



COUNCIL REPORT

DATE: June 13, 2023
CATEGORY: Public Hearing
DEPT.: Community Development
TITLE: **Google North Bayshore Master Plan**

RECOMMENDATION

1. Adopt a Resolution of the City Council of the City of Mountain View Certifying the North Bayshore Master Plan Subsequent Environmental Impact Report, Adopting California Environmental Quality Act Findings Related to Environmental Impacts, Mitigation Measures, and Alternatives, and Adopting a Statement of Overriding Considerations, Mitigation Measures, and a Mitigation Monitoring and Reporting Program, All in Accordance with the California Environmental Quality Act, to be read in title only, further reading waived (Attachment 1 to the Council report).
2. Introduce an Ordinance of the City of Mountain View Approving a Development Agreement between the City of Mountain View and Google LLC for the North Bayshore Master Plan Project Generally Located North of U.S. 101 Bounded by Charleston Road to the North, Stevens Creek to the East, Space Park Way to the South, and Huff Avenue to the West, on Portions of the Gateway Master Plan Area Located at the Northwest Corner of Shoreline Boulevard and the U.S. 101 Northbound On-Ramp, and Six Parcels Between San Antonio Road and Marine Way in the P(39) (North Bayshore) Precise Plan, and on a Portion of the Shoreline Amphitheatre Parcel North of Amphitheatre Parkway, Outside the North Bayshore Precise Plan Area, to be read in title only, further reading waived, and set a second reading for June 27, 2023 (Attachment 2 to the Council report).
3. Adopt a Resolution of the City Council of the City of Mountain View Approving a Master Plan to Construct Up to 7,000 Residential Units, 3.11 Million Square Feet of Office (Including 1.3 Million Square Feet of Bonus Floor Area as Net New Office), Approximately 14.8 Acres of Dedicated Public Park Land, Approximately 11.3 Acres of Privately Owned, Publicly Accessible Open Space, 233,990 Square Feet of Ground-Floor Retail, 55,000 Square Feet of Community Space, an Optional Private District Utilities System, and District Parking Garages All on an Approximately 153-Acre Site Generally Located North of U.S. 101 Bounded by Charleston Road to the North, Stevens Creek to the East, Space Park Way to the South, and Huff Avenue to the West, on Portions of the Gateway Master Plan Area Located at the Northwest Corner of Shoreline Boulevard and the U.S. 101 Northbound On-Ramp, and Six

Parcels Between San Antonio Road and Marine Way in the P(39) (North Bayshore) Precise Plan, and on a Portion of the Shoreline Amphitheatre Parcel North of Amphitheatre Parkway, Outside the North Bayshore Precise Plan Area, to be read in title only, further reading waived (Attachment 3 to the Council report).

4. Adopt a Resolution of the City Council of the City of Mountain View Approving a Vesting Tentative Map to Create 58 New Parcels, Including 27 Parcels for Residential Buildings with up to 7,000 Residential Condominium Units, 360 Commercial Condominium Units, and 526 Vertical Subdivision Lots in a 153-Acre Master Plan Area Generally Located North of U.S. 101 Bounded by Charleston Road to the North, Stevens Creek to the East, Space Park Way to the South, and Huff Avenue to the West, on Portions of the Gateway Master Plan Area Located at the Northwest Corner of Shoreline Boulevard and the U.S. 101 Northbound On-Ramp, and Six Parcels Between San Antonio Road and Marine Way in the P(39) (North Bayshore) Precise Plan, and on a Portion of the Shoreline Amphitheatre Parcel North of Amphitheatre Parkway, Outside the North Bayshore Precise Plan Area, to be read in title only, further reading waived (Attachment 4 to the Council report).
5. Adopt a Resolution of the City Council of the City of Mountain View Ordering the Vacation of Public Street and Service Easements within the North Bayshore Master Plan on a 153-Acre Site Generally Located North of U.S. 101 Bounded by Charleston Road to the North, Stevens Creek to the East, Space Park Way to the South, and Huff Avenue to the West, to be read in title only, further reading waived (Attachment 5 to the Council report).
6. Acting as the City Council and as the Board of Directors of the Shoreline Regional Park Community, adopt A Resolution of the City Council of the City of Mountain View and of the Shoreline Regional Park Community Board of Directors Authorizing the City Manager or Designee to Negotiate and Execute an Option to Lease and Ground Lease with Google LLC of Lot C at One Amphitheatre Parkway for District Parking for a Ground Lease Term of up to 55 Years with Four 10-Year Options to Extend, Consistent with the Approved Key Terms, to be read in title only, further reading waived (Attachment 6 to the Council report).

BACKGROUND

- Project Location:** Generally located north of U.S. 101 bounded by Charleston Road to the north, Stevens Creek to the east, Space Park Way to the south, and Huff Avenue to the west, on portions of the Gateway Master Plan area located at the northwest corner of Shoreline Boulevard and the U.S. 101 northbound on-ramp, and six parcels between San Antonio Road and Marine Way in the P(39) (North Bayshore) Precise Plan. The Master Plan is also located on a portion of the Shoreline Amphitheatre parcel (Lot C) north of Amphitheatre Parkway in the PF (Public Facilities) Zoning District (see Figure 1).

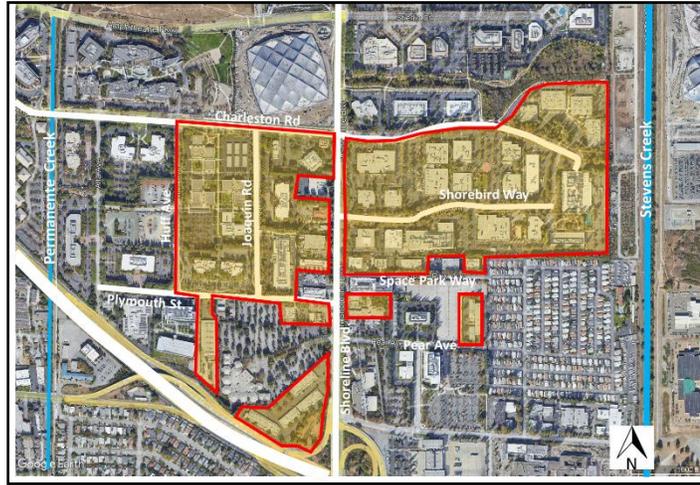


Figure 1: Location Map

- Project Area:** Approximately 153 acres.
- General Plan Designation(s):** The Master Plan has four General Plan Land Use Designations, including: (a) North Bayshore Mixed-Use, where the majority of the Master Plan area is located; (b) Mixed-Use Center (North Bayshore), for the portion of the Master Plan within the Gateway Master Plan area; (c) High-Intensity Office for the portion of the Master Plan, including the two Marine Way district parking garages; and (d) Institutional Land Use designation for the district parking garage at Shoreline Amphitheatre Lot C.
- Zoning Designation(s):** P(39) North Bayshore Precise Plan and PF (Public Facility). The project spans across three Complete Neighborhoods (Joaquin, Shorebird, and Pear) and all four-Character Areas (Gateway, Core, General, and Core) of the North Bayshore Precise Plan (NBPP or Precise Plan). A portion of the project is located within the City's [Gateway Master Plan](#) area, which was approved by Council in 2022.
- Surrounding Land Uses:** North—Office and research and development (R&D) uses, including Google's nearly completed Charleston East Office development, and Shoreline Amphitheatre and Shoreline at Mountain View; east—Stevens Creek and office/R&D; west—Office and R&D uses; south—mix of uses, including office, R&D, light industrial, commercial, the 1255 Pear Avenue mixed-use project, and Santiago Villa Mobile Home Park.

- Current Site Conditions: The project site is currently developed with 69 office, light industrial, retail buildings, landscaped areas, and surface parking lots on 42 parcels. Most existing buildings within the project area are occupied by Google with a small amount occupied by other businesses.
- Applicant/Owner: Google LLC, in partnership with Lendlease (referred to collectively as “Google” or the applicant in this report).

Project Overview

The North Bayshore Master Plan (referred to as “Master Plan”) proposes to demolish all existing buildings except for the building located at 1201 Charleston Road, portions of existing landscaping, and improvements on-site to construct the following maximum development program (see Attachment 7—North Bayshore Master Plan and Figure 2):

- 7,000 high-density residential housing units with heights ranging from five to 15 stories;
- Approximately seven acres of land to be dedicated to the City for future affordable housing development;
- 3,117,931 square feet of office development, including 1,814,681 square feet of existing office to be rebuilt, with heights ranging from approximately four to eight stories;
- 288,990 square feet of ground-floor commercial space (“Active Use”), including 55,000 square feet of community space and 11,056 square feet of existing retail to be rebuilt;
- Approximately 26.1 acres of public parks and open spaces, where 14.8 acres are proposed to be dedicated to the City as public parks, and 11.3 acres are proposed as a privately owned, publicly accessible open space (POPA) for park land credit;
- Approximately 4.1 acres of land to be dedicated to the City for a future school site;
- Up to 525 hotel rooms in two locations with building heights ranging from 10 to 13 stories;
- Three district parking structures for office users and two district parking garages for residential, retail, hotel, community, and visitor parking;
- New public and private streets and numerous pedestrian and bicycle on-street and off-street improvements; and

- An optional private district utility system with an approximately 130,000 square foot District Central Plant (DCP) to serve the buildings within the Master Plan with thermal energy (heating and cooling), and electricity. The provision of recycled water and wastewater system is a potential option but will be subject to City concurrence.

