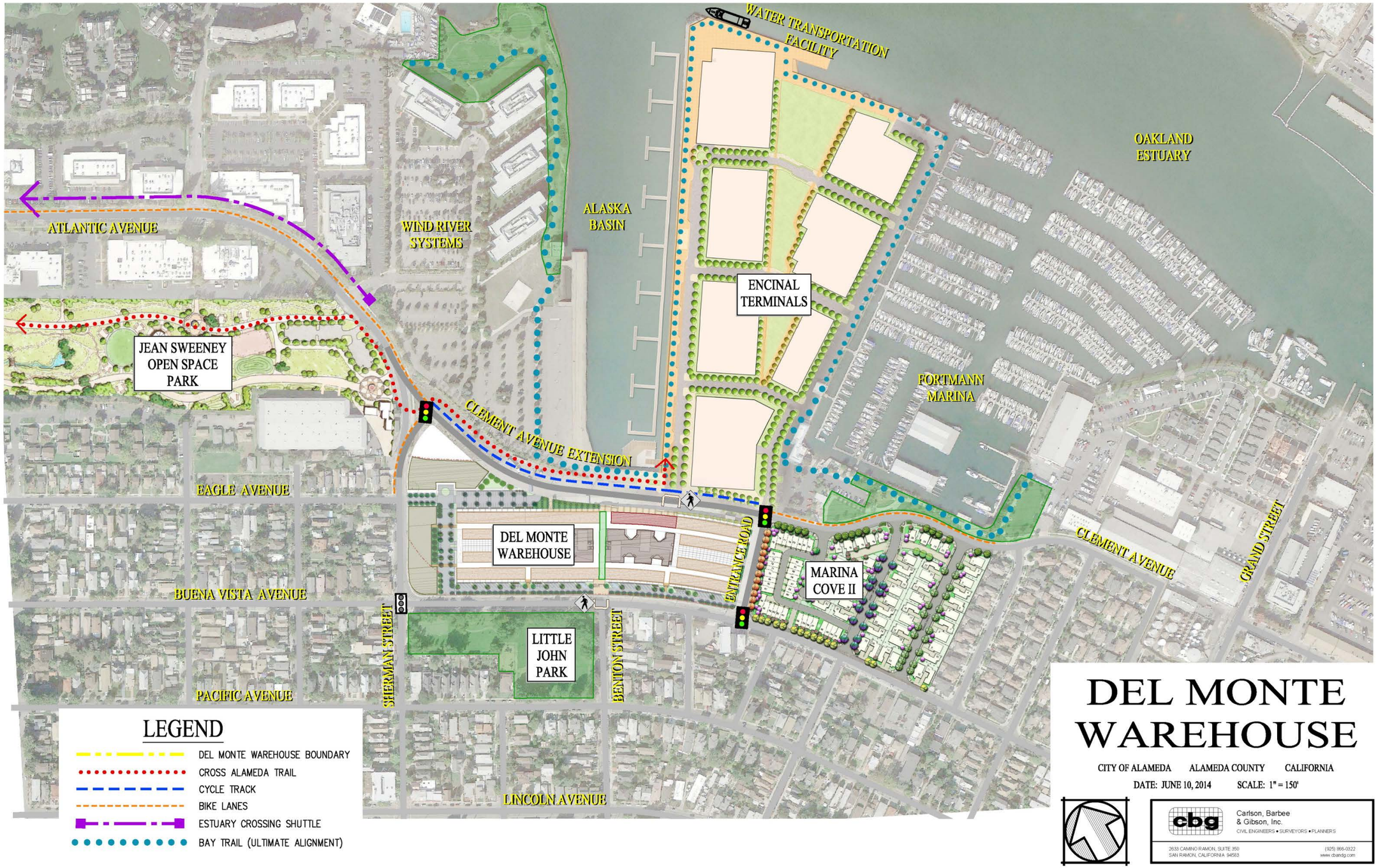
Pedestrian Access

- All new streets shall include sidewalks on both sides of the street and pedestrian crossings at all intersections.
- Traffic signals with pedestrian countdowns are ultimately planned for the intersections of Sherman Street and Clement Avenue, Entrance Road and Clement Avenue, and Entrance Road and Buena Vista Avenue, unless a new traffic engineering study is prepared and approved by the City Public Works Department that demonstrates that one or more of the intersections do not need to be signalized.
- Sidewalks shall be a minimum of 5 feet wide.
- Pedestrian access ways shall be well lit and have clear sightlines in order to provide pedestrians with a sense of safety and comfort.
- Street trees shall be provided on all streets and pedestrian areas. Street trees should be planted within the planting strips on each of side of the street and spaced on average every 30 feet.

Bicycle Access

Bicycle lanes shall be provided in conformance with the standards established by the Alameda Bicycle Plan on the Clement Avenue Extension.

Bicycle racks shall be provided at strategic spots and located in convenient, well-lit areas, clearly visible from a building's primary entrance. Racks shall be placed at sufficiently short intervals so that bicyclists can easily find a place to park their bicycles.

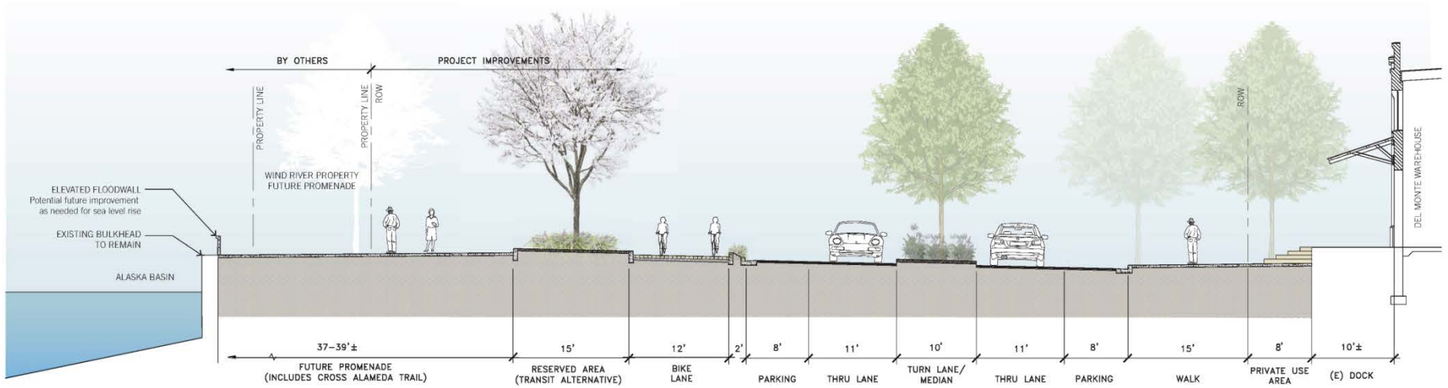


Public Bicycle and Pedestrian Access and Neighborhood Amenity Diagram

Waterfront Access

- A continuous public shoreline promenade is planned to be provided at the Encinal Terminals site which will provide waterfront access along the perimeter of that site. The promenade is expected to include a sequence of open spaces and recreational opportunities including walking, running, bicycling, rollerblading, fishing, watercraft launch, and vista points, and will include the necessary structural and safety improvements that will allow convenient pedestrian access to the Alaska Basin and Encinal Terminals site. In addition, the retail core of the Del Monte Warehouse is intended to tie into the Alaska Basin shoreline.

