Exhibit 2

TRANSPORTATION DEMAND MANAGEMENT PROGRAM ALAMEDA LANDING ALAMEDA, CALIFORNIA

May 14, 2007

Approved by Planning Board



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1.0 Introduction

This Transportation Demand Management (TDM) Program for the Alameda Landing Mixed-Use Project meets the requirements of the Alameda Landing Mixed-Use Commercial Project Development Agreement, the Alameda Landing Mixed Used Residential Project Development Agreement, the Bayport/Alameda Landing Master Plan and Master Plan Conditions of Approval, the Alameda Landing Mixed Use Project Disposition and Development Agreement, and the Mitigation Monitoring and Reporting Program for the Alameda Landing Mixed Use Project. The project entitlements provide approval for development of 20,000 square feet of health club, 400,000 square feet of office, 300,000 square feet of retail, and up to 300 dwelling units.

Entitlement documents for Alameda Landing require:

- Approval of a Transportation Management Program for the site concurrent with approval of the first Development Plan for construction of Alameda Landing commercial or residential;
- Operation of the first phase of the TDM Program on 'Day One' of the certificate of occupancy for either the 100,000th square foot of commercial or the 150th dwelling unit;
- Employing a TDM manager to coordinate, monitor, and implement the Program;
- A phasing program describing a schedule of implementation of the various TDM Program components;
- Annual reporting to City of TDM Program effectiveness and progress; and,
- Establishment of a funding mechanism to establish the TDM Program, including long term operating and management expenses.

From 'Day One' of the first day of occupancy for either the 100,000th square foot of commercial or the 150th dwelling unit, the TDM Program will include:

- i. An operational Alameda Landing Transportation Management Association (TMA);
- ii. A part time TDM coordinator to manage the TDM Program;
- Regular supplementary ground shuttle service with sufficient bike racks and indoor space for bicycles when the shuttle is not crowded that provides 30 minute head-way, peak hour (3.5 hours in the AM and 3.5 hours in the PM), weekday direct service to 12th Street BART;
- iv. A "Guaranteed Ride Home Program" through Alameda County;
- v. A Marketing Program, including information brochures and website; and,
- vi. A completed Water Shuttle Feasibility Report. The Water Shuttle shall be implemented as soon as is practicable (See Section 5.2 below).

These first TDM phase requirements may be adjusted with the mutual consent of the Planning Board and the Alameda Landing Commercial Project Developer.

The Alameda Landing TMA will be formed and operational to manage the provision of service to Alameda Landing beginning Day One. The Alameda Landing TMA will be structured to allow expansion to accommodate additional financial partners and to expand the delivery of services over time. The TMA could potentially be expanded as other developments come on line in West Alameda, or to a broader geographical reach consistent with Citywide TDM policies.

The Alameda Landing Commercial Project Developer will fund the start up cost of the first phase of the TDM Program on Day One. TDM Program revenues will grow as Alameda Landing

is developed and occupied. Additional TDM Program components will be added as TDM revenues equal or exceed the cost of operations. The pilot Water Shuttle will be implemented based on the Water Shuttle Feasibility Report and an assessment as to when the Water Shuttle will be most likely to succeed. See Section 5.2.

Within Alameda Landing, every property owner and tenant will be a participant in the TDM Program, except that affordable housing owners/tenants will not pay annual TDM assessments. The TDM Program initially will serve Alameda Landing Project owners and tenants, although others may also take advantage of its services.

The Alameda Landing TDM Program is intended to be a permanent component providing transit services and reducing single occupancy vehicle travel. However, the features of the TDM Program, its components, operational parameters, evaluation methodology, etc. are subject to revision based on annual and ongoing evaluation and the operational needs of the Program, within the constraints of TDM revenues generated by Alameda Landing.

Section 2 of the TDM Program presents the objective and phasing elements of the Program, while Section 3 presents an implementation strategy. Section 4 outlines the monitoring, evaluation and annual reporting process. Section 5 presents a description of individual TDM Program elements.

2.0 Program Goal & Phasing

The overall goal of the Alameda Landing TDM Program is to implement on a permanently funded basis programs and measures intended to reduce weekday peak hour single occupancy vehicle (SOV) trips, weekday total SOV trips, and total emissions, and increase awareness and use of alternative modes of transportation.

Because construction of Alameda Landing is expected to occur over a phased period of development, the TDM Program will grow as TDM Program revenues grow. The phasing of build-out will depend on various factors, primarily market demand and infrastructure development.

AC Transit does not currently serve the site, but does provide service to nearby areas. The Alameda Landing Commercial Developer will continue to collaborate with AC Transit to develop mass transit commuter options to the West End. The long term goal of the Alameda Landing TDM Program is that Eco Pass will be viable and that ground shuttle services initially operated by the Alameda Landing TMA would eventually be taken over and run by AC Transit.

Serving the needs of retail shoppers is one of the most challenging aspects of vehicle trip reduction programs. Therefore during startup and the early years of operation of the Alameda Landing TDM Program, the first priority will be to reduce peak hour residential and commercial/retail employee SOV commute trips; as the Program matures and grows, and based on the addition of other partners, it can strive to reduce shopper trips and total daily SOV trips. The long term goal is to reduce retail shopping trips, as well as residential and employee trips

It is the obligation of the developer to have the first phase of the TDM Program operational on Day One, which is defined as the earlier of occupancy of the 150th dwelling unit or occupancy of the 100,000th square foot of commercial development.