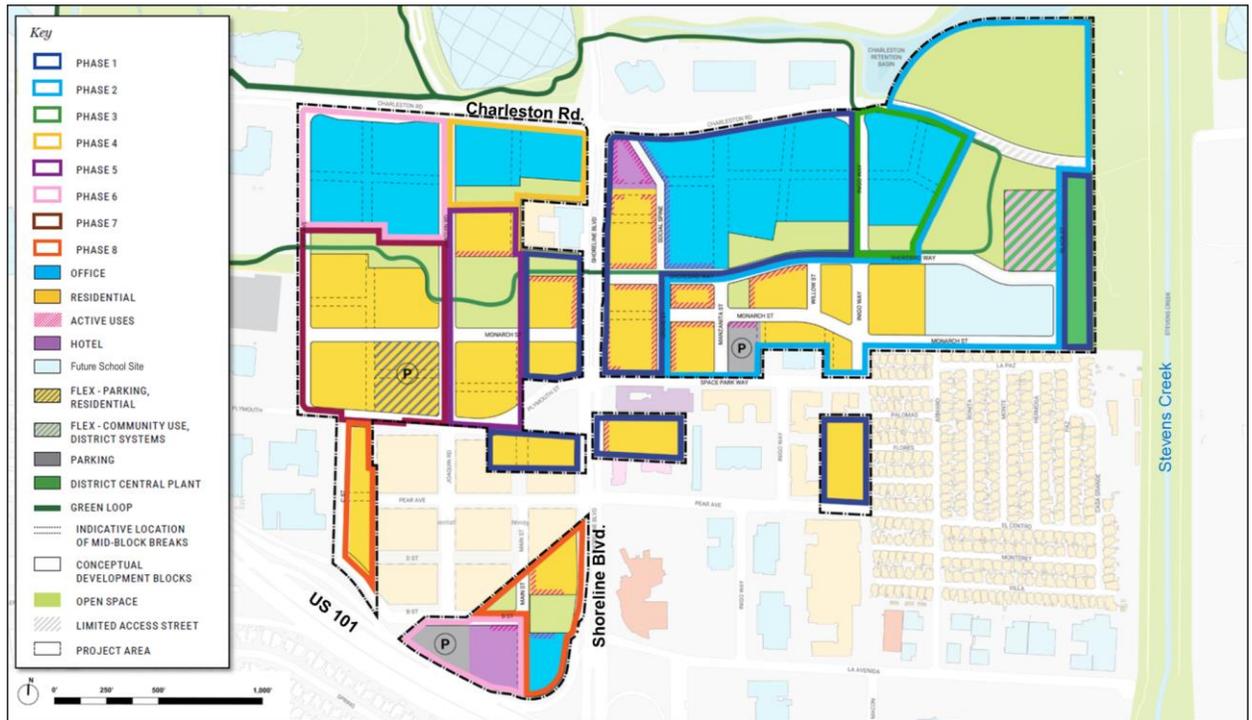


Figure 2: North Bayshore Master Plan Land Use

In addition to the Master Plan, the project is requesting the following additional approvals:

- A Development Agreement (DA) to have an extended entitlement period and vested rights of 30 years and other rights and obligations;
- A Vesting Tentative Map to create 58 new parcels, including 27 parcels for residential buildings with up to 7,000 residential condominium units, 360 commercial condominium units, and 526 vertical subdivision lots;
- A vacation of public street right-of-way and public easements, including a portion of Shorebird Way; and
- A 100% park land credit towards the POPA open spaces (11.3 acres total) to count toward the project's required park land obligations.

The applicant proposes to construct the Master Plan in eight phases over approximately 30 years (see Phasing Plan in Appendix C of Attachment 8—Implementation Plan). The conceptual phasing plan, shown in Figure 3, proposes a mix of office and residential development in eight phases.

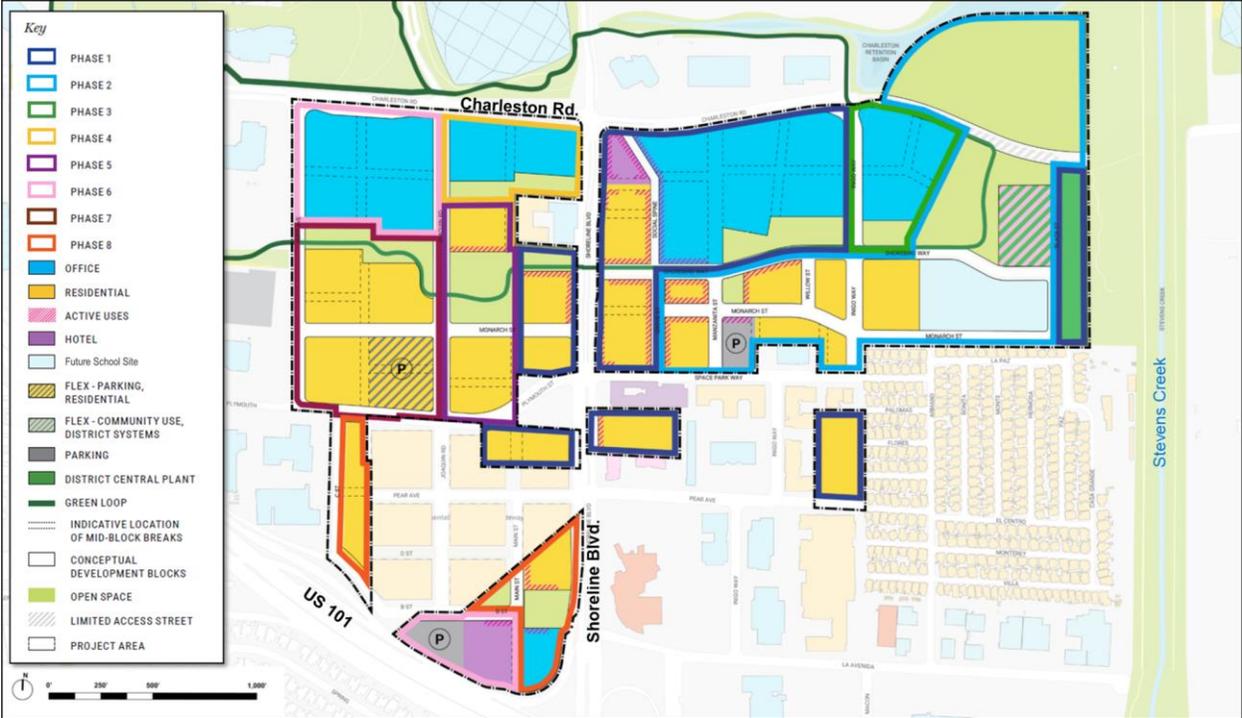


Figure 3: Conceptual Phasing Plan

A discussion of the phasing plan is provided later in this Council report.

Prior Meetings and Hearings

City Council March 23, 2021 Meeting

In March 2021, the City Council authorized the requalification of 1.3 million square feet of North Bayshore Nonresidential Bonus Floor Area Ratio (FAR) to Google, subject to a minimum community benefit value of \$42 million, and held a Study Session providing input on a preliminary Master Plan proposal (see Attachment 9—[Council Report Dated March 23, 2021](#)). Key direction and input included support for the:

1. Overall land use distribution and plan, open space strategy, and Below-Market-Rate (BMR) affordable housing proposal;
2. Applicant’s community benefit proposal and directing the applicant to explore contributing to early delivery of the Eco Gem open space and other parks;

3. District parking concept at Shoreline Amphitheatre Lot C; and
4. Support for the proposed four-acre open space site dedication to the City and direction to staff to explore options to lease it as a potential school site.

Other comments from the Council included: (1) locating parks and open spaces closer to residential land uses; (2) sharing the district parking facility at Lot C with other non-Google property owners; and (3) considering additional retail and entertainment uses in the Gateway area. The applicant submitted a formal Master Plan application on September 1, 2021, incorporating modifications to their proposal to address the majority of the feedback provided by Council. Additionally, since the City would be required to cover the cost of any additional parking at Lot C and there were no proposals from developers to include parking at that location, parking for other office users has not been included. However, based on Council direction, the parking facility at Lot C will include shared parking for the public and the Shoreline Amphitheatre after office hours and on weekends. The recommended price and terms for a long-term ground lease of Lot C for a district parking structure is discussed later in this Council report.

EPC and City Council Study Session

The formal Master Plan was reviewed by the Environmental Planning Commission (EPC) in November 2021 (see Attachment 10—[EPC Report Dated November 17, 2021](#)) and by the City Council at a Study Session to provide further input on the project (see Attachment 11—[Council Report Dated December 14, 2021](#)). The EPC and the City Council were generally supportive of the revised project proposal and provided additional feedback of support on (with staff comments in *italics*):

1. Support for the land use distribution, affordable housing location, parks and open space network, district parking proposal, conceptual construction phasing, and implementation of the complete streets network;
2. Support for the staff-recommended framework of tree removal and replacement throughout the project area;
3. Support for a streamlined review process for zoning administrator review of zoning permit entitlements with a desire to still maintain a public forum for input. *As noted later in the Master Plan discussion of this Council report, a community meeting will be held for each Planned Community Permit (PCP) implementing a development phase of the Master Plan prior to the Zoning Administrator (ZA) public hearing.*
4. The DA key terms and benefit proposal.

Some additional comments included: (1) consider incorporating elements of certain City requirements that are not in place at this time and that would not substantially affect the applicant's ability to build the program over the life of the Master Plan (such as elements of the following: dark-sky lighting standards, biodiversity of plant palette, sustainability features, and the transportation demand management or TDM measures); (2) periodic reporting to provide status updates on the implementation of the Master Plan and the DA; (3) explore alternative locations of a multi-modal Green Loop within the open space (POPA) areas to ensure usability of the open space; (4) prioritize delivery of affordable housing and Eco Gem open space in the phasing plan; and (5) for staff to strategize on providing a school site. The implementation of these comments is discussed later in this Council report.

Development Review Committee Meetings

The Development Review Committee (DRC) reviewed the Master Plan at two public meetings on May 18, 2022, and March 15, 2023. The DRC provided input on the design-related aspects of the Master Plan, including the site and land use plan, the Built Form and Design Objectives, the design concepts in the Parks and Open Space plan, and other details. The Built Form and Design Objectives (Appendix D of Attachment 8) expand on the Precise Plan design guidelines with detailed direction for future building and site designs within the Master Plan. The POPA open space conceptual design, including recreational elements, are included in the Park Land and Open Space Plan (Appendix E of Attachment 8). The DRC will provide further input on the building and POPA design features during their review of each zoning permit.

Overall, the DRC recommended approval of the Master Plan, Built Form and Design Objectives, and POPA open space conceptual designs with design conditions.

EPC Public Hearing—May 3, 2023

On May 3, 2023, the EPC held a public hearing and voted 6-1 (Gutierrez no) to recommend certification of the Project Subsequent Environmental Impact Report with a Statement of Overriding Consideration and approval of the Master Plan and Vesting Tentative Map (see Attachment 12—[EPC Report Dated May 3, 2023](#)).

The applicant and 10 members of the public spoke at the meeting. The speakers represented a range of perspectives, including residents and representatives from various organizations, such as Silicon Valley@Home, Santa Clara Valley Audubon Society, Sierra Club, Green Spaces Mountain View, Mountain View Coalition for Sustainable Planning, Carpenters Local Union 405, NorCal Carpenters Union, and the Mountain View Whisman School District. While many speakers expressed overall support for the project, some concerns were raised. These concerns included the removal of the 5% inclusionary housing in the DA, the importance of preserving North Bayshore's ecological resources, the need to include employer shuttles as part of the Transportation Demand Management (TDM) program, and the need for additional funding for

schools to accommodate the potential increase in students resulting from the development. In addition to the verbal comments, the City received written feedback endorsing the project while expressing similar concerns from the League of Women Voters and a local carpenters' union (see Attachment 13—Public Comments).

Staff acknowledged that the Master Plan was in line with the General Plan and North Bayshore Precise Plan, including the commitment to preserve ecological resources. Moreover, the City emphasized that it is legally prohibited from mandating applicants to contribute funds for schools beyond the payment of school impact fees established by the respective school districts. It was also highlighted that the applicant is dedicating a 4.1-acre site to the City, worth more than \$48 million, as part of the community benefit requirements. The City has expressed its intention to lease this site to the Mountain View Whisman School District for a future school.

During its discussion, the EPC covered various aspects of the Master Plan, including the early delivery of housing, financing options for affordable housing projects on designated parcels, tree removals, school needs, and the TDM program. Additionally, the EPC focused comments on the DA and the removal of the voluntary 5% inclusionary affordable housing. While some members acknowledged the voluntary aspect of inclusionary affordable housing, others expressed interest in exploring the possibility of including it in the DA.