- A minimum of one public pedestrian pass through the building from Littlejohn Park to the Alaska Basin and waterfront promenade will be provided. To accommodate this, mid-block crossings are necessary at Benton Street and on the north side of the Del Monte Building at Clement Avenue; if needed, pedestrian signals may be required upon review of the proposed crossings.



Waterfront Public Access Cross Section

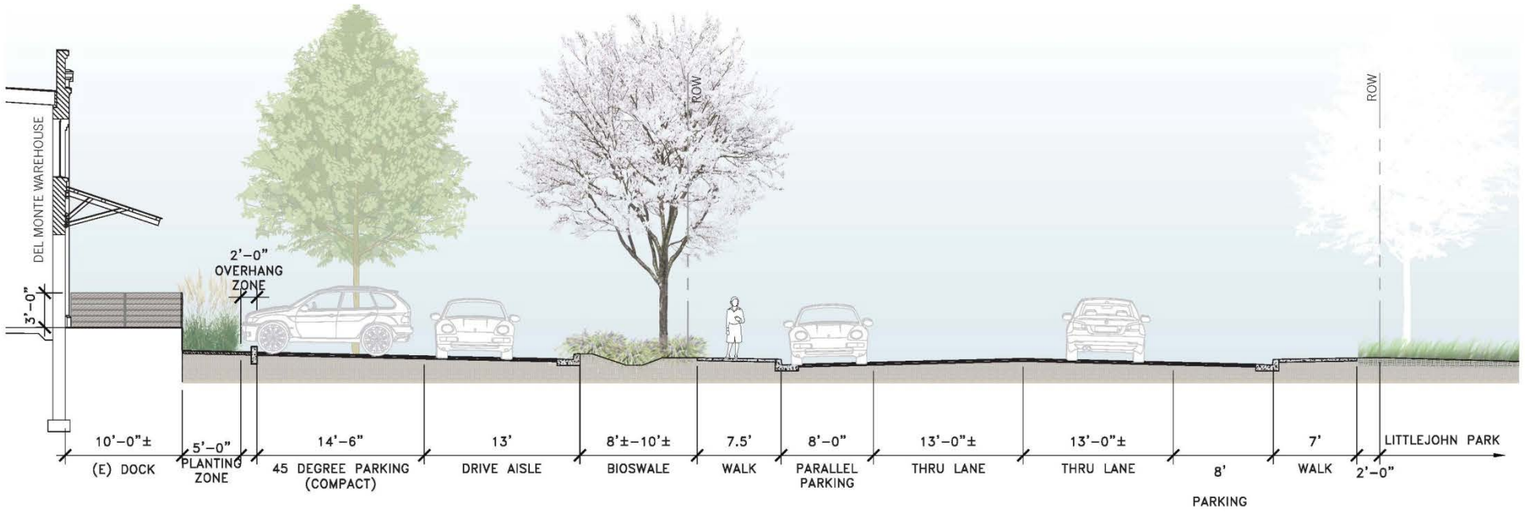
PUBLIC OPEN SPACE

In addition to the public access and open space anticipated to be provided in the continuous public promenade that will extend around the waterfront perimeter of the adjacent Encinal Terminals site, the Del Monte site will be adjacent to 3.45 acre Littlejohn Park, and proximate to the planned 22 acre Jean Sweeney Open Space Park.

Because the Del Monte site is so convenient to surrounding amenities, like the park and waterfront promenade at Encinal Terminals, it is envisioned that the public open space areas will be primarily comprised of gathering areas, located proximate to the pedestrian passage through the Del Monte building, and areas to the north and west of the Del Monte Warehouse building.

Acreage allotted to public open space within the site will include both public common and non-common private open space in the form of patios for the ground floor units and balconies/decks for elevated units, or in the form of a rooftop garden on top of the Del Monte Warehouse Building.

AMC Section 30-5.12 requires a minimum of 300 square feet of common open space per housing unit. To the extent that the minimum 300 square feet of common open space per housing unit is not met, any residential development shall make off-site improvements to City parks (or contribute an in-lieu fee) as a condition of a subdivision map or occupancy of the 100th housing unit. The amount of the improvements or fee shall be determined prior to, and included in, any Subdivision Map or Development Agreement; it is expected that the Del Monte project will be contributing directly to the construction of a portion of the Jean Sweeney Open Space Park, located just west of the project.



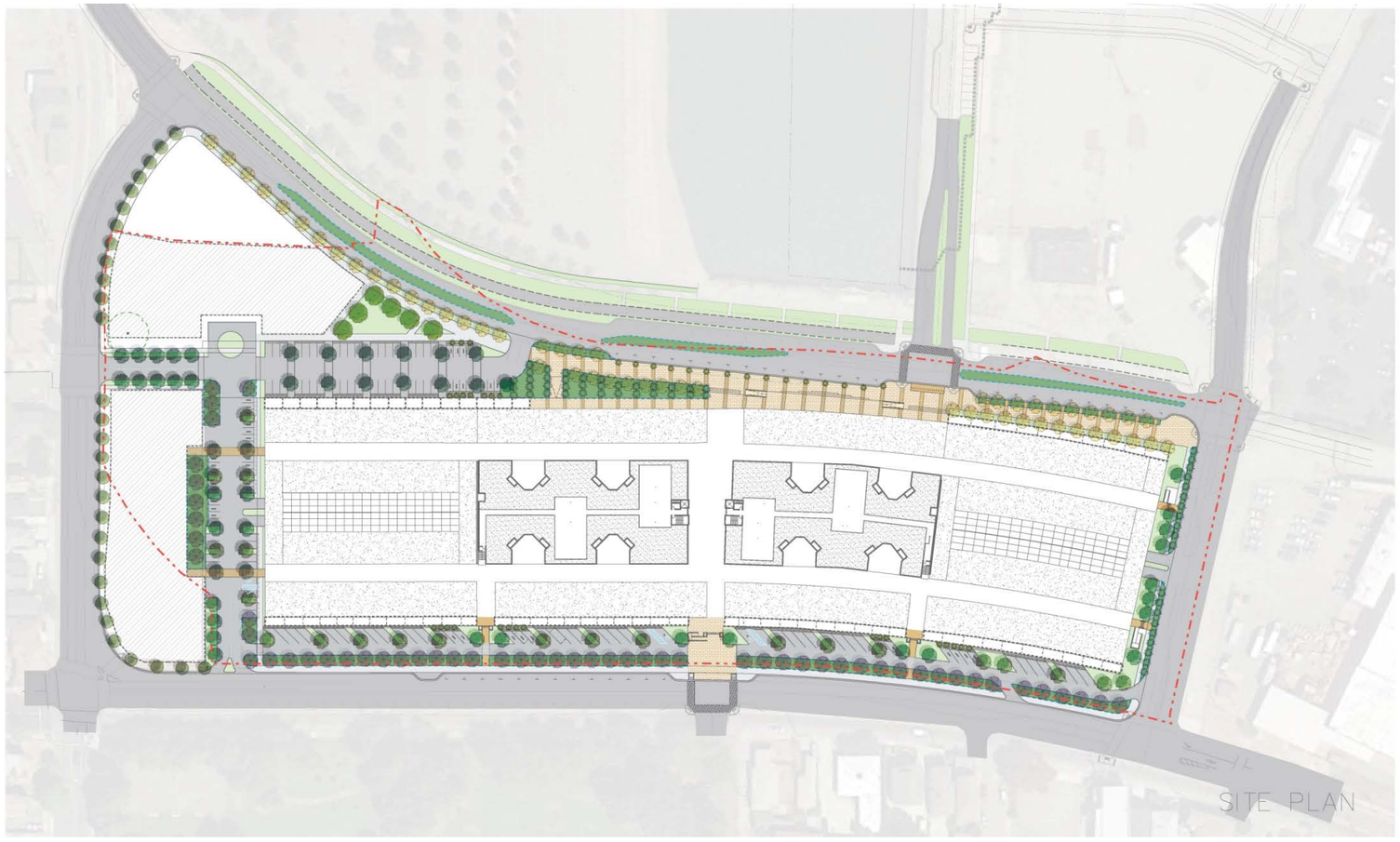
Section at Buena Vista to Littlejohn Park