Activity	Day One
Alameda Landing TMA	Operational
TDM Manager	Part-time (10 hours/week)
BART Shuttle Program (8 hours per day, Monday - Friday)	Minimum 30 minute headways during commute hours
Pilot Water Shuttle Program: max allocation is \$125k unless other sources fill gap. Developer to fund pilot program gap. On call during commute hours.	Completion of Water Shuttle Feasibility Report
TDM Program Marketing, Website, and survey for employer and residents	Part-time TDM Manager
Guaranteed ride home and ride matching.	Part-time TDM Manager

Table 1 – Day One services

3.0 Implementation

This section outlines the process for Transit Management Agency (TMA) organization and the role of the TDM Program Manager. Section 3.12(b) of the Alameda Landing Mixed Use Commercial Development Agreement provides for imposing assessments, fees or other mechanisms on the Alameda Landing Property to fund the TDM Program. Specifics of the mechanism to collect TDM Program revenue and the relationship of the various Alameda Landing owners associations will be set forth in the Covenants, Conditions and Restrictions (CC&Rs) for Alameda Landing.

3.1 Organization

Objective

A non-profit TMA for Alameda Landing will act as the governing body for TDM strategy and programs, maximizing results by coordinating the programs and efforts of various participants.

The TDM Program for Alameda Landing is designed to allow for expansion of key program elements by additional development in West Alameda. Alameda Point, for example, is expected to ultimately be a participant in the TDM Program. Formation of a TMA, to unify these partners and to manage the TDM Program is part of the overall strategy of this TDM Program.

Strategy – Establishment of TMA

- The Alameda Commercial Developer will form an Alameda Landing TMA and it will begin functioning by Day One.
- The initial TMA Board will have a minimum of the following (totaling five members):
 - The Master Declarant representative (2 votes)
 - A representative of retail/commercial associations (1 vote) and residential association (1 vote); (2 votes total)
 - o City Council representative (1 vote)

Tasks of the TMA

- Hold Board meetings on a regular basis to assess TDM Program strengths and to recommend areas needing assistance.
- Expand Board with new participants as additional financial partners are added.
- Expand delivery of program services to new areas commensurate with funding ability.
- Ensure that the addition of new geographic areas and new financial partners substantially maintains, and does not degrade, levels of service provided to Alameda Landing.
- Ensure that Transportation Management Association (TMA) activities, services, and programs support citywide TDM policies and goals as articulated in the General Plan.

3.2 TDM Program Manager

TDM Program Manager Responsibilities:

Program Development

- Plan, coordinate with existing transit services, implement and administer the ground shuttle including: design route and stops, coordinate schedule with the employees and residents that use the Program, select and manage the operator, arrange housing/fueling/maintenance of the vehicles.
- Develop and revise, as appropriate, shuttle service to public transit.
- Twice a year conduct an alternative transportation awareness campaign.
- Design, develop, maintain and market the Alameda Landing TDM website.
- Research and assess the potential applicability of other TDM measures for the Alameda Landing workforce and residents.
- Coordinate with City, AC Transit and other transportation agencies to achieve and maintain public transit access to the site.
- Coordinate the Program with employers in the surrounding area, if feasible.
- Develop, conduct/facilitate and summarize the Annual Survey (See Section 4)
- Establish and maintain a working budget for the various TDM Program elements, report, annually, to the Alameda Landing owners associations, the City of Alameda, and the Alameda Landing Commercial and Residential developers.
- Prior to occupancy of the 150th dwelling unit or occupancy of the 100,000th square foot of commercial development, prepare and submit to the Alameda Public Works Director the Water Shuttle Feasibility Report.
- Report regularly to the TMA Board.

Implementation

- Provide information to employers and employees through the website on where and how to purchase transit tickets, including AC Transit and BART.
- Facilitate implementation of optional employer transit subsidy programs, providing opportunities for on-site commuter check distribution as requested by employers.
- Promote commute alternatives and incentives to all employees.
- Work with new tenants to conduct transportation orientation for management and employees, encourage participation in the TMA as well as participation in other available transportation programs.
- Plan area wide transit marketing plans and strategies.
- Coordinate rideshare matching through the Alameda Landing TDM Program website and 511.org.
- Review survey results and traffic information to make recommendations for amending (as needed) routes and schedules of shuttle programs.
- Work with AC Transit, the Oakland/Alameda Ferry, and future developments at Alameda Point and in the City of Oakland to ensure that the TDM Program is well coordinated with existing and planned local and regional transportation services. Collaborate on the shuttle system with large West Alameda entities (i.e. West Alameda Business

Association (WABA), the Alameda Point Master Developer, SummerHouse, the College of Alameda, Marina Village, Independence Plaza, etc.).

Administration

- Represent Alameda Landing on transportation issues and concerns at City, local and/or neighborhood meetings, as needed.
- Maintain TDM Program website
- Manage ground shuttle program and Water Shuttle program contracts.
- Manage monitoring and reporting of Program.
- Report results of Annual Survey and summarize key TDM activities of the previous year and anticipated changes for the upcoming year in the annual report to the Alameda City Council for review.

3.3 Budget

The first phase of the Alameda Landing TDM Program is structured to be implemented from Day One. The TDM Program delivers a set of baseline required services in the first phase, gap funded by the Alameda Landing Commercial Developer. TDM Program revenues will grow gradually reducing the need for gap funding. At any point, should TDM Program revenues exceed TDM Program expenditures, surplus TDM revenues would be applied to additional TDM Program services. Conversely, TDM Program services will not exceed Phase One requirements until adequate TDM Program revenue is generated by TDM assessments. It is intended that Water Shuttle service will be initiated as soon as it is practicable, funded by a combination of TDM Program assessments and Developer gap funding, based on the Water Shuttle Feasibility Report.

