Prologis Oakland Global Logistics Center

Building 1, 2, 3

Operational Air Quality Plan

(CE-1 Northeast Gateway)
(CE-2 Southeast Gateway)
(CC-1 New Central Gateway)

Prepared For:

City of Oakland
Planning & Building Dept.
250 Frank Ogawa Plaza
Oakland, CA 94612

Prepared By:

Prologis
3353 Gateway Blvd.
Fremont, CA 94538
+1 510 656 1900 Phone
+1 510 656 4320 Fax

www.prologis.com

Submitted on:
v.0 - Mar. 24, 2017
v.1 - Mar. 28, 2017
v.2 - Feb. 5, 2018
v.3 - Mar. 7, 2018
v.4 - Mar. 26, 2018

PROLOGIS®

Table of Contents

1. INTRODUCTION

Prologis is the leading global owner, operator, and developer of logistics real estate. We serve manufacturers, retailers, e-commerce businesses, transportation companies, and logistics providers with the facilities that support local, regional and global trade. Our buildings are located close to transportation infrastructure such as railways, seaports, highways, and airports. We provide our customers with best-in-class facilities and have a long history of industry-leading corporate governance and transparency.

As the ground lessee of 58 acres of the City's former Oakland Army Base site (OAB) property for the next 66 years, we intend to be good stewards of the land, and recognize the concerns of the West Oakland community we and our tenants will operate in. Prologis is also committed to the success of our business and the success of our customer's businesses who occupy our buildings. Working towards the goals for improved air quality will require coordination and collaboration from all stakeholders, to plan and implement initiatives that are impactful, practical, and feasible.

1.1 Purpose of the Operational Air Quality Plan

The purpose of the Operational Air Quality (AQ) Plan is multifaceted:

- To provide clarity and determine applicability of Project Standard Conditions of Approval and Mitigation Measures (SCA/MMs) related to air quality.
- To provide clear direction for our Project tenant(s); and establish operation requirements that tenants must use for Tenant Improvements (TI) and on-going operations.
- To provide a documented path of compliance for the SCA/MMs relating to air quality and MM PO-1, which involves public outreach to various stakeholders.

The Oakland Army Base Redevelopment (OARB) project was approved in 2002, and then refined with an IS/Addendum in 2012. In both of these documents, the goals and mitigations were very broad, attempting to cast a wide net over a master plan level development that was still in the conceptual stage. One of the objectives of the Operational Air Quality Plan (Plan) is to clarify and distill which requirements apply to this particular Project, to clarify any vagueness in the applicable SCA/MMs and comply with the mitigation measures. The City of Oakland, as the lead agency under the California Environmental Quality Act (CEQA), will be the governing body determining compliance with the Mitigation Measures.

- This document applies to all tenants occupying any portion of the three Prologis warehouse buildings at the former Oakland Army Base. Such buildings are located at the Northeast Gateway, the East Gateway and the New Central Gateway sites.

- This document provides programmatic-level requirements, design, and operating parameters for tenants regarding air quality impacts and energy conservation.
- Tenants are required to comply with all applicable state and regional air quality regulations and are required to implement the components of this document.
- Tenants will be required to demonstrate how compliance is achieved on the specific user level.
- This Plan will become a component of Tenant Lease documents.

Compliance with the Operational AQ Plan will be deemed compliant with the Project SCA/MMRPs. The City of Oakland, as lead agency, will be the approving body determining compliance.

2. PROJECT DESCRIPTION

Prologis' Oakland Global Logistics Center consists of three sites within the City's portion of the Oakland Army Base Redevelopment project. The subject Project of this Operational Air Quality Plan consists of three (3) buildings located on each of these three sites.

- Building 1 is a 256,136 square foot cross dock facility situated on the Northeast Gateway, a 16.12 acre parcel bounded to the North by W. Grand Ave. and the I-80/880 flyover, to the West by Maritime St., and to the South/East by New Burma Road (to be renamed Admiral Robert Toney Way). The shell of the building was completed in October, 2017, and construction of the interior elements of the building have not yet begun. At this time, (first quarter 2018) no tenant(s) have been identified for this warehouse. The address of this building is 55 Admiral Robert E Toney Way.
- Building 2 is a planned 232,785 square foot front load building with rail along the entire back portion of the building situated on the Southeast Gateway, a 14.1 acre parcel bounded to the North by Admiral Robert E Toney Way and to the West by Maritime St. Plans have been submitted and are currently under review by the City of Oakland for all necessary permits to construct with an anticipated construction start of Summer 2018. The address for this building is anticipated to be 2000 Maritime St.
- Building 3 is a planned 188,000 s.f. front load building on a portion of the Central Gateway Site not developed with the ConGlobal use. This site is an 11.5 acre site bounded by Maritime to the East and Burma Road to the North. The address is anticipated to be 2001 Maritime St.

See Fig. 1 for Site Plan.

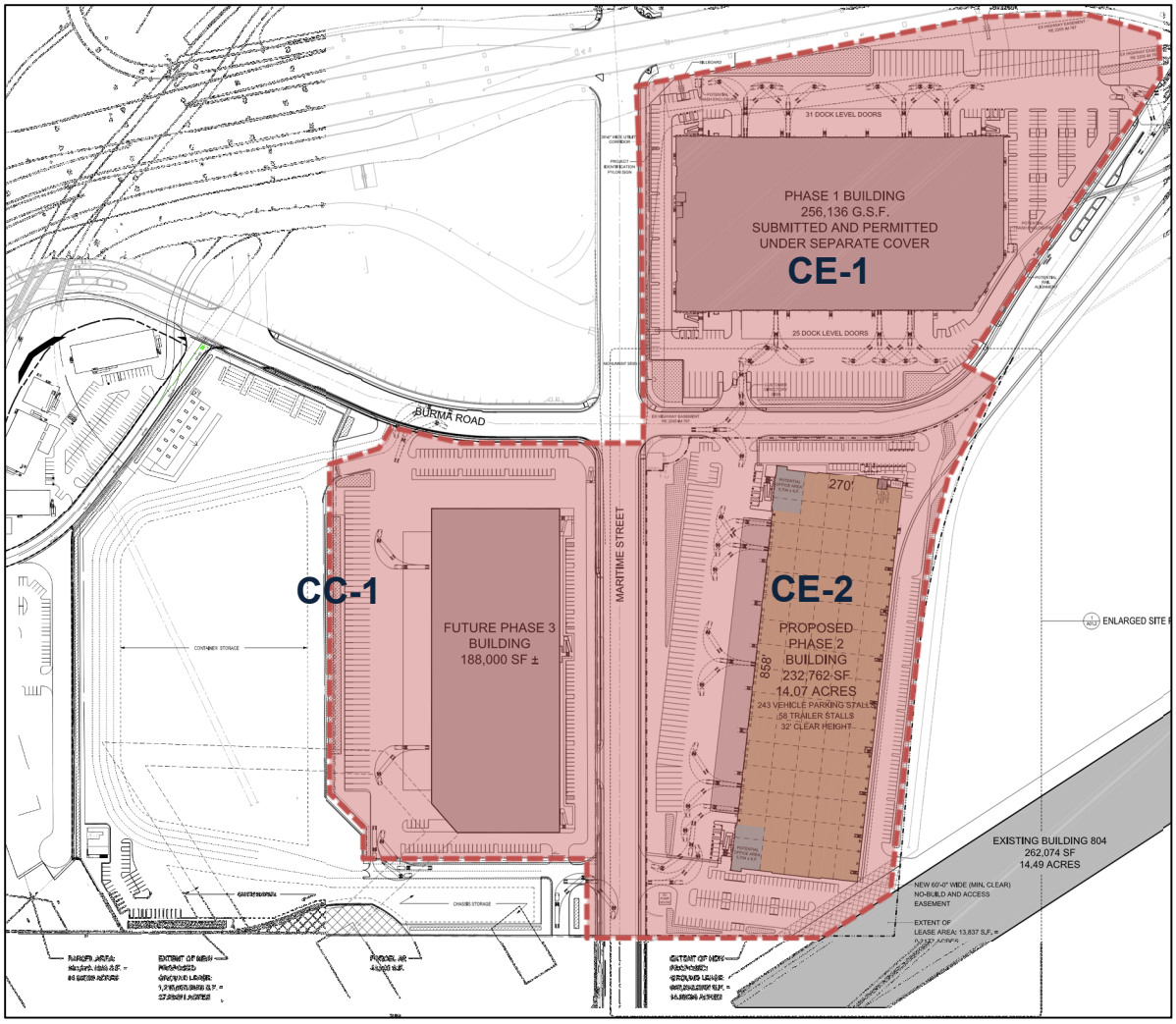


Figure 1: Site Plan – Overall Site

3. SCA/MMRP REQUIREMENTS

The California Environmental Quality Act (CEQA) review process for the OARB project at master plan level resulted in the Standard Conditions of Approval and Mitigation Monitoring and Reporting Program (SCA/MMRP), which was based on the Initial Study/Addendum (IS/A) prepared for the 2012 OARB Project. The revised and final version of the SCA/MMRP was approved by the City Council on July 16, 2013 and supersedes the previous version (dated October 15, 2012).