LANDSCAPE IMPROVEMENTS

Landscaping along Sherman, Buena Vista, and Clement, should be designed to screen the cars from view from the public access, adjacent neighborhood areas, Littlejohn Park and the Alaska Basin without compromising public safety or views of the water.

Street trees shall be provided on all streets and pedestrian areas. Except for Buena Vista Avenue, street trees should be planted within the planting strips on each side of the street and spaced on average every 30 feet. Along Buena Vista, the landscape strip is only 18 inches wide, inadequate for trees, and the distance from curb to property line is not generous. As such, in this location, the street trees will be placed in the 11+' wide bioswale just inboard of back-of-walk.

All landscape improvements shall be compliant with Bay Friendly Landscape design standards.



Landscape Plan

INFRASTRUCTURE

Introduction

The project site is currently served by existing private utilities that are deteriorated and at the end of their service life. Many of these existing utilities do not meet current codes or standards.

The Del Monte project will replace the existing infrastructure with utility systems that include stormwater, wastewater, potable water, electrical, natural gas and telecommunications that will be designed in accordance with adopted standards.

Flood and Sea Level Rise Protection

The existing finish floor elevations of the Del Monte warehouse range from 6.3 to 8.0 (City of Alameda Datum). The warehouse floor slopes from the south to the north. The finish floor elevations along the southern side of the building are generally approximately 8.0. The finish floor elevations gradually decrease towards to the north side of the warehouse, where the finish floor elevations are generally approximately 6.3.

The current 100-year tidal elevation has been established as 3.9 (Alameda Datum) for this area of the City of Alameda by the Federal Emergency Management Agency (FEMA). Accordingly, the existing warehouse minimum finish floor elevation is approximately 2.4-feet above the current 100-year flood elevation. The proposed finish floor elevations of any additional structures constructed within the project site will be established at a similar elevation as the existing warehouse minimum finish floor. Therefore, the existing warehouse and other planned structures within the project site will have over 28-inches of built-in protection from future sea level rise.

In order to protect the existing warehouse and other planned structures within the project site from future sea level rise that exceeds 2.4-feet, an adaptive management design strategy will be implemented with the design of Clement Avenue Extension, as well as the Oakland/Alameda Estuary shoreline perimeter of other surrounding properties. The portion of Clement Avenue adjacent to the Oakland/Alameda Estuary will be designed such that land along the waterside is reserved for future adaptive measures, should they be necessary. These adaptive measures may include increasing the height of a sea wall or levee. These adaptive measures would only be implemented if future sea level rise exceeds the projected amount assumed in the original design of this street.

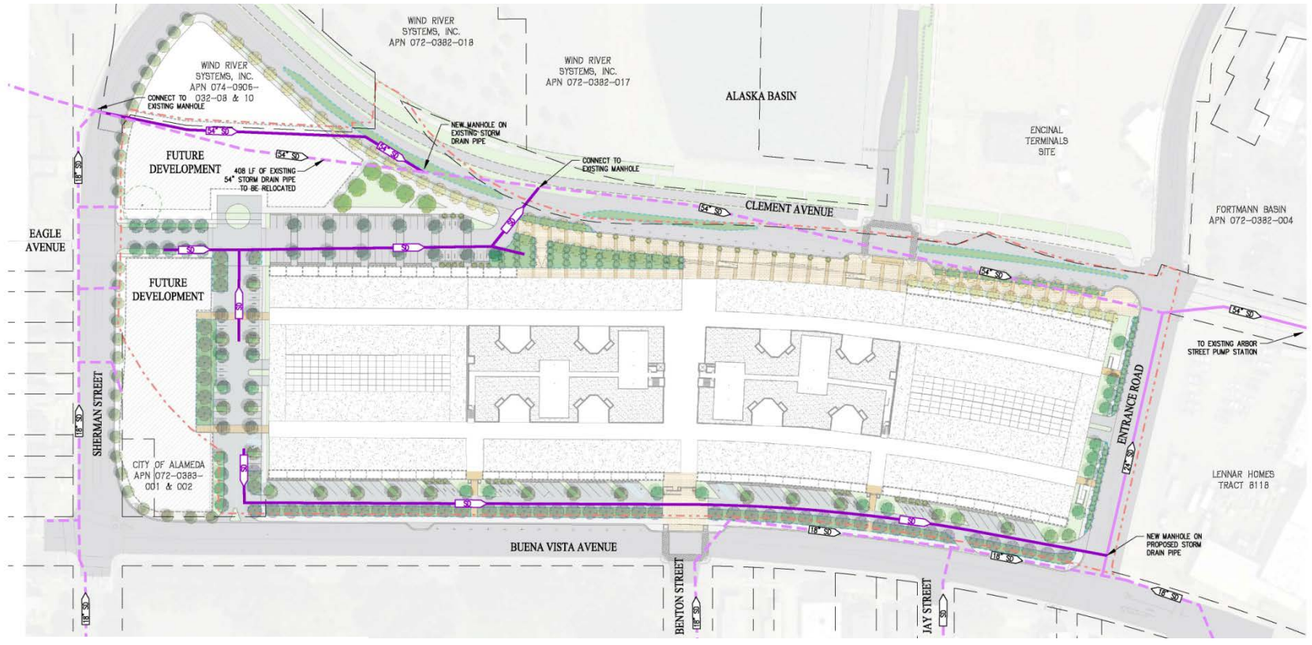
Additionally, a funding mechanism will be established for the Project to generate the Project's fair share of the required funding to monitor sea level rise and implement the phased construction of adaptive flood protection measures. This mechanism may be a Community Facilities District and / or a Geologic Hazards and Abatement District. The Project residents and businesses will begin to contribute to the funding of the future sea level rise adaptive measures immediate upon their occupancy of the structures within the project site.

