

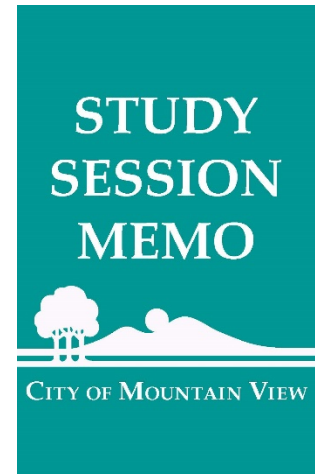
DATE: March 9, 2021

TO: Honorable Mayor and City Council

FROM: Lindsay Hagan, Deputy Zoning Administrator
Aarti Shrivastava, Assistant City Manager/
Community Development Director

VIA: Kimbra McCarthy, City Manager

TITLE: **Google Middlefield Park Master Plan**



PURPOSE

The purpose of this Study Session is to receive Council input on the proposed Google Middlefield Park Master Plan.

BACKGROUND

Master Plan Location

The approximately 40-acre Middlefield Park Master Plan (Master Plan) is generally located on the northeast corner of Ellis Street and East Middlefield Road in the East Whisman Precise Plan area. The site fronts on Ellis Street, Middlefield Road, Logue Avenue, Maude Avenue, Clyde Avenue, and the frontage road to State Route 237. It is also adjacent to the Valley Transportation Authority's (VTA) Middlefield Light Rail Station and within one-half mile of the Bayshore/NASA Light Rail Station located to the north. The site abuts the Sunnyvale Golf Course on the east, an existing church (Mountain View Korean Adventist Church), light industrial and office buildings to the south and west, and the San Francisco Public Utilities Commission (PUC) right-of-way and office buildings to the north. The Moffett Federal Airfield is located further north of the site (see Figure 1 on following page).

While the Master Plan is not immediately adjacent to existing residential land uses, the following residential neighborhoods are located within one-third mile of the Master Plan: Sunnyvale's Costa Mesa Terrance Homeowners Association (HOA) to the east (adjacent to LinkedIn); Whisman Station, South Whisman, and Slater neighborhoods to the south; and North Whisman and Wagon Wheel Neighborhood Associations to the west. The project site is one-half mile northeast of Vargas Elementary School and a corporate day-care facility, Google Children's Center at the Woods. Additionally, the site is in proximity to the Middlefield-Ellis-Whisman (MEW) Study Area, where there is ongoing cleanup of

groundwater contamination, and adjacent to a proposed eight-story, 408-unit residential development at 400 Logue Avenue.

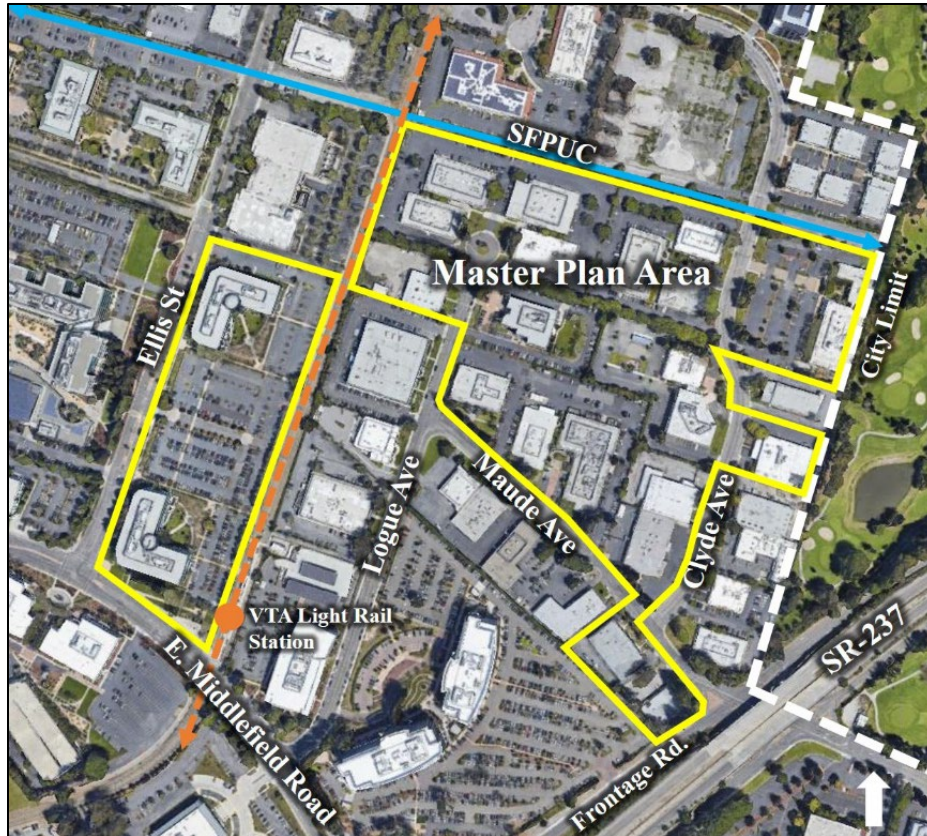


Figure 1: Project Location

The Master Plan area is currently developed with approximately 684,000 square feet of office and light industrial buildings across 14 parcels. The existing buildings are one and two stories in height, with one set of three- and four-story buildings along Ellis Street. Approximately 80 percent of the existing buildings are occupied by Google with the remainder occupied by other businesses.