In accordance with the Alameda Landing Commercial Development Agreement, the TDM Budget shall be \$425,000 per year (in 2006 dollars) assuming full build out of the Project to the maximum permitted by the Master Plan. Commencing on January 1, 2008, the TDM Budget will increase by the percentage increase reflected in the Bay Area Consumer Price Index for the period between the Effective Date of the Development Agreement and January 1, 2008. Each January 1 thereafter, the TDM Budget will increase by the percentage increase reflected in the Bay Area Consumer Price Index for that year. The TDM Budget shall be used to fund long-term annual operating and management expenses of the TDM Program (including, without limitation, expenses incurred for the transportation system manager, shuttle system and water shuttle operations and maintenance, marketing, feasibility studies, emissions assessments, transit passes, and annual surveys and reporting), but not capital expenses (such as construction and maintenance of the water shuttle landing, bike racks and storage facilities, purchase of shuttle vans or the water shuttle boat, or bus shelters).

Use	Total Approved Build Out	essment per per year*	Ar	timated Total nual ssessment
Office	400,000	\$ 0.60	\$	240,000.00
Retail	300,000	\$ 0.36	\$	108,000.00
Health Club	20,000	\$ 0.60	\$	12,000.00
Homes	225	\$ 300.00	\$	67,500.00
Affordable Homes	75	\$ -	\$	-
TOTAL POINTS			\$	427,500.00

Table 2 – Estimated TDM Budget at Full Build Out

*Assessments are subject to annual increase according to changes in the Bay Area Consumer Price Index for the San Francisco-Oakland-San Jose Metropolitan Area.

4.0 Monitoring, Evaluation and Annual Reporting

4.1 Annual Report

Conditions of Master Plan approval and the Alameda Landing Commercial Development Agreement require that an Annual Report on the TDM Program be submitted to City Council for review. The TDM Annual Report will be submitted to the Transportation Commission for review and comment at the Commission's first meeting in January and prior to submittal to City Council in March. The Annual report will provide the following information:

- An accounting of Annual TDM Program expenditures.
- Ground and Water Shuttle ridership counts; AC Transit ridership counts if available and if applicable.
- Ongoing assessment of the Water Shuttle; see Section 5.2.
- Summary of marketing activity, including available statistics on distribution of materials to employees and residents.
- An update concerning implementation of new measures and new activities discussed in the previous Annual TDM Report.
- A list of Program elements that are planned to be initiated and/or discontinued over the next year.
- A review of web site traffic statistics.
- A discussion of any new opportunities to implement other peak-hour trip reduction and/or trip elimination programs, such as compressed work weeks, telecommuting, staggered hours, flex-time, or incentives for local hiring.
- An assessment of feasibility of incorporating zero or low emission strategies to minimize program emissions and maximize use of clean air vehicles and maximize opportunities to partner with Alameda Power & Telecom. Ongoing assessments shall be provided as part of the required Annual Report.
- The Annual Report should discuss opportunities and efforts to implement other peakhour trip reduction and/or trip elimination programs, such as compressed workweeks, telecommuting, staggered hours, flextime, and incentives for local hiring.
- The Annual Report should include a review of current parking strategies and a discussion of potential parking strategies to support transportation demand management objectives.

Based on the results identified in the Annual Report, the TDM Manager shall determine whether available TDM funds should be reallocated between TDM components to maximize effectiveness of the TDM Program. If the TDM Program Manager determines through survey results or evaluation of new and best practice standards that the TDM Program is not achieving maximum effectiveness given available funding, then the TDM Manager will assess appropriate additional TDM measures and propose reallocation of existing funding or strategies to secure more active employer based participation. Any decision by the TDM Manager to reallocate funds in excess of an aggregate of \$45,000 in the TDM Budget between TDM components in any annual reporting year shall be submitted to the City Council for approval concurrent with Council review of the Annual Report. Although the TDM Manager and the City Council have authority to reallocate available TDM funds among TDM components, neither the TDM Manager, the TMA, nor the City Council may impose any additional TDM fees or employer requirements in excess of those already provided for in the Alameda Landing Development Agreements. The Alameda Landing Commercial Development Agreement provides that except

for the potential 15% increase in TDM Charges outlined in Section 3.12.1(d) of the Development Agreements and discussed below under Section 4.3 there shall be no penalty, fine or other consequence (whether financial or otherwise) to the Vested Elements (as defined in the Development Agreement) imposed on Developer in the event that any monitoring reveals that the TDM Program has not met any established goal.

4.2 Monitoring

As noted above, the TDM Manager will use the Annual Reports to determine whether available TDM funds should be reallocated to maximize the effectiveness of the TDM Program. As required by the Conditions of Approval, annual surveys will be conducted as part of the Annual Report and the results will be used to evaluate TDM Program effectiveness and the need to reallocate TDM funds. Both the Bay Area Air Quality Management District and the Metropolitan Transportation Commission use surveys extensively for a wide variety of projects in both the public and private sector. Further, recipients of Transportation Fund for Clean Air (TFCA) shuttle funds (from BAAQMD) must survey rider ship every year. The following sections outline the survey process and reporting requirements.

Surveys will be conducted every October. The first Annual Survey will be conducted during the month of October following the first full 12 months of occupancy of the first 100,000 square feet of commercial or the 150th dwelling unit.

