

ENCINAL TERMINALS

A New Waterfront Mixed-Use Neighborhood

Alameda, California

MASTER PLAN

July 11, 2018

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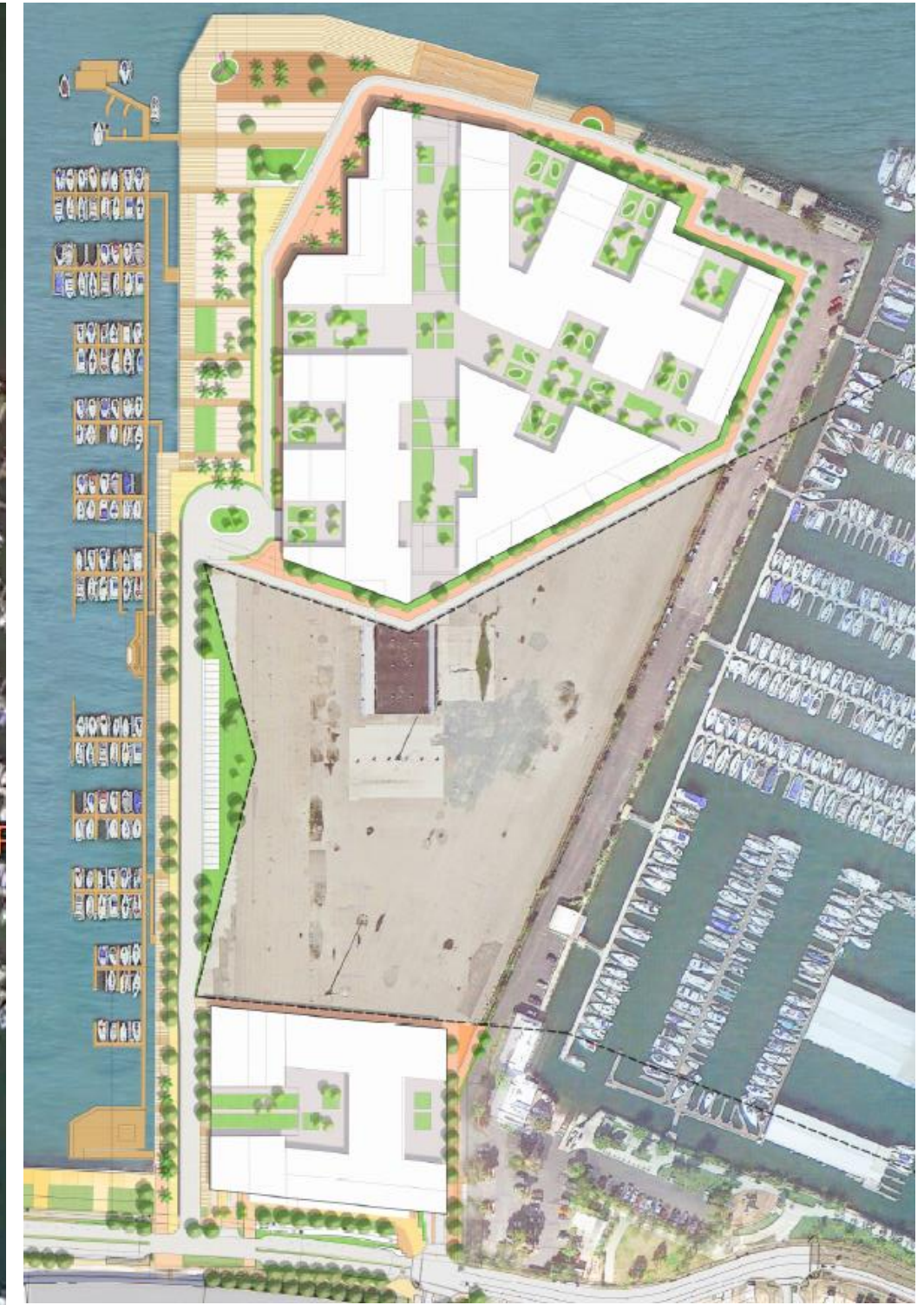
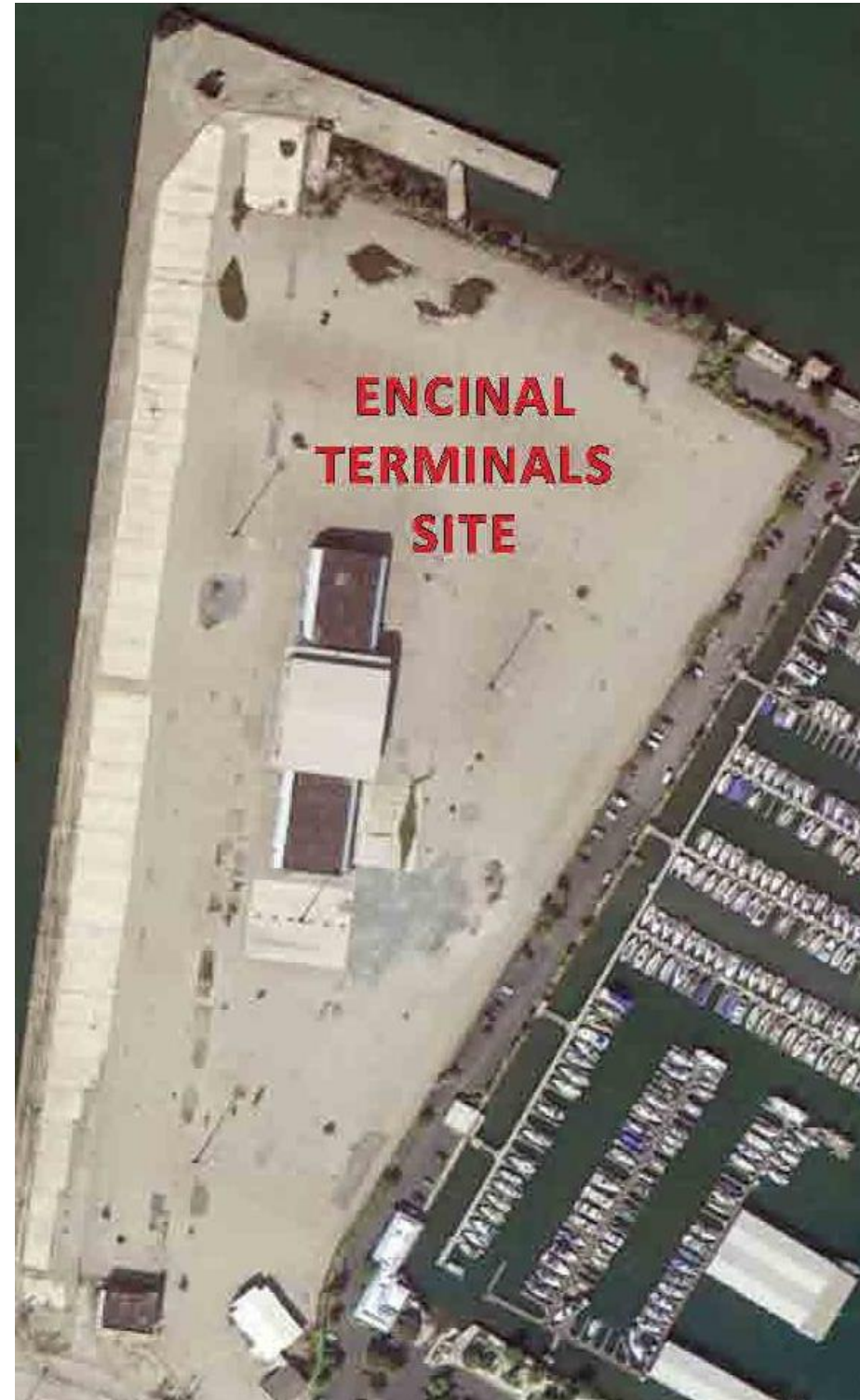
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INTRODUCTION

This mixed-use, 23-acre community will transform a vacant, blighted industrial site into an exceptional, vibrant waterfront showcase for the City of Alameda. The Master Plan replaces the container storage with a compatible mix of open space, residential, commercial, retail and maritime commercial uses, all linked by the entry road along the wharf, which provides access to and infrastructure for all the Districts and ensures a unified development of the entire Encinal Terminals site. The plan features a number of waterfront amenities including approximately 3 acres of waterfront plaza and estuary-fronting promenade, and continuation of the Bay Trail along 2,400 lineal feet of previously inaccessible industrial property. The Bay Trail, which will circulate around the perimeter of the site, will include both a cycle track and walking path. As a mixed-use community, the site will blend local-serving retail and commercial uses with a broad array of potential housing options to suit the largest cross section of occupants for the site.

The Tidelands District, comprised of 6.4 acres of property in the center of the site, is subject to a lease between the City and North Waterfront Cove LLC (NWC) that expires in 2029. This area is planned to be the future home of the maritime commercial core of the project and uses are defined in the Master Plan for this District (see Chapter 3 “Tidelands District” for more detailed information). However, due to the relatively short horizon to the lease expiration, many details of the Tidelands District development, including access and circulation, will have to be worked out in the future with the City of Alameda. As a result, the illustrative site plan does not contain any buildings in the Tidelands District.

Details of this exciting project are shown on the pages that follow.



MASTER PLAN INTENT

All of the Encinal Terminals site is zoned for Mixed Use (MX). Much of the site (15.48 acres) also has a Multi-Family Residential Combining District (MF). See Chapter 3, “Residential Density” and Figure 3.16 for details on the zoning. This Master Plan has been prepared in conformance with the requirements of the MX and MF zoning designations and serves to implement the underlying existing zoning of the Encinal Terminals site, consistent with the City of Alameda General Plan, as amended for the Northern Waterfront in 2008.

This Master Plan provides some background information on the site and its existing context, and then summarizes the land use, circulation and infrastructure standards and guidelines for development of the Encinal Terminals site.



ORGANIZATION OF THIS DOCUMENT

The Master Plan is organized as follows:

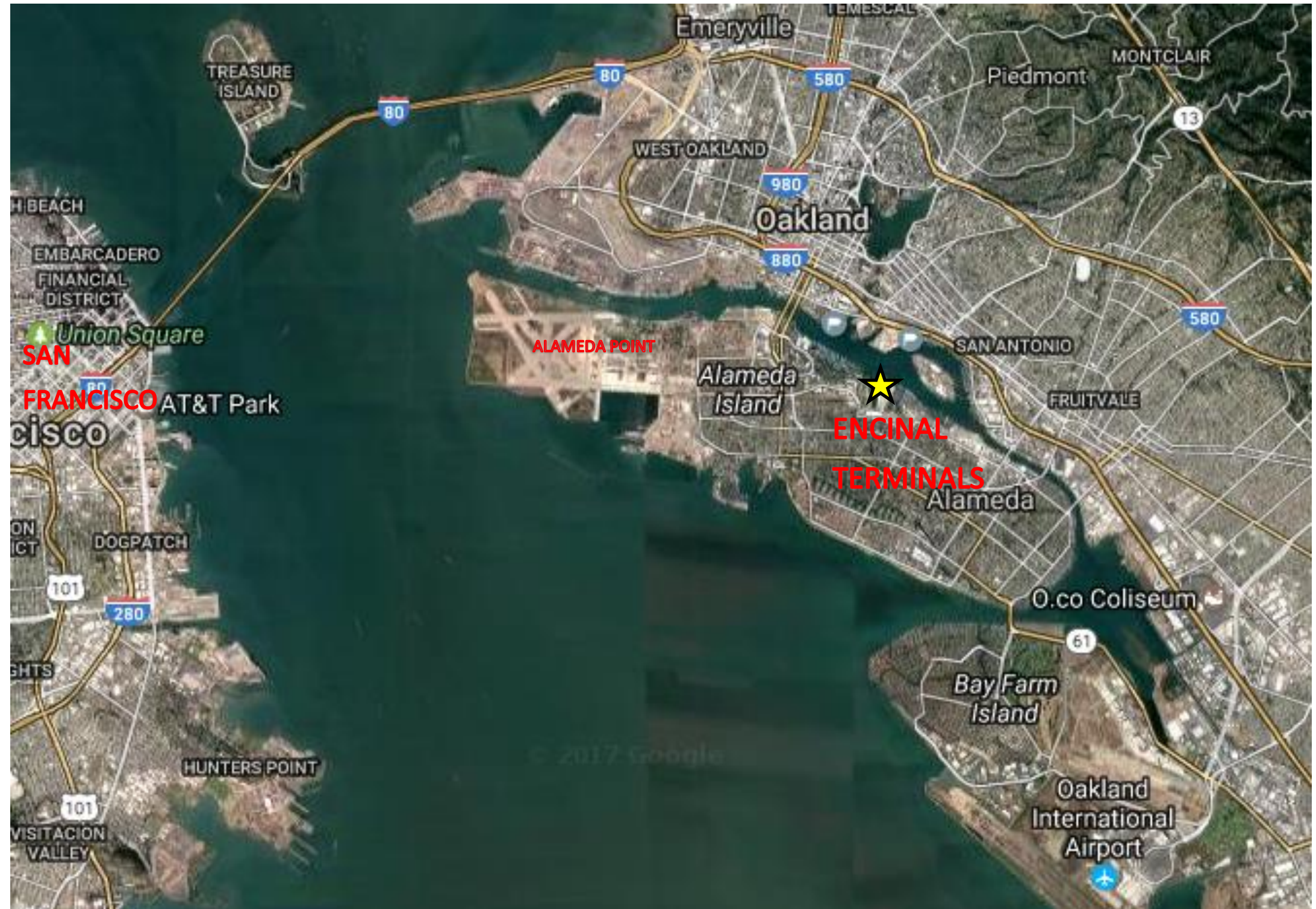
- Chapter 1 includes the General Plan guiding policies and Zoning regulations that govern the Encinal Terminals Master Plan, along with compliance therewith.
- Chapter 2 summarizes the project’s public realm improvements, including standards for streets, parks, public access and open spaces that will be used by the public and are necessary to achieve the General Plan objectives for the plan area.
- Chapter 3 summarizes the existing site development standards for the Districts within the plan area.
- Chapter 4 outlines the development procedures and phasing for implementation of the Master Plan.

SITE LOCATION

The Encinal Terminals site is located in the Northern Waterfront Priority Development Area of the City of Alameda. Approximately two miles south and west of downtown Oakland and approximately 12 miles from San Francisco (10 miles by ferry), the property is located on the north shore of Alameda overlooking the Oakland Estuary. It is surrounded on three sides by water with the Alaska Basin on the west, the Oakland Estuary on the north, the Fortman Marina on the east, and the future Atlantic / Clement Avenue on the south.

Land uses in the vicinity include:

- Wind River Systems office / research park across Alaska Basin to the west
- The Oakland Estuary to the north. Approximately 425 yards across the Estuary is the Oakland shoreline, with a mix of underutilized former maritime industrial sites that are currently entitled for a high density residential mixed-use development, known as the Brooklyn Basin project. Approximately 375 yards to the northeast lies Coast Guard Island, situated generally in the middle of the Estuary.
- The Fortman Marina to the east. The marina contains approximately 500 boat slips as well as the Alameda Yacht Club.
- The Del Monte Plant #48 building to the south. The Del Monte Warehouse Master Plan was approved in December 2014 for 380 dwelling units and 30,000 square feet of commercial uses. Beyond the Del Monte building to the south are residential neighborhoods and Littlejohn Park.

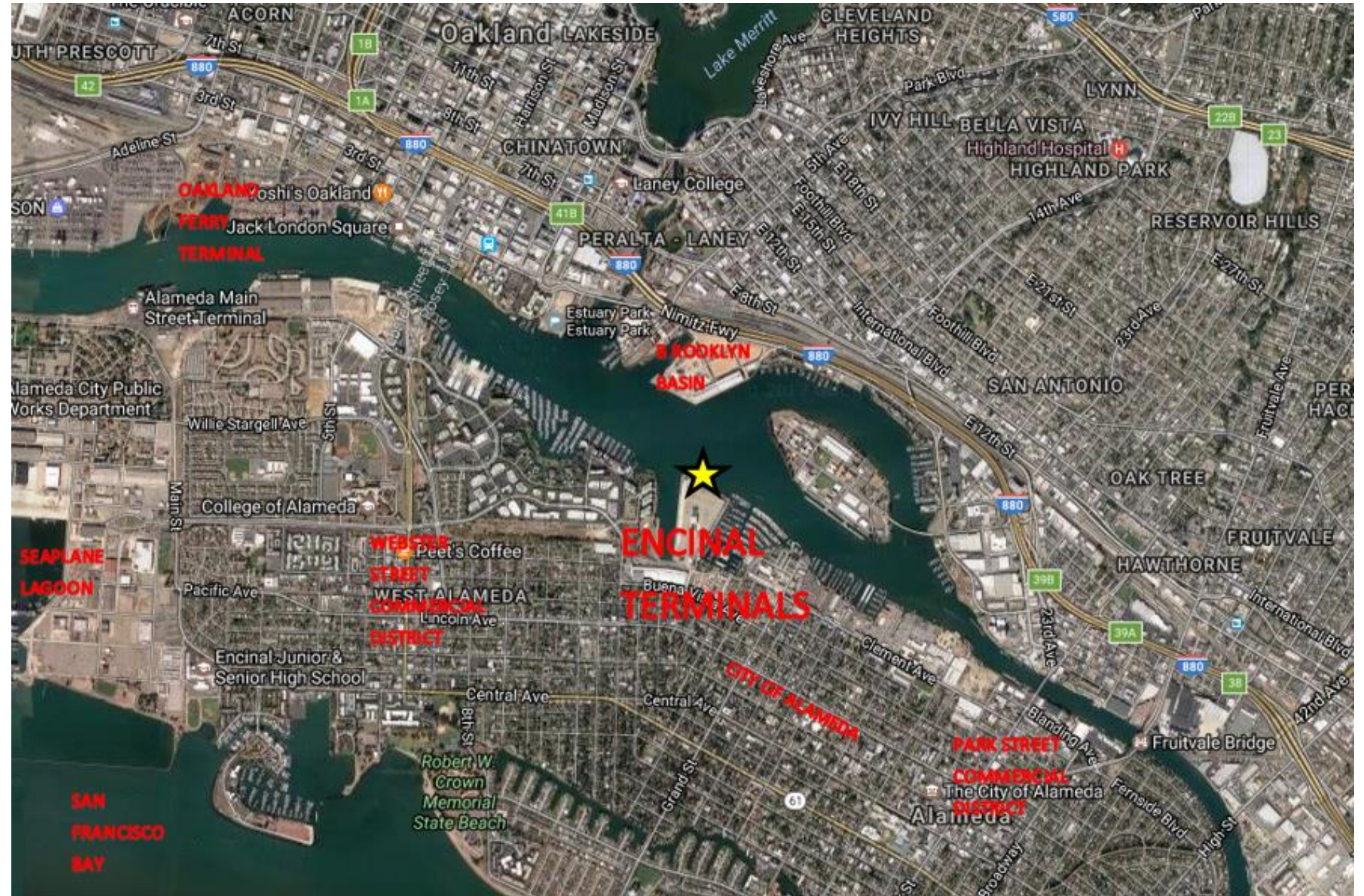


EXISTING AREAWIDE CONTEXT

The Oakland Estuary, on which the Encinal Terminals site is strategically located, is an area undergoing meaningful change. Historically, the Estuary and its surrounding lands were devoted almost exclusively to maritime industrial uses. Over the past several decades, the land and water use patterns have changed, as industrial uses have moved to more efficient locations for production and transportation, and a variety of mixed residential, commercial and recreational uses have been gradually taking their place.

The high amenity value of the Estuary has attracted new high-quality retail and restaurant uses, as well as office and residential development. In addition, the Estuary is becoming a prime location for new recreational open space opportunities on both land and water. The result is existing and planned development at relatively high densities, on both the Oakland and Alameda shorelines, that maximizes the opportunity for people to live, work and play in, on and near the water. In Oakland, this includes Jack London Square, The Landing and Portobello West, as well as the Brooklyn Basin development, which collectively are changing the face of the Oakland shoreline directly across from the Encinal Terminals site. The same opportunities exist on the Alameda side of the Estuary, which is gradually being redeveloped, such as at Alameda Landing.

As a result, the Estuary “neighborhood” and its surrounding ring of waterfront land in both Alameda and Oakland can become an important subdistrict in the East Bay with the Estuary serving as a recreation- and water-oriented “Central Park”. It is large enough to accommodate numerous water-related activities and high-density development, while providing long distance views and a sense of openness. It is also small enough to facilitate connections between the cities and their services via water transit.



SITE CONDITIONS AND HISTORY

The Encinal Terminals Master Plan encompasses approximately 32 acres of both land and water, with a net usable land area of approximately 23 acres, including wharves. The property consists of four parcels, three of which are owned in fee by the project applicant, North Waterfront Cove LLC (the “NWC Parcels”). The fourth parcel is State Tidelands, which the City owns as trustee for the State (the “Tidelands Parcel”). NWC holds a long-term ground lease on the Tidelands Parcel that expires in 2029.



The existing character of the Encinal Terminals site is a byproduct of its past maritime industrial use. The project site and the surrounding area were once vital components of the fish canning industry, home of the Alaska Packers with one of the largest fishing fleets and processing facilities in the world. Fishing boats delivered their catch to Alaska Basin, where it would be unloaded and processed on the Del Monte property, to the south of the project site. Most recently, the site served as a shipping container repair and storage facility. However, that use ended in the early 2010’s and the property is now vacant. The project site is flat and above the mean high tide elevation. Surface materials consist

primarily of asphalt and concrete paving, with both concrete and wooden wharves and a wooden pier along the northwestern edge. There is a large metal shed in the middle of the property and miscellaneous small buildings scattered around the edges, none of which have been identified as being of historic or architectural significance.



EXISTING SITE ACCESS

The Alameda General Plan indicates that Clement Avenue is to be extended, as a collector roadway, from its existing terminus to its intersection with Atlantic Avenue and Sherman Street (the “Clement Avenue Extension”). The most recently completed segment, from Ohlone to Entrance Road, was built with the Marina Shores development. The final western segment of the Clement Avenue Extension, along the south property line of the Encinal Terminals site and west to a new signalized intersection at Atlantic Avenue and Sherman Street, will be completed concurrently with the development of the Del Monte Warehouse Master Plan and the Encinal Terminals site. There are currently no designated bicycle or pedestrian facilities (bicycle lanes or sidewalks) providing access to the Encinal Terminals site, but the Cross-Alameda Trail will connect Jean Sweeney Open Space Park and the project site as part of the Clement Avenue Extension project. The nearest current dedicated pedestrian facilities are a narrow walkway along the Fortman Marina waterfront edge, sidewalks along Clement Avenue and Buena Vista Avenue one block to the south, and sidewalks along Atlantic Avenue up to its existing terminus approximately 1,000 feet west of the property. A new pedestrian pathway, the Cross-Alameda Trail, will be incorporated into the Clement Avenue Extension. Chapter 2 of this document contains discussion related to site access and circulation in and around the Encinal Terminals reuse project.



The Encinal Terminals site was once home of the Alaska Packers. In more recent years, the property served as a storage facility for shipping containers.

EXISTING SITE VIEWS

The site enjoys attractive views in all directions. Unlike hilly cities like San Francisco and Oakland, where waterfront development can block waterfront views, the flat terrain of Alameda, combined with the large mass of the existing Del Monte Building, creates a situation where development of the Encinal Terminals site will have minimal impacts on views of the water from existing neighborhoods.



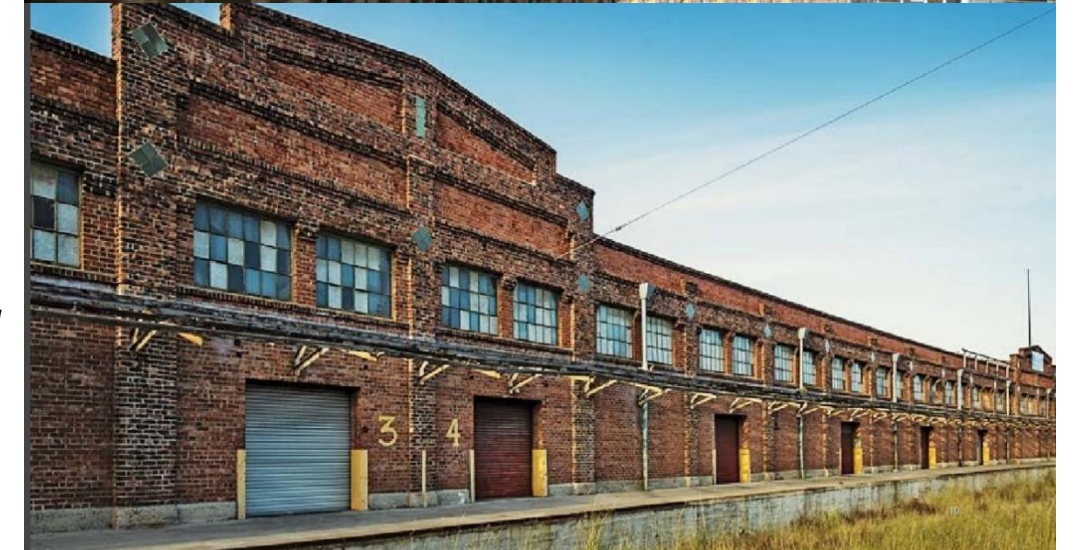
To the west, the site has views of the Alaska Basin. Across the waterway is the Wind River Systems campus.



Along the north waterfront edge, views extend to the west along the Estuary all the way to Mt. Tamalpais in Marin County. Views to the north include downtown Oakland, the Oakland Hills and Coast Guard Island.



To the east, Fortman Marina provides attractive views of boats of all sizes and sailing activities.



To the south is the historic Del Monte Warehouse building (formerly Del Monte Plant #48). This building is an attractive brick structure which provides interesting short distance views from the Encinal Terminals property. The building is over 950 feet long and visually separates the Encinal Terminals site from existing residential neighborhoods and Littlejohn Park to the south. A Master Plan for the site, with 380 residential units and 30,000 square feet of commercial use along Clement Avenue, was approved in 2014.



