

EXHIBIT G

INFRASTRUCTURE PACKAGE

ALAMEDA POINT SITE A INFRASTRUCTURE PACKAGE

EXHIBIT 1: SITE A – DEMOLITION BY PHASE

EXHIBIT 2: NORTHERN BULKHEAD WALL REPAIR CONCEPTUAL DESIGN

EXHIBIT 3: ALAMEDA POINT – BACKBONE ROADWAY INFRASTRUCTURE PHASING

EXHIBIT 4: SITE A – PHASING

EXHIBIT 5: ALAMEDA POINT – UTILITY PHASING (GAS)

EXHIBIT 6: ALAMEDA POINT – UTILITY PHASING (ELECTRICAL DISTRIBUTION)

EXHIBIT 7: ALAMEDA POINT – UTILITY PHASING (WATER)

EXHIBIT 8: ALAMEDA POINT – UTILITY PHASING (RECYCLED WATER)

EXHIBIT 9: ALAMEDA POINT – UTILITY PHASING (STORM DRAIN)

EXHIBIT 10: ALAMEDA POINT – UTILITY PHASING (SANITARY SEWER)

EXHIBIT 11: ALAMEDA POINT – UTILITY PHASING (TEL/DATA)

EXHIBIT 12: SITE A – PARK & OPEN SPACE PHASING

Proposed infrastructure improvements would be consistent with the MIP¹ for the development of Site A. The proposed infrastructure improvements are generally described below. In addition, see the attached illustrative figures that depict the proposed infrastructure improvements. The descriptions and figures are preliminary and subject to change through the Tentative Map process and once detailed designs are completed.

In addition to the proposed improvements described below, the necessary improvements would be installed to maintain access and utility service to the existing tenants and areas within Alameda Point until the development of Site A is complete consistent with the MIP.

Streetscape, Circulation, and Parking

Site A would be developed with a “complete streets” transportation network that would support a variety of modes of transportation, and would provide pedestrian, bicycle, and transit facilities. New roadways would be constructed, and existing roadways would be re-aligned, resulting in a grid street network on the site. West Atlantic Avenue would be realigned and renamed as an extension of RAMP from east of Main Street. RAMP would serve as a gateway to Site A. The project frontage along Main Street would be landscaped, and the portion of the Bay Trail along Main Street from RAMP to West Tower Avenue would be constructed. Intersection improvements would be made at RAMP and Main Street to improve signalization, and vehicular, pedestrian, and bicycle circulation.

The street system would include regional arterials, such as Main Street and RAMP; collector streets, such as Pan Am Way; and a network of local streets with connecting alleys. Sidewalks would be constructed along streets, with widths varying between 6 and 15 feet, based on street right-of-way sections. In addition, bicycle facilities—including separated bicycle paths, shared pedestrian and bicycle paths, and bicycle lanes with painted buffer strips—would be constructed throughout the site. A dedicated bus rapid transit lane would be constructed along a portion of the RAMP extension.

Transportation Demand Management Measures

Site A would implement capital facilities in support of the Site A Transportation Demand Management (TDM) Strategy consistent with the Alameda Point TDM Plan. These capital facilities will include construction of surface parking lots within Site A consistent with the Development Plan, installation of parking meters within Site A, a bike share station and loaner bikes, among other facilities necessary to implement the TDM Compliance Strategy.

Utilities and Site Improvements

The MIP describes the planned backbone infrastructure, anticipated to consist of new infrastructure installed to support the uses in Site A. The backbone infrastructure is the major framework of streets and utilities, generally based on the existing street grid within Site A.

The MIP outlines potential corrective geotechnical and flood protection improvement measures. In addition, the proposed utility systems described in the MIP include stormwater, wastewater, potable water, recycled water, electrical, natural gas, and telecommunication systems. Each of these systems is anticipated to connect to existing reliable public facilities at the perimeter of Site A. The proposed electrical system would connect to the existing Cartwright Substation, which is in Site A near the intersection of West Atlantic Avenue (future RAMP) and Main Street.

¹ Carlson, Barbee, Gibson, Inc., 2014. Master Infrastructure Plan, Alameda Point, Alameda, California. March 31.

Flood Protection, Sea-Level Rise Strategy, Soil Improvements, and Site Grading. Consistent with the EIR and MIP evaluated therein, the proposed project would construct flooding and sea-level rise protection. Perimeter flood protection measures would be constructed for integration with the sea-level rise adaptive management strategy for Alameda Point. Along the northern and eastern perimeter of the Seaplane Lagoon, shoreline flood protection improvements would be installed to a minimum elevation of 7.6 feet (City Datum) along Site A, based on the MIP design criteria 100-year tide, plus 24-inch sea-level rise, plus 1-foot wind/wave run-up, plus 1-foot freeboard. The existing seawall along the northern perimeter of the Seaplane Lagoon would be retrofitted along Site A. Geotechnical corrective measures to address liquefaction potential and stabilize the building sites may include soil improvement techniques such as soil-cement mixed columns, drilled displacement columns, stiffened foundations, and/or piles. In addition, the site would be graded to achieve the minimum required elevations per the MIP. Portions of the site would be raised up to 3 feet above the existing ground level. The existing buildings to be repurposed will remain at their current finished floor elevations.

Natural Gas. A new natural-gas-distribution system would be installed throughout Site A, replacing the existing natural gas system in phases consistent with the development build-out. This system would connect to the existing 8-inch main near the intersection of West Atlantic Avenue and Main Street. The proposed gas facilities would be constructed in the backbone streets in a phased implementation. The new natural gas distribution system would be designed and constructed in accordance with Pacific Gas and Electric's regulations, standards, and specifications.

Electricity. The existing overhead transmission lines in Site A would be replaced with a new underground electric distribution system from the Cartwright Substation, in phases consistent with the development build-out. The proposed electric distribution system would consist of new underground conduits, vaults, boxes, and pads that can accommodate 15-kV-rated cables, transformers, switches, and other utility distribution equipment, including its supervisory control and data acquisition communication monitoring and controls. The electrical conduits and cables would be placed in a joint utility trench along the backbone streets. This trench would also accommodate the natural gas, telephone, cable television, possible ancillary fiber optic cable systems, and streetlight facilities. The new underground electric distribution system and joint utility trench would be designed and constructed in accordance with Alameda Municipal Power's regulations, standards, and specifications.

Potable Water Improvements. The existing water system would be replaced with a new potable water distribution system in phases consistent with the development build-out. The proposed distribution pipelines would connect to the existing East Bay Municipal Utility District (EBMUD) water facilities in Main Street. The proposed distribution system would range in size from 8 inches to potentially 16 inches in diameter. The proposed water distribution facilities would be installed in the backbone streets, providing potable and fire water to the proposed project.

Recycled Water. A network of recycled water pipelines is anticipated to be constructed in the proposed rights-of-way of major backbone streets, and would range in size from 6 to 12 inches to serve the open space and public landscaping. The recycled water facilities would be designed and constructed in accordance with EBMUD's regulations, standards, and specifications, should provisions for a permanent source be available.

Stormwater. A new stormwater collection system would be constructed, consisting of pipelines, manholes, inlets, pump stations, trash capture devices, and outfalls. The new stormwater system would be designed to convey the 25-year design storm with 6 inches of minimum freeboard. Additionally, the system would accommodate the 100-year storm, with a maximum ponding in the streets of up to the top of curb at low points in the street profiles. A new stormwater outfall would replace an existing outfall toward the northeastern edge of the Seaplane Lagoon. This new outfall would convey stormwater runoff

from Site A into the Bay, and would include tide valves to prevent tidal influences in the system as well as a trash capture device to prevent the discharge of trash to the Bay. Due to high groundwater table, and the limited potential for collecting and reusing stormwater, the proposed project would implement low-impact development principles for the management and treatment of stormwater runoff. Although much of the system would be gravity-based, pumping may be necessary to convey treated flows to bioretention areas.

Wastewater. The proposed project would replace the existing wastewater system with a new wastewater collection system that would be owned and operated by the City of Alameda. The proposed collection system would include gravity pipelines ranging in size from 8 inches to 24 inches in diameter, and lift/pump station(s) and force main pipelines. The proposed wastewater collection facilities would be installed in the backbone streets in Site A and extending to connect to EBMUD's existing Pump Station R at the Main Gate. Pump Station R conveys wastewater flows to the EBMUD treatment plant in Oakland.

New Telecommunications Systems. New telecommunications systems, including telephone and cable television, would be installed. Additional empty conduits would be installed to accommodate the implementation of fiber optics by other service providers. These systems would connect to the existing systems east of Site A, near Main Street.

Parks and Open Space

Site A would be developed with three distinct park-themed areas or districts; each district would have a unique character and programming intended to create accessible and walkable community open space, as described below. A portion of the Bay Trail would be constructed along the northeastern edge of the Seaplane Lagoon, along the southern edge of RAMP to Main Street, and along the Site A frontage on Main Street, generally from RAMP north to West Tower Avenue. In addition to the public open spaces/parks described below, private open space would be developed for the residential uses.

The Waterfront Park District would include an approximately 7.23-acre park along the shoreline of the Seaplane Lagoon. Amenities would be designed for water-oriented activities and views, and would include pedestrian walks, bicycle paths, vista points, seat/rest areas, flexible plaza space for events, and access to the water.

The Urban Park District would include an approximately 3.05-acre adaptive reuse park, with spaces for retail uses such as cafés, markets, and seating; and would provide pedestrian walks, bicycle paths, and flexible open-space zones. The park would be designed to provide information about the former uses of the base, and salvaged post-industrial materials such as train tracks would be integrated into the design.

The Neighborhood Park District would provide an approximately 1.15-acre park along RAMP, the main entry road, which would retain the existing Corsair II aircraft display and existing Cypress tree along the southern edge of RAMP. In addition, an approximately 1.35-acre linear neighborhood park would be constructed along G Street. Amenities would include areas for informal picnicking, seating, bicycle paths, and areas for active uses such as a crossfit station and a tot-lot area.

Phasing and Construction

Site A would be constructed in three phases, with demolition, grading and flood protection improvements preceding each phase, and utility and street infrastructure constructed prior to completion of vertical construction for each phase. Refer to Exhibits 1 through 12 for diagrams depicting the conceptual phasing of site preparation, utilities, and parks. Temporary improvements would be installed as needed to connect to adjacent facilities and roadways to provide access and utilities to the existing tenants within Alameda Point until future development occurs.

The proposed project infrastructure improvements would be phased to accommodate the scheduled build-out of the residential, retail, commercial, parks, and open space planned for each phase of development. All below-grade utility and street surface improvements that are necessary to comply with the local, state, and federal requirements and applicable law would be completed to deliver a fully functional phase. The phasing of the infrastructure improvements may vary depending on final build-out mix and need. All local in-tract streets (streets within the parcels) necessary to provide access and utility connections would be constructed in the appropriate phase. Each phase would also require interim connections and transitions from the permanent improvements to the existing utilities and roadway sections.

Phase 1

Phase 1 would generally involve the construction of buildings, parks, streets, and utilities between Main Street on the east and Pan Am Way on the west, and between G Street/C Street on the north and RAMP on the south. In addition, existing buildings outside of Phase 1—such as Building 113, Building 117, Building 118, and Building 162—may be occupied with uses consistent with the Town Center Plan during any phase.

Installation of underground utilities and surface street improvements would occur first at the intersection of Main Street and RAMP, and then extend toward the western connection at Pan Am Way. Phase 1 street improvements would include construction of RAMP, A, B, C, and G streets, as well as Orion Street between RAMP and G Street, and Pan AM Way in front of Parcel 11. Main Street frontage improvements, including landscaped parkways and Bay Trail improvements adjacent to the Phase 1 areas described above, would be constructed during Phase 1.

Phase 1 would include the installation of the proposed wastewater system extending to EBMUD's existing Pump Station R located near the Main Gate.

Phase 1 would also include flood protection improvements within and improvements to the waterfront park and shore edge along the Seaplane Lagoon, from the northeastern corner to approximately 500 lineal feet to the west. The approximately 3.05-acre urban park and the approximately 1.35-acre linear neighborhood park along G Street would be constructed during this phase.

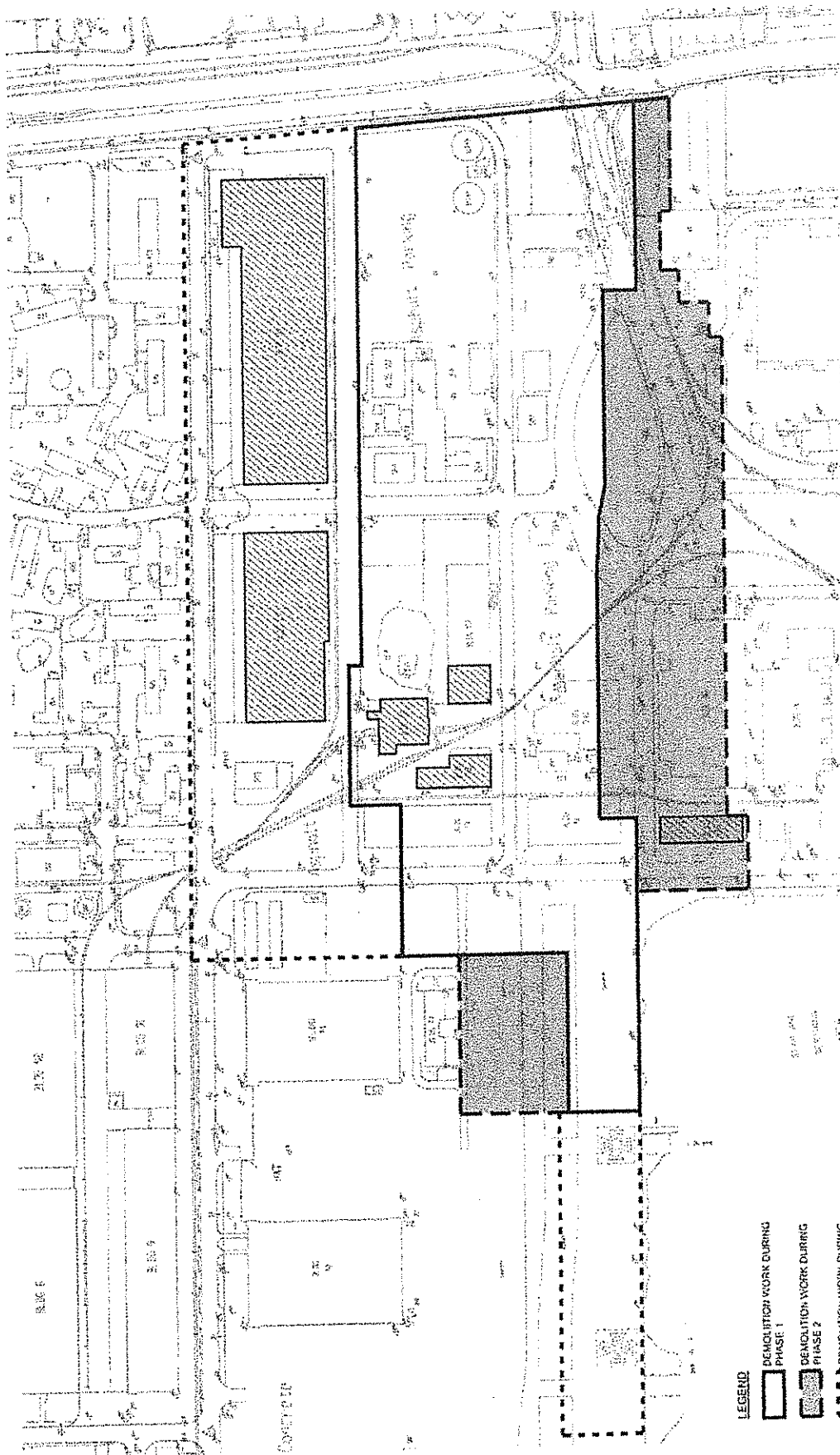
Phase 2

Phase 2 would involve the construction of buildings, parks, streets, and utilities south of RAMP, between Main Street on the east and the Seaplane Lagoon on the west, as well as between Pan Am Way and F Street. Installation of underground utilities and street surface improvements would include Orion and C streets and Ferry Point Way from RAMP to the southern edge of Site A; E Street from Pan Am Way to the west; and F Street.

Phase 2 would also include construction of the flood protection improvements and waterfront park along Seaplane Lagoon, from RAMP to the south of Site A, covering approximately 275 lineal feet; as well as construction of the approximately 0.54-acre park on Parcel 12. In addition, the approximately 1.15-acre neighborhood park space along RAMP would be constructed during this phase.

Phase 3

Phase 3 would involve the construction of buildings, parks, streets, and utilities generally north of G and C streets, and generally from Main Street to Pan Am Way. Phase 3 would also include the extension of Orion Street and Pan Am Way improvements north to West Tower Avenue, and construction of D and C streets. The final Seaplane Lagoon flood protection and park improvements would be installed along the western edge of Site A on Parcel 19.



- LEGEND**
- DEMOLITION WORK DURING PHASE 1
 - ▨ DEMOLITION WORK DURING PHASE 2
 - ▤ DEMOLITION WORK DURING PHASE 3
 - ▩ EXISTING BUILDING TO REMAIN
 - EXISTING BUILDING TO BE DEMOLISHED

EXHIBIT 1

SITE A - DEMOLITION BY PHASE

04/29/2015

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CHANGE ONCE DETAILED DESIGNS ARE COMPLETE.

NOT TO SCALE

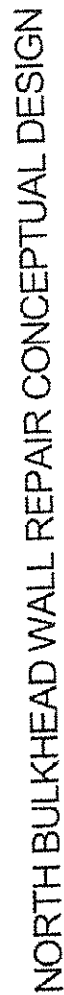
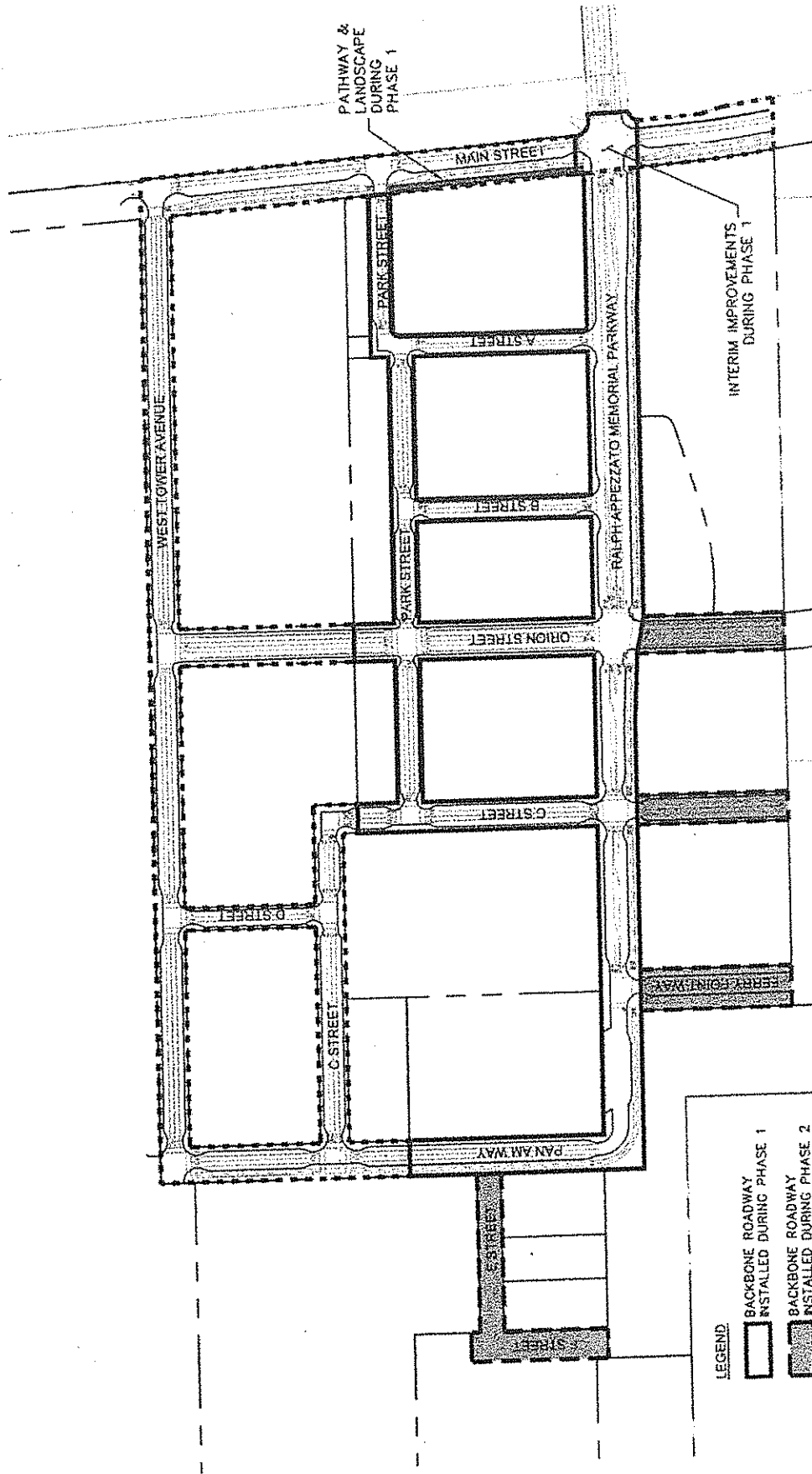


EXHIBIT 2
CONCEPTUAL GRADING, SEA LEVEL RISE & SHORELINE PROTECTION STRATEGY

20F2

04/29/2015



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EXHIBIT 3 ALAMEDA POINT - BACKBONE ROADWAY INFRASTRUCTURE PHASING

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04/29/2015

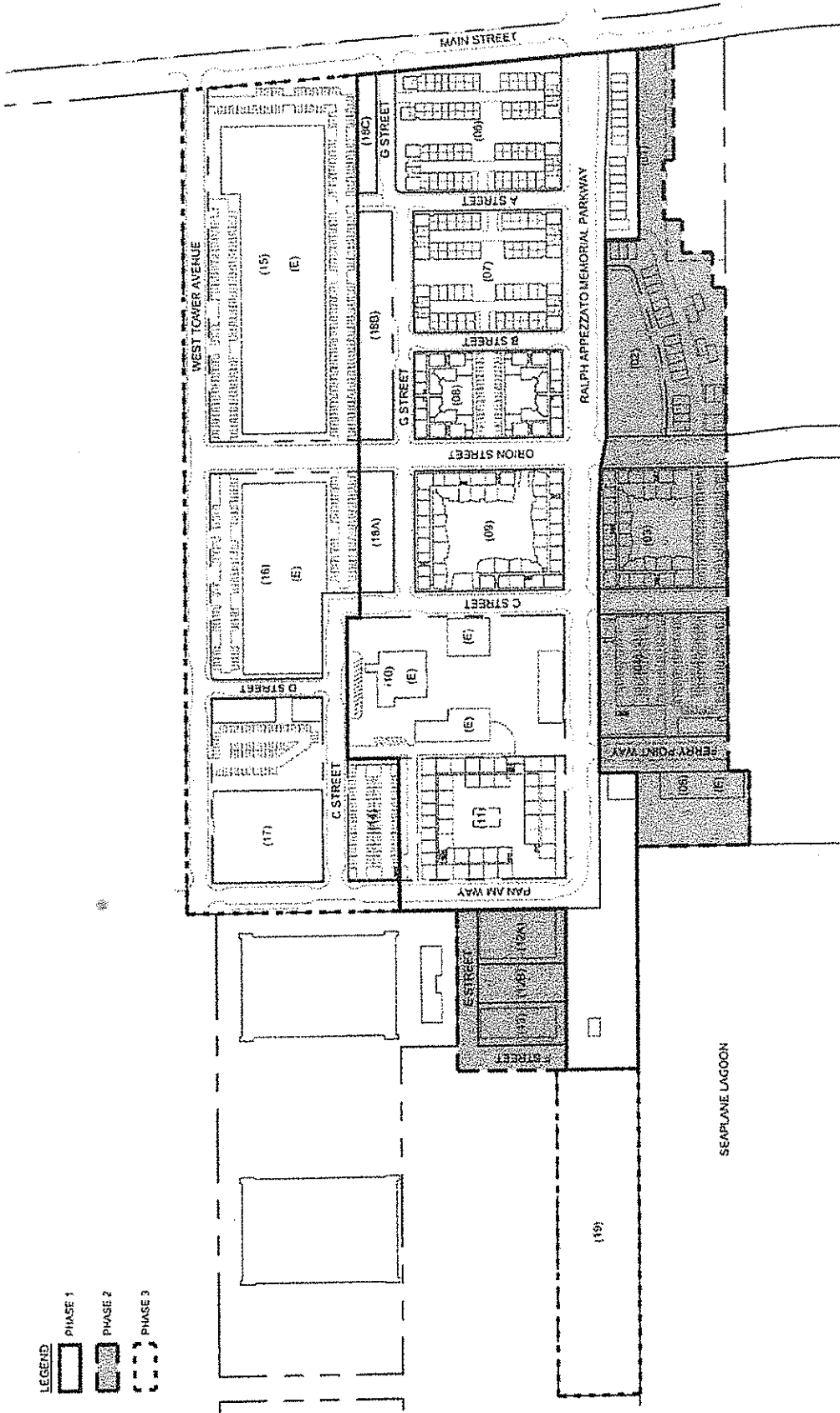
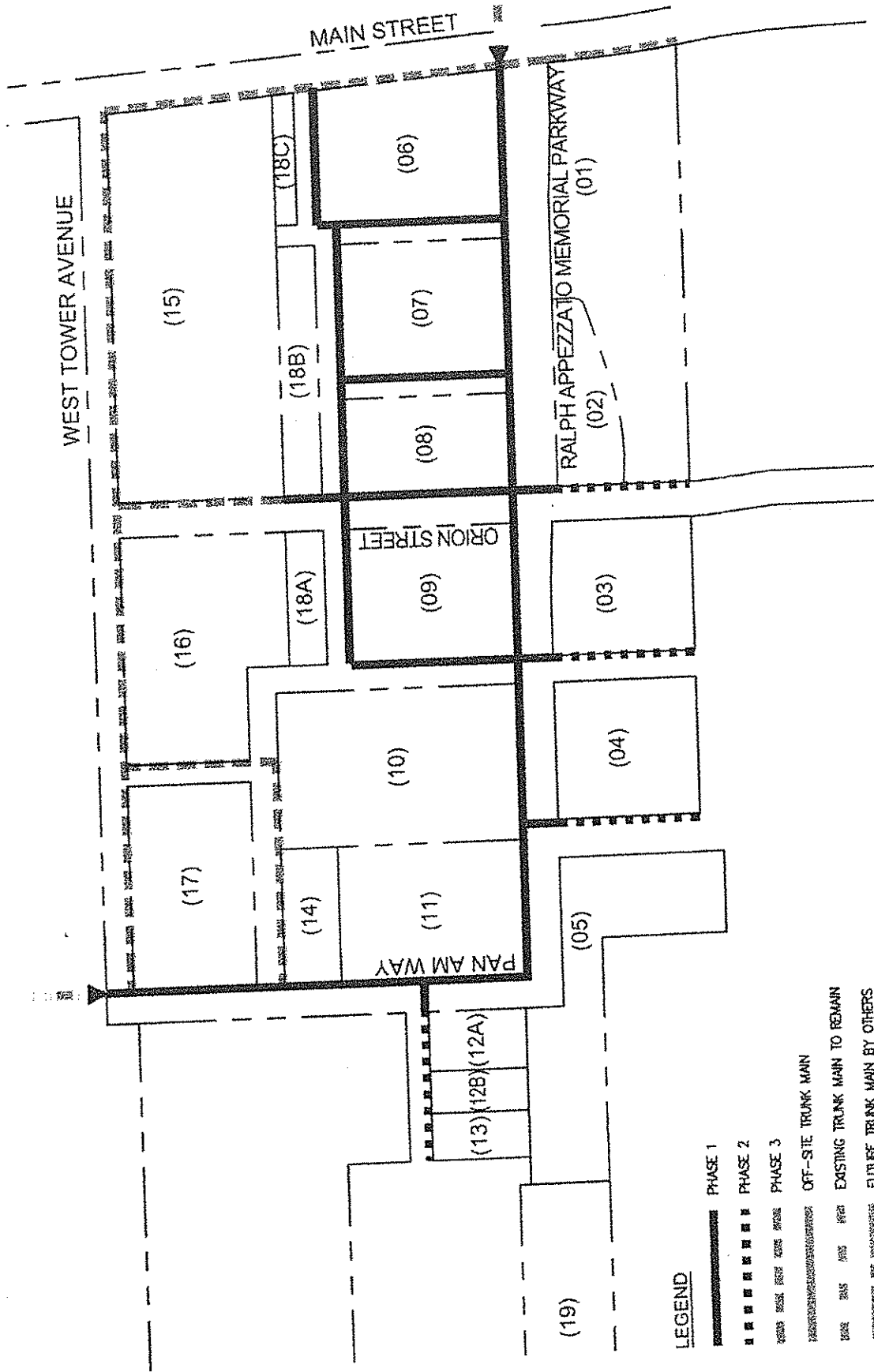


EXHIBIT 4 SITE A - PHASING

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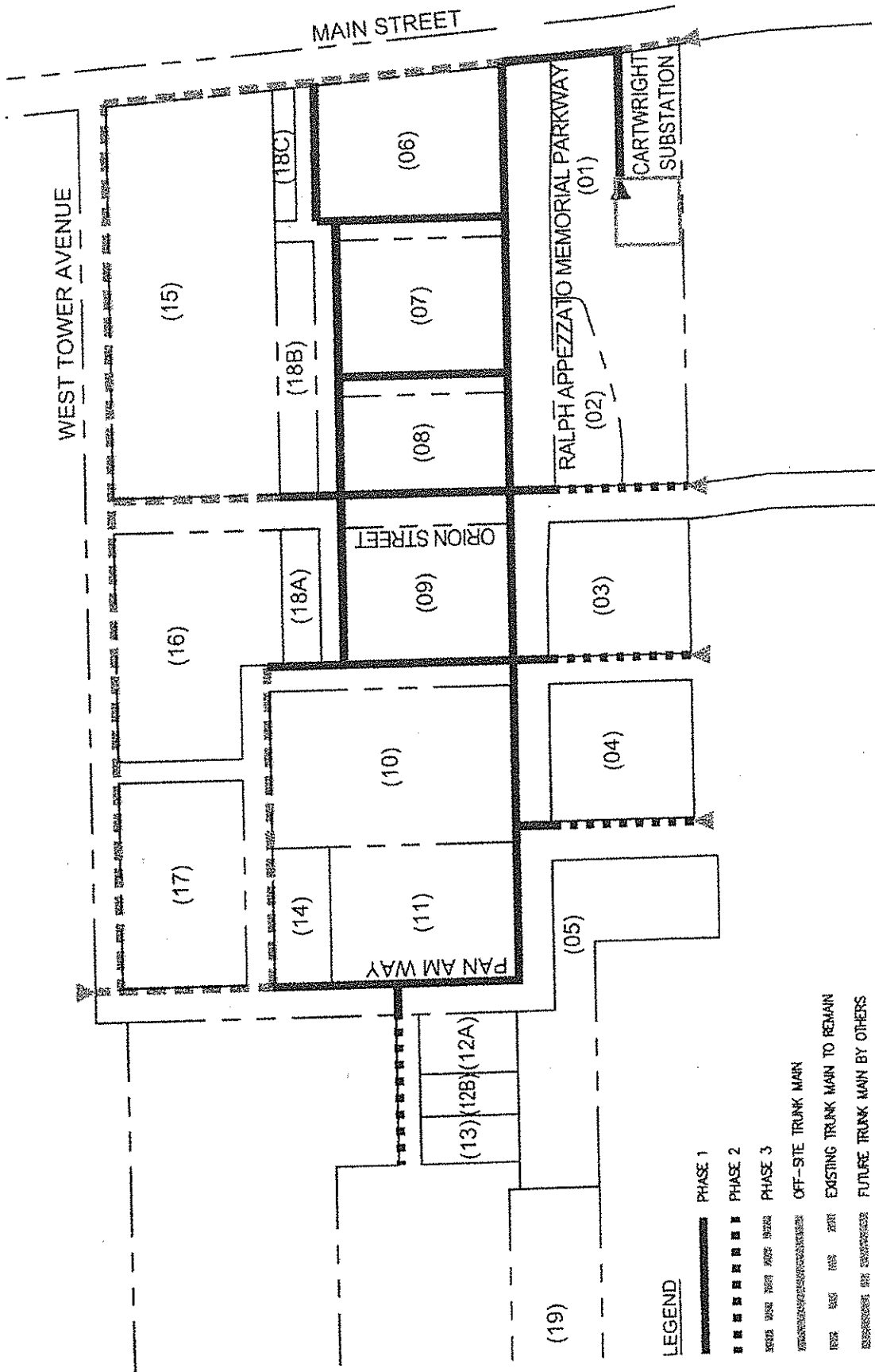
- PHASE 1
- PHASE 2
- PHASE 3
- OFF-SITE TRUNK MAIN
- EXISTING TRUNK MAIN TO REMAIN
- FUTURE TRUNK MAIN BY OTHERS
- POC = NEW POINT OF CONNECTION
- POC = FUTURE POINT OF CONNECTION

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EXHIBIT 5
ALAMEDA POINT - UTILITY PHASING (GAS)

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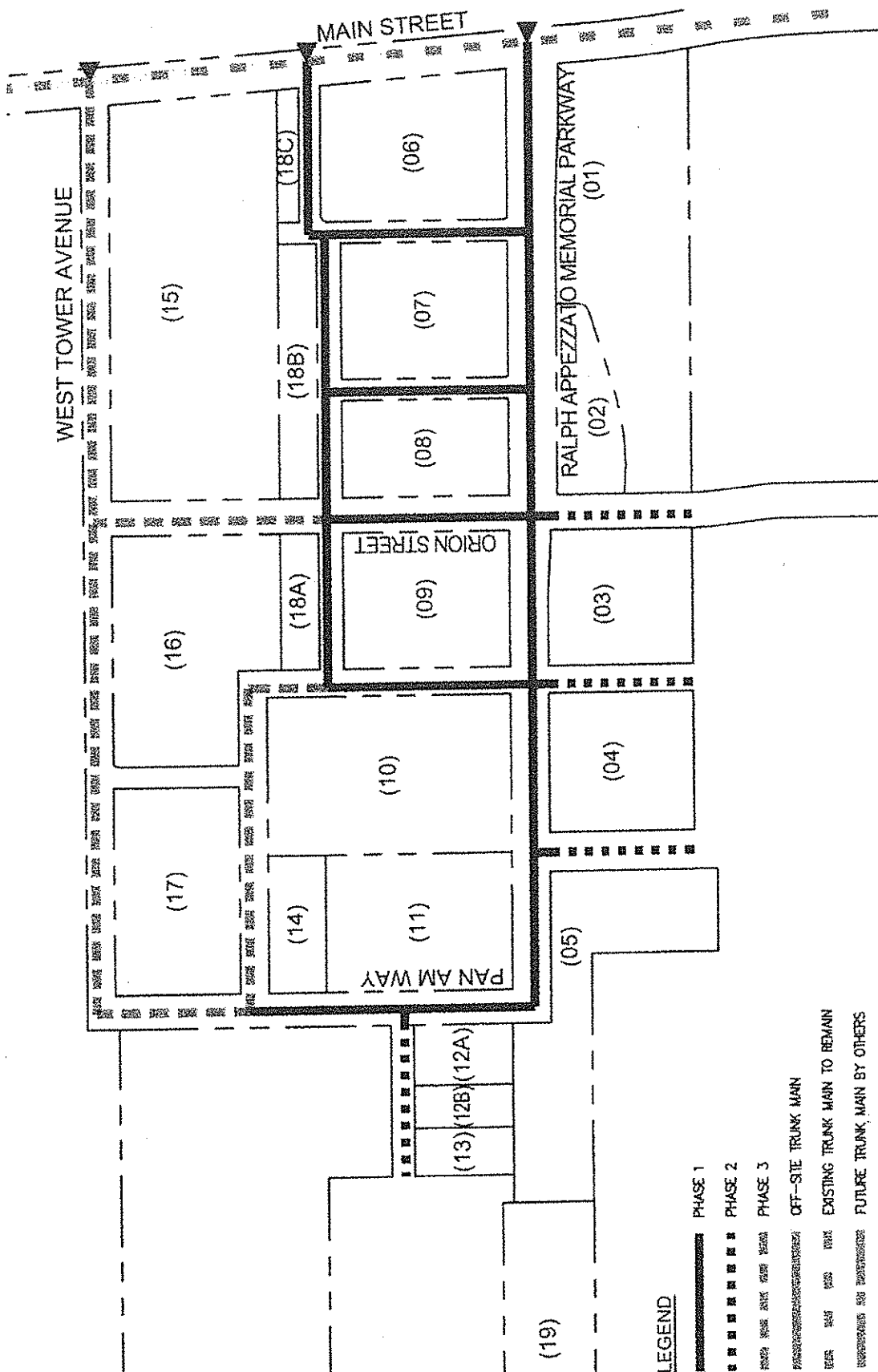
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EXHIBIT 6 ALAMEDA POINT - UTILITY PHASING (ELECTRICAL DISTRIBUTION)