Stormwater System

The storm runoff from the project site is collected and conveyed to the City of Alameda's storm drain system, eventually discharging to the Arbor Street Pump Station. The City of Alameda owns and maintains a large diameter (54-inches) storm drain pipeline that is aligned along the northern side of the warehouse. This facility collects drainage from a large watershed that encompasses the northwestern portions of Alameda. This pipeline connects to the existing Arbor Street Pump Station, which is located just east of the Entrance Road and Clement Avenue intersection, next to the Fortman Marina. The pump station discharges the stormwater to the Oakland Estuary at this location.

The storm drain system shall maintain the existing drainage patterns of the site. The proposed system will include installation of new inlets and pipelines sized appropriately (ranging in size from 12 to 24 inches in diameter) to convey the site run-off. The new on-site stormwater system will connect to the City's 54-inch pipeline, which eventually discharges to the Arbor Street Pump Station. The proposed quantity of run-off conveyed to the City's system will be reduced in comparison to the existing condition because of the reduced amount of impervious area included in the proposed site plan and implementation of on-site underground detention system.

Bio-treatment areas to treat runoff from the proposed impervious areas shall be in accordance with Alameda County Clean Water Program guidelines. To the maximum extent feasible, bio-treatment areas shall be integrated into landscaping areas adjacent to street and parking areas or buildings. Specifically, the runoff from the roofs of proposed new structures within bays 2 and 3 of the Del Monte Warehouse building will be treated. The runoff from the roofs of the remaining Del Monte Warehouse building will not be treated as that is existing impervious area and exempt from treatment requirements.



Storm Drain System Concept Diagram

LEGEND

- PROJECT BOUNDARY
- PROPOSED WATER QUALITY AREA
- SELF TREATING AREA (TO BE TREATED ON-SITE AS PART OF FUTURE DEVELOPMENT SITES)
- TREATED AREA
- EXEMPT AREA*

Water Quality Concept Diagram

Wastewater System

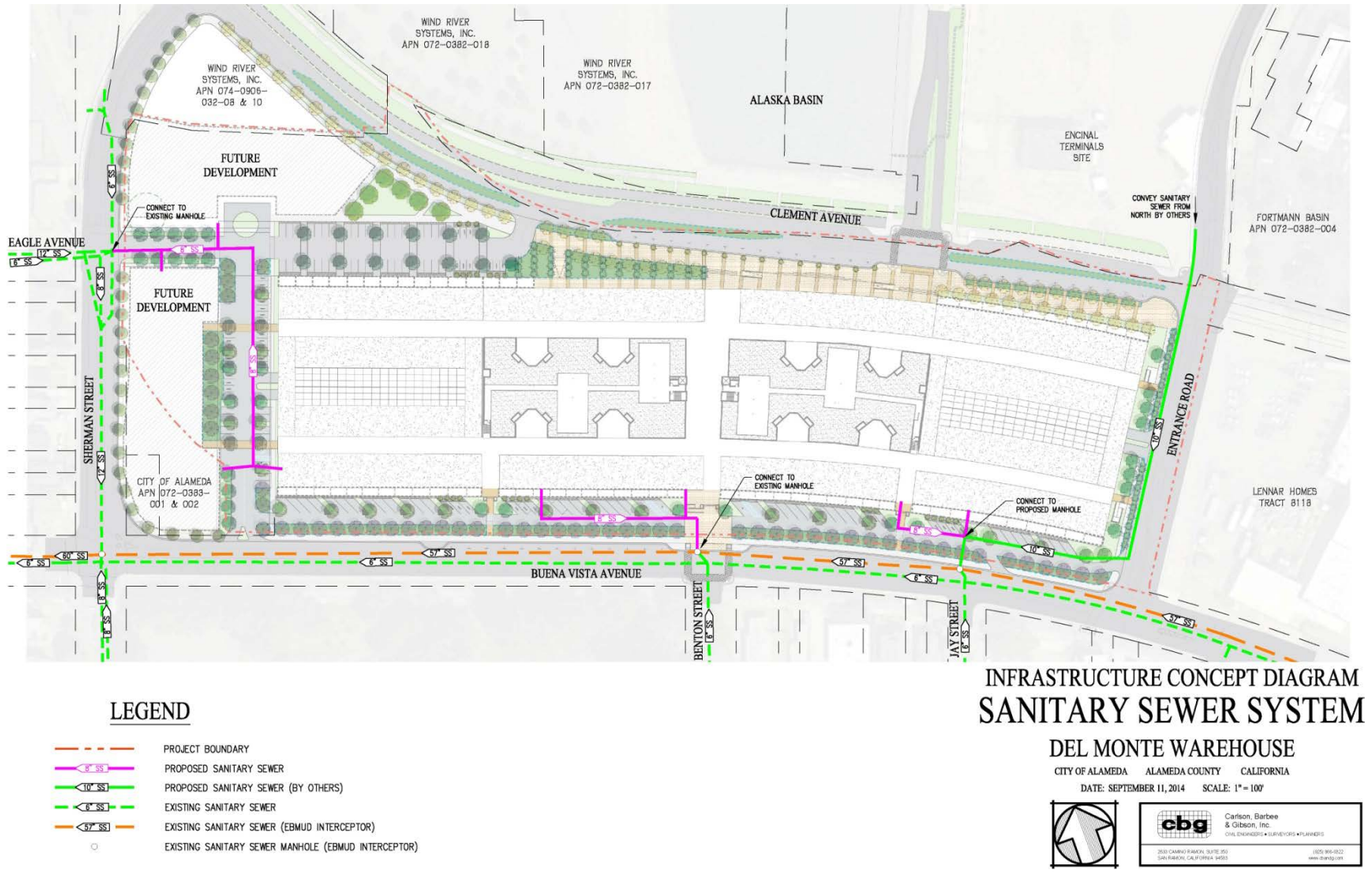
Currently, the wastewater generated from the Del Monte project site is collected and conveyed by an existing 10-inch pipeline that falls east to west towards Sherman Street, along the north side of the Del Monte warehouse building. The 10-inch pipeline extends to Sherman Street and connects into the City of Alameda collection system near the intersection with Eagle Avenue. The City's pipelines within Sherman Street range in size from 8 to 12 inches and flow from north to south. The 12-inch pipeline in Sherman Street connects to the EBMUD 60-inch interceptor pipeline at the intersection with Buena Vista Avenue.

New wastewater infrastructure shall be constructed throughout the Del Monte project site which will connect to the EBMUD interceptor in Buena Vista Avenue. The existing private wastewater collection facilities will be abandoned in place or removed.