A NEW WATERFRONT MIXED-USE NEIGHBORHOOD

JULY 11, 2018

CHAPTER 1: MASTER PLAN VISION, OBJECTIVES AND COMPLIANCE

This Master Plan implements 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, and replacing existing waterfront industrial and warehouse uses with residential, commercial, retail, and open space.

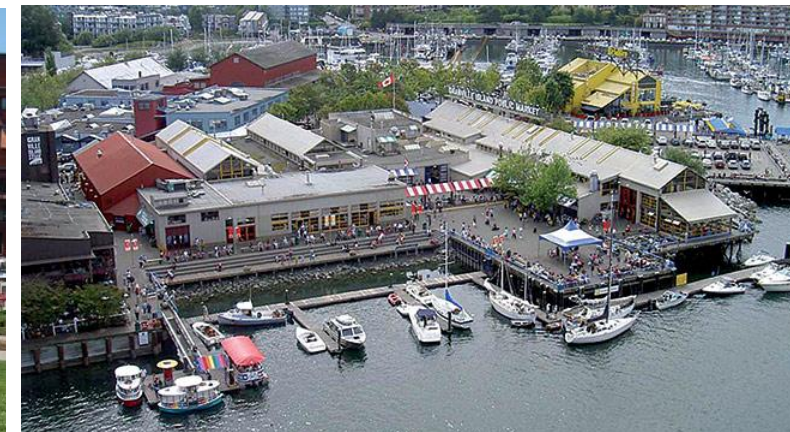
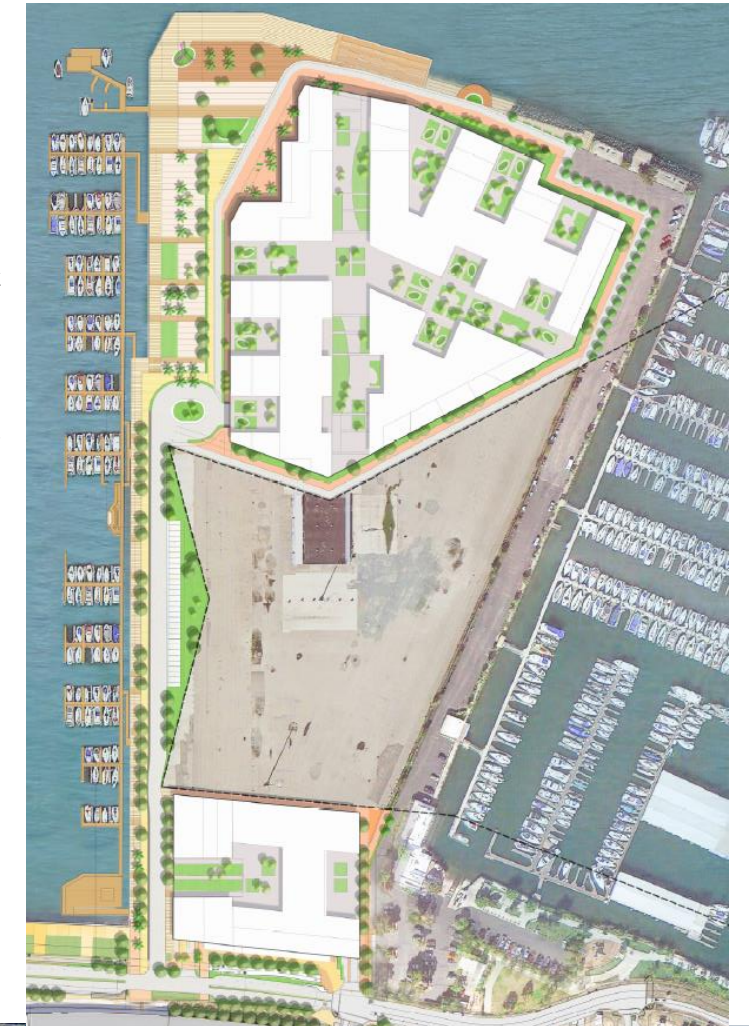
Improving access through and around the district. Extending the existing Alameda street grid system into and through the area allows for the extension of the Clement Avenue truck route, reduces traffic volumes on Buena Vista Avenue, and increases access to the waterfront. Transportation requirements promote use of alternative modes of transportation, such as both land and water shuttles, water taxis, and bicycles and a potential 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 to 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 through the creation of a new, vibrant mixed-use district.

Economic Development. Through mixed-used 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.

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.



GENERAL PLAN POLICY OBJECTIVES FOR ENCINAL TERMINALS

The following table summarizes how this Master Plan implements the community objectives and policies from the Northern Waterfront, Housing and Land Use Elements of the General Plan; the column at the far right references the location within the Master Plan where the actual specific requirement, guideline or obligation can be found. Language from the General Plan can be found in Appendix A.

TABLE 1.1 GENERAL PLAN POLICY COMPLIANCE

GUIDING POLICY CATEGORY	GUIDING POLICY	GENERAL PLAN REFERENCE (APPENDIX A)	MASTER PLAN COMPLIANCE	MASTER PLAN REFERENCE
LAND USE/SITE PLANNING	<ul style="list-style-type: none"> Reduce greenhouse gas emissions and improve regional transportation services and facilities, facilitate and encourage mixed-use and residential development in the Northern Waterfront area consistent with Plan Bay Area, the regional sustainable communities' strategy. Replace the container storage with a mix of uses; create a unified development of the entire Encinal Terminals site that includes a compatible mix of uses (residential, senior housing, commercial, marine, public open space) and a lively waterfront, including commercial retail uses that will contribute to a pedestrian-oriented waterfront, which is sensitive to its unique waterfront setting. Consider relocating the Tidelands Trust to the perimeter, to allow residential mixed-use development in the core of the site with publicly accessible open space around the perimeter of the site. 	<ul style="list-style-type: none"> MU-6, HE-10, NW10.3.b, NW10.3.c, NW 10.4.e NW10.3, NW10.3.d, NW 10.3.g, NW.ET-1, NW.ET-2, NW.ET-8 NWET-3 	<ul style="list-style-type: none"> This Master Plan <ul style="list-style-type: none"> reduces greenhouse gases by reducing city-wide per capita VMT improves regional transportation services by funding directly the Alameda Transportation Management Association, and implements Mixed Use Zoning, consistent with Plan Bay Area The Master Plan replaces the container storage with a compatible mix of open space, residential, commercial, retail and maritime commercial uses, all linked by the entry road along the wharf, which provides access to, and infrastructure for, all of the Districts. This creates a unified development of the entire Encinal Terminals site and a lively, pedestrian-oriented waterfront, which is sensitive to its unique waterfront setting. Each phase of development on the NWC Parcels combines a mix of open space, residential and commercial uses. Residential uses may include senior housing. The Tidelands Parcel phase includes a mix of open space and multiple commercial maritime uses. Commercial retail uses are oriented towards the pedestrian dominated waterfront. The Tidelands Trust relocation was considered, but the City Council failed to support it. As a result, the Tidelands Exchange is not a part of this Master Plan. The Master Plan does, however, create publicly accessible open space around the perimeter of the site. 	<ul style="list-style-type: none"> Chapters 1 through 3 Chapters 1 through 3 This Master Plan does not propose a Tidelands Exchange.
HOUSING	<ul style="list-style-type: none"> Support public and private efforts to increase the supply of housing in Alameda consistent with the City's environmental, climate action, transportation, historic preservation, and economic development policy objectives. Expand the City's supply of affordable rental and ownership housing for extremely low-, very low-, low-, and moderate-income households. Within a mixed-use environment, provide for a mix of housing types, densities, and affordability levels throughout the Plan area and support new residential opportunities for the development of <ul style="list-style-type: none"> Multi-family housing projects with accessible and small housing units and residential units on the upper floors of commercial buildings senior housing and assisted living facilities a mix of "for-rent" and "for-sale" units Consider opportunities for a houseboat community in the Northern Waterfront area. 	<ul style="list-style-type: none"> HE-1 HE-2 NW10.4.a, NW10.4.b, NW10.4.c, NW10.4.f, NWET-9, HE-4 NW10.4.g 	<ul style="list-style-type: none"> The Master Plan increases the supply of housing by providing 589 residential units, in a manner which is consistent with the City's environmental, climate action, transportation, historic preservation, and economic development policy objectives. Consistent with City ordinances related to inclusionary housing and Density Bonus, the Master Plan provides 79 affordable housing for 25 very low-, 20 low- and 34 moderate-income households units. The Master Plan includes residential mixed-use buildings, with a mix of residential uses over ground floor commercial, and a mix of housing types, from lofts and flats to two-story liner townhomes <ul style="list-style-type: none"> A mix of affordability levels is created by offering a range of small to large home sizes and by spreading the below market rate units throughout the site, and providing the opportunities for a mix of rental and for sale homes, and for senior housing and assisted living facilities Houseboats are permitted in the Master Plan, as part of the proposed marina in Alaska Basin. 	<ul style="list-style-type: none"> Chapter 3 Appendix B, Density Bonus Application and Chapter 3: Deed Restricted Affordable Housing Chapter 3: Workforce Housing, Family Units and Senior Housing Chapter 3, Table 3.1

GUIDING POLICY CATEGORY	GUIDING POLICY	GENERAL PLAN REFERENCE (APPENDIX A)	MASTER PLAN COMPLIANCE	MASTER PLAN REFERENCE
COMMERCIAL	<ul style="list-style-type: none"> Commercial uses may include restaurants, marine related uses, office uses, and/or additional berths in the Alaska Basin; berths should not be allowed on the northern edge of the site facing the Estuary Encourage neighborhood serving retail and services in the plan area Encourage water and maritime related job and business opportunities Encourage retail uses that offer recreational products and services Encourage a variety of restaurants and activities that meet the needs of people of all ages and income levels Prohibit drive-through commercial facilities in the Plan area. 	<ul style="list-style-type: none"> NWET-10 NW10.5.a NW10.5.b NW10.5.c NW10.5.d NW10.5.e 	<ul style="list-style-type: none"> Commercial uses may include restaurants, marine related uses, office uses, and/or additional berths in the Alaska Basin. No berths are proposed on the northern edge of the site facing the Estuary, only a water transit docking facility. Neighborhood serving retail and services are provided in the commercial core on Clement Avenue, which coordinates with Del Monte Warehouse to form a commercial hub. Maritime commercial areas are included in the Tidelands and Waterfront Districts. Opportunities for retail uses that offer recreational products and rentals will be provided along the waterfront. Public accessibility to much of the site, including extension of the public Bay Trail and water-oriented restaurants, will allow all ages and income levels to enjoy the waterfront Drive through commercial facilities are not permitted. 	<ul style="list-style-type: none"> Chapter 3 throughout, Chapter 3 Table 3.1 Chapter 3: Gateway District, Chapter 3 Table 3.1 Chapter 3, Alaska Basin Mixed Use District, Chapter 3 Table 3.1 Chapter 3, Table 3.1 Chapter 2, throughout Chapter 3, Table 3.1
CIRCULATION	<ul style="list-style-type: none"> Provide adequate open space and a clear public access around the perimeter of the site. Require a safe circulation system through the Plan area that considers the needs of pedestrians, bicyclists, skaters, transit riders, automobile and truck drivers, and adjacent neighborhoods; design all new streets in the Northern Waterfront area for a maximum speed of 25 miles per hour to reduce the need for sound walls and minimize the need for future traffic calming modifications to the street. Provide docking facilities to encourage waterborne forms of transportation. Fund a fair share of the costs of extending Clement Avenue from Sherman to Grand, designate the extension of Clement Avenue through the Northern Waterfront as a Truck Route; remove the Truck Route designation on Buena Vista from Sherman to Grand Create inviting, well-designed public entrances from Clement Avenue. Primary vehicular access into the site should occur at a four-way intersection at Clement/Entrance, if feasible. Develop a coordinated parking strategy for the area that maximizes utilization of shared parking facilities or structures and minimizes the need for multiple surface parking lots. Require that parking be located inside, below, or behind buildings and not located or designed in a manner that would deter access to the waterfront or reduce the quality of the waterfront experience. Require ample space for pedestrians, landscaping, lighting, and benches in front of buildings. 	<ul style="list-style-type: none"> NWET-2 NW10.6.a NW10.6.b NW10.6.n NW10.6.o NW10.6.d NW10.6.c NW10.6.e NW10.6.f NW10.6.g NW10.6.h NWET-14 NWET-11 NW10.6.u NW10.6.v 	<ul style="list-style-type: none"> At least 3 acres of public open space is provided, and clear public access is provided around the perimeter of the site. The site plan includes a safe circulation system through the Plan area that considers the needs of pedestrians, bicyclists, skaters, transit riders, automobile and truck drivers, and adjacent neighborhoods, by including separate paths for cyclists and pedestrians along the west and east portions of the site, and a promenade along the northern edge wide enough to accommodate both cyclists and pedestrians. All streets are designed to a maximum of 25 mph and include safe pedestrian crossings. The Master Plan provides docking facilities to encourage waterborne forms of transportation. Encinal Terminals will fund a fair share of the costs of the Clement Avenue extension from Sherman to Grand, which will be completed in coordination with the Del Monte Warehouse developer; the truck route re-designation from Buena Vista to Clement will occur upon the future completion of the Pennzoil portion of Clement Avenue. An inviting and well-designed public entry boulevard enters the site from Clement Avenue. Primary vehicular access from a four-way intersection at Clement/Entrance is not feasible as it would dead end at the Tidelands property. Secondary EVA access is provided through the Fortman Marina and along the southern edge of the Estuary District. The Master Plan includes a coordinated parking strategy that maximizes opportunities for shared parking facilities or structures, while minimizing surface parking lots. Public parking is predominantly located inside, below, or behind buildings and is located in a manner that does not deter access to the waterfront; rather, surface parking spaces will not be built directly on the public waterfront but will be located nearby and will serve to facilitate public access, while not reducing the quality of the pedestrian-oriented waterfront experience. Ample space for pedestrians, landscaping, lighting and benches will be provided in front of buildings. 	<ul style="list-style-type: none"> Chapter 2, Waterfront Access, Public Space Chapter 2, Waterfront Access, Public Space; Public Streets, Paths and Trails, <i>Streets</i> Chapter 2, Water Transit Access Chapter 2: Clement Avenue Extension Chapter 1 Illustrative Site Plan; Chapter 2: Streets Chapter 3: Parking Chapter 3: Parking Lot/Structure Design

GUIDING POLICY CATEGORY	GUIDING POLICY	GENERAL PLAN REFERENCE (APPENDIX A)	MASTER PLAN COMPLIANCE	MASTER PLAN REFERENCE
PUBLIC ACCESS	<ul style="list-style-type: none"> Establish connections to the Bay Trail and other regional circulation systems. Create visual corridors and a public access path, linking the waterfront to inland neighborhoods, along the waterfront that includes separate paths for pedestrians and bicyclists, or is wide enough to minimize conflicts between pedestrians and bicyclists Create safe pedestrian crossings at all intersections, and facilities for transit riders Consider opportunities for a public human powered/non-motorized boat launch facility at Alaska Basin. Require public art installations adjacent to the Alaska Basin shoreline consistent with the Public Art Ordinance. 	<ul style="list-style-type: none"> NW10.6.j NW10.6.k NW10.6.l NWET-16 NW10.6.n NWET-12 NWET-13 	<ul style="list-style-type: none"> The Bay Trail is extended along the perimeter of the site, tying into the previously completed sections of the Bay Trail and Cross Alameda Trail The site plan includes numerous visual corridors and a public access path, linking the waterfront to inland neighborhoods south of the Del Monte Warehouse. There are separate paths for cyclists and pedestrians along the west and east portions of the site, and a promenade along the northern edge that is wide enough to accommodate both cyclists and pedestrians. Safe pedestrian crossings are included at all intersections, including a signaled pedestrian crossing on Clement Avenue; if a bus route is created at Clement, a bus shelter will be provided. A public human powered/non-motorized boat launch facility is proposed within the Alaska Basin marina. Public art installations, in accordance with the Public Art Ordinance, will be included adjacent to the Alaska Basin shoreline. 	<ul style="list-style-type: none"> Chapter 2, Waterfront Access, Public Space Chapter 2, Waterfront Access, Public Space Chapter 2, Pedestrian Access Chapter 2, Waterfront Access Chapter 2: Waterfront Access
TRANSIT	<ul style="list-style-type: none"> Fund expanded Northern Waterfront transit services in corridors through and between the Northern Waterfront and outside the City, such as Oakland transit hubs, and develop transit services to minimize parking demand and traffic in the area. Maintain public right of way for future rail/transit corridor along Clement Avenue Provide opportunities for water transit facilities at the Alaska Basin. 	<ul style="list-style-type: none"> NW10.6.q NW10.6.r NW10.6.s NW10.6.t 	<ul style="list-style-type: none"> Funding of expanded Northern Waterfront transit services in corridors through and between the Northern Waterfront and outside the City, such as Oakland transit hubs, and developing transit services to minimize parking demand and traffic in the area, will be provided via membership in the Alameda Transportation Management Association, funded in perpetuity by assessments on new residents and commercial tenants. The Clement Extension section includes space in the public right of way for modifications to the road to accommodate a potential future rail/transit corridor along Clement Avenue A docking facility will be provided, either in Alaska Basin or at the north end of the site, to accommodate water transit in the Estuary. 	<ul style="list-style-type: none"> Chapter 2: Transportation Demand Management (TDM) Program Chapter 2, Public Streets, Paths and Trails, <i>Clement Avenue Extension</i> Chapter 2, Water Transit Access
INFRASTRUCTURE	<ul style="list-style-type: none"> Landscaping along Clement, should be designed to screen the cars from neighborhood areas and Alaska Basin without compromising public safety or views of the water. Phase development in accordance with transportation and infrastructure improvements necessary to serve the new development. Require, if necessary, new storm drain facilities to meet current and future demand, minimize potential flooding by funding a fair share of the costs to upgrade storm sewer and wastewater facilities necessary to serve all future development within the Northern Waterfront area. Ensure that police, fire, educational, parks, opens space, and other public services are adequately funded to serve new development. Consider creation of a Northern Waterfront Assessment District to fund public improvements and or municipal services 	<ul style="list-style-type: none"> NW10.6.w NW10.6.x NW10.6.y NWET-15 NW10.6.z NW10.6.aa 	<ul style="list-style-type: none"> Landscaping along Clement will be designed to screen the cars from neighborhood areas and Alaska Basin without compromising public safety or views of the water. Phasing incorporates transportation and infrastructure improvements necessary to serve the new development. Encinal Terminals will be replacing storm water facilities along its frontage and in-tract and is reducing substantially the amount of impervious surface at the Encinal Terminals site, all of which will contribute to upgrading the storm system in the proximity of the Encinal Terminals. A Fiscal Impact Analysis, completed by EPS, indicated that police, fire, educational, parks, opens space, and other public services are adequately funded to serve new development. A Community Facilities District, or similar assessment district, will be formed to fund public improvements and municipal services. 	<ul style="list-style-type: none"> Chapter 2, Landscaping, <i>Clement Avenue</i> Chapter 4, Phasing Requirements Chapter 2, Infrastructure and Sea Level Rise, <i>Stormwater System</i> Submitted to City Chapter 2, Infrastructure and Sea Level Rise, <i>Assessment District</i>

GUIDING POLICY CATEGORY	GUIDING POLICY	GENERAL PLAN REFERENCE (APPENDIX A)	MASTER PLAN COMPLIANCE	MASTER PLAN REFERENCE
URBAN DESIGN	<ul style="list-style-type: none"> • Ensure that new residential development utilizes “green” building strategies, environmentally sensitive building technologies, and site planning strategies to minimize greenhouse gas emissions. • Improve the visibility and public access to the Oakland/Alameda Estuary. • Cluster development to maximize open space and view corridors to the estuary • Taller buildings should be located at the southern end of the site • Require that buildings at waterfront locations be designed with attractive and varied architecture; maintain the integrity of existing residential neighborhoods and ensure that new neighborhoods seamlessly integrate with older residential neighborhoods, by designing new housing developments that complement, but not mimic, the historic, architectural, aesthetic, and physical qualities of existing neighborhoods. • To ensure design compatibility with adjacent developments and neighborhoods; limit new building heights to 60 feet and require that building heights “step down” to the water. • Require that new development provide a pedestrian-friendly scale, and that buildings “face” the street, and that ground floor uses and/or a pedestrian friendly façade on parking structures. • Locate a parking structure to serve public access to the waterfront and future development at the Del Monte site. • Non-residential uses should be located adjacent to Clement; residential uses should be set back and provide design features to minimize disturbances to future residents. • Prohibit sound walls within the Plan area. • Ensure that all streets and pedestrian pathways include tree plantings. 	<ul style="list-style-type: none"> • HE-12 • NW10.8.a • NWET-4 • NWET-5 • NW10.8.b HE-14 HE-15 • NW10.8.c NW10.8.d • NW10.8.e NW10.8.f NWET-6 • NWET-7 • NW10.6.f • NW10.8.g • NW10.6.p 	<ul style="list-style-type: none"> • New residential development utilizes “green” building strategies, environmentally sensitive building technologies, and site planning strategies to minimize greenhouse gas emissions. The mixed-use site planning strategies and zoning requirements ensure that the Master Plan is inherently green in that it promotes a mix of commercial, residential and open space uses to reduce reliance on the car. Sustainability strategies and environmentally sensitive building technologies are discussed in the Master Plan. • Visibility and public access to the Oakland/Alameda Estuary is provided by opening a long-private property with substantial pedestrian and recreational pathways to the Estuary. • Development is clustered to maximize open space and view corridors to the Estuary. The tallest portions of buildings will be located towards the center of the site to allow buildings to step down to the water and provide less building mass at the waterfront. • Gateway District, which comprises the most southerly portion of the site, should be designed such that its buildings are taller than the Tidelands District buildings. • Building design guidelines are included in the Master Plan to assure attractive and varied architecture, and ensure that buildings complement, but not mimic, the historic, architectural, aesthetic, and physical qualities of existing neighborhoods • A waiver of building height has been proposed in the density bonus application to allow building heights to increase above 45’. All buildings will step down as they approach the waterfront edge of the Gateway and Estuary Districts. • Building design guidelines are included in the Master Plan to ensure that buildings are of pedestrian-friendly scale and “face the street”, and require ground floor uses and/or pedestrian-friendly façades on parking structures • Parking structures will be utilized throughout the site; each will contain public parking spaces to accommodate public access to the commercial and waterfront open space uses. • Only non-residential uses will be permitted at street level. Residential units will be placed above the ground floor. The setback from Clement Avenue varies, but includes a broad sidewalk, landscape paseo and cycle track between the building and Clement Avenue. • The Master Plan prohibits sound walls • All streets and pedestrian pathways include tree plantings. 	<ul style="list-style-type: none"> • Chapter 3, General Building Design Guidelines, <i>Sustainability</i> • Chapter 2, throughout • Chapter 2, throughout; Chapter 3, Table 3.2 • Chapter 3, Gateway District, Estuary District • Chapter 3, General Building Design Guidelines, <i>Building Design and Orientation, Building Materials</i> • Appendix B, Density Bonus Application; Chapter 3, Table 3.2 • Chapter 3, General Building Design Guidelines, <i>Building Design and Orientation, Building Materials</i> • Chapter 3, Parking, <i>Parking Lot/Structure Design</i> • Chapter 3, Mixed Use Districts, Gateway Mixed Use District, and Figure 3.5 • Chapter 2, Public Streets, Paths and Trails, <i>Clement Avenue Extension</i> • Chapter 2, Landscaping

APPLICABLE ZONING REGULATIONS The Encinal Terminals site is regulated by a blend of two classifications of zoning (the Multi-Family Residential Combining District (MF) and the Mixed Use (MX) Zoning District), two ordinances (the Density Bonus Ordinance (DBO) and the Inclusionary Housing Ordinance (IHO)), and the requirements of the Tidelands Trust for the State of California. Most areas on the site (approximately 15.48 acres) are regulated by both the MF District and the MX District. In these areas, MF provisions shall govern in the event of a conflict between the MX and MF. The 6.4-acre Tidelands Parcel is governed by both the MX Zoning and the Tidelands Trust. A 1.25-acre portion of the NWC Parcels, at the south end of the site, is subject only to the MX Zoning. See Figure 3.16. The following table summarizes how the zoning provisions will be applied to this Master Plan; the column at the far right references the location within the Master Plan where the actual specific requirement, guideline or obligation can be found.