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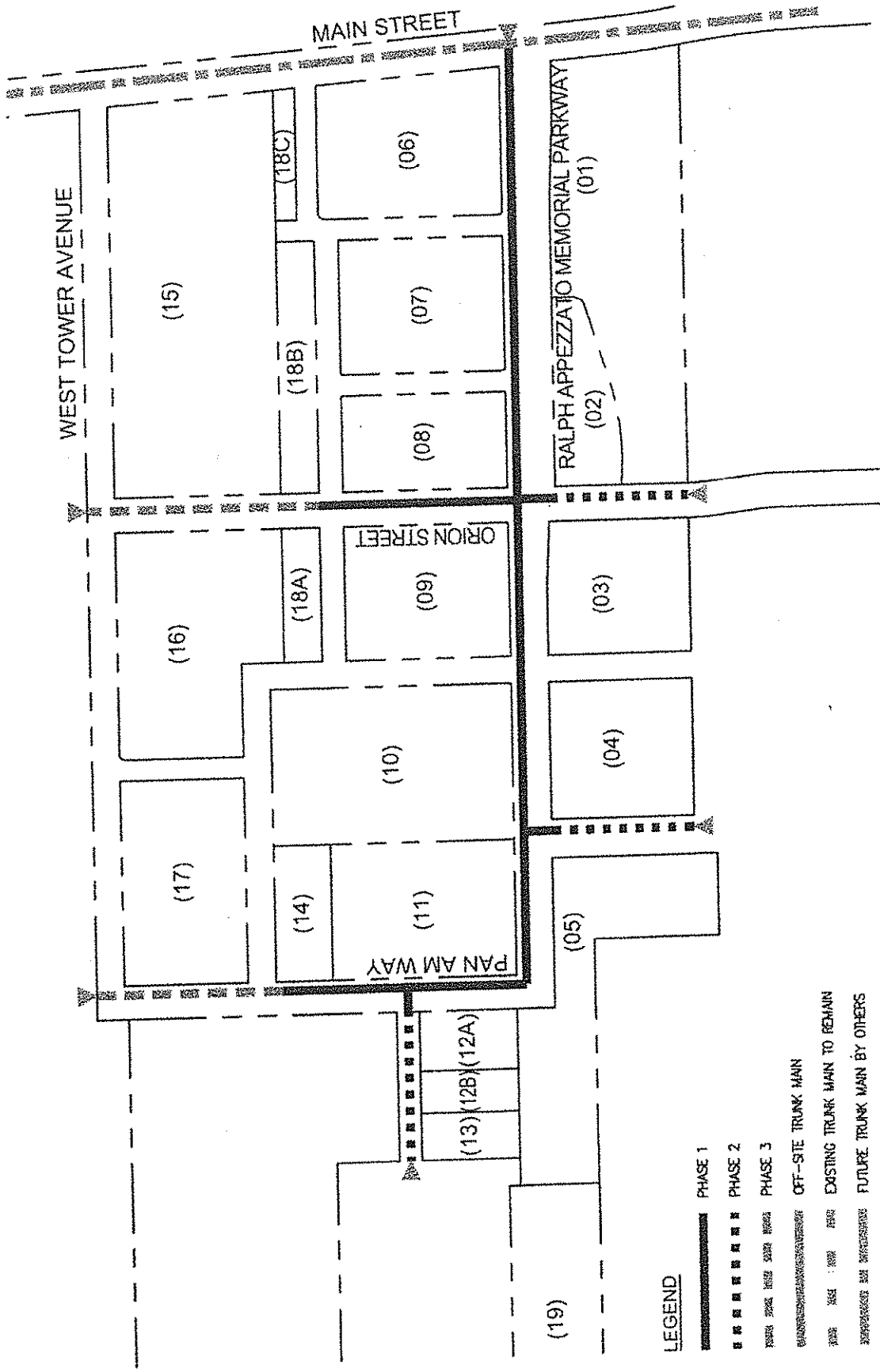


LEGEND

- PHASE 1
- PHASE 2
- PHASE 3
- OFF-SITE TRUNK MAIN
- EXISTING TRUNK MAIN TO REMAIN
- FUTURE TRUNK MAIN BY OTHERS
- POC = NEW POINT OF CONNECTION
- POC = FUTURE POINT OF CONNECTION

EXHIBIT 7
ALAMEDA POINT - UTILITY PHASING (WATER)

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EXHIBIT 8 ALAMEDA POINT - UTILITY PHASING (RECYCLED WATER)

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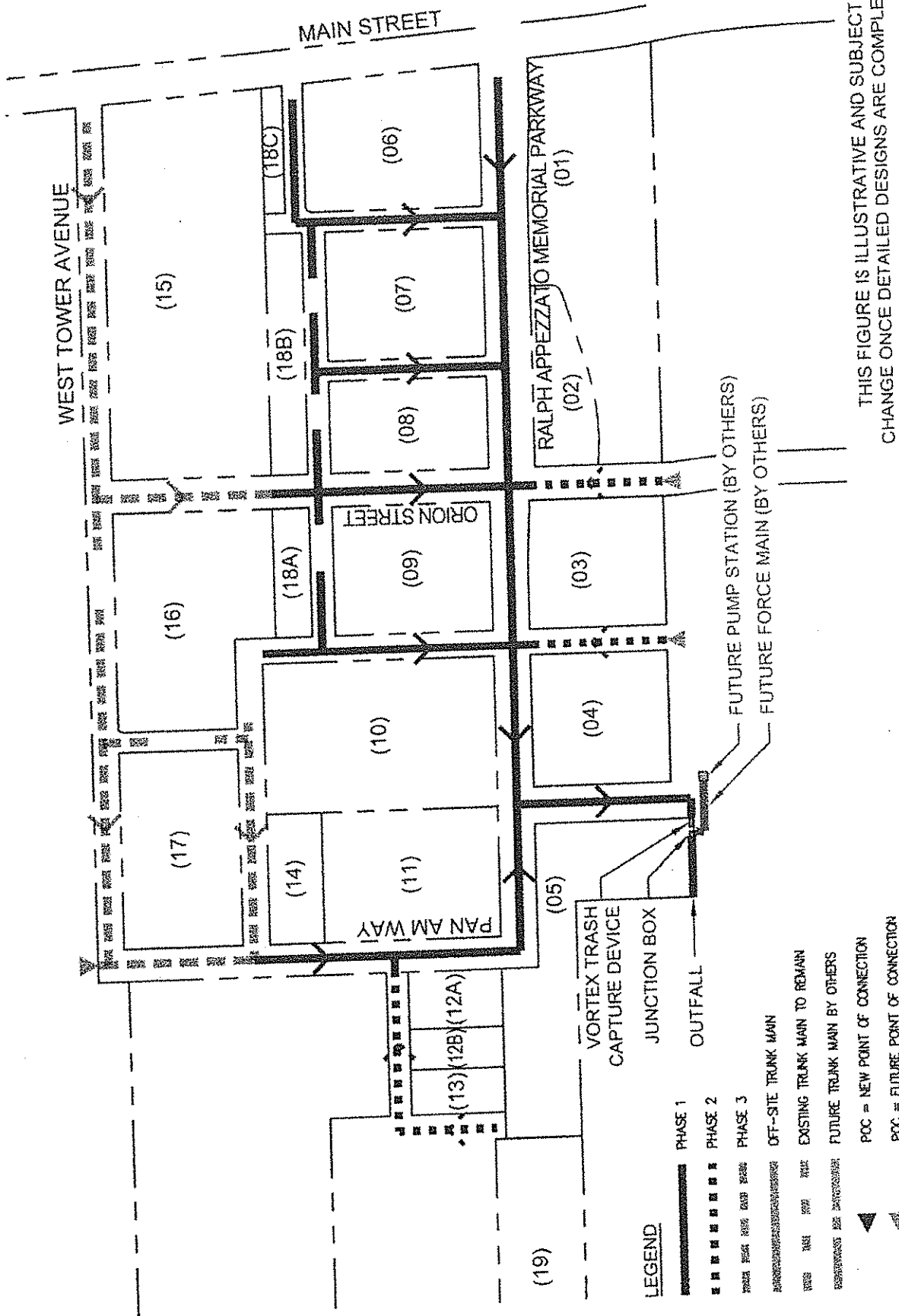
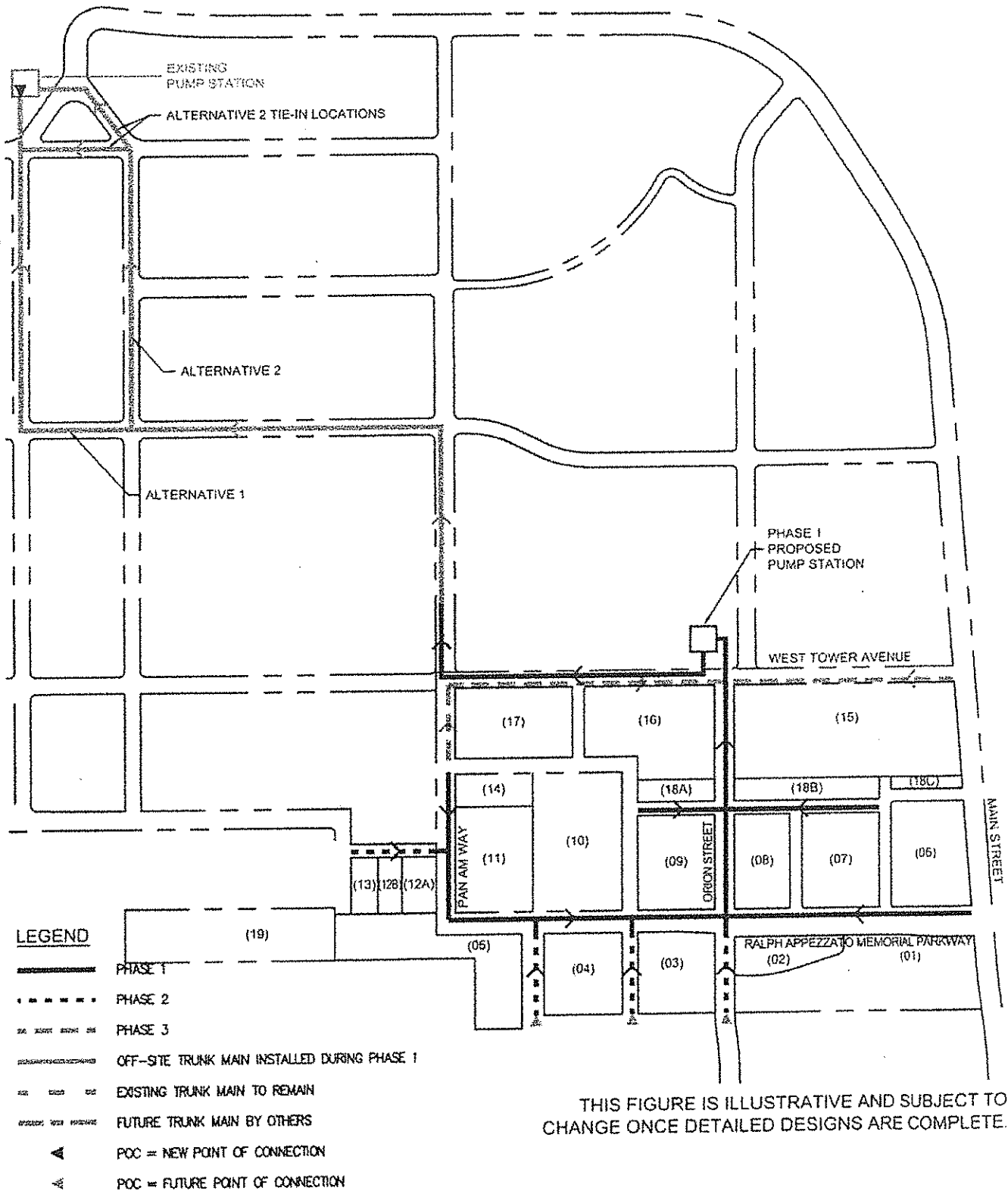


EXHIBIT 9 **ALAMEDA POINT - UTILITY PHASING (STORM DRAIN)**

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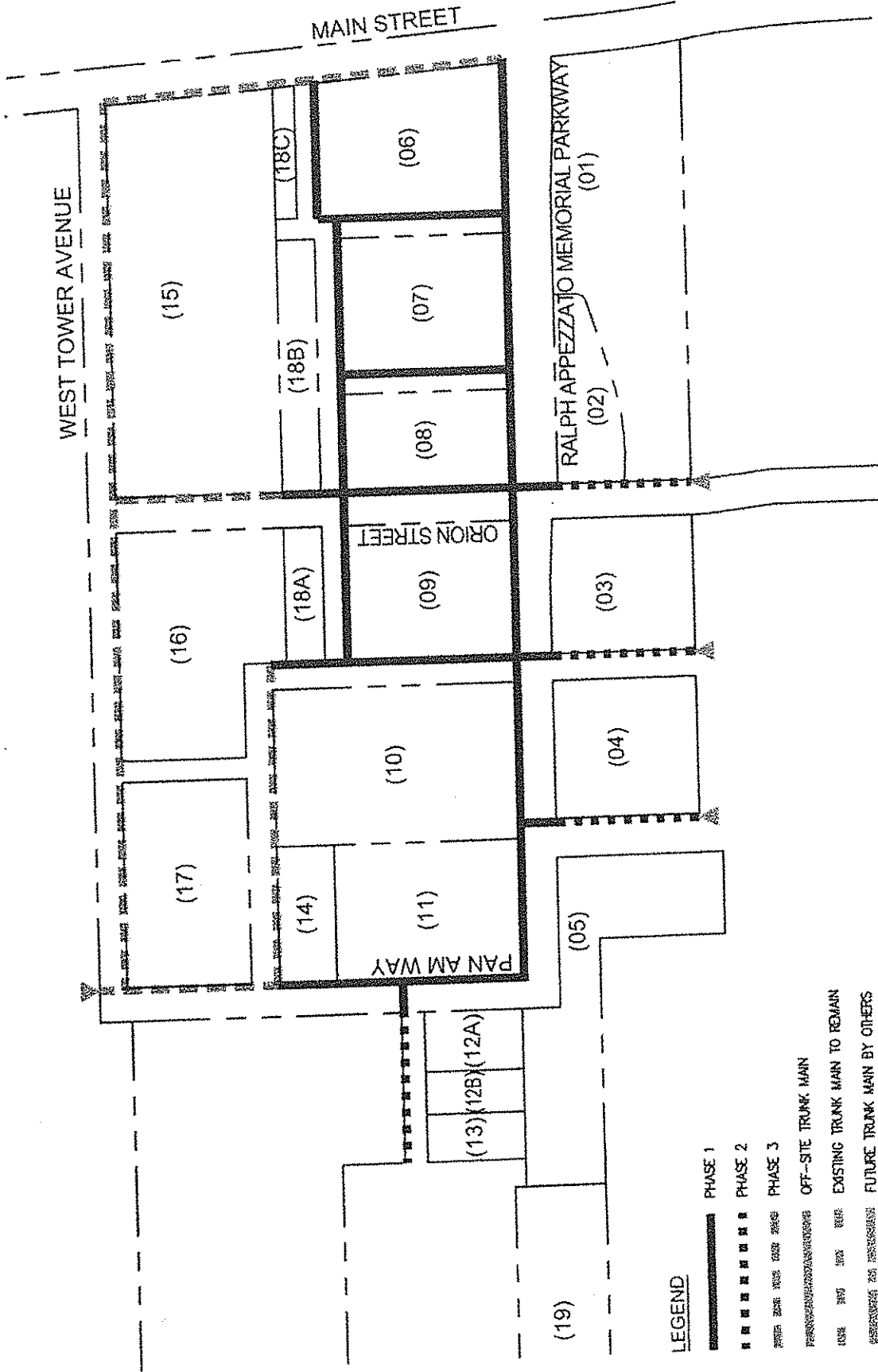


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EXHIBIT 10 ALAMEDA POINT - UTILITY PHASING (SANITARY SEWER)

04/29/2015

NOT TO SCALE



LEGEND

- PHASE 1
- PHASE 2
- PHASE 3
- OFF-SITE TRUNK MAIN
- EXISTING TRUNK MAIN TO REMAIN
- FUTURE TRUNK MAIN BY OTHERS

POC = NEW POINT OF CONNECTION
 POC = FUTURE POINT OF CONNECTION

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EXHIBIT 11 ALAMEDA POINT - UTILITY PHASING (TEL/DATA)

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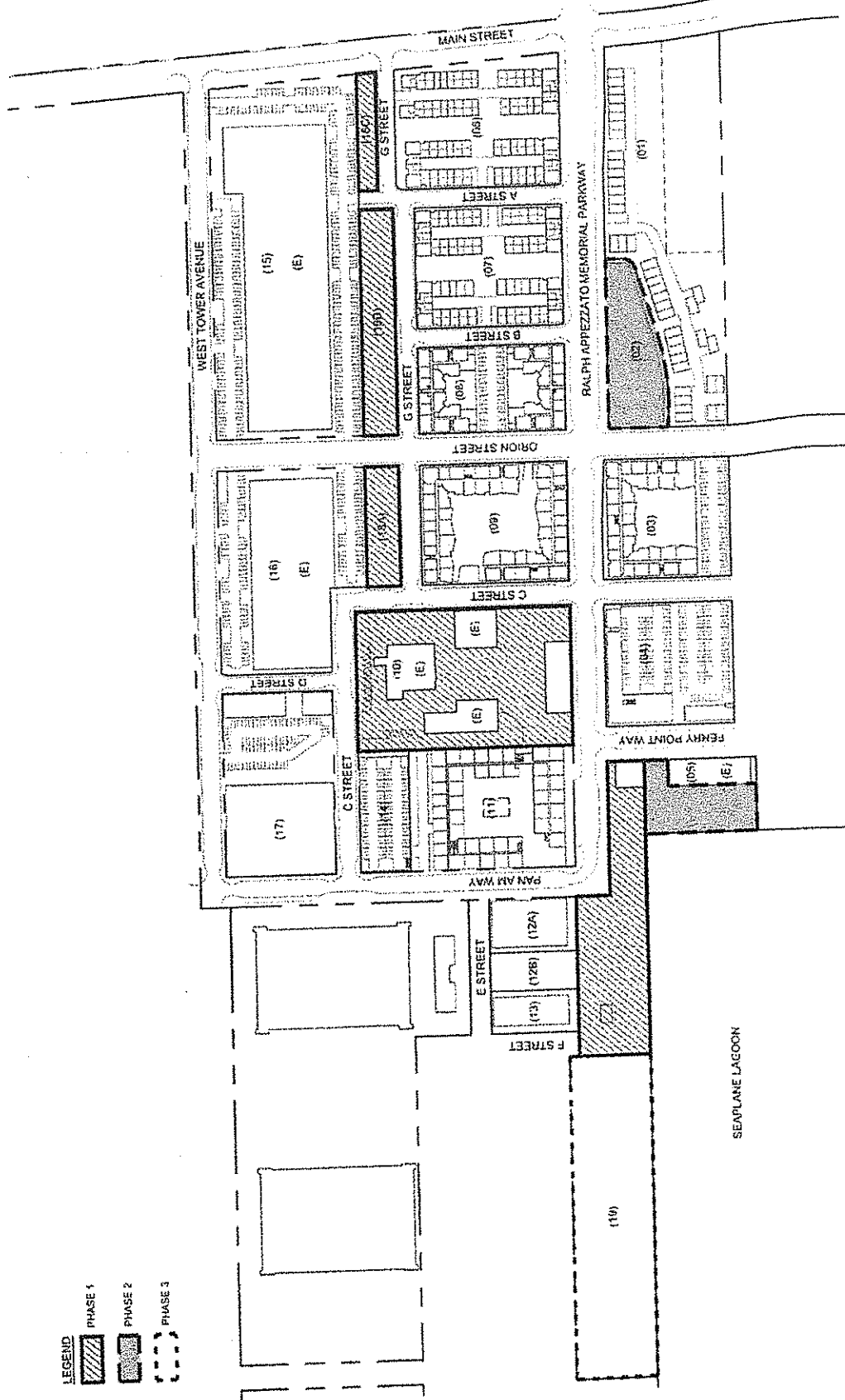


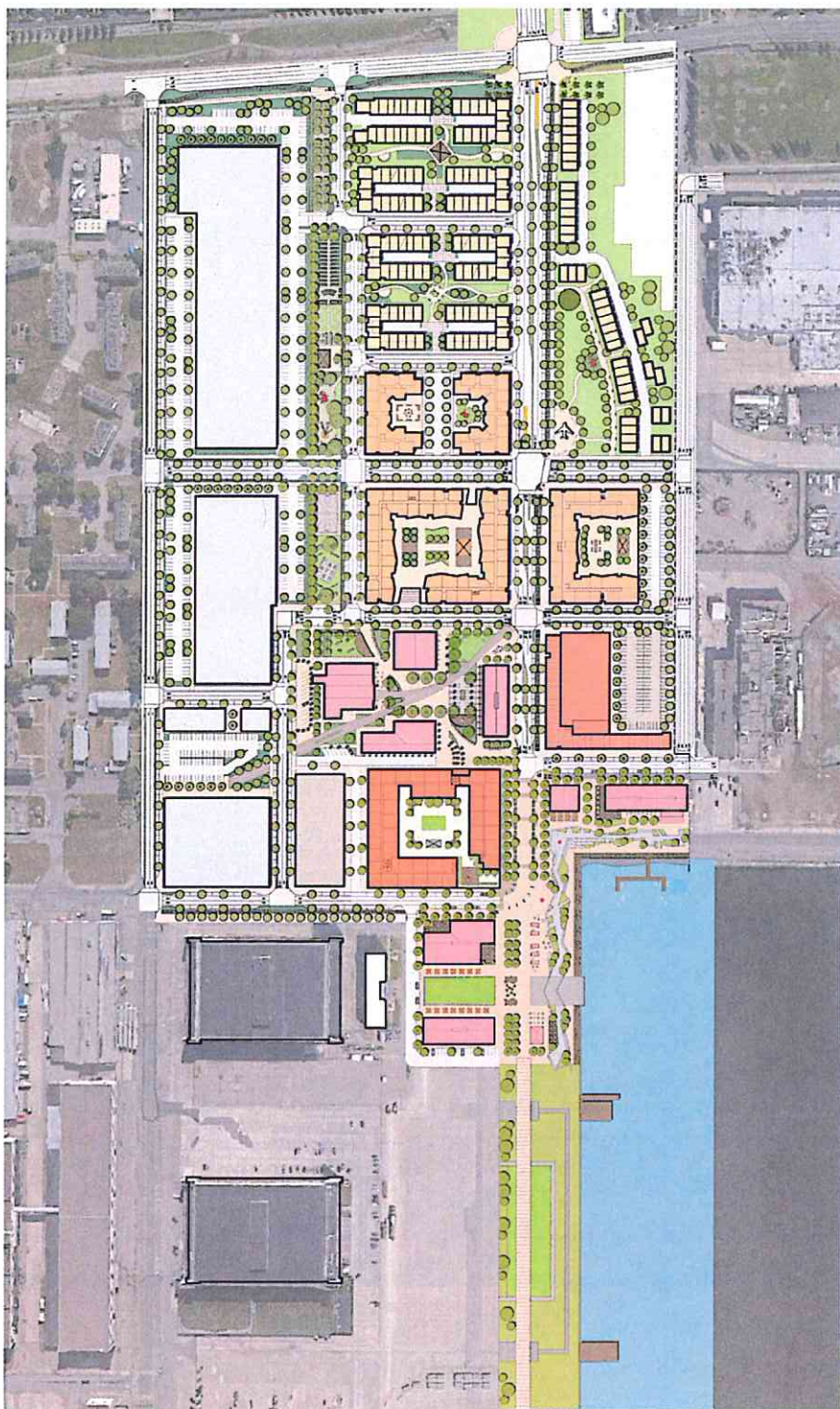
EXHIBIT 12 SITE A - PARK & OPEN SPACE PHASING

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EXHIBIT H

DEVELOPMENT PLAN



ALAMEDA POINT - SITE A - DEVELOPMENT PLAN

Project Sponsor: Alameda Point Partners

Prepared by: BAR Architects, April Philips Design Workshop, BKF Engineers

May 11, 2015

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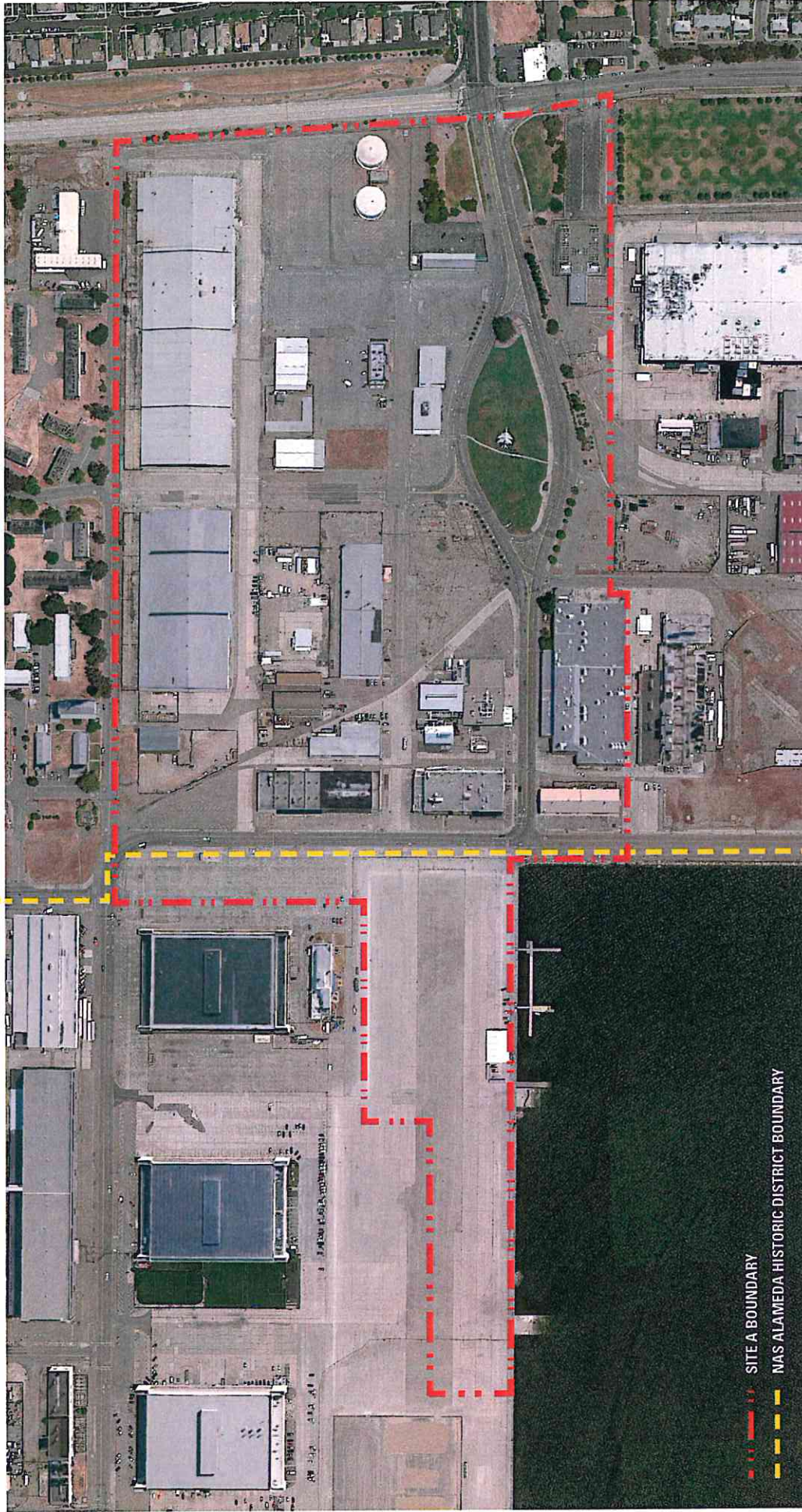
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Existing Conditions at Site A	03
Site Photos	04
Site Photos	05
Planned Land Use and Open Space	06





- - - - - SITE A BOUNDARY
 - - - - - NAS ALAMEDA HISTORIC DISTRICT BOUNDARY

EXISTING CONDITIONS AT SITE "A"

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Madison Marquette

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FIELD

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EXISTING BUILDING 77 (LEFT) AND 41 (RIGHT)



EXISTING BUILDING 77



EXISTING BUILDING 40 (BLADIUM)



EXISTING BUILDING 113

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SITE PHOTOS

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IBH arch

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DESIGN

EDEN
HOUSING

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SRMERNST
Midtown-Marquette

KI
Kaiser Permanente

FIELD
PAOLI

A. P.
D. W.

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MAIN ENTRY AT RAMP & MAIN STREET



VIEW OF SAN FRANCISCO ACROSS TAXIWAY



EXISTING CORSAIR II DISPLAY



EXISTING CYPRESS TREE

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SITE PHOTOS

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architecture

MBH arch

TRICON
tableau

EDEN
FOODS

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FOODS

e-blu

SRH ERNST
Hudson

KH K&H
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FIELD
PAOLI

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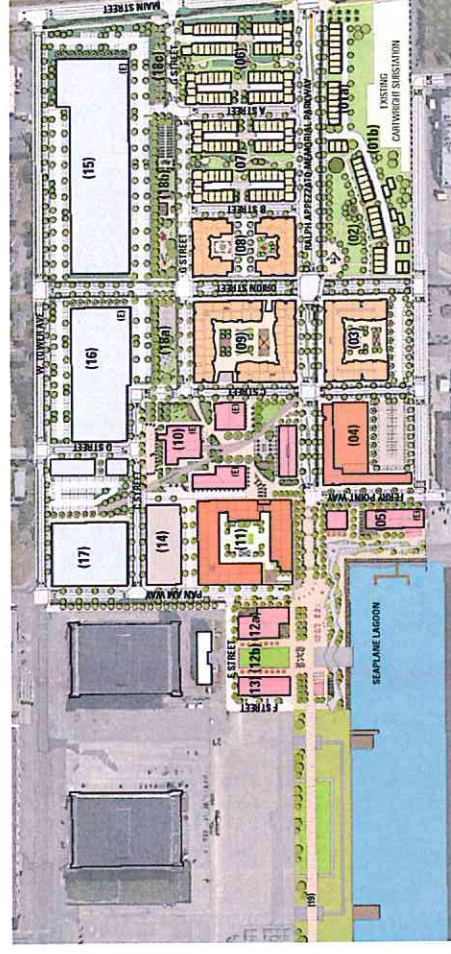
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ALAMEDA POINT PLANNING GUIDE - OPEN SPACE FRAMEWORK
* DRAWING FROM 9/12/2013 ALAMEDA POINT PLANNING GUIDE



ALAMEDA POINT - ZONING MAP
* DRAWING FROM www.alamedaca.gov



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OBLEQU

EDEN
HOUSING

e-BU
BUILDING

SRVERNST
MADISON-MARGARET

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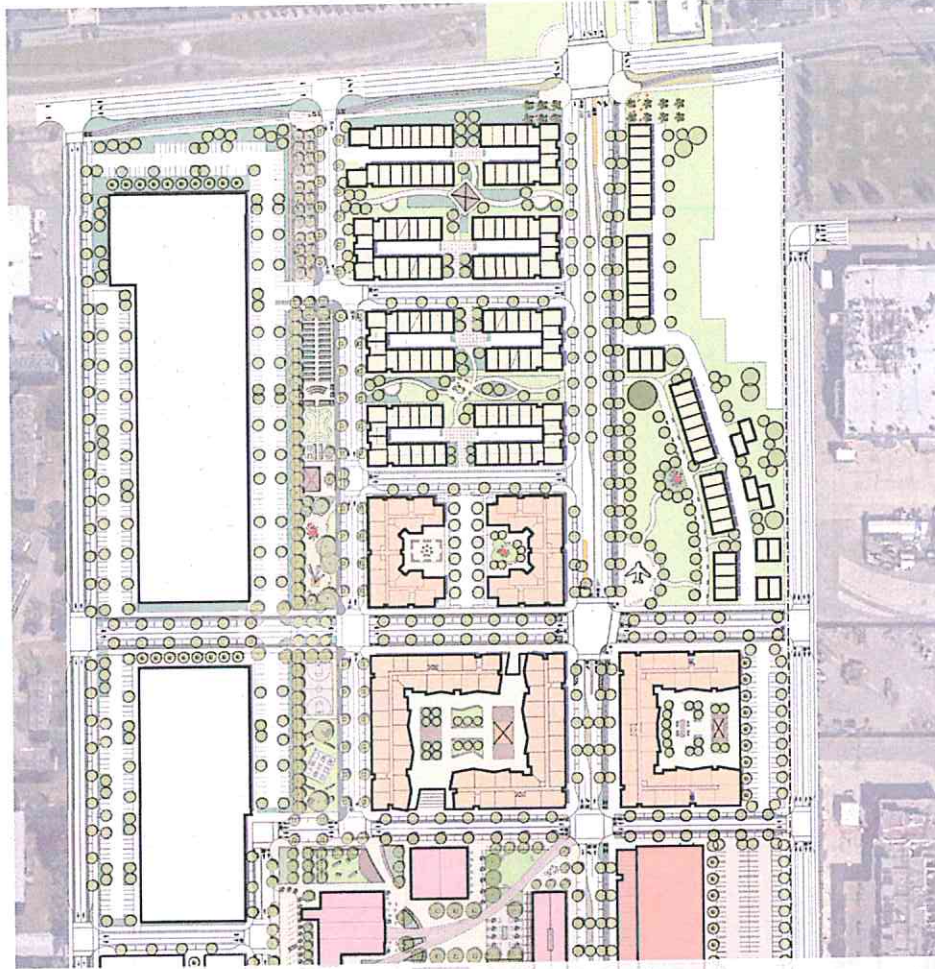
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PLANNED LAND USE AND OPEN SPACE