General Plan and Zoning

The Master Plan has General Plan Land Use Designations of East Whisman Mixed-Use and High-Intensity Office, which envision a harmonious balance of housing near jobs, public transit, neighborhood-serving businesses, and parks. The Master Plan aligns with the General Plan by locating residential development near the Middlefield Light Rail Station and creating a diversity of land uses and open spaces to support a new mixed-use neighborhood.

Located in the East Whisman Precise Plan (Precise Plan), the Master Plan envisions transforming a suburban office and industrial area into a diverse neighborhood. Key objectives of the Precise Plan include a Jobs-Housing Linkage Program to balance the pace of nonresidential and residential development, community benefit requirements for bonus floor area, a 20 percent affordable housing target, new vehicular-bicycle-pedestrian networks, and new public open spaces, all of which will be discussed with the Master Plan in this Study Session memorandum. The Precise Plan is [Attachment 1](#) to this Study Session memorandum.

The proposed Master Plan is located within three Character sub-areas of the Precise Plan shown in Figure 2.

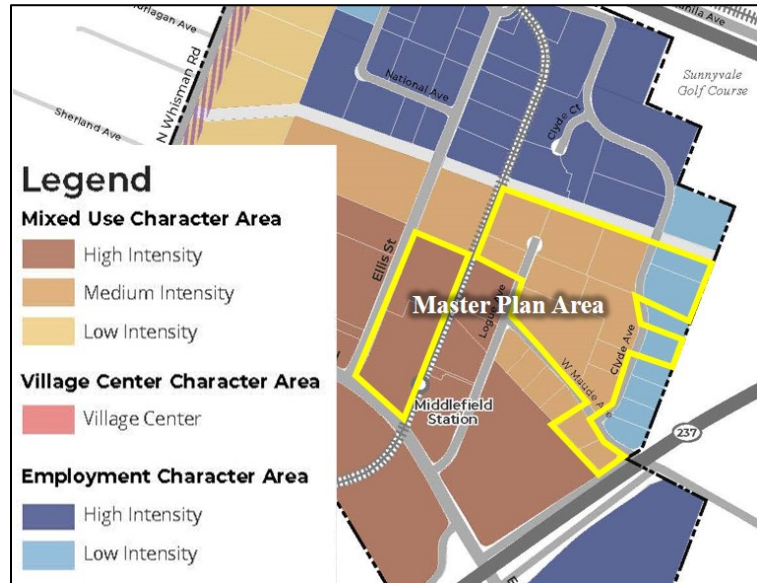


Figure 2: Precise Plan Character Sub-Areas

Community Outreach

Prior to this Study Session, the applicant and City staff met with numerous local and regional community groups, residents, and interested parties to introduce the project over 22 virtual meetings. Google hosted three (identical) neighborhood meetings in early December 2020, where 15 to 30 individuals attended each virtual meeting, and translation service was offered in Spanish. Due to the challenges of COVID-19, City staff and Google worked closely on finding additional ways to inform the public about the Master Plan, including:

- Held individual virtual meetings with interested organizations and community groups in English and Spanish;
- Sent a Citywide announcement on Nextdoor;
- Posted flyers in the surrounding neighborhood and shops at the corner of North Whisman Road and East Middlefield Road;
- Created a Google webpage (g.co/middlefieldpark) in addition to the City's [project webpage](#);

- Google hosted an online survey; and
- Created a fact sheet summarizing the Master Plan proposal in English, Spanish, and Mandarin.

A summary of the public comments received across all outreach meetings, including survey results to date, are provided in Attachment 2 to this Study Session memorandum.

EPC Study Session

On February 3, 2021, the Master Plan was presented at an Environmental Planning Commission (EPC) Study Session (see Attachment 3 – [February 3, 2021 EPC Staff Report](#)). The EPC provided input on the Master Plan’s proposed affordable housing approach, public open space, community benefits, and future development review streamlining, which is summarized in each discussion topic below. In addition to these topics, the EPC had general comments regarding the overall length of the 20-year project timeline, the desire to see ownership housing, and the proposed parking for retail and residential uses. Public comments on the Master Plan at EPC were generally supportive of the proposed Master Plan, including the planned public open spaces, pedestrian and bicycle improvements, substantial number of new housing units, and proposed community spaces. Additional comments from the public included a desire for inclusionary housing units and ownership units; thorough evaluation of utility, traffic, and parking impacts of the project; and a request to see innovative and unique architecture. Written public comments received for the EPC Study Session are also in Attachment 2.

DISCUSSION

Project Overview

A master plan is a high-level plan that identifies key components of a future development, such as the location and distribution of development, parking and circulation networks, and coordination of improvements. As a result, if the Master Plan is approved, subsequent development permits will be required for each phase of construction in order to review detailed site and building designs, and confirm compliance with City regulations and the Master Plan. Per the Precise Plan, the Master Plan is required to be reviewed by the Development Review Committee (DRC) and the EPC with a final decision by the City Council. A master plan is required for any development proposed within the Neighborhood Park Master Plan area in the Precise Plan where this project is located.

In September 2020, Google LLC submitted the Middlefield Park Master Plan to the City in partnership with LendLease, an international real estate development and investment group (collectively referred to as Google). The Master Plan proposes to demolish all existing square footage on-site in order to construct the following (see Figure 3 and Attachment 4 – Project Plans):



Figure 3: Proposed Master Plan

NOTE: Each labeled location represents buildable area, not a single building.