This Operational AQ Plan will focus on the air quality impacts and those certain conditions of approval and mitigation measures identified to be part of the stakeholder engagement process detailed in

mitigation measure public outreach one (MM PO-1). See Appendix A for full text from the applicable pages in the 2013 SCA/MMRP.

Table 1 below lists the air quality related SCA/MMs from MM PO-1. Under direction from the City, Prologis bifurcated these SCA/MMs into construction vs. operational requirements. Prior to receiving the building shell and sitework permits for the Project, Prologis prepared (and the City approved) the Construction Management Plan, which addresses the construction related air quality SCA/MMs. This document focuses on the items below with the response method labeled with "Ops Plan." In addition, this Operational AQ Plan covers SCA AIR-3 and GCC-1, which are not subject to public outreach but are part of the air quality related SCA/MMRPs.

Table 1: Summary of Response to MM PO-1 Stakeholder Items

SCA/MM #	Description	Response Method
AIR-1	Construction Management Plan	Construction Mgmt Plan
AIR-2	Construction Related Air Pollution Controls	Construction Mgmt Plan
TRANS-2	Construction Traffic & Parking	Construction Mgmt Plan
MM 4.3-13	Traffic Control Plan – Hazmat	Construction Mgmt Plan
MM 4.4-6	Energy Conserving Fixtures/Design	Ops Plan
MM 4.3-7	Truck Management Plan	Fair Share Plan
MM 4.4-4	Truck Diesel Emissions Reduction Plan	Ops Plan/Fair Share Plan
MM 4.4-5	Transportation Control Measures	Ops Plan/Fair Share Plan
TRANS-1	Parking and Transportation Demand Mgmt	CMP/Ops Plan/Fair Share Plan
MM 5.4-1	Demonstration Projects	Ops Plan
MM 4.4-3b	Maritime/Rail Related Emissions	NOT APPLICABLE*

*MM4.4-3b applies only to West Gateway and Railroad ROW; Prologis is not a party to these areas.

4. OPERATIONAL AIR QUALITY PLAN ELEMENTS

There are five components of the Operational Air Quality Plan with an indication of which SCA/MM each element addresses:

4.1) Truck and Equipment Diesel Emission Reduction Program (MM 4.4-4)
4.2) Sustainable Design and Construction (SCA TRANS-1, MM 4.4-6, SCA AIR-3)

4.3) Transportation Control Measures and Parking/Transportation Demand Management (SCA TRANS-1, , MM 4.4-5)
4.4) Encourage, Lobby, and Participate in Emission Reduction Demonstration Projects (MM 5.4-1)
4.5) Technology Review Program

4.1 Truck and Equipment Diesel Emission Reduction Program

The requirements listed below will reduce the diesel emissions including diesel particulate matter and nitrogen oxides produced during the operation of these warehouses.

4.1.1) Drayage Trucks[1] – If a truck entering the site of each warehouse is transporting cargo to or from the maritime terminals, an intermodal rail yard, or property of the Port of Oakland, the trucks doing so must comply with the Drayage Truck Regulation (DTR) of the California Air Resources Board (CARB) which is in effect at the time of operation of the truck(s). See California Air Resource Board's Drayage Truck Regulation for more details, including truck engine year requirements and truck registry requirements.

4.1.2) On-Road Trucks – All diesel trucks with a gross vehicle weight rating over 14,000 pounds entering the site of each warehouse which are <u>not</u> transporting cargo directly to or from the Port of Oakland or an intermodal rail yard must comply with the Truck and Bus Regulation of CARB which is in effect at the time of operation of the truck(s).

4.1.3) Trucks with transport refrigeration units (TRUs) – If a truck has a trailer or van mounted TRU that is capable of plugging into dock power, then the tenant(s) shall require the operator of the truck to plug into the available dock power when loading, unloading and parked at the truck dock.

4.1.4) Cargo Handling Equipment (CHE) -

a. All CHE (eg. Yard hostlers/exterior forklifts) must be low emissions equipment. In 2018, this includes Tier 4i or Tier 4 diesel equipment, electric, propane and alternative fueled equipment.
b. All CHE must comply with CARB Off-Road Diesel Vehicle Regulations.
c. Any new CHE with 25 horsepower or greater purchased or leased by Tenant(s) following their initial occupancy shall meet or exceed standard in place at that time of this plan approval, or shall be electric or alternative fueled equipment.
d. Tenant shall consider alternative fuel or electric CHE as part of a pilot program, or once such equipment is commercially available, economically feasible and practical for application for Tenant's intended use.
e. All off-road equipment shall be properly serviced such that the Tier 4 or Tier 4i emission standards are maintained throughout the life of the equipment.

[1] Drayage trucks are defined by CARB as diesel-fueled Class 7 or Class 8 Trucks with gross vehicle weight rating 26,001 lbs. or more that transport cargo, containers, or chassis to or from a port or intermodal rail yard in CA.

4.1.5) Material Handling Equipment -
a. All MHE (eg. Interior forklifts/reach trucks) shall be electric, propane or alternative fuels. Electric equipment shall have the capability to charge from building power.
b. If MHE powered by alternative fuels such as biodiesel, CNG or LNG become commercially available, economically feasible and practical for Tenant's intended use, it may also be used.

4.1.6) Idling Rules - All trucks and diesel CHE shall be prohibited from idling more than 2 minutes when loading and unloading, staging, or when not in active use for extended periods of time. Exemptions from the two-minute would be allowed when required for safety and when equipment is in use.

4.1.7) Management of Loading Docks - If truck idling times become longer than two minutes then an appointment system or dock management system shall be implemented so that queuing and truck idling times are reduced to two minutes.

4.1.8) CARB Compliance –
a. Comply with applicable air quality regulations for heavy duty-diesel trucks including, but not limited to, the Air Resources Board's (ARB) Tractor-Trailer Greenhouse Gas Reduction Regulation, Periodic Smoke Inspection Program, Drayage Regulation or Statewide Truck and Bus Regulation.
b. All truck fleets owned by tenants in this building shall provide proof of compliance through CARB certificates of compliance and copies of annual smoke test results.
c. If tenant(s) are transporting refrigerated cargo, then the CARB Transport Refrigeration Regulation applies[2].
d. Compliance with all applicable CARB regulations for off-road diesel equipment used on this site is required.

4.2 Sustainable Design and Construction

Sustainable design of tenant improvements has a beneficial impact on long-term emissions reduction, improved air quality and reduced energy consumption. Tenants are required to comply with all applicable state and regional air quality regulations and are required to implement the following:

4.2.1) LEED Gold – The core and shell of the building is achieving a "Gold" level certification per the United States Green Building Council's (USGBC's) Leadership in Environmental and Environmental Design (LEED) rating system as required by Oakland's Green Building Ordinance. As part of the Gold level Core and Shell certification, it is expected that the tenant improvements (TI) will be performed under a separate scope and includes a provision to include certain sustainable design measures in the TI not a part of the shell build-out. Tenant must follow the design guidelines set forth under LEED Gold Core and Shell system. This LEED addenda shall be included as an exhibit to the lease. Draft version is attached as Appendix B, and includes requirements such as:

- Bike storage, changing rooms and showers

[2] TRU Regulation Order available at: https://www.arb.ca.gov/diesel/tru/documents/fro_10-16-12.pdf

- Low flow plumbing fixtures
- Energy efficient lighting (LED)
- Additional ventilation
- Recycling mandate

Tenant is also encouraged, but not required, to obtain LEED-CI (Commercial Interiors) certification, preferably also at a Gold level.

4.2.2) Title 24 Compliance – New tenant construction shall meet Title 24 (Building Energy Efficiency Program) of the International Building Code (IBC)/California Code of Regulations (CCR) to satisfy Mitigation Measure 4-4.6. This will be required in order to obtain a building or TI permit from the City of Oakland.

4.2.3) Renewable Energy –

a. Tenants are highly encouraged to provide a renewable energy system or combination of systems (solar/wind/mechanical/tidal/hydrogen) designed to offset 20% of building's annual electrical consumption.

b. Rooftop solar photovoltaic (PV) power is preferred.

c. The shell building roof structure has been designed to support an additional 3 pounds per square foot (PSF) of solar panel load.

d. The electrical rooms have been sized for additional future solar PV infrastructure.

e. Conduit for additional electrical capacity has been installed on the site, coming into the parking lot for future charging of electrical cargo handling equipment and electric trucks.

f. PG&E's Net Energy Metering 2.0 released in December 2016 allows commercial PV systems greater than 1MW. A guidance document for PG&E net metering is attached as Appendix C.

4.2.4) Electrical Power and Outlets at Loading Docks – It is not yet known who the tenant(s) of these buildings will be, nor is it known if users of these buildings will have refrigerated product. If any portion of the tenant's space is used for refrigerated product, the loading docks serving the refrigerated areas of the building shall be equipped with industrial refrigerator container (reefer) outlets for the purpose of providing truck operators the ability to shut off main engines while maintaining power to the Transport Refrigeration Unit (TRU) and other internal systems. This requirement applies to facilities that will receive or send refrigerated containers.