LAND USE & DEVELOPMENT

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EDEN
HOLDINGS

TRICON
LABORATORY

Q&U
LABORATORY

SRMERNST
LABORATORY

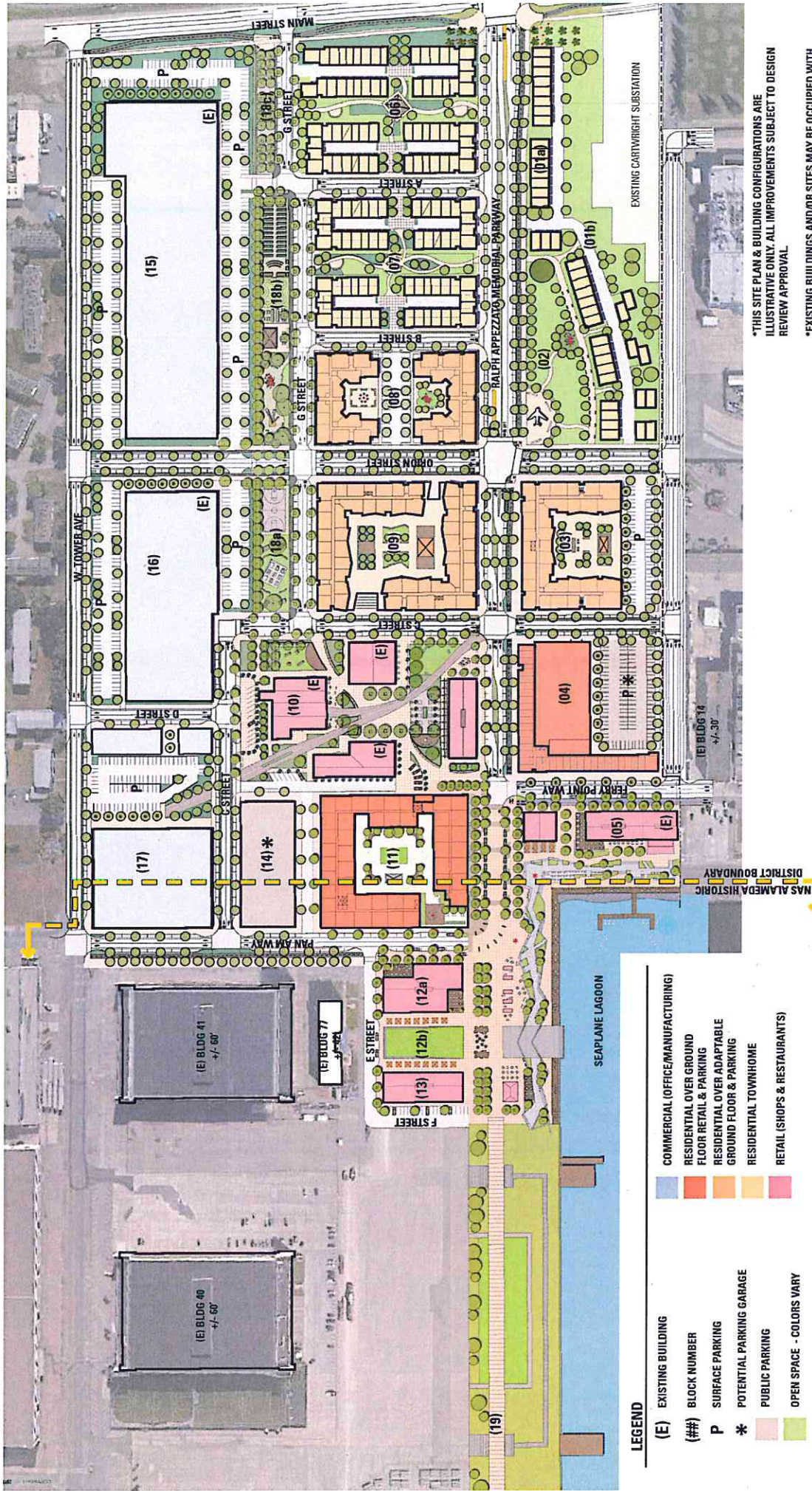
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LABORATORY

FIELD
LABORATORY

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*THIS SITE PLAN & BUILDING CONFIGURATIONS ARE ILLUSTRATIVE ONLY. ALL IMPROVEMENTS SUBJECT TO DESIGN REVIEW APPROVAL

*EXISTING BUILDINGS AND/OR SITES MAY BE OCCUPIED WITH USES CONSISTENT WITH THIS PLAN DURING ANY PHASE

ILLUSTRATIVE SITE PLAN - ALL PHASES

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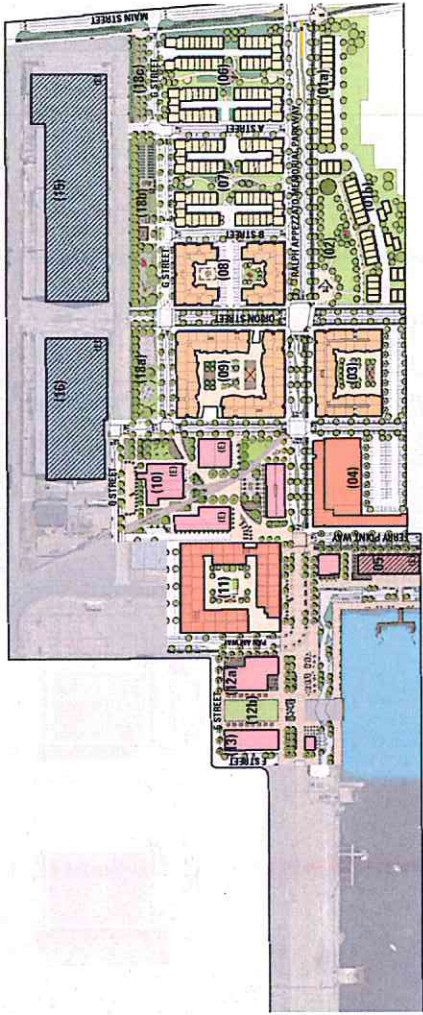
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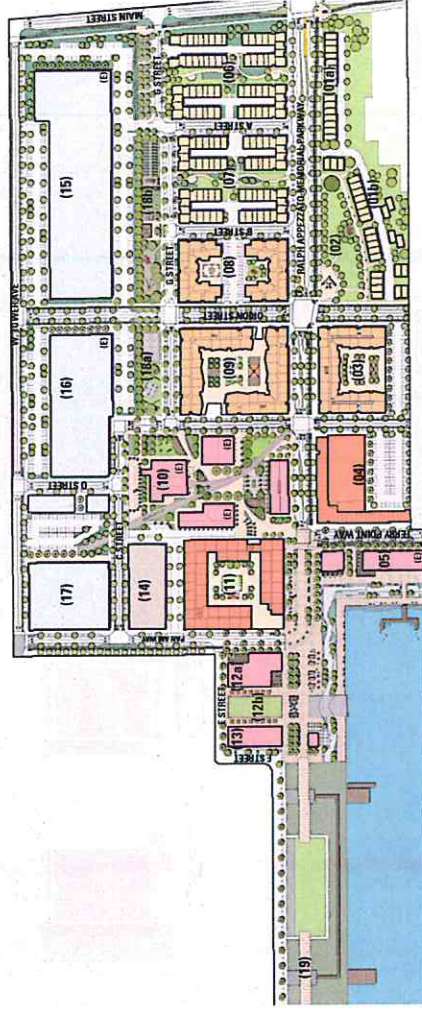
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ILLUSTRATIVE SITE PLAN - PHASE 1



ILLUSTRATIVE SITE PLAN - PHASE 2



ILLUSTRATIVE SITE PLAN - PHASE 3

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ILLUSTRATIVE SITE PLAN - PHASING

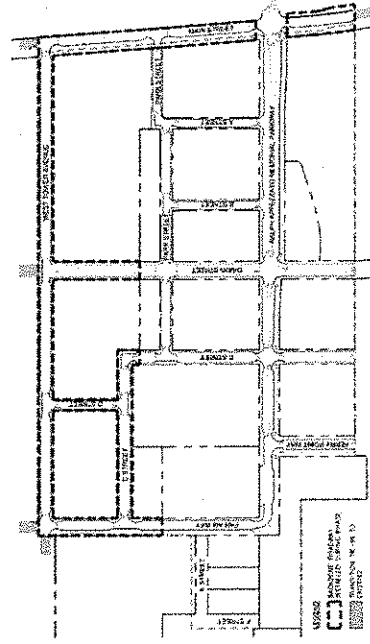
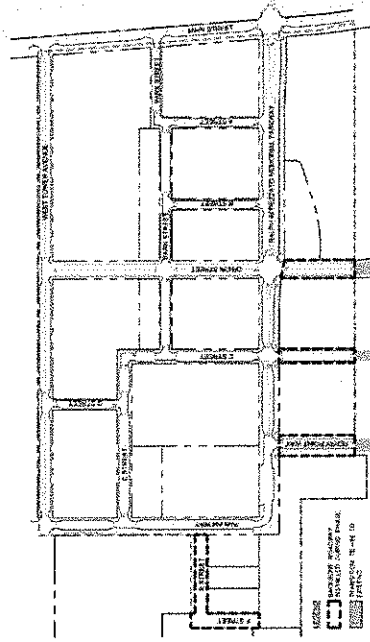
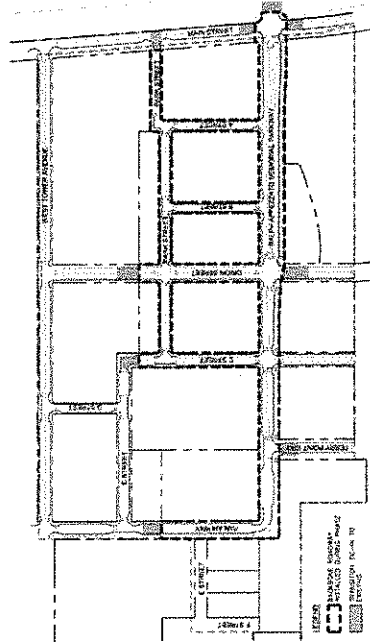
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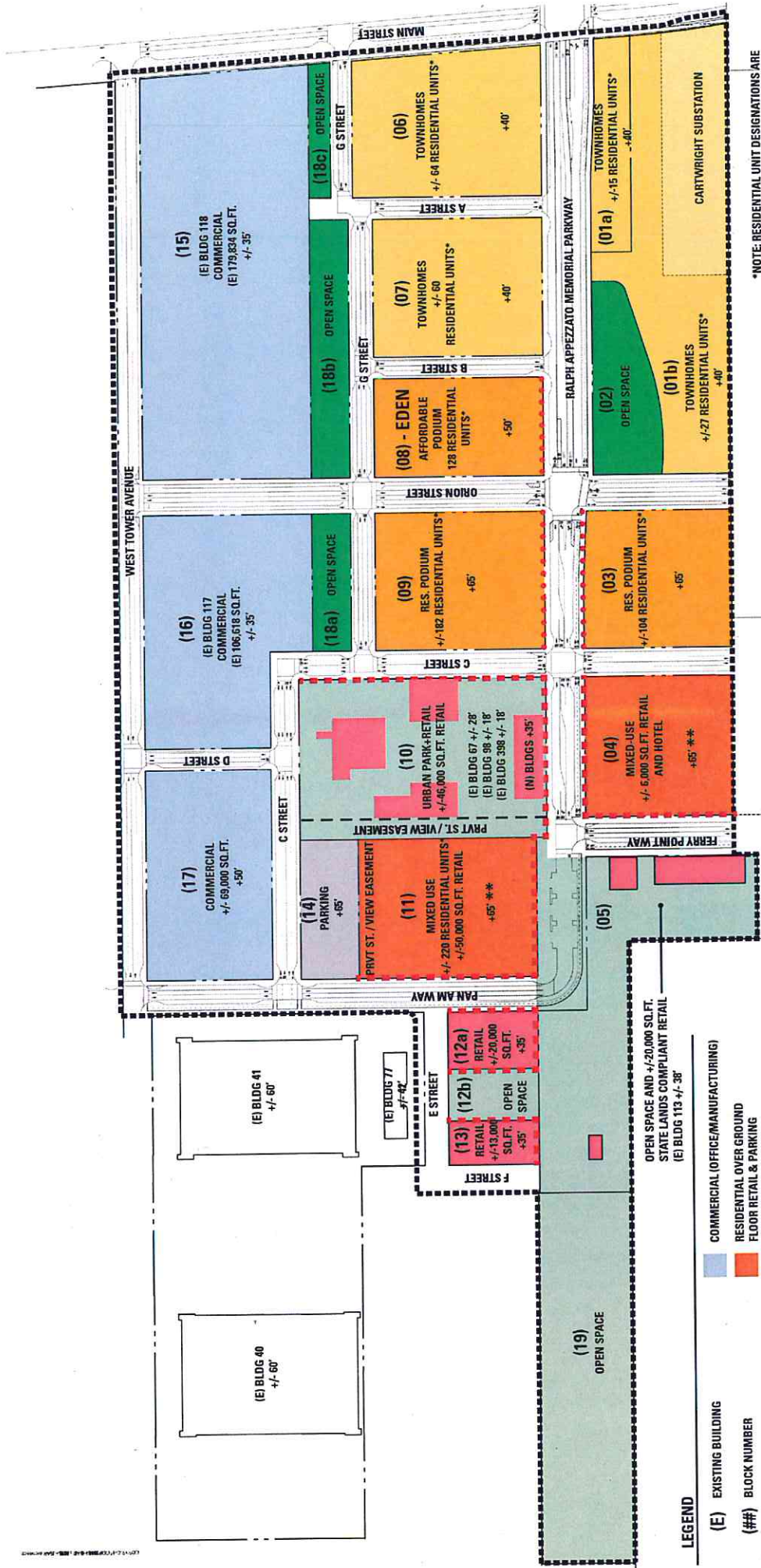
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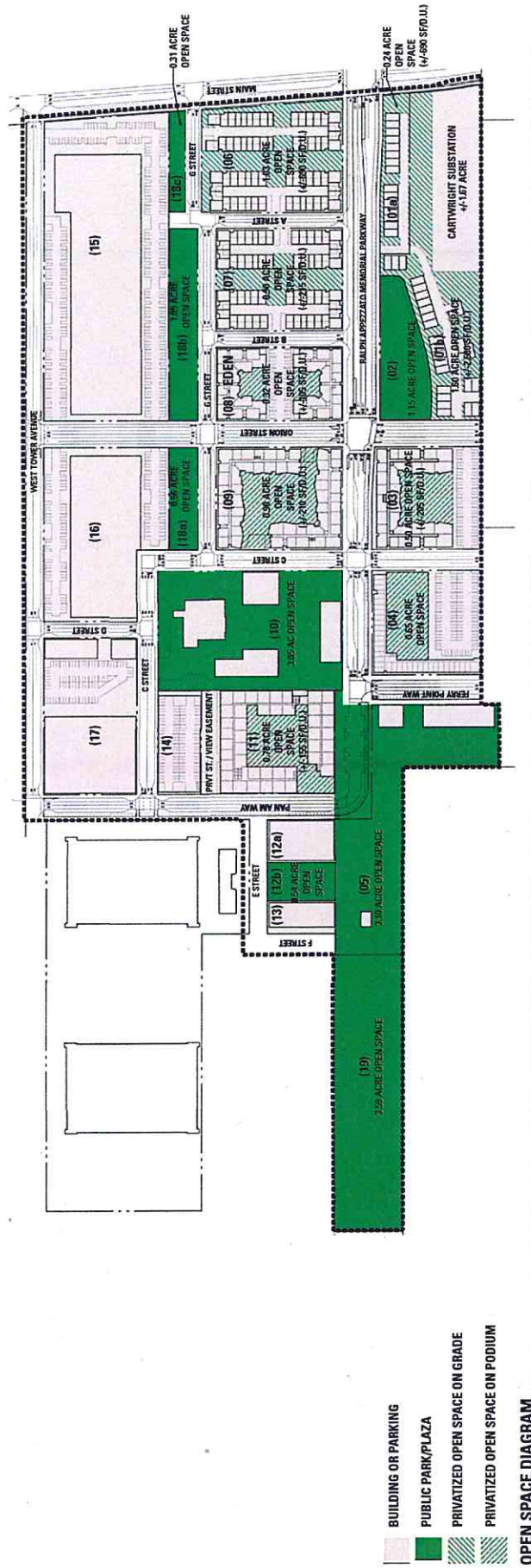
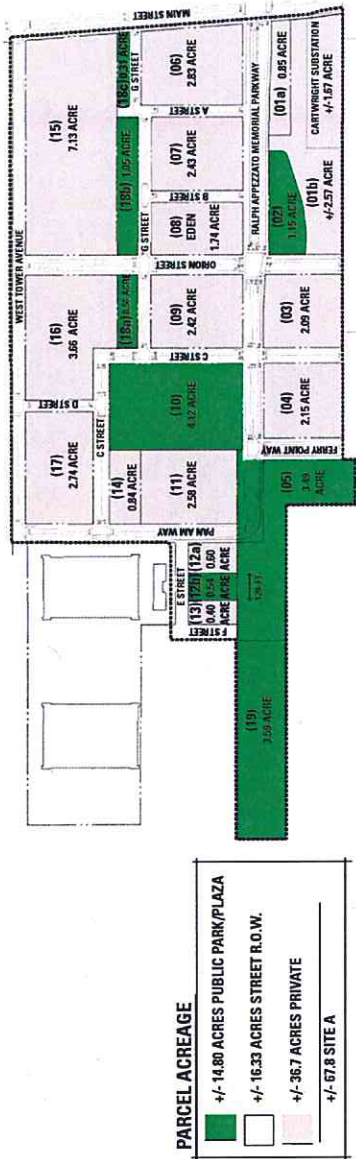
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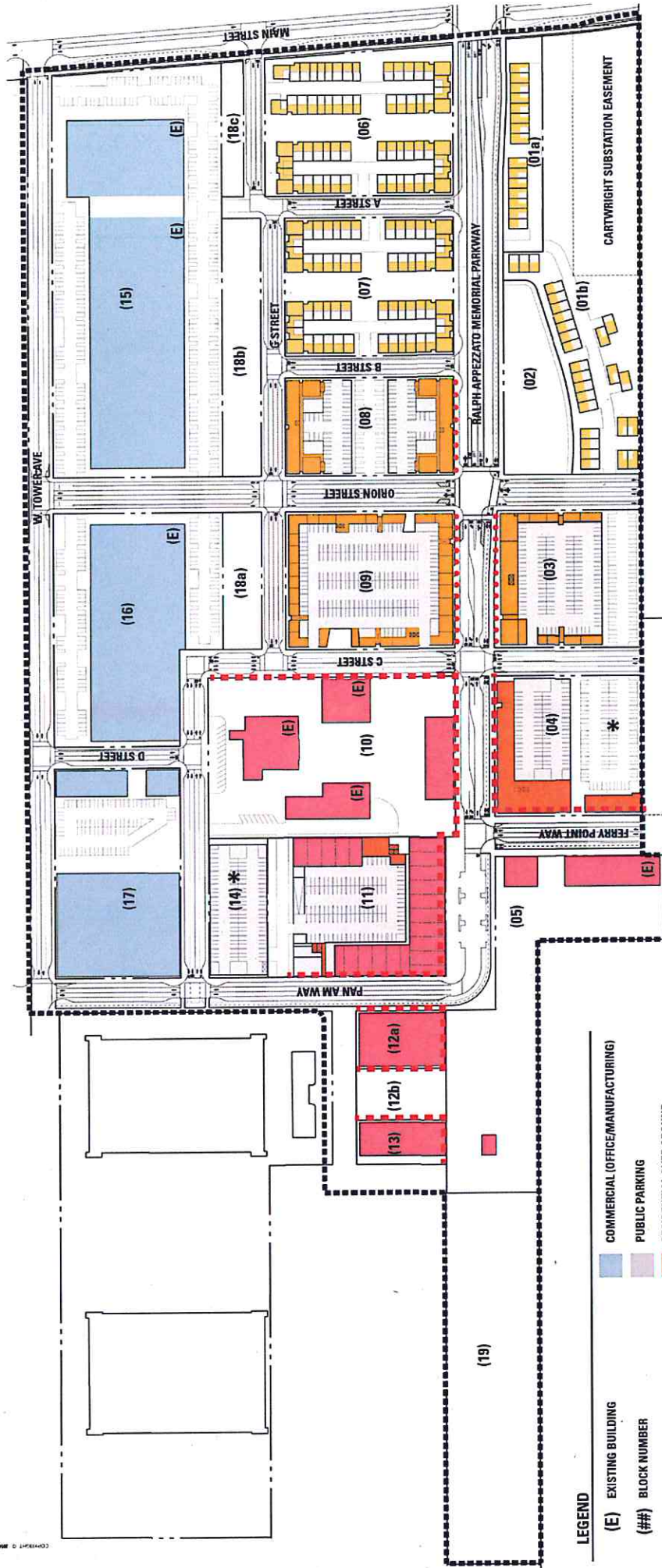


*NOTE: RESIDENTIAL UNIT DESIGNATIONS ARE APPROXIMATE, PER BLOCK, BUT TOTAL SHALL NOT EXCEED 800 RESIDENTIAL UNITS ACROSS "SITE A"

** PER PRECISE PLAN, HEIGHT MAY EXCEED 65' WITH SPECIAL CONSIDERATION, IF THE FOLLOWING FINDING CAN BE MADE: THE BUILDING EXHIBITS EXCEPTIONAL ARCHITECTURAL DESIGN AND IS TRANSIT SUPPORTIVE

LAND USE DIAGRAM





- LEGEND**
- (E) EXISTING BUILDING
 - (##) BLOCK NUMBER
 - * POTENTIAL PARKING GARAGE
 - GROUND FLOOR RETAIL FRONTAGE
 - ADAPTABLE GROUND FLOOR FRONTAGE
 - OPEN SPACE - NEIGHBORHOOD PARK
 - COMMERCIAL (OFFICE/MANUFACTURING)
 - PUBLIC PARKING
 - RESIDENTIAL OVER GROUND FLOOR RETAIL & PARKING
 - RESIDENTIAL OVER ADAPTABLE GROUND FLOOR & PARKING
 - RESIDENTIAL TOWNHOME
 - RETAIL (SHOPS & RESTAURANTS)

GROUND FLOOR PLAN

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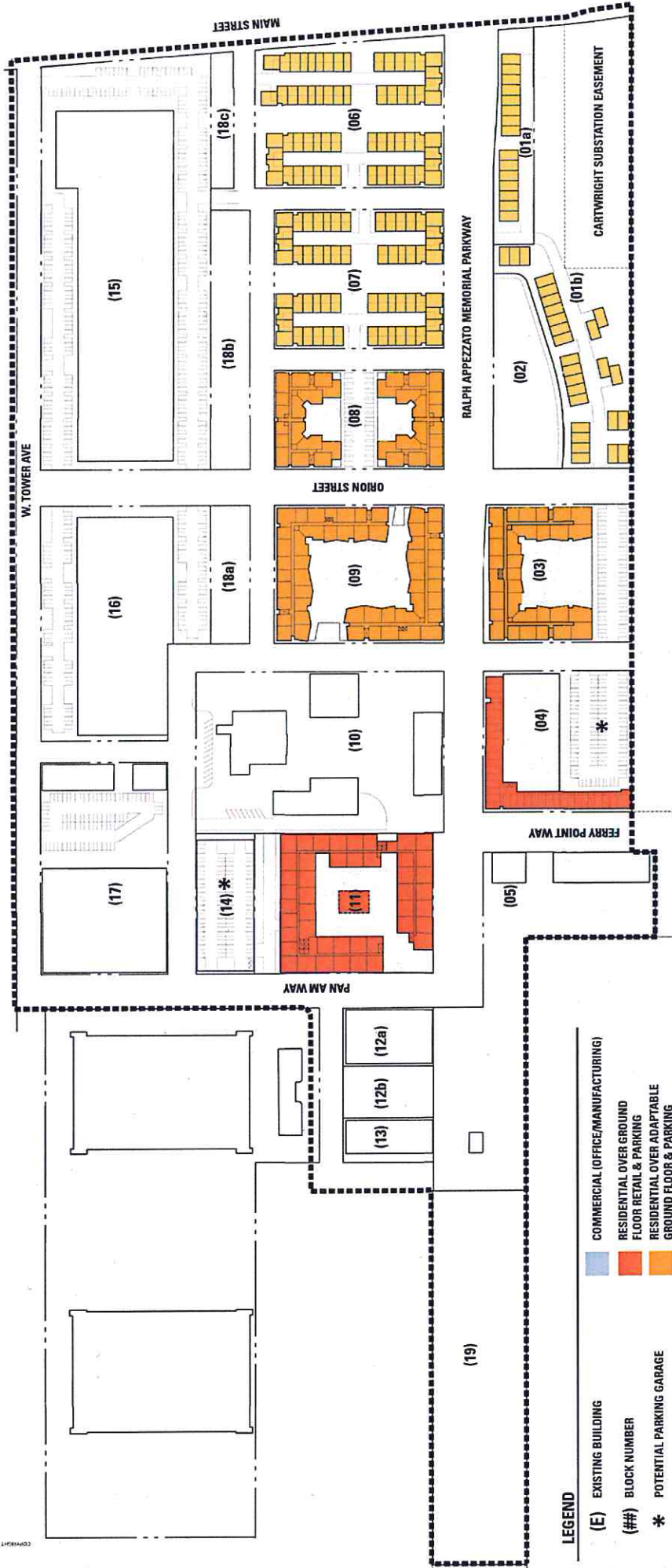
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TYPICAL UPPER LEVEL PLAN

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ALAMEDA POINT SITE – UNIVERSAL DESIGN AND AGING IN PLACE: THE GENERAL PLANNING ELEMENT IDENTIFIES THE NEED FOR HOUSING FOR PEOPLE WITH DISABILITIES AND SENIORS, WHO WISH TO "AGE IN PLACE." THE GOAL OF UNIVERSAL DESIGN IS TO BE ACCESSIBLE, FLEXIBLE, SIMPLE AND EQUIPABLE. THE SITE PLANNING AND UNIFORM BUILDING ACT AT ALAMEDA POINT SITE ADDRESSES THESE CONCERNS IN SEVERAL WAYS. THE PLAN INCLUDES SINGLE WALK-TO-TRANSIT, ACCESSIBLE PARKING, AND ACCESSIBLE TRAILWAYS. THE PLAN ALSO PROVIDES FOR A RANGE OF HOUSING TYPES, INCLUDING INTEGRATED UNIVERSAL DESIGN FEATURES WILL APPEAL TO A WIDE RANGE OF RESIDENTS. PARCELS 60, 69, 70, AND 11 PROVIDE SINGLE-TOUR RESIDENTIAL UNITS, WHICH SIGNIFICANTLY BOOSTS THE PROVISION FOR UNIVERSAL DESIGN.

ALL SINGLE-STORY (RESIDENTIAL FLAT) UNITS INCLUDE THE FOLLOWING UNIVERSAL DESIGN ELEMENTS:

- ACCESSIBLE ROUTE OF TRAVEL FROM A PUBLIC SIDEWALK TO THE UNIT'S PRIMARY ENTRANCE. ACCESSIBLE PARKING STALLS ARE LOCATED CONVENIENTLY NEAR ELEVATOR LOBBIES, THUS ENSURING CONVENIENT ACCESS TO ONE'S DWELLING UNIT.
- 32' CLEAR PRIMARY ENTRY DOORWAY AND A NO STEP ENTRY 102" UNLESS THRESHOLD WITH DUAL PEDESTAL AND DOORBELL
- ALL EXTERIOR ENTRY DOORS SHALL MEET CALIFORNIA BUILDING CODE CHAPTER 11A. CODE-REQUIRED MANEUVERING CLEARANCES, HARDWARE, THRESHOLDS, AND STRIKE-SIDE CLEARANCES
- ACCESSIBLE ROUTE OF TRAVEL WITH A MINIMUM 4'-0" WIDE HALLWAY TO ALL BEDROOMS, LIVING ROOM, KITCHEN, AND BATHROOMS.
- LIGHT SWITCHES, ELECTRICAL RECEPTACLES, AND ENVIRONMENTAL CONTROLS ARE MOUNTED AT ACCESSIBLE HEIGHTS. ROCKER LIGHT SWITCHES THROUGHOUT UNIT.
- MAXIMUM CLEARANCE OF 30"KIDS" IN FRONT OF STOVE, REFRIGERATOR, DISHWASHER, SINK, AND OVEN.
- COUNTERTOPS WITH A 36" WIDE WORKSPACE AND/OR ONE OR MORE 15" BREAKDOWNS INSTALLED BETWEEN 28-32" HIGH, UNDER-CABINET LIGHTING.
- AT LEAST ONE FULL BATHROOM ON ACCESSIBLE ROUTE OF TRAVEL
- ONE FULL BATHROOM WITH REMOVABLE BASE CABINET AT LAVATORY.
- ACCESSIBLE MEDICINE CABINET AND INTEGRAL MIRROR, LOWER TOWER BACKS AND ROBE LOCKS, AND ACCESSIBLE TOILET TISSUE HOLDER
- ADDITIONAL RECREATION SPACES AND COMMON OUTDOOR SPACES ARE LOCATED ALONG THE ACCESSIBLE PATH OF TRAVEL THROUGH THE BUILDING.

0% OF ALL TOWNHOME UNITS WILL BE PROVIDED WITH ACCESSIBLE GROUND FLOOR LEVELS WHICH CAN BE CONFIGURED TO ACCOMMODATE A BEDROOM, BATHROOM AND KITCHENETTE ON AN ACCESSIBLE ROUTE OF TRAVEL FROM THE EXTERIOR. ADDITIONALLY, ALL TOWNHOME UNITS INCLUDE THE FOLLOWING UNIVERSAL DESIGN ELEMENTS:

- ACCESSIBLE ROUTE OF TRAVEL FROM A PARKING STALL INTO THE UNIT.
- AN ACCESSIBLE ROUTE OF TRAVEL WITH A MINIMUM 42" WIDE HALWAY THROUGHOUT THE ACCESSIBLE ENTRY LEVEL.
- A MINIMUM OF ONE POWDERROOM AT THE ENTRY LEVEL, AND ALONG THE ACCESSIBLE ROUTE OF TRAVEL. THE POWDERROOM SHALL BE PROVIDED WITH GRAB-BAR REINFORCEMENTS, REQUIRED TOILET AND LAVATORY CLEAR APPROACH, ACCESSIBLE TOILET
- CODE-REQUIRED MANEUVERING CLEARANCES, FLOORWARE, THRESHOLDS, AND STRIKE SIDE CLEARANCES SHALL BE PROVIDED FOR INTERIOR AND EXTERIOR DOORS AT THE ENTRY LEVEL.