TABLE 1.2 ZONING REQUIREMENTS

ZONING REQUIREMENT	AMC SECTION	MASTER PLAN COMPLIANCE	MASTER PLAN REFERENCE
MIXED USE DEVELOPMENT: MX requires a mix of at least three land uses in each phase, and at one of the three uses must be Open Space.	30-4.20.d.2	The Master Plan contains a mix of Open Space, Residential, Commercial and Maritime uses, and specifies that each phase of development will have a mix of at least three uses, and that one of the uses must be Open Space.	Chapter 3, Table 3.1, and Chapter 3, Mixed Use Districts, Chapter 4: Phasing Requirements
RESIDENTIAL DEVELOPMENT: MF permits multi-family residential use and those uses contained in the underlying zoning district. MX permits uses contained in the R-1, R-2 or R-6 Districts (1)	30-4.23.d.1	Residential uses are specified in the Master Plan and are included in all non-Tidelands areas, as shown in Table 3.1.	Chapter 3, Table 3.1, and Chapter 3, Mixed Use Districts
RESIDENTIAL DENSITY: MX allows maximum density of one dwelling unit per two thousand (2,000) square feet of lot area (21.78 units per acre). MF permits a maximum residential density of 30 units per acre. DBO permits up to a 20% density bonus if the project includes 5% very low-income units.	30-4.23.e.1 30-4.20e.2	The blended base density, after pro-rating the MX and the MF zoning acreage, equates to 29.3 (1.25 acres MX/16.73 total acres x 21.78 units per acre + 15.48 acres MF/16.73 total acres =29.3 units/acre) Applying a 20% density bonus increases the blended allowable density to 35.2 (29.3 x 1.2=35.2). 35.2 units x 16.73 acres equals a maximum density of 589 (35.2 x 16.73=589). The maximum number of residential units in the Master Plan is 589.	Chapter 3, Residential Density
DEED RESTRICTED AFFORDABLE HOUSING: IHO requires a minimum of 4% very low-, 4% Low- and 7% Moderate-Income units, calculated on the base density of the site.	30-16.4c 30-4.23k.1	The Master Plan includes 5% of very low-, 4% low- and 7% moderate-income units, calculated on the base density of the site of 491 units.	Chapter 3, Affordable Housing
NON-RESIDENTIAL USES: MF requires that non-residential uses must comply with the provisions of the underlying zoning district, which is the MX. Non-residential uses in the MX District can be any of the uses found in the A-P District, C-1 or C-2 Districts, or C-M District, and which otherwise meet the requirements set out herein	30-4.23.b.2	Non-residential uses are permitted at the Encinal Terminals site as shown in Table 3.1, including retail, office uses, including medical and assisted living care facilities and memory care facilities, commercial recreational uses, hotel, restaurants and taverns, performance venues, studios, galleries and museums.	Chapter 3, Table 3.1, and Chapter 3, Mixed Use Districts
MINIMUM LOT SIZE There is no minimum lot size specified in MX or MF	N/A	This Master Plan specifies a minimum lot size of 2,000 sf.	Chapter 3, Table 3.2
HEIGHT LIMIT: MX indicates that the Master Plan determines the maximum height. MF dictates a maximum height of 45' when utilizing a density bonus, and therefore supersedes the MX. DBO permits a waiver to be used to increase the height beyond 45' (2) if the height limit prevents the project from accommodating the bonus units (1)	N/A	In MX Only zones (Tidelands District), the Master Plan establishes a height limit of 60'. As described in the Density Bonus Application (see Appendix B), a waiver of the height limit is being requested that will increase the maximum height of buildings in the Gateway and Estuary Districts that will allow building heights above 45' pursuant to Table 3.2	Chapter 3, Table 3.2 and Appendix B, Density Bonus Application

ZONING REQUIREMENT	AMC SECTION	MASTER PLAN COMPLIANCE	MASTER PLAN REFERENCE
TRANSPORTATION: MF requires that transit passes, or weekday commute hour shuttle service will be provided with each unit in the residential development. (1)	30-4.23.g	Transit passes will be provided with each unit in the residential development.	Chapter 2: Transportation Demand Management
PARKING (1): <ul style="list-style-type: none"> MF requires two vehicular parking spaces per unit. DBO permits a reduction in vehicle parking, as follows: <ul style="list-style-type: none"> One space per 0- to 1-bedroom unit Two spaces per 2-plus bedroom unit MF requires two bicycle parking spaces per unit 	30-4.23.g	<ul style="list-style-type: none"> Utilizing the DBO Waiver, vehicle parking spaces will be as follows: <ul style="list-style-type: none"> One space per 0- or 1-bedroom unit Two spaces per 2-plus-bedroom unit Two bicycle parking spaces per unit will be provided 	<ul style="list-style-type: none"> Appendix B, Density Bonus Application and Chapter 3, Parking, <i>Residential Parking</i> Chapter 3, Parking, <i>Bicycle Parking</i>
OPEN SPACE: MX indicates that the Master Plan determines the open space requirements. Since there is no minimum amount of open space specified in MF, the Master Plan establishes the minimum requirements.	30-4.23.i	Chapter 2 Open Space indicates that there will be at least 3 acres of Open Space.	Chapter 2: Public Open Space, Chapter 3, Table 3.2
SETBACKS There are no minimum setbacks specified in the MX or MF	30-4.23.j	This Master Plan specifies setbacks. See Table 3.1 in Chapter 3 for all setbacks.	Chapter 3, Table 3.2.
REVIEW REQUIREMENTS: Review of residential development proposals within the MF zone is limited to findings required for Design Review (1).	30-37.5, 30-4.23.h	Review of residential development proposals within the MF zone is limited to findings required for Design Review. See Design Review provisions in Chapter 4.	Chapter 4, Design Review Criteria
MASTER PLAN CONTENTS: MX requires that a Master Plan application include the following: <ul style="list-style-type: none"> Market Analysis Application form Schematic site plan Transportation and circulation maps Preliminary elevations of structures Narrative description of the project. Preliminary development schedule and phasing 	30-4.20.f	<ul style="list-style-type: none"> Market Analysis is included as an appendix to the Master Plan. Application form was filed with the City Schematic site plan is included as Figure 1.1. Transportation and circulation maps: See Figures 2.1 and 2.3 Per MX Zoning, in lieu of elevations, detailed Development Standards, Procedures and Guidelines may be submitted. This is contained in Chapter 3. Chapters 2 and 3 contain detailed descriptions of the types of uses; allocation of uses; circulation and transportation systems and connections; facilities for public transportation, bicycle and pedestrian use; open space allocations; public access to water; and probable uses of open spaces as required. Preliminary development schedule and phase diagram is contained in Chapter 4. 	<ul style="list-style-type: none"> Appendix C Submitted to City Figure 1.1 Figures 2.1 and 2.3 Chapter 3: Building Design Guidelines. Chapter 2: and Chapter 3: Chapter 4: Phasing
PLANNED DEVELOPMENT: <ul style="list-style-type: none"> Compliance with the Planned Development district requirements 	30-4-13 h through n 30-4.20.d.3	Planned Development district requirements will be required to be contained within the detailed Development Plan and Design Review applications that will follow for each Subarea.	<ul style="list-style-type: none"> Chapter 4: Subsequent Approvals Chapter 4: Development Plans and Design Review

(1) Applies to properties with both MX and MF Zoning and MF- only
(2) Allowable height with a density bonus application

MASTER PLAN VISION AND ILLUSTRATIVE PLAN

The vision for the reuse of the Encinal Terminals site is a future that transforms a place of 18 wheeled trucks, warehouses, shipping containers, and chain link fences into a vibrant waterfront community, where Alameda residents and visitors will be able to walk, jog, stroll, and bicycle along the water's edge, moving freely through the area to new waterfront amenities.

MIXED-USE WATERFRONT RESIDENTIAL COMMUNITY

Envisioned primarily as a mixed-use residential community with a strong tie to the water that surrounds it, Encinal Terminals will also contain over 6 acres of tidelands uses, which include maritime commercial and recreational opportunities. The site plan seeks to combine a mix of restaurants and entertainment, artist studios and galleries, work spaces for maritime activities and craftspeople, a marina, work/live studios, retail establishments, kayak and bicycle rental shops and public gathering spaces. with views of the San Francisco skyline, Mt. Tamalpais, the Oakland skyline and hills, the Oakland Estuary, Coast Guard Island and Fortman Marina. The Encinal Terminals site is geographically separated from the existing residential neighborhoods that constitute the inland portions of the city, thereby minimizing view impacts.

SHORELINE ACCESS

The Encinal Terminals project will meet the objectives of the City of Alameda's General Plan by providing unprecedented access to the shoreline and Estuary in this location that has, throughout its history, been closed off to all but industrial users. Public access will be provided around the entire Encinal Terminals site.



FIGURE 1.1 ILLUSTRATIVE MASTER PLAN FOR POTENTIAL DEVELOPMENT AREAS

This plan illustrates how the concepts defined in this Master Plan may be applied to portions of the site. This illustrative development plan utilizes the General Plan Guiding Policies and the MX and MF Zoning guidelines contained in Chapter 1 and the Development Standards in Chapter 3 (see Tables 3.1 and 3.2) to show how they could be applied in development plans for each of the Districts). A Development Plan will be created for each District and may be presented as a portion of the total District (a Subarea) in accordance with the details included in this Master Plan, and each Subarea will require Development Plan and Design Review approval.

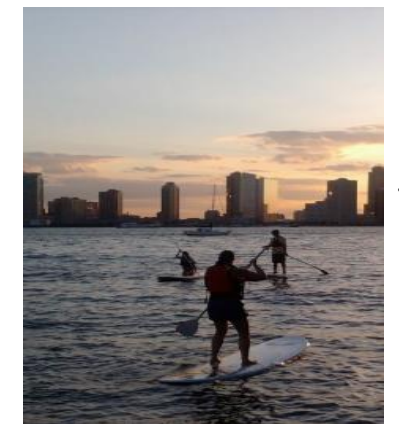
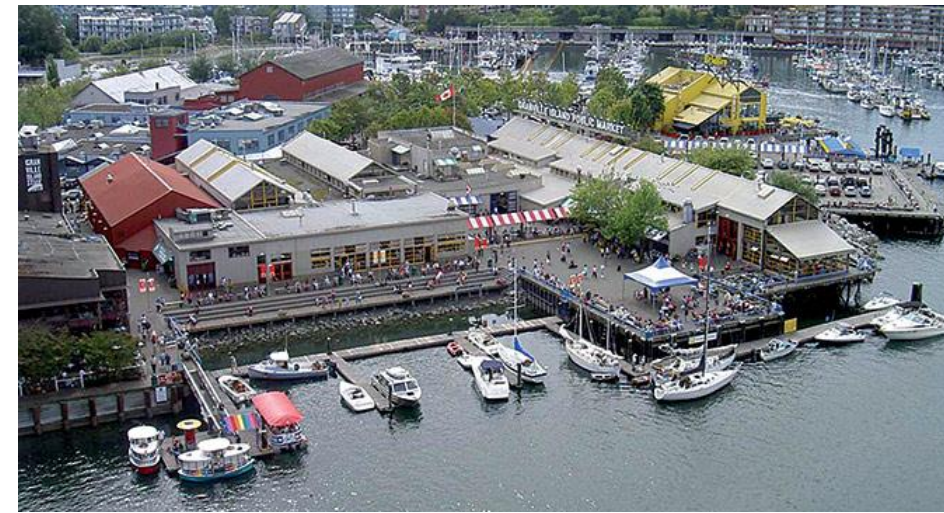
ENCINAL TERMINALS PLAN FEATURES

The vibrant and exciting waterfront development plan for the Encinal Terminals site includes:

- Waterfront-related public open space with public access around the perimeter.
- Over 6 acres of Tidelands uses, which could include a mix of maritime commercial/” blue-tech” and public access/open space recreational opportunities
- Locations for direct public access to the water, including kayak/small craft launches and waterfront steps.
- A mixed-density residential neighborhood, with dwelling units in a variety of configurations, that could include townhomes, stacked flats, live/work, and lofts.
- A mix of retail, restaurant and office uses on Clement Avenue and along the waterfront.
- Mixed-use buildings with ground floor retail and residential units above.
- Strategically located public parking to allow access to the public access areas.
- Water transit opportunities, including water shuttle or taxi to provide transportation across the Estuary.

Other features that could be part of the development include:

- A potential marina with a harbormaster’s office
- Facilities for boat sales and rentals including small craft such as kayaks, row boats and board sailing equipment



CHAPTER 2: THE PUBLIC REALM

This chapter establishes the requirements for improvements related to the parks, streets and infrastructure necessary to meet the requirements of the underlying zoning and achieve the General Plan goals, including the following.

- Pedestrian, Bicycle and Waterfront Access
- Open Space
- Public Streets, Trails and Paths
- Transportation Demand Management
- Landscape
- Infrastructure and Sea Level Rise

BICYCLE ACCESS

Bicycle access within the Encinal Terminals site will be provided in accordance with the following:

- The Bay Trail extension will run from Clement Avenue along the waterfront, and then continue, as a multi-use path, within the public access area along the northern waterfront edge, to the eastern edge of the property. See Waterfront/Public Open Space section for more detailed description.
- Bicycle facilities shall be provided in conformance with the standards established by the Alameda Bicycle Plan on the Clement Avenue Extension. When the Clement Extension is completed, the Cross-Alameda Trail will pass along the frontage of the Encinal Terminals site, with a planned 12' wide cycle track.
- 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.

PEDESTRIAN ACCESS

- Traffic signals with pedestrian countdowns are planned for the intersections of Sherman Street and Clement Avenue, and Entrance Road and Clement Avenue. All streets will include safe pedestrian crossings.
- As shown on the cross sections (See Figures 3.6 through 3.9), pedestrian access will be provided via the Bay Trail. See Waterfront/Public Open Space section for more detailed description. All other new streets shall include minimum 5-foot sidewalks on both sides of the street and pedestrian crossings at all intersections.
- An additional pedestrian path traverses the site from west to east along the southern boundary of the Estuary District.
- 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 may be spaced on average every 30 feet, or clustered as needed to accommodate the pedestrian and bicycle circulation on the entry boulevard.



FIGURE 2.1 AREA-WIDE PEDESTRIAN AND BICYCLE CIRCULATION AND OPEN SPACE FRAMEWORK

WATERFRONT/PUBLIC OPEN SPACE

The conceptual site plan provides a clear and attractive sequence of open spaces, beginning at its front door, where the Cross-Alameda Trail will extend from the nearby 22-acre Jean Sweeney Open Space Park. In addition, the site is connected to Littlejohn Park via the public passageway through the Del Monte Building envisioned in the General Plan and being implemented by the Del Monte Warehouse project (see Figure 3.5).

The gateway to the waterfront access is the 6/10-acre Waterfront Plaza (outlined in red on Figure 2.2), located in the southwest portion of the site adjacent to Alaska Basin, which will include a retrofitted wharf and repairs to the bulkhead along Clement Avenue, and extensions to the Bay Trail and Cross-Alameda Trail.

Continuous permanent public access shall be provided around the perimeter of the site. The public access areas will include open spaces and ample opportunities for a range of recreational activities including walking, running, bicycling, rollerblading, fishing, watercraft launch, and vista points, and will include the necessary structural and safety improvements to allow convenient pedestrian access to the Alaska Basin and Encinal Terminals site. A permanent Public Access Path, comprising approximately 2 acres and which will incorporate the Bay Trail, will start at the southwest portion of the site and continue along the 1,600 lineal feet in on the west edge of the Gateway, Tidelands and Estuary Districts, both on the wharf and, at the northern portion, immediately inboard of the wharf. At the northwest corner, the path will wrap around the Estuary District, where it continues another 700 feet to its connection with Fortman Marina (see areas outlined in green on Figure 2.2 and Figures 3.6 through 3.13). The Public Access Path will be paved and separated from the roadway. When it reaches the Fortman property on the northeast portion of the site, the pedestrian path will continue onto the existing pedestrian Bay Trail path on the east edge of the adjoining Fortman property, near the Fortman fishing dock. The bicycle component of the Bay Trail will split from the pedestrian path and be accommodated along the east edge of the Estuary District (see Figure 3.13); it will terminate at the boundary of the Tidelands District; future completion of the Bay Trail bicycle facilities will be completed with development of the Tidelands District. In addition, a public path at the Tidelands property boundary, will connect the site from west to east (see Figure 3.12).

FIGURE 2.2 OPEN SPACE PLAN





As a result, there will be no less than 3 acres of public open space within the Master Plan, comprised of

- Waterfront Plaza (outlined in red): approximately 6/10-acres
- Public Access Path, Bay Trail and Estuary Promenade area (outlined in green): approximately 2.4 acres

In addition, the conceptual site plan provides ample recreational opportunities on site, and ties into off-site trails, like the Cross-Alameda Trail and Bay Trail.

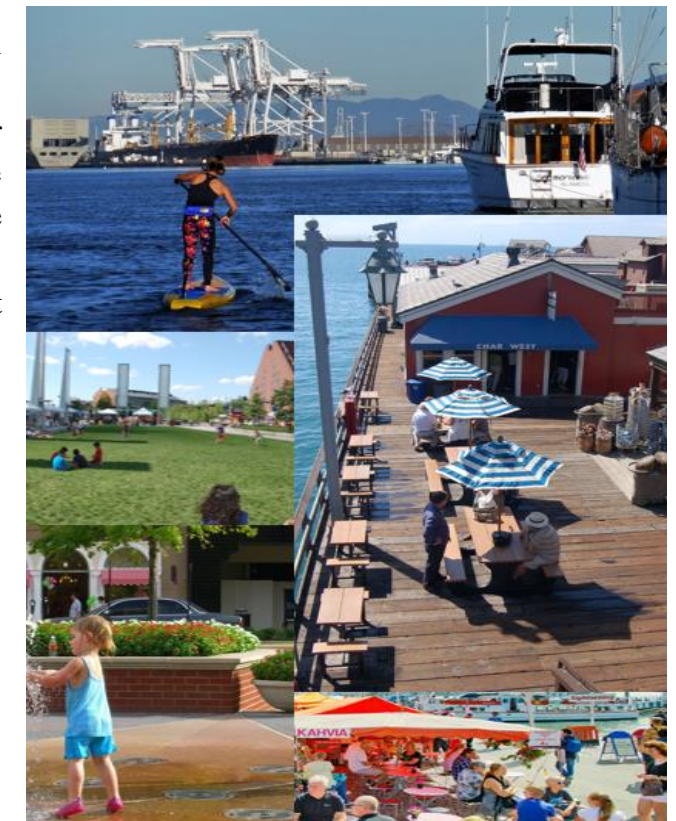
This Master Plan and illustrative plan assume that the 8/10-acre existing timber wharf at the northwest corner of the site will be removed, and that the timber pier at the north edge of the site will be replaced with a new water transit docking facility. There is potential additional open space acreage which may be provided in the Waterfront Amenity portion of the site, the approximately 1.8-acre section of the concrete wharf that lies north of the Waterfront Plaza (outlined in blue on Figure 2.2; see also Figure 3.9-10). The Waterfront Amenity will require some combination of structural retrofit, repair or replacement of piers, rebuilding, demolition or possibly removal of portions of the wharf. The precise nature and extent of any such modifications, and the feasibility thereof, will be determined based on the outcome of future engineering and geotechnical studies. The final size, configuration and components of the Wharf Amenity overall may differ from what is shown in the illustrative site plan, which shows a total of 1.8 acres of wharf and assumes that all of the Waterfront Amenity is usable. Wharf-top improvements will be provided to the maximum extent feasible. Plans for the ultimate Waterfront Amenity will be subject to future Design Review approval by the City and will also require approvals from applicable state and federal agencies.

Other features of the waterfront include:

- A docking facility to encourage waterborne modes of transportation on the north central portion of the site.
- Opportunities for a public human powered/non-motorized boat launch facility for kayaks and stand up paddle boards in Alaska Basin and/or off the northern edge of the site, and pedestrian steps down to the water, either in the Alaska Basin and/or along the northern shoreline.
- Physical and visual connections between Alameda and the waterfront to the extent possible to support and enhance public access to the waterfront.
- Public use areas along the shoreline clearly delineated with “Public Shore” signs,

planting and/or special features.

- Public amenities including, bike racks, benches, trash containers, restrooms, and drinking fountains for public use within the shoreline public access areas.
- Public art and public view areas within the public areas



PUBLIC OPEN SPACE STANDARDS

All design review plans, development plans, subdivision maps, and improvement plans shall meet the following standards and provide:

- Not less than three (3) acres of public open space including a public promenade around the perimeter of the project site. Public access to all public space shall be ensured through public access easements. Maintenance of the public open space shall be funded by an assessment district, municipal services district or community facilities district, which shall be approved with the first final subdivision map of the property.
- Open space provided within residential developments for private use by residents shall not count toward the 3-acre minimum public open space required by the Master Plan, unless it is encumbered with a public open space easement and is publicly accessible at no cost to the public.
- Final configuration and design of waterfront public open space, including wharf rehabilitation, retrofit or removal shall be subject to the review and approval of the City of Alameda Planning Board, the City Engineer, and other regulatory agencies.
- The public promenade around the perimeter of the site adjacent to the water's edge shall include a railing, a pedestrian promenade width of 10 feet with benches, lighting, and trash receptacles, a two-foot buffer to separate the promenade from a 12-foot wide separated bicycle path, and a 3-foot buffer between the bicycle path and any adjacent roadway for vehicles. Any encroachment into Public Trust lands after the term of the current lease (unless otherwise extended) shall require an encroachment permit from the City of Alameda. In the event that an encroachment permit is not granted, the minimum width of the pedestrian promenade may be reduced as depicted in Figure 3.7.
- The public promenade and bicycle path shall extend continuously from the Wind River Property line at the southwestern corner of the property at the Alaska Basin, along the Alaska Basin, and along the northern edge of the site. On the Fortman Marina side of the site, the pedestrian path shall connect to the existing path on the Fortman Marina property. The 12-foot bicycle path shall extend to Clement Avenue across the Tidelands property immediately adjacent to the property line with Fortman Marina. Any encroachment into Public Trust lands after the term of the current lease (unless otherwise extended) shall require an encroachment permit from the City of Alameda. In the event that an encroachment permit is not granted, bicycle access will continue within the Fortman Marina waterfront area.
- An adaptive sea level rise protection plan designed to protect at least 3 acres of public open space, all automobile circulation and EVA access and the residential and commercial buildings in the event of future sea level rise in excess of three feet.
- A water shuttle docking facility and kayak launch facility for public use. Facilities shall be placed in the Alaska Basin and/or on the north side of the site in the Oakland Estuary. Shuttle bus access and turn-around, passenger unloading, and bicycle parking shall be provided in close proximity to the water shuttle docking facility. A kayak drop-off zone shall be located in close proximity to the public kayak launch.
- An open space construction phasing plan that ensures that each residential mixed-use District constructs its fair share of the public open space and that all public open space is completed and open for public use prior to completion of the 589th housing unit.

PUBLIC STREETS, PATHS AND TRAILS

This section ensures that the general circulation requirements for the site (streets, sidewalks and paths that allow the public to move through and enjoy the waterfront and create service and emergency vehicle access) are met. For context of the following facilities, please refer to Figure 2.3.

CLEMENT AVENUE EXTENSION

Clement Avenue (see Figure 3.5) will ultimately be extended from the intersection of Entrance Road to the intersection of Atlantic Avenue and Sherman Street (Clement Extension). Pursuant to the design plans approved with the Del Monte Warehouse Master Plan, Clement Avenue will be constructed for a maximum operating speed of 25 miles per hour to reduce noise and calm traffic-flow past residential areas. It will accommodate trucks, transit and/or rail transit vehicles, bicycles, and pedestrians traveling through the area. Sound walls will not be permitted along the frontage. Once complete, the Clement Avenue improvements will include an extension of the Cross-Alameda Trail. The Clement Avenue extension and Cross Alameda Trail from Sherman to Entrance Road will be completed by either Encinal Terminals project or the Del Monte project, which ever commences construction first. If construction of the improvements has been initiated by Del Monte, then Encinal is required to reimburse Del Monte for a fair share of the costs. If Encinal initiates the work, then Del Monte reimburses Encinal for a fair share of the costs. Agreements among the City, and Encinal Terminals and Del Monte projects establish fair share financial contributions from both projects.

STREETS

The illustrative site plan (Figure 1.1) provides the main boulevard entrance along the wharf on the west side of the site, which will provide automobile access to buildings and public open spaces on the site. Secondary streets, if utilized, may also provide access to parking areas or private garage structures within each District and to all commercial and open space areas. Internal streets are not shown on the illustrative plan; actual location and alignment of internal streets will be shown on the Development Plans for specific subareas, provided the intent of these provisions is assured and subject to approval by the City of Alameda. Key elements of the streets include:

- The main entrance to the site will be a public road that originates at Clement Avenue approximately 320 feet west of the centerline of the Clement Avenue / Entrance Road intersection and will extend northward along the west edge of the site, until it terminates in a cul-de-sac; the Right of Way will vary between 45' and 62'. See Figures 3.6 through 3.9.
- Internal east-west streets and/or an EVA may cross the site generally perpendicular to the wharf in order to serve the interior development subareas.
- All streets will be constructed for a maximum operating speed of 25 miles per hour and will include safe pedestrian crossings.
- All of the above-mentioned streets shall be accessible to the public 24 hours per day.

EMERGENCY VEHICLE ACCESS (EVA)

- Two points of ingress/egress for emergency vehicles onto the project site from Clement Avenue shall be provided at buildout and with each phase.
- Secondary Emergency Vehicle only (EVA) access will occur along the Fortman property at the east edge of the site, and along the southern edge of the Estuary District.
- An internal network of improved roads and easements, for access by all City and County emergency vehicles, may be provided, to further ensure that two access routes are provided to all buildings.
- 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.
- All subsequent development plans and improvement plans shall be reviewed and approved by the City of Alameda Fire Department for conformance with EXA access requirements of the California Fire Code.

TRUCK ACCESS

All publicly-accessible streets will be designed and constructed to be accessible to service and maintenance vehicles. Permitted use of the Encinal Terminals site shall be limited to a maximum of 50 truck trips per day.