Traditionally, obtaining responses from residents is the most challenging aspect regarding participation in TDM surveys. Even in the best of situations, a 20% return is difficult to obtain. A good rate of retail tenant survey participation is 30%. Office tenants are the most reliable regarding survey participation. With the aid of HR departments and email campaigns, we estimate that a 60% return on office tenant surveys is aggressive but feasible. The TDM Program Manager will use the following methods to maximize survey returns:

- 1. Advance Marketing
- 2. Use of existing communication infrastructures (employer newsletters, "Send All" emails, Homeowners Association newsletters, etc.)
- 3. Creation of distribution lists (contacts at key employers, commercial, residents, etc.)
- 4. TDM Manager holds pre-survey strategy meetings with key contacts
- 5. Use of clear, concise letter and survey
- 6. Making survey available in hard copy and on line
- 7. Enclosing self addressed stamped envelope (residential)
- 8. Use of high profile publicity and marketing campaign during survey period (posters, banners, flyers, etc.), including raffles and incentives for residents and employees who return survey.
- 9. Use of local merchants for raffle gifts
- 10. Creation of corporate incentives for employers with best return rate
- 11. TDM Manager visits key employers during survey period.
- 12. Use of free transit passes in exchange for completed surveys.

Appendix B contains a sample cover letter and sample survey for commercial tenants that would be distributed either in hard copy or electronically. **Appendix C** contains a sample cover letter and sample survey for residents. Residents, employees and employers will also be able to review and fill out the survey from the TDM Program web site. Survey forms and survey questions will be adjusted on an ongoing basis based on the operational needs of the Program.

To be sure that the percentage of returned surveys is sufficient to show a trend in the habits of the users of the TDM Program, 30% of commercial office and retail employees and residential households will be the minimum target. The TDM Program will strive to achieve a 40% response rate.

4.3 Five Year TDM Program Evaluation

Under Section 3.12.1(d) of the Alameda Landing Mixed Use Commercial Project Development Agreement, if certain conditions are met, the TDM Program Budget may be subject to a one-time increase. Section 3.12.1(d) requires that the TDM Program contain criteria for assessing the success of the TDM Program at the time of the 5th Annual Report. (The "Success Criteria")

Step 1: Concurrent with preparation of the fifth Annual Report, the Community Improvement Commission (CIC) Executive Director will evaluate conditions related to build out of Alameda Landing and operation of the TDM Program. The CIC Executive Director will evaluate whether TDM Increase Conditions Precedent are met, including: (i) whether the Project Internal Rate of Return (IRR, as defined in Section 3.5(a) of the DDA) exceeds eighteen percent (18%); (ii) whether the Project is experiencing more rapid retail, office or residential absorption than anticipated in the initial Project absorption schedule <u>Exhibit I</u> to the Alameda Landing Mixed Use Commercial Project Development Agreement (the "Unanticipated Success"); and (iii) whether, the Unanticipated Success has caused the TDM Program to be insufficient in meeting some or all of the Success Criteria (defined below) and the funds to be generated by an increase in the TDM Budget could be effectively used to assist in meeting such unmet Success Criteria. The CIC Executive Director shall submit a summary of the evaluation to City Council accompanying submittal of the fifth Annual Report.

Step 2: The Success Criteria are hereby established as 10% reduction in peak hour residential trips and a 30% reduction in peak hour commercial/retail employee trips. These reduction goals are above average given that existing mass transit services to the site are not available and economic disincentives to SOV use are not supported by the market. The achievement of the Success Criteria will be established using the ITE trip generation rates utilized in the Supplemental EIR for the Alameda Landing Project as the baseline.

The Alameda Landing TMA will use survey results conducted as part of the Annual Report process (See Section 4.2 above) to determine actual trip reduction. Since ITE trip rates calculate the number of trips in terms of the average number of trips per time period of interest (in our case Peak Hour), survey results will be converted to a similar "average number of trips per Peak Hour" basis. For example: an office employee reports on a survey that for the survey week he took a bike one day, the shuttle three days, and his car one day. For the purposes of evaluation this situation would translate into a reduction of 0.8 employee trips per peak hour for the week.

If the CIC Executive Director finds that the TDM Increase Conditions Precedent are met, then at the time of review of the fifth Annual Report, the TDM Manager will submit to the CIC Executive Director an evaluation based on the survey results documenting performance of the TDM relative to the established Success Criteria, and City Council will determine if the TDM Program is meeting established Success Criteria.

a) If the evaluation submitted by the TDM Manager documents that the Success Criteria have been met, then the City Council has the option to request collection of actual peak hour traffic count data to validate the survey results unless the Alameda Landing Commercial Developer elects to increase TDM Charges 15% as specified below. If such counts are to be collected, then the City will meet and confer with the TDM Manager to position traffic counters at driveways and key entry points to the Project and to design a cost effective analytical methodology that would account for pass-through trips and avoid double counting of internal trips. Alternatively if a cost effective methodology cannot be developed, the TDM Manager and the City may consider alternative validation methods, such as shuttle and carpool ridership counts and bicycle counts to validate the effectiveness of the program.

b) If the City Council determines that the Success Criteria are not being met, then within 90 days after the Council's determination, the Initial TDM Charges, as escalated by the Bay Area Consumer Price Index adjustment pursuant to the Alameda Landing Mixed Use Commercial Project Development Agreement, will be increased by fifteen percent (15%) for the duration of the term of the Disposition and Development Agreement for the Alameda Landing Mixed Use Project (DDA). At the sole election of Developer, any required increase in TDM Charges may be funded by increased assessment or fees imposed on the Alameda Landing Property, or by a Developer subsidy, or any combination thereof.

5.0 Program Elements

This section summarizes the TDM strategies and measures identified for Alameda Landing. The general strategies are described (Section 5.1), followed by the measures included in the TDM Program Elements (Section 5.2).

5.1 TDM Program Strategies

The TDM Program focuses on six primary strategies: provision of commute alternatives, marketing and promotion, on-site amenities, financial incentives, tenant and resident participation and parking management.