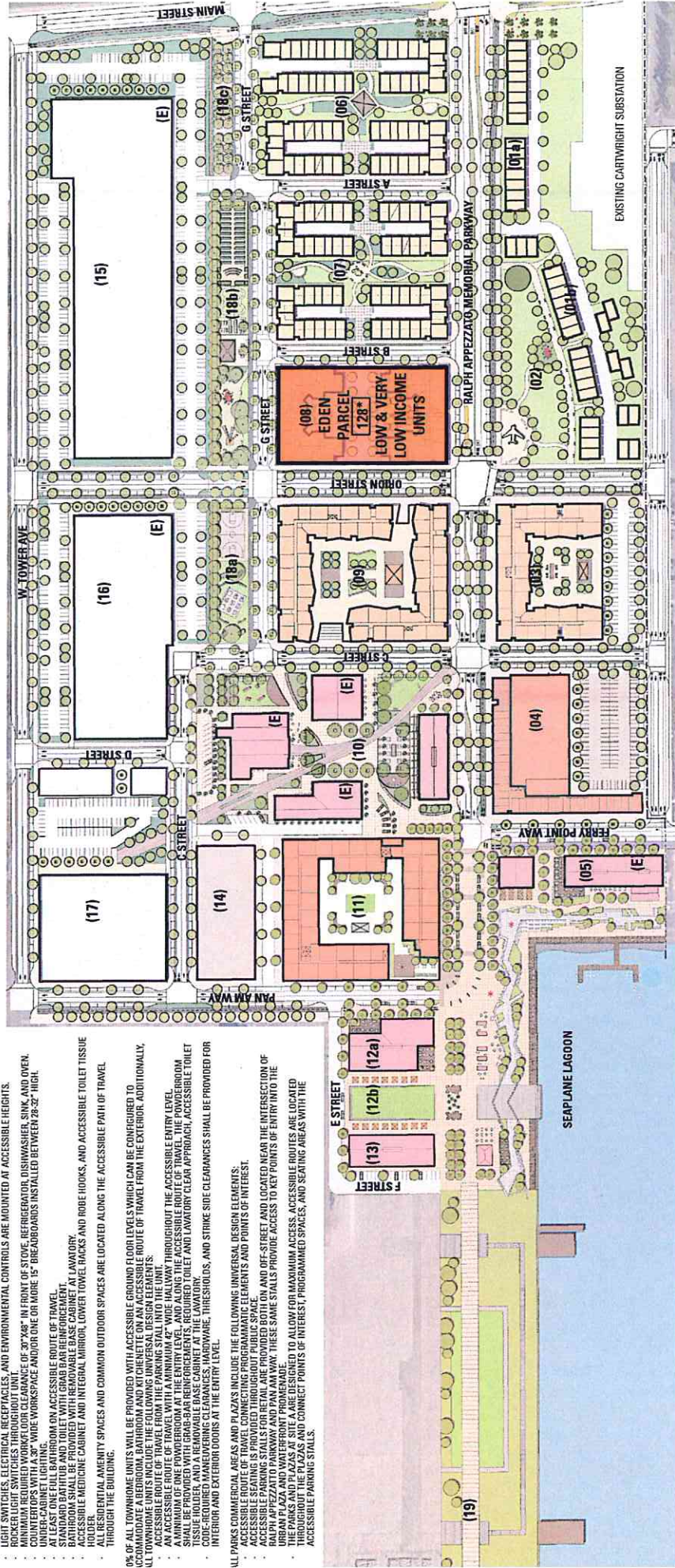
ALL PARKS COMMERCIAL AREAS AND PLAZAS INCLUDE THE FOLLOWING UNIVERSAL DESIGN ELEMENTS:

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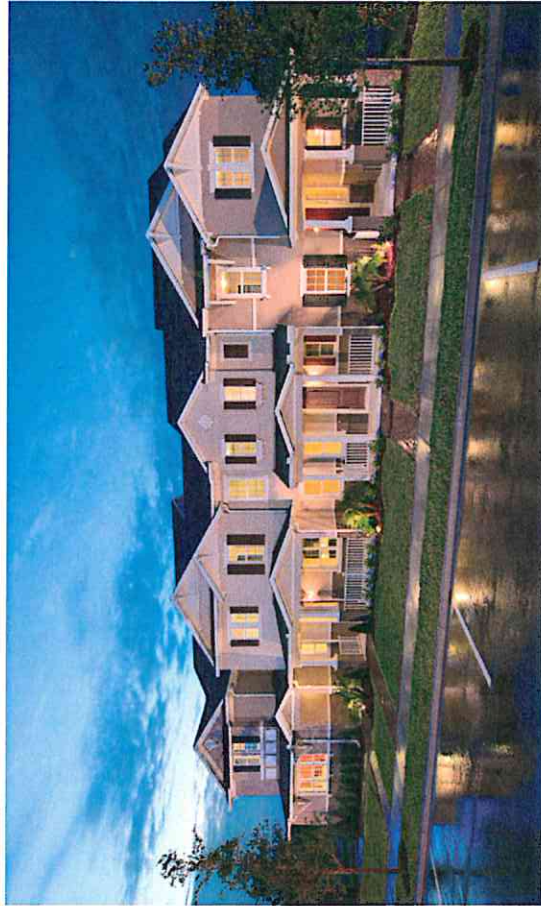
(E) EXISTING BUILDING	COMMERCIAL (OFFICE/MANUFACTURING)
(##) BLOCK NUMBER	RESIDENTIAL OVER GROUND FLOOR RETAIL & PARKING
PUBLIC PARKING	RESIDENTIAL OVER ADAPTABLE GROUND FLOOR & PARKING
OPEN SPACE - NEIGHBORHOOD PARK	RESIDENTIAL TOWNHOME
	RETAIL (SHOPS & RESTAURANTS)

INCOME TYPE	NUMBER OF UNITS	PARCEL LOCATION	*THIS SITE PLAN & BUILDING CONFIGURATIONS ARE ILLUSTRATIVE ONLY. ALL IMPROVEMENTS SUBJECT TO DESIGN REVIEW APPROVAL
LOW & VERY LOW	128	08	
MODERATE	72	01, 03, 06, 07, 09, OR 11	
TOTAL:	200		

***ALL MODERATE-INCOME AFFORDABLE HOUSING UNITS (I.E., 72 UNITS) WILL BE INTERSPERSED THROUGHOUT THE MARKET-RATE HOUSING (PARCELS 1, 3, 6, 7, 9 OR 11) AND MAY BE VARIED UNIT AND PRODUCT-TYPE MIX AND OWNERSHIP TYPE (I.E., RENTAL/FOR SALE).**



AFFORDABLE HOUSING PLAN AND UNIVERSAL DESIGN



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ARCHITECTURAL CHARACTER IMAGES - TOWN HOMES

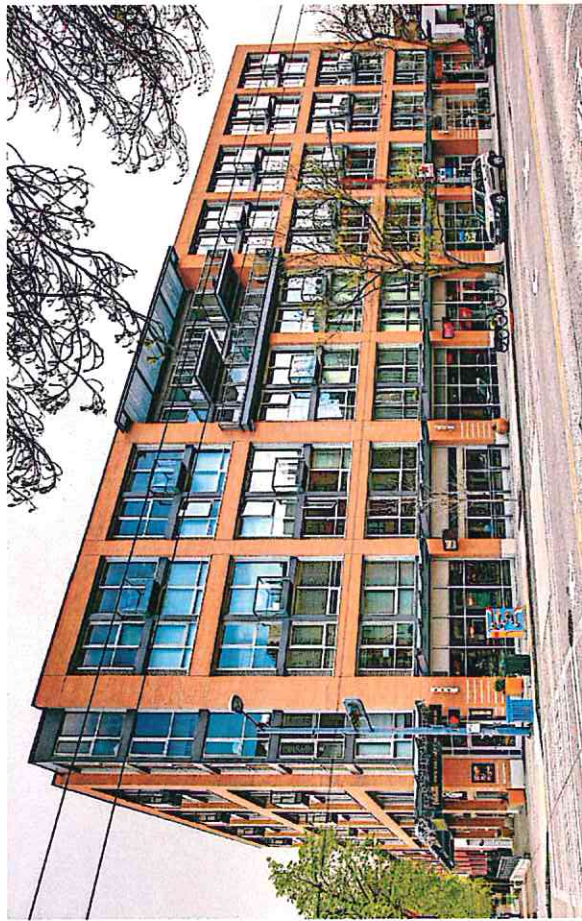
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ARCHITECTURAL CHARACTER IMAGES - MIXED USE & STACKED FLATS

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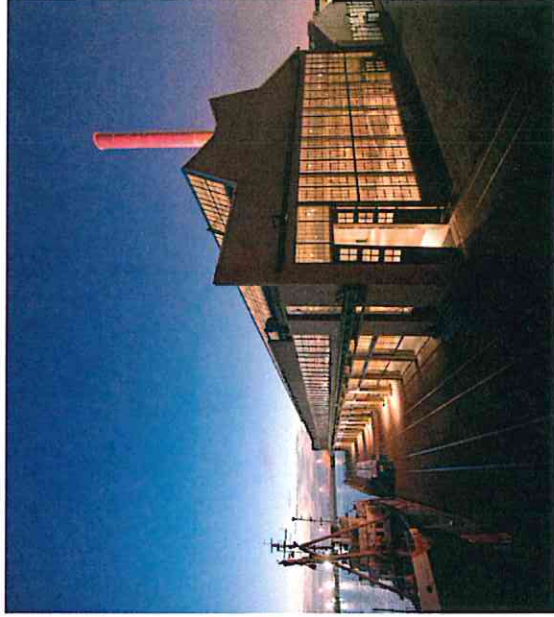
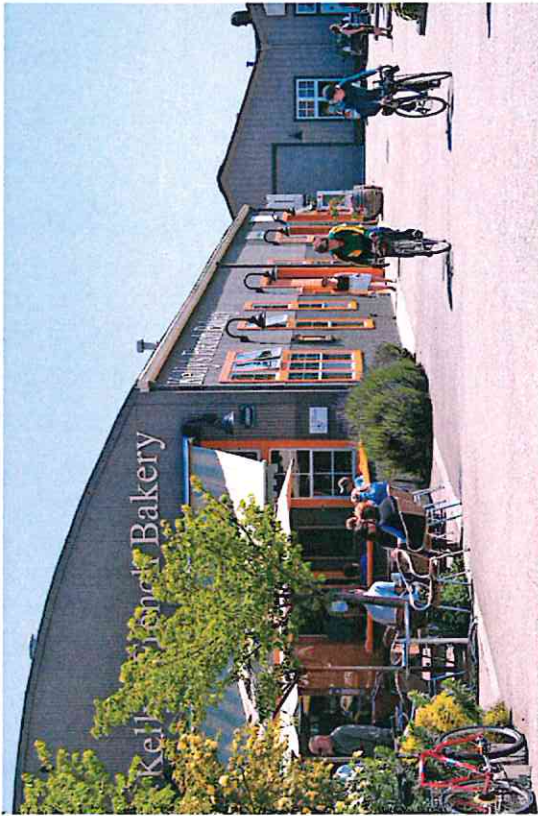
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ARCHITECTURAL CHARACTER IMAGES - COMMERCIAL & FREESTANDING RETAIL



AERIAL MASSING VIEW LOOKING WEST

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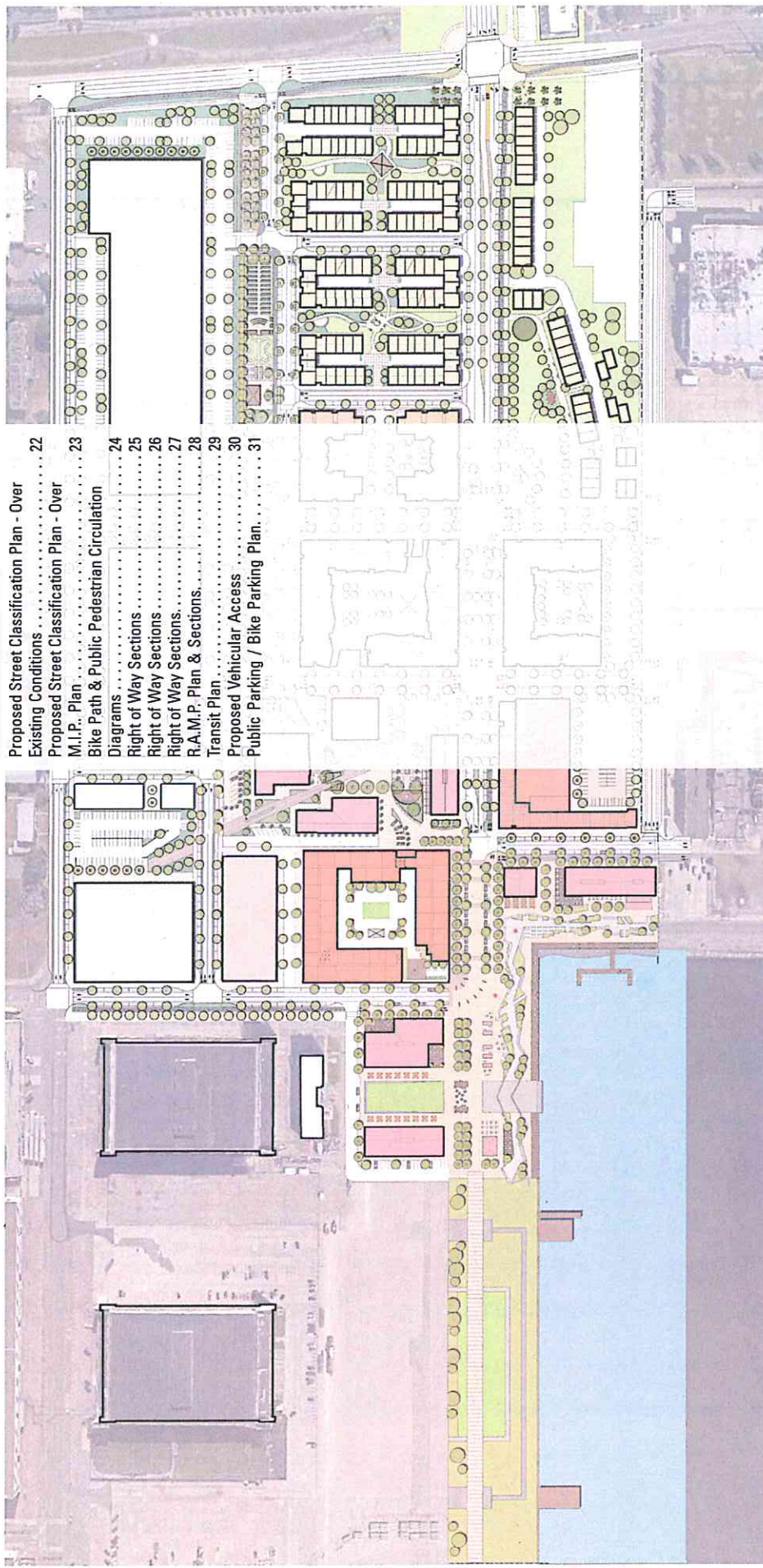


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AERIAL MASSING VIEW LOOKING EAST

TRANSPORTATION & CIRCULATION

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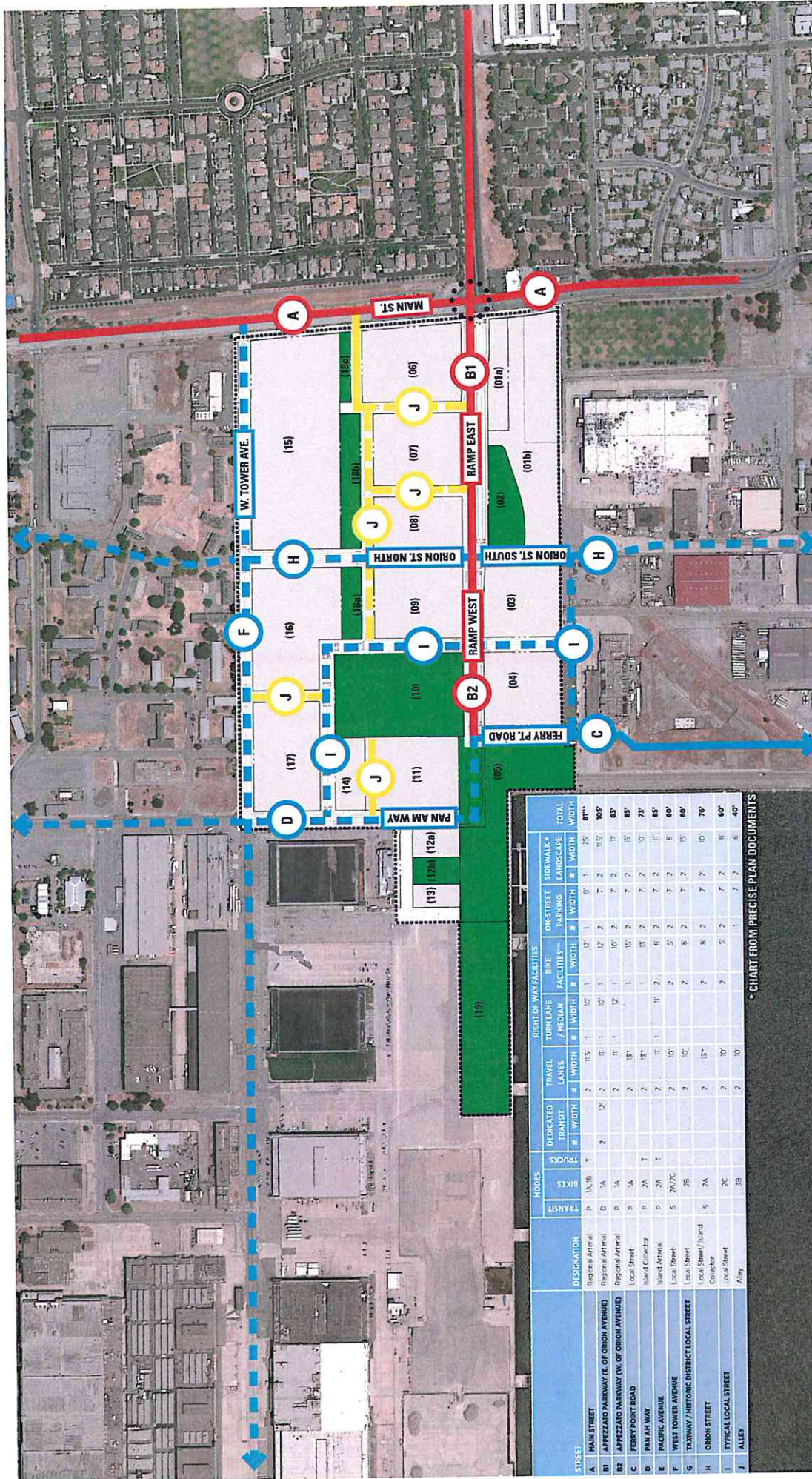
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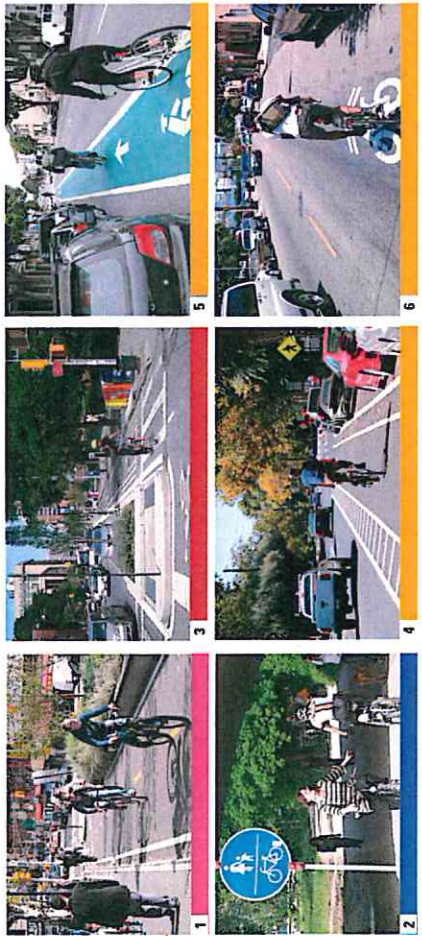
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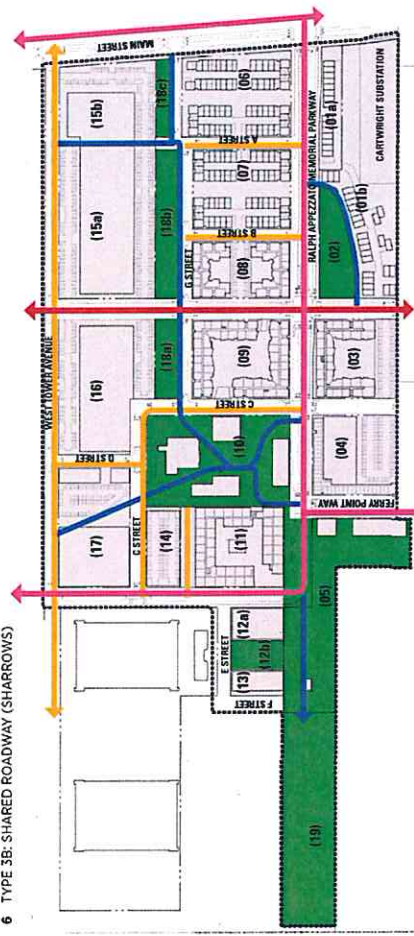
PROPOSED STREET CLASSIFICATION PLAN - OVER EXISTING CONDITIONS

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*IMAGES FROM JULY ALAMEDA PRECISE PLAN

- 1 TYPE 1A: SEPARATED BIKE TRAIL
- 2 TYPE 1B: SHARED PEDESTRIAN / BIKE TRAIL
- 3 TYPE 2A: BIKE LANES WITH PHYSICAL BARRIER
- 4 TYPE 2B: BIKE LANES WITH PAINTED BUFFER
- 5 TYPE 2C: BIKE LANES WITH STRIPE ONLY
- 6 TYPE 3B: SHARED ROADWAY (SHARROWS)

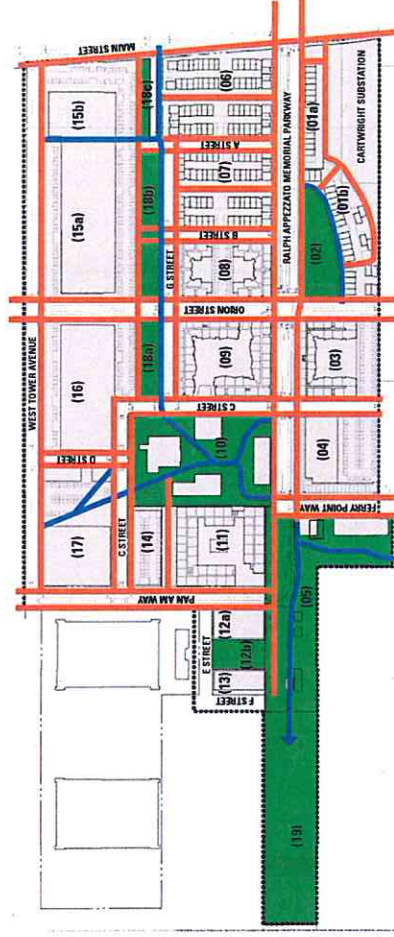


BIKE PATH CIRCULATION

- SEPARATED BIKE TRAIL (TYPE 1A)
- SHARED PEDESTRIAN / BIKE TRAIL (TYPE 1B)
- BIKE LANES WITH PHYSICAL BARRIERS (TYPE 2A)
- BIKE LANES WITH PAINTED BUFFER, SHARROWS OR STRIPE ONLY (TYPE 2B, 2C, & 3B)



NAKED STREET REFERENCE IMAGES

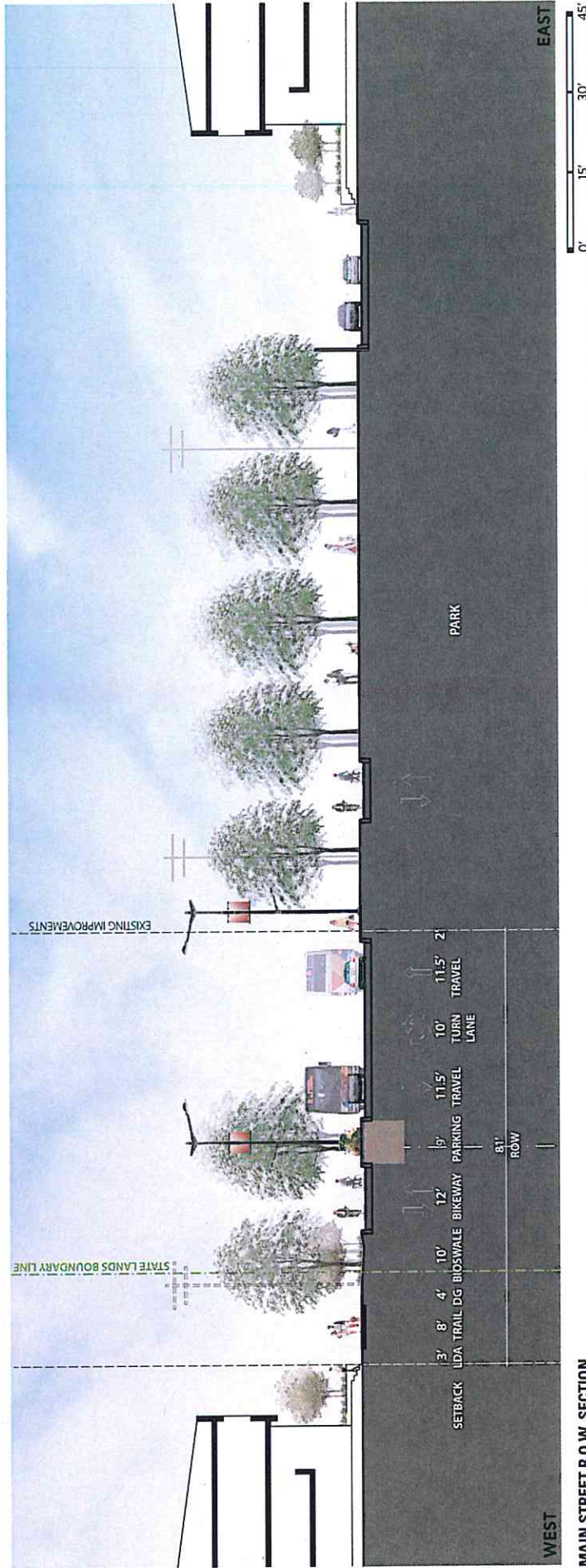


PUBLIC PEDESTRIAN CIRCULATION

- SIDEWALK - PEDESTRIAN ONLY
- SHARED PEDESTRIAN / BIKE TRAIL

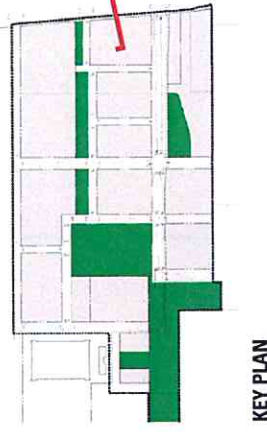
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BIKE PATH AND PUBLIC PEDESTRIAN CIRCULATION DIAGRAMS



MAIN STREET R.O.W. SECTION

• SECTION FROM PRECISE PLAN DOCUMENTS



RIGHT OF WAY SECTIONS

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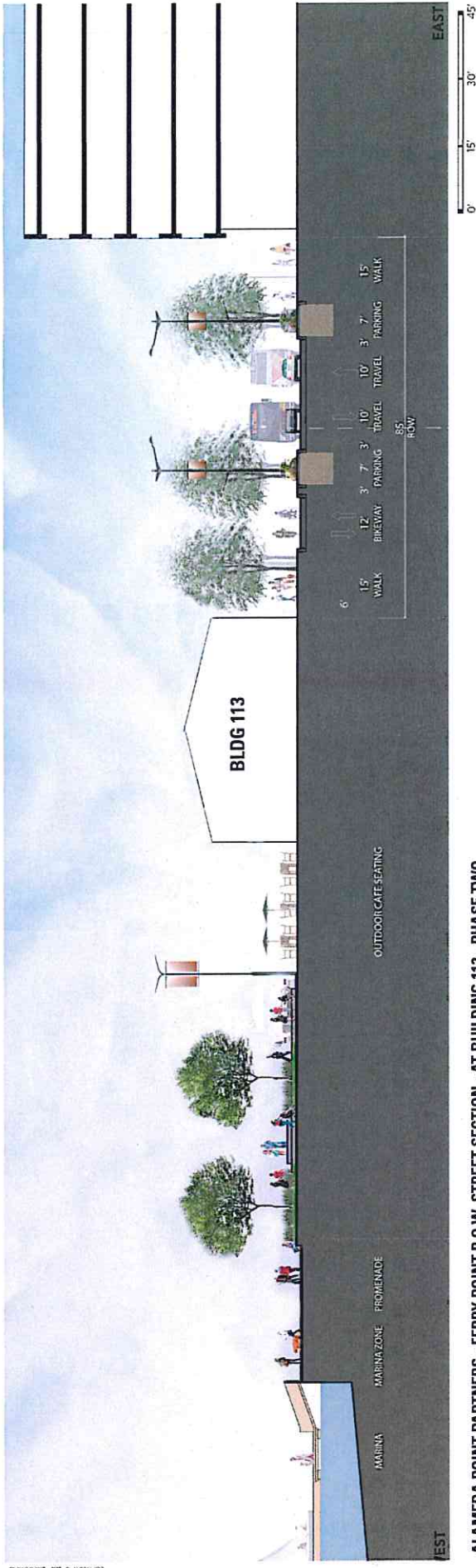
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ALAMEDA POINT PARTNERS - FERRY POINT R.O.W. STREET SECTION - AT BUILDING 113 - PHASE TWO



AERIAL VIEW OF PROMENADE BETWEEN BUILDING 113 AND SEAPLANE LAGOON

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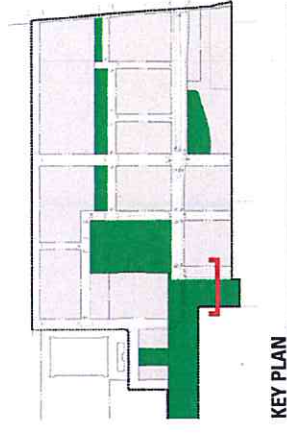
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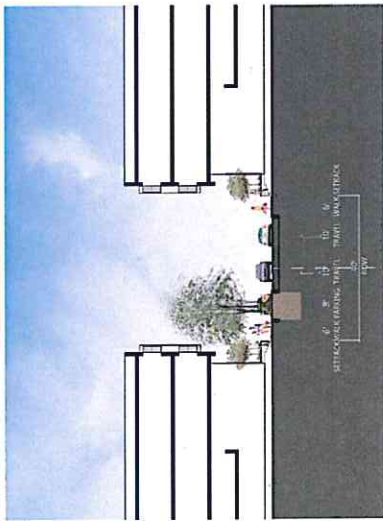
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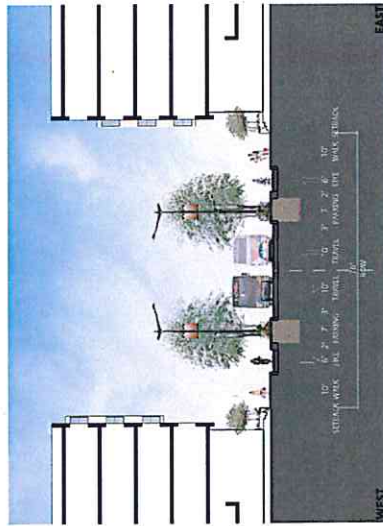


KEY PLAN



A. ALLEY R.O.W. SECTION

***NOTE: WHERE ADJACENT BUILDING HEIGHT EXCEEDS 30' PROVIDE 13-FT TRAVEL LANES, STRIPPED AS 10-FT WITH 3-FT BUFFERS**

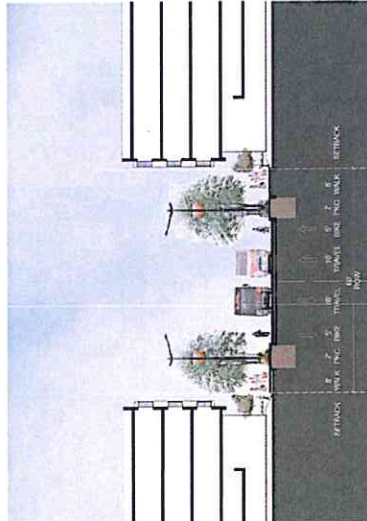


B. ORION STREET (NORTH) R.O.W. SECTION

*NOTE: PROVIDE 13-FT TRAVEL LANES, STRIPPED AS 10-FT WITH 3-FT BUFFERS

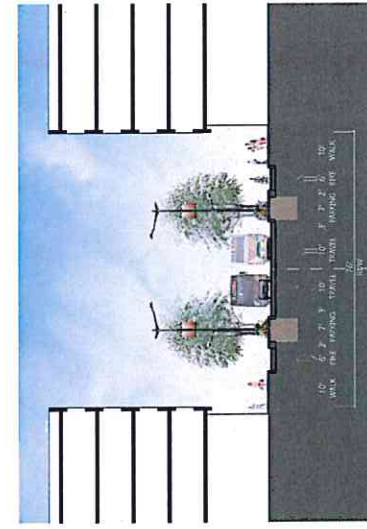


C. PAN AM WAY R.O.W. SECTION



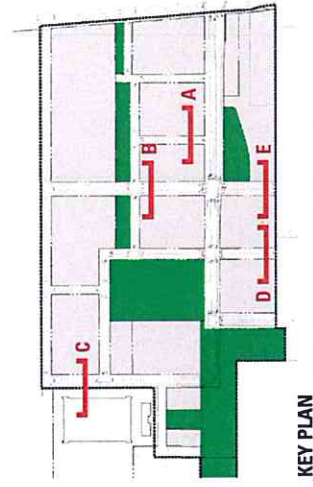
D. TYPICAL LOCAL STREET R.O.W. SECTION

• CONSISTENT WITH TABLE ON PRECISE PLAN PAGE 67



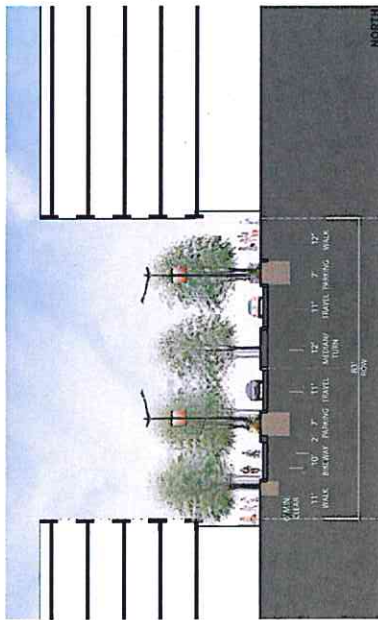
E. ORION STREET (SOUTH) R.O.W. SECTION

*NOTE: PROVIDE 13-ET TRAVEL LANES, STRIPPED AS 10-ET WITH 2-ET BUFFERS

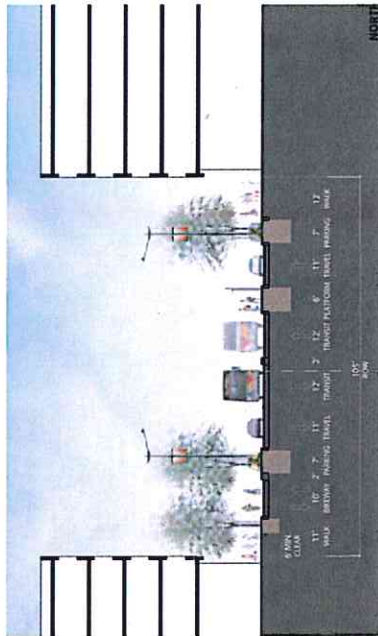


• SECTION FROM PRECISE PLAN DOCUMENTS

RIGHT OF WAY SECTIONS



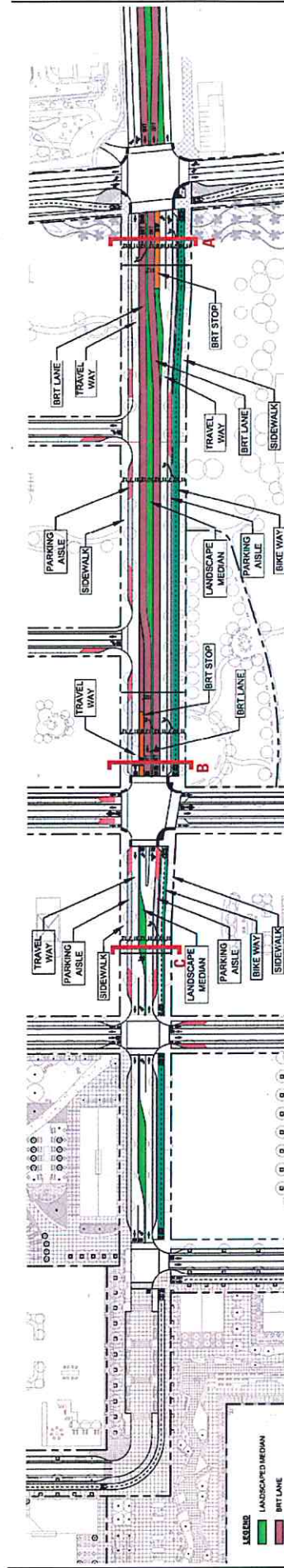
C. RALPH APPEZZATTO MEMORIAL PARKWAY - WEST 83' R.O.W. SECTION
SECTION FROM PRECISE PLAN DOCUMENTS



B. RALPH APPEZZATTO MEMORIAL PARKWAY - EAST 105' R.O.W. SECTION
SECTION REVISSED FROM PRECISE PLAN DOCUMENTS



A. RALPH APPEZZATTO MEMORIAL PARKWAY
EAST 113' R.O.W. SECTION AT MAIN STREET
SECTION REVISSED FROM PRECISE PLAN DOCUMENTS



NOTES

1. TRAFFIC ANALYSIS TO VERIFY INTERSECTION TRAFFIC STOP CONFIGURATIONS.
2. R.A.M.P. ALIGNMENT EAST OF MAIN STREET SHOWN DIAGRAMMATICALLY AND WILL REQUIRE ADDITIONAL CONSIDERATION

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R.A.M.P. PLAN & SECTIONS

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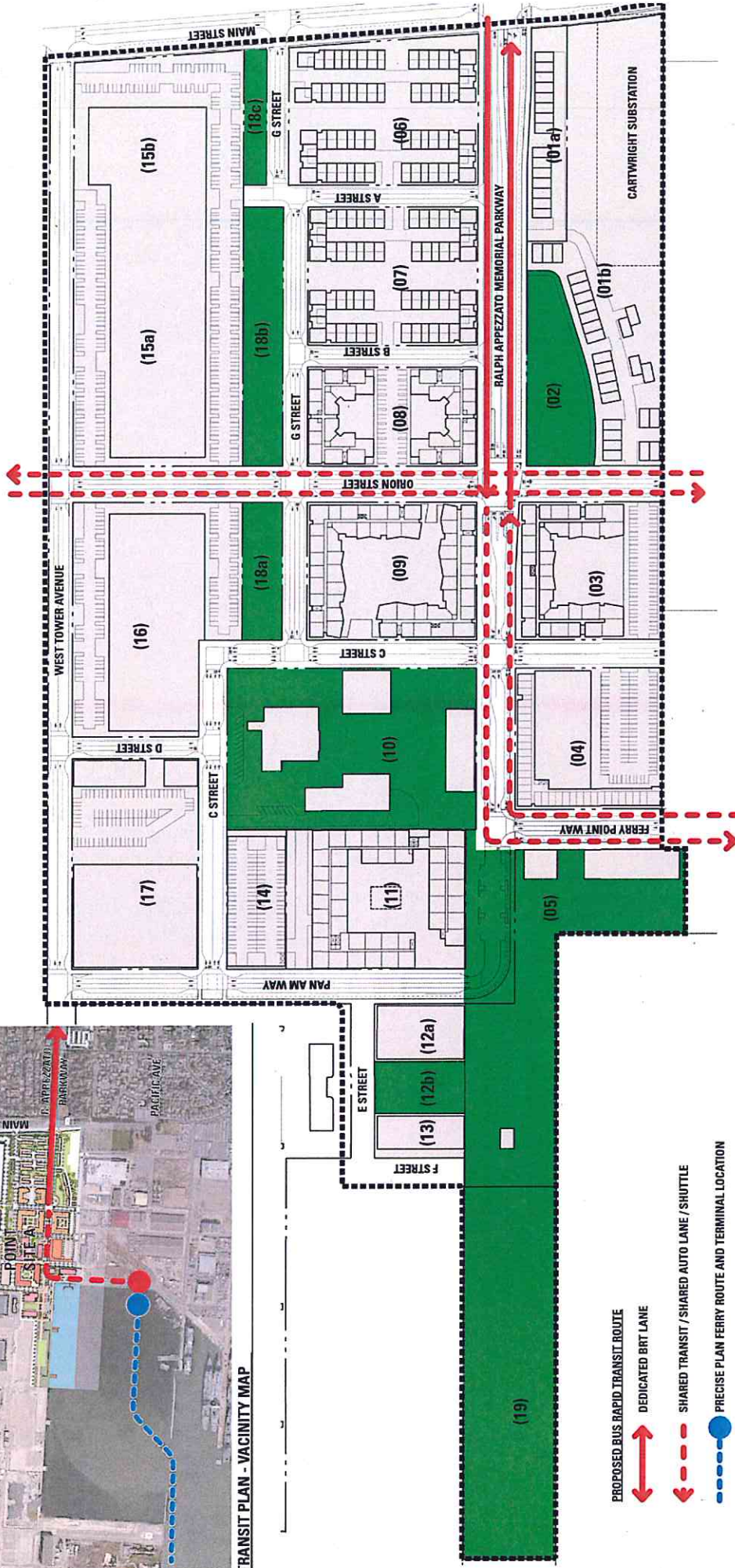
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TRANSIT PLAN - VACINITY MAP