- A range of 1,675 to 1,900 high-density, stacked-flat residential housing units across six residential locations (labeled “R”), with a target of 20 percent as affordable units delivered through land dedication;
- Up to 50,000 square feet of ground-floor commercial space with approximately 30,000 square feet for retail/services and 20,000 square feet of community/civic spaces. The ground-floor commercial spaces are located at R1 through R5;
- Provide up to 10.5 acres of public park land, where 7.7 acres are proposed as dedicated public park land to the City and the remainder (2.8 acres) as a proposed privately owned, publicly accessible (POPA) open space;

- A range of 1.2 million to 1.3 million square feet of office across five locations (or 558,000 to 633,000 net new square feet, labeled “O”);
- Two aboveground parking structures (labeled “P”) in addition to integrated parking structures at each residential location;
- New private service streets and pedestrian and bicycle on-street and off-street improvements; and
- A private utility district to serve new buildings in the Master Plan area with water, wastewater, recycled water, thermal energy (heating and cooling), and power.

The Master Plan is proposing Bonus FAR for office (up to 628,000 square feet) and residential development (up to 413,000 square feet), which requires providing community benefits per the Precise Plan. Additionally, Google is proposing to dedicate land to the City to accommodate a future above-grade pedestrian-bicycle bridge, located on the north end of the Ellis Street properties consistent with the Precise Plan. The bridge will be a City-led capital improvement project. Full funding sources for the design and construction of the bridge are unknown at this time, but a portion of funding is anticipated from a future East Whisman development impact fee, which will be established based on a nexus study currently under way.

In addition to these project components, Google is requesting a Development Agreement for an extended entitlement period of up to 20 years, allowing implementation of the Master Plan in phased construction described later in this Study Session memorandum.

Overall, Google is proposing to comply with the Precise Plan, including the Jobs-Housing Linkage program. This program establishes all new office development with Bonus FAR to facilitate residential development at a rate of 1,000 square feet of net new office floor area to at least three residential units. Google is proposing to construct five new office locations within the Plan area, resulting in a range of net new office square footage from 558,000 to 633,000 square feet, depending on the residential development range (1,675 to 1,900 units). Additionally, the proposed net new office square footage in the Master Plan is within the planned office development for the Mixed-Use Character Area in the Precise Plan (of 600,000 to 1.2 million net new square feet) and within the available square footage in the East Whisman development reserve for new office development.

Housing

The applicant is proposing a range of 1,675 to 1,900 residential rental units in the Master Plan. Google may consider ownership housing in future phases of construction

depending on market conditions. The specific number of units and their size/bedroom count will be proposed at each phase of development. A summary of the estimated range of units per residential location and number of residents is provided in Table 1. This unit range is approximately one-third of the total target of 5,000 new residential units in the Mixed-Use Character Area of the Precise Plan. The Master Plan occupies about 20 percent of the Mixed-Use Character Area, or 10 percent of the total Precise Plan area.

Table 1: Estimated Range of Housing Units and Residents

Residential Location	Low End	High End
R1	360	405
R2	390	445
R3	225	255
R4	260	300
R5	290	325
R6	150	170
<i>Total</i>	1,675	1,900
<i>No. of Residents</i>	3,150	3,500

Table 2: Affordable Housing Obligations (No. of Units)

Range of Units	15% City BMR Req.	20% Precise Plan Target	Exceeding Req. BMR by
Low End (1,675 units)	250	335	85 units
High End (1,900 units)	285	380	95 units

All residential development in the Master Plan is subject to the City’s 15 percent inclusionary Below-Market Rate (BMR) regulations. Google is targeting 20 percent affordable units in the Master Plan through a BMR Alternative Mitigation Compliance Plan, aligning with the target identified in the Precise Plan (see Table 2 for affordable housing obligation).

Google has stated to City staff and the EPC that providing inclusionary BMR units would pose a challenge to its economic feasibility. Instead, Google is proposing to dedicate 2.4 acres of land (R4 and R6 locations) to the City for the construction of affordable housing in addition to providing the City’s Housing Impact Fee on the net new office development (estimated at \$16.1 million to \$18.3 million). Please note, the R4 location is split to accommodate market-rate and affordable housing development side by side, as shown in Attachment 4. This approach would allow the City to own the land and allow

an affordable housing developer to construct and manage the affordable housing units with funding assistance from State, Federal, and regional programs as well as the City.

Google's intent is to deliver land with each phase of market-rate residential construction in order to comply with the BMR regulations. Google is proposing an Alternative Mitigation to allow the greatest flexibility in affordable housing considered by the City, which may not otherwise be available in inclusionary market-rate development. The Alternative Mitigation must result in greater affordable housing outcomes than would otherwise be met with the inclusionary requirement, such as deeper affordability levels or higher unit or bedroom counts.

The Alternative Mitigation proposal will require further review to confirm compliance with BMR regulations. This approach would not include any inclusionary housing units, and the timing to provide affordable units is subject to funding availability and land delivery to the City. Staff believes the approach of land dedication is worth considering based on the scale and complexity of the Master Plan, the potential for City land ownership to preserve affordability in the long term, and greater opportunities for flexible affordable housing options. A comparison of benefits and limitations for each affordable housing approach is provided as Attachment 5.