Commute Alternatives: The TDM Program includes shuttle service to transit providers in the area, including BART and AC Transit, and will be modified to accommodate the needs of the Alameda Landing users. Alameda Landing will include a park and ride lot.

Support Measures - Marketing and Promotion: The TDM Program includes a marketing program to make users at the site aware of the available commute options and services provided to the TDM Program and local transit agencies. The marketing and promotion effort will include distribution of information on available commute services, assistance with commute planning and other services that make the use of commute alternatives more convenient.

On-Site Amenities: Providing amenities and services within Alameda Landing will reduce the need for employees and residents to travel off-site during the work day and reduce the need for employees to have their own vehicles at work. Amenities and services are expected to include:

- Shower in each office building
- Secure bike storage
- Restaurants
- ATMs and other financial services
- Convenience retail
- Fitness center
- Recreation (promenade, waterfront, parks, bike and walking trails)

It is also anticipated that large employers will provide on-site amenities that will be available to their employees. Typical amenities include company cafeterias, ATMs, postal centers and fitness centers. The Master Plan for Alameda Landing incorporates specifications for sidewalks, bicycle lanes, off-street trails, bus stop amenities (e.g. shelters and benches) that will enhance the pedestrian and bicycle environments, further encouraging mode change.

Financial Incentives: Current discussions with AC Transit are exploring use of Eco Pass for Alameda Landing. Use of Eco Pass may not be viable at the outset, but will continue to be part of on going discussions with AC Transit. Employers will be encouraged, but not required, to provide financial incentives for alternate commute modes, such as transit allowances (Commuter Checks, Eco Pass, when and if viable) and direct subsidies of transit, ridesharing and walk and bicycle travel modes to Alameda Landing. Similarly, the TDM Manager will work with

homeowners and homeowner associations to encourage participation in the TDM Program, including use of commuter checks and Eco Pass, when and if viable for residential projects.

Parking Management: Parking management measures include a wide variety of actions that can influence the availability and location, as well as demand for, parking. Parking management actions could include, for example, the provision of specially signed, optimally located spaces reserved for carpools and rideshare vehicles.

Tenant Participation: Tenant participation is key to the effectiveness as well as the measurement of the effectiveness of the TDM Program. Through leases and the CC&Rs, tenants and residents will be encouraged to participate in the Annual Survey.

5.2 TDM Program Elements

The TDM Program Elements include actions to develop and implement a TDM program by the TDM Program Manager.

TDM Program Manager: The Manager will have the primary responsibility for developing and marketing the TDM Program. The specific responsibilities of the Program Manager are outlined in Section 3.5.

AC Transit Service: During the formation and design of the TDM Program, the Alameda Landing Commercial Developer has met with AC Transit to discuss economic and operational feasibility of bringing mass transit service to the site and to implementing an Eco Pass system. AC Transit has expressed interest in altering existing routes and integrating Alameda Landing into its system. AC Transit is also interested in implementing an Eco Pass system, though it has not yet implemented such a system for a mixed-use application. The TDM Manager and the Alameda Landing Commercial Developer will continue to work with AC Transit to collaborate and to implement AC Transit service and Eco Pass on site as soon as it is feasible. The long term goal is to work with AC Transit toward implementing a local public transit system. It is not the intent of the TDM Program to fund a private shuttle that would compete with AC Transit, nor to fund AC Transit's provision of basic levels of service. However in the near term, a supplementary ground shuttle operated by the TDM Program will probably represent the most viable operational alternative.

Supplementary Ground Shuttle Service: The long term goal is that all public transit and augmented ground shuttle service be provided by AC Transit at a minimum of 15 minute headways. Until AC Transit can provide service to the site at this level, the Alameda Landing TMA will initially operate regular, 30 minute headway, shuttle service with sufficient bike racks (number of racks to be adjusted based on demand and indoor space for bicycles when the shuttle is not crowded) during peak commute hours (3.5 hours in the AM and 3.5 hours in the PM), weekday direct to 12th Street BART station. It is anticipated that the shuttle service could expand to reach residential areas and outside the project to the Webster Street Business District and potentially the Oakland/Alameda Ferry, if the TDM Manager determines that sufficient TDM funds, in accordance with TDM priorities, are available to fund such service.

Water Shuttle Service: A Water Shuttle Feasibility Report will be complete by Day One. If feasible, pilot program Water Shuttle service to Jack London Square will be initiated as soon as is practicable. The Water Shuttle will provide on-demand service during peak commute hours for at least one year from initiation of Water Shuttle service. The Feasibility Report will include an assessment of zero- or low-emission strategies to minimize program emissions and maximize use of clean air vehicles and maximize opportunities to partner with Alameda Power & Telecom.

It is the intent of the TDM Program to initiate the pilot Water Shuttle service at the most optimal time for initiation of service to increase its chances of success. It is hoped that the pilot Water Shuttle will become a permanent TDM Program service for Alameda Landing. Continuation of the pilot Water Shuttle will be influenced by such factors as ridership levels, cost per rider relative to other forms of shuttle service, and securing partners and additional funding sources. It is likely that the highest levels of ridership would be achieved when the retail and employment activity is at its most intense. This would be at full build out. However, and subject to the Water Shuttle Feasibility Report, it is the goal of the TDM Program to accelerate start up of the pilot Water Shuttle and begin service by the time the Alameda Landing Commercial Project has commenced occupancy of the retail buildings located in the Second Demolition and Backbone Infrastructure Phase, as defined in the DDA. The Water Shuttle Feasibility Report will address the process to determine start up timing in greater detail.