The EPC recommended approval of the Master Plan, recognizing its alignment with the North Bayshore Precise Plan. Furthermore, the EPC recommended that: “Staff assess and provide, if feasible, the value of the 5% inclusionary units for consideration by the Council.” This matter will be discussed further in the subsequent sections of this Council report.

Following the EPC meeting, staff has identified and revised some of the project and map conditions to provide consistency and corrections for clarity on intent, requirements, process, and obligations. These are presented as redline changes in Exhibits A and B in Attachment 3 and Exhibit A in Attachment 4.

Administrative Zoning Hearing, May 10, 2023

On May 10, 2023, the Zoning Administrator (ZA) held a public hearing and recommended Council approve the DA as drafted including redlined changes presented in a supplemental memo (see Attachment 14—[ZA Memo dated May 10, 2023](#)) with modifications to Exhibit J (Ground-Floor Activation Program) to the Development Agreement to include additional program details and specifics for City Council consideration.

The revisions to the draft DA attachment presented in the supplemental memo were to clarify the intent of the DA terms and did not constitute any substantial change to the draft DA terms published on May 5, 2023. Only one public comment was presented by a member of Mountain

View Coalition of Sustainable Planning who expressed general support for the project based on the understanding of the DA revisions in the supplemental memo.

Since the ZA hearing, the applicant has revised Exhibit J—Ground-Floor Activation Program to include additional program details per the recommendation by the ZA.

Following the ZA hearing, staff has received an additional public comment from the member of the Mountain View Coalition of Sustainable Planning related to the DA and generally focused on: the process for reviewing Development Agreements, timeline for delivery of affordable housing sites, and the Office Trip Cap and Transportation Demand Management (TDM) Program (see Attachment 15—Public Comment on Development Agreement). *Staff would like to note that the DA review process followed the procedures and requirements in the Zoning Ordinance. Additionally, the delivery of affordable housing and park sites and the TDM program are discussed later in the DA and TDM Program sections of this Council report.*

Community Outreach

The applicant has conducted extensive outreach with over 62 meetings with numerous local and regional community groups, residents, and interested stakeholders to seek input on the Master Plan. Specifically, the applicant held a series of communitywide outreach meetings on September 29 and October 2, 2021 (virtual), and September 21 and 24, 2022 (virtual). The applicant also hosted an online survey, held meetings with adjacent neighborhood groups, created fact sheets on the project, created a project webpage, and recently held an in-person Community Open House event on-site on April 22, 2023. This last community meeting was held in the last phase to provide updates to the recent changes made to the project since December 2022. A summary of the public comments received across the outreach meetings is provided in Attachment 16 to this Council report. Many community members and interested stakeholders have voiced support for the Master Plan, particularly the introduction of new residential units, commercial retail/services, and open space into the area. Concerns voiced include traffic delays at signalized intersections on North Shoreline Boulevard, the desire for improved public transit facilities in North Bayshore and protection for burrowing owls, particularly in and around Lot C. *These issues are addressed in the EIR and Multi-Modal Transportation Analysis discussion later in this Council report.*

ANALYSIS

General Plan

The Master Plan predominantly has a General Plan Land Use Designation of North Bayshore Mixed-Use with the remaining portions designated as Mixed-Use Center (North Bayshore) and High-Intensity Office. The proposed Master Plan is consistent with these land use designations, which generally envision a harmonious balance of housing near jobs, public transit,

neighborhood-serving businesses, and parks. A small portion of the Master Plan includes land outside of the North Bayshore Precise Plan area at Shoreline Amphitheatre Lot C, which is consistent with the Institutional Land Use Designation of the General Plan and supports quasi/public uses serving an essential regional and/or local function, such as district parking serving the area.

The Master Plan aligns with the following General Plan policies for the North Bayshore Change Area:

1. **LUD 15.1: Highly sustainable development.** *Encourage new or significantly rehabilitated development to include innovative measures for highly sustainable development.*
2. **LUD 15.2: Sustainable development focus.** *Require sustainable site planning, building, and design strategies.*

The Master Plan will implement the Precise Plan vision by redeveloping existing low-intensity suburban office park development with more intense development that includes highly sustainable green building design and infrastructure to support reduced energy use and increased energy generation on-site, utilizing structured district parking, and introducing new public parks and open spaces.

3. **LUD 15.4: Wildlife-friendly development.** *Implement wildlife-friendly site planning, building, and design strategies.* The Master Plan proposes a strategic land use and open space plan in response to the sensitive habitat and biological resources in and around the Precise Plan area. The project is required to comply with all laws and requirements pertaining to protecting sensitive species and habitat.
4. **LUD 16.2: Mix of uses.** *Promote the North Bayshore Area as a vibrant mix of residential, commercial, service, and entertainment uses through the NBPP.* The Master Plan proposes diverse land uses by blending residential, commercial, and office uses to create Complete Neighborhoods with services, open space, and transportation options for future and existing residents and employees.
5. **LUD 17.2: Transportation Demand Management (TDM) strategies.** *Require development to include and implement TDM strategies.* The Master Plan proposes a comprehensive and aggressive TDM program which aligns with the City's transportation goals in North Bayshore by reducing the single-occupancy vehicle (SOV) trips to 35%.

North Bayshore Precise Plan

The Master Plan implements the vision and guiding principles of the Precise Plan, including the introduction of highly sustainable, transit-supportive growth, addition of new land use mix (such

as residential, retail, open space, and office uses) to create Complete Neighborhoods, and provides 26 acres of public and private open spaces, including a new 2.5-acre central public open space in the Joaquin neighborhood. More specifically, the Master Plan meets the following guiding principles:

1. **Create Complete Neighborhoods; create distinct areas with North Bayshore:** The Master Plan includes four Complete Neighborhoods with distinct characteristics and appropriate mixes and variety of housing, office, active uses, community uses, and parks and open space.
2. **Promote housing affordability:** The Master Plan proposes the development of up to 7,000 residential units, including 15% affordable units by land dedication, to provide a range of housing types and sizes, including supporting the development of affordable housing that will service a range of low-, moderate-, and middle-income households consistent with the North Bayshore Affordable Housing Administrative Guidelines.
3. **Enhance ecosystems and habitat:** The Master Plan will create a network of connected parks and open spaces, linking to existing natural resources along Stevens and Permanente Creeks, Shoreline at Mountain View, Charleston Retention Basin, and Charleston Park. The Master Plan proposes a diverse native planting palette to support a wide variety of wildlife species and ecological functions.
4. **Create walkable, human-scale blocks:** The Master Plan establishes new street blocks compliant with the maximum block length in the Precise Plan as well as TDM measures that reduce the vehicle trips to achieve trip caps established in the Precise Plan. Additionally, the Master Plan includes new midblock crossings that will allow for improved safety for pedestrians/bicyclists moving through the area.
5. **Make the area highly sustainable:** By providing new public pedestrian and bicycle pathways throughout the area and extensive green building and sustainability measures, such as committing to 100% carbon-free power and an optional private district utility system, the Master Plan is meeting the required sustainability measures in the Precise Plan.

Master Plan and Subsequent Permits

The North Bayshore Precise Plan requires a Master Planning process to allow: (1) development in the Complete Neighborhood areas; (2) coordination of street and pedestrian connections and other issues related to the project phasing and implementation; (3) development flexibility as the project includes parcels located in multiple Character subareas; and (4) district parking.

The proposed North Bayshore Master Plan identifies key components of future planned development over 153 acres, such as land use, intensity and scale of development, parking

locations, on- and off-site circulation networks, parks and open space, and coordination of improvements. The Master Plan sets a development program that the applicant can pursue in phases by obtaining subsequent zoning and building permits. As part of the subsequent permits, the City will review the detailed site and building designs and confirm compliance with the Master Plan, Precise Plan, and other applicable City regulations. With an approved Master Plan and DA, any subsequent permit that is consistent with the Master Plan, Precise Plan, DA, and current laws could not be denied by the City.

Based on majority support at the December 2021 City Council Study Session, the Master Plan is proposing the streamlined Zoning Administrator review process allowed in the Precise Plan.

The Precise Plan provides that at the time of Master Plan approval, the Council shall determine the subsequent review process for associated Planned Community Permits (PCP). As proposed, with an approved Master Plan, the process would allow subsequent zoning permit applications (which are required for new building and site improvements) to have a final action at an Administrative Zoning (ZA) public hearing, after a recommendation by the DRC, rather than the City Council. To ensure that public input is incorporated as part of each permit, the applicant will hold a community meeting for each Planned Community Permit (PCP) implementing a development phase of the Master Plan prior to the ZA public hearing. Per the Precise Plan, the ZA continues to have the discretion to refer PCP applications to the City Council when necessary, such as when there is an inconsistency between the Master Plan and the subsequent zoning permit. Additionally, as discussed at the Council Study Session, staff has identified clear review authority for minor and major modifications to the Master Plan. Minor modifications are those exceptions allowed in the Precise Plan, identified in the Master Plan, and allowed under a Planned Community Permit, which can be reviewed and considered at an Administrative Zoning public hearing. Major modifications include, for example, changes that increase the allotted Bonus FAR, location of land uses, etc., all of which require Council review and consideration at a public hearing.

Compliance Strategy

The Master Plan is compliant with most Precise Plan and City Code requirements for a Master Plan, including land use mixes, development standards, such as building height and massing, building placement, block lengths, lot coverage, Bonus FAR standards, etc. Details of the project's compliance with the North Bayshore Precise Plan related to the following elements are discussed in the May 3, 2023 EPC report (Attachment 12), including: character areas; complete neighborhood targets; consistency with Gateway Master Plan; and parking.

Bonus FAR

Google is requesting a maximum Bonus FAR of up to 8.8 million square feet (inclusive of approximately 1.7 million square feet of aboveground parking) for residential development and up to 1.3 million square feet for office development (above the 0.51 Base FAR). As required in

the Precise Plan, an applicant must meet the minimum requirements in Table 1 to obtain a Bonus FAR. As per Precise Plan Section 3.3.3(5), the project utilizes a blended FAR of 0.51 instead of 0.45 because the project area spans multiple character areas and Complete Neighborhoods. ***The Master Plan is compliant with these Bonus FAR requirements.***

Table 1: Minimum Bonus FAR Requirements

Residential	Nonresidential (Office)
<ul style="list-style-type: none"> • Achieve minimum 120 GreenPoint-rated points or equivalent. • 15% affordable units through land dedication. • Comply with North Bayshore Affordable Housing Administrative Guidelines. 	<ul style="list-style-type: none"> • Achieve LEED Platinum® or equivalent. • Provide community benefits contribution. • District Improvement project.

Community Benefits Contribution

To comply with the Precise Plan Bonus FAR requirements and Council’s Bonus FAR requalification condition, the project was subject to a minimum community benefit value of \$42 million. Google has made a revision to the community benefit program to reflect the Council’s interest in a four-acre parcel proposed to be leased to the Mountain View Whisman School District. Table 2 below compares the community benefit program presented at the December 2021 Council Study Session and the revised proposal.