WATER TRANSIT ACCESS

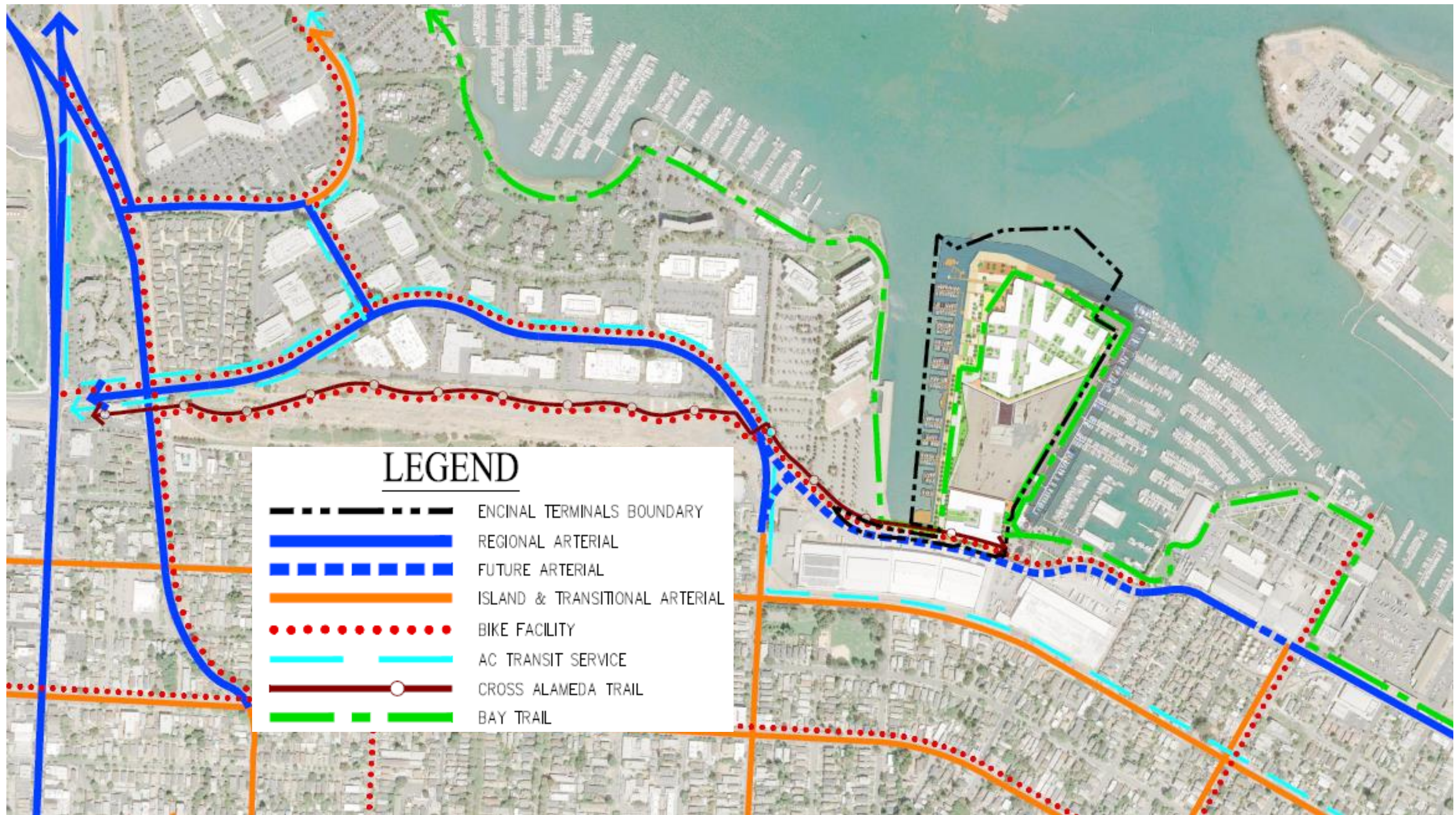
A water shuttle docking facility and a kayak launch facility for public use will be included. Facilities shall be placed in the Alaska Basin and/or on the north side of the site in the Oakland Estuary. Shuttle bus access and turn-around, passenger unloading, and bicycle parking shall be provided in close proximity to the water shuttle docking facility. A kayak drop-off zone shall be located in close proximity to the public kayak launch.

WATER AND ROADWAY ACCESS EASEMENTS

To support public access to the submerged areas of the Alaska Basin as well as development of Tidelands-compliant maritime commercial uses in the Tidelands District, one or more public access easements shall be recorded in order to ensure access to and across the Alaska Basin privately held submerged lands for the public, and to Clement Avenue. The necessary easements shall be depicted on the Final Map; however, all such easements shall also allow for any modification or relocation based on the final build out of the Master Plan.

TRANSIT ACCESS AND FACILITIES

Currently, AC Transit offers bus service (Line 19) along Buena Vista Avenue (one block south of the project entrance), which provides service to both Fruitvale and 12th Street BART stations. See Transportation Demand Management section on following page. If a public transit agency modifies the bus transit service route to provide service along Clement Avenue in the future, a bus shelter with seating shall be provided on the Clement Avenue frontage at a location agreed upon with the City of Alameda and relevant transit agencies.



LEGEND

- ENCINAL TERMINALS BOUNDARY
- REGIONAL ARTERIAL
- - - FUTURE ARTERIAL
- ISLAND & TRANSITIONAL ARTERIAL
- BIKE FACILITY
- - - AC TRANSIT SERVICE
- ○ — CROSS ALAMEDA TRAIL
- - - BAY TRAIL

FIGURE 2.3 AREA-WIDE ROADWAY AND TRANSIT SYSTEM

TRANSPORTATION DEMAND MANAGEMENT (TDM) PROGRAM

To create a truly transit oriented, sustainable and environmentally sensitive development, the Encinal Terminals Master Plan shall implement the transportation demand programs and requirements described below. A TDM Program shall be approved prior to approval of the first subdivision map or building permit for the first building. The TDM Program shall include the following requirements:

- Join Alameda Transportation Management Association (ATMA): Encinal Terminals will, prior to first occupancy, join the ATMA. ATMA will manage the various transportation demand management programs for the entire Northern Waterfront, including Encinal Terminals, Del Monte Warehouse, Marina Shores and other neighboring developments.
- Assessments: Encinal Terminals households will pay the ATMA to provide transit services via assessments on each housing unit and each commercial space, as follows:
 - Every Townhome that has private parking under the unit shall be assessed an annual fee of \$500 (2018 dollars),
 - Each multi-family unit, within a structured parking facility, shall be assessed an annual fee of \$400 (2018 dollars), and
 - Commercial spaces shall be assessed \$.75 per square foot per year.
- Annual assessments shall be adjusted annually in accordance with the Consumer Price Index.
- Provision of Transit Services: Transit services will be provided to every Encinal Terminals household as follows:
 - Bus/Shuttle Service: Beginning with the first occupancy at Encinal Terminals, ATMA will arrange for transportation through ATMA or a Transit Provider (i.e., AC Transit, for example), which will provide regular bus service within one block from the project entrance to Downtown Oakland with a minimum of a 30-minute headway during peak hour commute periods.
 - Transit Passes: Each housing unit will receive one transit pass (such as AC Transit Easy Pass) for use on the Transit Provider service. The developer shall work with ATMA to ensure that additional Easy Passes are made available to households that wish to purchase additional passes, at the same cost as ATMA pays the Transit Provider for the obligatory pass.
- Annual Reporting: Encinal Terminals will prepare an annual report to be submitted to the City that documents:
 - what programs were implemented during the year
 - the results of an annual survey of residents and commercial tenants on their travel habits and needs
 - total amount of funds collected from Encinal Terminals by the ATMA and cost of services provided for those funds

The TDM plan submitted for Planning Board review shall address all of the requirements of Encinal Terminals EIR Mitigation Monitoring Program Measure TRN-4b (revised) and will include a suite of additional measures intended to reduce vehicle trips by project residents, employees, and visitors to the site, which will include, but are not limited to, the following:

- Transportation Coordinator
- Transportation “Welcome Packet”
- Residential Website/Source for Transportation Info
- Designated Pick-Up/Drop-Off Ride sourcing services
- Real-Time Transit Information (e.g., Transit Screen)
- On-Site Car Share Parking (see Parking in Chapter 4)
- On-Site Bicycle Parking (see Bicycles in Chapter 4)
- Pre-Tax Commuter Benefits
- Collaborative Work Space

Any revenues in excess of expenditures shall be used to supplement (not reduce) the annual transit funds collected through residential and commercial transportation assessments.

The TDM measures may be combined with other developments to more effectively manage the program.

LANDSCAPE

The landscape of Encinal Terminals will celebrate its stunning location on the waterfront. All plant materials shall be compliant with *Bay Friendly Landscape Guidelines*, with the exception of isolated ornamental gardens and recreational turf areas. Plant materials will consist of mostly native and non-invasive species, tolerant of salt water and air. Views will be respected and framed by tree and plant locations. All streets and pedestrian pathways include tree plantings. With the Development Plan and Design Review application for each subarea, a detailed landscape plan for each subarea will be included and will be materially consistent with the below plant zones. Plantings will be organized to respond to six site typologies or zones, including:

Waterfront/Entry Boulevard – Plant materials will be salt and wind tolerant, arranged to not block views, and will support Bayfront habitat and species. Anticipated trees include:

- Palm trees along the main entry drive
- Shoreline trees at the Northern Waterfront, which are tolerant of salt water and air
- Appropriate tree species to consider include:
 - Washingtonia filifera*, California Fan Palm
 - Phoenix canariensis*, Canary Island Date Palm
 - Brahea edulis*, Guadalupe Palm
 - Butia odorata* – Jelly Palm
 - X butiagrus nabonnandii* – Mule Palm
 - Arbutus unedo*, Strawberry Tree
 - Brahea edulis*, Guadalupe Palm



Phoenix canariensis, Canary Island Date Palm



Brahea edulis, Guadalupe Palm



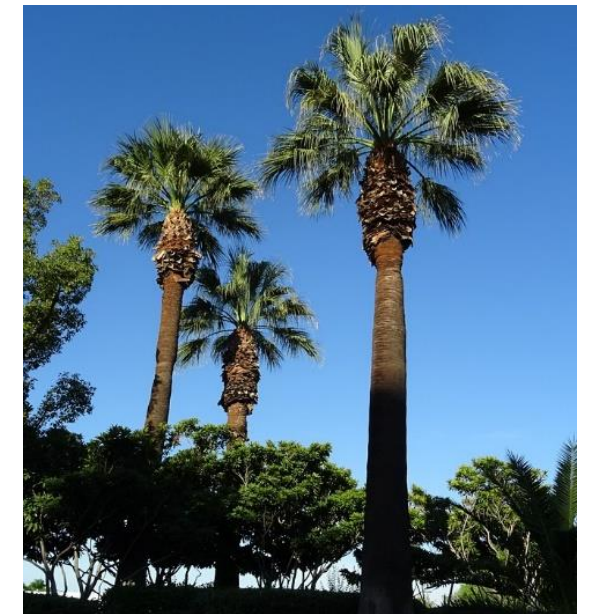
Butia odorata – Jelly Palm



X butiagrus nabonnandii – Mule Palm



Arbutus unedo, Strawberry Tree



Washingtonia filifera, California Fan Palm

Clement Avenue– Plantings will be colorful and inviting, arranged to not block views of Alaska Basin, and will identify the project area and its main entry road. All streets and pedestrian pathways include tree plantings. Initial criteria for the selection of these plants includes:

- Deciduous trees
- Large, spreading canopy
- Ornamental trees along the pedestrian promenades
- Colorful low shrubs and ground covers beneath the trees and within the planters
- Appropriate tree species to consider include:

Platanus x acerifolia, London Plane

Washingtonia filifera, California Fan Palm

Phoenix canariensis, Canary Island Date Palm

Brahea edulis, Guadalupe Palm

Butia odorata – Jelly Palm or Southern Jelly Palm

Prunus serrulata ‘Kwanzan’, Kwanzan Flowering Cherry

X butiagrus nabonnandii – Mule Palm

Arbutus unedo, Strawberry Tree

Brahea edulis, Guadalupe Palm



Prunus serrulata ‘Kwanzan’, Kwanzan Flowering Cherry



Washingtonia filifera, California



Platanus x acerifolia, London Plane



Arbutus unedo, Strawberry Tree



Phoenix canariensis, Canary Island Date Palm

Major Open Spaces – If large expanses of open space are created, such spaces will utilize turf or similar ground plane materials to enable active recreation and will incorporate screening and buffering of wind/noise/objectionable views in key locations. Initial criteria for the selection of these materials includes:

- Evergreen trees and screening materials
- Turf or a lawn substitute for the ground plane
- Appropriate species to consider include:
 - Arctostaphylos hookeri*, Hooker’s Manzanita
 - Festuca rubra*, Red Fescue
 - Quercus agrifolia*, Coast Live Oak



Arctostaphylos hookeri, Hooker’s Manzanita



Quercus agrifolia, Coast Live Oak



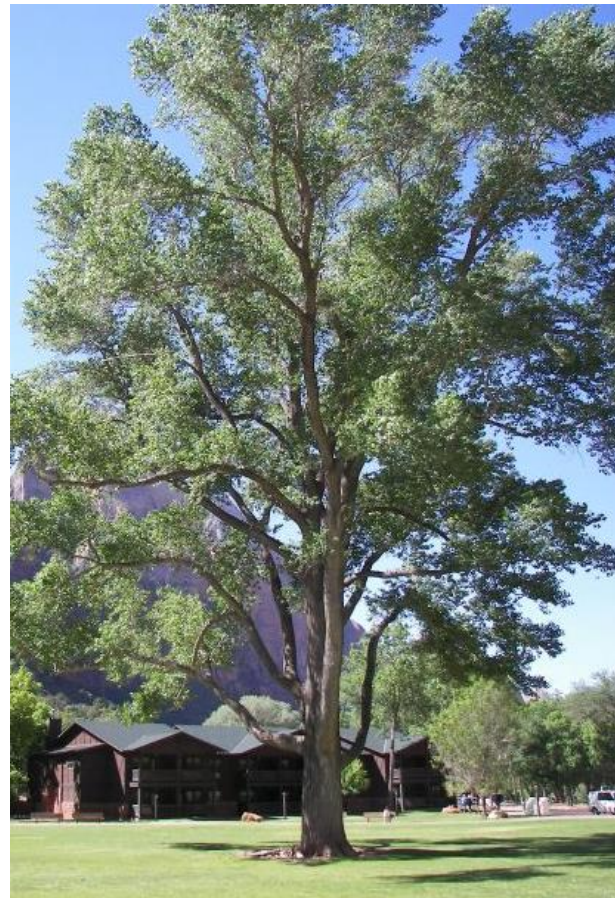
Festuca rubra, Red Fescue

Internal Streets – Internal streets, if built, will be lined with large shade trees, on a regular spacing, which will provide shade in the summer, sun during the winter, shelter, and a unique definition/identity for each street. All streets and pedestrian pathways include tree plantings. Initial criteria for the selection of these trees includes:

- Deciduous trees
- Large, spreading canopy
- Provide interest and color in more than one season, if possible.
- Appropriate species to consider include:
 - Acer negundo* “californicum”, California Box Elder
 - Corylus cornuta* “californica” Western Hazelnut
 - Platanus x acerifolia*, London Plane
 - Populus fremontii*, Fremont Cottonwood



Acer negundo “californicum”, California Box Elder



Populus fremontii, Fremont Cottonwood



Platanus x acerifolia, London Plane



Corylus cornuta “californica” Western Hazelnut

Private and Semi-Private Gardens – Spaces will be provided within the residential areas, which will include colorful ornamental materials and possibly some non-native species as focal points. Initial criteria for the selection of these materials includes:

- Both deciduous and evergreen trees
- Flowering ornamental trees and perennial plants
- Turf (or lawn substitute), showy shrubs and ground covers for the ground plane
- Appropriate species to consider include:

- Acer circinatum*, Vine Maple
- Ceanothus spp.*, Ceanothus
- Cercis occidentalis*, Western Redbud
- Pinus torreyana*, Torrey Pine
- Quercus agrifolia*, Coast Live Oak
- Ranunculus californicus*, California Buttercup



Ceanothus spp., Ceanothus



Ranunculus californicus, California Buttercup



Acer circinatum, Vine Maple



Cercis occidentalis, Western Redbud



Quercus agrifolia, Coast Live Oak



Pinus torreyana, Torrey Pine

Nodes and Accent Areas – A number of special “spots” will occur at key locations within the community and will provide focal points. Initial criteria for the selection of these trees includes:

- Small shrubs, grasses, perennials and ground covers
- Evergreen shrubs and ground covers
- Colorful/flowering shrubs, perennials and ground covers
- Appropriate species to consider include:

Baccharis pilularis “pilularis”, Dwarf Coyote Bush
Ceanothus thyrsiflorus repens, Creeping Blue Blossom
Dichelostemma congestum, Ookow
Muhlenbergia rigens, Deer Grass
Limonium californicum, Sea Lavender



Limonium californicum, Sea Lavender



Dichelostemma congestum, Ookow



Muhlenbergia rigens, Deer Grass



Baccharis pilularis “pilularis”, Dwarf Coyote Bush



Ceanothus thyrsiflorus repens, Creeping Blue Blossom

INFRASTRUCTURE AND SEA LEVEL RISE

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

FLOOD AND SEA LEVEL RISE PROTECTION

BUILT IN PROTECTION

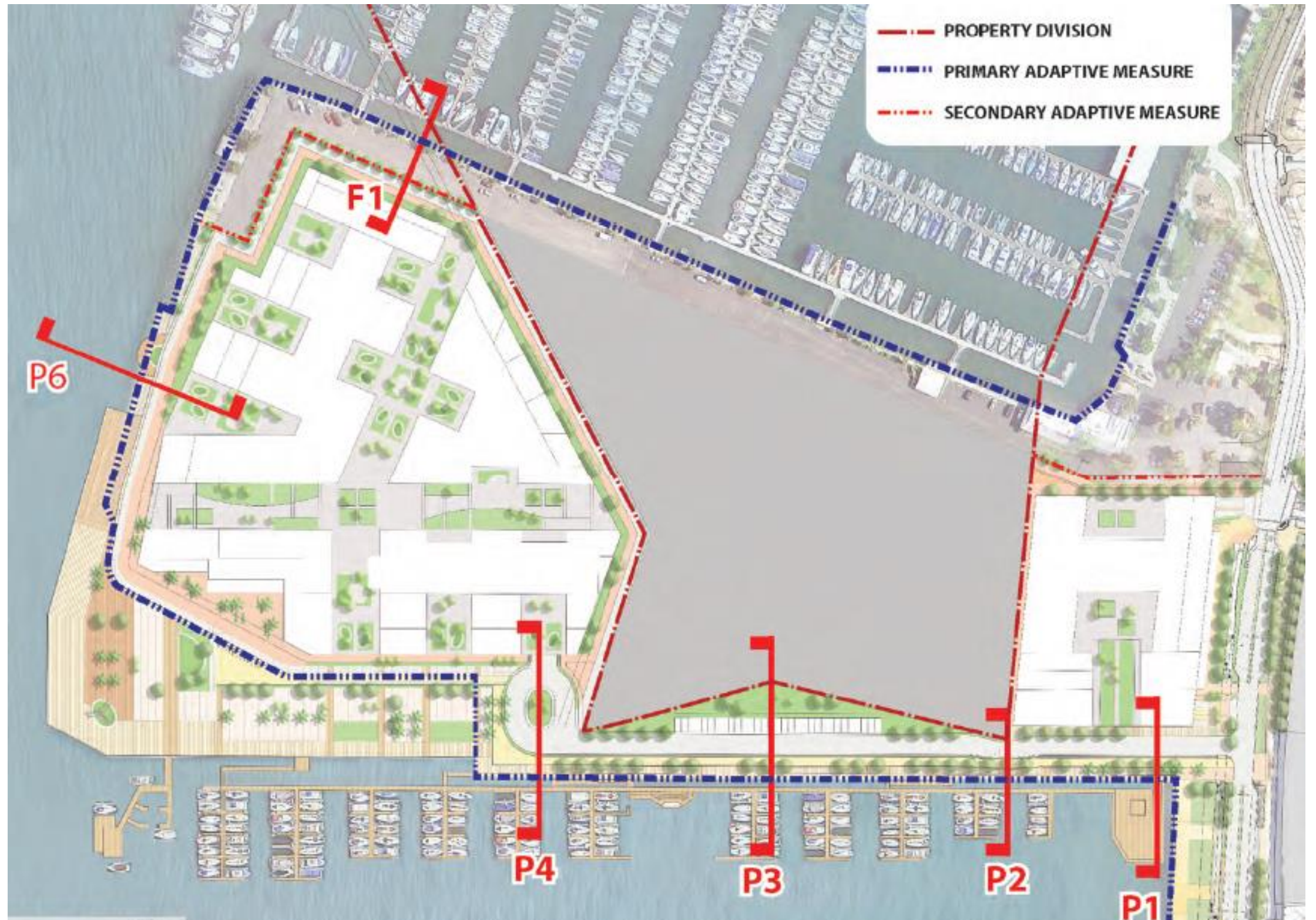
The existing topography of the project site is generally flat with elevations ranging from 11.2 to 14.3 (NAVD88 Datum), and the proposed project is not located in a 100-year floodplain as defined by FEMA. The current 100-year tidal elevation has been established as 10.0 (NAVD88 Datum) for this area of the City of Alameda by the Federal Emergency Management Agency (FEMA). The flood protection criteria for this project site are established by the 100-year tidal elevation of the adjacent Oakland Estuary plus consideration for 36" of sea level rise by the year 2100, which projects to an elevation of 13.0. The proposed project will be designed such that the proposed public access areas, streets and building sites will be raised to a minimum elevation of 13.0, providing built-in protection from 36-inches of sea level rise. As a result, the wharf elevation of 13.0 is sufficient to withstand 36-inches of sea level rise, and no changes are required to the wharf to provide a flood protection system for the 36-inches of projected sea level rise.



FIGURE 2.4 BUILT-IN PROTECTION AGAINST SEA LEVEL RISE

ADAPTIVE MANAGEMENT

In the event that sea level rise exceeds the currently anticipated amount of 36", an adaptive management design strategy will be implemented along the shoreline perimeter of the Encinal Terminals site, in which additional improvements would be implemented to protect at least 3 acres of public open space, all automobile circulation and EVA access and the residential and commercial buildings in the event of future sea level rise in excess of three feet. Future potential adaptive measure concepts which allow for adjustments to the perimeter of the project site flood protection, should they be necessary, are shown in Figures 2.6 through 2.8. Adaptive strategies may include implementation of seawalls, earthen berms, raised platforms or other storm drain system enhancements. These adaptive measures would only be implemented if future sea level rise exceeds the projected amount assumed in the original design and would be designed to be implemented without requiring fill to be placed within the Bay. The northern and eastern perimeters have also been planned to allow for adaptive measures to be implemented, such as an elevated flood protection berm and floodwalls.



ADAPTIVE MANAGEMENT DETAIL

Conceptual illustrations of potential adaptive measures are shown in four sections below. The adaptive measure is the construction of a seawall behind the existing at the inland edge of the wharf, as shown in Figures 2.6 and at the top of the steps along the northern edge at the waterfront park (Figure 2.7). Along the eastern edge, the seawall is planned to be constructed at the water's edge, on the Fortman property (Figure 2.8). If this is infeasible or impractical, a secondary measure is provided: a seawall at the edge of the cycle track. A funding mechanism, which could be a Community Facilities District (CFD) and / or a Geologic Hazards Abatement District (GHAD), will be established for the Project to ensure the Project's ability to implement the adaptive management of this issue. Encinal Terminals residents and businesses will begin to contribute to the funding of the future sea level rise adaptive measures immediately upon their occupancy of the structures within the project site.



FIGURE 2.7 ADAPTIVE MEASURE AT NORTHERN ESTUARY EDGE, IN WATERFRONT PARK, SECTION P6

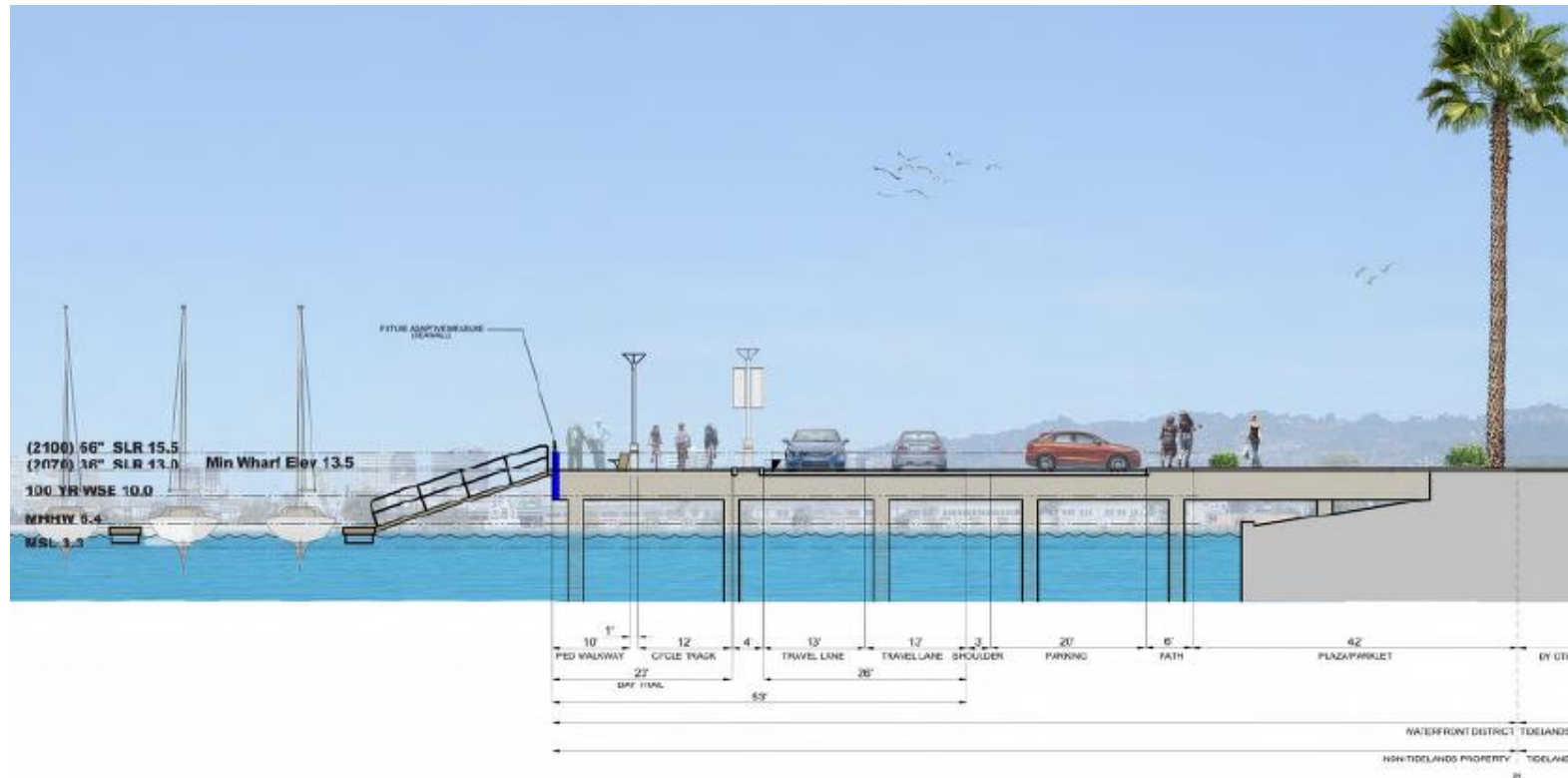


FIGURE 2.6 ADAPTIVE MEASURE AT WHARF EDGE IN WATERFRONT DISTRICT (SECTION P3)



FIGURE 2.8 ADAPTIVE MEASURE AT FORTMAN EDGE (SECTION F1), SHOWING PRIMARY MEASURE IS A SEAWALL AT WATER'S EDGE (BY OTHERS). SECONDARY TREATMENT OF A SEAWALL AT THE ENCINAL/FORTMAN PROPERTY EDGE IN THE EVENT IMPROVEMENTS CANNOT BE MADE ON FORTMAN PROPERTY

INFRASTRUCTURE CAPACITY AND UNIFIED DEVELOPMENT

To enhance the unified development and successful mix of commercial, open space, and residential uses, all infrastructure improvement plans shall be designed, sized, and aligned to support full build out of all sub districts within the Master Plan, including the Tidelands District and the Waterfront District.