The majority of the EPC noted their general preference for inclusionary housing but supported considering the BMR Alternative Mitigation if it results in more affordable housing delivered in the same time frame as market-rate units and allowed City land ownership in perpetuity. Commissioners noted that attention should be made to ensure a compatible, high-quality architectural design of the affordable and market-rate developments, including similar amenities, so they feel and look integrated in the Master Plan. Additionally, Commissioners expressed the 20-year project timeline should not result in a delay to construct affordable housing units, noting their reliance on City staff to vet compliance and Google to commit to timely development.

Question No. 1: Does Council support the BMR Alternative Mitigation Plan for land dedication as part of the Master Plan's affordable housing obligation?

Public Open Space

Google is proposing to provide six distinct public open spaces within the Master Plan area, totaling approximately 10.5 acres, in accordance with the Precise Plan and the City's park land requirements. The required park land for the Master Plan ranges from 8 acres (or \$84.4 million in-lieu fee) to 9.1 acres (or \$95.7 million in-lieu fee), based on the range of residential units. Overall, Google's intent is to meet required park land obligations through land dedication to the City and park land credit for a POPA open space. It is

important to note all land dedicated to the City as park land would go through the City's design and construction process, which includes public outreach, review by the Parks and Recreation Commission and the Visual Arts Committee (for public art), and approval by the City Council. A brief description of the six locations is provided below, followed by key considerations by City staff (see Figure 4). (NOTE: All open spaces are named for identification purposes only.)

- Hetch Hetchy Linear Park—a 1.1-acre, 50' wide linear park adjacent to the PUC property, which is consistent with the Precise Plan. This space is proposed to be dedicated to the City as public park land.
- Maude Park—a 4.75-acre neighborhood park in the center of the Master Plan to provide large recreational opportunities for residents, employees, and visitors. This space exceeds the minimum 2 to 3 acres identified in the Precise Plan and is proposed to be dedicated to the City as public park land.
- P2 Pathway—a 0.12-acre, 20' wide bike-pedestrian path, next to the P2 parking garage, to support future access into the Sunnyvale Golf Course. The Precise Plan identifies a bike and pedestrian connection between Clyde Avenue and the Sunnyvale Golf Course further north in line with Hetch Hetchy Linear Park; this location is an additional connection proposed by Google to be dedicated to the City as public park land.
- Gateway Park—a 0.64-acre mini-park at the corner of Maude Avenue and the State Route 237 frontage road, adjacent to the R6 residential location. This is proposed to be dedicated to the City as a public park.
- Ellis Park—a 2.8-acre POPA open space proposed adjacent to the light rail line. The space includes a 1-acre plaza fronting Middlefield Road, which is consistent with the 1- to 2-acre Central Park identified in the Precise Plan, and a linear portion along the light rail line. Google proposes public art features, pop-up spaces, event programming, and permanent amenities in the POPA to support a mix of recreational uses. The POPA is not proposed to be dedicated to the City; instead, Google is pursuing a park land credit under the proposed amendments to the City's Park Land Ordinance.
- Canopy Walk—a 1-acre space divided across two parcels, on either side of the VTA light rail tracks, to support the future location of a pedestrian-bicycle bridge. The future bridge (to be designed and built by the City) will expand the off-road connection from Maude Avenue (in Sunnyvale) to the Hetch Hetchy Trail,

terminating at the Stevens Creek Trail. The land is proposed to be dedicated to the City as park land and aligns with the future bridge location in the Precise Plan.