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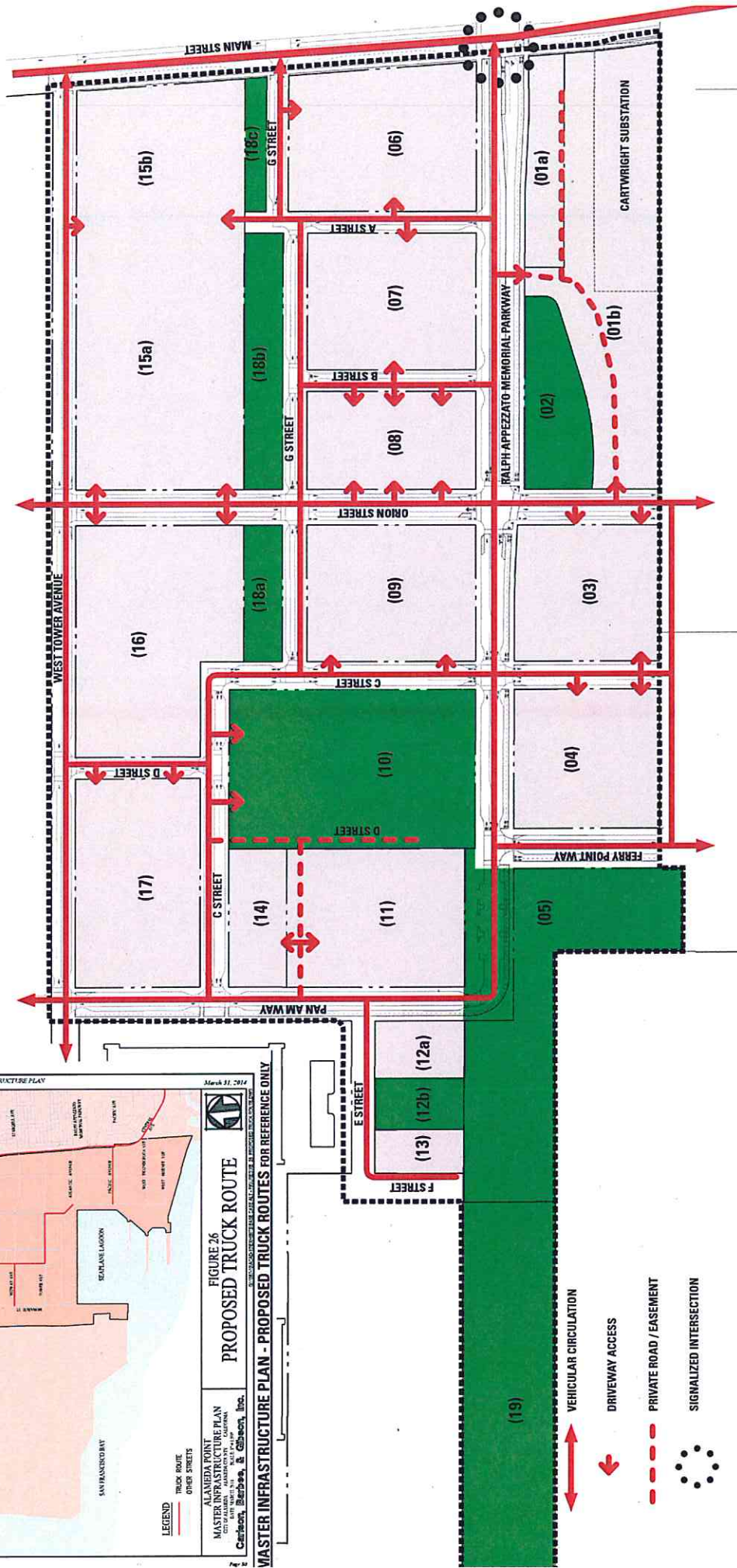
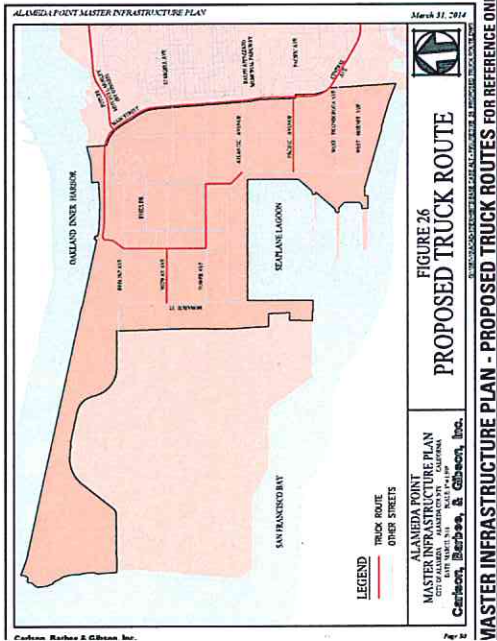
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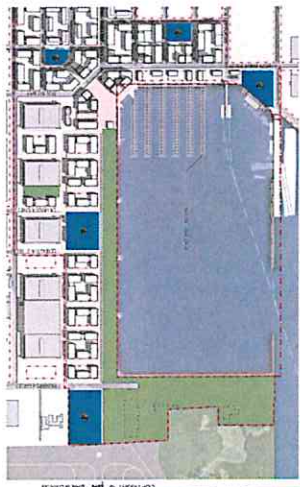
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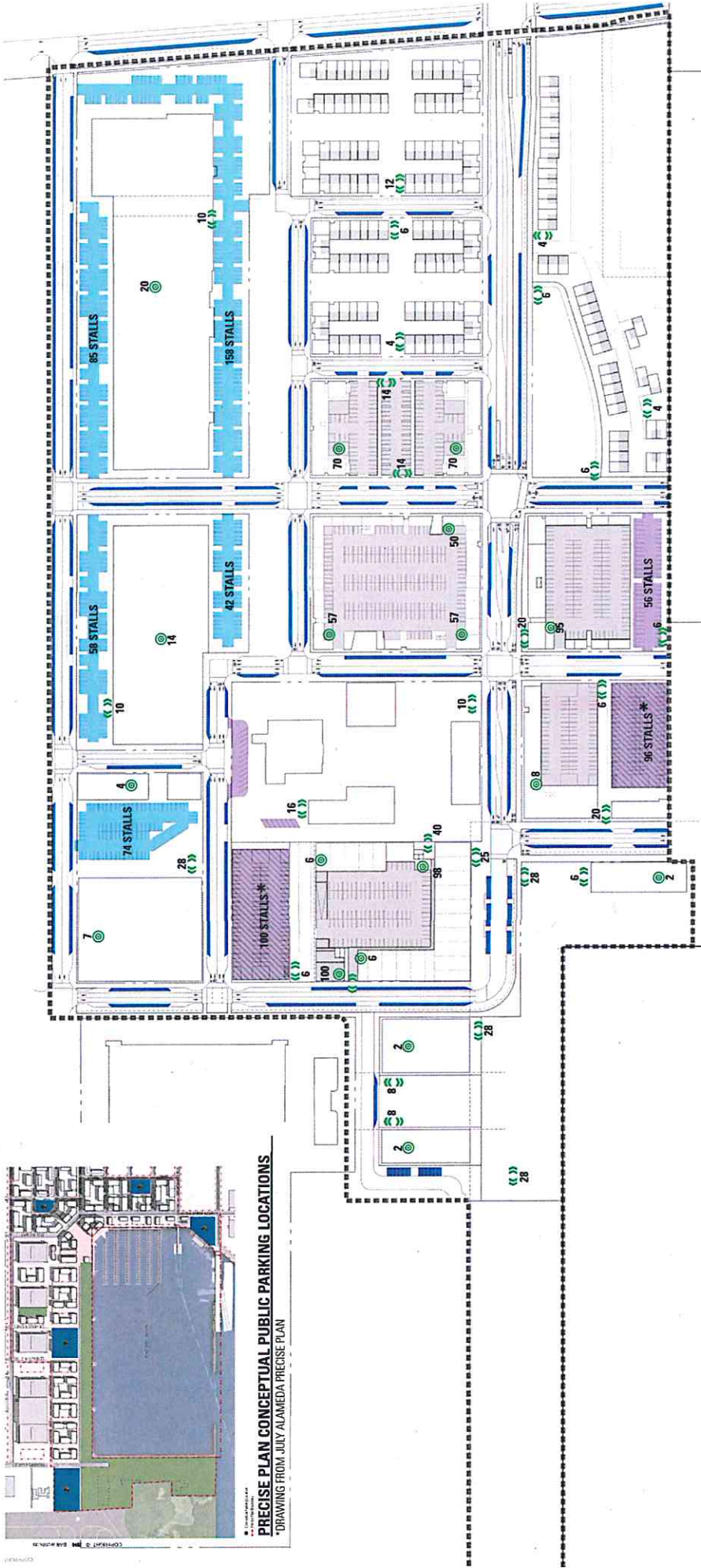
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PRECISE PLAN CONCEPTUAL PUBLIC PARKING LOCATIONS
 "DRAWING FROM JULY ALAMEDA PRECISE PLAN"



- PRIVATE - RESIDENTIAL PARKING
- PUBLIC - ON-STREET PARKING (+/- 385 STALLS)
- PUBLIC - RETAIL PARKING - LOCATION OF POSSIBLE FUTURE PARKING STRUCTURE - STALL COUNT PROVIDED ASSUMES SURFACE LOT ONLY
- PUBLIC - SURFACE PARKING LOT - RETAIL (294 STALLS)
- PRIVATE - SURFACE PARKING LOT - COMMERCIAL (416 STALLS)
- CODE REQUIRED "LONG TERM BIKE PARKING" WITH STALL COUNT
- CODE REQUIRED "SHORT TERM BIKE PARKING" WITH STALL COUNT

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PUBLIC PARKING / BIKE PARKING PLAN

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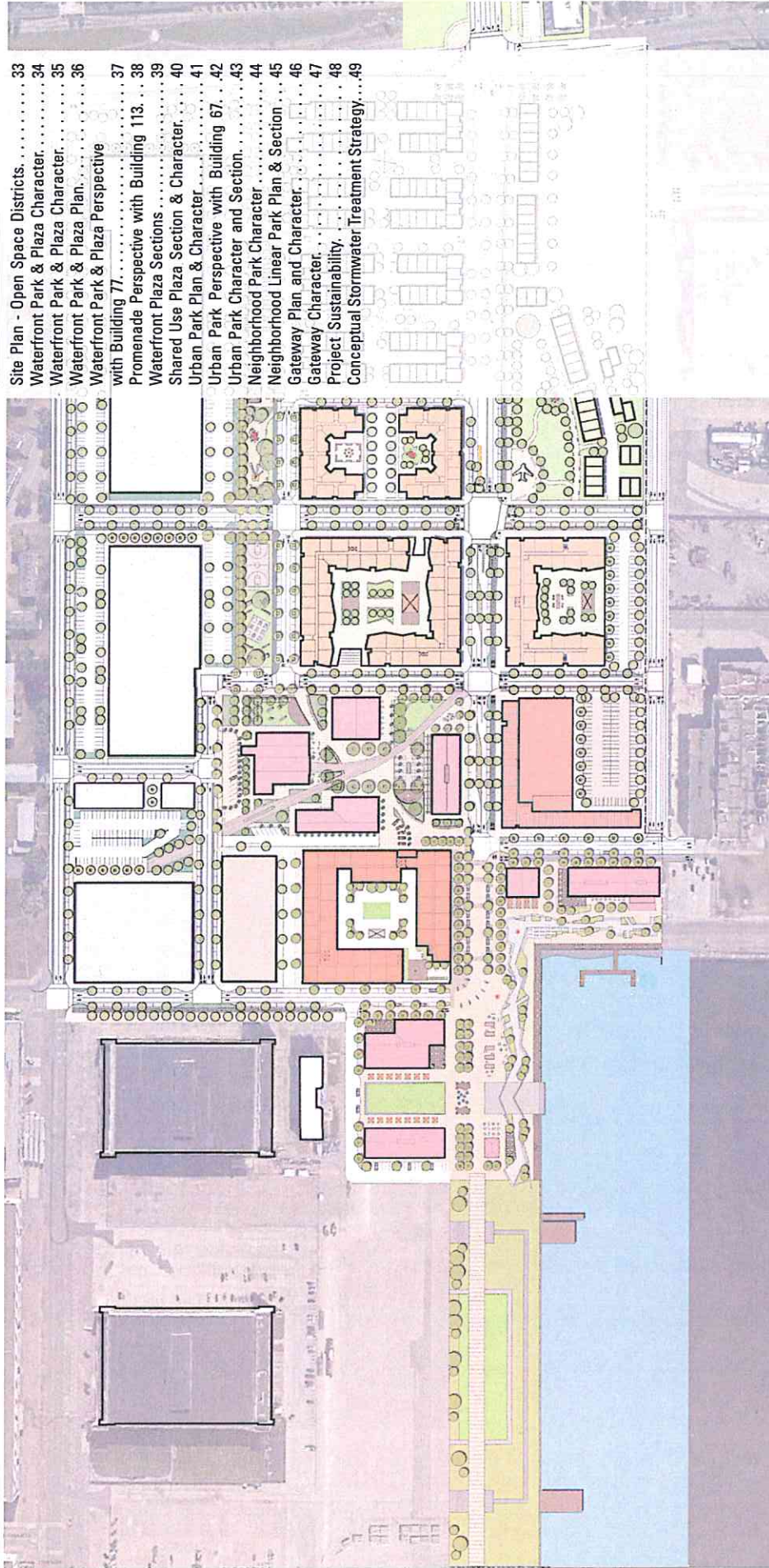
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OPEN SPACE

Site Plan - Open Space Districts.....	33
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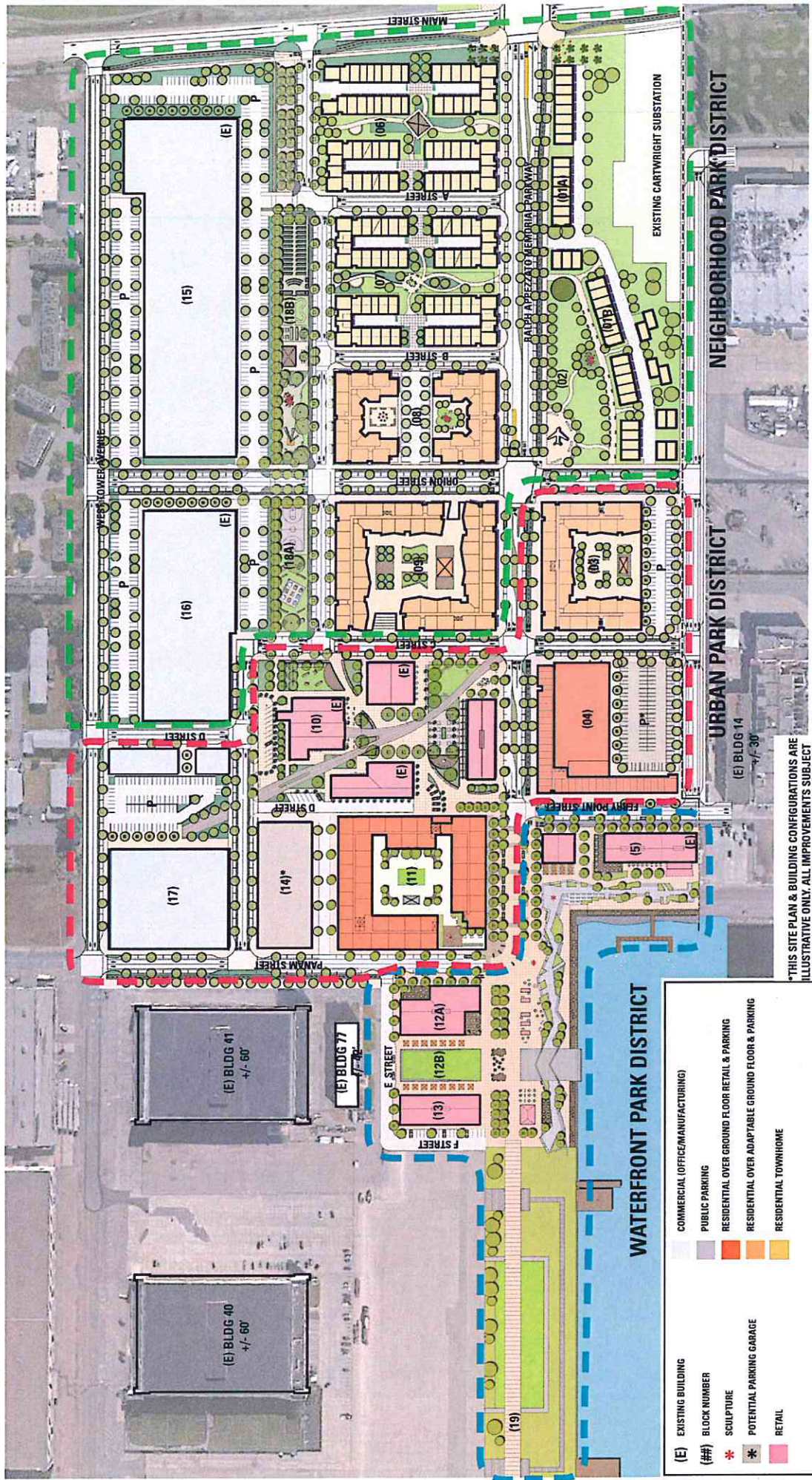
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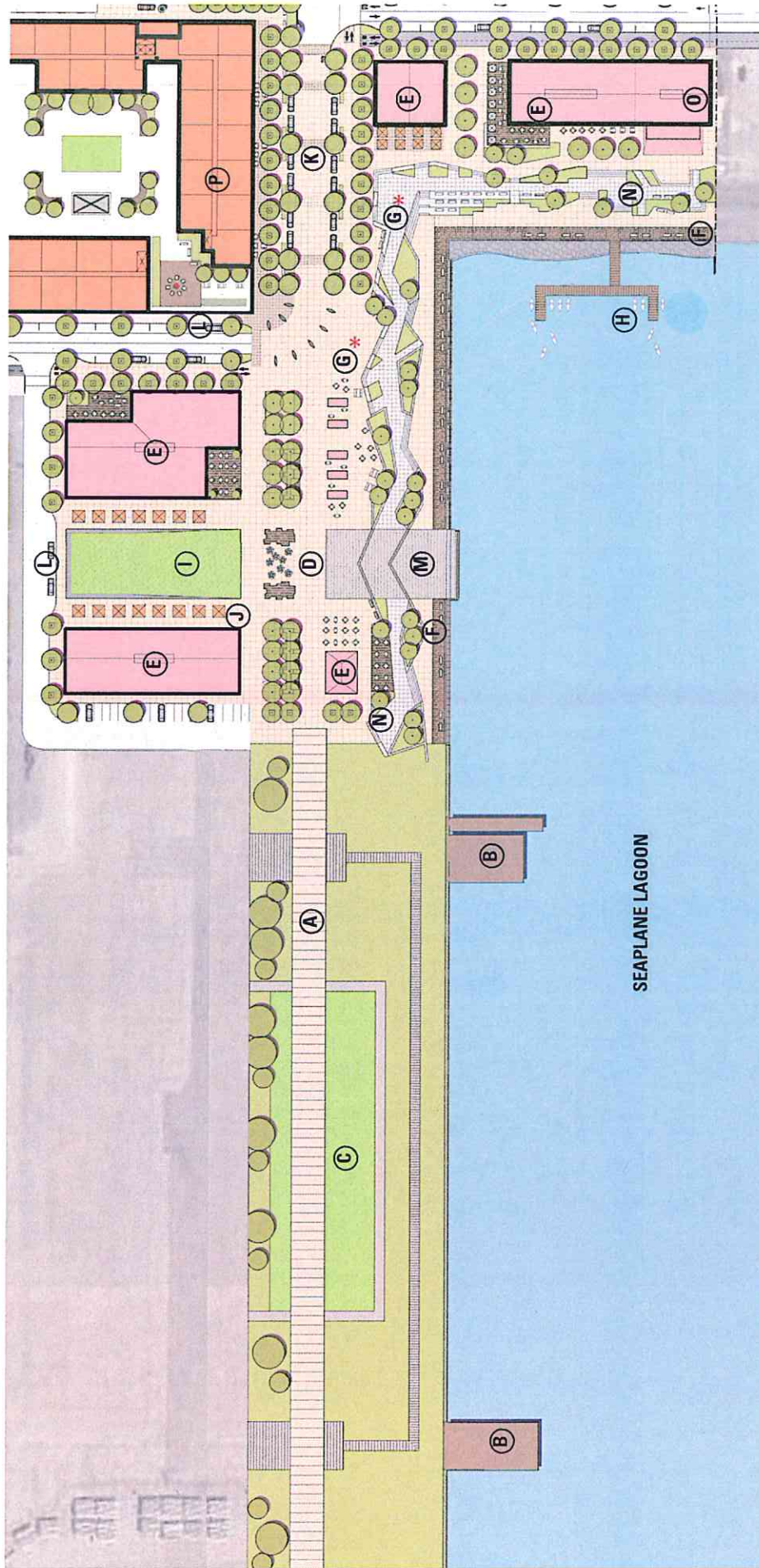
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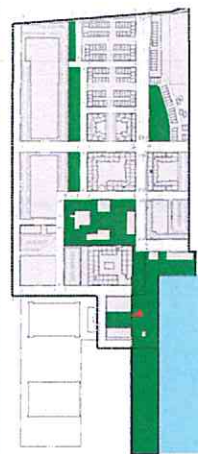


- A PARK PROMENADE
- B HISTORIC SEAPLANE RAMPS
- C POTENTIAL RECREATION AREA
- D WATERFRONT PLAZA
- E RETAIL
- F WATERFRONT PROMENADE
- G SCULPTURE (*)
- H FLOATING SMALL CRAFT/KAYAK LAUNCH
- I SLOPED EVENT LAWN
- J POTENTIAL MARKET AREA
- K SHARED USE PLAZA
- L DROP OFF ZONE
- M HISTORIC VIEW CORRIDOR AND WATER ACCESS
- N WATER FRONT VIEWING TERRACE
- O PROPOSED SMALL CRAFT RENTAL FACILITY
- P RESIDENTIAL OVER GROUND FLOOR RETAIL & PARKING

*THIS SITE PLAN & BUILDING CONFIGURATIONS ARE
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WATERFRONT PARK & PLAZA PLAN



EXISTING CONDITIONS - BUILDING 77

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WATERFRONT PARK & PLAZA PERSPECTIVE WITH BUILDING 77

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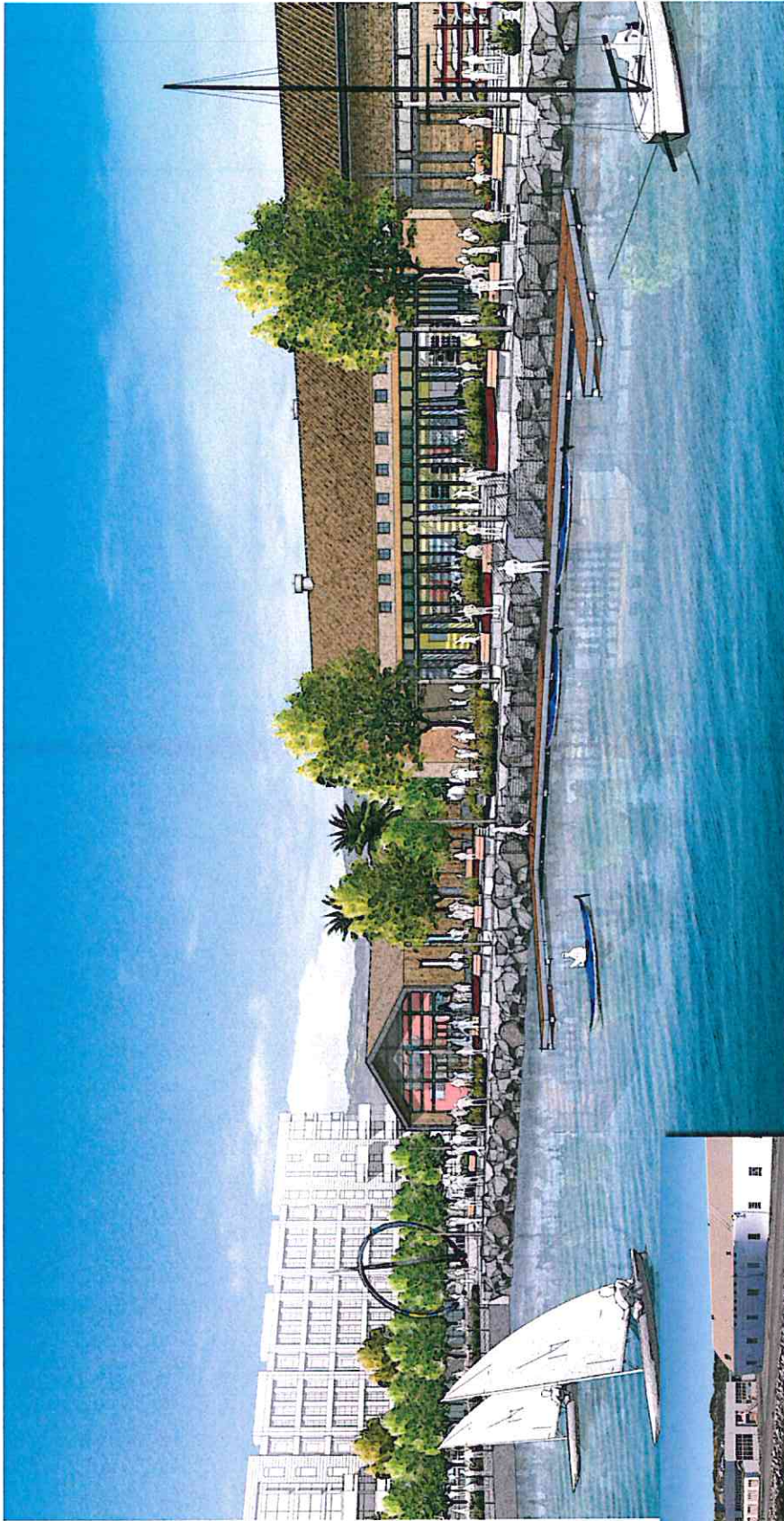
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EXISTING CONDITIONS - BUILDING 113

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PROMENADE PERSPECTIVE WITH BUILDING 113

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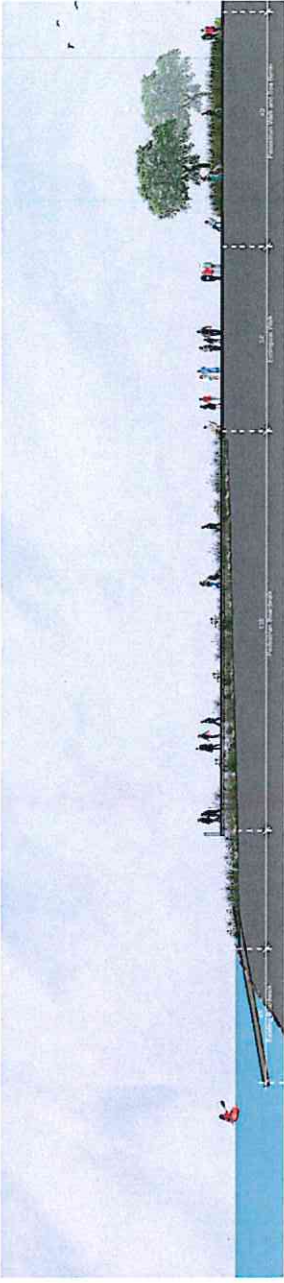
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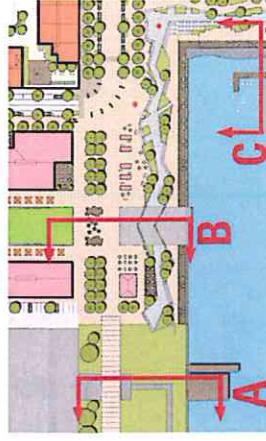
SECTION A AT WATERFRONT PARK



SECTION B AT WATERFRONT PLAZA



SECTION C AT WATERFRONT ACCESS



KEY PLAN

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WATERFRONT PLAZA SECTIONS

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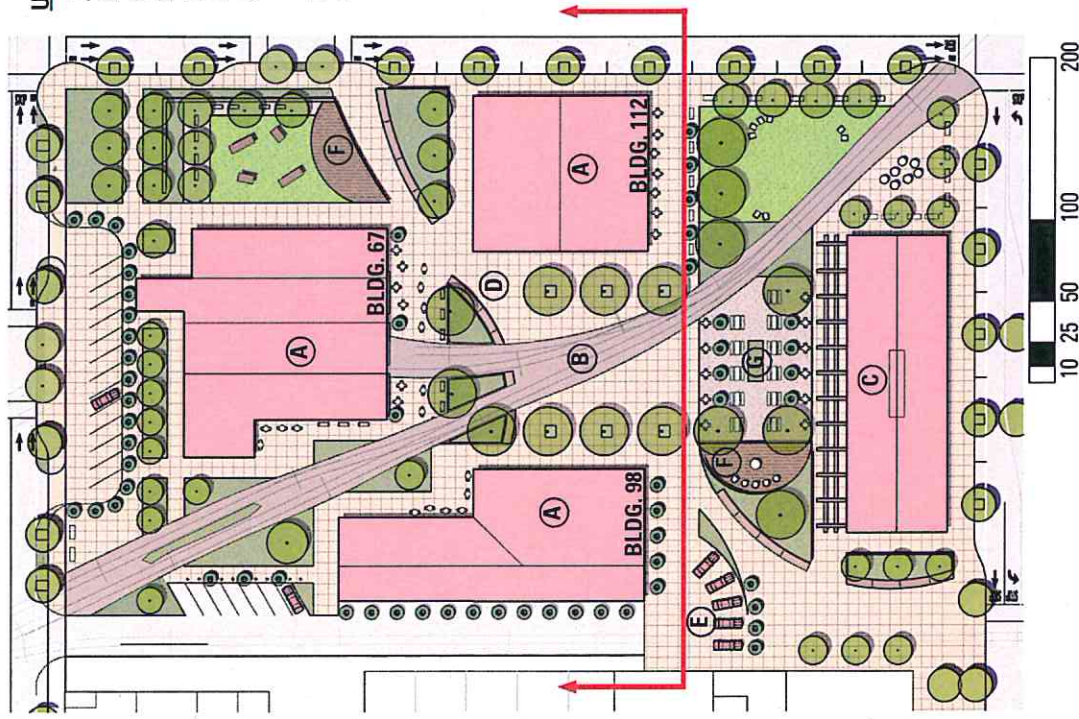
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SHARED USE PLAZA SECTION & CHARACTER



SECTION AT SEA PLANE PLAZA AND RAMP

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URBAN PARK LEGEND

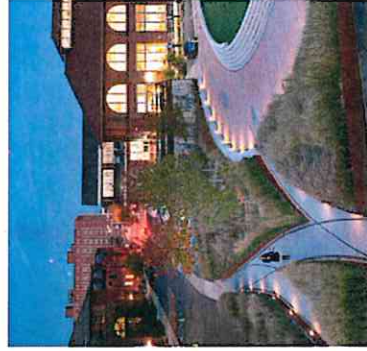
- A RETROFITTED EXISTING BUILDING
- B TRACKS IN PAVING AND PLANTING
- C CAFE/RETAIL/MAKER FOCUS
- D CENTRAL PLAZA
- E MEWS
- F WOOD DECK
- G BEER GARDEN

**POSSIBLE PROGRAMS
ELEMENTS INCLUDE:**

- CAFE
- FAMILY PLAY AREA
- DINING/OUTDOOR EATING VENUES
- ART/SCULPTURE
- INTIMATE AND LARGER GATHERING OPPORTUNITIES



EXISTING BUILDING PHOTOS



PROPOSED CHARACTER
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URBAN PARK PLAN & CHARACTER



EXISTING CONDITIONS - BUILDING 67



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URBAN PARK PERSPECTIVE WITH BUILDING 67

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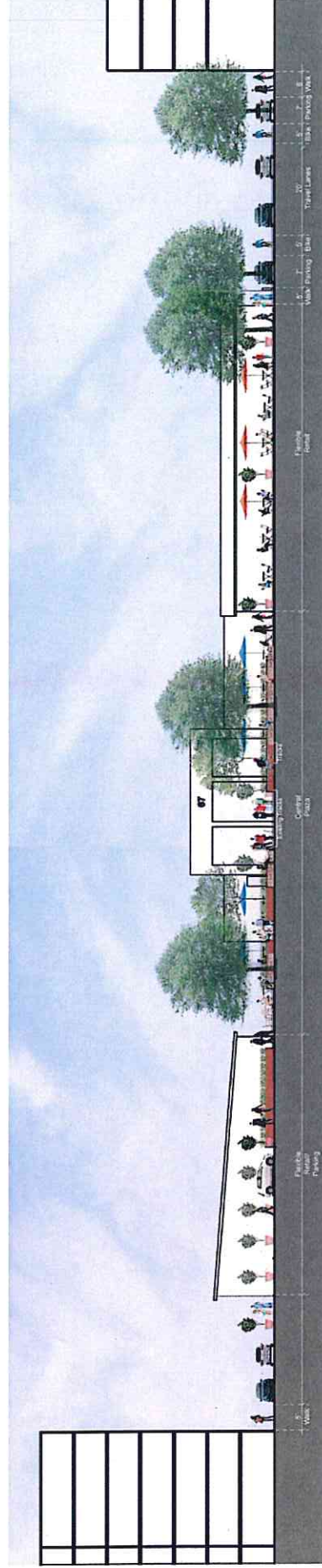
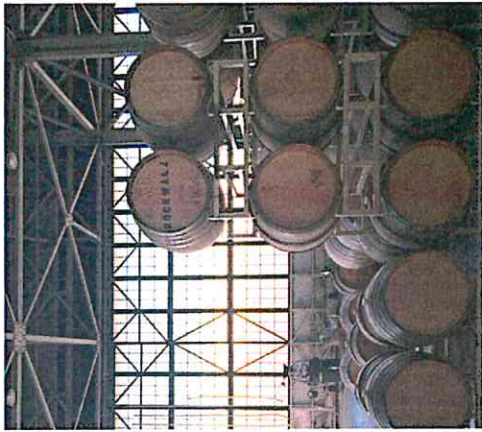
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URBAN PARK CHARACTER & SECTION