Table 2: Community Benefits Contribution

December 2021	Current Proposal
<ul style="list-style-type: none"> • \$35 million toward construction of Phases 2 and 3 of Charleston Road, which is a Priority Transportation Project in the Precise Plan. • \$7 million toward construction of the Eco Gem. 	<ul style="list-style-type: none"> • 4.1-acre parcel to be dedicated to the City for a future school site (worth \$48 million).
Total—\$42 million	Total—\$48 million

The **revised proposal is valued at \$48 million (based on 2023 land value)**, which is higher than the initial proposal and meets the direction of the Council at the December 2021 Study Session to provide flexibility to lease the 4.1-acre parcel for a future school site. Staff also notes that the contribution for design and development of Eco Gem is now part of the public benefits package for the DA discussed later in this Council report. ***Therefore, staff recommends approval of the proposed Community Benefit program.***

4.1-Acre School Site—Shorebird Yards

The school site has evolved to reflect Council direction and discussions with administrators at the Mountain View Whisman School District (MVWSD). The following is a summary of the revisions to the size, location, and manner of dedication of the school site (also known as “Shorebird Yards” in the Master Plan):

- 2019—Google proposes a 2.5-acre park parcel for potential use as a school site on the west side of North Shoreline Boulevard.
- February 2021—Based on a discussion with administrators at the MVWSD, Google moves the site to the east side of North Shoreline Boulevard, near the open space, and the size is increased to four acres. The City discusses a potential option to lease three acres to the school district and share one acre as joint-use open space.
- October 2021—Based on Council and staff direction, Google revises the site plan to relocate a residential district parking garage adjacent to the future school site (named “Shorebird Yards”) to consider the safety of students walking and biking to the school.
- December 2021—Council directs staff to explore the opportunity to lease the site to the school district. This direction is based on staff raising the issue that additional research and analysis will be required to determine whether a site dedicated as park land can be leased to the school.
- December 2022—Google proposes dedicating the 4.1-acre parcel to the City as a community benefit to meet the Bonus Office FAR requirements. The revised proposal provides the flexibility for the City to lease the parcel to the school district as a future school site, which the City has since communicated its intent to do both verbally and in official written communications to the School District.
- March 2023—The optional District Central Utility Plant program is revised to provide only thermal heating and cooling system to reflect the School District’s concern about odors from wastewater treatment operations. The optional recycled water and wastewater treatment facilities, if provided in the future, will be subject to City concurrence.

Burrowing Owl Preservation Plan

A portion of Lot C (SA-BP-1) is in proximity to sensitive burrowing owl habitat in Shoreline at Mountain View. The proposed district parking garage at Shoreline Lot C is required to comply with the specific protocol recommendations listed in the Shoreline Burrowing Owl Preservation Plan (BOPP) prepared and implemented by the Community Services Department (CSD). However, since the parking garage may be constructed in a later phase, the conditions of

approval require an additional “confirmation habitat assessment” to be conducted prior to development on this site (as part of subsequent zoning permit) to determine changes in burrowing owl locations and required habitat preservation measures based on the assessment. The management measures for habitat preservation would be determined by City staff (including the City’s Wildlife Preservation Coordinator), in consultation with California Department of Fish and Wildlife (CDFW) and may include establishment of new nesting or foraging habitat, enhancement of existing habitat, or passive relocation of burrowing owls.

Exceptions

The Master Plan also identifies potential exceptions from the Precise Plan development standards, which are assessed per [Precise Plan Section 3.5.6 \(Development Standard Exceptions\)](#), and can be evaluated under subsequent zoning permit review with specific design details. Some of the exceptions requested are to achieve and support the residential yield of 7,000 units and will result in better site design. A complete list with a detailed description for each exception is in the Planning Conformance Plan in Appendix A of Attachment 8.

1. Allow a maximum block size length over 400’ for a noncontiguous residential parcel (PE-BR-2) to achieve the proposed residential yield under the existing conditions and ownership, which prevent the applicant from providing a through-block pedestrian connection;
2. Allow a maximum residential building height up to eight stories/95’ for the entire Parcel SB-R-7 (VTM Parcel SB15) across two-character areas to allow for a better site and building design and to achieve the proposed residential yield;
3. Reduce the building tower separation requirement for residential buildings, including up to 80’ for Parcel JN-19 and up to 110’ for Parcel SB-3, from the required 175’ separation. This allows for a better site design and to achieve the proposed residential yield;
4. Allow short-term temporary parking and permanent improvements on existing surface lots; and
5. Interim residential parking rate of 1.25 spaces per unit, with an average of 0.6 space per unit at full build-out, to address the absence of improved transit services at the beginning of project development.

These exceptions are needed to achieve the Precise Plan Complete Neighborhood targets, character area vision, Habitat and Biological Resource protection goals, compliance with the North Bayshore vehicle Trip Cap requirements, and achieve a superior site design on key parcels. ***Therefore, the request for exceptions meets the Precise Plan criteria for allowing exceptions to development standards under the Precise Plan.***

Residential Development

The Master Plan proposes to construct a maximum of 7,000 residential units, including up to 5,950 market-rate units and up to an estimated 1,050 affordable units (15% of units) to be accommodated through land dedication to the City. Refer to Figure 5 below for location of the proposed residential uses. The proposed 7,000 residential units would provide 71% of total residential units planned in the Precise Plan area, which has a target of up to 9,850 residential units. The market-rate units are currently anticipated to be rental; however, the applicant is requesting the flexibility to map units as condominiums.



Figure 5: Master Plan Residential Locations

Affordable Housing

The Master Plan is subject to the affordable housing requirements in the NBPP and associated Affordable Housing Administrative Guidelines, which allow developers to dedicate land for affordable housing instead of providing affordable units on-site. The Master Plan proposes to meet the NBPP Tier 1 Bonus FAR project requirement of 15% BMR units (or 1,050 units) through dedication of various parcels (totaling approximately seven acres) for stand-alone affordable housing.

The City hired Seifel Consulting to help estimate the feasibility and number of units that could be built on land dedicated under the applicant’s affordable housing plan. The analysis includes an

evaluation of the development potential for each land dedication parcel based on the City's experience with prior affordable housing developments, input from affordable housing developers regarding typical development characteristics for family and nonfamily affordable housing developments, and a development capacity analysis. The evaluation is provided as Attachment 17 to this Council report—Affordable Housing Assessment.

The analysis summarized the following three key findings:

1. The proposed land dedication of approximately seven acres is sufficient property to allow the development of affordable housing units that equal 15% (or 1,050 units) of total housing units proposed in the Master Plan.
2. Based on an analysis of the development potential under a variety of scenarios, the parcels to be dedicated could generate between about 950 to 1,180 affordable housing units depending on building height, unit size, unit mix, and parking configuration.
3. Based on updates to the Master Plan in March 2023, the land dedicated in Phase 1 could produce about 50% of the required affordable housing units for the project by January 2029. Additionally, the land dedication in Phase 1 will include a 1.6-acre parcel adjacent to City-owned land on Plymouth Street (Parcels JS3 and JS4), which will provide the City with more flexibility with potential options to master plan the affordable housing development with a City facility, such as a branch library.

In summary, the analysis concludes that the applicant's affordable housing proposal is consistent with the requirements in the North Bayshore Precise Plan and provides greater benefits with the delivery of land in Phase 1 to accommodate about 50% of the affordable housing units required for the entire project.

Nonresidential Development

In addition to residential development, the Master Plan includes nonresidential development, including:

- **Office**—Up to 3,117,931 square feet of office space (including 1,303,250 square feet of net new office space and 1,814,681 square feet of existing office space to be redeveloped). The majority of proposed office land use is equally distributed in the Shorebird and Joaquin neighborhoods. The rebuilt office square footage includes 30,520 square feet to be transferred from buildings located at 1220 and 1230 Pear Avenue.
- **Active Use**—Up to 288,990 square feet of ground-floor commercial space within the market-rate residential buildings, office buildings, two hotel buildings, and in the parking structure (SB-BR-6) at the intersection of Space Park Way and Manzanita Street. Active

uses include 11,056 square feet of existing retail to be rebuilt and 55,000 square feet of community facilities. Community facilities would be located at 1201 Charleston Road, an existing building that is retained as part of the Master Plan. A Pedestrian Social Spine described in the Shorebird neighborhood is envisioned as the Active-Use hub in the Master Plan. Depending on the type of use occupying a tenant space, the square footage may be exempt from the maximum allowable floor area per the Precise Plan and/or exempt from payment of the NBPP Development Impact Fee.

- Hotels—The Master Plan includes two hotel buildings with up to 525 hotel rooms at the north and south ends of the Plan area along Shoreline Boulevard. While the Master Plan hotel development exceeds the studied Precise Plan hotel development by 325 hotel rooms, the Master Plan proposes the type and scale of development envisioned in the Precise Plan for the three Complete Neighborhoods and would comply with the applicable standards and guidelines in the Precise Plan.
- District Central Utility Plant—Up to 130,000 square feet is proposed for a District Central Plant, located at the Shorebird Complete Neighborhood. This square footage is exempt from the maximum nonresidential floor area per the Precise Plan. The district system is optional and includes thermal energy (heating and cooling) and electricity. The recycled water and wastewater system is a potential future option but will be subject to City concurrence.

Parks and Open Space

The Master Plan proposes a diverse network of open spaces that cater to a wide range of experiences, from active and passive recreation in the Core Neighborhoods to an eco-sensitive setting that connects with North Bayshore's identity. Since the December 2021 Study Session, the applicant has proposed minor modifications in the open space and realigned the Green Loop to the edges of some of the open spaces (Greenway Parks—east and west, the Portal, and Joaquin Terraces—east and west) to make the open space more usable. The project requires 35.7 acres of park land to fulfill its park land obligations per the City Code. Google is proposing to satisfy approximately 73% of this obligation through the provision of 26.1 acres of land (11.3 acres of POPA open space and 14.8 acres of public park land) and the balance in park-in-lieu fees. Additionally, Google has the option to dedicate proposed POPAs to the City as unimproved park land instead.



Figure 6: Parks and Open Space

The publicly dedicated park areas and POPA open spaces are shown in Figure 6 above and described in Table 3 below. Additionally, the improvements proposed within each POPA open space and conceptual design are provided in the Park and Open Space Plan in Appendix E of Attachment 8. Detailed designs of the POPA open spaces will be submitted as part of the zoning permit for each development phase. The public parks will undergo the typical City process for park design and construction.

Table 3: Parks and Open Space Proposal

Park or Open Space Name	Neighborhood	Phase	Size (acres)	Description
Greenway Park (West and East) POPA	Shorebird	Phase 1	±1.8 ac	Recreation, gathering, and informal seating.
Greenway Park (East) POPA	Shorebird	Phase 3	±0.7 ac	
Shorebird Wilds POPA	Shorebird	Phase 2	±4.5 ac	A transitional open space and urban meadow with opportunities for nature play, public art, botanic display, and social seating.
Shorebird Square Public Park	Shorebird	Phase 2	±0.3 ac	A neighborhood pocket park.