4.3 Transportation Control Measures & Parking/Transportation Demand Management

BAAQMD has identified Transportation Control Measures (TCMs) in MM4.4-5 that could be initiated and implemented by the City and the Port for the OARB project as part of a fair share program with the Port and other developers.

Transportation Control Measures

Separate from a fair share program, each tenant is required to implement BAAQMD TCMs 9, 11, and 13 per MM 4.4-5:

9 – Preferential parking for carpool and vanpool vehicles are provided per LEED standards.
11 – Secure, weather protected bicycle parking is provided via bike lockers.
13 – Showers and lockers will be part of the TI per the LEED Addendum detailed in Appendix B.

- Electrical vehicle charging stations for cars as well as conduit in place for potential of future truck charging stations.

4.3.1) Fair Share Participation – In addition, tenant may be required to contribute to fair share funded TCM programs, as described in MM 4.4-5. City shall take lead on establishing Fair Share Plan, and implementing a fair and equitable allocation amongst projects.

4.3.2) Parking and Transportation Demand Management – Tenant shall prepare and implement a Parking and Transportation Demand Management Plan per SCA TRANS-1, consistent with the number of onsite employees, with the goal of reducing drive-alone commute trips during the peak traffic periods.

4.4 Participation in Emissions Reduction Demonstration Projects

In order to prioritize the potential for further emissions reductions resulting from operations, tenant shall demonstrate active involvement in evaluating newer technologies and participation in demonstration projects.

4.4.1) Demonstration Projects – Tenant shall consider, evaluate, and potentially participate in emission reduction demonstration projects that promote technological advances in improving air quality. Examples of some demonstration projects include: hybrid electric yard hostlers, biodiesel powered yard equipment, CNG/LNG technology implementation, energy generation via mechanical systems using truck weight to generate electricity.

Tenant is encouraged to suggest innovative and cleaner technology from operations in other locations where tenant may work in.

4.5. Technology Review Program

All tenants shall use cleaner technology over time as it becomes available, practical and economically feasible. To accomplish this, each tenant shall review new technology every three years and with equipment turnover (prior to acquisition of, or lease of, additional or replacement off-road equipment to see if zero or near-zero equipment is economically feasible and practical. Tenant shall investigate and make part of such analysis, any grant, voucher or other type of program that would help offset cost and / or otherwise make such equipment available, practical and economically feasible.

If the technology review demonstrates that new technology/equipment will be effective in substantially reducing the emissions, is available, practical and economically feasible, then the tenant shall implement such technology within 12 months.

5. PLAN IMPLEMENTATION

Each tenant in the Project shall submit, as part of the Tenant Improvement Plans, documentation and a summary of how tenant intends to comply with each element of the Operational AQ Plan. City staff will be responsible for reviewing and approving the method of compliance noted by the Tenant. The Compliance Summary can be included on the plans or as a separate document. An example of a Compliance Summary Table is below:

Table 2 – Operational AQ Plan Compliance Summary Table Example

ID	Description of Plan Element	Compliance Method/Description	Expected Date of Implement
4.1	**T/E Diesel Emission Reduction**		
	4.1.1 – Drayage Trucks	[provide truck fleet info]	
	4.1.2 – On Road Trucks	[provide truck fleet info]	
	4.1.3 – Trucks with TRUs	[provide signage or policy]	
	4.1.4 – Cargo Handling Equipment	[provide CHE fleet info; participate in CARB DOORS program]	
	4.1.5 – Material Handling Equipment	[provide MHE info]	
	4.1.6 – Idling Rules	[reference plan sheets showing idling policy signage or provide other means of communicating idling policy]	
	4.1.7 – Dock Management	[provide a plan to monitor truck deliveries and potential queuing]	
	4.1.8 – CARB Compliance	[provide fleet info]	
4.2	**Sustainable TI Design**		
	4.2.1 – LEED Gold Compliance	[reference plan sheets or submittals where LEED Addenda items are shown]	
	4.2.2 – Title 24 Compliance	[provide statement on sheet indicating T24 compliance]	
	4.2.3 – Renewable Energy	[if proposed, describe solar PV or other onsite renewable energy system – how many kW, expected generation]	
4.3	**Transportation Control Measures**		

	4.3.1 – Fund Fair Share Programs	[City to assess fair share once program is implemented]
	4.3.2 – Parking/TDM Program	[provide a plan to reduce employee single-driver traffic]
4.4	**Demonstration Projects**	
	4.4.1 – Demo Projects Participation	[provide any demonstration projects]
4.5	**Technology Review**	
	4.5.1 – Technology Review Program	[provide periodic updates over time]

Timing to implement most of these plan elements will happen as the tenant improvements are constructed or as operations begin. However, Prologis nor the tenant controls the implementation timing of the fair share program elements. The fair share elements are City led programs.

From time to time, tenant may be required to provide reporting on the progress or maintenance of various plan elements (for example, updating truck fleet as new vehicles are purchased). Any update requests shall be initiated by the City and tenant shall endeavor to provide the requested information.

6. CONCLUSION

This Operational Air Quality Plan accomplishes goals consistent with the BAAQMD guidance of:

- Meeting the spirit and letter of the mitigation program
- Providing measurable, quantifiable, results
- Protecting health of nearby workers and residents

Prologis and its tenants look forward to working with the City and other stakeholders to meet the Project compliance and mitigation goals.

Appendix A - Air Quality Related SCA/MMRP's

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/ Monitoring:	
		Schedule	Responsibility
	substantially less useful or enjoyable to the public. The City may require specific building placement, tiered roofs, or other means of reducing shadow effects on public opens spaces. It is not the intent of this measure to completely eliminate shade in these areas, but to reduce shade to the maximum extent feasible.		
Air Quality			
1. Would the project conflict with or obstruct implementation of the applicable air quality plan?	**SCA AIR-2: Construction-Related Air Pollution Controls (Dust and Equipment Emissions):** During construction, the project applicant shall require the construction contractor to implement all of the following applicable measures recommended by the Bay Area Air Quality Management District (BAAQMD): a) Water all exposed surfaces of active construction areas at least twice daily (using reclaimed water if possible). Watering should be sufficient to prevent airborne dust from leaving the site. Increased watering frequency may be necessary whenever wind speeds exceed 15 miles per hour. Reclaimed water should be used whenever possible. b) Cover all trucks hauling soil, sand, and other loose materials or require all trucks to maintain at least two feet of freeboard (i.e., the minimum required space between the top of the load and the top of the trailer). c) All visible mud or dirt track-out onto adjacent public roads shall be removed using wet power vacuum street sweepers at least once per day. The use of dry power sweeping is prohibited. d) Pave all roadways, driveways, sidewalks, etc. as soon as feasible. In addition, building pads should be laid as soon as possible after grading unless seeding or soil binders are used. e) Enclose, cover, water twice daily or apply (non-toxic) soil stabilizers to exposed stockpiles (dirt, sand, etc.). f) Limit vehicle speeds on unpaved roads to 15 miles per hour. g) Idling times on all diesel-fueled commercial vehicles over 10,000 lbs. shall be minimized either by shutting equipment off when not is use or reducing the maximum idling time to five minutes (as required by Title 13, Section 2485, of the California Code of Regulations. Clear signage to this effect shall be provided for construction workers at all access points. h) Idling times on all diesel-fueled off-road vehicles over 25 horsepower shall be shall be minimized either by shutting equipment off when not is use or reducing the maximum idling time to five minutes and fleet operators must develop a written idling policy (as required by Title 13, Section 2449 of the California Code of Regulations.) i) All construction equipment shall be maintained and properly tuned in accordance with the manufacturer's specifications. All equipment shall be checked by a certified mechanic and determined to be running in proper condition prior to operation. j) Post a publicly visible sign that includes the contractor's name and telephone number to contact regarding dust complaints. When contacted, the contractor shall respond and take corrective action within 48 hours. The telephone numbers of contacts at the City and the BAAQMD shall also be visible. This information may be posted on other required on-site signage.	Ongoing throughout demolition, grading, and/or construction	City/Port

