

Master Operational Air Quality Plan Prologis Oakland Global Logistics Center City of Oakland, Alameda County, California

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ACRONYMS AND ABBREVIATIONS

°F	degrees Fahrenheit
µg/m ³	micrograms per cubic meter
AB	Assembly Bill
ACF	Advanced Clean Fleet
APN	Assessor’s Parcel Number
ARB	California Air Resources Board
BAAQMD	Bay Area Air Quality Management District
CalEEMod	California Emissions Estimator Model
Cal/EPA	California Environmental Protection Agency
CEQA	California Environmental Quality Act
CI	Commercial Interior
CNG	compressed natural gas
DOORS	Diesel Off-road Online Reporting System
DPM	diesel particulate matter
DTR	Drayage Truck Regulation
EIN	Equipment Identification Number
EPA	United States Environmental Protection Agency
EV	electric vehicle
GSE	ground support equipment
GVWR	gross vehicle weight rating
HD I/M	Heavy-duty Inspection and Maintenance
hp	horsepower
IBC	International Building Code
ITE	Institute of Transportation Engineers
LED	light-emitting diode
LEED®	Leadership in Energy and Environmental Design
LSI	Large Spark-Ignition
MM	Mitigation Measure
NO _x	nitrogen oxide
NST	Notice to Submit to Testing
OAB	Oakland Army Base
PM ₁₀	particulate matter less than 10 microns in diameter
PM _{2.5}	particulate matter less than 2.5 microns in diameter
PV	photovoltaic
REMD	roadside emission monitoring device
ROG	reactive organic gases
SCA/MMRP	Standard Conditions of Approval/Mitigation Monitoring and Report Program

Executive Summary

SO _x	sulfur oxide
TAC	toxic air contaminant
TCM	Transportation Control Measure
TDM	Transportation Demand Management
TI	Tenant Improvements
TRU	Transport Refrigeration Unit
TRUCRS	Truck Regulation Upload, Compliance and Reporting System
USGBC	United States Green Building Council
ZEV	Zero-Emission Vehicle

EXECUTIVE SUMMARY

Prologis is the leading global owner, operator, and developer of logistics real estate. Prologis serves manufacturers, retailers, e-commerce businesses, transportation companies, and logistics providers with the facilities that support local, regional, and global trade. As the ground lessee of 58 acres of the City of Oakland (City) former Oakland Army Base (OAB) property for the next 61 years, Prologis is committed to being a good steward of the land and recognizes the concerns of the West Oakland community adjunct to which Prologis and associated tenants operate.

The Standard Conditions of Approval/Mitigation Monitoring and Reporting Program (SCA/MMRP) for the 2002 Oakland Army Base Redevelopment Project and subsequent 2012 Initial Study/Addendum (OAB Project) contain mitigation measures for reducing the potential environmental impacts of proposed projects, including requirements for the implementation of the following measures to reduce environmental impacts related to air quality:

- Truck Management Plan (Mitigation Measure [MM] 4.3-7)
- Truck and Equipment Diesel Emission Reduction Plan (MM 4.4-4)
- Transportation Control Measures (MM 4.4-5)
- Energy Conserving Fixtures and Design (MM 4.4-6)
- Demonstration Projects (MM 5.4-1)
- Parking and Transportation Demand Management (SCA TRANS-1)

Furthermore, MM PO-1 (Stakeholder Review of Air Quality and Trucking Plans) requires the City to conduct a public process in the development and review of air quality plans developed to implement these measures.

In compliance with these requirements and in consultation with the City, Prologis has developed, submitted, and implemented City Administer-approved plans to comply with the air quality mitigation measures for construction of improvements at the OAB site. Separately, working with tenants at the Prologis-leased OAB sites, Prologis has submitted four operational plans for current tenants, ConGlobal, Good Eggs, PODS, and Custom Goods, demonstrating how tenants at the OAB will comply with the air quality and trucking requirements of the SCA/MMRP on an ongoing basis.