Park or Open Space Name	Neighborhood	Phase	Size (acres)	Description
The Portal POPA	Joaquin	Phase 1	±0.8 ac	An intimate corridor along the Green Loop framing an arrival and entry experience to Joaquin Commons.
Joaquin Grove POPA	Joaquin	Phase 4	±1.4 ac	A flexible and multi-functional outdoor space with social gathering areas and program decks along office frontages.
Joaquin Terrace (east) POPA	Joaquin	Phase 7	±1.3 ac	A sequence of social gathering spaces.
Joaquin Terrace (west) POPA	Joaquin	Phase 7	±0.9 ac	
Total POPAs			±11.3 ac	
Eco Gem Public Park	Shorebird	Phase 2	±10.8 ac	Envisioned as an ecological reserve and to be prioritized.
Joaquin Commons Public Park	Joaquin	Phase 5	±2.6 ac	A large flexible open space that could accommodate a variety of programs.
Gateway Plaza Public Park	Joaquin	Phase 8	±0.9 ac	A small, corner open space that could host rotating pop ups, kiosks, or events on a program deck.
Shoreline Square Public Park	Joaquin	Phase 8	±0.3 ac	Envisioned as a quiet neighborhood pocket park lined with tree groves and social seating.
Total Public Park Land			±14.8 ac	
TOTAL Public Park Land and POPAs			±26.1 ac	

100% POPA Credit Request

In the Development Agreement, the applicant is requesting 100% park land credit for POPA open space to increase project feasibility. The City Code currently allows a credit of up to 75% for a qualified POPA open space.

Staff supports the 100% POPA credit request for the following reasons:

1. The credit is consistent with the City’s 2023-2031 Housing Element Program 1.8 to reduce constraints on residential development by reviewing and revising the park land dedication

requirements to maintain access to high-quality open space while reducing the financial impact to residential development.

2. The credit will incentivize the applicant to provide POPA open spaces per the Master Plan instead of dedicating unimproved (or raw) land to the City. Staff is concerned that if all the open space is dedicated as raw land, additional City resources will be required to design, construct, and maintain the parks, which would be challenging and would affect park delivery and long and short-term funding.

Phasing

As mentioned previously, the applicant proposes to construct the Master Plan in eight phases over approximately 30 years (see Phasing Plan in Appendix C of Attachment 8—Implementation Plan). The applicant has noted that the phasing plan is conceptual and is subject to ongoing review of market conditions. Additionally, where feasible, multiple phases can occur concurrently. Overall, the phasing and land use plan is generally consistent with the plan reviewed by Council in December 2021. The applicant has worked with staff to revise the plan to allow for early delivery of affordable housing sites, the school site, and the Eco Gem, consistent with Council direction. A summary of the conceptual phasing plan is described below.

- **Phase 1**—Demolish 1.1 million square feet of existing office buildings in the Shorebird Complete Neighborhood and rebuild existing office; approximately 155,000 square feet of active uses; 2,273 residential dwelling units, and related parking; and 130,000 square feet of a District Utility System and Central Plant. This phase includes two land dedication sites for affordable housing: one located in Joaquin (combined JS3 and JS4) and one in the Pear Complete Neighborhood (PE3). A 250-room hotel is also proposed in this phase at the northeast corner of Shoreline Boulevard and Charleston Road. A key feature of this phase is the dedication of the 10.8-acre Eco Gem Park land to the City.
- **Phase 2**—Construct 1,291 residential units, related parking, and neighborhood-serving uses in the Shorebird Complete Neighborhood.
- **Phase 3**—Demolish 188,489 square feet of office in the Shorebird Complete Neighborhood and rebuild existing office. This phase completes the proposed development in the Shorebird Complete Neighborhood.
- **Phase 4**—Construct 486,280 square feet of new office in the Joaquin Complete Neighborhood along Shoreline Boulevard and Charleston Road.
- **Phase 5**—Construct 906 residential units with 11,047 square feet of Active Uses in the Joaquin Complete Neighborhood along Shoreline Boulevard. This phase includes dedicating Joaquin Commons, a 2.5-acre park land, to the City.

- **Phase 6**—Construct 770,023 square feet of office (north) and 11,047 square feet of Active Uses on the western portion of the Joaquin Complete Neighborhood. A small portion of Phase 6 is also along U.S. 101 freeway in the Gateway area and will include a district parking garage for office use.
- **Phase 7**—Construct 1,803 residential units at the southwest corner of the Joaquin Complete Neighborhood.
- **Phase 8**—Construct 250,000 square feet of office, 727 residential units, a 275-room hotel, and approximately 11,000 square feet of Active Uses in the Gateway area. This phase finishes the development proposed in the Gateway character area.

Tree Framework

The applicant has prepared a Master Plan-wide arborist report that identifies 3,820 trees on-site, 85% of which are nonnative with a total canopy coverage of 21.4% in fragmented pockets. In total, there are approximately 115 different tree species with approximately 12% of the trees in poor health and recommended for removal, and over 42% of the trees with low to medium suitability for preservation due to their health, structure, proximity to potential development, location in bike or pedestrian pathways or sidewalks, etc. (see Tree Removal and Replacement Plan in Appendix M of Attachment 8).

Implementation of the Master Plan is expected to result in the removal of most of the trees to implement the Precise Plan Goals and create complete neighborhoods. Google has established a tree farm in the South Bay and is proposing to plant approximately **3,115 new trees** to maintain the canopy coverage that exists today on-site (approximately 21.6%). The Master Plan will create an interconnected network between ecological hubs, including the Eco Gem (where some of the replacement trees are proposed to be planted) and Shorebird Wilds, urban POPAs, and native street tree planting and within individual parcels.

Additionally, it will replace the predominantly nonnative urban format with a native and climate-resilient plant palette that generally conforms to the Precise Plan plant palette. Table 4 below outlines the Tree Removal and Replanting Plan.

Table 4: Tree Removal and Replanting Plan¹

Trees	Heritage Trees	Non-Heritage Trees	Total
Existing (85% nonnative)	1,660	2,160	3,820
Existing canopy			21.4%
Proposed to be removed	1,345	1,550	2,895
Replacement requirements (2:1 for Heritage trees and 1:1 for non-Heritage trees)	2,690	1,550	4,240
Proposed to be planted (native, drought-tolerant species and does not include public parks, except for the Eco Gem)			3,115
Resulting canopy at maturity (not including public parks, except for Eco Gem)			21.6%
Balance—in-lieu fees, larger size trees where appropriate			1,125

The Master Plan does not grant specific tree removal permits—each subsequent zoning permit will include any related tree removal permit, including a site-specific assessment of the tree removals and replacement plan based on the building and site designs. The tree removals will be evaluated using the Master Plan Tree Framework (Appendix F in Attachment 8), which includes the key elements supported by Council at the December 2021 Study Session. These are discussed in detail in the May 3, 2023 EPC Report (Attachment 12).

Public Access and Circulation

The Precise Plan envisions an enhanced circulation and mobility network, which includes smaller block lengths, increased off-road bicycle and pedestrian networks, a robust public open space network, and a unique parking strategy through district parking facilities. To achieve the enhanced circulation and mobility network, the Master Plan implements several strategies, such as: (1) incorporating new private streets and expanding existing streets to create connections; (2) providing a limited access road on the portion of Black Street between Shorebird Way and Charleston Road and Charleston Road east of Inigo Way to protect ecological habitat near the Eco Gem; (3) vacating a portion of Shorebird Way to create the Shorebird Wilds POPA; (4) adding new midblock crossings for pedestrian and bicycle access throughout the proposed development; (5) providing access, servicing, and loading for buildings through midblock connections and publicly accessible private streets; and (6) strategically utilizing curb zones and flex zones along the street for efficient circulation and access to active uses.

Figure 7 shows the proposed Master Plan Street network with details of public streets and the publicly accessible private street network.

¹ Tree removal numbers presented in Table 4 are based on a tree survey and aerial tree counts. A site-specific tree survey will be conducted as part of individual subsequent zoning permits.

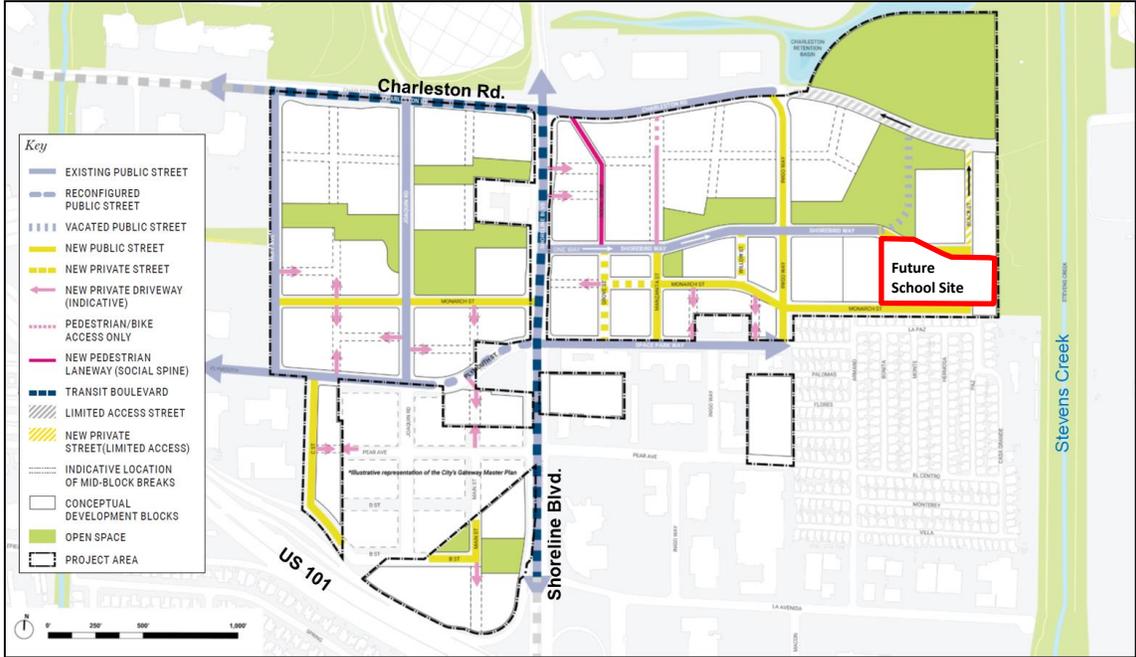


Figure 7: Master Plan Street Network

Transportation Demand Management (TDM) Program Measures and Office Trip Cap

The 2017 North Bayshore Precise Plan established a gateway trip cap and a goal of 45% Single-Occupancy Vehicle (SOV) for all North Bayshore office employees to maintain compliance with the gateway trip cap. Subsequently, the City Council in 2021 approved the North Bayshore Circulation Study which further evaluated the SOV requirement needed for gateway compliance. The Circulation Study recommended a 35% to 40% SOV requirement for all future office development.