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/ Monitoring:	
		Schedule	Responsibility
	k) All exposed surfaces shall be watered at a frequency adequate to maintain minimum soil moisture of 12 percent. Moisture content can be verified by lab samples or moisture probe. l) All excavation, grading, and demolition activities shall be suspended when average wind speeds exceed 20 mph. m) Install sandbags or other erosion control measures to prevent silt runoff to public roadways. n) Hydroseed or apply (non-toxic) soil stabilizers to inactive construction areas (previously graded areas inactive for one month or more). o) Designate a person or persons to monitor the dust control program and to order increased watering, as necessary, to prevent transport of dust offsite. Their duties shall include holidays and weekend periods when work may not be in progress. p) Install appropriate wind breaks (e.g., trees, fences) on the windward side(s) of actively disturbed areas of the construction site to minimize wind blown dust. Wind breaks must have a maximum 50 percent air porosity. q) Vegetative ground cover (e.g., fast-germinating native grass seed) shall be planted in disturbed areas as soon as possible and watered appropriately until vegetation is established. r) The simultaneous occurrence of excavation, grading, and ground-disturbing construction activities on the same area at any one time shall be limited. Activities shall be phased to reduce the amount of disturbed surfaces at any one time. s) All trucks and equipment, including tires, shall be washed off prior to leaving the site. t) Site accesses to a distance of 100 feet from the paved road shall be treated with a 6 to 12 inch compacted layer of wood chips, mulch, or gravel. u) All equipment to be used on the construction site and subject to the requirements of Title 13, Section 2449 of the California Code of Regulations ("California Air Resources Board Off-Road Diesel Regulations") must meet Emissions and Performance Requirements one year in advance of any fleet deadlines. The project applicant shall provide written documentation that the fleet requirements have been met. v) Use low VOC (i.e., ROG) coatings beyond the local requirements (i.e., BAAQMD Regulation 8, Rule 3: Architectural Coatings).		
	~~Mitigation 4.4-3a:~~ The Port shall develop and implement a criteria pollutant reduction program aimed at reducing or ~~off-setting~~ Port-related emissions in West Oakland from its maritime and rail operations to less than ~~significant~~ levels, consistent with applicable federal, state and local air quality standards. The program shall be ~~sufficiently~~ funded to strive to reduce emissions from redevelopment related contributors to local West Oakland air quality, ~~and~~ shall continually reexamine potential reductions toward achieving less than ~~significant~~ impacts as new technologies emerge. The adopted program shall define measurable reductions within specific time periods. This program shall be ~~periodically~~ reviewed and updated every one to three years, corresponding to regular updates of the CAP. The review and update shall include, and not be limited to, an assessment of any potential new strategies, a reassessment of funding requirements, technical	Prior to starting operations	~~Port~~

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/ Monitoring:	
		Schedule	Responsibility
	feasibility, and cost benefit assumptions. Periodic updates shall be submitted to the City/Port Liaison Committee or its equivalent. The pollutant reduction program shall give priority to emission reduction strategies that address PM_{10} emissions, but shall also provide for reductions in NO_x and ROG emissions. The emission reduction program shall include a list of potential emission reduction strategies. Strategies that shall be included in the program and implemented over the buildout period include: • The Port shall expand its existing cargo handling equipment re-powering and retrofitting program (part of the Berths 55-58 Project air quality mitigation program) to include marine and rail terminal yard equipment added or relocated as part of redevelopment build-out. • The Port shall extend its grant program (part of the Berths 55-58 Project air quality mitigation program) to provide financial incentives to tugboat operators at New Berth 21 and other Port facilities to implement emission reduction control measures or to replace tugboat engines to low NOx technology. • The Port shall require rail terminal operators to use switch engines at the New Intermodal Facility that comply with federal air emission regulations for diesel operated locomotives as set forth in federal air regulations. In addition, the rail terminal operator and the Port are to exchange information with the goal of investigating options to accelerate compliance with Tier 0, 1 and 2 requirements of the federal regulations. • The Port shall not preclude in its design of the New Intermodal Facility the installation of an alternative fueling station and shall to the extent feasible accommodate such a fueling station. • The Port shall encourage ships to implement source control technologies when in the port area (such as reduced hoteling). Other strategies to be included in the Port criteria pollutant reduction program when technically and economically feasible, include: • Inclusion of an alternative fueling facility at the New Intermodal Facility.		
	Mitigation 4.4-3b (West Gateway Rail and Maritime Emissions Reduction Program): The ground lessee of the West Gateway and the Railroad Right of Way ("WG Ground Lessee") shall develop, for City review and approval, a criteria pollutant reduction program aimed at reducing or off-setting emissions from its rail-related and maritime-related operations, to the extent feasible, to less than significant levels, consistent with applicable federal, state and local air quality standards. The WG Ground Lessee shall implement the approved program and shall periodically review and update the program every one to three years, concurrently with the update of the Bay Area Clean Air Plan. The review and update shall include, and not be limited to, assessment of: potential new reduction strategies based on then-available technologies; funding requirements; technical feasibility; economic feasibility and cost benefit analysis. The updates shall be submitted to the City for its	Prior to starting operations	City

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/ Monitoring:	
		Schedule	Responsibility
	review and approval. The WG Ground Lessee shall implement the City-approved, updated program. The program shall give priority to emission reduction strategies that address PM_{10} emissions, but shall also provide for reductions in NO_X and ROG emissions. The emission reduction program shall include a list of potential emission reduction strategies and shall define measurable reduction goals within specific time periods. Strategies that shall be included in the program may include without limitation: • Requiring rail terminal operators to use switch engines that comply with federal air emission regulations for diesel operated locomotives as set forth in federal air regulations. In addition, the rail terminal operator and the WG Ground Lessee to exchange information with the goal of investigating options to accelerate compliance with Tier 0, 1 and 2 requirements of the federal regulations. • Encourage ships to implement source control technologies when in the West Gateway area (such as reduced hoteling). • Working with tugboat operators to implement emission reduction control measures or to replace tugboat engines to low NO_X technology.		
	Mitigation 4.4-4: The City and the Port shall jointly create, maintain and fund on a fair share basis, a truck diesel emission reduction program. The program shall be sufficiently funded to strive to reduce redevelopment related contributions to local West Oakland diesel emissions to less than significant levels, consistent with applicable federal, state and local air quality standards, and shall continually reexamine potential reductions toward achieving less than significant impacts as new technologies emerge. The adopted program shall define measurable reduction within specific time periods. This program shall be periodically reviewed and updated every one to three years, corresponding to regular updates of the CAP. The review and update shall include, and not be limited to, an assessment of any potential new strategies, a reassessment of funding requirements, technical feasibility, and cost benefit assumptions. Periodic updates shall be submitted to the City/Port Liaison Committee or its equivalent. The diesel emissions reduction program shall include a list of potential emission reduction strategies that shall include on-site Port improvements and/or practices; loan, grant or incentive-based programs; and on-going studies. Strategies that shall be included in the diesel emissions reduction program and implemented over the build-out period include the following: 1. On-site Port improvements. • Configure truck parking in the Port to minimize traffic interference and reduce idling times.	Prior to operations	City/Port

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/ Monitoring:	
		Schedule	Responsibility
	• Allow easy access to a truck parking facility at the Port 24-hours a day. • Synchronize traffic lights in the Port area to reduce congestion (requires coordination with the City). 2. City/Port loan or grant/incentive programs for local businesses or entities. • Provide incentives for re-powering, retrofitting, electrifying, or switching to alternative fuels to local businesses, franchises or truck fleets operating in West Oakland. Such businesses may include, for example, locally owned and operated trucking operations, refuse and recycling collection vehicles, school buses, Port and/or City fleet vehicles, and US Mail trucks. Other strategies to be included in the diesel emissions reduction program to be examined and incorporate when technically and economically feasible, include the following: 1. On-site Port improvements. • Allow trucks using alternative fuels to the head of queues or have separate gate entrances. 2. On-going studies. • Explore methods to minimize truck idling times at the Port. • Explore and encourage the use of alternative fuels for Port marine, rail and truck operations. • Propose and fund a random roadside heavy duty diesel vehicle (HDDV) emissions testing program and an HDDV repair subsidy program. 3. City/Port loan or grant/incentive programs for local businesses or entities. • Provide subsidies, training programs and/or voucher programs for local West Oakland businesses to conduct timing retard, compressions changes and other adjustments to diesel engines to reduce emissions. • Install oxidative catalyst and particulate traps on diesel engines with low NOx, alternatively fueled or electrified engines.		
	Mitigation Measure 4.4-5: Major developers[1] shall fund on a fair share basis BAAQMD – recommended feasible Transportation Control Measures (TCMs) for reducing vehicle emissions from commercial, institutional, and industrial operations, as well as all CAP TCMs the BAAQMD has identified as appropriate for local implementation. Each major developer of a subsequent redevelopment activity shall fund its fair share toward some or all of the following TCMs:	Prior to operations	City/Port

[1] Defined as City, Port, and private developers whose subsequent redevelopment activity would generate more than 20,000 square feet of employment-generating land uses, or that would generate 100 or greater local jobs.

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/ Monitoring:	
		Schedule	Responsibility

BAAQMD-Recommended Transportation Control Measure, Modified for this Action

Control Measure	Measure
1	Construct transit facilities such as bus turnouts/bus bulbs, benches, shelters, etc. Improve transit bus service to the area.
2	Design and locate buildings to facilitate transit access, e.g., locate building entrances near transit stops, eliminate building setbacks, etc.
3	Provide and make public transit convenient for 16th and Wood sub-district residents and tenants. *(Note: Not applicable to the 2012 OARB Project)*
4	Encourage OARB sub-district tenants to use car pools, vanpools, and public transit by providing incentives.
5	Provide a shuttle to and from the West Oakland BART station
6	Provide on-site shops and services for employees, such as cafeteria, bank, dry cleaners, convenience market, etc.
7	Provide on-site child care, or contribute to off-site child care within walking distance.
8	Establish mid-day shuttle service from worksite to food service establishments/commercial areas.
9	Provide preferential parking for carpool and vanpool vehicles
10	Implement parking fees for single occupancy vehicle commuters.
11	Provide secure, weather-protected bicycle parking for employees.
12	Provide safe, direct access for bicyclists to adjacent bicycle routes.
13	Provide showers and lockers for employees bicycling or walking to work.
14	Provide direct, safe, attractive pedestrian access from project to transit stops and adjacent development.
15	Provide neighborhood-serving shops and services within or adjacent to the 16th and Wood sub-district. *(Note: Not applicable to the 2012 OARB Project)*

Source: BAAQMD 1996, as amended through 1999. Based on Table 15: "Mitigation Measures for Reducing Motor Vehicle Emissions from Commercial, Institutional, and Industrial Projects."