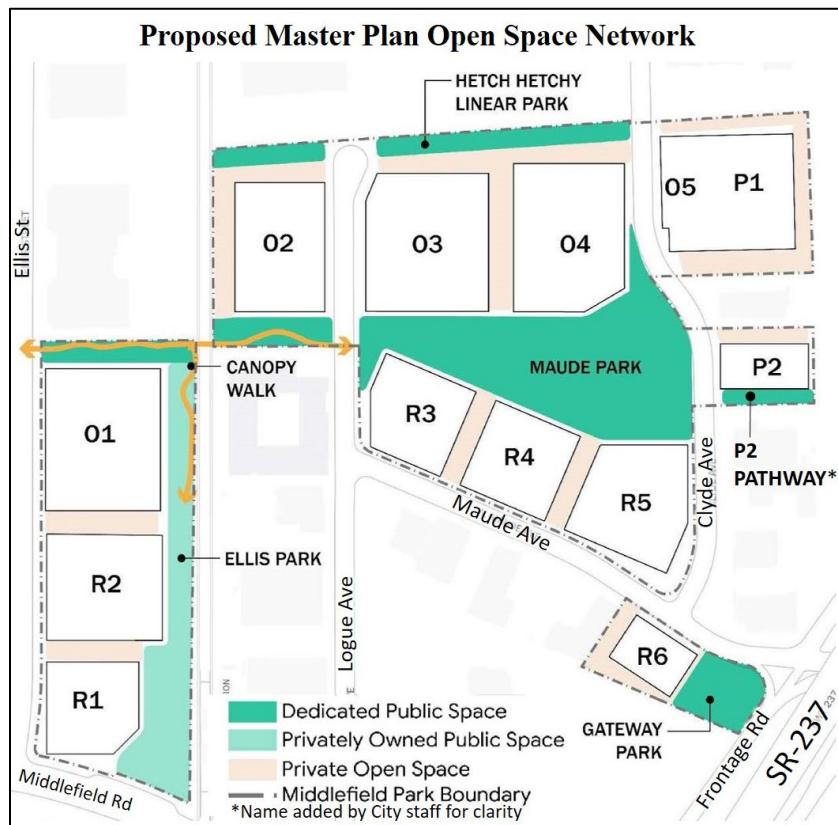
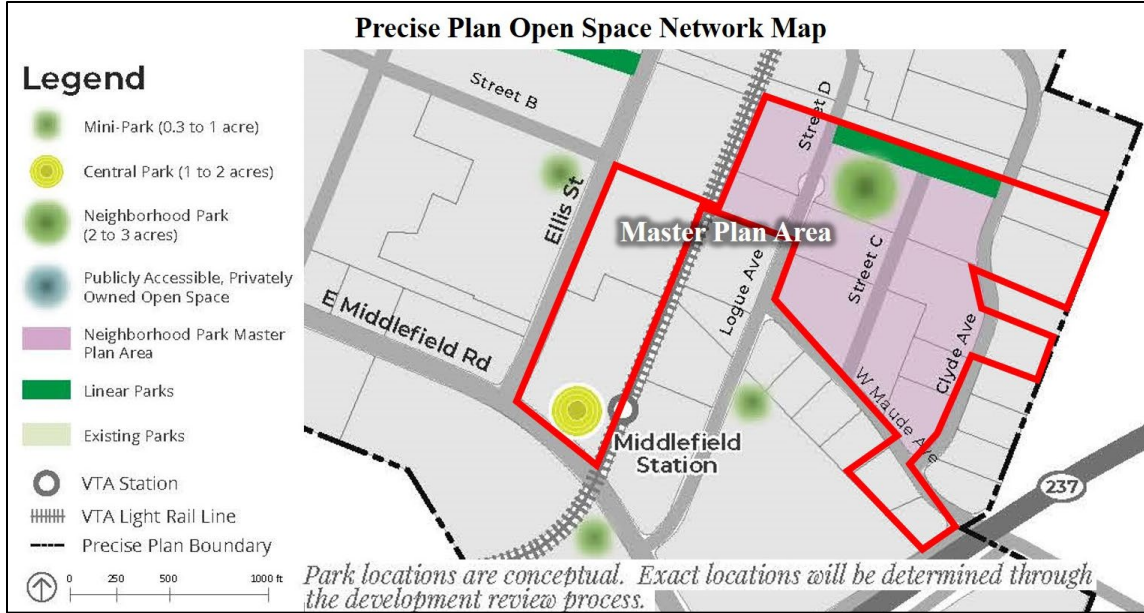


Figure 4: Public Open Space Networks

In reviewing the proposed Master Plan open space network, City staff is generally supportive of the identified public park lands, with the following considerations:

- Google has committed to further review with City staff the layout and design intent for the Linear Park and POPA open space to ensure these spaces support the appropriate recreational size and amenities that are envisioned and comply with park land credit requirements adopted by the City Council;
- City staff does not support the dedication of the P2 pathway as park land due to the limited size and utility. Instead, staff recommends a public access easement be provided for pedestrian and bicycle connectivity; and
- There are infrastructure needs that potentially relate to future park land in the Master Plan, including: (a) the need for underground water storage to allow for the expansion of the City's recycled water network into East Whisman (which is currently being studied); and (b) consideration for Google's proposed private utility district, which may include utility lines in close proximity to park land. Google and City staff have committed to evaluating alternative utility plan layouts to avoid locating utility lines within Maude Park. Staff is keeping these infrastructure needs in mind when reviewing the proposed open spaces.

The EPC unanimously supported the overall open space within the Master Plan and agreed with staff's considerations. Some additional comments from the EPC include:

- Support the overall connectivity of the open space throughout the Master Plan, particularly with adjacent jurisdictions like Sunnyvale. One Commissioner raised locational concerns with where the P2 pathway meets the Sunnyvale Golf Course, requesting further review.
- Consider allowing Google and the City to design the public parks together, based on the skills Google has in creating unique open spaces in their campuses. If Council wants to consider this approach, it would be a change in the City process for designing and constructing public parks, and Google has not proposed to design and construct the public parks.
- Google should contribute to bringing the pedestrian-bicycle bridge to realization faster.

Question No. 2: Does Council support staff's and the EPC's considerations on the proposed Master Plan open space network or have any additional feedback?

Circulation

Figure 5 includes the Precise Plan and Master Plan circulation networks. The Master Plan is consistent with the circulation elements of the Precise Plan, unless otherwise noted below:

- Street C is a new public street cul-de-sac identified in the Precise Plan, off of Maude Avenue, which may be needed to serve new development. In lieu of providing Street C, Google is utilizing private service streets to allow for a larger neighborhood park. Per the Precise Plan, the City can consider Google's proposal, which will be assessed in the transportation analysis prepared for the project.
- Street D connects the cul-de-sacs at the terminus of Logue Avenue and Clyde Court to allow through traffic as identified in the Precise Plan. Google is proposing to provide the right-of-way for Street D within the boundaries of the Master Plan. The full street connection cannot be constructed since the buildings on Clyde Court cannot accommodate the street under current conditions.
- Service Streets will provide access to the majority of new buildings within the Master Plan. Four of the five new private Service Streets are proposed as dead-end streets, while the northern Service Street connects Clyde Avenue and Logue Avenue. These streets are proposed to be consistent with the block lengths and street dimensions in the Precise Plan.
- Greenways, or multi-use pedestrian and bicycle paths, throughout the Master Plan are consistent with the Precise Plan.
- Buffered on-street bike lanes are identified in the Precise Plan along Maude Avenue, Clyde Avenue, and Logue Avenue with restriping. Google is requesting consideration of Class IV separated bike lanes along all street frontages of the project (Ellis Street, Maude Avenue, Clyde Avenue, and Logue Avenue), which is a deviation from the Precise Plan and will require further review by City staff to determine feasibility.