As provided in the Development Agreement, Google will implement a TDM program to achieve a 35% morning and afternoon peak period SOV mode share for all office development occupied by Google in the North Bayshore area, both within and outside the Master Plan area. Some of the approximately 6.6 million square feet of existing office was approved with a requirement to achieve a 45% SOV rate; however, a substantial majority of existing office currently has no SOV requirement. As a result, the TDM Program measures would exceed the auto reductions in the [North Bayshore Transportation Demand Management Plan Guidelines](#) (2015) for nonresidential development by extending the 35% SOV requirement to a substantial amount of office space not now covered by the guidelines.

To achieve the 35% SOV mode-share target, the project will be subject to a districtwide office vehicle trip cap (“Office Trip Cap”) that will apply to Google’s existing, rebuilt, and net new office

square footage at the time of full build-out and occupancy of the Master Plan. The Office Trip Cap would be integrated into the Google's existing TDM programs and provide a comprehensive district-wide approach to TDM and parking management that supports the Precise Plan's goal of reducing vehicle traffic and supporting sustainable transportation modes. Based on the staff analysis, initial implementation of the trip cap would require all existing offices to achieve less than a 45% SOV rate, potentially as low as 42%, before any net new office is built. This would phase down to 35% SOV rate as net new office is built. Attachment 18, Master Plan Office Trip Cap, provides additional detail on how the office trip cap would be established and its benefits.

Implementation of the Office Trip Cap requires execution of a separate TDM Agreement between the City and Google and approval of an Office Trip Cap Implementation Plan by the Community Development and Public Works Directors. The Office Trip Cap would go into effect after issuance of the first Master Plan nonresidential office building permit or earlier if requested by Google.

The hotel developments will be required to maintain a TDM program for the life of the project which will reduce peak-hour vehicle trips to the site, ensure the project does not exceed a 45% SOV rate and complies with an established trip cap during the morning peak period. Each residential building is required to comply with the [North Bayshore Residential Transportation Demand Management Guidelines](#) (2018), which includes establishing a residential vehicle trip performance standard for peak hour vehicle trips and a minimum 50% nondriving mode for a site's daily trips. An allowance is provided for the applicant to propose interim trip performance and nondriving mode targets consistent with the higher interim parking rates to address limited transit and access to services at the beginning of project development in the zoning permit applications.

Shoreline Amphitheatre Lot C District Parking Garage

The Master Plan proposes a six-story district parking garage at Amphitheatre Lot C with approximately 4,330 parking spaces, up to 2,000 square feet of building area for a Police operation station, and 10 parking spaces reserved for the Police Department. Using Lot C for district parking will allow more land within the project area to be used for housing and/or open space development while providing parking located close to the office uses. The current Lot C surface parking lot is leased by Live Nation until 2025 (or 2030, if Live Nation exercises its extension option). Google is subleasing Lot C from Live Nation until 2025. Google uses Lot C for office parking while accommodating Live Nation's use for Amphitheatre events.

Council previously supported the district parking garage proposal at the December 2021 Study Session for the Master Plan. However, prior to considering a potential long-term ground lease to Google for the use of Lot C for a parking garage, the City followed the procedures of the Surplus Land Act process in compliance with [Assembly Bill \(AB\) 1486](#) ("State Surplus Land Act"). On [January 25, 2022](#), Council declared the Shoreline Amphitheatre Lot C site surplus land and authorized staff to issue a Notice of Availability for a long-term ground lease to applicable

agencies and affordable housing sponsors consistent with the Surplus Land Act requirements. On August 26, 2022, the California Department of Housing and Community Development determined that the City had met all the requirements under the Surplus Land Act, allowing the City to proceed with lease negotiations with Google.

Staff has negotiated the following general deal terms for Lot C, which are further detailed in Attachment 6:

- Lease term of 55 years with four 10-year options to extend (up to a total of 95 years), to commence upon Google's exercise of an option to ground lease (no earlier than January 1, 2031, unless otherwise agreed to by Live Nation, the current lessee of Lot C). Google will have an option to ground lease, allowing them to commence the lease in phases and to defer commencement of the lease through the initial 15-year term of the DA, and potentially longer, subject to certain conditions.
- Amphitheatre parking to be provided up to 20 weekdays starting at 4:00 p.m. and for 40 weekend events per year.
- 250 public parking spaces to be provided weekdays after business hours and during weekends and public holidays.
- 2,000 square feet to be provided for a Police operations station along with 10 dedicated parking spaces.
- The parking structure(s) with up to 4,330 stalls may be constructed in up to four phases with prorated lease payments until full parking structure is completed.
- Net annual lease payment which reflect considerations for the City's use of the parking structure (described above) will be \$1.5 million (2023 base year value plus negotiated escalated rates) with payment to begin upon completion of first phase of parking structure and prorated if less than the full Lot C is ground leased. More details about the lease payments, escalation rates, and reappraisals are provided in Attachment 6.

For ground leases of City property that exceed 55 years, City Code Section 2.90 requires that the City Council adopt certain findings in addition to providing for periodic review of the lease. The proposed findings are included in the resolution authorizing the Lot C ground lease (Attachment 6).

Staff recommends the Council authorize the City Manager or designee to negotiate and execute an agreement with Google for an option for a long-term ground lease of Lot C as specified in the term sheet provided in Attachment 6. This price and terms are consistent with the authority provided by Council in the Closed Session on May 23, 2023.

OTHER ITEMS

Multi-Modal Transportation Analysis

The City prepared a Master Plan-level Multi-Modal Transportation Analysis (MTA) to evaluate transportation and circulation impacts, pedestrian and bicycle impacts, and analyze parking scenarios of the project (see Attachment 19—Multi-Modal Transportation Analysis). The MTA determined that the Master Plan with the 35% SOV trip rate for office is in conformance with the recommended North Bayshore Trip Cap Policy vehicle trip targets. The MTA also identified some potential intersection-level vehicle queuing issues and the need for corridor-level traffic-management and operational strategies for which the applicant is being required to contribute fair share funding. Additional findings from the Master Plan MTA are provided in the May 3, 2023 EPC Report (Attachment 12).

Tentative Map

The applicant has submitted a Vesting Tentative Map with the Master Plan (see Attachment 4 to this Council report) to create 58 new parcels, including 27 parcels for residential buildings with up to 7,000 residential condominium units, 360 commercial condominium units, and 526 vertical subdivision lots. The applicant is proposing to map all rental developments to allow for potential transition to ownership units in the future, should market conditions support it. The proposed vertical subdivisions are to accommodate commercial ownership opportunities in office and mixed-use buildings and the private district utility system, which may be contained on individual vertical parcels within each lot served by the system.

Vacation of Public Easements

The Master Plan includes new network of streets and greenways that break up large existing blocks and reconfigure existing streets consistent with the vision of the North Bayshore Precise Plan for the circulation network. The street reconfigurations require changes to existing public street and service easements as shown on the Vesting Tentative Map in Attachment 4 to this Council report. The street easements proposed for vacation consists of portions of Huff Avenue, Charleston Road, Joaquin Road, Plymouth Street, Shoreline Boulevard, Shorebird Way, Space Park Way, and Pear Avenue. Consistent with the North Bayshore Precise Plan, new public streets will be dedicated in excess of the street easements being vacated. The existing utilities within the public service easements are proposed to be relocated or would no longer be required for the project or the surrounding area.

When easements are proposed to be vacated as part of private development, City staff evaluates whether there is any value contributed to the developer by the vacation. In some cases, for example, vacating an easement will provide land area for additional residential units and thereby

increase the value of the development. Staff also considers how the easement was created and its intended use.

Staff recommends vacating the public street and service easements without compensation for the following reasons: (1) the existing utilities in the easements will be abandoned or relocated; (2) the easements were dedicated to the City and not purchased by the City; (3) the easements were intended as a general benefit to all public utility providers and were not granted to the City for the City's exclusive use; and (4) the project will dedicate new easements per the Precise Plan in excess of the easements being vacated (see Table 5 and Attachment 5—Resolution for Vacation of Easements—to this Council report). If these easements had been acquired by the City after paying market value (rather than being dedicated at no cost), and/or if the easements were exclusively for the benefit of the City, staff would recommend compensation for relinquishing the easement, but neither of these conditions apply in this case.

Table 5: Summary of Project's Easement Vacations and Dedications

Type of Easement	Vacated Easements (Sq. Ft.)	Dedicated Easements (Sq. Ft.)
Street	359,058	962,072
Sidewalk	292,830	
Public Access	2,375	
Landscape	996	
Public Service	90,097	
Public Utility	144,844	
Sanitary Sewer	14,915	
Mountain View Utility		15,826
Total Public Easement Area	905,114	977,898

Development Agreement

The applicant is requesting a 30-year Development Agreement (DA) with an initial term of 15 years plus a potential 15-year extension for a total term of 30 years, to allow for flexibility in the timing and phasing of the project due to the large-scale nature of the development and the time needed to deliver the project components. The DA will vest the project against future changes in local law that would conflict with Master Plan approvals.

Staff utilized direction from the 2021 Council Study Session to negotiate and structure this DA, including requiring the developer to meet performance milestones, accelerating delivery of the City's high-priority items, and including community benefit contributions that go beyond the typical conditions of approval (see Attachment 2 for the DA). The key terms of the DA are summarized in Table 6 below.

Since the Administrative Zoning public hearing, the DA has been revised to incorporate the following key items:

1. Add definitions;
2. Clarify that City's existing park fees imposed on market-rate residential development (increased annually by construction cost index) will be applicable to the project for the entirety of the Term of the DA regardless of whether those fees are reduced by City in the future and in exchange any future park fees on office would not apply;
3. Eliminate the public benefit credit associated with the \$5 million allocated to Eco Gem, which could be applied toward new impact fees for net new office space after the fee lock period. As a result, the credit will be reduced from \$18.5 million to \$13.5 million;
4. Conditions for prepayment of existing Impact Fees;
5. Clarify timelines and requirements related to delivery of affordable housing, park parcels, and POPAs;
6. Establish minimum qualifications for transferees;
7. Add language related to inclusionary housing as discussed in Public Benefits Section 9.5;
8. Revise Exhibit J—Ground Floor Activation Program to add program details per the ZA recommendation;
9. Clarify that the TDM Agreement framework in Exhibit R to recognize the applicability of the new districtwide Office Trip Cap to all buildings occupied by Google in the Precise Plan area, is subject to City Council amendment of the previously adopted resolutions and Conditions of Approval for existing and previously approved office buildings including those outside the Master Plan area; and
10. Make other minor staff recommended revisions to clarify items and remove duplicative references. The proposed DA complies with California Development Agreement Statute, Government Code Sections 65864 through 65869.5, and City Code Sections 34.50 through 34.50.40, and must be approved by City Council ordinance.