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/ Monitoring:	
		Schedule	Responsibility

Each major developer of a subsequent redevelopment activity shall also fund its fair share of the following CAP TCMs, which the BAAQMD has identified as appropriate for local implementation, with redevelopment-specific modifications:

CAP TCMs	Description
1. Support Voluntary Employer-Based Trip Reduction Programs	The City and Port will explore ways to promote transit use and support employer-based trip reduction programs through development incentives such as density bonuses, reduced parking requirements, incentives for permanent bicycle facilities, etc. The City will encourage development of transit transfer stations near employment concentrations in the Gateway development area and 16th/Wood sub-district.
9. Improve Bicycle Access and Facilities	Redevelopment includes extensive multi-use trails serving as both "spine" thoroughfares and "spurs" connecting main trails to the Oakland waterfront. The City and Port will encourage employers and developers to provide permanent bicycle facilities.
12. Improve Arterial Traffic Management	Maritime Street and other roadways in the project area will include facilities to encourage bicycling and walking. Roadways and intersections will be designed to operate at City-standard LOS, to facilitate traffic flow and avoid unnecessary queuing.
15. Local Clean Air plans, Policies and Programs	Redevelopment as presented in Chapter 2.0 Project Description and Chapters 3.3 Air Quality and 3.16 Transportation and Traffic (in the 2012 OARB Project Initial Study/Addendum), incorporate land uses such as a rail terminal in conjunction with logistics uses, and measures intended to reduce the number and length of truck trips and single-occupant automobile trips.
17. Conduct Demonstration Projects	The City will encourage through development incentives demonstration projects for fleet electrification or alternative fueling. In addition, the Port will not preclude alternative fueling in its design of rail facilities.
19. Pedestrian Travel	OARB and Maritime sub-districts will include multi-use trails to encourage safe pedestrian travel.

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/ Monitoring:	
		Schedule	Responsibility
	20. Promote Traffic Calming Measures — Redevelopment will include traffic calming measures to the extent appropriate, consistent with the General Plan and sound traffic management of the project area. **Source:** BAAQMD CEQA Guidelines, revised 1999 Table 5. These TCMs shall be coordinated with transportation demand management (TDM) measures implemented under SCA TRANS-1.		
	SCA TRANS-1: Parking and Transportation Demand Management, see Traffic and Transportation section below.		
2. Would the project violate any air quality standard or contribute substantially to an existing or projected air quality violation?	**See above for SCA AIR-2 and 2002 EIR Mitigation Measures 4.4-3a, 4.4-3b, 4.4-4, 4.4-5**		
	SCA AIR-1: Construction Management Plan: The project applicant shall submit to the Planning and Zoning Division and the Building Services Division for review and approval a construction management plan that identifies the conditions of approval and mitigation measures to construction impacts of the project and explains how the project applicant will comply with these construction-related conditions of approval and mitigation measures.	Prior to issuance of a demolition, grading, or building permit	City/Port
	Mitigation 4.4-6: Title 24 of the International Building Code (IBC) requires that new construction include energy-conserving fixtures and designs. Additionally, the City and Port shall implement sustainable development policies and strategies related to new development design and construction. Implementation of IBC requirements would reduce the need for space and water heating that would emit pollutants. City and Port policies and strategies shall be conditioned for all new development within the redevelopment project area. Specific examples may include, and are not limited to the following: • Wood fire heating shall be prohibited in new live/work development. • Where siting allows and where feasible, buildings shall be oriented to take advantage of passive and active climate control designs. • To the maximum extent feasible, central water heating systems shall be installed.	Prior to issuance of a demolition, grading, or building permit	City/Port
3. Would the project result in a cumulatively considerable net increase of any criteria air pollutant for which the project region is non-attainment under an applicable federal or state ambient air quality	**See above for SCA AIR-2 and 2002 EIR Mitigation Measures 4.4-3a, 4.4-3b, 4.4-4, 4.4-5 and 4.4-6**		
	Mitigation Measure 5.4-1: The City and the Port shall encourage, lobby, and potentially participate in emission reduction demonstration projects that promote technological advances in improving air quality.	Pre-operations; Operations	City/Port

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/ Monitoring:	
		Schedule	Responsibility
standard (including releasing emissions which exceed quantitative thresholds for ozone precursors)?	Such encouragement, lobbying, and participation may include the following: • Retrofitting locomotive engines to meet current federal standards. • Using reduced sulfur fuels in ships while the ships are in the San Francisco Bay. • Treating NO_x with selective catalytic reductions. • Implementing random roadside emissions tests and develop a system of fines for trucks not in compliance with emission regulations. • Establishing emissions-based berthing fees. • Buying relatively old, highly polluting cars to take them off the road. Although these programs may assist in advancing emission reduction technologies or implementing emission reduction methods, the incremental contribution of the redevelopment program would remain cumulatively considerable, and the cumulative impact on air quality remains significant and unavoidable		
4. Would the project result in a cumulatively considerable net increase of any criteria air pollutant for which the project region is non-attainment under an applicable federal or state ambient air quality standard (including releasing emissions which exceed quantitative thresholds for ozone precursors)?	**See above SCA AIR-1, SCA AIR-2 and 2002 EIR Mitigation Measures 4.4-3a, 4.4-3b, 4.4-4, 4.4-5 and 4.4-6**		
	SCA AIR-3: Exposure to Air Pollution (Toxic Air Contaminants: Particulate Matter): A. Indoor Air Quality: In accordance with the recommendations of the California Air Resources Board (ARB) and the Bay Area Air Quality Management District, appropriate measures shall be incorporated into the project design in order to reduce the potential health risk due to exposure to diesel particulate matter to achieve an acceptable interior air quality level for sensitive receptors. The appropriate measures shall include **one** of the following methods: 1) The project applicant shall retain a qualified air quality consultant to prepare a health risk assessment (HRA) in accordance with the ARB and the Office of Environmental Health and Hazard Assessment requirements to determine the exposure of project residents/occupants/users to air polluters prior to issuance of a demolition, grading, or building permit. The HRA shall be submitted to the Planning and Zoning Division for review and approval. The applicant shall implement the approved HRA recommendations, if any. If the HRA concludes that the air quality risks from nearby sources are at or below acceptable levels, then additional measures are not required. 2) The applicant shall implement all of the following features that have been found to reduce the air quality risk to sensitive receptors and shall be included in the project construction plans. These features shall be submitted to the Planning and Zoning Division and the Building Services Division for review and approval prior to the issuance of a demolition, grading, or building permit and shall be maintained on an ongoing basis during operation of the project. a) Redesign the site layout to locate sensitive receptors as far as possible from any freeways, major roadways, or other sources of air pollution (e.g., loading docks,	Prior to issuance of a demolition, grading, or building permit	City/Port

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/ Monitoring:	
		Schedule	Responsibility
	parking lots). b) Do not locate sensitive receptors near distribution center's entry and exit points. c) Incorporate tiered plantings of trees (redwood, deodar cedar, live oak, and/or oleander) to the maximum extent feasible between the sources of pollution and the sensitive receptors. d) Install, operate and maintain in good working order a central heating and ventilation (HV) system or other air take system in the building, or in each individual residential unit, that meets or exceeds an efficiency standard of MERV 13. The HV system shall include the following features: Installation of a high efficiency filter and/or carbon filter to filter particulates and other chemical matter from entering the building. Either HEPA filters or ASHRAE 85% supply filters shall be used. e) Retain a qualified HV consultant or HERS rater during the design phase of the project to locate the HV system based on exposure modeling from the pollutant sources. f) Install indoor air quality monitoring units in buildings. g) Project applicant shall maintain, repair and/or replace HV system on an ongoing and as needed basis or shall prepare an operation and maintenance manual for the HV system and the filter. The manual shall include the operating instructions and the maintenance and replacement schedule. This manual shall be included in the CC&Rs for residential projects and distributed to the building maintenance staff. In addition, the applicant shall prepare a separate homeowners manual. The manual shall contain the operating instructions and the maintenance and replacement schedule for the HV system and the filters. B. Outdoor Air Quality: To the maximum extent practicable, individual and common exterior open space, including playgrounds, patios, and decks, shall either be shielded from the source of air pollution by buildings or otherwise buffered to further reduce air pollution for project occupants.		