A new on-site wastewater collection system will be installed throughout the proposed street network within the project site and shall include the following:

Pipelines will range in size from 6 to 8 inches in diameter.

Wastewater facilities will be installed in Entrance Road and along the southern side of the warehouse conveying the Del Monte project wastewater from the project site and potentially other surrounding properties southerly to Buena Vista Avenue.



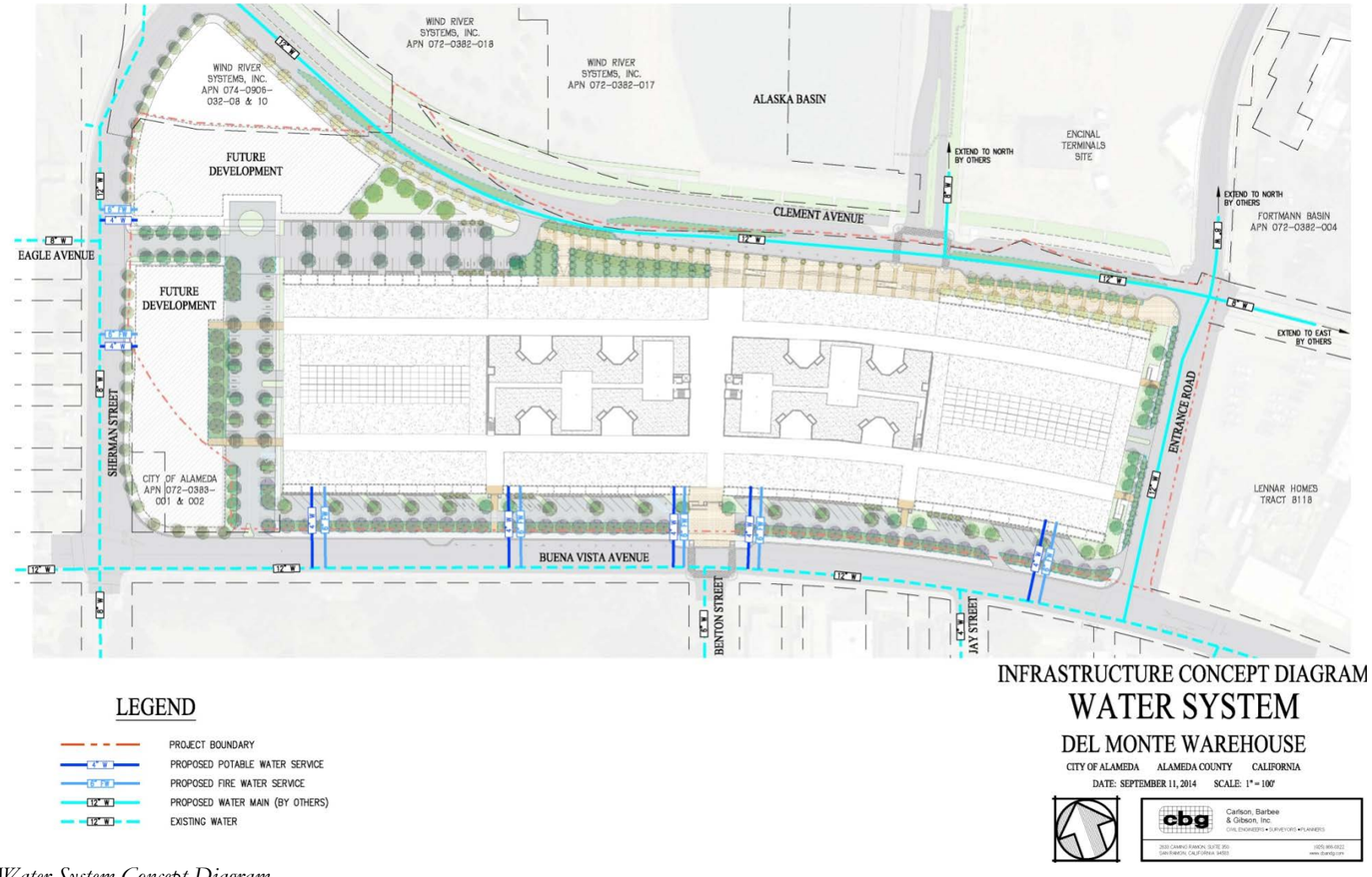
Sanitary Sewer Concept Diagram

Potable Water

East Bay Municipal Utility District provides potable water service to the City of Alameda and the Project Site via a 12-inch pipeline in Buena Vista Avenue, an 8-inch pipeline in Sherman Street and a 10-inch pipeline in Clement Avenue to the east. Existing private water pipelines extend from the EBMUD distribution system to the existing structures within the project site. The project site is currently served by existing pipelines ranging in size from 6-inches to 15-inches that are located in Entrance Road and along the northern side of the Del Monte warehouse building.

A new potable water distribution system will be constructed to serve the Del Monte project site and will include the following:

- New domestic and fire water services will be extended to the warehouse and other proposed structures on-site.
- New supply lines within Clement Avenue and Entrance Road with pipe sizes that range in size from 8-inches to 12-inches.



Water System Concept Diagram

Dry Utilities

Alameda Municipal Power provides electric service to the Project Site. Existing transmission and distribution lines extend along Buena Vista Avenue, and will likely be the electrical source for the project.

Pacific Gas & Electric (PG&E) provides natural gas service to the Project Site

AT&T will provide telecommunication service to the Project Site.

A new joint trench will be constructed from the source to and throughout the project site, and will include new facilities for all dry utility systems.

Miscellaneous Provisions

An Assessment District and/or Community Facilities District may be established on all properties in the Plan area to fund public improvements, municipal services such as street and sewer maintenance, and transit services to the area.