STORMWATER SYSTEM

The majority of the storm run-off from the Encinal Terminals site is currently collected by on-site inlets and conveyed to various private on-site outfalls that discharge directly to the Oakland Estuary. The southernmost portion of the site is collected and conveyed to the City of Alameda's storm drain system, eventually discharging to the Arbor Street Pump Station.

The storm drain system shall maintain the existing drainage patterns of the site in order to avoid potential capacity impacts associated with diverting additional run-off to the City's system. The proposed system shall include the following:

- Installation of new inlets and pipelines appropriately sized to convey the site run-off. The proposed collection pipelines will range in size from 12 to 24 inches in diameter. The portions of the system that directly discharge to the Oakland Estuary will likely require improved outfall structures.
- The remainder of the project site shall be collected and conveyed by a new system of inlets and pipelines which will connect to the City's 54-inch pipeline, and eventually discharge 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 if necessary implementation of an 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 guideline.
- To the maximum extent feasible, bio-treatment areas shall be integrated into landscaping areas adjacent to streets, parking areas and buildings.
- All storm drain line and/or outfall reconstruction efforts shall include appropriately sized certified full trash capture system measures to prevent trash discharge loading to the Oakland Estuary (Oakland Inner Harbor) of San Francisco Bay.

WASTEWATER SYSTEM

Currently, the wastewater generated from the Encinal Terminals 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 East Bay Municipal Utility District (EBMUD) 60-inch interceptor pipeline at the intersection with Buena Vista Avenue.

New wastewater infrastructure shall be constructed throughout the Encinal Terminals 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:

- Pipelines ranging in size from 6 to 8 inches in diameter.
- Construction of a pump / lift station in order to minimize the depth of the proposed system.
- Installation of wastewater facilities extending off site through Entrance Road to convey the Encinal Terminals project wastewater from the project site and surrounding properties to Buena Vista Avenue.
- Construction of a short segment of pipeline in Buena Vista Avenue flowing westerly to connect to an existing manhole on the EBMUD interceptor.
- Construction of new wastewater infrastructure throughout the project site which will connect to the EBMUD interceptor in Buena Vista Avenue

POTABLE WATER

EBMUD 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 Encinal Terminals project site and will include the following:

- New supply lines within Clement Avenue and Entrance Road with pipes ranging in size from 8-inches to 12-inches.
- An on-site distribution system extending from the pipeline in Clement Street and located within the street network throughout the project site. Distribution pipelines will range in size from 6 to 8-inches in diameter.

DRY UTILITIES

Alameda Municipal Power (AMP) 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

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.

ASSESSMENT DISTRICT/COMMUNITY FACILITIES DISTRICT

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

CHAPTER 3: SITE DEVELOPMENT REQUIREMENTS AND STANDARDS

INTRODUCTION

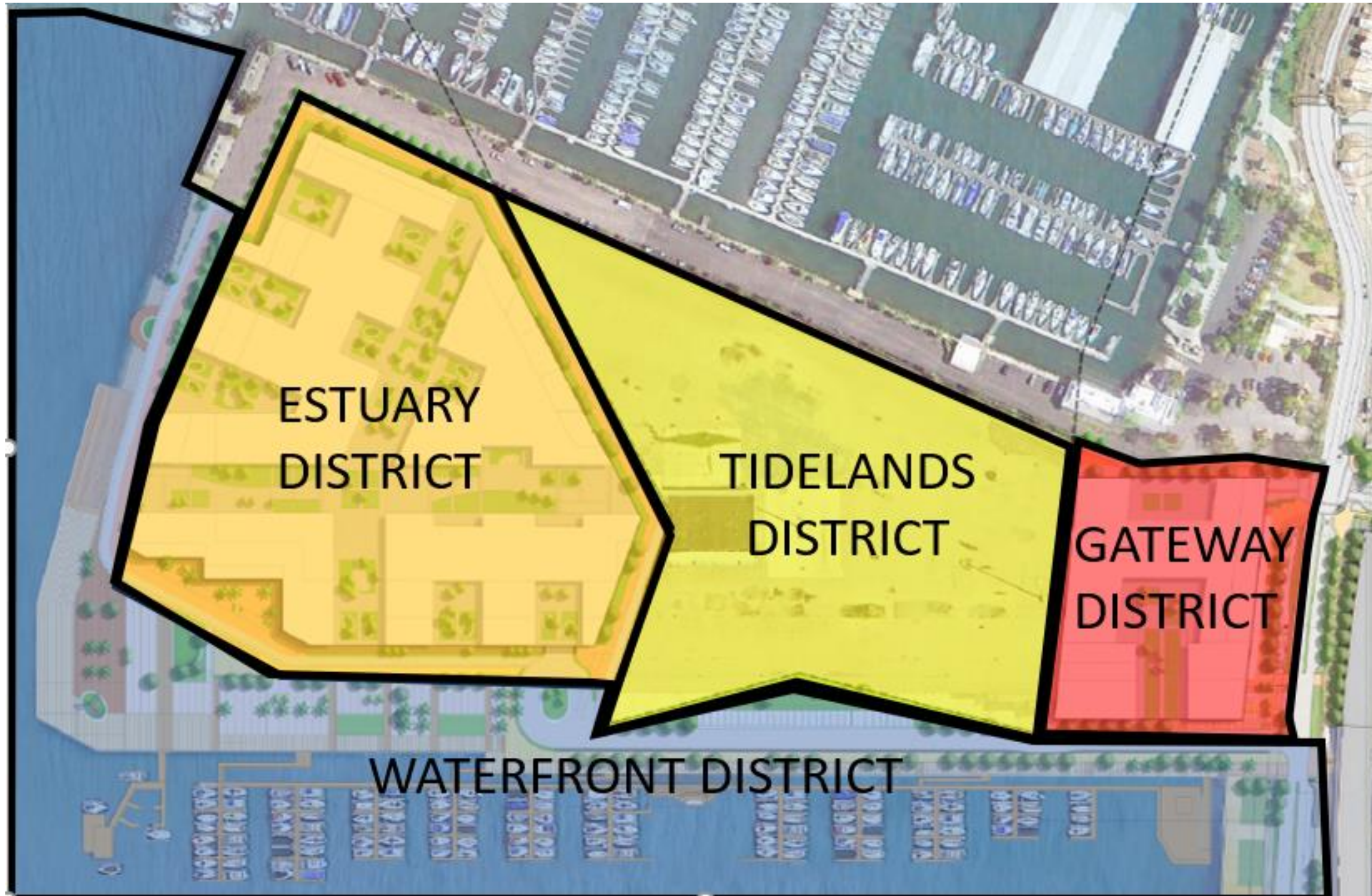
The purpose of the Encinal Terminals Master Plan Development Requirements and Standards in this chapter is to implement the General Plan guiding policies and the Zoning regulations outlined in detail in Chapter 1. The requirements and standards within this chapter are organized by District to allow for phased development of the property. Figure 3.1 depicts the configuration of the existing 6.4-acre Tideland Property. The MX and MF Zoning applies to all portions of the site EXCEPT the blue area, and a 1.25-acre portion of property at the south end of the site, which are only governed by MX. Figure 3.2 shows the District Plan, delineating the 4 Districts. Areas currently subject to the Tideland Trust (Tideland District), will remain subject to the Tideland Trust.

FIGURE 3.1 TIDELANDS PARCEL

FIGURE 3.2 DISTRICT PLAN



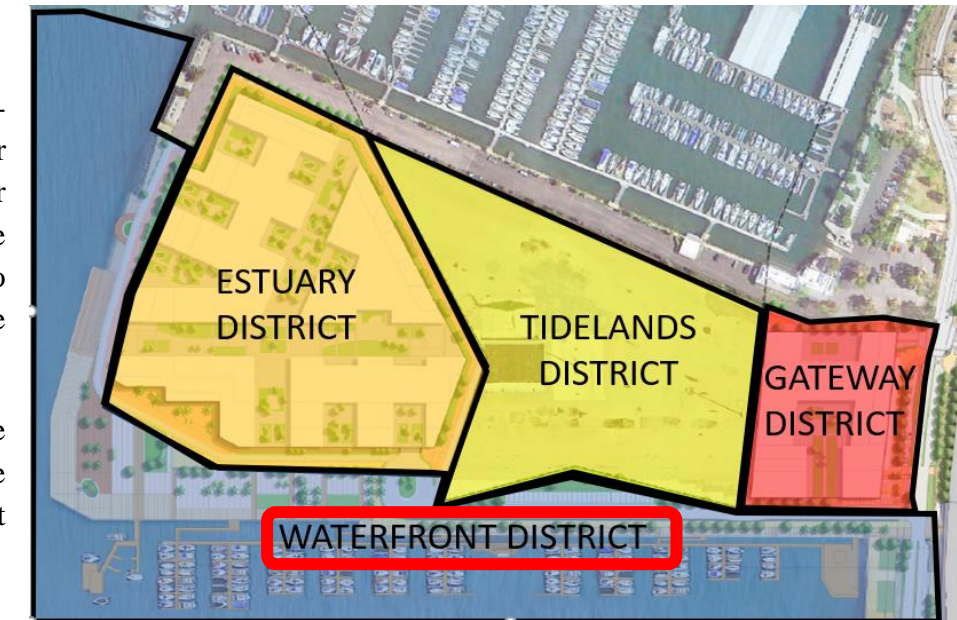
FIGURE 3.3 LARGER DISTRICT PLAN



WATERFRONT DISTRICT ROADWAY, OPEN SPACE AND PROMENADE

This District provides both the primary vehicular entrance to the site but also the primary public recreational space. The centerpiece of the Master Plan is the 6/10-acre Waterfront Plaza, which will be located in the southwest portion of the site adjacent to Alaska Basin and fronting onto Clement Avenue and will create outdoor spaces for lounging and ample walking space to wander along the waterfront. The mixed use building adjacent to this area will create great opportunities for waterfront shopping and dining in this area. A Public Access Path, which will include the extension of the Bay Trail, will be created along the west edges of the Gateway, Tidelands and Estuary Districts, at the outer edge of the wharf. The Public Access Path will permanently extend along the 1,600 lineal feet adjacent to Alaska Basin, past the Gateway and Tidelands and then wrapping around the Estuary District, where it continues another 700 feet. All land areas within the Waterfront District will be publicly accessible.

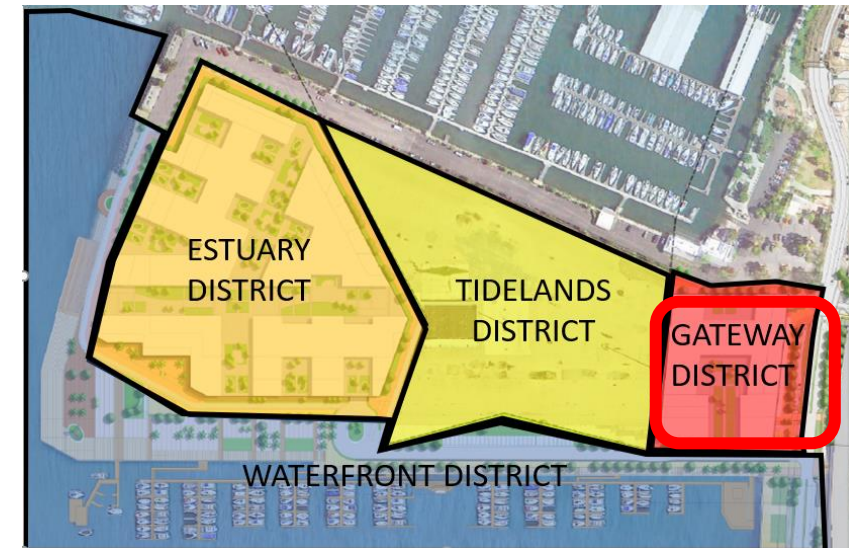
This district also includes submerged property suitable for a private marina with up to 160 slips, a public water shuttle landing and public small craft launch. The public water shuttle landing and kayak launch will be constructed as part of the required 3 acres of public open space described in Chapter 2. A marina will be constructed when and if market demand supports creation of a marina in Alaska Basin. All improvements within the Waterfront District are subject to Development Plan and Design Review by the City of Alameda Planning Board.



GATEWAY DISTRICT

RESIDENTIAL AND COMMERCIAL/RETAIL MIXED USE

The Gateway District is designated as mixed-use area and is the area fronting onto Clement Avenue and the southern portion of Alaska Basin. With ground floor commercial and building amenity spaces and residences above, the Gateway District creates a sense of place for the waterfront revitalization and is a pivotal element in the project, as this District, combined with the northern commercial/retail edge of the Del Monte Warehouse, creates the anchor and hub for the mixed-use elements of both developments. The Cross-Alameda Trail and cycle track components of the Clement Avenue extension will pass in front of the Gateway District. Buildings in the Gateway District should be designed to be taller than buildings in the Tideland District. Representative architectural types of buildings that could be built here are shown on this page.



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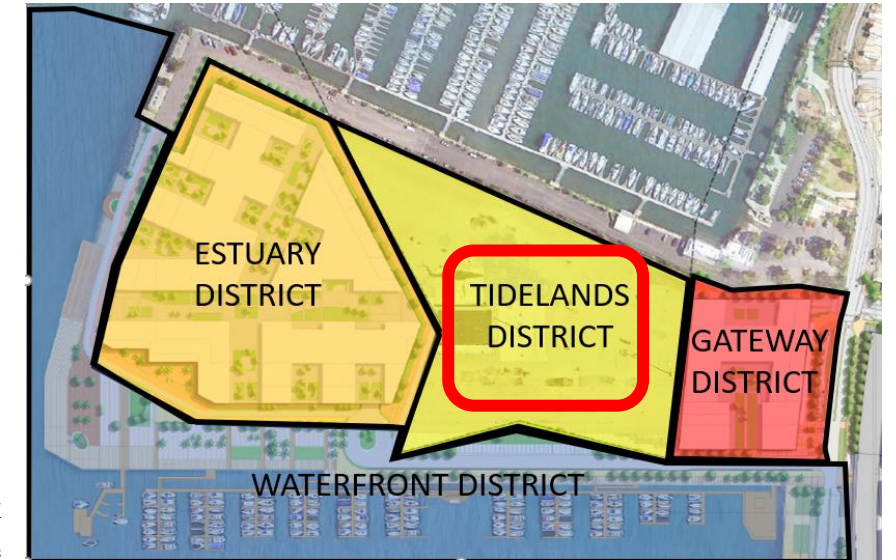
TIDELANDS DISTRICT

MARITIME COMMERCIAL CORE

This District is planned to be the maritime commercial core of the project. The 6.4-acre Tidelands Parcel is currently subject to a lease between the City and North Waterfront Cove LLC (NWC) that expires in 2029. Due to its location within lands subject to the Tidelands Trust, the uses in this area must be maritime in nature and consistent with the Public Trust:

The granted lands shall be used by the city and its successors, solely for the establishment, improvement, and conduct of a harbor, and for the construction, maintenance, and operation thereon of wharves, docks, piers, slips, quays, warehouses, factories, storehouses, equipment, parking areas, streets, highways, bridges, pedestrian ways, landscaped areas, public buildings, public assembly and meeting places, convention centers, parks, museums, playgrounds, public recreation facilities (including, without limitation, public golf courses, marinas, restaurants, hotels, commercial recreation facilities, entertainment facilities and attractions), and any other utilities, structures, and appliances, provided the facilities are incidental to, or necessary or convenient for, the promotion, benefit, and accommodation of the purposes of the public trust.

Consistent with this definition, a Market Hall, with food products as well as eating and drinking establishments, a hotel, blue-tech commercial enterprises, kayak and small watercraft rentals, could all be located in this District, as well as open space and park type uses. Residential uses are not permitted here. The illustrative plan, Figure 1.1, shows a conceptual illustrative concept of the site, but leaves the Tidelands property in gray, as a result of the need for future development planning; as stated in Chapter 4, a Development Plan will need to be created for the District which will require Development Plan and Design Review approval and compliance with Tables 3.1 and 3.2 of this Master Plan. Buildings in the Tidelands District should be designed to be shorter than



buildings in the Gateway District.



M,LL,ML;



ESTUARY DISTRICT

RESIDENTIAL AND COMMERCIAL/RETAIL MIXED USE

The Estuary District, a primarily residential district on the northern third of the site, has excellent views up and down the Estuary and of the Oakland Hills, and contains the water transit docking facility. The residential buildings will likely have ground floor commercial uses to serve the residents and visitors to the water transit dock and the Bay Trail that passes through this section of the site. A coffee shop, a restaurant and wine bar or tavern could be a large draw for this area. Representative architectural types of buildings that could be built here are shown on this page.

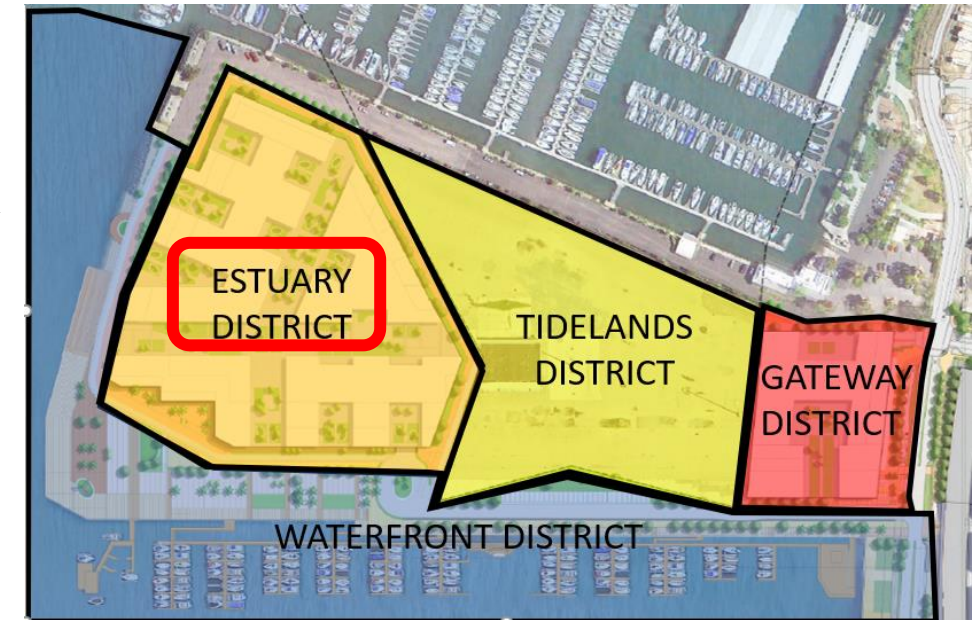


TABLE 3.1 SUMMARY OF PERMITTED USES BY DISTRICT

USE	GATEWAY DISTRICT	TIDELANDS DISTRICT (1)	ESTUARY DISTRICT	WATERFRONT DISTRICT
Residential dwelling units, including age restricted Senior housing units, live aboard boats (Waterfront District only) and home occupations consistent with AMC 30-2	P	X	P	C (2)
Commercial Work / Live units consistent with AMC Section 30-15 Work Live Studios, except that new construction is permitted	C	X	C	X
Commercial retail, but not including “super store” type retail commercial uses or drive-through commercial facilities	P	C	P	C
Grocery and convenience stores (including alcohol sales for on and off-site consumption)	C	X	C	X
Office uses	P	C	P	X
Medical and assisted living care facilities and memory care facilities	P	X	P	X
Commercial recreational uses	P	C	P	P
Hotel	P	P	P	X
Artist studios and galleries and museums	P	C	P	C
Maritime-related uses, including maritime workplace, marinas and water transit, recreational boat and small craft rentals and sales, boatyards and dry boat storage	P	P	P	C
Open Space Uses	P	P	P	P
Public amphitheaters, performance and entertainment facilities, but not multiplex cinemas	C	C	C	C
Restaurants and taverns	P	P	P	C
Light warehousing, light manufacturing	X	C	X	X
Other uses determined by the Planning Board to be similar to the above and consistent with the plan objective	C	C	C	C
<p>(1) All uses must also be permitted pursuant to the Tidelands Trust as follows: The granted lands shall be used by the city and its successors, solely for the establishment, improvement, and conduct of a harbor, and for the construction, maintenance, and operation thereon of wharves, docks, piers, slips, quays, warehouses, factories, storehouses, equipment, parking areas, streets, highways, bridges, pedestrian ways, landscaped areas, public buildings, public assembly and meeting places, convention centers, parks, museums, playgrounds, public recreation facilities (including, without limitation, public golf courses, marinas, restaurants, hotels, commercial recreation facilities, entertainment facilities and attractions), and any other utilities, structures, and appliances, provided the facilities are incidental to, or necessary or convenient for, the promotion, benefit, and accommodation of the purposes of the public trust.</p> <p>(2) Liveaboards within commercial marinas</p>				
<p>P: PERMITTED USE C: CONDITIONALLY PERMITTED USE X: PROHIBITED USE</p>				

DISTRICT DEVELOPMENT STANDARDS

TABLE 3.2 FORM BASED DEVELOPMENT STANDARDS BY DISTRICT

STANDARD	GATEWAY DISTRICT	TIDELANDS DISTRICT	ESTUARY DISTRICT	WATERFRONT DISTRICT
Ground floor Commercial and/or Retail Required (15' ceiling height minimum)	Yes	Yes	Yes	No
Minimum Lot Size	2,000 s. f.	2,000 s. f.	2,000 s. f.	N/A
Maximum Height Limit (1)	see footnote (2)	60'	see footnote (2)	40'
Setback to Clement Avenue	15' (for storefront sidewalk)	N/A	N/A	15' (for storefront sidewalk)
Setbacks	Structures in the Gateway District and Estuary District shall be setback at least 26 feet from the adjacent Tidelands District property line to provide a buffer between maritime commercial and residential uses as shown in Figure 3.14. Structures in the Tidelands District shall be set back 26 feet from the adjacent Gateway District or Estuary District property line to buffer land use conflicts. Structures in the Gateway District and Estuary Districts shall be set back from the adjacent Fortman line a sufficient distance to provide an 18-foot wide Bay Trail Facility as shown in Figure 3.13			

(1) Height is as defined in Chapter 30-2 of the Alameda Municipal code.

(2) The maximum height for any residential building within the Gateway and Estuary Districts shall be determined by the Planning Board at the time the Design Review application is submitted for Planning Board review. Design Review applications for any residential building that exceeds 45 feet in height shall be accompanied by a massing study for the Gateway and Estuary Districts that demonstrates that the proposed height is needed to accommodate the 589 units and all of the amenities, parking and mix of commercial and open space uses as described and illustrated in the Master Plan. The Planning Board shall not deny a building height above 45 feet unless the Planning Board is able to make one or both of the following findings: 1) Based upon a review of the Design Review plans and the massing study, the 45 foot height limit does not physically preclude the construction of the 589 units and all of the amenities, parking and mix of commercial and open space uses as described and illustrated in the Master Plan, or 2) the waiver of the 45 foot height limit would have a specific, adverse impact, as defined in paragraph (2) of subdivision (d) of Section 65589.5, upon health, safety, or physical environment, and for which there is no feasible method to satisfactorily mitigate or avoid the specific adverse impact. The 45-foot height limit shall not be used by City to prevent construction of the Proposed Project on the property.