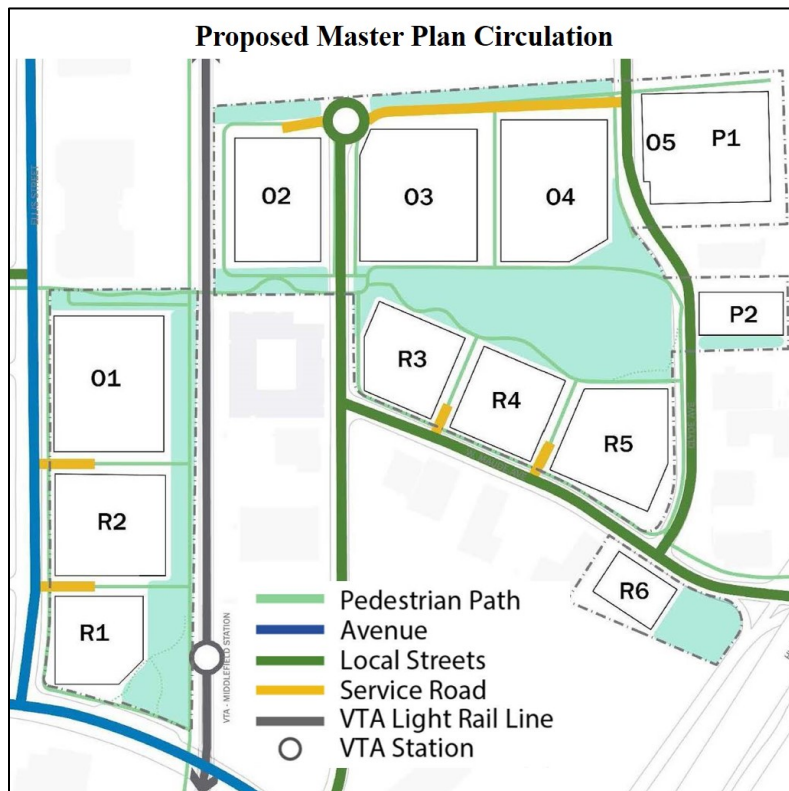
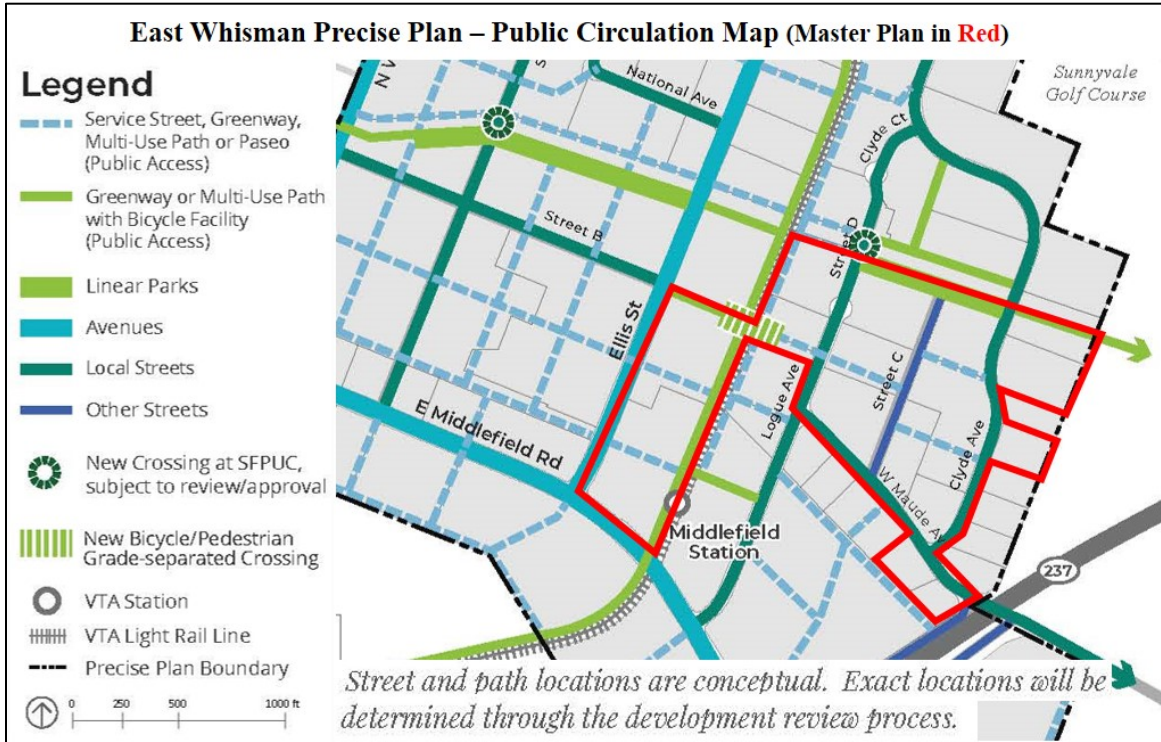


Figure 5: Circulation Networks

Parking

Structured below- and above-grade parking is proposed to accommodate all parking within the Master Plan. Google is proposing a parking district with all office users parking in the P1 and P2 garages, with shared residential and commercial parking at each of the residential locations. Due to the shared and district parking, a parking study is required to determine that sufficient parking is provided to serve the mix of uses in the Master Plan (see Table 3). The study will also assess Google’s request for reduced retail and community/civic parking. Once the study is completed, staff can assess the proposed Master Plan parking.