Given the fast-paced nature of industrial tenant leasing, and to facilitate timely review and submittal of an Operational Air Quality Plan for each subsequent new tenant, this document serves as the Master Operational Air Quality Plan (Plan) for any and all subsequent tenants moving into the OAB site after approval of this Plan.

This Plan details the air quality and trucking requirements of the SCA/MMRP and provides a general description of how future tenants will show compliance with these requirements on an ongoing basis. The Plan shall expire on July 30, 2034, unless reviewed and approved by Staff prior to the expiration date.

Future tenants tiering from the Plan will be required to submit a checklist that 1) details their operation at the OAB site and 2) shows consistency with the Plan's air quality and trucking requirements of the SCA/MMRP that are relevant to their operation. City approval of each checklist is required prior to tenant operations.

An informational community meeting held by the tenant is required prior to approval of the tenant checklist. Prologis shall facilitate a community meeting and utilize the services of an outreach consultant chosen from a City list of consultants. The noticing period of the informational community meeting shall be ten days.

This Plan contains the following elements:

- Truck and Equipment Diesel Emission Reduction Program (MM 4.4-4), including:
 - Measures to reduce on-site truck idling;
 - A requirement to comply with the West Oakland Truck Management Plan and to provide annual proof of compliance with all applicable California Air Resources Board (ARB) regulations to reduce trucking emissions and impacts to nearby communities; and
 - Commitments to utilize only zero and near-zero emissions off-road equipment on-site.
- Truck Management Plan (MM 4.3-7) to ensure all trucks serving tenant facilities use designated truck routes entering and exiting the tenant site use designated truck routes to arrive and depart from the tenant facility and throughout circulation in the City.
- Transportation Control Measures and Parking/Transportation Demand Management (SCA TRANS-1, MM 4.4-5) to reduce passenger vehicle trips and related traffic at the OAB.
- Sustainable Design and Construction (SCA TRANS-1, MM 4.4-6) requirements, including:
 - Leadership in Energy and Environmental Design (LEED®) building certification;
 - Measures to support renewable energy use; and
 - Infrastructure to support charging of electric vehicles.
- Participation in Emission Reduction Demonstration Projects (MM 5.4-1) to support the utilization of innovative clean air technology equipment.
- Technology Review Program (MM 4.4-4) requirements to ensure the regular assessment of the feasibility of implementing additional clean air technology.

Measures included in this Plan serve to implement the SCA/MMRP and reduce emissions of criteria pollutants and toxic air contaminants (TACs) from the operation of the facility. In addition, this Plan includes an implementation section, which discusses monitoring and reporting that will be submitted to the City on an annual basis to demonstrate ongoing compliance with the SCA/MMRP requirements into the future. This Plan is being submitted in accordance with the SCA/MMRP and MM PO-1 for review and approval by the City.

SECTION 1: INTRODUCTION

1.1 - Prologis

Prologis is the leading global owner, operator, and developer of logistics real estate. Prologis serves manufacturers, retailers, e-commerce businesses, transportation companies, and logistics providers with the facilities that support local, regional, and global trade. Prologis buildings are located close to transportation infrastructure such as railways, seaports, highways, and airports. Prologis provides their customers with best-in-class facilities and has a long history of industry-leading corporate governance and transparency. As the ground lessee of 58 acres of the City's former OAB property for the next 61 years, Prologis is committed to being a good steward of the land and recognizes the concerns of the West Oakland community within which Prologis and associated tenants operate.

The State of California has placed additional emphasis on protecting local communities from the harmful effects of air pollution through the passage of Assembly Bill (AB) 617 (Garcia, Chapter 136, Statutes of 2017). AB 617 is a significant piece of air quality legislation that highlights the need for further emission reductions in communities with high exposure burdens, like those near the OAB property. The West Oakland community is located in a designated disadvantaged community, as defined by the California Environmental Protection Agency (Cal/EPA). The health impacts of air pollution are well-documented and studied, including the risks for cardiovascular diseases and the elevated effects of exposure to air pollution for children and other sensitive receptors. Prologis and associated tenants are committed to ensuring that the operations of their business do not adversely impact the West Oakland community.