Regarding Water Shuttle funding, the TDM Program is not expected to generate sufficient revenue to support operation of a Water Shuttle at the time of anticipated operation. Should start up of the Water Shuttle operation be accelerated as expected, and should it be discontinued after a year-long pilot operation, any accelerated funding subsidy provided by Developer would not be reallocated to other TDM Program components. If the Water Shuttle program is operating and is discontinued, then any assessment fee-based funding (as opposed to developer subsidy) used for Water Shuttle operations would be reallocated to other TDM Program activities. If applicable, recommendations regarding priorities for reallocation of Water Shuttle funding would be discussed as part of the Annual Report submitted to City Council. Priorities for fund reallocation would include such things as expanding ground shuttle service to other commercial centers, such as Webster Street, and reducing headways for cross-estuary ground service to BART. Proposed reallocations of Water Shuttle funding would be submitted to City Council for approval as part of the Annual Report.

Ongoing assessment of the Water Shuttle shall be provided as part of the required Annual Report. Criteria for effectiveness of the Water Shuttle will be included in the Water Shuttle Feasibility Report and will be based on such factors as: (1) the relative cost per passenger as compared to other TDM Program services; and (2) ridership and the frequency of use. A scope of work for the Water Shuttle Feasibility Report is attached as Appendix C.

Guaranteed Ride Home Program: The Guaranteed Ride Home program ensures that a person who uses a commute alternative will be able to get a ride home (or to another location, as appropriate) in case of personal or family illness, unscheduled overtime or other emergency. The Alameda County Congestion Management Agency (CMA) provides a Guaranteed Ride Home program that is available to employers with at least 100 employees in Alameda County. To be eligible for a guaranteed ride home, an employee must be a regular full-time or part-time employee, live within 100 miles of the work place, and both employer and employees must pre-register with the program. The Alameda County CMA Guaranteed Ride Home program will be marketed to eligible employers, and information will be provided on the Alameda Landing TDM

website. Employers will be encouraged to use this program. The Alameda Landing TMA will explore the opportunity of participating in its own right on behalf of smaller employers, thereby extending the benefits of participating in the Alameda County Guaranteed Ride Home Program to Alameda Landing employers who have less than 100 employees.

Transportation Orientation: Work with tenants to conduct transportation orientation for management and employees; encourage participation in the TMA as well as participation in other available transportation programs.

Rideshare Matching: Ridesharing, which includes carpooling and vanpooling, in anticipated to be a primary alternative to driving alone. Carpool ride matching information will be promoted to employees at commuter tabling events and as part of the Annual Survey and in the TDM website.

Carpool and vanpool match lists can be requested on-line at www.511.org.

511.org provides the following transportation services:

- Consultations to determine the best commute alternative
- Carpool and vanpool referrals
- Bicycle information and referrals
- Assistance to take public transit or telecommute
- Information on using HOV lanes, park & ride lots, Commuter Check, etc.
- Assistance in forming a carpool or vanpool
- Vanpool services and support
- On-site marketing events and commute fairs

A ride sharing application will be included as part of the Annual Survey.

Transit/Bicycle/Pedestrian Facilities: As outlined in existing City policy and the Master Plan, Alameda Landing promotes the use of transit, bicycles and walking through such key elements as:

- A system of bikeways, parks, and pedestrian paths to facilitate access to parks, recreational areas, and the waterfront.
- Opportunities throughout the site for public transit connections to the greater Alameda and Bay Area network, to the Webster Street retail district, and across the inner harbor.
- Pedestrian as well as a separate bike path shall be provided from the Bayport residential neighborhood to Alameda Landing.
- The Waterfront Promenade will feature separate, approximately ½ mile, bike and pedestrian paths to allow for bicycle and pedestrian access along the Estuary and connection to Marina Village and adjacent waterfront retail.
- All major public streets within the Alameda Landing Mixed-Use development will have sidewalks and bicycle paths on both sides of the street.
- The proposed pilot water shuttle between Alameda Landing and Jack London Square will accommodate a minimum of 10 bikes.
- Bicycle parking shall be provided at a rate of one bicycle space per 10 automobile spaces.
- At least one office building will provide indoor bike parking and lockers.
- Each office building shall include at least one shower facility for use by employees.

- All BART shuttles will have bike racks.
- Project signalized intersections will include looping pads calibrated for bicycles if warranted based on anticipated bicycle traffic, subject to approval by Caltrans if Caltrans right of way is involved.

Alameda Landing TDM Program Website: In an effort to minimize the use of printed materials the TDM will focus its marketing efforts through use of the website and electronic mail. The website will serve as an informational center for the goals, survey results and tools available through the TDM Program. Following is a list of the base elements of the site:

- Home page: states the goal of the TDM Program and the most recent updates to the Program.
- About: gives general information about the project and the TDM Program capital amenities.
- Tools page: a list of the tools available through the TDM Program.
- Research page: a page with links to relevant TDM research including items such as BART and AC Transit schedules.
- Contact Page: a page that helps you get in touch with the TDM Program Manager, and the Transportation Commission.
- Links to 511.org for ride matching and schedules.

Emission Reduction: The TDM program will include on-going assessment of feasibility of incorporating zero or low emission strategies to minimize program emissions and maximize use of clean air vehicles and maximize opportunities to partner with Alameda Power and Telecom.

Appendix A MEMO

Date: October 1, _____

To: All Employees of Alameda Landing

From: Alameda Landing Transportation Demand Management Program Manager

RE: TDM Program Annual Survey

As part of the Alameda Landing development, we are required to perform a survey of the travel characteristics of commute trips to and from work for each employee on an annual basis. The purpose of the survey is to determine the mode of travel to and from work, and to help in the development of programs to encourage more people to take alternate modes.