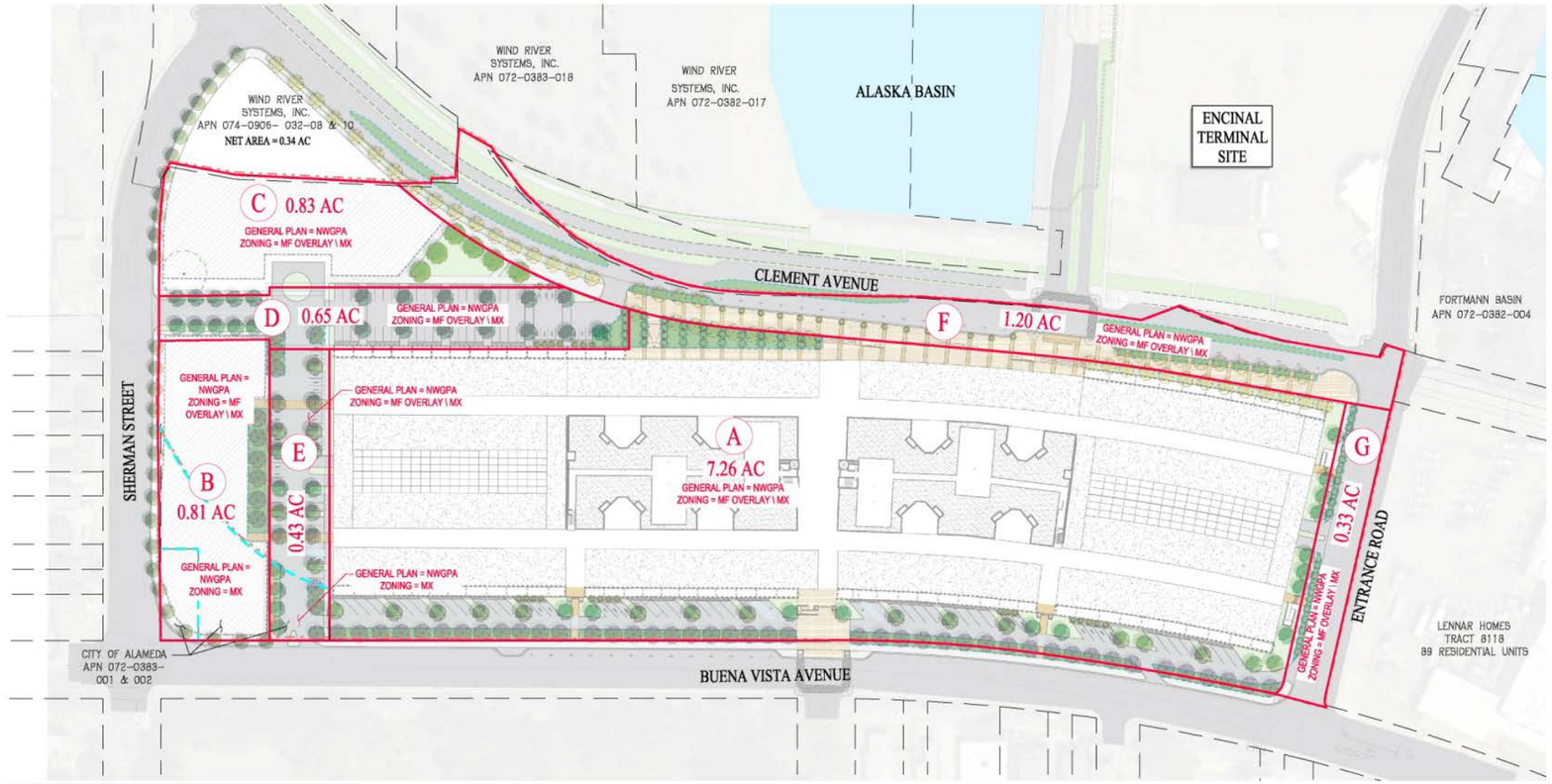
Alameda Municipal Power shall review each phase of the development to ensure that adequate facilities for the provision of power are provided.

The City of Alameda Public Works Department shall review each phase of the development to ensure that adequate water, storm drain, wastewater, and transportation infrastructure are provided.

CHAPTER 3: General Site Development Requirements and Standards for Development of Specific Subareas of the Del Monte Site Area

This chapter establishes the requirements for improvements related to specific subareas of the Del Monte Warehouse Master Plan, including:

- Land Use
- Residential Density
- Non-Residential Density/Minimums
- Residential and Non-Residential Development Balance
- Affordable Housing
- Parking
- Building Design



Subarea Diagram

LAND USE

Refer to Subarea Diagram. All development is subject to Planned Development and Design Review approvals.

Permitted, and Conditionally Permitted, Land Uses

The following uses shall be permitted in the Del Monte Warehouse Master Plan provided that the parking for the uses can be accommodated on site and the uses are consistent with the truck cap provided in Chapter 2, Truck Access.

SUBAREAS A, B AND C:

SUBAREA A: Warehouse Subarea
SUBAREA B: Sherman Subarea
SUBAREA C: Eagle Subarea

Permitted Uses

- Multi-family residential units, including but not limited to live/work, lofts, townhomes and flats; single family detached residential is not permitted,
- Commercial retail, but not including, "super store" type retail commercial uses or drive-through commercial facilities or grocery stores
- Hotel (subject to conditional use permit for sale of alcohol for on-site or off-site consumption)
- Office or medical uses
- Commercial recreational uses
- Home occupations consistent with AMC 30-2
- Maritime – Recreational boat and small craft rentals and sales but not boat storage or outdoor boat display areas in excess of 800 square feet.
- Artist Studios and Galleries and Museums
- Schools and Educational Facilities not to exceed 5,000 square feet
- Farmers Markets, Community Gardens
- Other uses determined by the Planning Board to be similar to the above and consistent with the plan objectives.

Permitted Uses Subject to Conditional Use Permit:

- Performance and entertainment facilities, but not multiplex cinemas.
- Restaurants and taverns
- Grocery stores, including alcohol sales for on and off site consumption.
- Light warehousing, light manufacturing, not to exceed 5,000 square feet
- Other uses determined by the Planning Board to be similar to the above and consistent with the plan objectives.

Maximum Building Height

- 55 feet

Site Development Standards

Building Setbacks

- From Internal Street Rights-of-Way (subareas D, E): 10 feet.
- From External Roadways (i.e., adjacent to Sherman Street, Clement Avenue, Buena Vista Avenue and to subareas F and G): 10 feet
- Landscaped surface parking may occur within building setbacks. Surface parking may not occur between building and Sherman Street. All surface parking lots abutting the surrounding public streets shall include a landscape buffer of at least 5 feet in width or a decorative 4 foot wall to screen parked cars from the public sidewalk.

SUBAREAS D, E, F, G: Public Roadway Rights-of-Way

Permitted Uses

Public Roadways and Landscaping

Maximum Building Height

Not applicable

Site Development Standards/Building Setbacks

Building Setbacks

Not applicable.

Roadway Design Standards

See Chapter 2

Roadway Locations and Alignments

Subareas D and E may be realigned as needed to accommodate modifications to the building layout, provided that:

1) Public access, continuity and connections through the overall site are provided consistent with the intent of this Master Plan.
2) Roadway circulation and cross-sections are substantially similar to those defined in Chapter 2 of this Master Plan.

RESIDENTIAL DENSITY

Density

All of the property is comprised of the MX Mixed Use Zoning District which permits a maximum allowable base residential density of one unit per 2,000 square feet of lot area for land designated for residential use or a gross residential density of up to 21.78 units per acre. The property also contains the Multi Family (MF) Overlay on the MX Zoning, which allows the maximum density to increase to 30 units per acre.

Consistent with the existing zoning, 11.51 acres at 30 units per acre yields 345 housing units. However, if a redevelopment proposal seeks to provide additional affordable housing units in excess of the minimum required (See Affordable Housing below), a density bonus may apply, up to 35% or a total of 466 units; however, this Master Plan allows a maximum of 414 residential units.

NON-RESIDENTIAL DENSITY/ MINIMUM DEVELOPMENT

Density

It is anticipated that the commercial square footage for the Master Plan will contain at least 30,000 square feet, subject to the Balance Provisions contained below.