FIGURE 3.4 ILLUSTRATIVE CROSS SECTION LOCATION DIAGRAM. *This Diagram illustrates the locations of the conceptual illustrative cross-sections illustrated on the following pages*

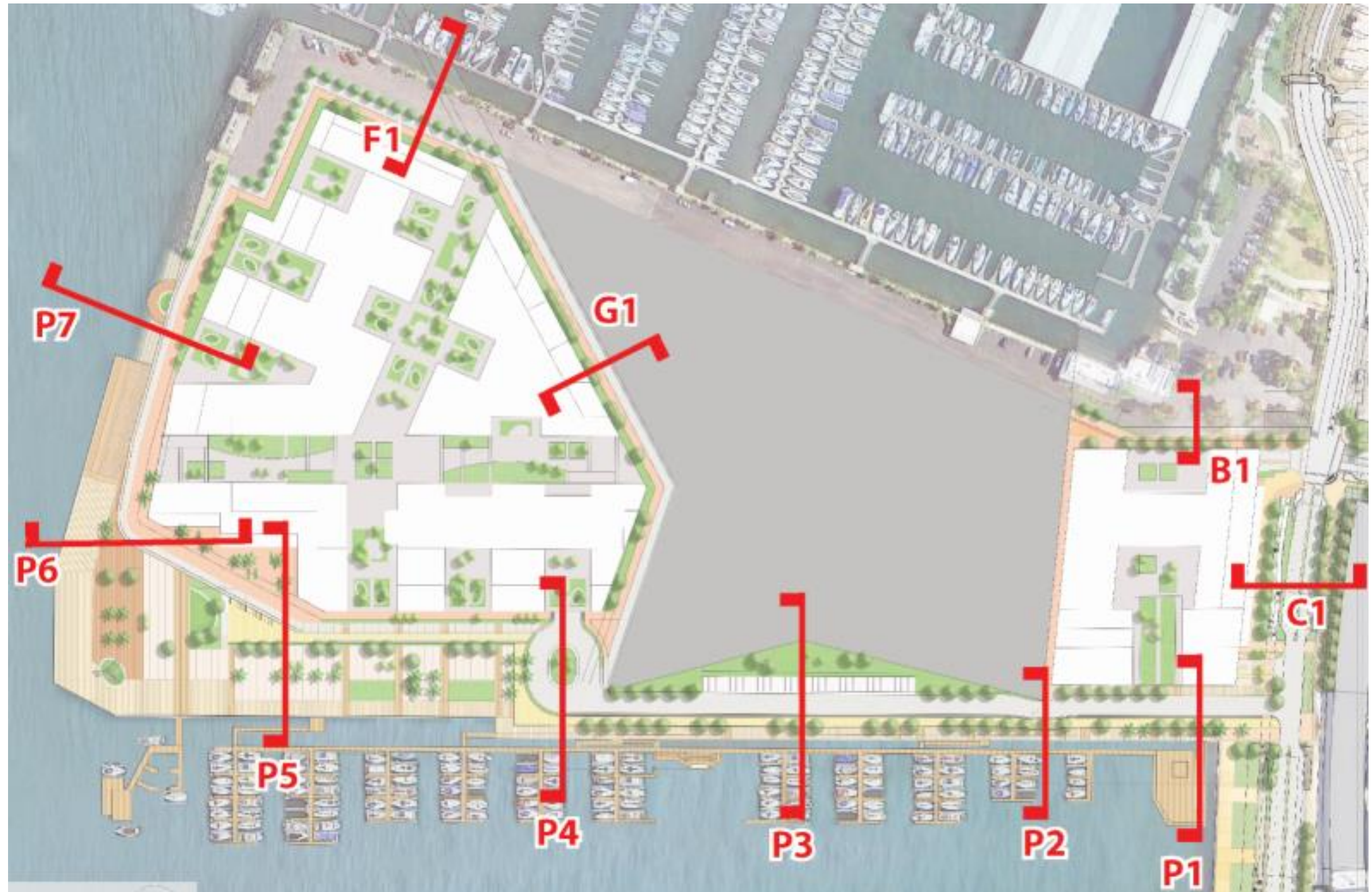


FIGURE 3.5 ILLUSTRATIVE CROSS SECTION C1: CLEMENT AVENUE (VIEW LOOKING EAST)

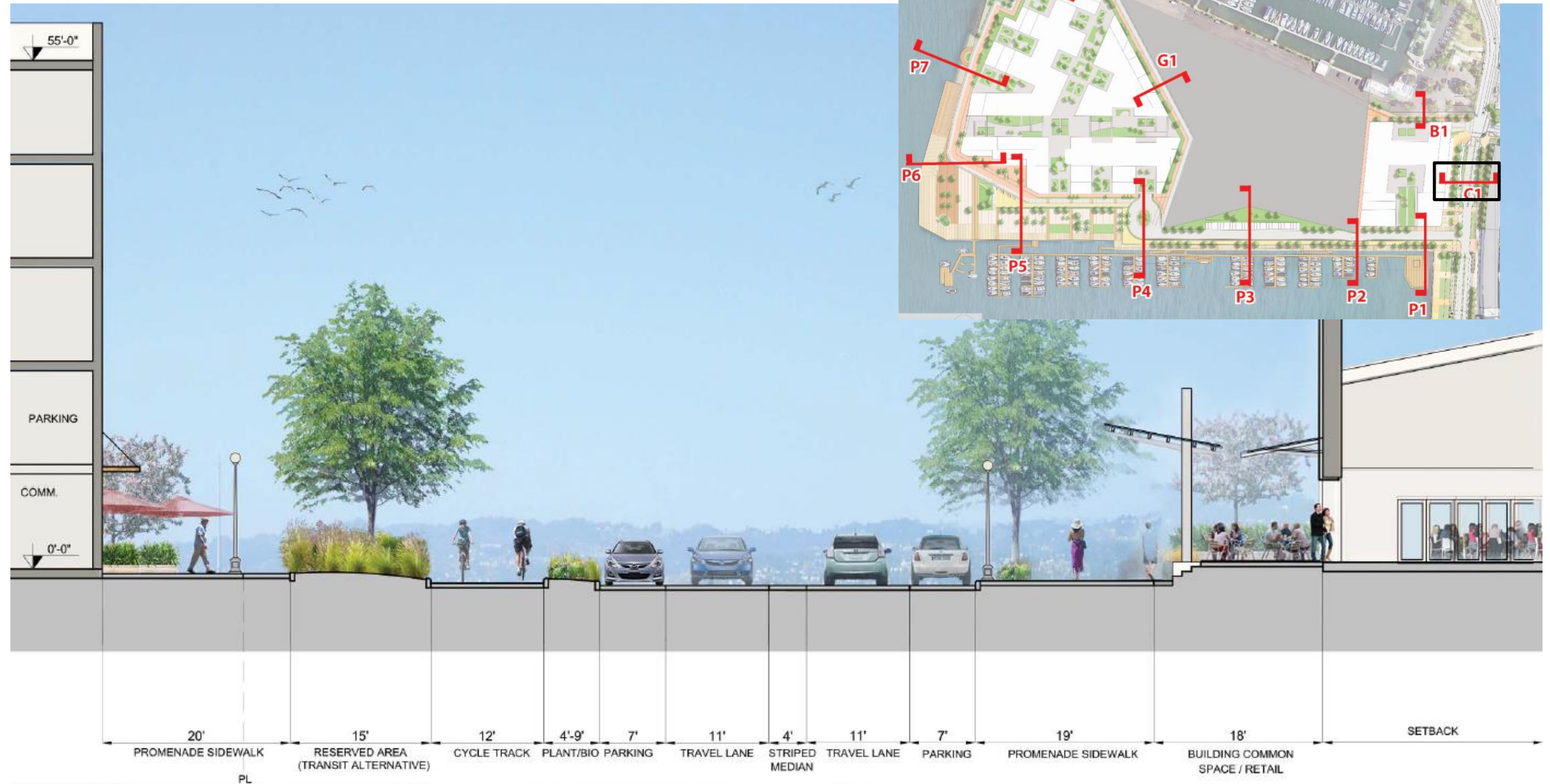
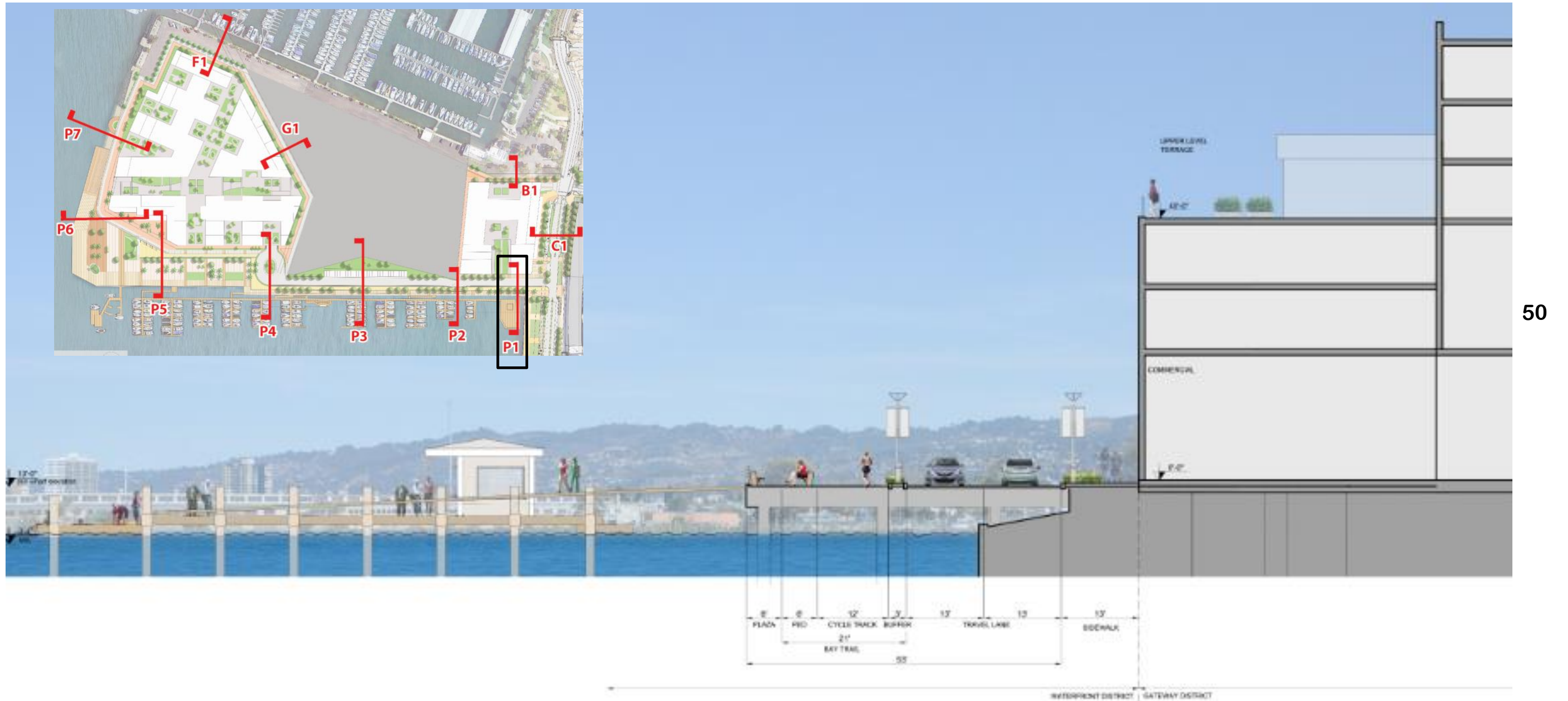


FIGURE 3.6 ILLUSTRATIVE CROSS SECTION P1: ENTRY BOULEVARD AND BAY TRAIL (VIEW LOOKING NORTH FROM CLEMENT AVENUE)



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FIGURE 3.7 ILLUSTRATIVE CROSS SECTION P2: ENTRY BOULEVARD AND BAY TRAIL ADJACENT TO TIDELANDS DISTRICT (VIEW LOOKING NORTH).

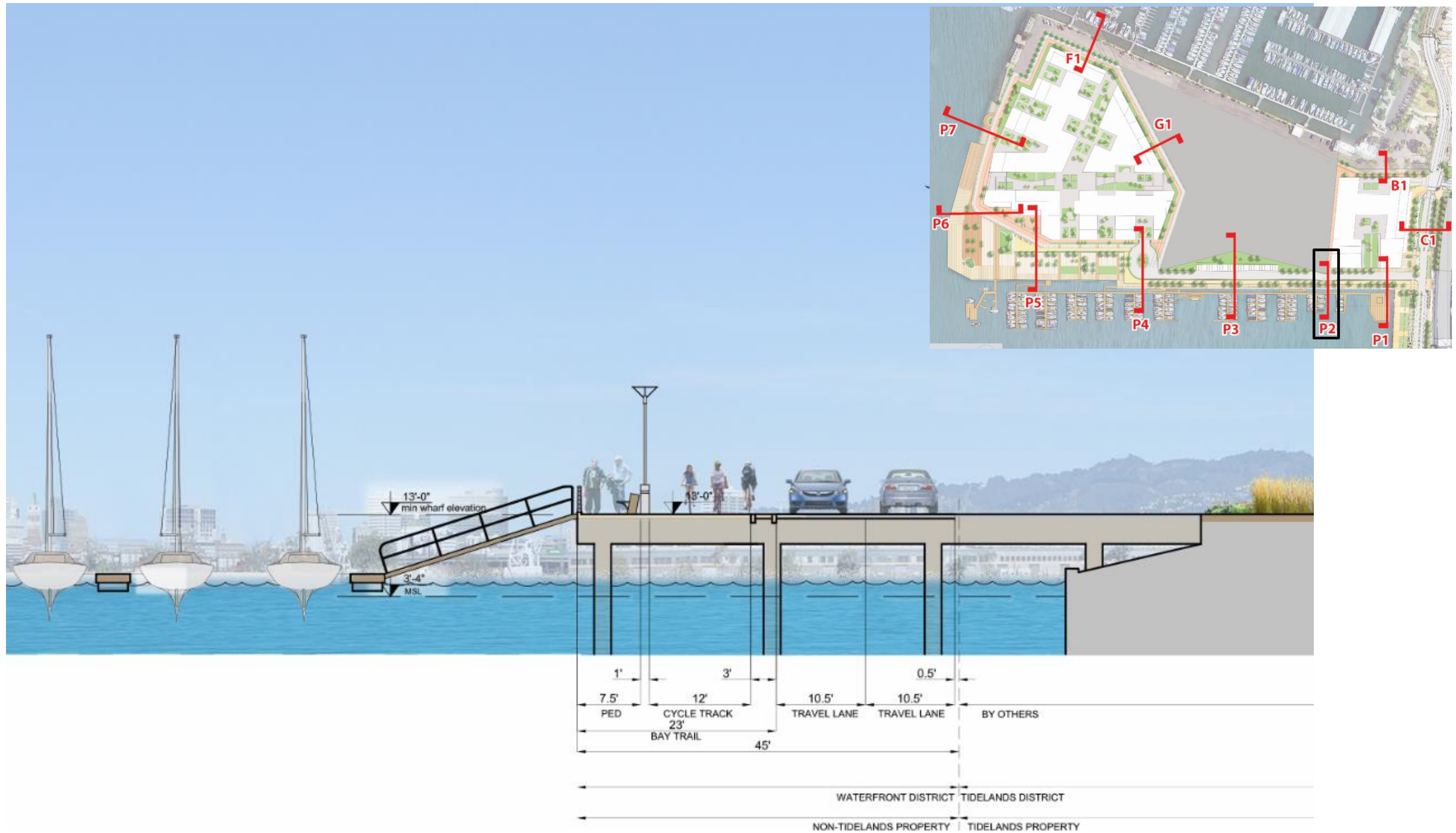


FIGURE 3.8 ILLUSTRATIVE CROSS SECTION P3: ENTRY BOULEVARD AND BAY TRAIL (VIEW LOOKING NORTH).

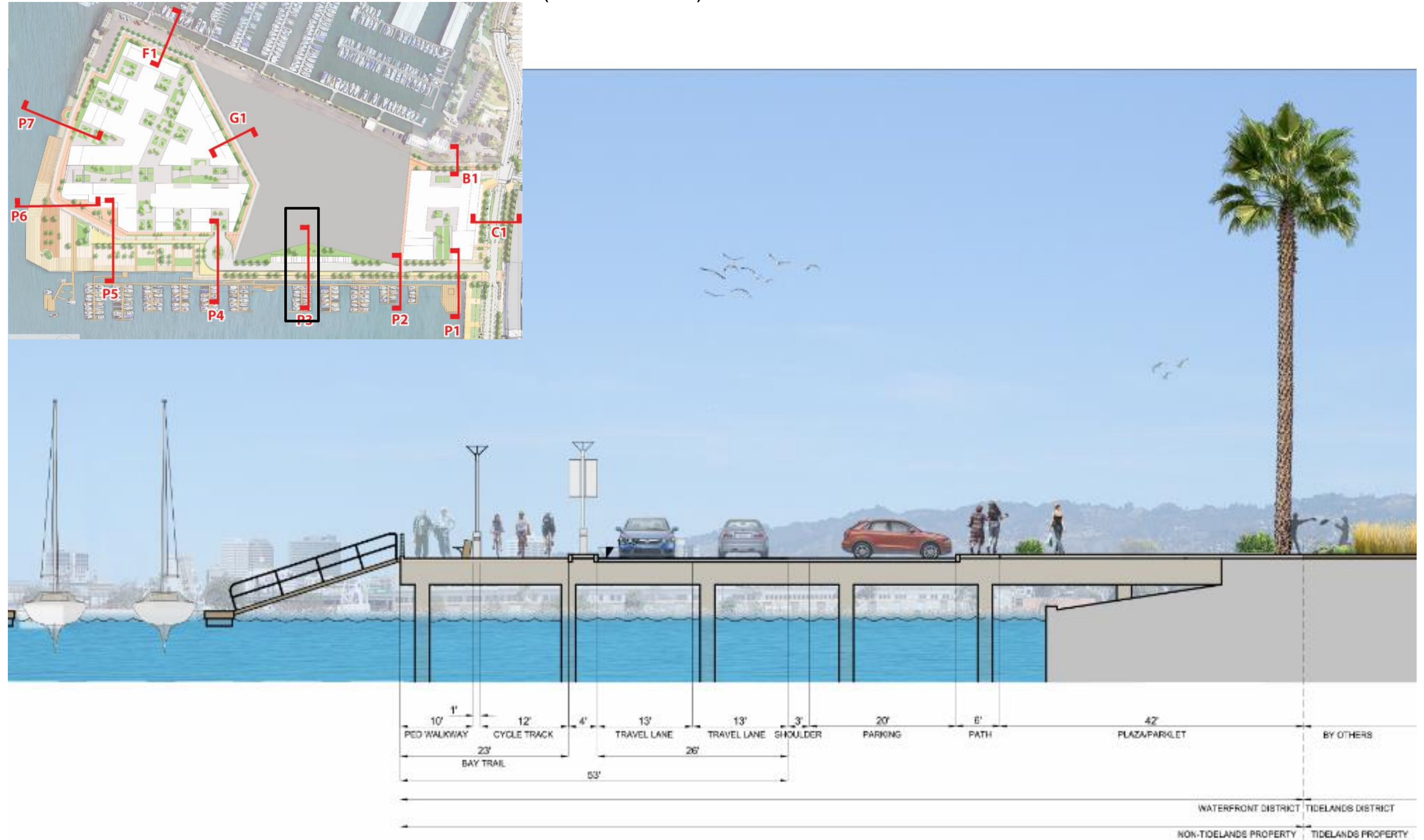
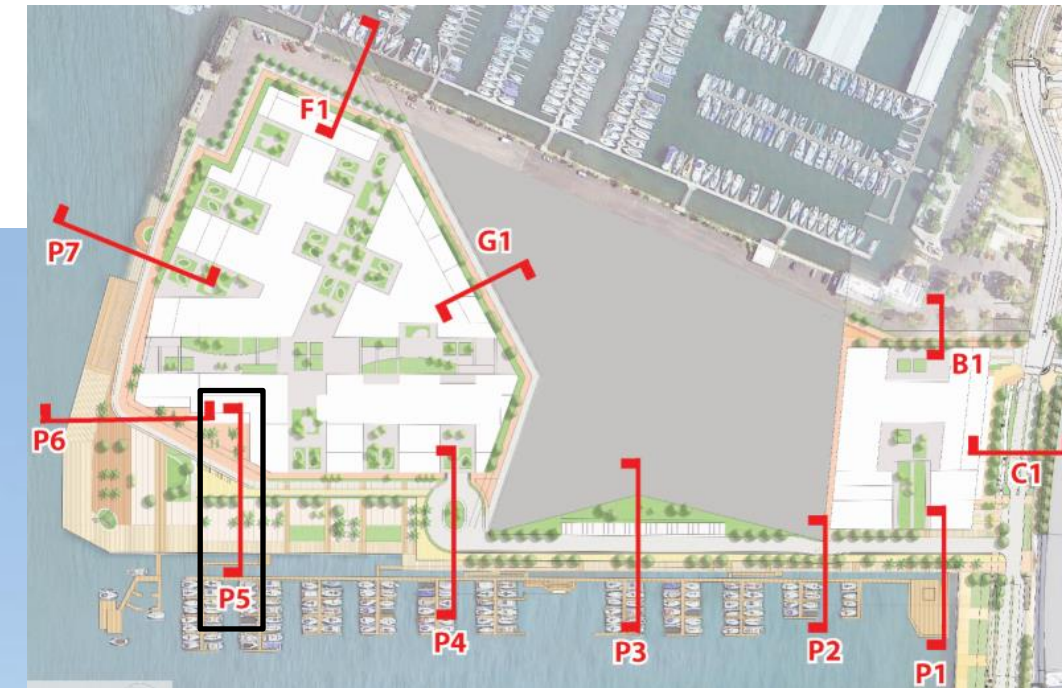


FIGURE 3.9 ILLUSTRATIVE CROSS SECTION P4: WATERFRONT DISTRICT ADJACENT TO ESTUARY DISTRICT (VIEW LOOKING NORTH)



FIGURE 3.10 ILLUSTRATIVE CROSS SECTION P5: WATERFRONT AND ESTUARY DISTRICTS ALONG THE NORTHWEST CORNER AT THE ESTUARY (VIEW LOOKING NORTH).



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FIGURE 3.11 ILLUSTRATIVE CROSS SECTION P6: WATERFRONT AND ESTUARY DISTRICTS AT THE NORTHWEST PORTION OF THE SITE (VIEW LOOKING EAST)

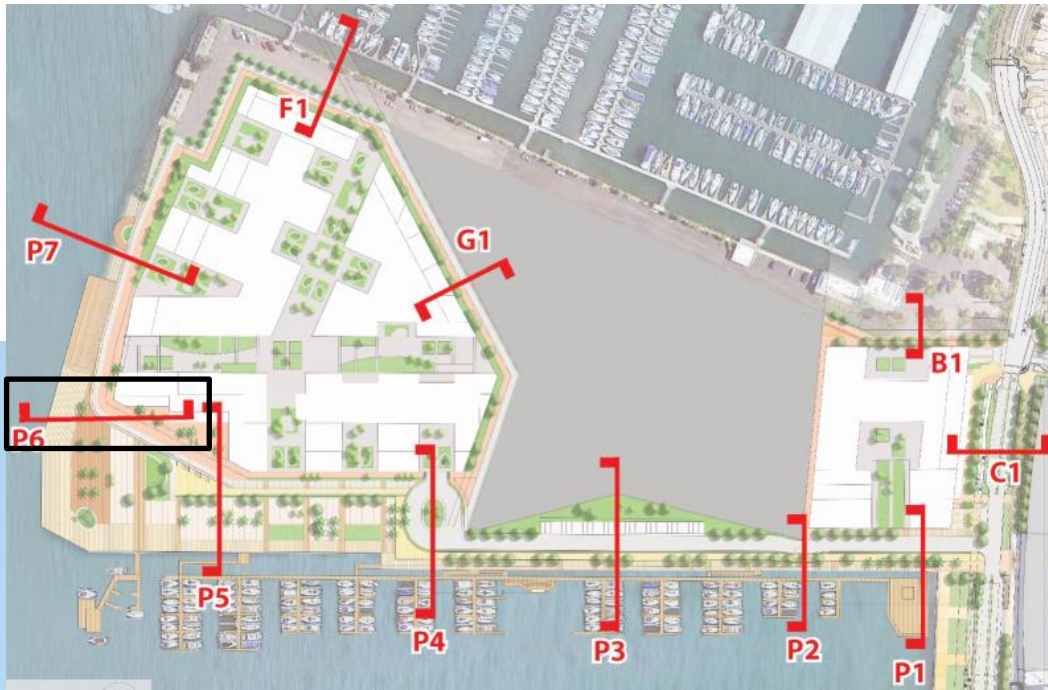


FIGURE 3.12 ILLUSTRATIVE CROSS SECTION P7: WATERFRONT AND ESTUARY DISTRICTS AND BAY TRAIL AT NORTH EDGE OF THE SITE (VIEW LOOKING EAST)

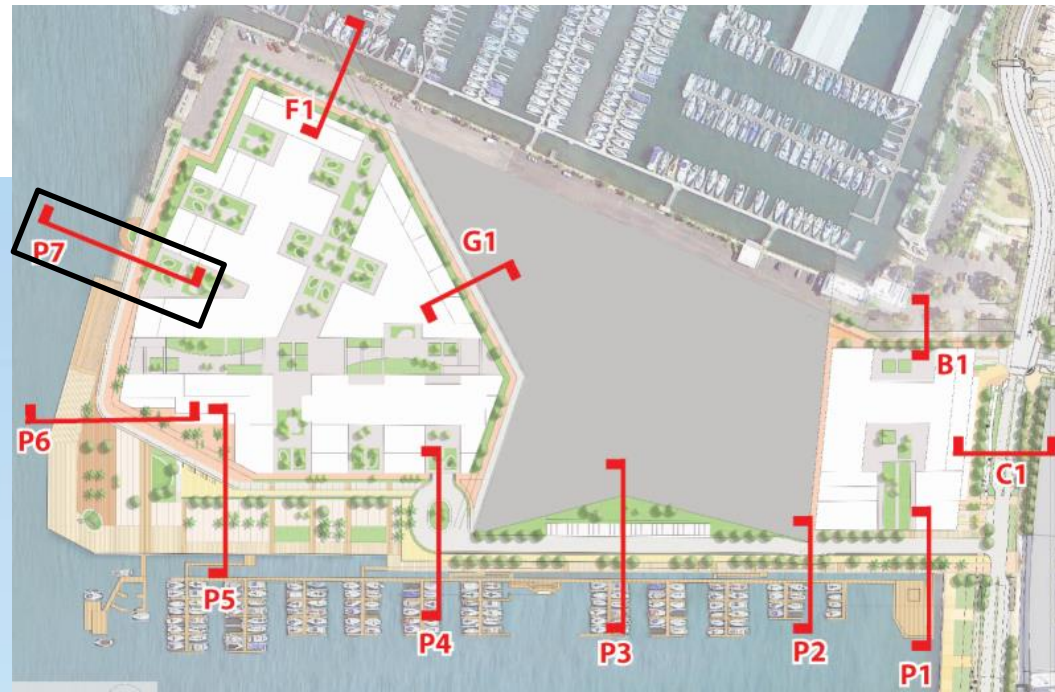


FIGURE 3.13 ILLUSTRATIVE CROSS SECTION F1: BAY TRAIL AND EAST EDGE OF THE ESTUARY DISTRICT (VIEW LOOKING NORTH)