Table 3: Required and Proposed Parking Ratios

Land Use Type	Required Precise Plan Parking	Proposed Parking
Office	Max. 2.9 spaces per 1,000 sq. ft.	2.0 spaces per 1,000 sq. ft. ¹
Retail/Neighborhood Commercial	Min. 4 spaces per 1,000 sq. ft.	2 spaces per 1,000 sq. ft.
Community/Civic Spaces	Use not explicitly identified in Precise Plan; staff to confirm uses.	No parking proposed
Multi-Family Residential	<u>Studio/1 bedroom</u> : Max. 1 space <u>2 or more bedrooms</u> : Max. 2 spaces	1 space per unit
Loading Spaces	<u>Office</u> : 1 space for first 30,000 sq. ft., plus 1 space for each additional 20,000 sq. ft. <u>Residential</u> : 1 to 2 spaces and 1 designated moving truck space	
Car-Sharing Spaces	<u>Office</u> : 3 spaces per building <u>Residential</u> : 2 to 3 spaces per building	

¹ Same office parking ratio approved for Google’s office developments in North Bayshore.

Construction Phasing

Google is proposing to construct the Master Plan in four phases. The conceptual phasing plan, shown in Figure 6, alternates construction between residential and office development, starting initially with residential at the VTA light rail station. This pattern of phasing allows Google to lead the project implementation with housing first, ensuring

the jobs-housing linkage consistently remains in place. Additionally, Google is proposing to convey land at each phase of residential construction (Phase 1 and Phase 3) to ensure BMR requirements are met in tandem with the market-rate units. In terms of public park land, Google is proposing to provide land at each residential phase of construction for the adjacent areas, effectively resulting in 25 percent of the park land obligation being met at Phase 1 and 75 percent of the park land obligation met at Phase 3.



Figure 6: Conceptual Construction Phasing Plan

Community Benefits

Based on the adopted community benefit values for office and residential bonus square footage, an applicant can either pay the benefit value calculated for the Bonus FAR or propose a benefit or district improvement on-site or off-site at the same valuation (or greater) for consideration by the City Council. Table 31 on Page 175 of the Precise Plan ([Attachment 1](#)) identifies desired community benefits and district improvements within East Whisman.

In accordance with the Table, Google is proposing to provide community benefits within the Master Plan area through small business support services, constructed space, and subsidized rents. This includes trying to attract a small grocer to the Master Plan area. Google has stated to City staff and the EPC that their proposed community benefits are to ensure the successful tenanting of small and diverse businesses and community

organizations within the Master Plan. Additionally, Google is proposing to provide \$0.5 million in cash to assist with COVID-19 relief impacts to be used at the City’s discretion. In total, Google’s community benefit package is estimated at \$19 million (see Table 5). The required community benefit for the Master Plan bonus FAR is \$15.6 million to \$17.7 million, based on the range of residential and office development proposed.

Table 5: Proposed Community Benefits

Contribution	Description of Benefit	Value of Benefit
Community Spaces	<ul style="list-style-type: none"> • 20,000 sq. ft. of ground-floor commercial space for nonprofit, cultural, educational, civic, or neighborhood groups at an annual rent of \$1 for up to 20 years. 	\$8.5 million
Small Business Diversification Program	<ul style="list-style-type: none"> • 25,000 sq. ft. of ground-floor commercial space for small businesses. • Provide funding targeted at small, locally owned and minority-owned businesses and entrepreneurs. • Goal is to lower barriers of entry to small business ownership by providing start-up supportive services. 	\$10 million
Economic Recovery (Monetary Contribution)	<ul style="list-style-type: none"> • Direct monetary contribution to the City for economic development and social services in response to COVID-19 relief. 	\$0.5 million
<i>Proposed Total Community Benefits</i>		\$19 million
<i>Precise Plan Required Community Benefit Value</i>		\$15.6 million to \$17.7 million
Office – \$13.8 to \$15.7 million		
Residential – \$1.8 to \$2.0 million		

To evaluate Google’s community benefit proposal, City staff is working with a consultant to prepare an economic analysis. While Google’s proposal of community benefits aligns with identified community benefits in the Precise Plan, staff is seeking input from the Council on the proposed community benefits. Community benefits by other development projects in the Precise Plan area have been monetary contributions to the City.

The EPC supported the proposed community benefit focus on small businesses, finding it responsive to both the desires of the community and a way to incentivize successful ground-floor retail. However, the EPC asked for more clarity at a future date around the function and operation of the Small Business Diversification program, such as: the timing of when the program would start; which and how many businesses would be served by the program; and establishing a clear process for community and City input on the program implementation to ensure it serves the nearby residents. One Commissioner raised a desire to consider a monetary contribution as part of the community benefits to allow flexibility in what the City may desire in the future given the 20-year timeline.