Minimum Non-Residential Development

Development of the overall Del Monte site shall result in a minimum total non-residential development of 30,000 square feet, which shall be comprised of

- retail and commercial space and
- the ground floor of Live/Work units.

The 30,000 square feet shall be designated on the Del Monte Building (Sub Area A) Development Plan for Planning Board review and approval.

The Planning Board, after holding a noticed public hearing, may approve a permanent reduction in the minimum 30,000 square feet of commercial space requirement for the Del Monte Building (Sub Area A) if the Planning Board is able to make one of the following three findings:

1. The reduction in commercial space in Sub Area A is compensated by a corresponding increase in commercial space on Sub Area B and/or C and the redistribution of the space will not have a detrimental impact on the neighborhood or the projects ability to reduce automobile trips.
2. The reduction in commercial space is necessary to avoid a blighting influence on the neighborhood as the result of persistent vacancies within the designated commercial floor area, as demonstrated by four consecutive years of annual reports provided by the project sponsors showing that the designated space is not appropriate or attractive to non-residential users and that all commercially reasonable steps have been taken to market the vacant space(s) for the entire 4 year period. Compliance with the marketing requirement shall be established by providing proof to the Planning Board that: one or more brokers are under contract to market the space(s), the space(s) is regularly advertised with one or more commercial listing services and the space(s) displays signage advertising its availability.
3. The public interest and general welfare of the community would be enhanced by a reduction in commercial floor area.

If the Planning Board approves a permanent reduction in the minimum required commercial space, the space may be converted to any other use permitted under this Master Plan, provided that it can be demonstrated that any such change in use will not result in new or substantially more severe environmental impacts.

RESIDENTIAL AND NON-RESIDENTIAL DEVELOPMENT BALANCE

It is the intent of this Master Plan to allow a mix of uses containing 414 residential units and a minimum of 30,000 square feet of commercial space. The Planning Board may approve additional uses or an increase in the number of units in a subarea provided that a corresponding reduction in authorized amount of another use is made or it can be demonstrated that the change will not result in new or substantially more severe environmental impacts.

AFFORDABLE HOUSING

Residential redevelopment of the property shall provide 55 housing units affordable to moderate, low, and very low-income households.

Since the redevelopment proposal seeks to provide additional affordable housing units in excess of the required, the additional units will qualify the project for affordable housing incentives, waivers, and a density bonus in accordance with AMC 30-17 Affordable Housing Density Bonus. As such, the project will build a total of 55 affordable units, broken down as follows:

- Five percent (5%) of all units shall be affordable to very low income households (17 units).
- Four percent (4%) shall be affordable to low income households (14 units).
- Seven percent (7%) shall be affordable to moderate income households (24 units).

The affordable units will be built in two phases.

Phase 1. The first affordable units constructed will be 18 moderate income units in the Del Monte Building. The 308 units currently planned for the warehouse structure represent approximately 74% of the total 414 units planned for the project site. Therefore, 18 of the moderate units will be included in the Del Monte Warehouse structure, which represents 74% of the 24 moderate units required for the entire master plan.

Phase 2. The balance of the affordable units (37) will be constructed in a new building in either Subarea B or C as described in the Master Plan document. Combining the Low and Very Low units in a new building will make it possible to take advantage of tax credit financing for the development of the building. Affordable housing developer will partner with the development team to design, obtain financing, construct and manage the building that will house the Low and Very Low units. The remaining 6 moderate units will be spread throughout the Master Plan and may be for sale or for rent, depending on the direction taken for the market rate units. The final distribution of the moderate units within the Master Plan may depend in part on what is needed to make the affordable housing project viable from a tax credit standpoint.

Milestones:

In order to ensure that the timing of provision of the low and very low income units is similar to that for the market rate units, the following milestones for development of the building that will house the Low and Very Low units are as follows:

1. By the 1st occupancy within the Del Monte Warehouse building, an affordable housing developer shall have been identified and commenced planning the design of the building.
2. By the 150th occupancy within the Del Monte Warehouse building, the affordable housing developer shall have begun construction of the Low/Very Low building; provided, however, that the developer will be deemed to have met this milestone if the affordable housing developer has applied for but not yet received the necessary tax credit financing to begin construction.
3. By the final occupancy within the Del Monte Warehouse building, the Low/Very Low building shall be ready for occupancy, subject only to any delay that is due to a delay in receipt of the tax credit financing.

PARKING

All parking for uses on the Del Monte site shall be accommodated on site or along the Clement Avenue, Buena Vista Avenue, Entrance Road and Sherman Street frontage.

All on-site, surface parking spaces shall be shared among the onsite uses and available for public use in support of the Transportation Demand Management (TDM) program, except that parking adjacent to the south edge of the Del Monte Warehouse building will be subject to the unbundled parking requirements defined below.

Unbundled Parking: In order to reduce traffic trips and parking demand, the following regulations will apply to the sale or rental of parking spaces in all residential buildings within the Del Monte Master Plan area, including the Del Monte building parking garage:

- All internal garage parking spaces shall be leased or sold separately from the rental or purchase fees for the individual units for the life of the units, such that potential renters or buyers have the option of renting or buying a unit at a price lower than would be the case if there were a single price for both the unit and the parking space(s).
- In cases where there are fewer parking spaces than units, the parking spaces shall be offered to the potential buyers or renters of the largest units first.
- Potential buyers and renters of affordable residential units shall have an equal opportunity to buy or rent a parking space on the same terms and conditions as offered to the potential buyers and renters of market rate units, at a price proportional to the sale or rental price of their units as compared to comparable market rate units. This stipulation shall be included in any agreement recorded between the City and the developer pertaining to the affordable units.
- Parking spaces shall be offered only to residents and tenants served by the off-street parking, except that any surplus space may be rented out to non-residents or non-tenants with the provision that such spaces must be vacated on 30 day notice if they become needed by tenants or residents.

For the uses not contained within the Del Monte building, the following parking requirements are reduced from Alameda Municipal Code standard parking rates in recognition that all the spaces will be shared and that the development will include a site specific Transportation Demand Management program. A maximum of 1.5 spaces per residential unit shall be provided for new structures. Minimum parking standards for non-residential uses will be as follows.

- Commercial retail uses: 2 spaces per 1,000 square feet.
- Hotel Use: One space per room plus one space for on-site manager.
- Office or medical use: 2 spaces per 1,000 feet.
- Entertainment and Recreational uses: 2 spaces per 1,000 square feet.
- Light warehousing, light manufacturing: 0.5 spaces per 1,000 feet.
- Commercial Recreational uses: 0.5 spaces per 1,000 square feet.
- Artist Studios and Galleries and Museums: 0.5 spaces per 1,000 square feet.
- Performance, Entertainment, Amphitheater: 1 space per 1,000 square feet.
- Restaurants and Taverns: Parking: 2 spaces per 1,000 square ft.
- Maritime: 1 space per 1,000 square feet of gross floor area.
- Schools and Educational Facilities - Per AMC or Planning Board decision based on type of school or facility.
- Farmers Markets, Community Gardens- no parking required.