To ensure that we meet the TDM Program's standards, we request that every employee participate in this survey. Please follow the instructions below and return the completed survey to the Program Manager by ______.

Instructions:

- 1. Please answer all questions regarding your trips to and from work for the survey week as indicated on the form.
- 2. Return the survey as indicated n the form. The survey can be submitted in hard copy or electronically via the Alameda Landing TDM website.

If you have any questions regarding the survey or would like additional information regarding the Alameda Landing TDM Program, please contact your program manager or go the Alameda Landing TDM website, <u>www.AlamedaLandingTDM.com</u>.

All information will be kept confidential. Thank you for your participation.

Please comp	lete this surve	ey describing	• Transporta Survey #x of y. your commute to through Frida m to	and from work	during the v	veek of Monda	у
Pleas	se return the o	completed for Alameda La	m to anding thanks you	for your help.	by		
1. Employe	e name or	number: (Optional)				
2A.What is	our home	zip code?	· · ·				
-		-					
			hedule durin		y week (c	heck one)	
θ Full-time	e (5 or more	days per we	eek)	θ Part-tim	e, less that	n 20 hrs per v	veek
θ Compre	essed work v	veek (e.g., 9	/80)	θ Did not	work during	g survey wee	k
θ Part-tim	ie, more thai	n 20 hrs per	week	θ Other			
4. What tim	e did you	typically s	tart and end v	vork during	the surve	ey week?	
Start time:	:AM	/ PM		End time:	: AM	/ PM	
(Please er the survey	nter one lette v week. If yo	er into each i ou did not tra	ach day durin box, indicating y wel to work on a ne mode during a	our mode of a day, please	travel to or indicate the	e reason. On	ly one let
Prin	nary Comn	nute Mode	S	Reaso	on for Not	Reporting	
 A) Drive Alone B) Carpool * C) Vanpool D) BART E) AC Transit 	r I J	G) Ferry) Motorcycl) Bicycle) Walk () Other	e/moped	M) Coi N) Wo O) Tim	ular day of mpressed v rked at hor ne Off (vaca rked off-site	ne ation/sick)	
F) Amtrak		·	l				
To Work	Monday	luesday	Wednesday	Thursday	Friday	Saturday	Sunda
From Work							
							l

* Note: Carpool is two or more people traveling together and arriving together in Alameda, or driving more than 75% of the trip together. {NOTE: this added language covers the example where two commuters drive together from San Jose and one is dropped off in Hayward, while the driver continues to Alameda.}

- 6. If you commute in a carpool or vanpool, how many people (including the driver) are normally in the vehicle? _____ people
- 7. If your primary commute mode is public transportation (AC Transit, BART), how do you normally travel between your home and the transit stop? (check one)

θ Drive Alone	θ Motorcycle/moped	θ Walk
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- θ Dropped-Off/Picked-Up θ Bicycle θ Other
- 8. If you are a passenger in a carpool, Water Shuttle or ground shuttle, how do you normally travel between your home and the pick-up/drop-off point? (check one)

	θ Carpool/vanpool stops at house	θ	Motorcycle/n	nop	ped θ Walk
	θ Drive Alone	θ	Transit		θ Other
	θ Dropped-Off/Picked-Up	θ	Bicycle		
9.	Which of the following factors to/from work? (check up to three		-	de	er when choosing your means of travel
	θ Travel Time			θ	Comfort and safety
	θ Cost			θ	Reducing pollution/conserve energy
	θ Convenience/flexibility			θ) Traffic
				θ	Ability to make stops to or from work
10.	-	-			nain reasons that you do not use an nsit or bicycle)? (check up to threes)
	θ Transit not convenient		θPoor	bi	icycle or pedestrian access
	θ Transit too expensive		θLong) di	listance between home and work
	$\boldsymbol{\theta}$ Difficult to find others to rideshare	•	θ Nee	d c	car for job
	θ Work late or irregular hours		θ Nee	d to	o make stops to or from work
	θ Cannot get home in an emergence	y	θ Prefe	er t	to travel in private automobile
11.	If you drive alone to/from work commute alternatives on or me	-	•		willing to use any of the following eek? (check all that apply)
	θ Carpool θ Tran	sit			θ Walk
	θ Vanpool θ Bicyc	cle			θ Telecommute
	θ Ground Shuttle				
12.	If you drive alone to work, which encourage you to use a comm				ing incentives/programs would (check up to three)
	θ Financial subsidies			θ	Assistance in finding carpool/vanpool
	$\boldsymbol{\theta}$ Guaranteed ride home in emerge	nci	es	θ	Bicycle lockers/showers at work
	θ Awards/prizes			θ	Better bicycle/pedestrian access
	$\theta~$ Sale of transit passed at work			θ	Flexible work schedule
	$\boldsymbol{\theta}$ Assistance with transit information	n		θ	On-site services (e.g., ATM, childcare)
	$\boldsymbol{\theta}~$ More frequent shuttle from transit	sta	ation to work	θ	9 Other
	θ Preferred paring for carpool/vanp	ool			
13.	A pilot Water shuttle service w Alameda Landing; would you u		-		between Jack London Square and er Shuttle service?
	ΘYes			θ) No
14.	If you answered yes to #13, how n many times per day?	nay	/ days a wee	k v	would you use the shuttle? On average, how
	Days per week: (a number	fro	m 1 to 7)	т	ſimes per day:

15. If you answered yes to #13, ho	w would you get	to Jack London Square?
θ Carpool/vanpool stops at house	θ Motorcycle/mop	ed θ Walk
θ Drive Alone	θ Transit	θ Other
θ Dropped-Off/Picked-Up	θ Bicycle	
16. Do you use the ground shuttle	from the 12 th st	eet BART station to Alameda landing?
ΘYes	θ	No
17. If you answered yes to #16, ho	w many times a	week do you use the shuttle?
(a number from 1 to 7)		
18. If you answered yes to #16, ho	w do you get to	the pick-up point?
θ Carpool/vanpool stops at house	θ Motorcycle/mop	ed θ Walk
θ Drive Alone	θ Transit	θ Other
θ Dropped-Off/Picked-Up	θ Bicycle	
13. If you are interested in ride ma city:		rovide your nearest cross street &
14. How did you hear about this TDM		
θ Web search	θ Interoffice	θ TDM Manager
θ TDM Program Event	θ Other	-
14. Comments:		

Appendix B

Date: October 1, _____

To: Residents of Alameda Landing

From: Alameda Landing Transportation Demand Management Program Manager

RE: TDM Program Annual Survey

As part of the Alameda Landing development, we are required to perform a survey of the travel characteristics of commute trips to and from work for each Alameda Landing resident on an annual basis. The purpose of the survey is to determine the mode of travel to and from work, and to help in the development of programs to encourage more people to take alternate modes.

To ensure that we meet the TDM Program's standards, we request that every resident participate in this survey. Please follow the instructions below and return the completed survey to the Program Manager by ______.

Instructions:

- 3. Please answer all questions regarding your trips to and from work for the survey week as indicated on the form.
- 4. Return the survey as indicated n the form. The survey can be submitted in hard copy or electronically via the Alameda Landing TDM website.

If you have any questions regarding the survey or would like additional information regarding the Alameda Landing TDM Program, please contact your program manager or go the Alameda Landing TDM website, <u>www.AlamedaLandingTDM.com</u>.

All information will be kept confidential. Thank you for your participation.

Please complete this survey describir	nt Transportation Surver Survey #x of y. ng your commute to and from wor through Friday form to Landing thanks you for your help	k during the week of Monday						
1. Resident name (Optional)_								
2. Do you commute <u>from</u> Ala	meda on a regular basis?							
3. How many days per week of	do you commute?							
4. What are your normal com	mute times?							
5. What is the (City) destinati	on of your commute?							
6. What is your normal comm	nute mode?							
θ Drive Alone	θ Motorcycle/moped	θ Walk						
θ Dropped-Off/Picked-Up	θ Bicycle	θ Other						
•	 Are you aware of the transportation programs offered through the Alameda Point neighborhood association? (info available @) 							
8. If you commute by driving alone, what factors would encourage you to try some type of commute alternative?								
9. Would you be interested in receiving a list of other AP residents (with similar commute times and patterns) that are interested in carpools?								
$10.\ .$ How did you hear about this	TDM Program?							
θ Web search	θ Interoffice	θ TDM Manager						
θ TDM Program Event θ Other								
11. Comments:								

Please return completed survey in the stamped, self addressed envelope enclosed.

Thank you,

Alameda Landing TDM Program Manager

Appendix C

Proposed Scope of Work for Alameda Point Water Shuttle Feasibility Report

Consultant shall provide support to Alameda Landing commercial developer in designing and defining a Water Shuttle program as a part of the Alameda Landing ("AL") comprehensive Transportation Demand Management ("TDM") Program. The Water Shuttle program will focus on providing a connecting service between Oakland (Jack London Square area) and Alameda Landing. The goal of this report is to determine operational details and to determine a process for initiating and operating a successful Water Shuttle program.

1.0. DUTIES

- 1.1. Evaluation of Water Shuttle vehicle types, service parameters and operators.
- 1.2. Review relevant documents from the AL planning process, including the AL TDM Program.
- 1.3. Compare capital, operations and maintenance costs associated with various types of Water Shuttle vessels (size, designs, and fuel choice).
- 1.4. Identify opportunities and constraints associated with types of vessels described above.
- 1.5. Evaluate the feasibility of potential operating scenarios: 1) "turn key" (using existing vessel, crew, dock, and permits); and, 2) owner/operated. Provide evaluation of various procurement and operating scenarios.
- 1.6. Evaluate route, fueling and berthing options, including monetary and logistical concerns. Assess factors such as stops, fare structure and headways.
- 1.7. Establish project timeline, including: permitting and licensing (multi agency) vessel timeline, infrastructure (dock and fuel), training and program implementation.
- 1.8. Compile findings into a set of recommendations for Alameda Landing Commercial Developer.

2.0 DELIVERABLES

- 2.1 Map of recommended shuttle route.
- 2.2 Memorandum recommending vehicle fuel type, capacity of vehicles, number of vehicles and strategy for vehicle maintenance.
- 2.3 Memorandum recommending shuttle service parameters, including headways and hours of operation.
- 2.4 Memorandum describing recommended operating scenario including purchase/leasing of vehicles and type of entity that should operate the service.
- 2.5 Develop project start-up milestones and implementation timeline.
- 2.6 Develop a ridership survey.
- 2.7 Establish and utilize a Water Shuttle Steering Committee, involving key stakeholders including a representative of Bike Alameda, in preparation of the Water Shuttle Feasibility Report.
- 2.8 Identify potential funding sources (private and public sector).
- 2.9 Through consultation with key stakeholders, develop general ridership estimates for proposed service, including use of any available information regarding potential ridership that might come from outside the Alameda Landing Project.

- 2.10 Investigate potential operators of shuttle system: draft and distribute a Request for Proposals (RFP) for operation and evaluate responses.
- 2.11 Develop success criteria for evaluation of pilot Water Shuttle operation including such things as, ridership levels, cost per rider relative to other forms of shuttle service, frequency of service and securing partners and additional funding sources.