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/ Monitoring:	
		Schedule	Responsibility
community noise in conflict with the land use compatibility guidelines of the Oakland General Plan after incorporation of all applicable Standard Conditions of Approval?			
6. Would the project expose persons to or generate noise levels in excess of applicable standards established by a regulatory agency (e.g., occupational noise standards of OSHA)?	**See above for SCA NOI-5**		
7. Would the project, during either project construction or project operation, expose persons to or generate groundborne vibration that exceeds the criteria established by the Federal Transit Administration (FTA)?	**See above for SCA NOI-1, SCA NOI-2, SCA NOI-3, and SCA NOI-6**		
Public Outreach			
	Mitigation PO-1 (Stakeholder Review of Air Quality and Trucking Plans): The City of Oakland ("City") and Prologis CCIG Oakland Global, LLC ("Developer") shall engage the public in the development of the following plans required by the SCA/MMRP related to potential air quality and trucking impacts on the surrounding area during construction and operation of the project (the "Subject Plans"): • SCA AIR-1 (Construction Management Plan) • SCA AIR-2 (Construction-Related Air Pollution Controls) • Mitigation 4.3-7 (Truck Management Plan) • Mitigation 4.4-3b (Maritime and Rail-Related Emissions Reduction Plan) • Mitigation 4.4-4 (Truck Diesel Emission Reduction Plan) • Mitigation 4.4-5 (Transportation Control Measures) • Mitigation 4.4-6 (Energy-Conserving Fixtures and Designs) • Mitigation 5.4-1 (Demonstration Projects) • SCA TRANS-1 (Parking and Transportation Demand Management) • SCA TRANS-2 (Construction Traffic and Parking) • Mitigation 4.3-13 (Traffic Control Plan – Hazardous Materials) a. Stakeholder List. The City shall maintain a list of the names and electronic mail addresses of the stakeholders that have expressed an interest in receiving information on the Subject Plans (the "Stakeholder List"). The Stakeholder List shall include the recipients of the July 3, 2013, letter related to the Construction Management Plan for the Public Improvements (which included SCA	Ongoing; as stated	City

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/ Monitoring:	
		Schedule	Responsibility
	AIR-1, SCA AIR-2, SCA TRANS-2, MM 4.3-13 and SCA 4.4-6) and such additional stakeholders that submit a written request to the City to be added to the Stakeholder List. b. Quarterly Meetings. Beginning in September of 2013 and continuing until such time as the City Administrator has approved all of the Subject Plans, the City and the Developer shall jointly host quarterly meetings to discuss the status of the Subject Plans. The City and the Developer shall make a good faith effort to schedule the meetings at a day/time to maximize Stakeholder attendance. The meetings shall be noticed via electronic mail to all parties included in the Stakeholder List providing at least ten (10) calendar days' prior notice of the time and place of the meeting. c. Notice of Plan Review. The party responsible for the preparation and implementation of the applicable Subject Plan shall provide at least forty five (45) calendar days' prior notice of the date that a draft of the applicable Subject Plan shall be available for review pursuant to Item (d) below. Such notice shall be delivered via electronic mail to the parties included in the Stakeholder List. The notice shall include an express reference to the specific SCA/MMRP requiring the applicable Subject Plan. The requirement set forth in this item (c) shall not apply to the Construction Management Plan for the Public Improvements (which included SCA AIR-1, SCA AIR-2, SCA TRANS-2, MM 4.3-13 and SCA 4.4-6) because said plans were released on July 3, 2013. However, the subsequent development of plans pursuant to SCA AIR-1, SCA AIR-2, SCA TRANS-2, MM 4.3-13 and SCA 4.4-6 with respect to vertical improvements will be subject to this item (c). d. Public Review and Comment Period. Prior to approving any draft Subject Plan, the City shall provide the parties included in the Stakeholder List with seventeen (17) calendar days within which to review and provide written comments to any draft Subject Plan, and such written comments must be received by the City no later than 5:00 p.m. on the seventeenth day; provided, however, if the seventeen (17) day period expires on any day other a business day, the expiration date shall be extended to 5:00 p.m. on the next business day. The seventeen (17) day period shall be initiated by the City's electronic mail to the parties included in the Stakeholder List. During the 17-day public review and comment period the City shall make the draft Subject Plan available for public review such as posting the document on the City's website. e. Informational Council Presentation. City staff shall provide the City Council with an informational presentation of each approved Subject Plan within ninety (90) calendar days after the City Administrator's approval of such Subject Plan. Such presentation shall include a summary of the public outreach implemented pursuant to this mitigation measure and the requirements and goals of the applicable approved Subject Plan.		
Public Services			
1. Would the project result in increased demand for fire protection services and first responder medical emergency services?	**SCA PSU-1: Underground Utilities:** The project applicant shall submit plans for review and approval by the Building Services Division and the Public Works Agency, and other relevant agencies as appropriate that show all fire alarm conduits and similar facilities placed underground. The new facilities shall be placed underground along the project applicant's street frontage and from the project applicant's structures to the point of service. The plans shall show all fire water service and fire alarm facilities installed in accordance with standard specifications of the serving utilities.	Prior to issuance of a building permit.	City/Port

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/ Monitoring:	
		Schedule	Responsibility
	for the PM peak hour. • Coordinate the signal timing changes at this intersection with the adjacent intersections that are in the same signal coordination group.		
2. At two intersections, the project would cause (a) the total intersection average vehicle delay to increase by two (2) or more seconds, or (b) an increase in average delay for any of the critical movements of four (4) seconds or more; or (c) the volume-to-capacity ("V/C") ratio exceeds 0.03 or more (but only if the delay values are greater than 120 seconds of average intersection delay as delay values over 120 seconds tend to increase exponentially and are then generally considered unreliable).	**Mitigation Measure 3.16-3: *7th Street & Harrison Street (#18).*** To implement this measure, the project sponsor shall submit plans specifications and estimates (PS&E) as detailed in Mitigation Measure 3.16-1 that are consistent with the City's standards to City of Oakland's Transportation Engineering Division for review and approval. • Optimize signal timing (i.e., adjust the allocation of green time for each intersection approach) for the PM peak hour. • Coordinate the signal timing changes at this intersection with the adjacent intersections that are in the same signal coordination group. The project sponsor shall fund, prepare, and install the approved plans and improvements.	At issuance of first Certificate of Occupancy (CO)	City/Port
	Mitigation Measure 3.16-4: *12th Street & Castro Street (#29).* To implement this measure, the project sponsor shall submit plans specifications and estimates (PS&E) as detailed in Mitigation Measure 3.16-1 that are consistent with the City's standards to City of Oakland's Transportation Engineering Division for review and approval. • Optimize signal timing (i.e., adjust the allocation of green time for each intersection approach) for the PM peak hour. • Coordinate the signal timing changes at this intersection with the adjacent intersections that are in the same signal coordination group. The project sponsor shall fund, prepare, and install the approved plans and improvements.	At issuance of first Certificate of Occupancy (CO)	City/Port
3. Redevelopment would cause some roadway segments on the Congestion Management Program (CMP) to a) degrade to LOS F; or b) increase the V/C ratio by more than three percent for a roadway segment that would operate at LOS F without the project.	**SCA TRANS-1: Parking and Transportation Demand Management:** The project sponsor shall pay for and submit for review and approval by the City a Transportation Demand Management (TDM) plan containing strategies to: 1. Reduce the amount of traffic generated by new development and the expansion of existing development, pursuant to the City's police power and necessary in order to protect the public health, safety and welfare. 2. Ensure that expected increases in traffic resulting from growth in employment and housing opportunities in the City of Oakland will be adequately mitigated. 3. Reduce drive-alone commute trips during peak traffic periods by using a combination of services, incentives, and facilities. 4. Promote more efficient use of existing transportation facilities and ensure that new developments are designed in ways to maximize the potential for alternative transportation usage.	For construction: Prior to issuance of first permit related to construction (e.g., demolition, grading, etc.) For operation: Prior to issuance of a final building permit and on-going related to submission of Parking and TDM Plan annual compliance report	City/Port

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/ Monitoring:	
		Schedule	Responsibility
	5. Establish an ongoing monitoring and enforcement program to ensure that the desired alternative mode use percentages are achieved. The project sponsor shall implement the approved TDM plan. The TDM plan shall include strategies to increase pedestrian, bicycle, transit, and carpool/vanpool use. All four modes of travel shall be considered, and parking management and parking reduction strategies should be included. Actions to consider include the following: a) Inclusion of additional long term and short term bicycle parking that meets the design standards set forth in chapter five of the Bicycle Master Plan, and Bicycle Parking Ordinance, and shower and locker facilities in commercial developments that exceed the requirement. b) Construction of and/or access to bikeways per the Bicycle Master Plan; construction of priority bikeways, onsite signage and bike lane striping. c) Installation of safety elements per the Pedestrian Master Plan (such as cross walk striping, curb ramps, count down signals, bulb outs, etc.) to encourage convenient and safe crossing at arterials. d) Installation of amenities such as lighting, street trees, trash receptacles per the Pedestrian Master Plan and any applicable streetscape plan. e) Construction and development of transit stops/shelters, pedestrian access, way finding signage, and lighting around transit stops per transit agency plans or negotiated improvements. f) Direct onsite sales of transit passes purchased and sold at a bulk group rate (through programs such as AC Transit Easy Pass or a similar program through another transit agency). g) Employees or residents can be provided with a subsidy, determined by the project sponsor and subject to review by the City, if the employees or residents use transit or commute by other alternative modes. h) Provision of ongoing contribution to AC Transit service to the area between the development and nearest mass transit station. If that is not available, an ongoing contribution to an existing area shuttle service between the development and nearest mass transit station. The last option is establishment of a new shuttle service between the development and nearest mass transit station may be developed. The contribution required for the service (any option) will be based on the cost of the last option. i) Guaranteed ride home program for employees, either through 511.org or through separate program. j) Pre-tax commuter benefits (commuter checks) for employees. k) Free designated parking spaces for on-site car-sharing program (such as City Car Share, Zip Car, etc.) and/or car-share membership for employees or tenants. l) On-site carpooling and/or vanpool program that includes preferential (discounted or free) parking for carpools and vanpools. m) Distribution of information concerning alternative transportation options.		