Table 6: Summary of Key Terms in the Development Agreement

DA Item	Details	Comments
Term	<ul style="list-style-type: none"> Initial Term—15 years Extended Term—15 years Total—30 years 	<p>To obtain the Extended Term, developer must deliver/obtain:</p> <ul style="list-style-type: none"> \$0.5 million in People-Centric Funds within 90 days after Effective Date. Building permits for at least 1,250 market rate residential units. Dedicate Phase 1 affordable housing sites. Deliver additional affordable housing site(s) as needed to maintain compliance with the 15% requirement. Dedicate Shorebird Yards (potential future school site). Dedicate the Eco Gem site. Provide \$5 million toward construction of Eco Gem.
Delivery of Affordable Housing Sites	<ul style="list-style-type: none"> Phase 1 sites—Dedicate with first office or residential building permit and deliver no later than January 2029. Remaining sites—Per compliance plan (see comments). 	<p><u>Building Permit issuance</u></p> <ul style="list-style-type: none"> Irrevocably dedicate minimum 90% of land required for that building(s). The balance of compliance may be met with letters of credit for value of land. <p><u>Deliver Sites</u></p> <ul style="list-style-type: none"> Within a specific timeline after irrevocable offer of dedication or before Certificate of Occupancy for building which triggered the requirement. If sites are not delivered within timelines per DA, Developer provides City 125% of funding to convert site to required condition for dedication.
Delivery of Shorebird Yards (future school site)	<ul style="list-style-type: none"> Dedicate with first office or residential building permit and deliver no later than December 2030. 	

DA Item	Details	Comments
Delivery of Park Land and POPAs	<ul style="list-style-type: none"> Eco Gem—Dedicate with first office or residential building permit and deliver no later than December 2030. Remaining sites and POPAs—Per compliance plan (see comments). 	<p><u>Building Permit issuance</u></p> <ul style="list-style-type: none"> Irrevocably dedicate minimum 90% of land required for that building(s). The balance of compliance may be met with letters of credit for value of land until the project is completed. Deliver sites/POPAs within a specific timeline after irrevocable offer of dedication. If sites/POPAs are not delivered within timelines per DA, Developer dedicates land (if POPA) and provides 125% of funding to convert site to required condition for dedication (for park site and POPA).
Term Extension for Force Majeure	<ul style="list-style-type: none"> The term can also be extended for certain force majeure delays, but not to exceed three years (cumulative). Maximum total with extension—33 years. 	<ul style="list-style-type: none"> Extensions can only be granted in accordance with “Force Majeure” (e.g., unusually severe weather, earthquake, pandemic, severe economic recession, litigation involving project approvals etc.).
Impact Fees	<ul style="list-style-type: none"> <u>Initial Term</u>—Fees locked subject to existing annual escalations. <u>Extended Term</u>—New or increased fees apply to new office square footage (but not to remaining residential), but developer will receive a credit toward any new impact fees assessed on office development equal to the \$13.5 million of public benefits credit applied to future non-park fees (\$5 million for Eco Gem not included toward credit). <u>Park Impact Fees</u> (see comments). 	<p><u>Park Impact Fee—Entire Term</u></p> <ul style="list-style-type: none"> Applies after land dedication and POPAs are satisfied (fee payment starts with 4,359th unit). <p><u>Residential</u></p> <ul style="list-style-type: none"> Pays current requirement of 0.006 acre/unit x 2023 land value escalated by CCI. Future fee revisions or reductions do not apply. <p><u>Net New Office</u></p> <ul style="list-style-type: none"> Does not pay park fees.

DA Item	Details	Comments
Public Benefits	<p><u>Total—\$18.5 million including:</u></p> <ul style="list-style-type: none"> • \$1.5 million for People-Centric Programs. • \$10 million for Ground-Floor Activation Program. • \$2 million in public art. • \$5 million for Eco Gem construction. <p><u>Additional benefits include:</u></p> <ul style="list-style-type: none"> • Public use of community room at the Shorebird Wilds building. • Good-faith effort to obtain a Use-Tax Point-of-Sale Permit for the project site (<i>which will generate construction sales/use tax dollars for the City</i>). 	<ul style="list-style-type: none"> • All public benefit contributions will increase annually by Consumer Price Index. <p><i>See Public Benefits discussion later in the staff report for additional detail.</i></p>
Requirements in Addition to Conditions of Approval	<ul style="list-style-type: none"> • Application of 35% SOV rate to existing buildings in North Bayshore Area both inside and outside of the Master Plan Area. • Compliance with future standards that the City may adopt related to light pollution and biodiversity requirements for landscaping (to the extent that it does not affect the Master Plan feasibility and building program). 	<p>The 35% SOV rate would become effective after issuance of the first nonresidential building permit for the Master Plan. The lower SOV rate would supersede the rates in place, and covered Google-occupied buildings would not be subject to the Precise Plan gateway trip cap provisions while the 35% SOV rate is in effect.</p>
Project Phasing	<ul style="list-style-type: none"> • At discretion of applicant but must maintain compliance with City regulations. Compliance with Park Land Ordinance and Affordable Housing Requirements, per discussion above. 	
Subsequent Permits/Approvals	<ul style="list-style-type: none"> • Subsequent Planned Community (Zoning) Permits to be approved at a ZA public hearing. • A community meeting will be held for each application. 	

Public Benefits

Based on input from community members and the City of Mountain View, the applicant has refined various components of the North Bayshore Master Plan and submitted its revised Master Plan in March 2023 (NBMP or Master Plan). The revised public benefits valued at \$18.5 million in current dollars include a variety of cash payments and other benefits to establish “people-centric funds,” implement an Active Use Assistance Program, provide public art, and facilitate the design and construction of Eco Gem Public Park. However, the applicant has indicated that the 5% inclusionary housing originally proposed is not being provided as a public benefit given project feasibility considerations. Additional discussion about inclusionary housing is included in the section below.

Table 7 shows a comparison between the December 2021 proposed public benefit package and the current proposal. Key elements of the revisions are discussed below.

Table 7: Public Benefit Package Comparison

Item	December 2021 City Council Study Session	Current Proposal (April 2023)
Affordable Housing	5% Inclusionary units @ 120% AMI (rental) and 135% AMI for-sale)	—
People-Centric Benefit Contribution	\$14.5 million (Small Business Diversification Program, supporting local artists, and other “people-centric” programs)	\$13.5 million, including:
		• \$1.5 million for People-Centric Programs
		• \$10 million for Ground-Floor Activation Program
Sea Level Rise Project	\$0.5 million	—
Park Land Development	—	• \$5 million for ECO Gem construction
Total	\$15 million + value of 5% inclusionary units undetermined at the time	\$18.5 million + annual CPI/CCI adjustments

Value of Inclusionary Housing

In accordance with the Environmental Planning Commission’s request, City staff prepared a high-level analysis of the approximate value of the provision of inclusionary housing as a public benefit for Council consideration and is provided in Attachment 20. The analysis values the public benefit of inclusionary housing based on build-out of the Master Plan, which is assumed at 7,000 housing units, of which 5% or 350 units would be inclusionary units. The evaluation builds upon the prior

analysis for the North Bayshore Gateway Master Plan, a review of current real estate data and consultation with the applicant. The public benefit analysis is based on two household income scenarios for inclusionary apartment units at 110% and 120% Areawide Median Income (AMI) and condominiums at 135% AMI. In addition, each of these is alternatively evaluated as an all-rental option and with a housing mix that includes 80% apartments and 20% condominiums. The reduced income level assumptions (110% AMI) for renters was also evaluated because the California Health and Safety Code Section 50053 establishes affordable housing cost at 110% area median income (AMI) for rental units that serve moderate income households up to 120% AMI.

The analysis provides the following key findings:

- **Scenario 1 (Apartments at 110% AMI and Condos at 135% AMI)**—The value of the provision of 350 units of inclusionary housing as a public benefit is estimated to range between about \$64 million and \$66 million (in constant 2022 dollars), depending on whether the units are 100% rental or an 80-20 mix of rental and for-sale.
- **Scenario 2 (Apartments at 120% AMI and Condos at 135% AMI)**—The value of the provision of 350 units of inclusionary housing as a public benefit is estimated to range between about \$43 million and \$47 million (in constant 2022 dollars), depending on whether the units are 100% rental or an 80-20 mix of rental and for-sale.

The ultimate value of this public benefit will depend on how much housing would be built of different housing types, future rents and/or sales prices of the housing units, the household incomes that would be served by the affordable housing, and other economic factors that would affect the development of housing over the expected 30-year span of the project.

Staff and the applicant have worked together to add the following language in the DA to allow the developer and the City to explore potential opportunities for voluntary provision of the inclusionary units in the future.

“In the spirit of collaboration, Developer and the City agree to meet from time to time to explore potential opportunities for voluntary provision of up to 5% inclusionary housing units (120% AMI for rentals and 135% AMI for for-sale units). This collaborative approach may include options whereby the City may identify alternative funding pathways, to facilitate the voluntary provision of such units into the Project, to the extent financially feasible, at Developer’s sole discretion.”

Benefits of the Development Agreement

The Development Agreement demonstrates a proactive and forward-thinking approach that leverages the unique opportunities presented by the DA to establish a well-structured and

transparent framework for implementing the North Bayshore Master Plan. It provides certainty to the applicant by vesting approved land uses for the term of the Development Agreement and locking impact fees at existing rates (including built-in escalations) for specified time periods. It also provides the City with accelerated delivery of public and community benefits that go beyond what could lawfully be achieved through imposition of standard conditions of approval.

Staff recommends approval of the Development Agreement for the following reasons:

- **Timeline:** Given the magnitude of the project, the 15-year initial term, plus 15-year potential extension for a maximum of 30 years total as outlined in the Development Agreement, provides a realistic framework for the phased implementation of the Master Plan given the size and scope of the project.
- **Infrastructure Planning:** The DA timeline allows the City and developer to build essential infrastructure to support the development, including transportation and utility improvements.
- **Expertise and Resources to Implement the City's Vision:** As the majority land-owner in the Precise Plan area, Google has the capacity to deliver the vision for the North Bayshore Area as outlined in the Precise Plan, implement innovative solutions to address complex challenges outlined in the North Bayshore Precise Plan, such as transportation management, environmental conservation, open space and other amenities.
- **Significant Allocation of Land for Public Use:** The DA provides the majority of benefits through land dedication and public access easements, making approximately 24% of the Master Plan area available for open space, affordable housing, and a future school.
- **Public Benefits:** The DA includes a package of public benefits totaling \$18.5 million that support people-centric programs; ground-floor activation and business incubation in the Master Plan area; public art; and funding the Eco Gem, which support the principles of economic vitality, artistic enrichment, and environmental stewardship consistent with the Precise Plan.
- **Early Delivery of Key Elements:** The DA facilitates the early delivery of important elements in the Master Plan, such as land for a future school site, park land for the Eco Gem and over 50% of the required land dedication for affordable housing. The early delivery provides benefits to the community related to open space, education, and affordable housing.
- **Incorporating Requirements in Addition to the Conditions of Approval:** The DA enhances environmental sustainability through voluntary compliance with future standards that the City may adopt related to light pollution and biodiversity requirements for landscaping (to

the extent that it does not materially affect the land use and building program). It also provides a unique opportunity to extend the benefits of the 35% SOV rate not only to new buildings in the Master Plan area but also to existing and already approved buildings occupied by Google in the North Bayshore Area.