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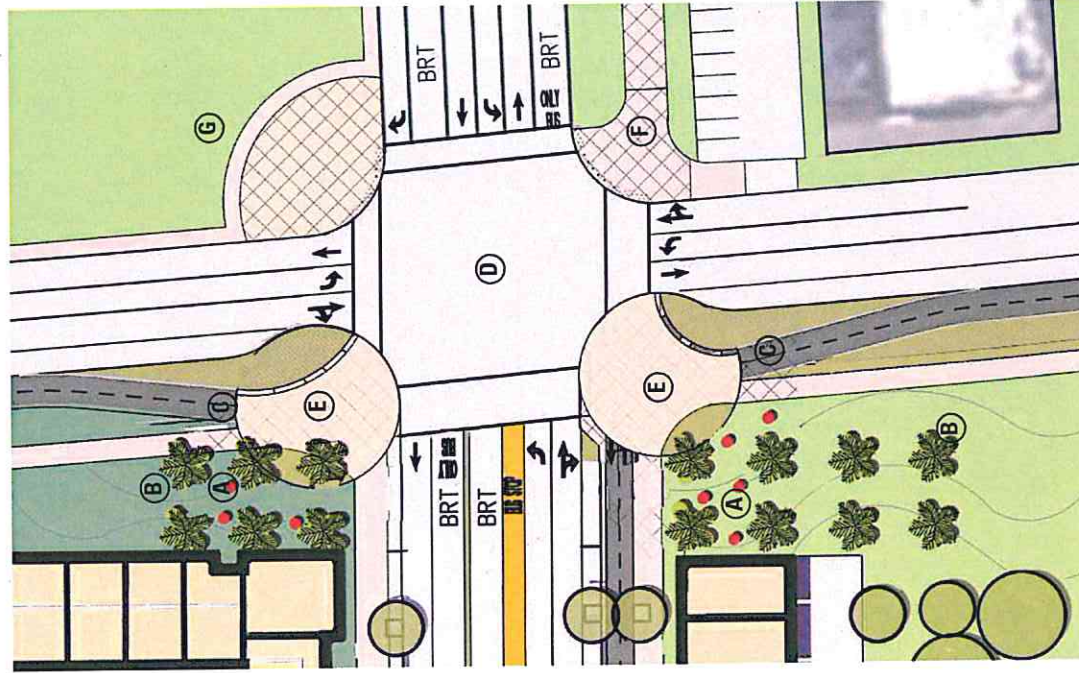
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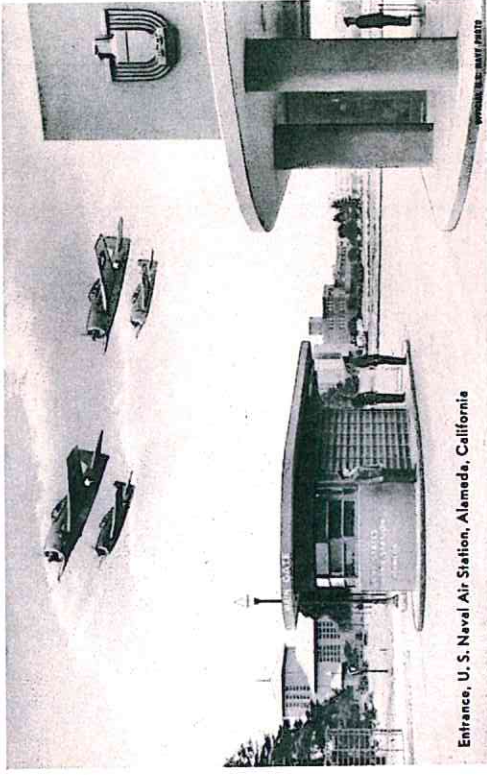
GATEWAY LEGEND:

- A HISTORIC ARTIFACT SCULPTURE
- B SENTINEL PALM TREE GRID WITH
DRAMATIC LIGHTING
- C BIKE LANE INTERSECTION PAVING
- D PROPOSED MAIN ST. INTERSECTION
- E GATEWAY PLAZA
- F PROPOSED CROSS ALAMEDA
TRAIL TERMINUS
- G EXISTING MAIN STREET LINEAR
PARK

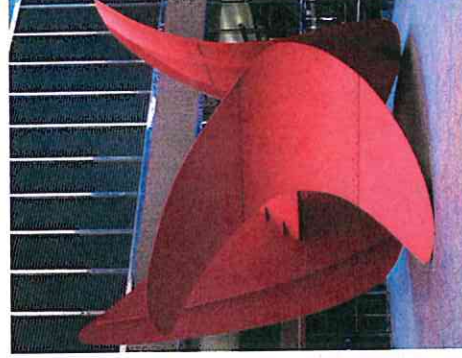
POSSIBLE ARTIFACT SCULPTURES:

- ALAMEDA POINT HISTORIC NAVAL
BASE ARTIFACTS
- 'FOUND' NAVAL SHIP PROPELLERS
- ABSTRACT STEEL SHIP SCULPTURE
- LOCAL ARTISTS' CREATIONS
- SUSTAINABILITY RECLAIMED ART
- LIGHTING AS ART

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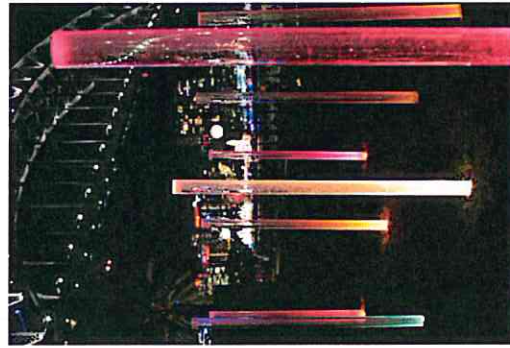
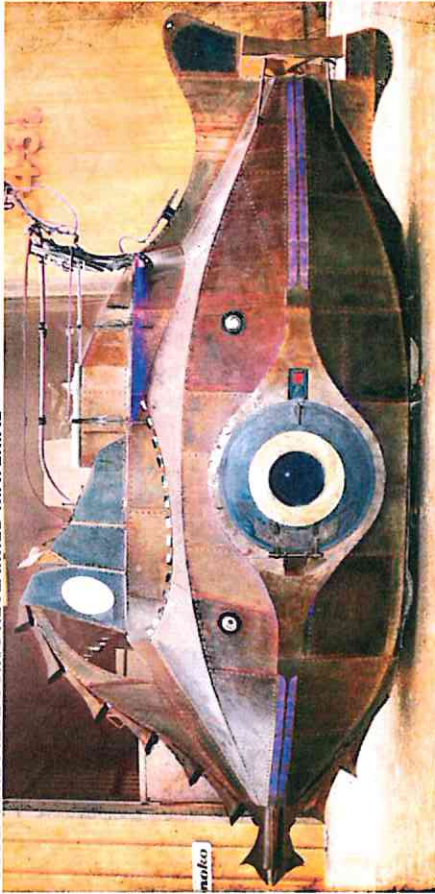
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*SCULPTURE PIECE USING RECLAIMED MATERIAL



*ALAMEDA POINT NAVAL BASE ARTIFACTS USED AS ART



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ALAMEDA POINT SITE A – SUSTAINABLE DESIGN:

- THE FOLLOWING PROJECT FEATURES ARE DESIGNED TO REDUCE GREENHOUSE GAS EMISSIONS AND COMBAT CLIMATE CHANGE:
- PRESERVATION AND REUSE OF EXISTING BUILDINGS REDUCES WASTE, ENERGY USE AND GREENHOUSE GAS EMISSIONS DURING CONSTRUCTION;
 - USING ALTERNATIVE TRANSPORTATION MODES AND CAR SHARE SERVICES REDUCES GREENHOUSE GAS EMISSIONS FROM AUTOMOBILES;
 - SITE PLANNING MAXIMIZES PUBLIC OPEN SPACE, INCREASING PERVIOUS SITE AREAS WHICH LEADS TO A REDUCTION IN STORM-WATER RUNOFF AND THE URBAN HEAT ISLAND EFFECT;
 - ON-SITE TRANSPORTATION SERVICES, REDUCED PARKING, ON-SITE BICYCLE SERVICES (E.G., THE ON-SITE "BICYCLE KITCHEN" FOR BICYCLE MAINTENANCE, AND ON-SITE CAR SHARE SERVICES) REDUCE GREENHOUSE GAS EMISSIONS FROM AUTOMOBILES;
 - INTEGRATED DESIGN PROCESS THAT ANALYZES AND APPLIES TECHNOLOGIES TO REDUCE GREENHOUSE GAS EMISSIONS FROM BUILDING;
 - BUILDING DESIGN CONSISTENT WITH A LEED SILVER DESIGNATION OR ITS EQUIVALENT REDUCES GREENHOUSE GAS EMISSIONS FROM BUILDING;
 - BAY FRIENDLY LANDSCAPE MATERIALS THAT REDUCE GREENHOUSE GAS EMISSION FROM LANDSCAPE MAINTENANCE AND REDUCED WATER USE;
 - ELECTRIC VEHICLE CHARGING STATIONS IN PARKING FACILITIES PROMOTE A REDUCTION IN AUTOMOBILE EMISSIONS.



**SMALL BLOCK SIZES -
WALKABLE NEIGHBORHOODS**



**ADAPTIVE REUSE -
PRESERVE OUR RESOURCES**



**NATURAL DAYLIGHTING
REDUCE ENERGY USAGE**



**NATIVE, DROUGHT TOLERANT
PLANTINGS
TO CONSERVE WATER USE**



**STORMWATER CAPTURE
FOR A CLEAN BAY**



**MAXIMIZE OPEN SPACE/PARKS
TO BUILD COMMUNITY**



**DEDICATED BIKE PATHS
AND BIKE PARKING -
REDUCE VEHICLE DEMAND**



**CAR SHARE PARKING -
REDUCE VEHICLE DEMAND &
PROMOTE SHARED ECONOMY**



**CAR CHARGING STATIONS -
PROMOTE A REDUCTION IN
FOSSIL FUEL USE**



**ACCESS TO TRANSIT -
BRT / BUS / FERRY
REDUCE VEHICLE DEMAND**

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PROJECT SUSTAINABILITY

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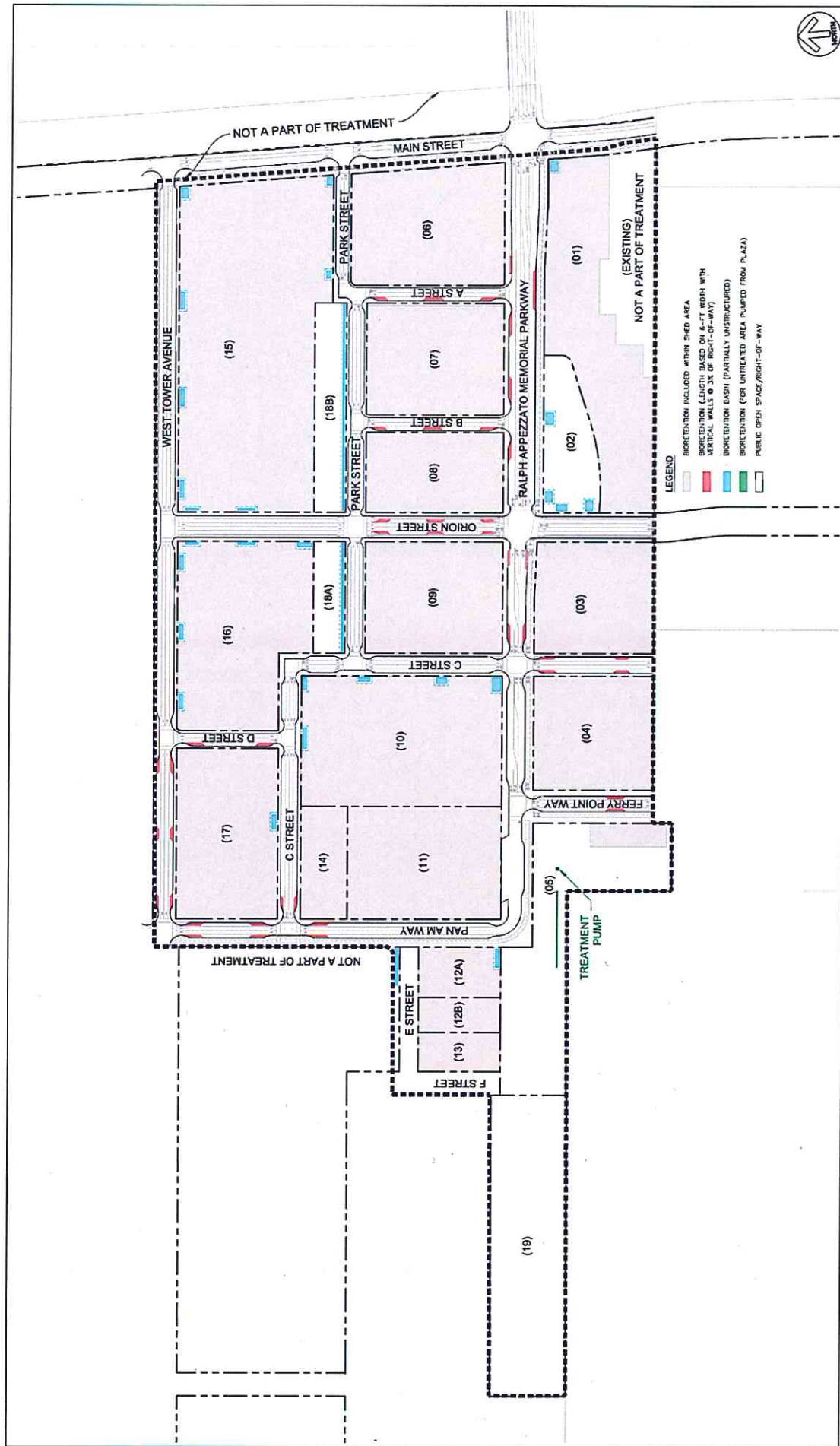
KLING STUBBINS

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EXHIBIT I

FORM OF QUITCLAIM DEED

RECORDING REQUESTED BY AND
WHEN RECORDED RETURN TO:

City Attorney
City of Alameda
2263 Santa Clara Avenue
Alameda, CA 94501

No fee for recording pursuant to
Government Code Section 27383

QUITCLAIM DEED

For valuable consideration, the receipt of which is hereby acknowledged, the City of Alameda, a municipal corporation (the "Grantor"), hereby grants to Alameda Point Partners, LLC, a Delaware limited liability company (the "Grantee"), the real property (the "Property") more particularly described in Attachment A attached hereto and incorporated into this Quitclaim Deed (this "Quitclaim Deed") by this reference, and all existing improvements existing on the Property.

1. The Property is conveyed subject to the Disposition and Development Agreement entered into by and between Grantor and Grantee dated as of _____, 2015 (the "DDA"). Capitalized terms used, but not defined, in this Quitclaim Deed, shall have the meaning set forth in the DDA.

2. The Grantee hereby covenants and agrees, for itself and its successors and assigns, that the Grantee and such successors and assigns shall promptly begin and diligently prosecute to completion the redevelopment of the Property through the construction of the Project on the Property in accordance with the DDA, and that such construction shall be commenced and completed within the times provided in the DDA.

(a) Promptly after completion of the Project on the Property or any Sub-Phase in accordance with the provisions of the DDA, the Grantor will furnish the Grantee with the Estoppel Certificate of Completion as more particularly described in Section 11.7 of the DDA. Except as otherwise provided in DDA Section 11.7, such Estoppel Certificate of Completion by the Grantor shall be a conclusive determination of the satisfaction and termination of the agreements and covenants in the DDA and in this Quitclaim Deed with respect to the obligations of the Grantee and its successors and assigns to construct the development and the dates for the beginning and completion of such construction for the portion of the Property subject to the Estoppel Certificate of Completion.

3. The Grantee hereby covenants and agrees, for itself and its successors and assigns, that during construction of the development and thereafter, the Grantee shall devote the Property only to the uses specified in the DDA, or as otherwise approved in writing by the Grantor.

4. The Grantee covenants and agrees, for itself and its successors and assigns that there shall be no discrimination against or segregation of, any person or group of persons on account of race, color, creed, religion, sexual orientation, sex, marital status, national origin or ancestry in the sale, lease, sublease, transfer, use, occupancy, tenure or enjoyment of the Property, nor shall the Grantee itself or any person claiming under or through it establish or permit any such practice or practices of discrimination or segregation with reference to the selection, location, number, use or occupancy of tenants, lessees, subtenants, sublessees or vendees in the Property and the Improvements thereon.

5. The Grantee represents and agrees that the Property will be used for the purposes set forth in the DDA. The Grantee further recognizes that in view of the following factors, the qualifications of the Grantee are of particular concern to the community and the Grantor:

(a) The importance of the redevelopment of the Property to the general welfare of the community; and

(b) The fact that a change in ownership or control of the owner of the Property, or of a substantial part thereof, or any other act or transaction involving or resulting in a significant change in ownership or with respect to the identity of the parties in control of the Grantee or the degree thereof is for practical purposes a transfer or disposition of the Property.

(c) For the reasons stated above, the Grantee covenants, for itself and its successors and assigns, that, during the Term of the DDA, there shall be no Transfer in violation of the DDA.

(d) No voluntary or involuntary successor in interest of the Grantee shall acquire any rights or powers under this Quitclaim Deed or the DDA except as expressly set forth in this Quitclaim Deed or the DDA.

6. The covenants contained in this Quitclaim Deed shall remain in effect for the period set forth in the DDA, except for the nondiscrimination covenants contained in Section 5 above which shall run with the land in perpetuity.

7. No violation or breach of the covenants, conditions, restrictions, provisions or limitations contained in this Quitclaim Deed shall defeat or render invalid or in any way impair the lien or charge of any mortgage, deed of trust, or other financing or security instrument permitted by the DDA. However, any successor of Grantee to the Property shall be bound by such remaining covenants, conditions, restrictions, limitations and provisions, whether such successor's title was acquired by foreclosure, deed in lieu of foreclosure, trustee's sale, or otherwise.

8. The covenants contained in this Quitclaim Deed shall be, without regard to technical classification or designation, legal or otherwise specifically provided in this Quitclaim Deed, to the fullest extent permitted by law and equity, binding for the benefit and in favor of and enforceable by the Grantor, its successor and assigns, and any successor in interest to the

Property or any part thereof, and such covenants shall run in favor of the Grantor and such aforementioned parties for the entire period during which such covenants shall be in force and effect, without regard to whether the Grantor is or remains an owner of any land or interest therein to which such covenants relate. In the event of any breach of any of such covenants, the Grantor and such aforementioned parties shall have the right to exercise all of the rights and remedies, and to maintain any actions at law or suits in equity or other property proceedings to enforce the curing of such breach. The covenants contained in this Quitclaim Deed shall be for the benefit of and shall be enforceable only by the Grantor, its successors, and such aforementioned parties.

9. Subject to any rights or interests provided in the DDA for the protection of the holder of a Security Financing Interest with respect to the Property, the Grantor shall have the right, at its option, to reenter and take possession of the Property and the Project, or any portion thereof not subject to (i) an Estoppel Certificate of Completion or (ii) a current building permit for Vertical Improvements that are subject to a Vertical Improvement Completion Assurance, with all improvements thereon, and revest in the Grantor the estate conveyed to the Grantee, if the DDA is terminated pursuant to Section 17.5 of the DDA prior to recordation of the Estoppel Certificate of Completion for the final Phase of the Project. Upon revesting in the Grantor of title to the Property, the Grantor shall promptly use its best efforts to resell the Property consistent with its obligations under state law. Upon sale the proceeds shall be applied as set forth in Section 17.5 of the DDA. Such right to reenter, repossess and revest shall be subordinate and subject to and be limited by and shall not defeat, render invalid, or limit:

(a) Any mortgage, deed of trust or other security instrument permitted by the DDA; and

(b) Any rights or interest provided in the DDA for the protection of the holder of such mortgages, deeds of trust or other security instruments.

10. Subject to any rights or interests provided in the DDA for the protection of the holder of a Security Financing Interest with respect to the Property, the Grantor shall have the right to institute such actions or proceedings as it may deem desirable for effectuating the purposes of this Section, including also the right to execute and record or file with the Recorder of the County written declaration of the termination of all rights and title of the Grantee, and its successors in interest and assigns, in the portions of the Property not subject to an Estoppel Certificate of Completion or a current building permit for Vertical Improvements that are subject to a Vertical Improvement Completion Assurance, and the revesting of title thereto in the Grantor. Any delay by the Grantor in instituting or prosecuting any such actions or proceedings or otherwise asserting its rights under this Section shall not operate as a waiver of such rights or to deprive it of or limit such rights in any way (it being the intent of this provision that Grantor should not be constrained so as to avoid the risk of being deprived of or limited to the exercise of the remedy provided in this Section because of concepts of waiver, laches, or others), nor shall any waiver in fact made by the Grantor with respect to any specific default by the Grantee, its successors and assigns, be considered or treated as a waiver of the rights of the Grantor with respect to any other defaults by the Grantee, its successors and assigns, or with respect to the particular default except to the extent specifically waived. The Grantor's interest in the Property,

as set forth in this Section, shall be a "power of termination" as defined in California Civil Code Section 885.010.

11. If the DDA is terminated pursuant to Section 17.4 thereof following the Closing on any Phase and prior to the issuance of the Estoppel Certificate of Completion or a building permit for the Vertical Improvements that are subject to a Vertical Improvement Completion Assurance for the Phase, then the Grantor may at its option, in addition to other rights granted in the DDA, and subject to any rights or interests provided in the DDA for the protection of the holder of a Security Financing Interest with respect to the Property, repurchase, reenter and take possession of the Property as set forth in the DDA.

12. Only the Grantor, its successors and assigns, and the Grantee and the successors and assigns of the Grantee in and to all or any part of the fee title to the Property shall have the right to consent and agree to changes or to eliminate in whole or in part any of the covenants contained in this Quitclaim Deed or to subject the Property to additional covenants, easements, or other restrictions. For purposes of this Section, successors and assigns of the Grantee shall be defined to include only those parties who hold all or any part of the Property in fee title, and not to include a tenant, lessee, easement holder, licensee, mortgagee, trustee, beneficiary under deed of trust, or any other person or entity having an interest less than a fee in the Property.

13. In the event there is a conflict between the provisions of this Quitclaim Deed and the DDA, it is the intent of the parties hereto and their successors in interest that the DDA shall control.

14. This Quitclaim Deed may be executed and recorded in two or more counterparts, each of which shall be considered for all purposes a fully binding agreement between the parties.

15. **NAVY QUITCLAIM DEED PROVISIONS** Prior to execution of this Quitclaim Deed, the applicable provisions from the Navy Quitclaim Deed or Deeds conveying the Property subject to this Quitclaim Deed will be incorporated herein.

[Remainder of this Page Intentionally Left Blank]

IN WITNESS WHEREOF, the Parties hereto have executed this Quitclaim Deed on this _____ day of _____, 20_____.

CITY:

CITY OF ALAMEDA,
a municipal corporation

By: _____
Elizabeth D. Warmerdam, Interim City
Manager

Approved as to Form:

Farimah F. Brown
Senior Assistant City Attorney

Andrico Q. Penick
Assistant City Attorney

DEVELOPER:

ALAMEDA POINT PARTNERS, LLC,
a Delaware limited liability company

By: Alameda Point Properties, LLC,
a California limited liability company,
its managing member

By: NCCH 100 Alameda, L.P.,
a Delaware limited partnership,
its managing member

By: Maple Multi-Family Development,
L.L.C., a Texas limited liability
company,
its General Partner

By: _____

Name: _____

Title: _____

SIGNATURES MUST BE NOTARIZED

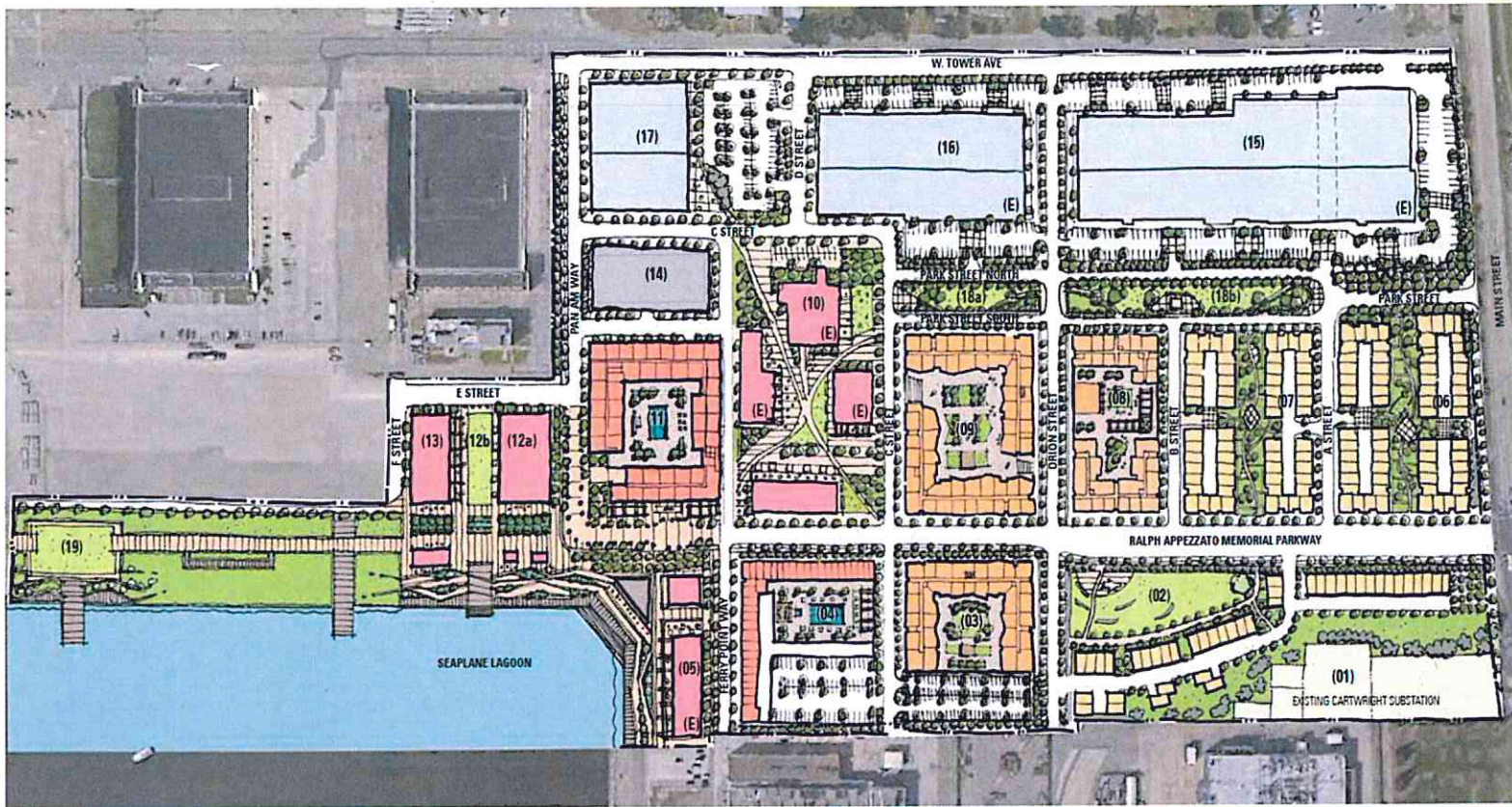
ATTACHMENT 1

PROPERTY DESCRIPTION

The land referred to herein is situated in the State of California, County of Alameda, City of Alameda and is described as follows:

EXHIBIT J

TDM COMPLIANCE STRATEGY



Alameda Point Site A Transportation Demand Management (TDM) Compliance Strategy

Final

May 2015



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1 INTRODUCTION

BACKGROUND

The City of Alameda has adopted a Transportation Demand Management (TDM) Plan¹ for Alameda Point. The purpose of this plan is to serve as a resource and guide for existing and future development on the former Alameda Naval Air Station, known as Alameda Point.

In order to help mitigate traffic issues and reduce environmental impacts, this plan identifies strategies to reduce single-occupant vehicle (SOV) trips generated by development in Alameda Point.

Included in the plan are vehicle trip reduction goals that were established in the City's General Plan. The Plan's trip reduction goals for new development in Alameda Point are the following:

- 30% reduction in peak hour trips for commercial development; and
- 10% reduction in peak hour trips for residential development

The goals are measured against the estimation of automobile trips projected in the 2035 "buildout scenario" in the Alameda Point EIR.

The reduction in vehicle trips will be achieved both through services offered by the Transportation Management Association (TMA) for residents and employees, as well as programs and incentives offered by developers, employers, and resident associations.

TRANSPORTATION MANAGEMENT ASSOCIATION

The Alameda Point TDM Plan was designed assuming the presence of an active TMA, who will be a key player in helping the area reduce vehicle trips. Alameda Point Partners (APP) is "first in," and will be developing Site A while the role of the TMA is still in its infancy. The City has also indicated the potential for a joint TMA (with an existing Alameda TMA) or a citywide TMA, which would have further implications for TDM implementation at Alameda Point.

APP and all future subsidiaries (collectively referred to as "APP" in the remainder of this document) envisions a strong TDM program at Alameda Point, but recognizes that Alameda's existing and future traffic challenges cannot be solved on a project-by-project basis. Reducing vehicle trips to, from, and within Alameda will take a coordinated, citywide transportation and TDM effort. Alameda Point and its TMA efforts can, and should, be a catalyst project to creating a robust and diverse citywide program for reducing vehicle trips.

¹ <http://alamedaca.gov/alameda-point/approved-transportation-demand-management-plan>

OBLIGATION TO COMPLY

As required by the Mitigation Monitoring and Reporting Program (MMRP) from the Alameda Point EIR, and the Alameda Point Zoning District in Section 30-4.24, all new development at Alameda Point will be required to meet the trip reduction goals and comply with the Alameda Point TDM Plan as part of any Disposition and Development Agreement (DDA) between the City and a developer, and as a condition of approval for any planning approval, including Development Plan, use permit, or design review.

Any DDA and condition of approval will require that all property owners fund the Plan and require through covenants, conditions and restrictions, or other enforceable real property interest, that run with the land that all commercial tenant associations, major employers, residential tenant association, and homeowner's associations join the TMA, file a Compliance Strategy with the TMA consistent with the Alameda Point TDM Plan, implement their Compliance Strategy, and refine it, as necessary.

This plan meets the requirements of the compliance strategy for Site A. APP and all future subsidiaries shall meet the trip reduction requirements and participate in the TMA to provide TDM programs, as outlined above and described in Chapters 4-6.

MODIFICATIONS TO THE COMPLIANCE STRATEGY

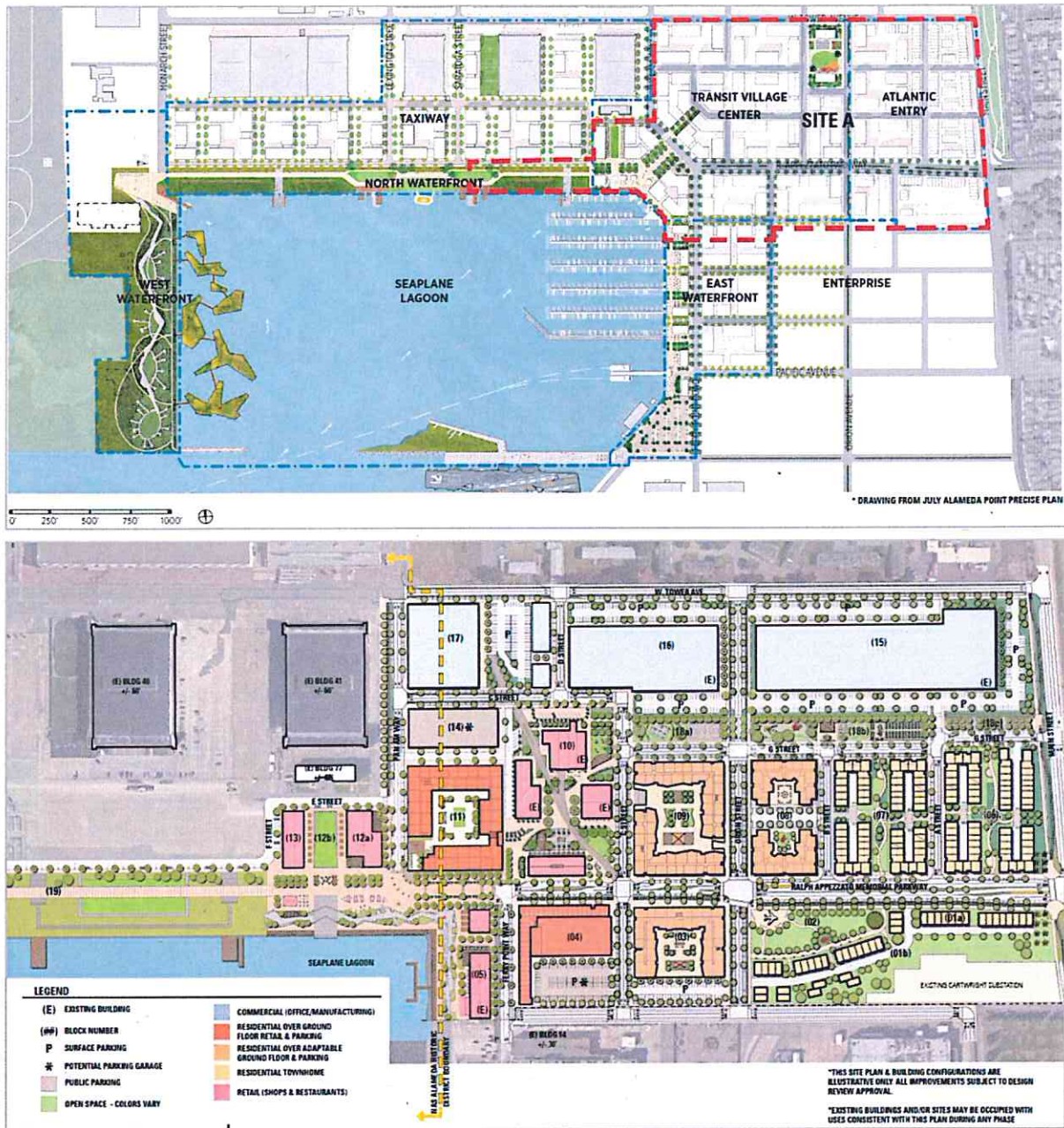
The actual implementation of this Compliance Strategy requires flexibility to respond to evolving development, demographic, market and technological conditions. As a result, it is expected that APP, future subsidiaries, and the TMA make modifications to this Compliance Strategy as new development occurs and more information exists about the type, amount, and location of new development and its associated traffic patterns.

PROJECT DESCRIPTION

APP will be developing Site A of Alameda Point (Figure 1-1). The proposed development is comprised of multi-family residential, townhomes, commercial and retail space, open space, and an urban park. The site will be constructed over three phases and will result in the construction of 800 residential units, of which 200 units or 25% will be affordable, 155,000 square feet of retail space, 350,000 square feet of commercial-flex space, and a hotel with approximately 125 rooms.