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/ Monitoring:	
		Schedule	Responsibility
	n) Parking spaces sold/leased separately for residential units. Charge employees for parking, or provide a cash incentive or transit pass alternative to a free parking space in commercial properties. o) Parking management strategies; including attendant/valet parking and shared parking spaces. p) Requiring tenants to provide opportunities and the ability to work off-site. q) Allow employees or residents to adjust their work schedule in order to complete the basic work requirement of five eight-hour workdays by adjusting their schedule to reduce vehicle trips to the worksite. r) Provide or require tenants to provide employees with staggered work hours involving a shift in the set work hours of all employees at the workplace or flexible work hours involving individually determined work hours. The project sponsor shall submit an annual compliance report for review and approval by the City. This report will be reviewed either by City staff (or a peer review consultant, chosen by the City and paid for by the project sponsor). If timely reports are not submitted, the reports indicate a failure to achieve the stated policy goals, or the required alternative mode split is still not achieved, staff will work with the project sponsor to find ways to meet their commitments and achieve trip reduction goals. If the issues cannot be resolved, the matter may be referred to the Planning Commission for resolution. Project sponsors shall be required, as a condition of approval, to reimburse the City for costs incurred in maintaining and enforcing the trip reduction program for the approved project.		
4. The project would directly or indirectly cause or expose roadway users to a permanent and substantial transportation hazard due to a new or existing physical design feature or incompatible uses?	~~**Mitigation 4.3-5:** Redevelopment elements shall be designed in accordance with standard design practice and shall be subject to review and approval of the City or Port design engineer. Through design review, the City and/or Port, as applicable, shall ensure the design of roadways, bicycle and pedestrian facilities, parking lots, and other transportation features comply with design standards and disallow design proposals that likely to result in traffic hazards. Any mitigation or redevelopment features that may directly affect Caltrans facilities shall be submitted for review by that agency.~~	~~Prior to approval of PUD.~~	~~City/Port~~
	Mitigation 4.3-7: The City and the Port shall continue and shall work together to create a truck management plan designed to reduce the effects of transport trucks on local streets. The City and Port shall fund on a fair share basis, implementation of this plan. The truck management plan may include, and is not limited to, the following elements: • Analyze truck traffic in West Oakland; • Traffic calming strategies on streets not designated as truck routes designed to discourage truck through travel; • Truck driver education programs; • Expanded signage, including truck prohibitions on streets not designated as truck routes; • Traffic signal timing improvements; • Explore the feasibility of truck access to Frontage Road;	Prior to issuance of a final building permit	City/Port

Environmental Impact	Standard Conditions of Approval/Mitigation Measures	Mitigation Implementation/ Monitoring:	
		Schedule	Responsibility
9. Would the project result in a substantial, though temporary, adverse effect on the circulation system during construction of the project.	**SCA TRANS-2: Construction Traffic and Parking:** The project sponsor and construction contractor shall meet with appropriate City of Oakland agencies to determine traffic management strategies to reduce, to the maximum extent feasible, traffic congestion and the effects of parking demand by construction workers during construction of this project (see also SCA TRANS-1, especially "h") and other nearby projects that could be simultaneously under construction. The project sponsor shall develop a construction management plan. The plan shall be submitted to EBMUD, the Port, and Caltrans for their review and comment ten (10) business days before submittal to the City. The project sponsor shall consider in good faith such comments and revise the plan as appropriate. The revised plan shall be submitted for review and approval by the City's Planning and Zoning Division, the Building Services Division, and the Transportation Services Division. The plan shall include at least the following items and requirements: a) A set of comprehensive traffic control measures, including scheduling of major truck trips and deliveries to avoid peak traffic hours, detour signs if required, lane closure procedures, signs, cones for drivers, and designated construction access routes. b) Notification procedures for adjacent project sponsors and public safety personnel regarding when major deliveries, detours, and lane closures will occur. c) Location of construction staging areas for materials, equipment, and vehicles at an approved location. d) A process for responding to, and tracking, complaints pertaining to construction activity, including identification of an onsite complaint manager. The manager shall determine the cause of the complaints and shall take prompt action to correct the problem. Planning and Zoning shall be informed who the Manager is prior to the issuance of the first permit issued by Building Services. e) Provision for accommodation of pedestrian flow. f) Provision for parking management and spaces for all construction workers to ensure that construction workers do not park in on-street spaces (see also SCA TRANS-1, especially "h"). g) Any damage to the street caused by heavy equipment, or as a result of this construction, shall be repaired, at the applicant's expense, within one week of the occurrence of the damage (or excessive wear), unless further damage/excessive wear may continue; in such case, repair shall occur prior to issuance of a final inspection of the building permit. All damage that is a threat to public health or safety shall be repaired immediately. The street shall be restored to its condition prior to the new construction as established by the City Building Inspector and/or photo documentation, at the applicant's expense, before the issuance of a Certificate of Occupancy. h) Any heavy equipment brought to the construction site shall be transported by truck, where feasible. i) No materials or equipment shall be stored on the traveled roadway at any time. j) Prior to construction, a portable toilet facility and a debris box shall be installed on the site, and properly maintained through project completion.	Prior to the issuance of a demolition, grading or building permit	City/Port

Appendix B - LEED Lease Addendum

Tenant Lease Agreement Language

for inclusion in standard Prologis lease

February 23, 2017

Oakland Global Logistics Center Building 1
Oakland, California

In order to fulfill this project's LEED Volume Program requirements, tenants will be responsible for meeting certain criteria for the LEED credits as described in this section. The criteria listed below are required of all tenants during the initial build-out of spaces within the core and shell building.

Alternative Transportation: Bicycle Storage & Changing Rooms (SS Credit 4.2)
Shower and Changing Room Facilities. In order to accommodate employees and other occupants who choose to ride their bicycles to the site, tenant will provide at least 0.002 shower and changing facilities per 1,000 SF of total building area within the building. For multi-tenant buildings, the initial build-out of the building must, as a whole, include at least 0.002 shower and changing facilities per 1,000 SF of total building area within the building.

Water Use Reduction: 20% Reduction (WE Prerequisite 1)
Water Use Reduction: 30% Reduction (WE Credit 3)
To maximize water efficiency and reduce potable water use by a minimum of 30% within the building, plumbing fixtures installed by tenants in the initial fit-out of the building will be required to utilize flush and flow rates no greater than:

- Water Closets: Maximum of 1.28 gallons per flush
- Urinals: Maximum of 0.125 gallons per flush
- Lavatory faucet: Maximum 0.5 gallons per minute flow rate
- Showerhead: Maximum 1.5 gallons per minute flow rate
- Kitchen sink faucets: Maximum of 1.5 gallons per minute flow rate

Minimum Energy Performance (EA Prerequisite 2)
Optimize Energy Performance (Energy & Atmosphere Credit 1)
The initial fit out of tenant spaces must comply with 2013 California Energy Code, including the provision that warehouse spaces shall utilize no more than 0.6 W/SF of connected lighting power.

Minimum Indoor Air Quality (IAQ) Performance (IEQ Prerequisite 1)

Increased Ventilation (IEQ Credit 2)
In the initial fit out, the tenant will install mechanical ventilation systems to meet or exceed the minimum outdoor air ventilation rates as described in the 2013 California Mechanical Code, Ventilation for Acceptable Indoor Air Quality, using the Ventilation Rate Procedure of 10 CFM/person or 0.06 CFM/SF.