Environmental Review

A Subsequent Environmental Impact Report (SEIR) was prepared for the North Bayshore Master Plan (Master Plan SEIR), which supplements and tiers from the certified North Bayshore Precise Plan Subsequent Environmental Impact Report (Precise Plan EIR) and Mountain View 2030 General Plan and Greenhouse Gas Reduction Program EIR (GP EIR). The analysis in the SEIR concluded that the project would not result in any new or substantially more severe significant impacts than previously disclosed in the Precise Plan EIR, with the exception of air quality and greenhouse gas impacts. This impact finding is directly tied to the scale of this project along with the project having a 14-year construction schedule with eight overlapping development phases. A detailed discussion of EIR impacts is provided in the May 3 EPC Report (Attachment 12).

With the implementation of the mitigation measures identified in the Precise Plan EIR and Master Plan EIR, the project has been mitigated to the greatest extent feasible but will still result in a significant unavoidable Air Quality and GHG impacts.

These significant unavoidable impacts will require the adoption of a Statement of Overriding Considerations by the City Council as part of the adoption of the CEQA findings in order to approve the project. A Statement of Overriding Considerations demonstrates that the benefits of a project outweigh the significant unavoidable impacts. The benefits of the project have been included in the attached Findings of Fact and Statement of Overriding Considerations in Attachment 1 to this Council report.

Public Circulation and Comments on SEIR

The City released a Notice of Preparation (NOP) on February 28, 2022, and held a public scoping meeting to gather input regarding the scope and content of the SEIR on March 14, 2022. The City received six written public comments on the NOP.

Additionally, the City released a Notice of Completion (NOC)/Notice of Availability (NOA) with a public Draft SEIR for a 45-day public comment period, from December 21, 2022, to February 6, 2023. The City also sent letters to the Mountain View Whisman School District and the Mountain View Los Altos Union High School District to inform them of the availability of the Draft SEIR. The City received 13 written public comments on the Draft SEIR, including a letter from each of the school districts. The comments from the school districts were related to the need for further collaboration since State-mandated school impact fees do not adequately address the need for school resources generated by the project. The City provided a written response to each school

district and met with school staff to reiterate the limitations of State law, which specifically prohibit cities from requiring payment above the State-mandated school impact fees, existing avenues of collaboration between the City and the school districts, opportunities offered by the Master Plan and DA to secure a 4.1-acre school site for the MVWSD worth \$48 million in today's dollars, and affirmed the ongoing commitment to continue to collaborate with the school districts in the future. Comments on other technical matters were responded to in the SEIR and, where appropriate, the SEIR was amended.

The City reviewed and considered the comments and prepared a Final SEIR that includes responses to comments and text changes to the Draft SEIR, which the City made publicly available on April 11, 2023. The City also sent letters to the Mountain View Whisman School District and the Mountain View Los Altos Union High School District to inform them of the availability of the Final SEIR and the offer to set up a meeting to discuss any questions or concerns; a meeting was not requested. The Final SEIR was circulated for a ten-day period ending on April 21, 2023. No comments were received.

FISCAL IMPACT

A fiscal impact analysis was prepared and is included as Attachment 21 to this report. The following is a high-level summary of the fiscal impact analysis (FIA).

The NBMP FIA analyzes the annual revenues and costs that would be generated from the NBMP at build-out within a 30-year development horizon by 2053. These revenues and costs are presented in constant 2022 dollars. **Since the NBMP project is located within the Shoreline Community, which is a separate legal entity from the City, the fiscal impact analysis looked at the impacts to both the Shoreline Fund and the City's General Fund.** The primary fiscal impacts from NBMP will be on the Shoreline Fund, which receives property tax revenues from all properties within the boundaries of the Shoreline Community, including future property taxes generated by the NBMP. The NBMP is not projected to generate any property tax revenue for the City's General Fund. As described below, the NBMP is projected to result in a net positive fiscal operating balance for both the Shoreline Fund and General Fund.

Shoreline Fund

Future development from the NBMP project will generate significant growth in assessed value (AV), increasing from a 2022 valuation of \$1.0 billion to approximately \$8.7 billion at build-out. New residential development in the NBMP would account for about 55% of the assessed value at build-out. In accordance with this growth in AV, property taxes are the primary source of annual revenue to the Shoreline Fund. **Annual revenues are expected to be \$76.55 million, and expenses are expected to be \$70.3 million. This results in a fiscal operating balance of approximately \$6.25 million (8.2% of the total Shoreline Fund revenue from NBMP).**

The primary Shoreline Fund cost (\$31.8 million per year at build-out or 45%) is associated with bonds issued to fund the public improvements in the Shoreline Community. These public improvements accomplish important purposes of the Shoreline Community and enable the development of complete communities as envisioned in the North Bayshore Precise Plan. The improvements include sea level rise protections, transportation infrastructure, recycled water and other utilities, and future police, library and community facilities to serve the increased service population resulting from the NBMP.

The second largest category of expenditures in the Shoreline Fund from the NBMP is payments to the Mountain View Whisman School District (MVWSD) and Mountain View Los Altos Union High School District (MVLAUHSD) (\$23.3 million per year at build-out or 33%). These payments are based on the current terms of the Education Enhancement Reserve Joint Powers Agreement (EER JPA) between the Shoreline Community and the school districts. The \$23.3 million increase in the annual payment that would be generated by the NBMP will result in a total payment of \$25 million at build-out. This is an increase of 1,471% from today.

This significant increase is driven by the City's action as a collaborative partner to provide the full property tax rate allocation on new residential development. This was included as a policy when the City adopted the North Bayshore Precise Plan and was then incorporated into the current EER JPA. The total payment of \$25 million represents 74% of the full tax rate allocation the school districts would receive if the Shoreline Community did not exist. This is nearly double the 42% of the full tax rate allocation that school districts currently receive through the EER JPA.

The projected total payment from NBMP does not include payments to the school districts from the greater Shoreline Community, which are estimated at \$7.1 million for Fiscal Year 2022-23. It also does not reflect any change in payments that may be negotiated in a successor EER JPA. In addition (and not included in the Fiscal Impact Analysis), the NBMP will provide a 4.1-acre site, worth \$48 million in current dollars, for a future elementary school.

The third largest expense category is the Shoreline Fund's partial reimbursement (\$8.1 million or 12%) to the City for \$10.8 million in General Fund fiscal costs generated by the NBMP. These costs are for the provision of essential City services to the Shoreline Community. This \$8.1 million reimbursement would be in accordance with an existing Memorandum of Understanding between the Shoreline Community and the City.

As an additional cost to the Shoreline Fund, the County would receive an annual payment of \$3.9 million (6%). This does not include the County Retirement Override Levy payment, which is an additional \$3.0 million. It also does not include current payments to the County from the greater Shoreline Community, outside of the NBMP, which are estimated at \$4.9 million for Fiscal Year 2022-23.

General Fund

As mentioned above, the General Fund is not projected to receive any property tax revenue from NBMP as all property taxes would be paid to the Shoreline Fund. Revenues in the amount of \$9.3 million would be generated from transient occupancy taxes (TOT), Sales and Use Tax, Business License Tax and Property Tax in Lieu of VLF. The General Fund will incur expenses of approximately \$10.8 million per year to provide police, fire, community services, library, public works, and other services related to the Shoreline Community. The City's General Fund will receive a partial reimbursement (\$8.1 million) from the Shoreline Fund to cover some of its fiscal costs. **This results in a fiscal operating balance of approximately \$6.7 million or 38%.** For context, \$6.7 million is less than 5% of the City's current General Fund budget.

Impact and Other Development Fees

The project is also estimated to pay the following in fees to the City (using the current fee schedule): (1) Nonresidential Housing Impact Fee of approximately \$41.6 million; (2) North Bayshore Precise Plan Development Impact Fee of approximately \$52.4 million, including approximately \$37.36 million in Transportation Impact Fee; and (3) park in-lieu fees of approximately \$112 million after taking into account the provision of park land and POPAs (per the current fee requirements). *Staff notes that the calculation of park in-lieu fees will be subject to the provision in the DA discussed earlier in the staff report.*

CONCLUSION

The Master Plan aligns with the vision outlined in the General Plan and North Bayshore Precise Plan, creating comprehensive neighborhoods with diverse land use mixes that fulfill the habitat and biological resource protection objectives of the Precise Plan. It enhances the existing circulation system and introduces new public and private streets, and bicycle and pedestrian paths that facilitate access to proposed land uses, in accordance with the human-scale block standards set by the Precise Plan. Furthermore, the Master Plan includes a well-designed network of public and privately owned, publicly accessible open spaces of varying sizes that harmonize with the natural environment in and around the Precise Plan area, providing functional recreational areas. The proposed community benefits and public benefits are in line with the previous Council direction, the goals of the North Bayshore Precise Plan, and other City priorities. Based on the recommendations of the Environmental Planning Commission (EPC) for approval of the Master Plan and Vesting Tentative Map, as well as the Zoning Administrator's endorsement of the Development Agreement, the proposed subdivision adheres to the General Plan and the Subdivision Map Act.

In conclusion, staff recommends the approval of the Subsequent Environmental Impact Report (SEIR), Development Agreement, Master Plan, Vested Tentative Map, and associated easement vacations as they will effectively realize the City's vision for the North Bayshore Area. In

addition, staff recommends approval of the Option to Lease and Ground Lease with Google, LLC of Lot C at One Amphitheater Parkway for District Parking Consistent with the Approved Key Terms.

ALTERNATIVES

1. Approve the project with modified conditions.
2. Refer the project back to the DRC, EPC or ZA for additional consideration.
3. Deny the project.

PUBLIC NOTICING

The Council agenda is advertised on Channel 26, and the agenda and this Council report appear on the City’s website. All property owners and tenants within a 750’ radius and other interested stakeholders were notified of this meeting, including nearby neighborhood associations (North Whisman, Santiago Villa Mobile Homeowner Neighborhood Association, and Stierlin Estates Neighborhood Association). Meeting information was also posted on the City’s project website: www.mountainview.gov/googlenorthbayshore. The applicant also maintains a project website: realestate.withgoogle.com/northbayshore/.

Prepared by:

Diana Pancholi
Principal Planner

Approved by:

Aarti Shrivastava
Assistant City Manager/
Community Development Director

Kimbra McCarthy
City Manager

DP/2/CAM
807-06-13-23CR
202667

- Attachments:
1. Resolution to Certify the Subsequent EIR
 2. Ordinance for Development Agreement
 3. Resolution for a Master Plan
 4. Resolution for a Vesting Tentative Map
 5. Resolution for Vacation of Easements

6. Resolution for Lot C Option to Lease and Long-Term Ground Lease
7. North Bayshore Master Plan
8. Implementation Plan
9. [Council Report Dated March 23, 2021](#)
10. [EPC Report Dated November 17, 2021](#)
11. [Council Report Dated December 14, 2021](#)
12. [EPC Report Dated May 3, 2023](#)
13. EPC Public Comments
14. [ZA Memo Dated May 10, 2023](#)
15. Public Comment on Development Agreement
16. Community Outreach Summary
17. Affordable Housing Assessment
18. Master Plan Office Trip Cap
19. Multi-Modal Transportation Analysis
20. Inclusionary Housing Valuation Report
21. Fiscal Impact Analysis