Alameda Point Site A TDM Compliance Strategy | FINAL
Alameda Point Partners

Figure 1-1 Town Center Area (top) and Illustrative Site Plan for Site A (bottom)



2 TDM VISION

APP has committed to a robust and comprehensive package of strategies for Site A. It is a significant investment and a demonstration of their commitment to meet the city's transportation goals for the site. APP recognizes that they are part of the larger Alameda community and that the Site A development will have significant implications for the future of Alameda. As such, the Compliance Strategy is designed to go beyond the core objective of reducing vehicle trips by also ensuring that the strategies contribute to larger city goals related to environmental sustainability, economic development, and quality of life. It is a plan that benefits not just Alameda Point, but all of Alameda.

COMPLIANCE STRATEGY GOALS

The primary goals of the Compliance Strategy include:

- Reduce vehicle trips in peak-hours, per city policy
- Provide additional mobility options for residents, employees, and visitors
- Attract residents and employees that use alternative modes of transportation in part to minimize car ownership and project vehicle trips
- Encourage healthy and sustainable travel
- Provide transportation benefits to the whole Alameda community

FACTORS FOR SUCCESS

In order for the Compliance Strategy to be successful, a number of factors are important. First, the Compliance Strategy must leverage the substantial investment in transportation infrastructure made by APP, particularly the new ferry terminal, transit lanes, and bicycle network. It is these backbone infrastructure investments that will make the TDM programs implementable.

Second, the Compliance Strategy should be actionable. It proposes a set of strategies that are operationally and financially realistic, enabling the plan to get "off the shelf".

Third, an active TMA is essential to effective implementation and management. A collaborative relationship between APP, the TMA, and the City is the only way that the Compliance Strategy can be in place on day one and properly adjusted over time.

Fourth, it is important to consider not just the individual strategies, but how they complement each other in a coordinated package. The Compliance Strategy is designed with the understanding that each component is needed to maximize trip reductions.

Fifth, a comprehensive parking management plan that prioritizes customer convenience and effective utilization of the site's parking supply will be crucial to achieving the City's transportation, economic, and sustainability goals.

Sixth, there should be realistic expectations about the Compliance Strategy. As stated in the Alameda Point TDM Plan, "TDM strategies require time to become established and become fully effective..."

Therefore, the trip reduction goals need to be phased in so that they remain realistic and achievable."² No TDM plan is perfect on day one and monitoring of the programs is essential. Adjustments will be made to better tailor programs to actual usage and the evolving demographics of the site.

Finally, Alameda's traffic and transportation challenges are systemic and extend far beyond this project. Vehicle capacity constraints at the city's gateways will be an issue whether Alameda Point is developed or not. Therefore, the Compliance Strategy should be evaluated in the context of the need to develop a coordinated, citywide trip reduction and mobility strategy.

TDM APPROACH

APP is submitting a Compliance Strategy to mitigate potential traffic and parking impacts and minimize trips to and from Site A. In order to provide the most successful implementation, this Compliance Strategy will outline ways in which APP will work with the TMA and City of Alameda to provide a seamless level of service for residents and employees, while supporting larger City objectives and policies.

The strategies fall into five basic areas that are outlined in the following chapters:

- Multimodal Infrastructure
- Management and Marketing
- Employee and Resident Strategies
- Parking Management
- Monitoring

² Page 53 of Alameda Point TDM Plan.

3 MULTIMODAL INFRASTRUCTURE

The development of Site A will not only create new residential housing, office, and commercial/retail space, but also result in unprecedented levels of investment in new bicycle, pedestrian, and transit infrastructure. These investments will significantly improve transportation access and connectivity within Alameda Point, as well as to the rest of Alameda. Most importantly, it is these infrastructure investments which will enable the TDM programs to be successful and achieve the prescribed trip reduction goals.

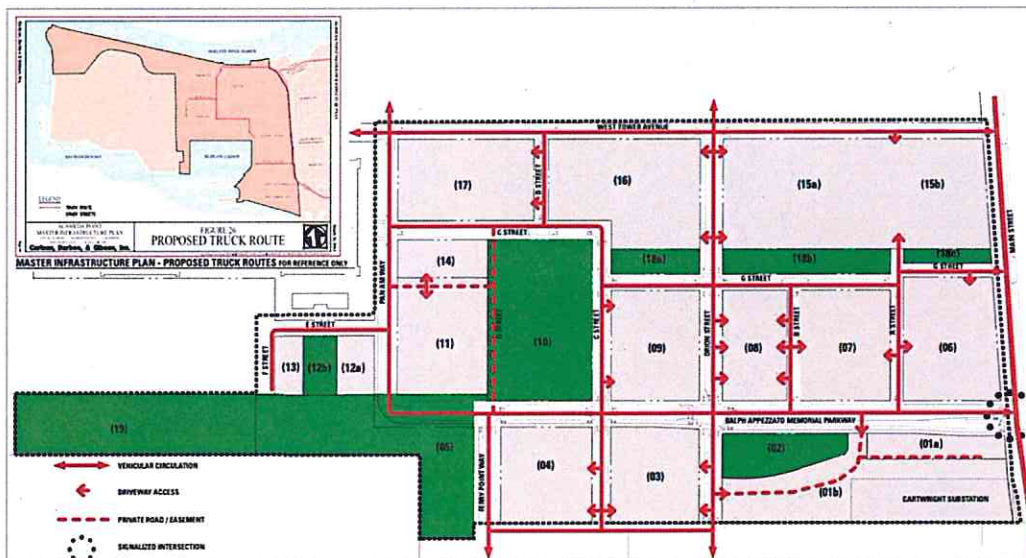
The proposed circulation network will result in a fine-grained street grid that is comfortable for motorists, pedestrians, and bicyclists. APP has pledged \$10 million for a new ferry terminal, which will improve the island's connectivity to San Francisco and the rest of the Bay Area. The site will also be designed to accommodate both new shuttles and existing and future AC Transit bus service. As a result, Alameda Point will no longer be isolated from the rest of the island, but will instead be connected by a new network of multimodal streets.

VEHICULAR ACCESS

Description: Designing a connected street grid will enhance connectivity and circulation for vehicles. The dense grid will improve navigation through the site and offer a legible environment for motorists.

Action: Streets will be designed to not only facilitate vehicle movement, but also maximize safety. Proposed lane widths will reduce vehicle speeds, a key ingredient to creating a safe, attractive, and economically viable mixed-use district. Per the current development plan, the proposed street network and vehicular access is illustrated in Figure 3-1.

Figure 3-1 Proposed Street Network and Vehicle Access



TRANSIT INFRASTRUCTURE

A fundamental component of reducing vehicle trips is robust and diverse transit services. This can be achieved through improvements to existing transit services, as well as the addition of new bus routes running in mixed-flow travel lanes or by adding new service running in dedicated transit rights-of-way, such as Bus Rapid Transit (BRT).

Bus Rapid Transit

Description: A key element of the project will be connecting the site to transit and encouraging residents and employees to take advantage of existing bus service via incentives such as AC Transit's EasyPass, as well as by enabling transit vehicles to easily access the site and bypass congestion via dedicated transit lanes.

Action: In order to accommodate AC Transit's future BRT service to the site, and per the current development plan, Ralph Appezato Memorial Parkway will be designed to provide a dedicated BRT lane (Figure 3-2 and Figure 3-3).

Figure 3-2 Proposed Transit Infrastructure

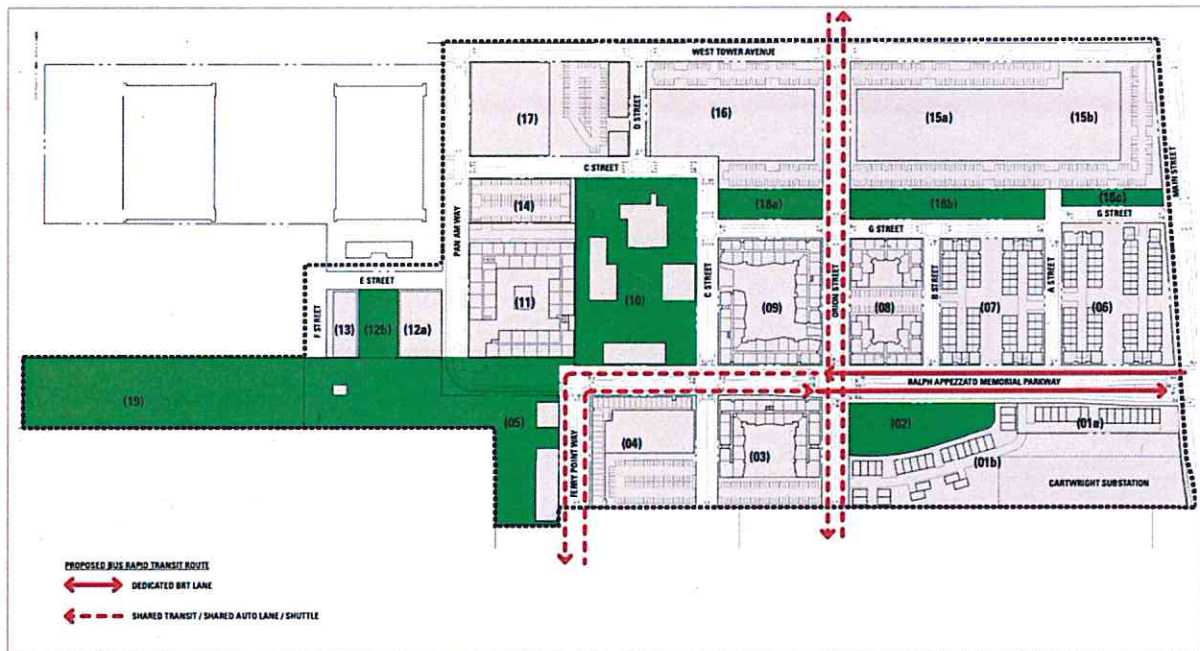
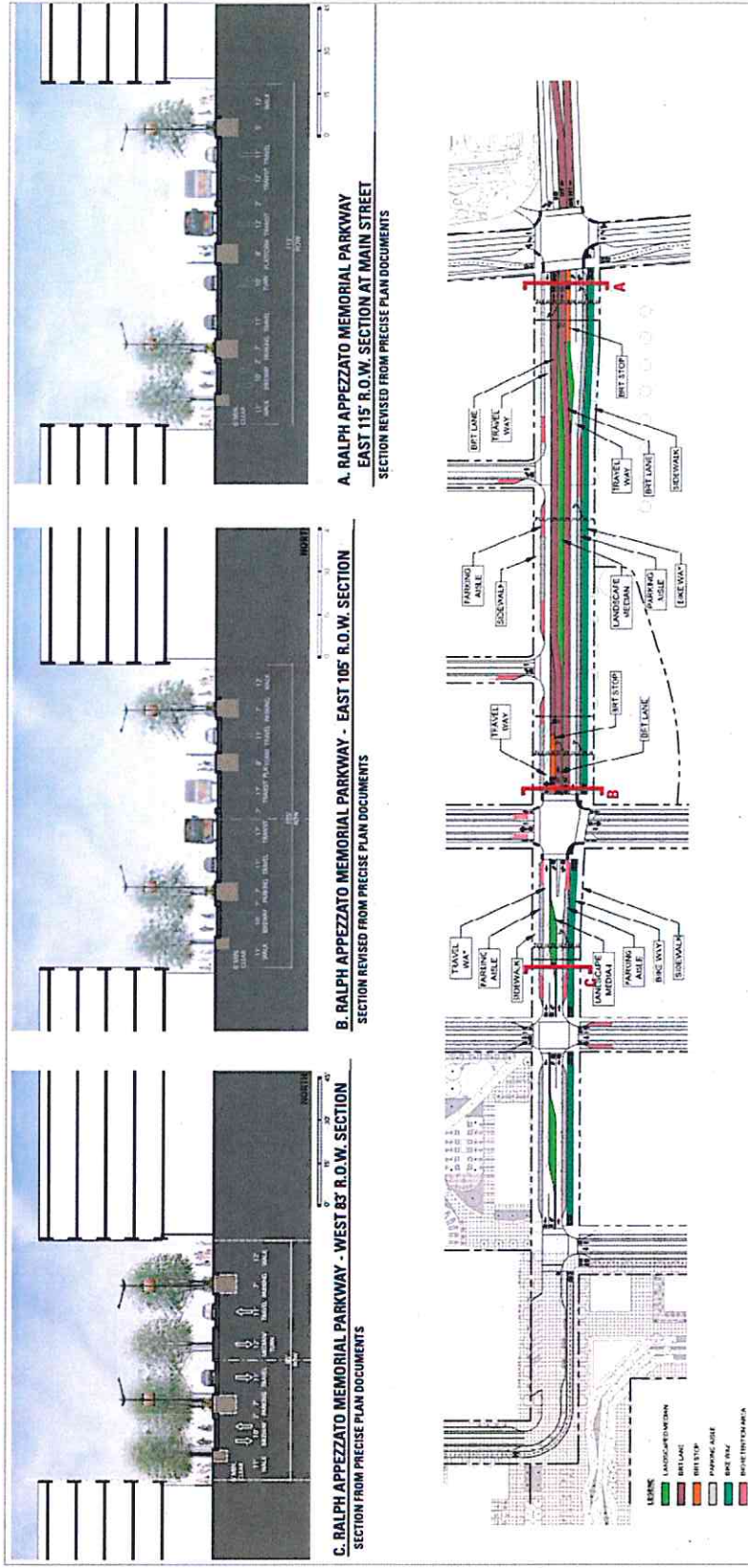


Figure 3-3 Proposed Multimodal Plan for Ralph Appenzato Memorial Parkway



Ferry Service

Description: As outlined in the Alameda Point Town Center and Waterfront Precise Plan the existing ferry terminal at Main Street will be supplemented, and possibly replaced, by a new ferry terminal at the Seaplane Lagoon. The existing ferry terminal is more than a 20-minute walk from portions of Site A, reducing its appeal to future residents and employees. By adding a new ferry terminal at the Seaplane Lagoon, the core of Site A will be within a 5-10 minute walk, making it a more attractive commute and recreational option to San Francisco.

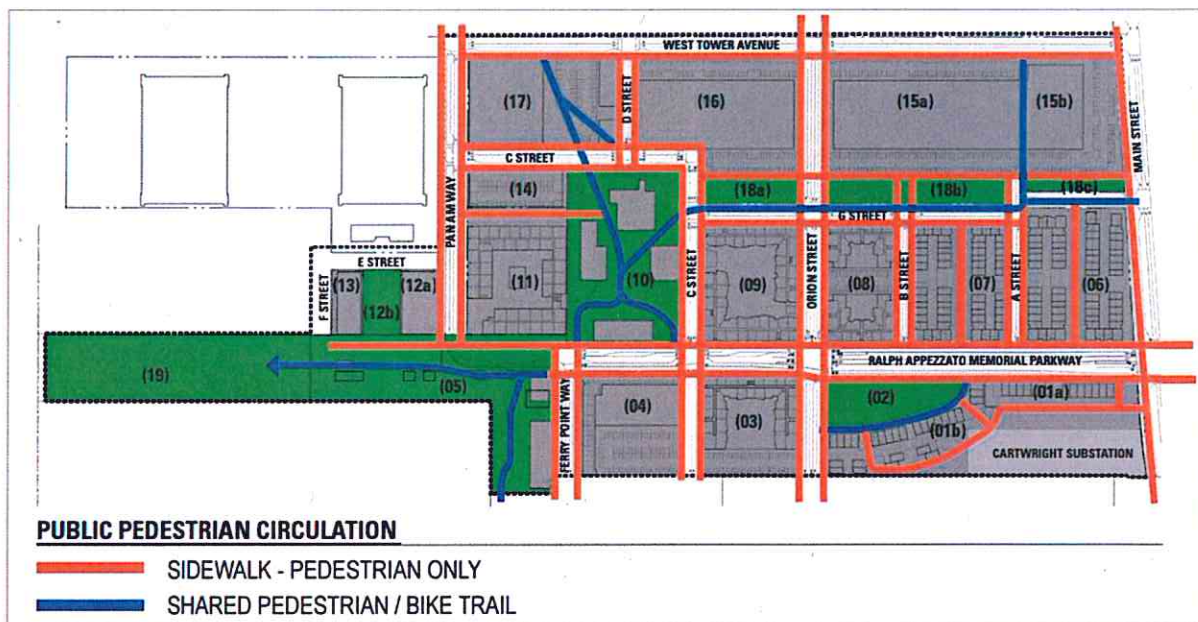
Action: APP has committed \$10 million in funding to be used towards the construction of a new ferry terminal at Seaplane Lagoon.

PEDESTRIAN INFRASTRUCTURE

Description: A walkable environment gives people more transportation choices and improves quality of life. A well-designed network of streets and pedestrian amenities is key to improving accessibility. Creating a safe, comfortable, and convenient walking environment is key part of supporting alternative modes of transportation as all types of trips begin and end with a walk trip.

Action: Per the current development plan, sidewalks will be provided on all new roadways within Site A (Figure 3-4). In addition, a shared use trail will provide pedestrians and bicyclists with the ability to move through the vast majority of the site completely separated from cars. This facility will also serve as a recreational amenity that connects the site, as well as surrounding neighborhoods to the waterfront.

Figure 3-4 Proposed Pedestrian Facilities



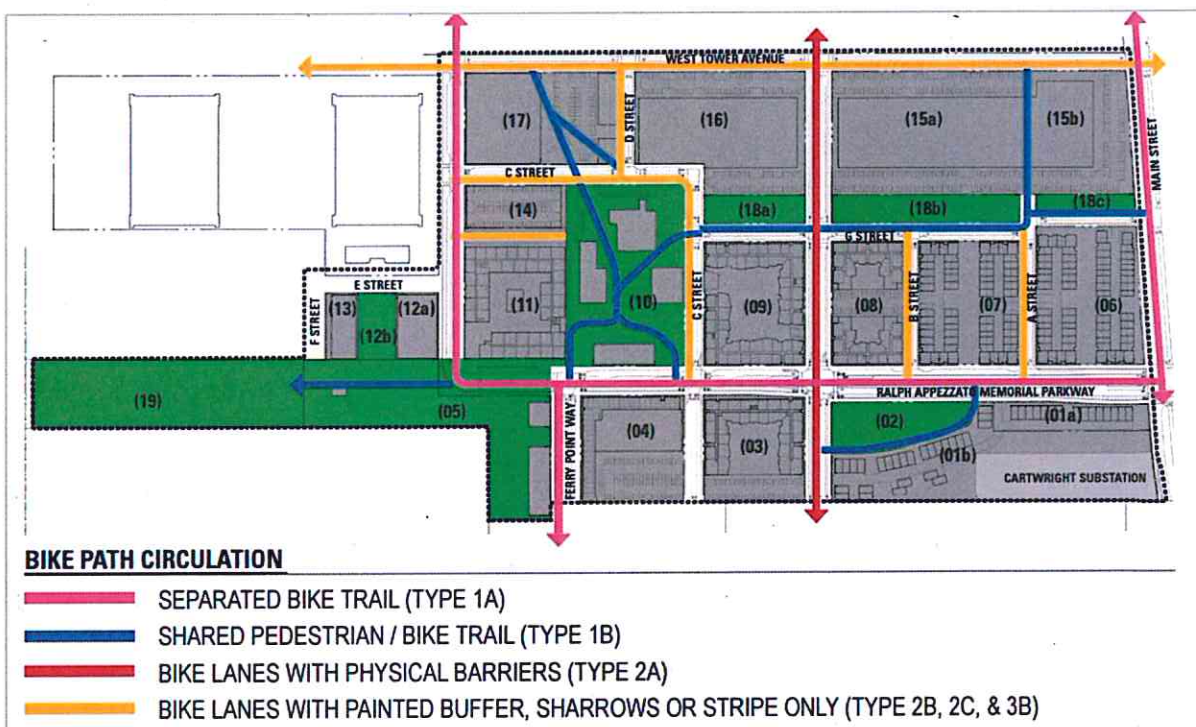
BICYCLE INFRASTRUCTURE

Bicycle Facilities

Description: Increasing bicycling to, from, and within Alameda Point and Alameda is a key strategy to reducing vehicle trips. The number of people bicycling is directly related to the quality of the bicycling network and presence of bicycling facilities. In particular, the presence of protected bicycle lanes (also known as cycle tracks) is perhaps the biggest predictor of bicycling. Complementary improvements to the larger citywide bicycling network, particularly cross-island routes and access within the tubes, will also be key to determining how many trips can be made by bike.

Action: Per the current development plan, Alameda Point Site A will include new bicycling facilities on all roadways as shown in Figure 3-5. Improvements include protected bicycle facilities along Pan Am Way, Ralph Appezzato Memorial Parkway, Ferry Point Way, and Main Street. On Orion Street, protected bicycle lanes will also be provided. Pedestrian- and bicycle-only trails will connect the open space components of the site. On the remaining streets, Class II bicycle lanes will be provided. APP will also work with the City work with to ensure that the proposed network connects to the larger bicycle network as envisioned in the City of Alameda Bicycle Master Plan.

Figure 3-5 Proposed Bicycle Facilities and Circulation



Secure Bicycle Parking

Description: Commuting by bike can be a significant financial investment for many. As such, even a small chance of theft can reduce bicycle commuting when all parking options leave bikes exposed to the elements. Sheltered parking and bicycle lockers also offer more protection from theft and vandalism when compared to standard bicycle racks.

This project must provide both short- and long-term bicycle parking for residents and employees, per Section 30-7.15 of the City of Alameda Zoning Code.

Action: Short-term bicycle parking for visitors in the form of individual bicycle racks will be provided in front of commercial shops and near recreational areas. Additional bicycle racks should be located throughout the parking garages and made available for residents, employees, visitors and retail shoppers.

In addition, secure long-term bicycle parking will be provided for residents and employees within buildings and future parking garages. This secure bicycle parking could be provided in the form of a centralized bicycle cage or multiple bicycle cages conveniently located near elevators and entrances to each building. In general, long-term bicycle parking should be easy to reach by bicycle from off-site, conveniently located in relation to residences, covered, and secure.

Per the current development plan, the bicycle parking plan includes approximately 660 long-term spaces and 400 short-term spaces, as required by Section 30-7.15 of the City of Alameda Zoning Code. See Figure 6-1 for more detail on the proposed bicycle parking plan.

4 MANAGEMENT AND MARKETING

Effective marketing and management of the TDM programs are essential to their success. If residents, employees, and the general public are unaware of the available transportation options and programs, they will not take advantage of them. Ongoing and tailored marketing efforts will be needed to ensure that programs are well utilized. Similarly, active management of the TDM programs by dedicated staff is needed to implement, tailor, and refine the programs and services to best meet the needs of the community.

INITIATION OF ALAMEDA POINT TMA

Description: As Site A is the first to be developed within Alameda Point, APP will be one of the founding members and will work collaboratively with the City and other members (if the TMA is expanded to cover other areas) to develop services and programs that can be adapted to serve the needs of subsequent projects and other geographic areas if appropriate. As needed, initial strategies can be designed and managed in such a way to transition them to the oversight of the TMA at a later date.

Action: The project will join the TMA prior to the completion of the first building. As part of membership in the TMA, the project will be required to pay an annual per unit and per square foot assessment.

SITE-LEVEL TRANSPORTATION COORDINATOR

Description: APP, or the relevant property manager, will designate one staff member or a consultant as the Transportation Coordinator. This position will have the authority to implement TDM strategies and oversee the management and marketing of TDM programs. The Transportation Coordinator will be responsible for developing information materials, managing transportation services offered as part of the TDM program, monitoring results, and coordinating with City staff and on-site representatives. Figure 4-1 summarizes the proposed management structure.

Action: In the initial implementation stages, a Transportation Coordinator will be hired at a 50% time commitment out of a 40-hour work week. Once the various programs are in place and informational materials have been created the time commitment could be reduced to 25% - 50%. The role of the Transportation Coordinator could also be reduced as the TMA and its staffing capabilities grow and expand.

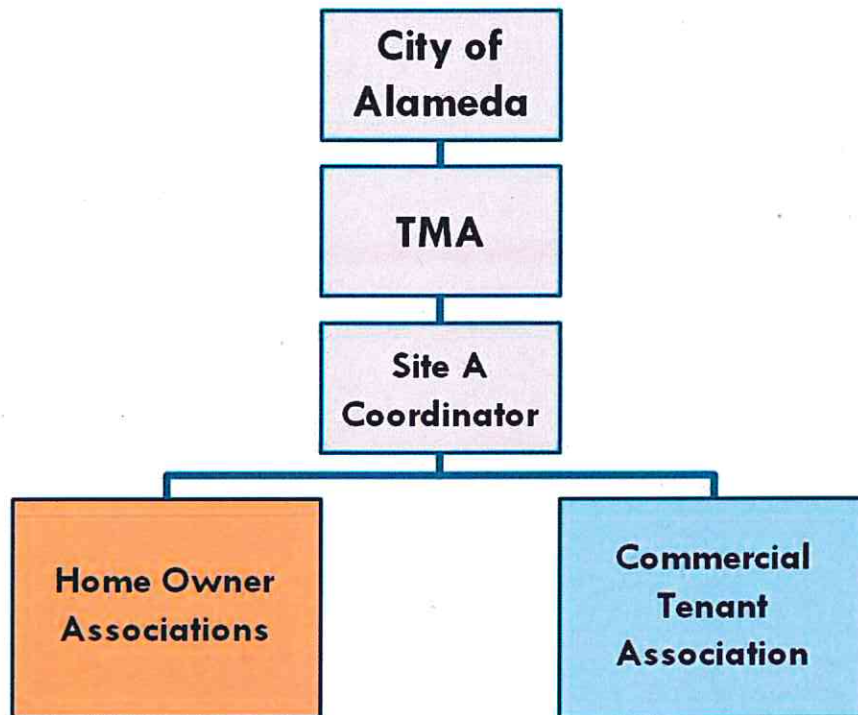
TRANSPORTATION REPRESENTATIVES

Description: For the residential component of the project, an on-site staff member of either the property management team or resident association would be designated as a Transportation Representative. As needed, the representative would work with the Transportation Coordinator to facilitate communications and program implementation with residential tenants.

Since many of the commercial-flex uses at Alameda Point Site A will be small businesses, a commercial tenant association will be created, which would have one representative to coordinate TDM implementation for all tenants. The commercial Transportation Representative will provide employees with a point of contact for any transportation related questions, and will work with employees to find transportation alternatives to driving alone to the site. The TDM Representatives will be responsible for distributing materials to residents/employees, promoting the use of alternative modes of transportation, and interacting with residents/employees.

Action: Require as part of any leasing agreement and designate a Transportation Representative for each residential building as they are completed. For all commercial uses, establish a commercial tenant association. As part of any lease agreement each commercial tenant will be required to join the association.

Figure 4-1 Proposed Management Structure for Site A



TRANSPORTATION INFORMATION

Description: Information on transportation options and/or links to the appropriate website will be conveyed to all prospective residential tenants and all prospective employees who receive an offer to work within the development. It will also be included as a component of resident and employee welcome packets or employee orientation. Furthermore, information and/or links will be posted in prominent locations for all residents and employees, such as apartment lobbies or lunchrooms.

The TMA will be developing marketing/informational materials as part of their initial scope of work. Given this, APP will work with the TMA to determine if there are additional supplemental materials that

they should create. Keeping information and materials updated and relevant will also be required on a routine basis to ensure residents and employees are receiving the most up-to-date information.

Relevant information will be distributed in a number of different ways:

Resident and Employee Handbook

At the beginning of the year, an up-to-date transportation handbook will be distributed electronically to all new and existing employees and residents. This information should also be posted on the project website. The handbook or web-based tool should include the following information:

- Transportation Coordinator and Representative contact information
- Commute trip planning information, including links to the 511 Rideshare program
- Subsidies or financial incentives provided through the TDM program
- Walking and biking routes within the area, including estimated walk and bike times to key locations and a link to the East Bay Bike Coalition bike map
- Local transit options and schedules, including links to AC Transit schedule/route maps and the online BART schedule and trip planner app
- Alameda County's Guaranteed Ride Home program

Website (initial) and Smartphone App (long-term)

Creating a website or smartphone app that serves as a comprehensive source of transportation and TDM information has proven highly effective in raising awareness of alternatives to drive-alone mobility and commute options. Such tools can provide specific information on costs, benefits, and multimodal options available to employees and residents as well as links to citywide or regional information.

The TMA has scoped the creation of a website as part of their initial work tasks. APP will share this information to tenants, residents, and employees.

As feasible in the long-term, a smartphone app should be developed by the TMA to provide transportation information for the City of Alameda.

Figure 4-2 Example TMA Website (Mountain View)



www.mvgo.org

Transportation Information Kiosks

The development should have locations at which both residents and employees can obtain the transportation information. Information posted at these sites could include a link to the website or electronic tool, and contact information for the Transportation Coordinator and Representatives. Information may also include train and bus schedules, information on the 511 Rideshare program, and transit pass programs.

Given the size and layout of the site, information would need to be posted more than one location in order to be easily accessible for both residents and employees. These boards would be maintained and updated as needed by the Transportation Coordinator. Where feasible, this information should be provided on electronic screens to enable updated information to be provided without the need to replace print materials.

Actions: APP will work with the TMA to develop informational materials related to transportation. These materials will be disseminated via the employee and resident handbook. APP will also post this information in kiosks or on electronic screens in the lobby of each residential building and in several additional locations throughout the site for employees and visitors. APP will work with the TMA to ensure that materials are kept up-to-date and residents and employees are provided with the most current program information on a routine basis.

5 EMPLOYEE AND RESIDENT TDM MEASURES

This chapter describes the TDM measures and policies APP will implement as part of the development of Site A for residents and employees. Since some of these measures will require coordination with and the input of the TMA and City of Alameda, the exact parameters of a given measure may evolve over time or be determined at a later time.

Resident and employee TDM measures and policies are grouped into three categories: 1) those measures that apply to residents and employees; 2) resident-only programs; and 3) employee-only programs. For each measure, an explanation of the policy or program is provided, as well as a detailed description of what APP will provide.

RESIDENTS AND EMPLOYEES

Public Transit Service to BART

Description: A key element to encouraging employees and residents to take transit is providing the “last-mile” connections with local or regional transit services, such as BART. A transit service between the site and BART is required in the Alameda Point TDM Plan as a “last-mile” connection for both residents and employees at Site A. This could be in the form of a private shuttle or performance contract with AC Transit.

Action: APP will help fund a transit service that will be managed by the TMA via a contract with a private shuttle provider or performance contract with AC Transit. The specific operator will be determined through a competitive bid process. The initial, “day-one” service that will be provided is described below.

- Service to 12th Street BART
- Operates only during the weekday peak periods
 - 6:00 a.m. to 9:00 a.m. and 4:00 p.m. to 7:00 p.m. (6 service hours)
 - 15-minute headways
- Detailed routing and interim stops are to be determined based on demand, connections to the larger transit network (including transbay bus routes), travel conditions, and financial resources
- Service is open to the public
- Fare structure is to be determined, but initial proposal is that the service would be free to Site A employees/residents and charge all other passengers

While this service plan only provides six hours of daily service, the 15-minute frequency will result in a more convenient and attractive option for BART riders. The proposed service would result in

approximately 4,500 annual service hours, or roughly 2.5 times the number of hours described in the 2014 Alameda Point TDM Plan³.

APP will work with the TMA and City to determine the exact routing and stop locations for the service. Depending on system performance and demand, as well as financial resources, future service could include an expansion of peak-period service hours, all-day service, or additional stops. In addition, as part of the competitive bid process, the request for proposals will stipulate that transit vehicles provide high-capacity bicycle racks to facilitate bicycle travel on and off Alameda.

AC Transit EasyPass

Description: Universal transit pass programs are different from traditional financial incentives because the employer or property owner purchases a pass for all residents/employees/tenants, regardless of whether they currently ride transit or not. These passes typically provide unlimited transit rides on local or regional transit providers for a low monthly fee; a fee that is lower than the individual cost to purchase a pass as a bulk discount is given. Such programs are highly cost-effective subsidies.

Universal transit pass programs are more effective at reducing vehicle trips than a standard transit subsidy. By providing all employees with this pass, employees who currently do not use transit will often try taking transit since there is no cost barrier to do so. AC Transit currently offers a universal transit pass for both residential developments as well as employers, called the EasyPass⁴. EasyPass will be provided via the regional Clipper Card. The Transportation Coordinator will be responsible for ensuring a registration and sign up process with AC Transit and the Clipper Card.

Action: The initial proposal is for APP to provide an AC Transit EasyPass for all employees and all residents, regardless of whether they currently ride transit. Providing the free pass to everyone is the best way to incentivize non-riders to begin using transit. In future years, this program could be revised depending on program performance.

Car Sharing

Description: Car sharing programs allow people to have on-demand access to a shared fleet of vehicles on an as-needed basis. Car sharing has been shown to significantly reduce vehicle ownership and vehicle miles traveled (VMT). Car sharing provides employees with access to a vehicle for mid-day trips, reducing the need to drive their personal vehicle to work. For residents, car sharing increases the vehicle availability for non-car owners, and reduces the need for households to own more than one vehicle. Two potential operators are City CarShare⁵, which currently operates in Alameda, and Zipcar⁶, which operates throughout the East Bay. Other car share services, such as point-to-point or peer-to-peer, are encouraged by the developer and the City, but their deployment on Alameda or Alameda Point would ultimately be driven by the private vendor.

Action: Prior to the completion of the first phase, APP and the TMA will work with a car share operator to locate one or more vehicles on-site. Key program considerations include:

- If parking pricing is implemented (see below), operators should not be charged.

³ Page 19 and Table A-2a

⁴ www.actransit.org/rider-info/easypass

⁵ www.citycarshare.org

⁶ www.zipcar.com

- Vehicles should not be reserved for residents or employees, but available to general public. As such, vehicles should only be located in publicly accessible locations.
- Allow car sharing vehicles to be located in both on- and off-street parking spaces to increase their visibility and access. This provision would require revision to the City zoning code.
- Maintain flexibility to increase the number of vehicles as development occurs.

APP and the TMA will continue to work with the private operators to provide additional vehicles as the site is developed and demand warrants additional vehicles. The type of vehicles provided will ultimately be determined by the car share provider; however APP and the TMA will work with the provider(s) to provide a range of vehicle types.

Bike Sharing

Description: Bike share systems provide a network of public bicycles from dispersed self-service bike share stations. Similar to car sharing, members can check out a bicycle, ride to their destination, and return the bicycle to any bike share pod in the system. For convenience, bike share systems typically provide real-time information on the status of available bikes and empty docks through the web, kiosk, and/or mobile applications. In order to increase accessibility and efficiency, bike share programs are typically provided as a dense network of stations across a city, region, or on district-wide level.

A formal bike sharing system may be provided by the TMA at a later point. Bay Area Bike Share⁷ is currently exploring expansion into the East Bay, and there may be an opportunity to partner to bring that system to Alameda and Site A by the time of project completion.

Action: "Loaner" bikes will be offered free of charge to residents and employees, while also working with the TMA to determine the best location for future bike share pods. Given administrative costs, a loaner bike system would be exclusive to employees or residents, providing a free option to ride throughout Alameda Point and Alameda. Such a system will require a check out procedure to limit theft and damage, as well as providing helmets and locks as part of the rental. Initial size of such a system will be 45 bikes, phased in at 15 bikes per development phase.

On-site Bicycle Repair Facilities

Description: Providing basic tools for keeping bikes in good working order can encourage commuters to try biking to work, and keep them riding. Bicycle repair facilities, such as hand tools and an air compressor for tires, are a small investment that can keep bicycles in circulation and maximize bicycle trips.

Action: Do-it-yourself bicycle repair stands will be provided, including tire gauges, air pumps, wrenches and other tools for minor repairs in each secured parking facility that serves residents and employees.