Upon review of the TDM program and the proposed uses in each phase of the site development, the Planning Board may increase or decrease the number of parking spaces required for a particular phase of the site development through Site Development Plan approval.

PERIMETER ON-STREET PARKING SUMMARY				
LOCATION	EXISTING PARKING	PROPOSED PHASE 1 PARKING	PROPOSED ULTIMATE	ON SITE
BUENA VISTA AVENUE	34	25	7	
SHERMAN STREET	8			
CLEMENT AVENUE		43*		
ENTRANCE ROAD		12		
ON SITE SURFACE				134
ON SITE ON GRADE				326
TOTAL	42	80	7	460

* 2 PARKING SPACES SHALL BE RESERVED FOR COMMERCIAL LOADING

GENERAL PARKING DIAGRAM

DEL MONTE WAREHOUSE

CITY OF ALAMEDA ALAMEDA COUNTY CALIFORNIA

DATE: SEPTEMBER 11, 2014 SCALE: 1" = 100'

cbg Carlson, Barbee & Gibson, Inc.
CIVIL ENGINEERS • SURVEYORS • PLANNERS
2633 CAMINO RAMON, SUITE 350 SAN RAMON, CALIFORNIA 94583
(925) 866-0322 www.cbandg.com

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BUILDING DESIGN

Design and Orientation

Buildings should have a strong relationship to the sidewalk, the Clement Avenue shoreline, and other public spaces.

Buildings shall provide a pedestrian-friendly scale along the waterfront edge that will enhance the waterfront experience for pedestrians. Building facades adjacent to public pedestrian areas (especially at the ground floor) should have design elements that are human-scaled in order to enhance pedestrian comfort at the ground level.

All new buildings should include interesting façade treatments including ample building articulation, a variety of building materials, visually interesting facades, and window types that are complementary to the existing architectural styles in the area. Blank facades, unfenestrated walls and mirrored or darkly tinted glass should be avoided.

Rehabilitation and additions or modifications to the Del Monte Warehouse Building shall be consistent with Secretary of the Interior's Standards for Rehabilitation, and shall be in accordance with the Alameda Historical Advisory Board's Certificate of Approval.

Building Entries

Primary commercial building entrances (for example, the entry to a store or the lobby entry to an office building) shall front onto public streets, entry plazas or public open spaces in order to emphasize the primary importance of the pedestrian realm.

Building Heights

Building heights shall be as specified in Chapter 3, Subarea Development Standards.

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View Corridors

New buildings and trees shall be located to maximize view corridors to the Estuary.

Building Materials

Architectural character should be complementary to, but not mimic, the historic industrial/maritime character of the waterfront.

Materials should create an architectural character in keeping with the existing buildings and maritime architecture of the area in terms of color, scale, and texture, and convey a sense of durability.

Sustainable Design Requirements

Building improvements should be consistent with a LEED Silver designation or its equivalent. Continued use of solar panels for energy generation is encouraged and deemed consistent with the architectural character of the building.

Universal Design

All residential units shall be designed to be universally adaptable. All primary floors will be served by an elevator and every residential unit will have an accessible route to it and within it. The townhouse units will have an adaptable first floor and a second floor or mezzanine that is not adaptable.

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CHAPTER 4: Development Processes and Procedures

GENERAL REQUIREMENTS

All private and public improvements within the Master Plan area shall be consistent with the requirements of this Plan and the Alameda Municipal Code (AMC). In the event of a conflict between the provisions of this Master Plan and the AMC, the provisions of this Master Plan shall govern.

PHASING REQUIREMENTS

The project may be constructed and occupied in phases. The anticipated phasing is as follows:

Sub Area A will be the first phase for which building permits will be required. Sub Area A will be followed by Sub Area B. Building Permits for Sub Area C are expected to be the final permits needed.

The anticipated phasing may need to be adjusted due to economic conditions, public infrastructure improvements, or land acquisition timing. The anticipated phasing may be changed provided that:

- Each phase shall be consistent with the site wide infrastructure and open space plan, Transportation Demand Management Plan, Affordable Housing Plan, and the requirements of this Master Plan.

- All required public access and site wide infrastructure improvements shall be completed with completion of each phase, consistent with the Site Wide infrastructure and open space plans. .

- Each phase of the development shall be responsible for ensuring compliance with Federal, State and Regional standards and permits.

- The phase that includes the Del Monte Warehouse building will require a Certificate of Approval from the Alameda Historic Advisory Board

PHASING APPROVALS

Prior to the issuance of a building permit for construction of the first phase, the applicant shall prepare and submit the following documents and applications for Planning Board review and approval:

- The site wide Transportation Demand Management Plan,
- The site wide Affordable Housing Plan.
- The Development Plan for the first phase. The application submittals shall include the materials required by AMC 30-4.20 MX Zoning District and AMC 30-4.13 Planned Development
- Design Review application for the phase consistent with the requirements of AMC 30-36 and 30-37 Design Review.

Prior to issuance of Building Permits for Sub-Area A (Del Monte Warehouse), the applicant shall have secured a Certificate of Approval from the Historical Advisory Board consistent with AMC 30-21, if the phase includes the Del Monte Warehouse (Sub-Area A). All structural alterations to the building will be consistent with AMC 30-21.

Prior to issuance of the first building permit for the first phase, the Community Development Director and Public Works Director shall review and approve a site wide Master Infrastructure and Site Improvement Plan that includes storm water improvement plan, wastewater assessment and improvement plan, master grading plan, master on-site public space improvement plan, and a master on-site power plan.

Alameda Municipal Power shall review each phase of the development to ensure that adequate facilities for the provision of power are provided.

City of Alameda Public Works Department shall review each phase of the development to ensure that adequate water, storm drain, wastewater, and transportation infrastructure are provided.

City of Alameda Fire Department shall review each phase of the development to ensure that adequate emergency vehicle access is provided

Any proposed subdivision of the property shall be subject to AMC 30-87 Subdivision. The project may have multiple final and/or condo maps.

ASSESSMENT DISTRICT/COMMUNITY FACILITIES DISTRICT

An Assessment District or Community Facilities District may be established to fund public improvements and/or municipal services such as street and sewer maintenance, and transit services to the site.

PRELIMINARY DEVELOPMENT SCHEDULE

It is anticipated that, upon receipt of all land use approvals, including approval of this Master Plan and receipt of the Certificate of Approval from HAB, Development Plan and Design Review approvals, that the project team will commence preparation of the construction drawings for the Del Monte Warehouse Building, and will commence preparation of improvement plans for the remainder of the site and its adjacent frontages. It is expected that preparation of and approval of these plans will take up to one year. It is expected that construction could commence as early as late 2015 or 2016, with first occupancies in 2017. Phasing plans will be developed at the time of approval of the Master Tentative Map.