Question No. 3: Does Council support the proposed community benefits or have any additional input?

Development Review Streamlining

The Precise Plan identifies that a streamlined permit review may be considered by the City Council with approval of a Master Plan, allowing future phases of development to be reviewed by the DRC, with a final decision at an Administrative Zoning (ZA) public hearing, in lieu of a City Council public hearing. Google is requesting a modified streamlined permit review process where future development permits consistent with the Master Plan would be reviewed by the DRC and approved administratively by the ZA, without a public hearing. A ZA public hearing would only be required for any development permit that includes a request for an exception from the standards of the Master Plan. Google's proposed streamlined review process would require an amendment to the Precise Plan to allow for administrative approvals by the ZA.

Overall, City staff believes the streamlined permit review process in the Precise Plan provides a reasonable balance between retaining a public input process with a ZA public hearing for new development and providing a faster permit review process for future development permits under an adopted Master Plan. Google's proposed process would allow for faster implementation of the project with less required administrative procedures but would allow limited opportunity for public input.

All of the EPC supported a streamlined review process consistent with the Precise Plan and felt maintaining a forum for public input is important, particularly over a 20-year time horizon when nearby residents may change.

Question No. 4: Does Council support the streamlined review process in the Precise Plan or Google's alternative review process?

Development Agreement

Along with the Master Plan, the applicant is requesting a Development Agreement (DA) to allow an extended entitlement period of up to 20 years to secure the timing of development milestones and fees/funding from the project. Google has stated to City staff and the EPC that an extended entitlement period is necessary for the build-out of the multi-phased project. DAs are reviewed by the Zoning Administrator at a public hearing with a recommendation forwarded to the City Council, who makes a final decision. With a DA, the City expects public benefits to be provided by the applicant which are beyond the community benefits required by the Precise Plan. These public benefits are evaluated on a case-by-case basis based on the project and DA requests.

Google’s proposed DA public benefits include a monetary contribution for park land improvements within Maude Park and funding and construction of public art within Ellis Park totaling \$11 million (see Table 4). This equates to a value of approximately \$17 to \$19 per net new office square foot. The park funding is proposed beyond the City’s park land requirements for the Master Plan, which are proposed to be met through land dedication or park land credit.

Table 4: Development Agreement Public Benefits

Contribution	Description of Benefit	Value of Benefit
Public Art	Fund and construct an artistic feature in Ellis Plaza.	\$1.5 million
Park Land Construction (Monetary Contribution)	Monetary contribution to City for construction of amenities, facilities, and improvements in Maude Park.	\$9.5 million
<i>Proposed Total Public Benefits for DA</i>		\$11 million

By agreeing to a DA term of 20 years, the City would be “locking in” office development rights of up to 633,000 square feet, or approximately one-third of the planned office build-out in the Precise Plan. Additionally, the project would be subject to land use regulations in place at the time of DA approval for the duration of the term, regardless of regulation updates adopted by the City during that term, excluding life-safety requirements. While the need for an extended entitlement window for a 40-acre mixed-use development is understandable, staff and the EPC are concerned with the 20-year duration. Alternatively, a shorter term of 15 years should be considered to ensure that the build-out of the Master Plan is economically feasible but also takes place in a timely manner.

Question No. 5: Does Council agree that a 15-year DA term should be considered or have feedback on the proposed public benefits?

ENVIRONMENTAL REVIEW

The project requires environmental review under the California Environmental Quality Act (CEQA) prior to any final public hearings, including analysis of transportation, utilities, and air quality. The analysis will confirm the Master Plan's consistency with the East Whisman Precise Plan Environmental Impact Report (EIR) through an Initial Study of Environmental Significance. If any new significant impacts are identified which were not disclosed in the Precise Plan EIR, then an EIR will be required for the Master Plan.

RECOMMENDATION

This Study Session gives Council the opportunity to provide input on key project topics to guide the applicant and staff in refining the Master Plan further in the development review process. Staff requests Council feedback on the following questions and any other project-related comments:

1. Does Council support the BMR Alternative Mitigation Plan for land dedication as part of the Master Plan's affordable housing obligation?
2. Does Council support staff's and the EPC's considerations on the proposed Master Plan open space network or have any additional feedback?
3. Does Council support the proposed community benefits or have any additional input?
4. Does Council support the streamlined review process in the Precise Plan or Google's alternative review process?
5. Does Council agree that a 15-year DA term should be considered or have feedback on the proposed public benefits?

NEXT STEPS

Following feedback from the City Council at this Study Session, the Master Plan will continue through the development and environmental review process with further refinement. The Master Plan will be revised to incorporate EPC and City Council input,

as well as input received from the community and DRC. Another series of community meetings will occur in the spring and summer of 2021.

PUBLIC NOTICING

The City Council agenda is advertised on Channel 26, and the agenda and this Study Session memorandum appear on the City's website. All property owners and tenants within a 750' radius and other interested stakeholders were notified of this meeting. The meeting was also announced on the City's project webpage:

www.mountainview.gov/googlemiddlefieldpark.

LH-AS/2/CAM

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- Attachments:
1. [East Whisman Precise Plan](#)
 2. Community Outreach Summary
 3. [February 2, 2021 EPC Study Session Staff Report](#)
 4. Project Plans
 5. Affordable Housing Approach Comparison