EMPLOYEES ONLY

Transit Subsidy

Description: While the AC Transit EasyPass will be a viable transit option for commute and recreational trips, BART and the San Francisco Bay Ferry⁸ provide additional connections to San Francisco and the larger region outside of the AC Transit service area. The new ferry terminal (assumed to be added to the

⁷ www.bayareabikeshare.com

⁸ Operated by the Water Emergency Transportation Authority, or WETA. <http://sanfranciscobayferry.com/weta>

Seaplane Lagoon) and proposed BART transit service will provide a direct connection to these regional services, further incentivizing transit trips.

Providing an additional monthly transit subsidy (in addition to the EasyPass) will encourage employees to use transit, particularly for those persons for whom their work or recreational trip cannot be completed on AC Transit service alone.

Action: APP will provide employees who take transit with a Clipper Card that will be loaded with \$50 per month⁹ to be used on the transit operator of their choice. Employees will need to notify the Transportation Coordinator and sign up to participate in this program.

Pre-tax Commuter Benefits

Description: Pre-tax commuter benefit programs allow employees to pay for transit passes with pre-tax earnings and can help encourage transit use among employees. Employees are given vouchers as a substitute for taxable salary. Employees can redeem vouchers for transit passes at sales offices, retail sales outlets, or online to have passes mailed to them or loaded onto a Clipper Card.¹⁰ By substituting taxable salary for a tax-free voucher, employees can save 40% in after-tax value while the employer can save 10% in payroll-related costs. These benefits are offered at the federal tax level¹¹ and are available to employers of any size. One example is the Commuter Checks¹² program. Another example is the Federal Bike Commuter Benefit¹³ which lets bike commuters receive up to \$20 per month as a tax-free employer subsidy for riding to work. This benefit cannot be used in combination with the pre-tax transit benefit in the same month.

Action: Commercial lease agreements will be required to contain language requiring commercial tenants to provide their employees with a pre-tax commuter benefits program. The TMA and Transportation Coordinator can assist employers with set up and implementation of these programs.

Subsidized Carpools/Vanpools/Car sharing

Description: To further encourage carpooling and vanpooling, employers/property owners can offer financial incentives to those persons who carpool or vanpool or establish employee sponsored vanpools. Such a program shall be supported by preferential parking for ridesharing vehicles (described below). If employers/property owners are interested in establishing a vanpool there are several existing services that can assist employers/property owners. 511.org can provide assistance in setting this program up and finding a vendor. One example of an existing vendor in the Bay Area is Enterprise, which offers vanpooling services for both individuals and employers.¹⁴

In addition, subsidies could cover all or a portion of a car sharing membership.

Action: The on-site Transportation Coordinator will work with the TMA to establish carpools and vanpools and to promote carpooling and vanpooling. As TMA funding is available, subsidies will be

⁹ Subsidy amount subject to change based on demand, effectiveness in meeting trip targets, and financial resources.

¹⁰ For more information on how Clipper Card works with Commuter Checks go to <https://www.clippercard.com/ClipperWeb/commutercheck.do>

¹¹ For more information on federal tax regulations go to <http://www.irs.gov/pub/irs-pdf/p15b.pdf>

¹² Commuter Benefit Solutions <https://www.commutercheckdirect.com/> is a third party vendor than can oversee a commuter checks program

¹³ For more information go to <http://transerve.dot.gov/docs/bicyclepolicy.pdf>

¹⁴ For more information on services offered by Enterprise go to <http://www.enterpriserideshare.com/vanpool/en.html>

provided to employees who rideshare or use car sharing. The exact structure and amount of the subsidies would be based on the amount of funding available.

Parking Cash-out

Description: Many employers provide free or reduced price parking for their employees as a fringe benefit. A parking “cash-out” program gives employees the choice of keeping their parking space at work or accepting a cash payment in lieu of the space. This provides a financial incentive to find alternative means of transportation to work, while reducing demand for parking. The cash value of the parking subsidy can be offered in one of three forms:

- A transit/vanpool subsidy equal to the value of the parking subsidy (of which up to \$130 is tax-free for both employer and employee).
- A taxable carpool/walk/bike subsidy equal to the value of the parking subsidy.
- Alternately, employees can be given a general “transportation fringe benefit” equal to the market value of an employee parking space, and all employee parking can simply be priced with a daily fee.

Parking cash-out is a state law in California, but the state law only applies to employers with 50 employees or more who lease their parking and where parking costs can be separated out as a line item on their lease.¹⁵ Employees who choose to participate in the parking cash-out program will not be eligible for on-site parking. However, there may occasionally be times when employees who primarily commute using alternative modes of transportation need to drive to work. A limited number of daily parking passes could be provided to these employees for such occasions. A reasonable maximum could be 20 passes per year or 2 passes per month.

Action: Commercial lease agreements will be required to contain language requiring commercial tenants to conform with California's Parking Cash-out law. The TMA will work with commercial tenants to implement parking cash-out programs, as applicable.

Ridematching Services

Description: One of the greatest impediments to carpool and vanpool formation can be finding suitable riders with similar work schedules, origins, and destinations. Facilitated rideshare matching can overcome this obstacle by enabling commuters who are interested in ridesharing to enter their travel preferences into a database and receive a list of potential rideshare partners. The success of these programs is largely determined by the number of participants and, in turn, the number of potential matches that can be made.

Action: The Transportation Coordinator will work with the TMA to facilitate ridematching for residents and employees. Initially, existing programs such as 511.org can be utilized to facilitate carpooling. However, as Site A and Alameda Point as a whole develop, the TMA should consider developing an “internal” ridematching system that is only open to a given building or employer, as people are hesitant to rideshare with strangers. By creating a pool of rideshare partners that are from the same company or building, people may be more comfortable sharing a ride.

Depending on the system used, it is possible for participants to share information about themselves, which can also help facilitate matches. For example, Hovee (www.hov.ee) ridematching services allows

¹⁵ For more information on California's parking cash-out law go to <http://www.arb.ca.gov/planning/tsaq/cashout/cashout.htm>

participants to create profiles, that can be viewed by other participants, helping them to determine if this would be a person that they would feel comfortable carpooling with.

Guaranteed Ride Home Program

Description: Guaranteed Ride Home (GRH) is a program that provides a “back-up” ride to employees who use transit, carpool, biking/walking, or other alternative as their commute mode. For example, if that employee needs to leave work for an unexpected need, they will be redeemed for the cost of taxi ride or rental car to get them home. This is an important supportive measure to encourage employees not drive alone to work.

Alameda County currently offers a free GRH program for all employees located in Alameda County. Employees can sign up online to participate in this program.

Action: The TMA will promote and encourage employees to sign up for the Alameda County's GRH program¹⁶. APP will include information on this program in the welcome packets for employees and residents.

Bike Buddy and Education Program

Description: Bicycling to work can be intimidating for commuters considering giving it a try. A Bike Buddy program pairs a beginning or novice bicyclist with an experienced rider who already knows safe routes and riding techniques. The buddies also provide “safety in numbers” on the road. In many cities, “bike trains” have become a popular way for bicyclists to commute, where a large group is organized to bike together on a common commuting route.

Action: The Transportation Coordinator will work with the TMA to provide the facilitation necessary to recruit participants and match novice bicyclists with experienced riders. The Transportation Coordinator will work with the TMA and other organizations such as Bike Walk Alameda, East Bay Bicycle Coalition, and/or Cycles of Change to offer bicycle safety and education classes.

Telecommuting/Flexible Work Schedules

Description: Offering employees the opportunity to work from home or travel outside the peak travel periods can help reduce the number of vehicle trips during the peak period and also serve as an employee benefit or perk.

Action: Commercial lease agreements will be required to contain language requiring commercial tenants to evaluate the feasibility of telecommuting and flexible work schedules and to offer this option to employees if feasible. The Transportation Coordinator will work with the TMA to help employers design and implement this program.

Showers and Lockers

Description: Showers and lockers for employees is an important supportive measure to encourage bicycling as a commute mode, offering bicyclists a place to shower and change after biking to work.

Action: Shower and locker facilities will be provided in new commercial/retail buildings.

¹⁶ <http://grh.alamedactc.org/>

6 PARKING MANAGEMENT

Sufficient automobile parking is necessary for the successful development of Alameda Point. However, too much parking can encourage traffic, limit the ability to meet trip reduction goals, increase project costs, and impact site design and aesthetics. Finding the right balance needed to support the City's goals is critical, particularly given that parking is an expensive resource. The role of parking and parking management is also a key element to helping Alameda Point meet its trip reduction goals. If free and unregulated parking is provided, there is little incentive for many employees and residents to use alternatives modes of transportation.

The parking management strategies presented in this chapter are designed to help ensure there are enough parking spaces to support functioning of the site, while not providing more parking than necessary. Balancing these factors will help achieve trip reduction goals, reduce development costs, and support the success of a pedestrian-friendly district. Since on-street and public off-street parking will be managed by the City of Alameda, APP will work with the TMA and City to develop parking management policies that support the City's trip reduction goals for Alameda Point. A combination of some or all of the strategies below may be appropriate.

PARKING RATIOS AND SHARED PARKING

Description: Alameda Point's zoning provisions eliminates minimum parking requirements and imposes maximum parking ratios. For residential uses the overall parking maximum for the site is 1.5 parking spaces per unit. For offices uses the parking maximum is 2.65 parking spaces per 1,000 square feet and for retail uses the parking maximum is 3.40 parking spaces per 1,000 square feet.

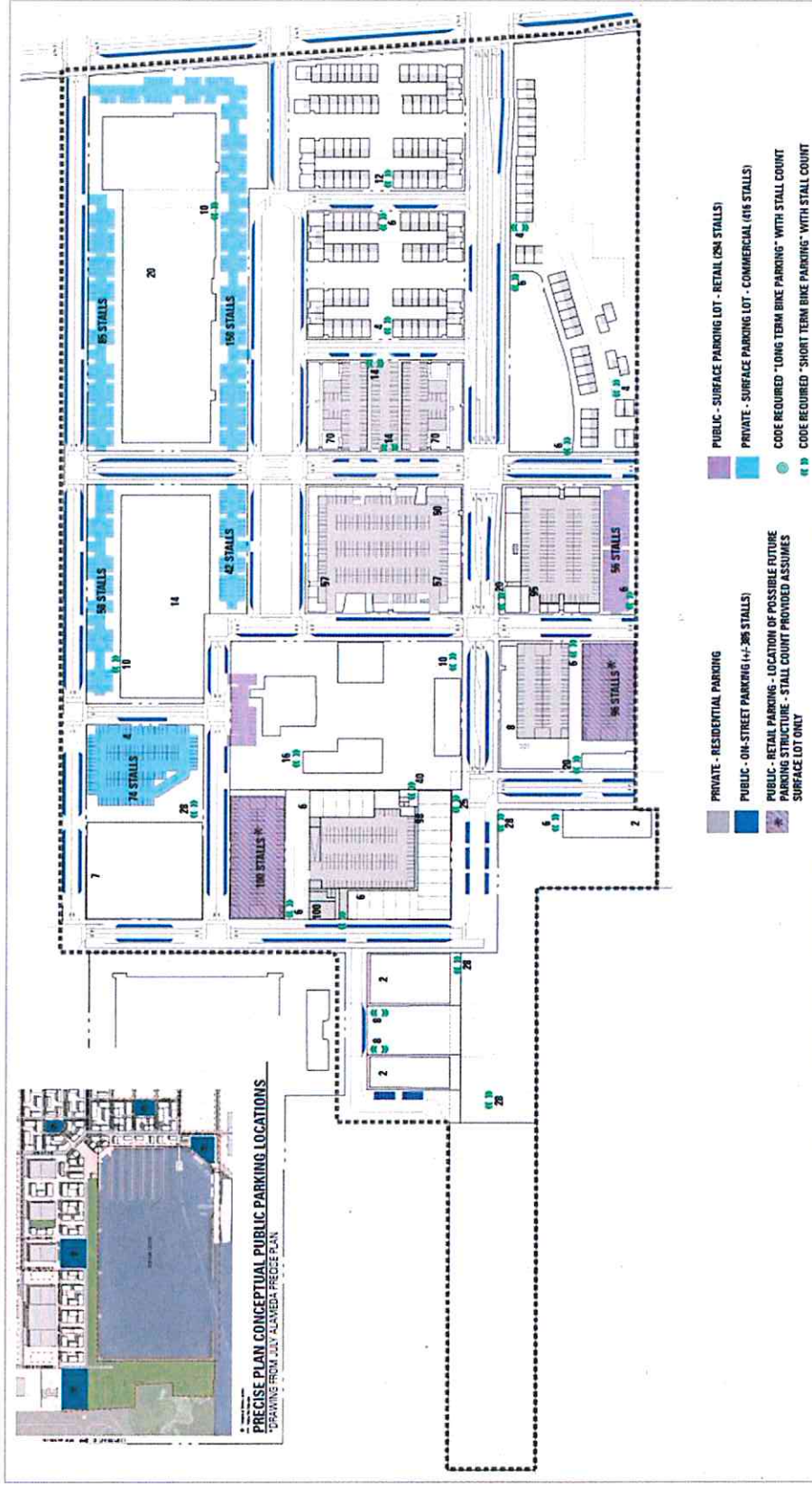
The zoning code also prioritizes the provision of a public pool of shared parking. It is recommended that the site plans provide as limited parking as feasible. Public parking supply should also be included in the initial development and retail/commercial should be "shared" and not reserved to a particular tenant or building.

Action: Per the current development plan, approximately 882 parking spaces will be provided for the 800 residential units.

Per the current development plan, off-street parking spaces will be provided in several surface lot facilities with a total of 710 off-street parking spaces for commercial and retail uses. In addition, on-street parking will be provided on all roadways within the site (Figure 6-1), resulting in approximately 375 on-street parking spaces. Two of the surface lots may be converted into parking structures as the site develops and if demand warrants it. Disabled parking will be provided as part of the public supply of parking.

Per the current development plan, the proposed bicycle parking plan includes approximately 660 long-term spaces and 400 short-term spaces dispersed throughout the site, as required by Section 30-7.15 of the City of Alameda Zoning Code. Figure 6-1 shows the proposed layout of bicycle parking.

Figure 6-1 Proposed On- and Off-Street Parking Supply



UNBUNDLED PARKING FOR RESIDENTS

Description: Parking construction and operating costs are generally subsumed into the price of housing. Although the cost of parking is often hidden in this way, parking is never free. Instead, the cost to construct and maintain the “free” parking is included in the cost to buy or rent housing.

The new residential units at Site A will provide unbundled parking consistent with the Town Center Plan.¹⁷ Unbundling requires that off-street parking spaces shall be leased separately from the rental or purchase fees for the individual units for the life of the units. The unbundled parking policy provides a financial incentive to residents to use only the amount of parking they need. For residential development, unbundled parking may prompt some residents to dispense with one of their cars and to make more of their trips by other modes. Among households with below-average vehicle ownership rates (e.g., low-income, students, singles, seniors, etc.), unbundled parking can also provide a substantial financial benefit that increases housing affordability.

Action: APP will unbundle parking for multi-family units and lease those spaces on a month-to-month basis at the appropriate market rate¹⁸. The cost per space will be reviewed periodically to determine if the price should be increased or decreased to restrict demand to available supply.

In compliance with the Town Center and Waterfront Precise Plan, unbundling for Site A will be implemented as follows:

- Spaces shall be leased not sold. Month-to-month leases provide flexibility for residents and property owners. Leasing is much easier to manage.
- Leasing rates will be adjusted as needed to manage parking demand. Prices will reflect the market for parking and be used to restrict demand to available supply.
- Where there are fewer parking spaces than units, the parking spaces shall be offered to the potential buyers or renters of the largest units first.
- Potential buyers and renters of affordable residential units have an equal opportunity to buy or rent a parking spaces on the same terms and conditions, at a price proportional to the sale or rental price of their units as compared to comparable market rate units.
- Affordable units which include financing requirements that conflict with the unbundling provisions shall be granted an exception by the Community Development Director or Planning Board. At this time, it is highly unlikely that Site A's affordable units will be unbundled.
- Surplus spaces may be rented out to non-residents or non-tenants with the provision that such spaces must be vacated on 30-day notice if they become needed.

PARKING PRICING

Description: Parking management, and in particular charging visitors and employees for parking, is a key component to managing parking demand and to encouraging the use of alternative modes of transportation. Parking pricing is one of the most significant factors affecting a motorist's choice to drive or travel by another mode.

Action: APP work with the City and TMA to implement parking pricing for public parking from the onset. Public pricing rates will be set to ensure availability and determined based on parking demand and

¹⁷ Page 114 of Town Center and Waterfront Precise Plan

¹⁸ Revenue will be utilized to cover the costs of parking construction and/or ongoing parking operations.

parking behavior. Rates should vary by location and time of day, with hourly rates in the core at a higher rate than those on the periphery and/or higher rates during peak periods, to ensure parking availability.

Rates should be set at the *lowest* hourly rate to ensure adequate availability per block. Occupancy should be monitored on a consistent basis, and rates should be adjusted to reflect demand. Parking should also be as convenient as possible, and meters should accept multiple forms of payment, including credit cards and pay-by-phone technology.

The exact timeframe for establishing off-street parking pricing will be developed in partnership with the City of Alameda and the TMA. In general, off-street parking pricing for employees should be structured as a daily rate, rather than a monthly or annual rate. When parking rates are structured on a daily schedule, this can also provide maximum flexibility to commuters who might prefer to bicycle or use transit on some days, but do not want to forfeit their driving options entirely. Conversely, monthly or annual parking passes encourage more driving, as parking costs become a "sunk" investment, after which parking becomes essentially free and choosing to take the bus or train becomes an additional expense. On-street rates should be set based on demand and to support the commercial and retail uses.

Finally, revenue generated from pricing of on- and off-street parking will be allocated as a funding source for TDM programs via a Parking Benefit District (PBD) for Alameda Point, or other appropriate mechanism as determined by the City. PBDs are defined geographic areas in which any revenue generated from on-street and off-street parking facilities within the district is reinvested back into local improvements, such as TDM. PBDs manage and coordinate parking programs and policies so that parking is, above all, convenient and easy for motorists.

Under California state law,¹⁹ parking meter zones and parking meter rates can only be established by ordinance. In an ordinance to create a PBD, a city would need to specify the following: 1) district boundaries; 2) parking rates within the district; and 3) how the funds will be used. PBDs require the establishment of a governing body, which could be one role of the TMA.

TIME LIMITS

Description: Time limits encourage turnover of parking spaces in commercial areas and discourages employees from parking in spaces directly adjacent to businesses, ensuring greater availability for customers. A wide range of time limits are used for varying circumstances, from 10-minute loading and commercial zones to 4- or 6-hour zones. Time limits can be effective where businesses would prefer spaces be made available to customers throughout the day.

Action: APP will work with the City of Alameda and the TMA to determine where and what parking time limits would be beneficial. This strategy could be used in conjunction with parking pricing.

RESIDENTIAL PARKING PERMITS

Description: The primary goal of a residential parking permit (RPP) is to manage parking "spillover" into residential neighborhoods. A RPP operates by exempting permitted vehicles from the parking restrictions and time limits for non-metered, on-street parking spaces within a geographic area. A conventional RPP is one that allows those without a permit to park for a limited period during a specified time frame (e.g. 2-hour parking, 8 AM – 6 PM, Monday to Friday). Permit holders are exempt from these regulations and able to essentially store their vehicle on-street. Ownership of a permit, however, does not guarantee the availability of a parking space and for this reason, it is important not to sell too many permits far in excess of available curb spaces.

¹⁹ California Vehicle Code Section 22508

An RPP may be appropriate for Alameda Point to manage spillover into adjacent neighborhoods.

Action: APP will work with the City of Alameda and the TMA to determine if, when, and where a RPP should be implemented. This strategy could be used in conjunction with time limits and parking pricing.

PREFERENTIAL PARKING FOR CARPOOLS/VANPOOLS/ELECTRIC VEHICLES

Description: Reserving a certain number of parking spaces for carpools and vanpools can encourage ridesharing. Preferential parking spaces should be located in highly visible areas, near convenient access points such as the entrance to buildings, and clearly marked.

Action: Preferential parking will be provided for carpool, vanpool, and electric vehicles. These spaces will be provided in parking facilities that serve employees. Occupancy of these spaces will be monitored by the Transportation Coordinator to determine when additional reserved spaces are needed to meet demand. In addition, electric vehicle charging stations should also be provided at key locations.

7 IMPLEMENTATION TIMELINE

Figure 7-1 summarizes the implementation timeline for the Site A Compliance Strategy. In general, the implementation timeline should remain flexible to ensure that strategies and programs are implemented in response to project conditions. Most strategies and programs would be in place on day one, while others would have limited deployment. Many of the employee strategies would be limited in their scope on day one simply because they are estimated to be a small number of employees. All of the strategies and programs would likely grow and evolve throughout the life of the project as Site A and Alameda Point is further developed. For example, limited car share vehicles may be needed initially, but as the site continues to develop additional cars would be needed to serve the increase in residents and employees.

Management of parking is largely to be determined based on market conditions. Pricing, time limits, and permit programs are all potential management tools on day one, but exactly how they are implemented would depend on the specific parking demand and behaviors at the time. Parking policies such as unbundled parking, shared parking, and preferential spaces for ridesharing and electric vehicles would be in place on day one.

Figure 7-1 Site A Compliance Strategy Timeline

Strategy/Program	Is the strategy/program operational?		
	Day One	Interim Phases	Build Out
Management and Marketing			
Initiation of Alameda Point TMA	Y	Y	Y
Site-Level Transportation Coordinator	Y	Y	Y
Transportation Representatives	Y	Y	Y
Transportation Website	Y	Y	Y
Transportation App	N	Implemented as demand grows and funding is available.	
Transportation Handbook	Y	Y	Y
Transportation Information Boards	Y	Y	Y
Resident and Employee TDM Programs			
Transit Service to BART	Y	Yes, with potential modifications based on performance	
AC Transit EasyPass	Y	Yes, with potential modifications based on performance	
Secure Bicycle Parking	Y	Y	Y
Car sharing	Limited	To be expanded as demand warrants	

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Alameda Point Partners

Strategy/Program	Is the strategy/program operational?		
	Day One	Interim Phases	Build Out
Bike loaner program	Y	To be expanded as demand warrants or transitioned to BABS ²⁰	
Bike sharing	N	Integrate Alameda and Alameda Point with BABS as feasible	
On-site Bike Repair Facilities	Y	Y	Y
Employee Only TDM Programs			
Clipper Cash Transit Subsidy	Y	Y	Y
Pre-tax Commuter Benefits	Limited	Y	Y
Carpool/Vanpool/Car sharing Subsidies	Limited	Y	Y
Parking Cash-Out	N	If needed	If needed
Ridematching services	Limited	Y	Y
Guaranteed Ride Home Program	Limited	Y	Y
Bike Buddy & Education Program	Limited	Y	Y
Telecommuting/Flexible Work Schedules	Limited	Y	Y
Showers and Lockers	Y	Y	Y
Parking Management			
Shared Parking	Y	Y	Y
Unbundled Parking	Y	Yes, pricing would be adjusted based on market demand.	
Parking Pricing	Public parking would be priced on day one. Exact pricing structure TBD based on market conditions.		
Preferential Parking	Y	Y	Y
Residential Permit Program	TBD based on parking behavior and management plan.		
Time Limits	TBD based on parking behavior and management plan.		

²⁰ Bay Area Bike Share (www.bayareabikeshare.com)

8 VEHICLE TRIP TARGETS

As required by the City of Alameda's Transportation Demand Management (TDM) Plan for Alameda Point projects located in Alameda Point must achieve the following trip reduction goals:

- 30% reduction in peak hour trips for commercial development; and
- 10% reduction in peak hour trips for residential development

The goals are measured against the estimation of automobile trips projected in the 2035 "build out scenario" in the Alameda Point EIR. As stated in the Alameda Point TDM Plan, "TDM strategies require time to become established and become fully effective... Therefore, the trip reduction goals need to be phased in so that they remain realistic and achievable."²¹

This chapter establishes the baseline number of trips for Site A against which the required reductions will be measured and the vehicle trip targets for Site A.

BASELINE VEHICLE TRIPS

As part of the Environmental Impact Review (EIR) for Alameda Point a calculation of future vehicle trips was made for the 2035 "build out" scenario for the entire site using a travel demand model. Figure 8-1 shows the estimated vehicle trips that will be generated by all of Alameda Point at full build out, including 1,425 housing units and approximately 5.5 million square feet of commercial space.

Figure 8-1 Vehicle Trips - 2035, Existing Plus Project²²

Daily Trips	AM Peak Hour Trips	PM Peak Hour Trips
33,429	2,928	3,294

Based on the EIR, of the AM peak hour trips 27% of trips are vehicles exiting the site and 73% of trips are vehicles entering the site. In the PM peak hour, 40% of vehicle trips are entering the site and 60% of vehicle trips are leaving the site. It was assumed that in the AM peak hour inbound trips are associated with commercial uses and outbound trips are associated with residential uses. In the PM peak hour the pattern is reversed, with inbound trips correlated to residents and outbound trips correlated to commercial uses.

Figure 8-2 shows the number of AM and PM peak hour residential and commercial trips for Alameda Point using the percentage of inbound and outbound vehicle trips.

²¹ Page 53 of Alameda Point TDM Plan.

²² Alameda Point Final EIR, Table 4.C-3

Figure 8-2 Peak Hour Residential and Commercial Vehicle Trips

Trip Type	AM Peak Hour Trips	PM Peak Hour Trips
Residential Trips	795	1,309
Commercial Trips	2,133	1,985
Total	2,928	3,294

Since the EIR analysis focused on the site as a whole, the number of trips generated by Site A must be derived from the total number of trips. At completion, Site A will be comprised of 800 housing units or 56% of the total housing supply and up to 600,000 square feet of commercial space or 11% of the total amount of commercial square footage. Using these percentages, the number of baseline vehicle trips generated by Site A for residential and commercial uses was calculated. Based on these calculations, the baseline number of trips associated with Site A during the AM peak hour is 681 trips and 953 vehicle trips during the PM peak hour, for a total of 1,634 trips.

Figure 8-3 Site A Peak Hour Residential and Commercial Vehicle Trips

Trip Type	AM Peak Hour Trips	PM Peak Hour Trips
Residential Trips	446	735
Commercial Trips	235	218
Total	681	953

SITE A PEAK HOUR TRIP TARGET

In order to meet the trip reduction targets identified in the TDM Plan for Alameda Point, Site A must reduce baseline residential trips by 10% and commercial trips by 30%. Figure 8-4 shows the number of trips that would be generated by Site A if there were a 30% reduction in commercial trips and a 10% reduction in residential trips. Based on the trip reductions, the AM peak hour trip target for Site A is 566 vehicle trips and the PM peak hour vehicle trip target for Site A is 814 vehicle trips, for a total of 1,380 trips. As discussed in Chapter 9, it is recommended that Site A's trips be monitored in the aggregate.

Figure 8-4 Site A AM and PM Peak Hour Vehicle Trip Targets

Land Use	Baseline Vehicle Trips		Adjusted Vehicle Trips		Less than Baseline	
	AM Peak Hour	PM Peak Hour	AM Peak Hour	PM Peak Hour	AM Peak Hour	PM Peak Hour
Residential Trips	446	735	402	662	45	74
Commercial Trips	235	218	164	153	70	65
Total	681	953	566	814	115	139

9 ANNUAL MONITORING

A robust monitoring program is key to the success of the Alameda Point Site A TDM Program. Monitoring allows the TMA, City of Alameda, and project applicant to specifically determine trip reductions, as well as a more qualitative assessment of how the programs offered are meeting the needs of residents and employees.

The objectives of the annual monitoring program are:

- To measure progress towards achieving, or retaining, compliance with the Plan goals to reduce automobile trips; and
- To identify the most and least effective TDM strategies, so that the former can be strengthened and the later can be replaced or significantly improved.

Given that Site A will be constructed over several phases, and the role of the TMA will be evolving over this time period, it is expected that the positive impacts of these programs will increase with time. Ongoing monitoring will enable TMA, City of Alameda, and project applicant to determine if the effectiveness of the program is growing over time or if adjustments are needed to improve the performance of the TDM program.

It should be noted that the Alameda Point TDM Plan addressed the failure to meet the trip reduction targets by creating a "self-enforcing" Plan, in which the monitoring effort would trigger further financial investment in the TDM programs. As stated on page 45 of the TDM Plan:

"The approach recommended in this Plan is to allow the Plan to be self-enforcing, as proposed through annual monitoring, reporting and Plan refinement...This requirement in itself constitutes a form of financial penalty since the cost of revising the Plan and introducing new strategies along with marketing and promoting the strategies can be an incentive to implement robust strategies in the initial Plan and avoid the cost of revising the Plan, or implementing more costly strategies."

This chapter describes the approach, program components, and proposed process of the monitoring program. As described in the Alameda Point TDM Plan, this process would be overseen and managed by the TMA. However, APP will work with the TMA to support the monitoring effort.

MONITORING APPROACH AND PROCESS

The monitoring approach and process for Site A includes the following:

1. Monitor
2. Analyze
3. Report
4. Refine
5. Implement

Monitoring Plan

The TMA will develop a data collection plan for traffic/bike/pedestrian counts, parking occupancy surveys, and an employee/resident survey. These materials will be updated each year, yet should facilitate consistent data collection and analysis across years.

Data should be collected over a one week period during the fall or spring during a "typical week" - one in which there are no holidays or rainy weather. Data collection should be done during the same month each year. The following data will be collected:

- Annual traffic counts at all entry and exit points to the site during AM and PM peak-hour.
- Sampling counts to determine automobile occupancies and carpool rates
- Resident and employee travel and TDM surveys, via hard copy and web-based survey methods
- Bicycle and pedestrian counts along key facilities or at gateways
- Parking occupancy for public and private, on- and off-street facilities

The Transportation Representatives will work with the site-level TDM Coordinator and the TMA to make sure the survey is distributed to all residents and employees, with a goal of a 60% response rate.

Access will be provided to all public and private parking facilities to allow parking occupancy counts to be conducted. Leasing agreements should stipulate that all private property owners shall provide parking and trip data on an annual basis or allow the TMA and/or City to count parking occupancy and vehicle trips annually.

Data Analysis

The TMA will analyze the data collected to measure the following metrics:

- Analysis of peak hour traffic counts to compare with the peak hour baseline trip generation for residential and non-residential land uses
- Employee and resident mode split
- Participation rates in TDM programs and services
- Parking utilization throughout the day at public/private on- and off-street facilities
- TDM program awareness
- Cost-effectiveness of the TDM program

In monitoring Site A's trip targets, it is strongly recommended that the monitoring program evaluate Site A's trips in the aggregate, and not try to differentiate trip type. From a practical perspective, trying to monitor "commercial" or "residential" trips will likely prove problematic. The surveys would provide a more appropriate method by which to determine mode split and travel behavior by user group or specific building/tenant.

In addition, the data collection and analysis process will enable the TMA to gather more qualitative data, such as employee and resident feedback on what programs they are using, what is working well, and how programs can be improved.

The data can be analyzed and cross-referenced to derive information such as by what mode employees and residents of Alameda Point travel for various trip purposes; the frequency of travel by a mode other than the single-occupant-vehicle; or which TDM services employees and residents use and why (and vice versa). This data can be further cross-referenced with demographic data to classify travel characteristics by personal and household characteristics such as occupation, income, vehicle ownership, vehicle

availability, place of residence, and household size. Cross-referencing is valuable in targeting specific groups with programs designed to meet their needs.

Annual Reporting

Following the data analysis the TMA will prepare an annual TDM Progress Report that summarizes the transportation program over the preceding year, intended upcoming changes, and achievement towards the trip reduction targets. The reports should be submitted within a month of the completion of the data collection. This report will be submitted to the TMA Board of Directors and posted online for public review. Descriptions of elements that will be included in the Progress Report are listed below:

- Introduction identifying goals of the TDM plan
- Summary of past performance
- Findings of the data analysis, including but not limited to:
 - Comparison of vehicle trips to trip reduction target
 - Mode split data by group
 - Parking occupancy rates
 - Bicycle and pedestrian counts
- Employee and resident survey results
- Any recommended or planned changes to the TDM program based on the performance of the programs over the past year or responses to the surveys

Refine and Implement

As needed, and based on the findings presented in the Annual Report, APP, in collaboration with the TMA Board of Directors and City, will develop an annual detailed refinement plan for the Site A TDM Compliance Strategy to improve performance of the program so as to reasonably meet the trip reduction targets by 2035. The refinement plan will include a detailed implementation program for program refinements, including required actions and timelines for property owners, businesses, tenants, and residential associations.

At this time, it is not possible or prudent to define exactly how the program can and should be revised if it does not reasonably comply with the trip reduction targets. Refinements to the TDM programs will need to be developed based on trip counts, survey data, and detailed information regarding travel behavior of residents employees, and visitors. Potential revisions to the TDM programs could include:

- Service modifications for ferry and bus services, such as expanded service hours, increased service frequency, or schedule/route changes
- Increased financial subsidies for transit, biking, walking, or ridesharing and/or direct financial payments to reduce single occupancy vehicle trips
- Improved and diversified parking management, including increasing parking fees
- Enhanced marketing and promotion of TDM programs
- Expanded bike sharing and car sharing services
- Additional investment in transit, biking, and walking infrastructure
- Increased TMA staffing levels
- Administrative changes to ensure that programs are as user-friendly as possible to use
- Other measures determined to be appropriate by APP, the City, and TMA

EXHIBIT K
EXISTING LEASES

SITE A

Building	Lessee	Address	SF	Term	Expired	Use	Monthly Income	Annual Income
13	Pacific PinBall Museum	2100 Ferry Point, Suites 100-300	1,200	3/9/07 - 10/31/17		Storage of museum artifacts	\$ 2,446.00	\$ 29,352.00
13	Edge Innovation	2100 Ferry Point, Suite 400	400	MTM	12/31/2009	Storage of Tenant's product and equipment	\$ 1,000.00	\$ 12,000.00
67	Puglia Engineering	410 W. Seaplane Lagoon	14,000	MTM	7/31/2011	Ship repair and related activities	\$ 5,484.00	\$ 65,568.00
90	PMRG Mgt. office	101 W. Atlantic Ave.	4,500	MTM		Alameda Point management office	\$ -	\$ -
98	Conmar	451 W. Seaplane Lagoon	8,200	MTM	9/30/2011	Light industrial, statuary, concrete and similar small construction uses	\$ 2,745.00	\$ 32,940.00
113	Fred Grandy	450 W. Atlantic Ave.	13,115	9/9/2014 - 9/8/2015		Design, sale and fabrication of toys and decorative items	\$ 3,278.57	\$ 39,342.84
117	Delphi Production	2251 Orion Street	9,200	MTM	8/31/2014	Design, sale, manufacture, distribution and storage of exhibit space and related activities	\$ 18,115.64	\$ 217,387.68
119	Wonky Kitchen	151 W. Seaplane Lagoon	4,700	9/4/2012 - 12/31/2015		Commercial kitchen for food production & packaging	\$ 1,700.00	\$ 20,400.00
162	Alameda Municipal Power	400 W. Atlantic Ave	38,500	6/1/2000	No lease	Storage of electric utility equipment and materials	\$ 11,103.00	\$ 133,236.00
512	No info. on this bldg.						\$ -	\$ -
517	Walashek Industrial	150 W. Trident Ave.	8,206	1/21/13 - 10/16/2015		Light industrial shop for valve repair and related marine support and repair work	\$ 2,462.00	\$ 29,544.00
564	Love Fellowship Church	190 W. Trident Ave.	8,750	10/17/2014 - 4/16/2016		Church	\$ 2,000.00	\$ 24,000.00
LAND	Rain Defense	330 W. Trident Avenue	19,800	MTM	2/28/2015	Land lease for roofing company	\$ 1,980.00	\$ 23,760.00