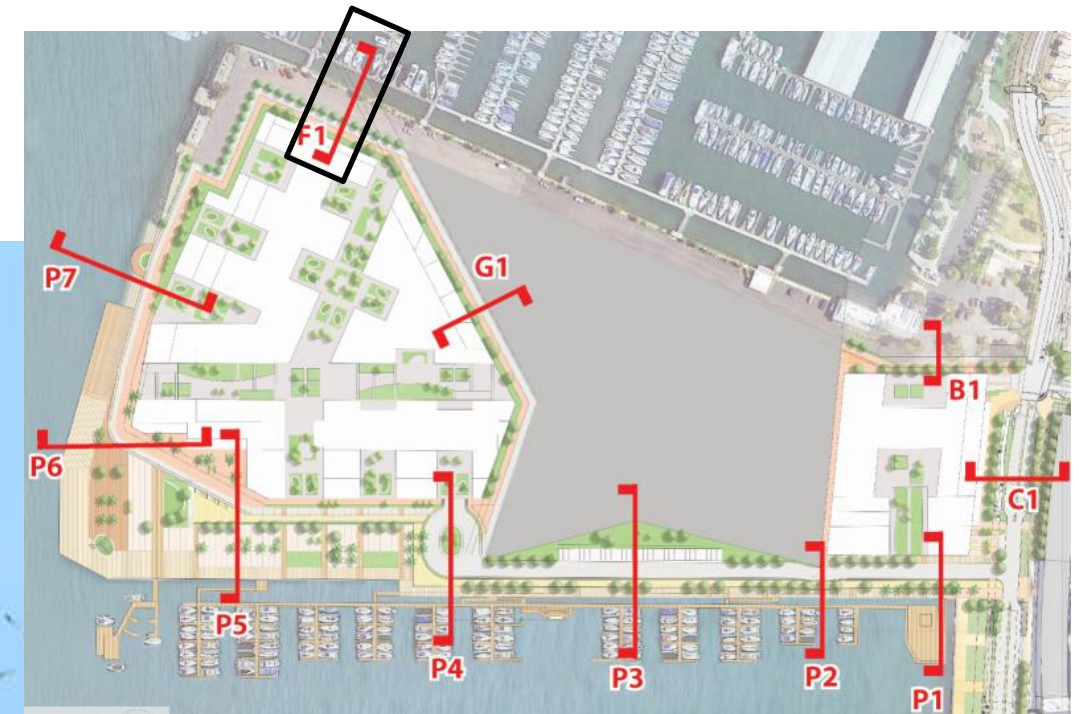


FIGURE 3.14 ILLUSTRATIVE CROSS-SECTION G1: PEDESTRIAN PATH AT SOUTH BOUNDARY OF ESTUARY DISTRICT (VIEW LOOKING WEST)

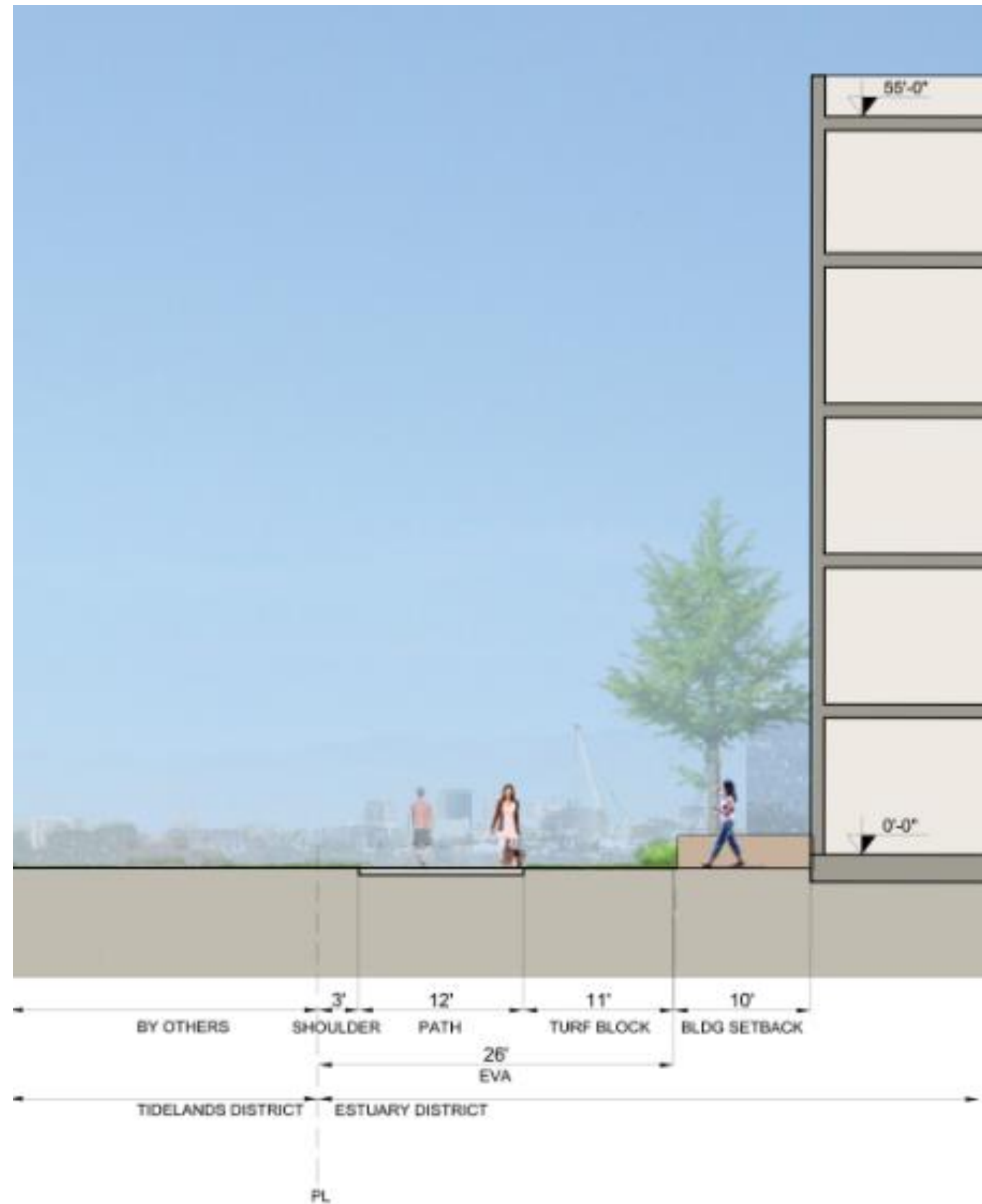
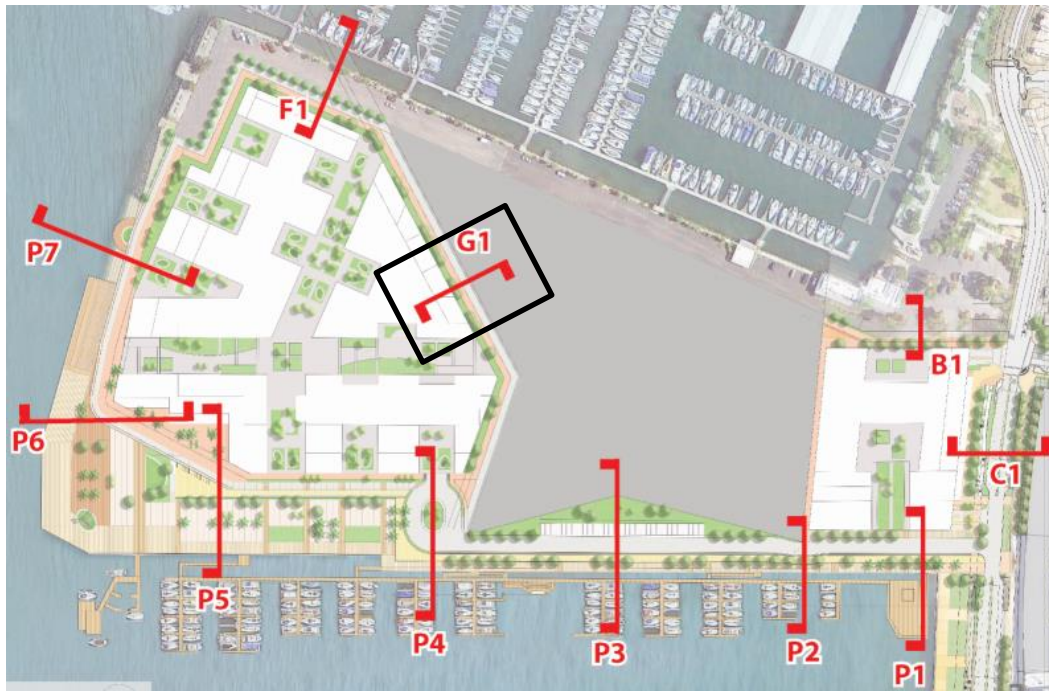
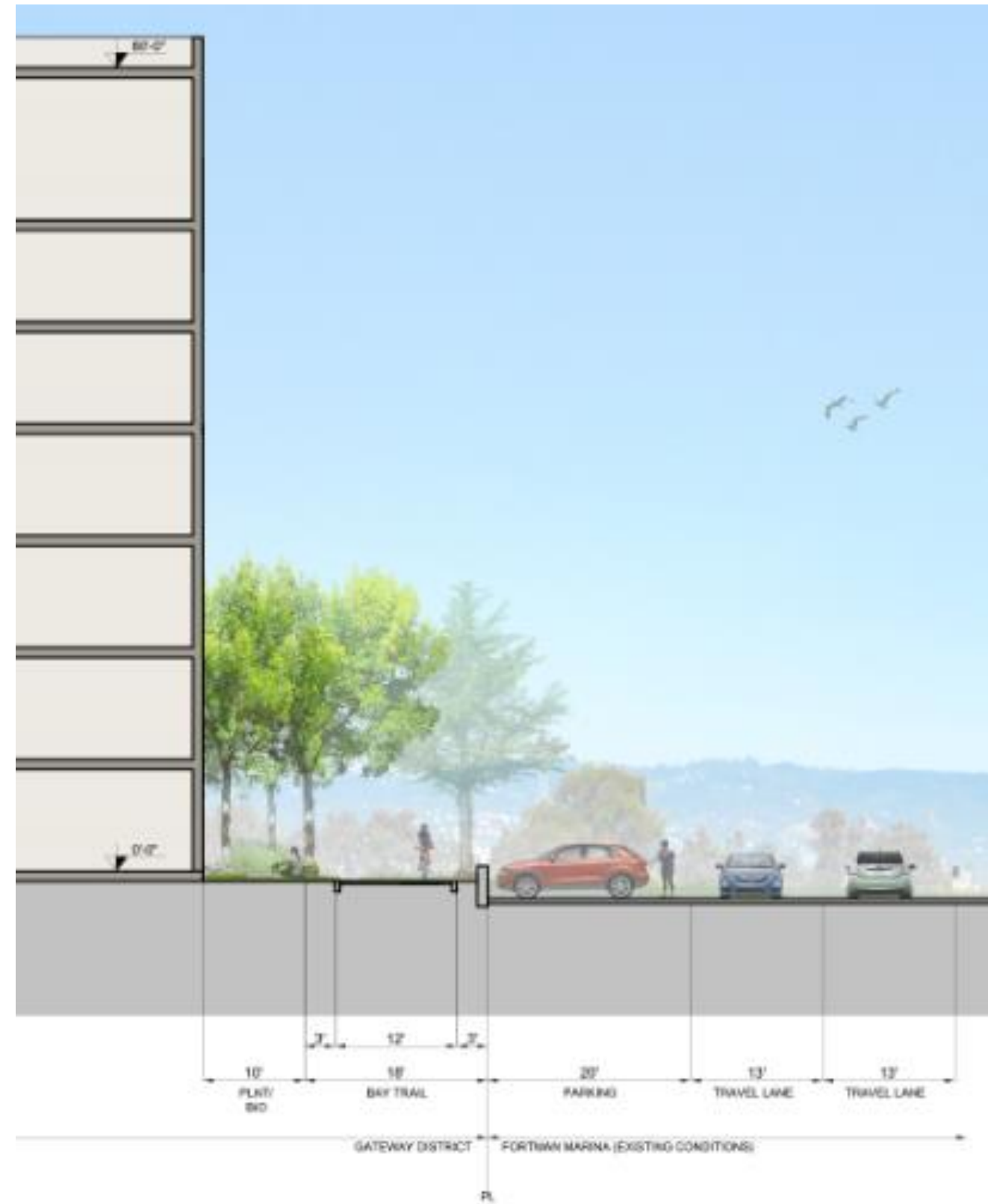
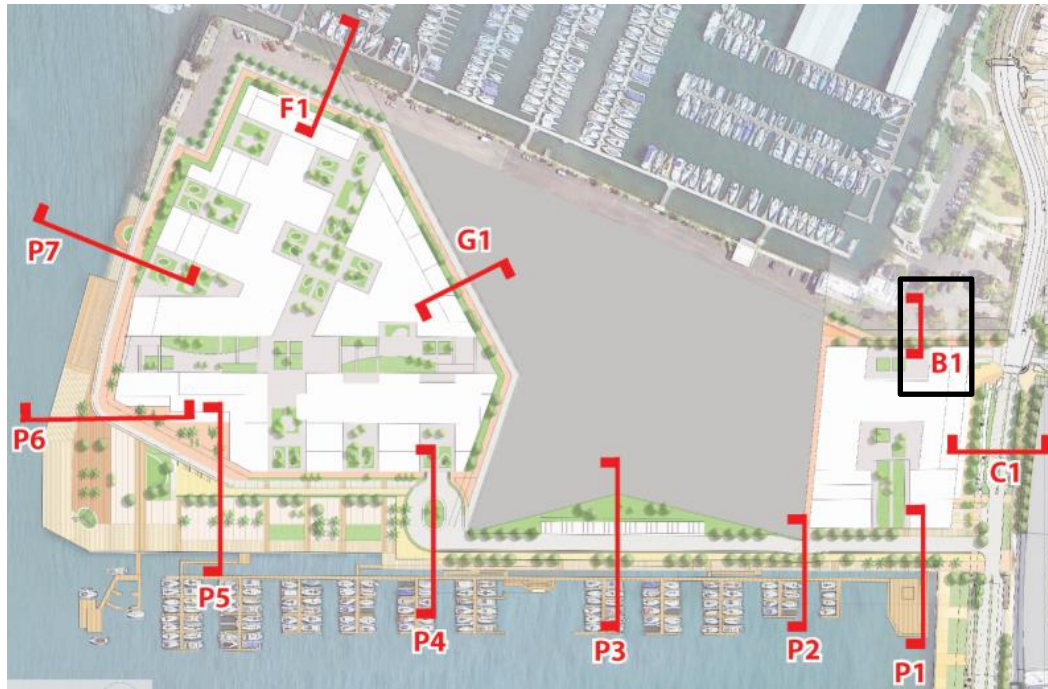


FIGURE 3.15 ILLUSTRATIVE CROSS-SECTION B1: EAST EDGE OF GATEWAY DISTRICT AND FORTMAN PROPERTY ON THE EAST (VIEW LOOKING NORTH)



RESIDENTIAL AND NON-RESIDENTIAL DEVELOPMENT BALANCE

This Master Plan allows up to 589 residential units, with up to 50,000 square feet of commercial space and up to 160 marina berths. The Planning Board may approve additional uses or an increase in the number of units or commercial square footage in a District provided that it can be demonstrated that the change will not result in new or substantially more severe environmental impacts.

RESIDENTIAL DENSITY/MAXIMUM AND MINIMUM DEVELOPMENT

RESIDENTIAL DENSITY

All of the property is within the MX Mixed Use (MX) 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 majority of the property (15.48 acres) on the site is located in the Multi-Family Residential Combining (MF) District, which allows the maximum density to increase to 30 units per acre. The portion of the property outside the MF is 1.25 acres, so it is subject only to MX. There is an additional 6.4-acre parcel within the Master Plan that is currently owned by the City of Alameda and is zoned MX but is not included in the density calculation because it is subject to the Tidelands Trust, which does not permit residential development.

Consistent with the existing zoning, 15.48 acres at 30 units per acre (MF) yields 464 housing units. 1.25 acres at 21.78 units per acre (MX) yields 27 housing units. Therefore, the existing zoning allows 491 housing units (“Base Density”). However, as this Master Plan proposes to provide additional affordable housing units in excess of the minimum required (See Affordable Housing below), a density bonus will be applied to increase the number of units by 20% to a maximum of 589 units.

SINGLE FAMILY DETACHED RESIDENCES PROHIBITION

Detached single family homes are not permitted in any District.

NON-RESIDENTIAL DENSITY/MINIMUM DEVELOPMENT

NON-RESIDENTIAL DENSITY

It is anticipated that the commercial square footage for the Master Plan will contain between 30,000 and 50,000 square feet.

MINIMUM NON-RESIDENTIAL DEVELOPMENT

There will be not less than 30,000 square feet of commercial space provided at the Encinal Terminals site.

MARINA BERTHS

There will be no more than 160 total marina berths in the Master Plan properties.

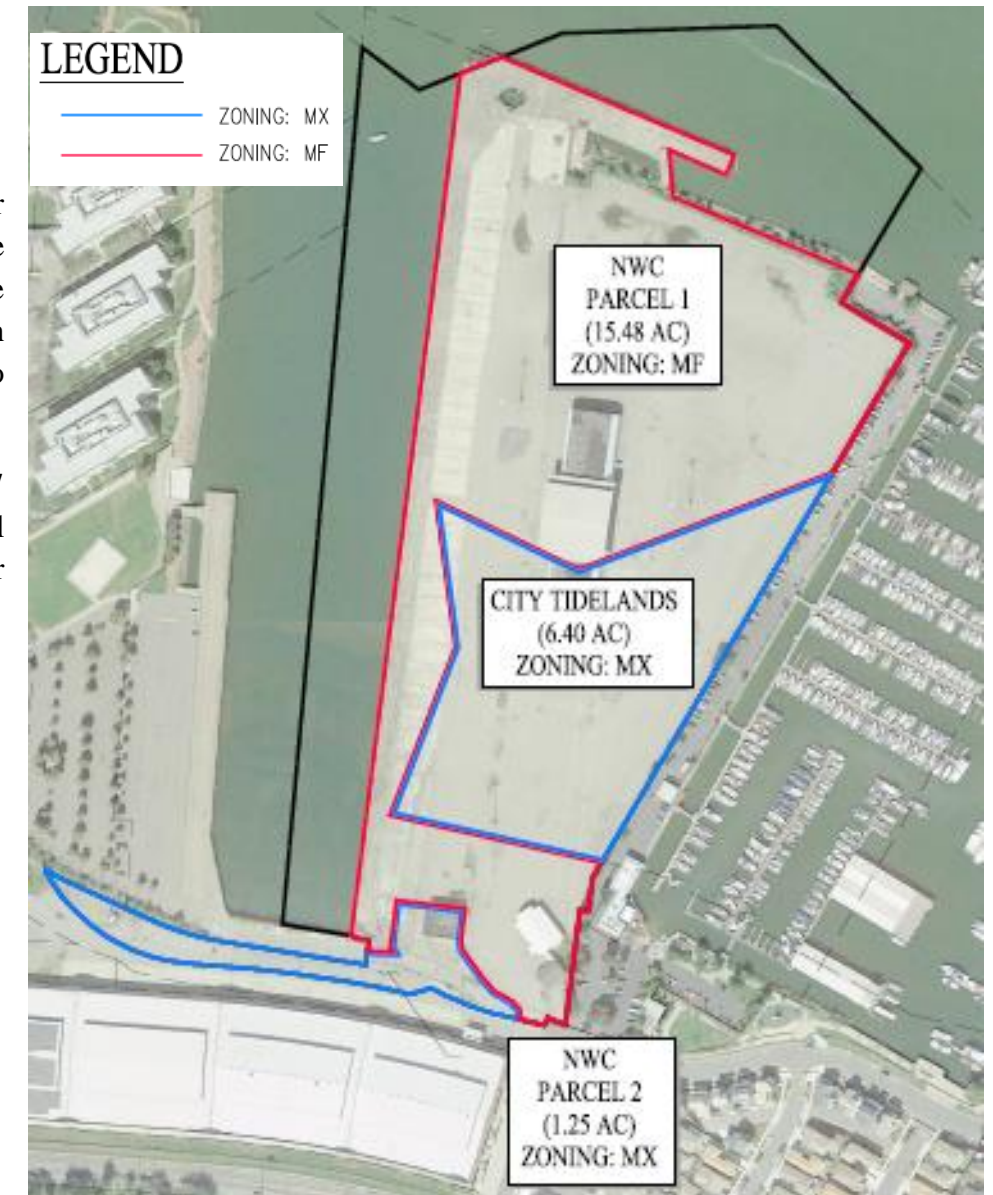


FIGURE 3.16 ZONING

AFFORDABLE HOUSING

DEED RESTRICTED AFFORDABLE HOUSING

Inclusionary housing will be provided in accordance with AMC 30-16 (Inclusionary Housing Requirements for Residential Projects). Since the Master Plan will provide additional affordable housing units in excess of that required in AMC 30-16, the additional units will qualify the project for affordable housing incentives, waivers, and a density bonus in accordance with AMC 30-17 (Density Bonus). The Density Bonus application for the Master Plan is attached as Appendix B, but to summarize the application, the project proposes to build 79 affordable units (16% of the Base Density of 491 units), broken down as follows:

- Five percent (5%) of all units shall be affordable to very low-income households (25 units).
- Four percent (4%) shall be affordable to low income households (20 units).
- Seven percent (7%) shall be affordable to moderate income households (34 units).

The project developer/owner will enter into an Affordable Housing Agreement with the City. Because this is a multi-phased Master Plan project, site plans, floor plans and architectural elevations for all affordable units will be shown at the time that applications for Development Plan and Design Review are submitted for review by the Planning Board.

WORKFORCE HOUSING, FAMILY UNITS AND SENIOR HOUSING

NON-DEED RESTRICTED AFFORDABLE HOUSING: AFFORDABLE BY DESIGN/WORKFORCE HOUSING UNITS

In order to assure that the mix of housing options spans the broadest spectrum of product type and pricing, at least 30% of the market rate units constructed in the Encinal Terminals Master Plan will be 1,200 square feet or less. As a component of this 30%, at least 10% of the market rate units constructed in the Encinal Terminals Master Plan will be 900 square feet or less and 20% of the market rate units constructed in the Encinal Terminals Master Plan will be between 900 square feet and 1,200 square feet. To further ensure accommodation of the housing product spectrum, larger units with two or more bedrooms will be encouraged, and at least 30% of the market rate units in the Master Plan will have two or more bedrooms.

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AGE RESTRICTED SENIOR HOUSING/ASSISTED LIVING FACILITIES

Age restricted housing, for persons aged 55 and above, and assisted living facilities are both permitted uses in the Master Plan and will be encouraged.

GENERAL BUILDING DESIGN GUIDELINES

BUILDING DESIGN AND ORIENTATION

Buildings should have a strong relationship to the sidewalk, shoreline promenade, 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 at the ground floor should have design elements that are human-scaled in order to enhance pedestrian comfort at the ground level. Primary commercial building entrances (such as an entry to a store or 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. Ground floors for commercial uses shall have not less than 15' ceiling height and the entry shall be accessible.

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.

Images utilized throughout the Master Plan document are examples and provided for reference only as the types of buildings that may be built at Encinal Terminals.

BUILDING HEIGHTS

Building heights shall be as specified in Chapter 3.

VIEW CORRIDORS

New buildings and trees shall be located to minimize blockage of water views from streets and public open spaces, wherever possible, in order to create view corridors to the Estuary.

BUILDING MATERIALS

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

SUSTAINABLE DESIGN

Buildings must be consistent with a LEED Silver designation or its equivalent. Though this list is not meant to be exhaustive, nor does it consider new or developing sustainable technologies, features that shall be encouraged and investigated for feasible implementation within the project may include:

- Use of solar panels for energy generation
- Green roofs and roof gardens
- Rainwater and greywater harvesting
- Wind energy
- Community gardens
- Electric vehicle charging stations in all public parking areas

UNIVERSAL DESIGN

The Encinal Terminals project will comply with the provisions contained in the City's Universal Design ordinance.

PARKING

GENERAL GUIDELINES

The Encinal Terminals Master Plan shall implement the following parking requirements and programs:

- All required parking for uses on the Encinal Terminals site shall be accommodated on site.
- Parking lots shall be located and designed in a manner that would not deter access to the waterfront or reduce the quality of the waterfront experience.
- All on-site, surface parking spaces shall be shared among the on-site uses and made available for public use in support of the Transportation Demand Management (TDM) program. Private parking areas, garages, and driveway areas associated with townhomes are exempted from the shared parking requirement.
- Parking shall be allowed in designated areas on all internal streets and Clement Avenue. Provisions will be made to ensure that all on-site, surface parking spaces are shared and available for public use.

RESIDENTIAL PARKING

In accordance with the requested waiver described in the Density Bonus Application (see Appendix B), Studio and 1-Bedroom units will have one space per unit, units with 2- to 3-bedrooms will have two spaces

NON-RESIDENTIAL PARKING

150 public parking spaces shall be provided, managed and marked for public use.

- 150 spaces (which number also includes electric vehicle charging (EVC) stations) shall be roughly proportionally allocated to the Gateway and Estuary Districts.
- Additional public parking will be available at the mid-wharf area and may also be provided on surface streets.
- Additional public parking may be provided in the Tidelands District.

Upon review of the TDM program, the Planning Board may increase or decrease the number of parking spaces required for a particular phase of the site development at the time of Development Plan approval, so long as it can be proven that 300 spaces will be provided and distributed across the site.



FIGURE 3.17 PARKING ILLUSTRATIVE

SHARED PARKING

Mixed-use development creates opportunities for shared parking because of the staggered demand peaks for parking associated with different uses. All land uses generate unique levels and patterns of parking demand, varying by time of day and day of the week. For example, spaces occupied by daytime retail shoppers or office workers are largely empty during the evening and can be filled, or “shared”, with residents. Parking supplies at mixed-use locations can accommodate these demand fluctuations more efficiently than segregated supplies, by accommodating peaking uses with spaces left vacant by other uses, thereby substantially reducing the overall number of parking spaces needed by a project. As a result, shared parking is included in the Encinal Terminals Master Plan.

BICYCLE PARKING

Bicycle parking for residential and non-residential uses will comply with AMC Section 30.4-23. As a result, each residential building with parking contained within a common shared structure (i.e., stacked flats) shall provide 2 permanent bicycle spaces per unit, and a minimum of 0.1 temporary spaces per bedroom.