Low Mercury Lighting (ID Credit)

The following standard lighting principles shall be applied in an effort to reduce the mercury in lighting for all initial tenant fit outs:

- T5 or LED lighting is required for interior warehouse lighting fixtures
- HID lighting is prohibited for any interior lighting fixtures

Storage and Collection of Recyclables (MR prerequisite 1)

The following requirements must be integrated into any project utilizing the Prologis LEED Volume Program:

1. A recycling storage and collection area must be indicated on a project drawing to demonstrate that adequate space has been made available for future tenant use in a proper location within the building
2. The recycling storage and collection area's size must follow the guidelines listed below
3. The architect must review, edit (as necessary) and acknowledge the narrative provided below

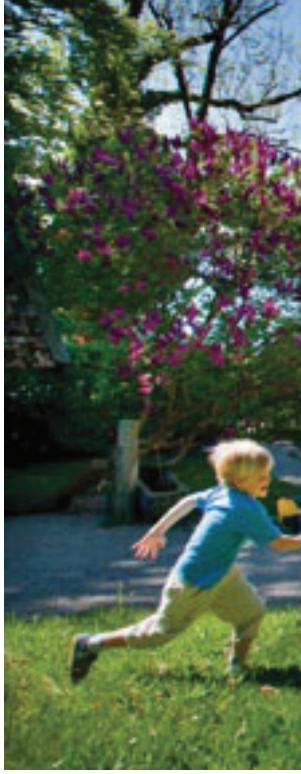
These three requirements are expanded in the following document for review and action by the architect on each volume project.

Guidance on Item #1
On the Site Plan, provide an easily-accessible dedicated area for the collection and storage materials for recycling for the entire building. Clearly indicate this area on the Site Plan and provide to the Prototype Team for review and comment.

Guidance on Item #2
Size the dedicated area for the collection and storage materials for recycling for the entire building on the Site Plan per the following minimum sizing guidelines:

Total Building Area	Minimum Size of Recycling Storage & Collection Area
Less than or equal to 200,000 SF	275 SF
Greater than 200,000 SF	500 SF

Appendix C – PG&E NEM 2.0 Guidelines



Net Energy Metering

The Net Energy Metering (NEM) program allows you to use the electricity you generate to offset the electricity provided by PG&E at your home or business. Here's how the program works:

When you generate your own electricity, your onsite electricity needs will be served first and any electricity you don't consume will be exported to the grid. You'll receive full credit for electricity exported to the grid based on your rate schedule. You can use these credits to offset PG&E charges for electricity usage throughout a 12-month period.

Please review the information in this brochure to learn more about the NEM program, including electricity pricing and rate schedules; the billing process; and available payment options. We look forward to continuing to serve you.

Electric Pricing

In your interconnection agreement, you selected a rate schedule. This pricing plan determines the rate at which you'll be charged for your net electricity usage and the rate at which you'll be credited for your net electricity generation. Under the NEM Program, you'll be credited for any energy your PG&E meter shows you exported to PG&E's electric grid in the billing period.

For more information about pricing plans, visit **www.pge.com/tariffs**.

Electric Rate Schedules

Residential and Small Commercial Customers

Standard Pricing Plan

The basic residential and small commercial rate plans consist of pricing per kilowatt-hour (kWh) of electricity that does not vary with the time of day it is used, but may vary by season.

- Residential (E-1)
- Small Commercial (A-1)

Time-of-Use (TOU) Pricing Plan

Customers have the option of a time-of-use (TOU) plan, which provides reduced pricing per kWh according to the season and time of day the energy is used. The TOU plan is best for those who can control the time of day when they consume energy and shift usage to off-peak hours rather than peak hours.

- Residential TOU (E-6)
- Small Commercial TOU (A-6)

Agricultural and Commercial/Industrial Customers

Agricultural or Medium and Large Commercial Pricing Plan

A variety of rate schedule options are available to meet the needs of agricultural, commercial and industrial customers. Plans provide pricing per kWh that varies by usage; the size of the demand (the maximum amount of kWh drawn in a given time period); and the season. A net energy meter on a TOU pricing plan collects usage, export and demand data for each TOU period.

Billing for NEM Customers

Customers in the NEM program are on a 12-month billing cycle called the "true-up period." As a NEM customer, you'll receive two bills each month:

- Your regular monthly PG&E bill, which will cover your minimum electric charges; any applicable gas charges; and non-energy charges including demand charges for medium and large non-residential customers.
- Your Net Energy Metering (NEM) Electric Statement, which provides details about your net charges and credits (based on your electric rate schedule) under the NEM program as well as your meter reads

At the end of your 12-month billing cycle, you'll receive a "true-up statement"—a reconciliation of all electric usage charges and credits. If you have any remaining credits, that amount will be reset to zero. If you have any remaining charges, that amount will become payable on your regular PG&E bill that month.

In addition, if you generate more electricity than you use over your true-up period, you'll be eligible to receive payment for the excess electricity, called Net Surplus Compensation (NSC). The NSC rate will vary and is based on current energy market prices. As a NEM customer, you don't need to take any action to receive compensation; eligibility will be determined automatically at the end of each true-up period.

It is important to note that this compensation is different than the energy credits you may receive monthly under the NEM program. Only customers who generated more electricity than they used in total at the end of the true-up period are eligible to receive payment. You can keep track of your total net energy generation or consumption throughout the true-up period on your NEM Electric Statement by referring to the Energy True-Up History table ("Total Energy" column).

Payment Options

If you're a residential or small commercial customer, you have the option of making monthly payments for your electric charges as reflected on your NEM Electric Statement, or waiting until the end of your annual true-up period to pay any balance on your account. If you decide to make monthly payments, these payments will not be reflected in your monthly NEM Electric Statement, but will appear as a credit on your regular PG&E bill and will be applied toward your account balance. If you expect to use more energy than you generate at the end of your true-up period, you may want to pay some portion of the balance shown on your NEM Electric Statement each month to avoid getting one large bill at the end of the 12-month period.

If you're an agricultural, medium or large commercial customer, your energy payments will be due every month. This includes all non-energy charges such as demand charges, meter charges and customer charges.

How to contact us

Solar Customer Service Center:
Monday–Friday 8 a.m.–5 p.m.
1-877-743-4112

For more information

www.pge.com/solar
www.pge.com/nembilling

Frequently Asked Questions

Billing

Who should I contact for questions about my electric account or NEM bills?

Contact PG&E's Solar Customer Service Center for any account questions. The Solar Customer Service Center, available Monday–Friday from 8 a.m.–5 p.m., can be reached at **1-877-743-4112** or visit **www.pge.com/nembilling**.

Why am I receiving two bills?

When you become a NEM customer, you're put on a 12-month billing cycle, and you'll receive a PG&E bill and a NEM Electric Statement each month. Your regular monthly PG&E bill will include any applicable gas charges, non-energy charges and a minimum electric service charge. Your NEM Electric Statement will provide details about your NEM program charges and credits.

What are "minimum electric charges" and "non-energy charges"?

Minimum electric charges apply only in months when there is little or no electricity consumption. The purpose of the minimum electric charge is to pay for activities related to presenting the bill and associated information to the customer. These activities include reading the meter and processing the data.

Non-energy charges include monthly meter charges associated with your rate schedule and any applicable taxes and fees that are not part of the "energy" component of your rate schedule. You can view your non-energy charges by looking up your applicable rate schedule at **www.pge.com/tariffs**.

I've been making monthly payments. Why aren't my payments reflected in my NEM Electric Statement?

Your payments are not reflected on your NEM Electric Statement; they are reflected on your regular monthly PG&E bill. Any excess monthly payments will appear as a credit and will be applied toward your balance on your account each month until your annual true-up bill is generated.

California Solar Incentive

How do I collect my California Solar Initiative (CSI) incentive?

You should contact your contractor for the final set of documents needed to process and request your CSI incentive. If you installed the system yourself or if you need more information, email **solar@pge.com** to request your current status and next steps.

Excess Credits and Excess Generation

How will I receive credit for energy I send to the grid? Will I receive a payment for any remaining excess credits?

Your NEM energy meter measures the difference between the energy you export to the electric grid and the energy you take from the grid. PG&E reads the meter monthly and reports the net amount of energy exported or used on your monthly NEM Electric Statement. Each month, PG&E calculates a credit or charge based on your retail electric rate schedule. Your credits and charges are carried forward month to month within the 12-month true-up period. In the 12th billing period, your net usage charges and generation credits for the entire 12-month true-up period will be totaled. If the monetary value of the energy exported by your system equals or exceeds the monetary value of the energy you consumed, then you will have no energy charges for the true-up period. Instead, you will have only non-energy-related electric service charges. If you have any remaining monetary credit, that amount will be reset to zero.

At the end of the 12-month true-up period, will I receive a payment for any remaining excess generation?

If you generate more energy than you consume during your 12-month true-up period, you'll be eligible to receive payment for the excess electricity. This payment is called Net Surplus Compensation. It's calculated differently than the NEM credit on your NEM Electric Statement. Your household's overall net energy usage will be evaluated to determine your eligibility for Net Surplus Compensation. The rate of compensation varies and will be based on current market prices. As a NEM customer, you'll be automatically enrolled in this program.

Generators

Why do I have to notify PG&E if I add to or change the components of my generating system?

Your Interconnection Agreement requires you to notify PG&E of changes to your generating system because our engineers will need to review any changes to ensure the continued safety and reliability of the electric grid. If you have any questions, please call our Solar Customer Service Center at **1-877-743-4112**.

Will having my own generator ensure that I have power during a blackout?

Blackout coverage depends on how your system is configured. The contractor who installed your system should be able to provide guidance on this.