PARKING LOT/STRUCTURE DESIGN

Surface parking spaces will not be built directly on the public waterfront but will be located nearby and will serve to facilitate public access, while not reducing the quality of the pedestrian-oriented waterfront experience. Ample lighting, landscaping and benches will be provided in front of buildings.

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 Master Plan and the Alameda Municipal Code (AMC). Every effort has been made to provide policies and regulations that are clear; however, interpretations will be necessary when specific and unusual circumstances arise. Conformance Determinations may be requested by an applicant and subject to approval by the City's Community Development Director, Planning Board or City Council, as described below. In the event of any conflict between the provisions of the MF district and the underlying MX zoning district, the MF district provisions govern. If any situation arises in the implementation of the Master Plan that is not addressed by specific site development regulations, or, if an issue, condition, or situation arises that is not clearly addressed in the Master Plan, the Community Development Director shall provide an interpretation based on such City goals, policies, plans, ordinances and requirements as are most closely related to the subject matter of the issue or situation to be interpreted.

The approved Master Plan is intended to be interpreted and applied to implement the purposes and intent of the MX and MF zoning districts, as well as the Density Bonus Ordinance and Inclusionary Housing Ordinance and the General Plan. Administrative interpretations by the Community Development Director may be appealed to, referred by the Director to, or called for review by the Planning Board. This Master Plan shall be amended in accordance with the provisions of the AMC. Conformance Determinations are not amendments.

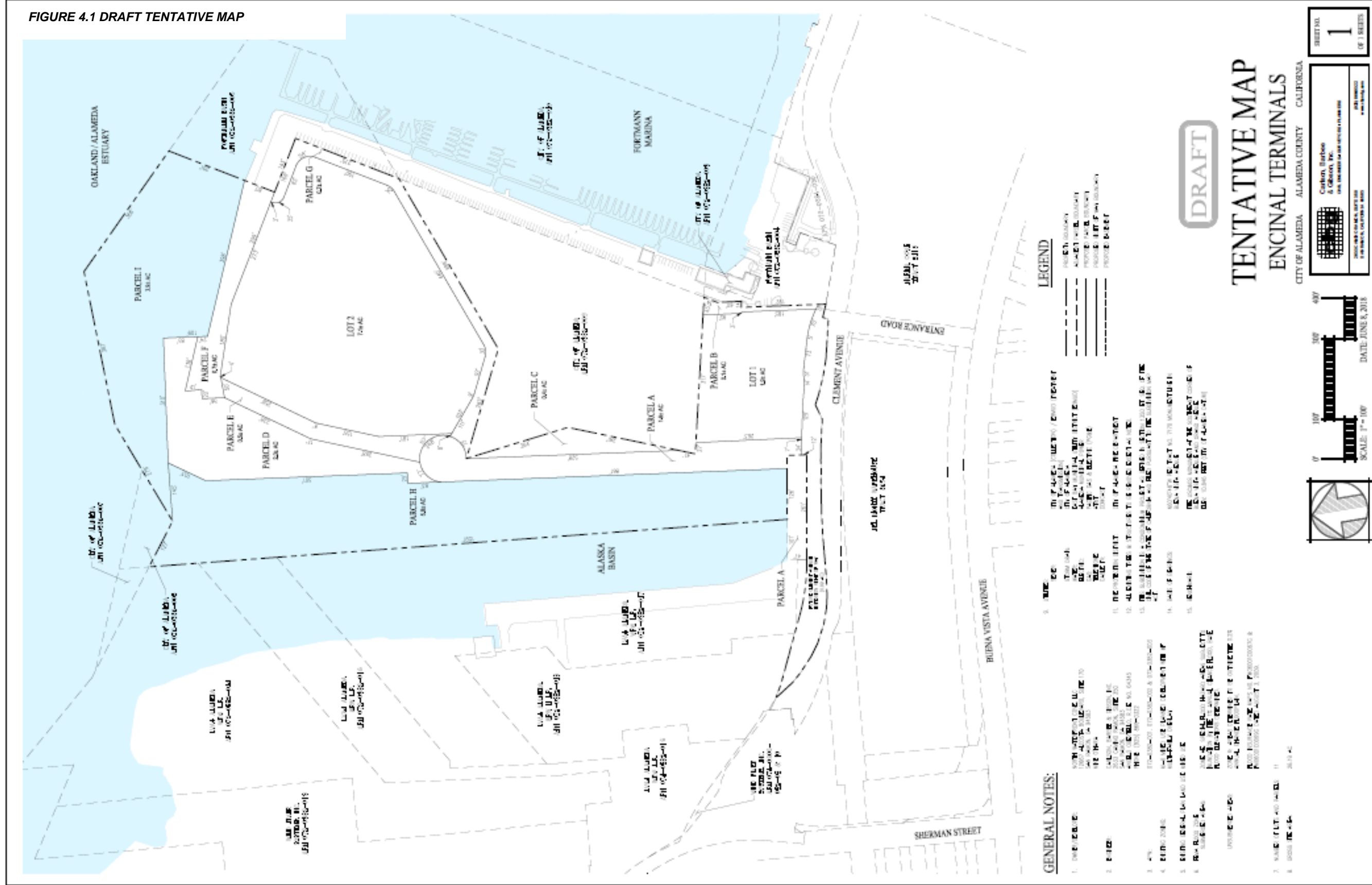
SUBSEQUENT APPROVALS

Upon approval of the Master Plan by the City of Alameda City Council, a variety of subsequent approvals will be required to initiate and construct the project, as follows:

- San Francisco Bay Conservation and Development Commission (BCDC) approval of the Master Plan waterfront plan
- Planning Board Design Review approval of the public access open space
- Planning Board and City Council approval of a Tentative Map, generally in conformance with Figure 4.1 and the AMC Subdivisions Regulations.
- City Council approval of an Assessment District(s) and/or Community Facilities District(s)
- Community Development and Public Works Department approval of a Subdivision Improvement Agreement for the construction of public infrastructure, including storm water improvement plan, wastewater assessment and improvement plan, master grading plan, master on-site public space improvement plan, a master on-site power plan, and an implementation and phasing plan for the Clement Avenue extension from Entrance Road to Sherman Road and Atlantic Avenue.
- Planning Board approval of Transportation Demand Management Program.
- Execution of Affordable Housing Agreement prior to first Final Map.
- City Council approval of Final Maps or first phase Final Map. Multiple final maps may be filed. All proposed subdivisions of the property shall be consistent with the requirements of the Subdivision Map Act.
- Planning Board approval of Development Plan and Design Review for residential buildings or first residential building per AMC 30-4.20- M-X, Mixed-Use Planned Development District. Approvals may occur at any time after City Council approval of Master Plan.
- Building Department approval of Building Permits.

The project may be phased in any manner that complies with the Phasing Approvals outlined in this chapter. The City and developer may mutually agree to adjust the phasing, as necessary to address unforeseen changes in market conditions, construction requirements, on-site physical conditions, or the requirements of other permitting agencies.

FIGURE 4.1 DRAFT TENTATIVE MAP



PHASING REQUIREMENTS

The project may be constructed and occupied in phases, subject to Development Plan and Design Review approval by the Planning Board, and other subsequent approvals by other permitting agencies.

Though conceptual and based on many factors that cannot be known with certainty, construction phasing for the site is anticipated as follows, as shown in Figure 4.2:

- The first Construction Phase is expected to include the areas identified as the Gateway District and will include completion of the adjacent portions of the Waterfront District. (see “A” in Figure 4.2),
- The next likely construction phase would be within the Estuary District, whether B and C are built concurrently or separately. The backbone infrastructure and Entry Boulevard road improvements along the wharf edge will be completed with the first of these Phases. Construction of Estuary District B and C will include completion of the adjacent portions of the Waterfront District and the portion fronting on the Tideland District.
- Marina (D) construction could occur concurrent with the landward development (A or B or E), but it is likely that it will trail the completion of the adjacent public access surface improvements
- The Tideland District (E in Figure 4.2), could be developed coincident with the Gateway (A) or Estuary (B/C) Districts.
- Construction of the public water shuttle dock, consistent with the requirements of Chapter 2, will occur with the construction of the adjacent portion of the Waterfront District public open space.

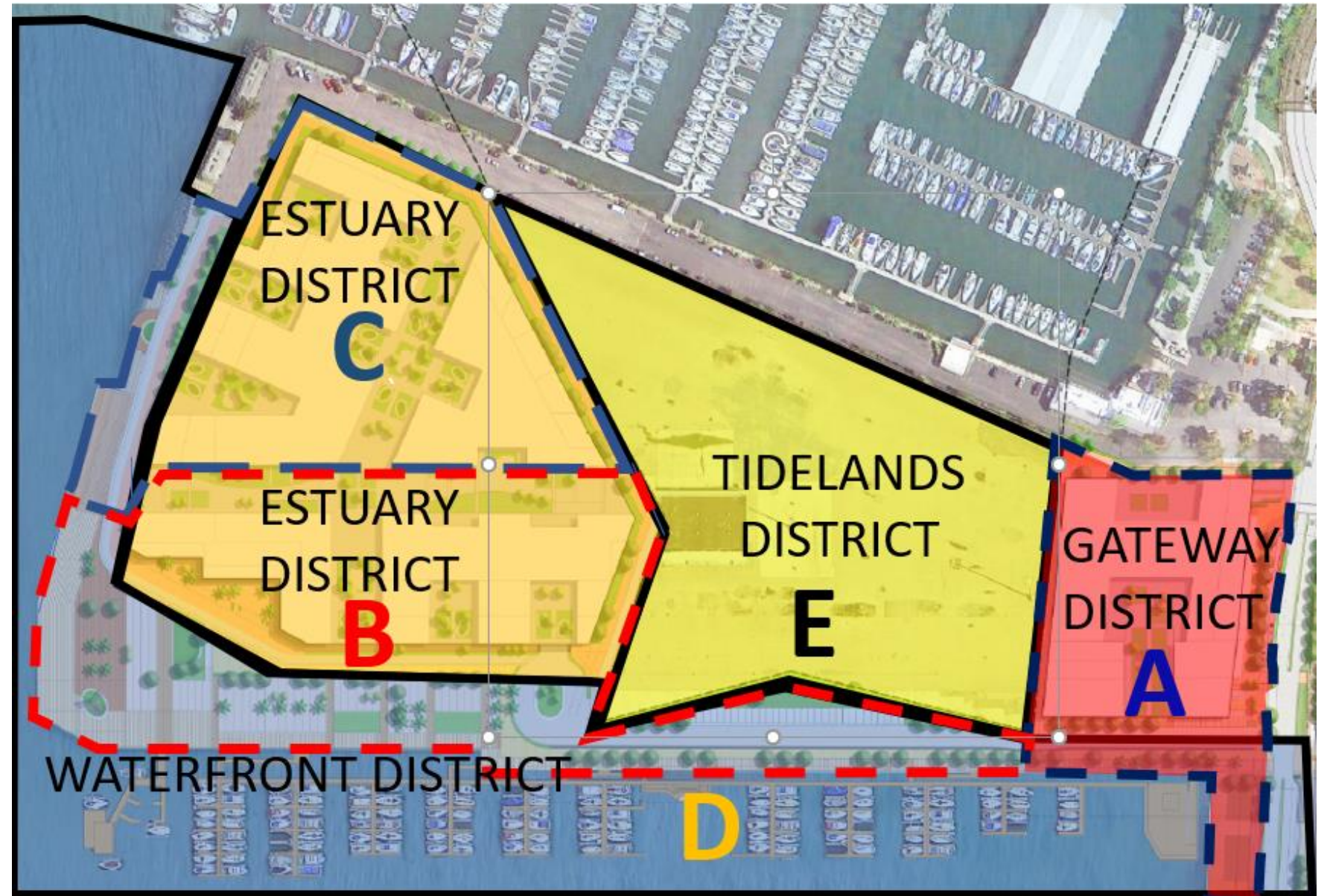


FIGURE 4.2 PHASING

- Construction of the public small craft launch, consistent with the requirements of Chapter 2, will occur prior to occupancy of the 400th housing unit.
- The phasing plans shall ensure completion of the public open space adjacent to mixed-use buildings concurrent with completion of construction on the Gateway, Tideland and Estuary Districts, as described in Chapter 2.

The phasing may be adjusted due to economic conditions, public infrastructure improvements, or land acquisition timing, provided:

- Each phase shall be consistent with the requirements of this Master Plan.
- Each phase will have an Open Space Use and at least two additional uses as listed in Table 3.1.
- 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.
- Two completed means of access are available to/from Clement Avenue.
- Open space and public access improvements will be completed concurrently with completion of the residential or commercial areas immediately adjacent to them.
- Each phase of the development shall be responsible for ensuring compliance with Federal, State and Regional standards and permits.
- All phase submittals must include:
 - A massing and land use plan for all the remaining Districts to illustrate how the remaining Districts can be developed consistent with the General Plan and Master Plan design and development standards. The Planning Board retains full discretion to approve or deny a Design Review or Development Plan application if it determines that the massing and land use plan for the remaining Districts is not consistent with the General Plan and Master Plan development and design standards.
 - An updated site-wide phasing plan.
 - Reconciliation of maximum unit densities for the Residential component as they relate to the entirety of the site build out.
 - Reconciliation of maximum square footage for the Non-Residential component as it relates to the entirety of the site build out.
 - An explanation of how all uses are consistent with the on-site parking plan, site wide infrastructure plan, and site wide public access plan.
 - Confirmation that all required public access, and site wide infrastructure improvements are completed with completion of final residential phase.
 - A plan to produce, circulate and update a six-month construction work plan in flyer or newsletter form to keep neighbors apprised of upcoming construction work.

DEVELOPMENT PLANS AND DESIGN REVIEW

DEVELOPMENT PLANS

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

- The Development Plan for that District or subarea of the District. The application submittals shall include the materials required by AMC Section 30-4.20 MX Zoning District and AMC Section 30-4.13 Planned Development and the requirements included in this Master Plan;
- Design Review application for that phase consistent with the requirements of AMC Section 30-36 and AMC Section 30-37 and shall also:
 - include detailed landscape plans
 - include detailed parking plans for each building shall be provided, showing no more than 50% of the spaces being “compact” spaces, and
 - address how pets of residents and visitors may be accommodated.
 - include, if the Design Review plans pertain to any component of the following open space areas, the following:
 - Plans for the marina and land side marina facilities should provide details for drop off areas, bathrooms and other marina facilities
 - Plans for the water shuttle docking area shall provide details for all landside facilities for automobile access and passenger drop off to the water shuttle.
- Any updates to the site wide Phasing 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, pursuant applicable codes, laws and regulations.

DESIGN REVIEW CRITERIA

The criteria used for Design Review approval are:

- Findings of conformance per AMC Section 30-36 and AMC Section 30-37 “Design Review”.
- Substantial material consistency with the Master Plan.



A NEW WATERFRONT MIXED-USE NEIGHBORHOOD

JULY 11, 2018

APPENDIX A: GENERAL PLAN POLICIES

GENERAL PLAN POLICIES: NORTHERN WATERFRONT

10.3 Land Use:

- 10.3.a. Require that development in the Northern Waterfront is sensitive to the character of Alameda and the unique waterfront setting.
- 10.3.b. Require a mix of uses and open space near the Estuary and shoreline that provides for a lively waterfront and a pedestrian friendly environment.
- 10.3.c. Allow the development and reuse of existing sites consistent with the land use designations shown on the Land Use Plan, site specific development policies, and the land use goals for each of the following sites described below:
 - Encinal Terminals Site. Replace the container care uses at Encinal Terminal with a mix of new uses including residential, commercial, senior housing, and public open space.
- 10.3.d. Provide for a mixture, both vertical and horizontal, of compatible residential, neighborhood-serving commercial, commercial, retail, office, marine, and open space uses.
- 10.3.g. Encourage commercial retail uses to locate adjacent to the waterfront that will contribute to a lively pedestrian-oriented waterfront.

10.4 Housing Guiding Policies:

- 10.4.a. Provide for a mix of housing types, densities, and affordability levels throughout the Plan area.
- 10.4.b. Encourage and support the development of both “for-rent” and “for-sale” affordable housing units distributed throughout the Plan area.
- 10.4.c. Encourage and support the development of senior housing in the Northern Waterfront.
- 10.4.e. Rezone the Encinal Terminals... sites for mixed-use residential development.
- 10.4.f. Encourage the development of residential units on the upper floors of small commercial buildings in the Mixed-Use designated areas, in compliance with the City Charter.
- 10.4.g. Consider opportunities for a houseboat community in the Northern Waterfront area.

10.5 Commercial Guiding Policies:

- 10.5.a. Encourage neighborhood serving retail and services in the plan area that will complement and not compete with Bay Street Station and other commercial retail and services districts in Alameda.
- 10.5.b. Encourage water and maritime related job and business opportunities that relate to the area’s unique waterfront location.
- 10.5.c. Encourage retail uses that offer recreational products and services, such as windsurfing and sailing equipment and lessons and bicycle and boat rentals.
- 10.5.d. Encourage a variety of restaurants and activities that meet the needs of people of all ages and income levels.
- 10.5.e. Prohibit drive-through commercial facilities in the Plan area.

10.6 Circulation and Infrastructure Guiding Policies

- 10.6.a. Require a safe circulation system through the Plan area that considers the needs of pedestrians, bicyclists, skaters, transit riders, automobile and truck drivers, and adjacent neighborhoods.
- 10.6.b. Design all new streets in the Northern Waterfront area for a maximum speed of 25 miles per hour to reduce the need for sound walls and minimize the need for future traffic calming modifications to the street.
- 10.6.c. Require transportation and infrastructure improvements to support full build out of the Northern Waterfront Plan area.
- 10.6.d. Provide docking facilities to encourage waterborne forms of transportation.
- 10.6.e. Extend Clement Avenue through the Northern Waterfront from Grand Street to Sherman to facilitate the movement of trucks, transit and/or rail, bicycles, and pedestrians.
- 10.6.f. Non-residential uses should be located adjacent to the Clement Truck Route to minimize disturbances to residents from truck traffic on Clement Street; however, if residential uses are proposed adjacent to the Clement Truck Route, residential structures shall be adequately set back and/or provide design features to minimize disturbances to future residents. In accordance with policy 10.8.f, sound walls shall not be used to buffer residential uses from the truck route.
- 10.6.g. Designate the extension of Clement Avenue through the Northern Waterfront as a Truck Route; remove the Truck Route designation on Buena Vista from Sherman to Grand Street.
- 10.6.h. Implement traffic calming measures to slow and control traffic flow in and around the Plan area and protect adjacent neighborhoods.
- 10.6.j. Establish connections to the Bay Trail and other regional circulation systems.
- 10.6.k. Ensure that the public access path along the waterfront includes a separated path for bicyclists or is wide enough to minimize conflicts between pedestrians and bicyclists.
- 10.6.l. Create pedestrian and bicycle pathways and visual corridors along the waterfront and linking the waterfront to inland neighborhoods.
- 10.6.n. Create safe pedestrian crossings at all intersections within the Plan Area.

- 10.6.o. Require new development to provide facilities for pedestrians, bicyclists, and transit riders.
- 10.6.p. Ensure that all streets and pedestrian pathways include tree plantings.
- 10.6.q. Develop shuttle services to minimize parking demand and traffic in the area.
- 10.6.r. Establish a Transit District, amend the Citywide Development Fee Ordinance, or establish a comparable mechanism to fund expanded Northern Waterfront transit services in corridors through and between the Northern Waterfront and the high ridership generators inside and outside the City such as Oakland BART stations, airport, and transit hubs.
- 10.6.s. Maintain a public right of way for a future rail/transit corridor along Clement Avenue from Grand Street to Sherman Street as part of a citywide transit corridor.
- 10.6.t. Provide opportunities for water transit facilities at the foot of Grand Street or at the Alaska Basin.
- 10.6.u. Develop a coordinated parking strategy for the area that maximizes utilization of shared parking facilities or structures and minimizes the need for multiple surface parking lots.
- 10.6.v. Require that parking be located inside, below, or behind buildings and are not located or designed in a manner that would deter access to the waterfront or reduce the quality of the waterfront experience. Require ample space for pedestrians, landscaping, lighting, and benches in front of buildings.
- 10.6.w. Landscaping along Sherman, Buena Vista, and Clement, should be designed to screen the cars from view from the public access, adjacent neighborhood areas, Little John Park and the Alaska Basin without compromising public safety or views of the water.
- Infrastructure Phasing and Funding 10.6.x. Phase development in accordance with transportation and infrastructure improvements necessary to serve the new development.
- 10.6.y. If necessary, require new storm drain facilities to meet current and future demand and minimize potential flooding impacts on adjacent properties.
- 10.6.z. Ensure that police, fire, educational, parks, opens space, and other public services are adequately funded to serve new development.
- 10.6.aa. Consider creation of a Northern Waterfront Assessment District to fund public improvements and or municipal services required to support new development in the area.

10.8 Urban Design Guiding Policies:

- 10.8.a. Improve the visibility and public access to the Northern Waterfront Plan area and Oakland/Alameda Estuary.
- 10.8.b. Require that buildings at waterfront locations be designed with attractive and varied architecture style.
- 10.8.c: To ensure design compatibility with adjacent developments and neighborhoods; limit new building heights to 60 feet.
- 10.8.b. On large sites with multiple buildings and with individual tall buildings adjacent to the water, require building heights to “step down” as they approach the water.
- 10.8.c. Require that new development provide a pedestrian-friendly scale with building sizes consistent with adjacent and historic land uses in the area.
- 10.8.d. Require new buildings to “face” the street.
- 10.8.e. Prohibit the use of sound walls within the Plan area. New development should be designed, and new streets should be engineered to minimize noise impacts and eliminate the need for sound walls.

GENERAL PLAN POLICIES: ENCINAL TERMINALS SPECIFIC

Site Development

- E-T 1. Require that the master plan for the development of the Encinal Terminals site illustrate how the various parcels can be developed as a unified development. The master plan must address all phases of the development of the site.
- E-T 2. Require that the master plan include adequate open space and a clear public access around the perimeter of the site.
- E-T 3. The Master Plan should consider relocating the tidelands trust lands to the perimeter of the site to allow residential mixed-use development in the core of the site with publicly accessible open space around the perimeter of the site.
- E-T 4. Cluster development to maximize open space and view corridors to the estuary.
- E-T 5. Given that Encinal Terminals is surrounded by water on three sides, taller buildings should be located at the southern end of the site.
- E-T 6. If a parking structure is proposed, require ground floor uses and/or a pedestrian friendly facade.
- E-T 7. If a parking structure is proposed, locate the structure to serve public access to the waterfront and future development at the Del Monte site.

Land Use

- E-T 8. The Master Plan for the Encinal Terminals site shall replace the existing container storage and cleaning operation with a mix of uses to create a lively waterfront development. The plan should include at least the following four land uses: residential, retail, commercial, and public open space.
- E-T 9. Residential uses may include senior housing or assisted living facilities.
- E-T 10. Commercial uses may include restaurants, marine related uses, office uses, and/or additional berths in the Alaska Basin. Additional berths should not be allowed on the northern edge of the site facing the Estuary and Coast Guard Island to preserve views of the water and Oakland.

On-Site Parking and Landscaping

E-T 11. Require that the master plan include inviting, well-designed public entrances from Clement Avenue. Primary vehicular access into the site should occur at a four-way intersection at Clement/Entrance, if feasible.

E-T 12. Consider opportunities for a public human powered/non-motorized boat launch facility at Alaska Basin.

E-T 13. Require public art installations adjacent to the Alaska Basin shoreline consistent with the Public Art Ordinance.

Public Improvements and Infrastructure

E-T 14. The Encinal Terminals development should fund a fair share of the costs of the Clement Street extension from Sherman to Grand.

E-T 15. The Encinal Terminals development should fund a fair share of the costs to upgrade storm sewer and wastewater facilities necessary to serve all future development within the Northern Waterfront area.

E-T 16. The site plan should allow for a shoreline public promenade around the perimeter of the site and adjacent to the Alaska Basin and Fortman Marinas.

GENERAL PLAN POLICIES: LAND USE ELEMENT

MU-6 Northern Waterfront, Grand Street to Sherman Street: This area of the Northern Waterfront provides an opportunity to create a lively waterfront, mixed-use district with residential, commercial, office, maritime, park, and open space uses that reflect traditional Alameda neighborhoods and reconnect Alameda to its waterfront. Private and public development proposals within the MU-6 Northern Waterfront area shall be consistent with the objectives and policies for the area as described in Chapter 10 Northern Waterfront.

GENERAL PLAN POLICIES: HOUSING ELEMENT

Policy HE-1: Support public and private efforts to increase the supply of housing in Alameda consistent with the City's environmental, climate action, transportation, historic preservation, and economic development policy objectives.

Policy HE-2: Expand the City's supply of affordable rental and ownership housing for extremely low-, very low-, low-, and moderate-income households.

Policy HE-4: Encourage and support new residential opportunities for senior citizens, including senior housing projects, multifamily housing projects with accessible and small housing units, assisted living projects, and in-law unit projects.

Policy HE-5: Ensure that the entitlement process, zoning and parking requirements, and impact fees do not unnecessarily burden the development of affordable housing units.

Policy HE-10: To reduce greenhouse gas emissions and improve regional transportation services and facilities, facilitate and encourage mixed-use and residential development in the Northern Waterfront area and at Alameda Point consistent with Plan Bay Area, the regional sustainable communities' strategy.

Policy HE-12: Ensure that new residential development utilizes "green" building strategies, environmentally sensitive building technologies, and site planning strategies to minimize greenhouse gas emissions.

Policy HE-14: Maintain the integrity of existing residential neighborhoods by protecting and enhancing the historic architecture and ensuring that new development complements the density, and physical and aesthetic character of the neighborhood and surrounding areas.

Policy HE-15: Ensure that new neighborhoods seamlessly integrate with older residential neighborhoods by designing new housing developments that complement, but not mimic, the historic, architectural, aesthetic, and physical qualities of existing neighborhoods.

APPENDIX B: DENSITY BONUS APPLICATION

APPENDIX C: MARKET ANALYSIS