Through the implementation of the comprehensive emission reduction measures required by the SCA/MMRP and set forth in this Plan, Prologis and future new tenants will support ongoing efforts at the State and community levels to further protect the residents of the West Oakland community, and surrounding areas, from the adverse impacts of air pollution.

Prologis is also committed to the success of their business and the success of their customer's businesses that occupy the warehouse buildings at the OAB site. Working toward shared goals of improved air quality shall require coordination and collaboration from all tenants of these warehouses to plan and implement emission reduction actions that are impactful, practical, and feasible.

1.1.1 Purpose of the Operational Air Quality Plan

The purpose of this Plan is to:

- Provide clear direction for the tenant regarding operational air quality and energy conservation requirements for tenant improvement and for ongoing operations throughout the duration of the property lease.
- Provide a documented path of compliance for the SCA/MMRP relating to air quality and public outreach as outlined in MM PO-1, which involves public outreach to OAB stakeholders.

The OAB Redevelopment project was initially approved in 2002; the project was then refined with an Initial Study/Addendum in 2012. In both documents, the goals and mitigations were very broad, attempting to cast a wide net over a master plan development that was still in the conceptual stage. One of the objectives of this diesel emission reduction and operational air quality plan is to clarify and distill which requirements apply to operations of the tenant facilities that will operate on the Prologis OAB sites and to comply with applicable mitigation measures.

SECTION 2: TENANT OPERATIONS AT THE OAKLAND ARMY BASE

2.1 - Tenant Subject to the Plan

All future tenants are required to comply with all applicable State and regional air quality regulations and are required to implement the applicable components of this document. The relevant requirements of this Plan apply to the tenant operations and are applicable throughout the duration of the lease. All future tenants shall be required to demonstrate how compliance with the specific elements of this Plan are achieved on the specific user level. This Plan, and the tenant-specific checklist, shall become a component of tenant lease documents. The City, as the lead agency under the California Environmental Quality Act (CEQA), shall determine compliance with the applicable mitigation measures and shall determine compliance with this Plan. Upon termination of the tenant lease, or if there are significant changes in operations from that described in the tenant-specific checklist, a revised checklist may be required as determined by the City.

If an amendment or exception to this Plan is requested or determined to be necessary, the City shall evaluate the scope of the amendment/exception and shall determine the necessary process for undertaking such an amendment/exception. Stakeholder notification shall be provided for amendments or exceptions which the City determines to be substantive.

2.2 - Tenant Operations at the Oakland Global Logistics Center

In the tenant-specific checklist, the following aspects of operation shall be described:

- Tenant location within the OAB site and lease site size
- Detailed description of operations
- Number of employees
- Days of operation per year and operational hours per day
- Proposed tenant improvements
- Proposed daily truck trips to and from OAB site, including trucks with Transport Refrigeration Units (TRUs) if applicable
- Proposed daily passenger vehicle trips to and from OAB site
- List of on-road fleet (owned by tenant and owner-operation fleets)
- List of off-road equipment including fuel type, engine model and year, and ARB compliant verification
- Procedures in place to comply with air quality and truck requirements detailed in this Plan, including transition to zero-emission off-road equipment and truck fleet pursuant to applicable ARB regulations as detailed in Section 3.2 of this document
- Number and location of EV charging stations for on and off-road electric equipment

SECTION 3: AIR QUALITY PLAN FOR TENANT OPERATIONS

3.1 - SCA/MMRP Requirements

The OAB Project was approved in 2002, and then revised with an Initial Study/Addendum in 2012. The City prepared a SCA/MMRP, which was approved by the Oakland City Council on July 16, 2013, superseding a previous version dated October 15, 2012. This Plan focuses on the air quality conditions of approval and mitigation measures related to the operation of the tenant facility, as included in the SCA/MMRP. The entirety of the SCA/MMRP is available on the City website: <https://www.oaklandca.gov/topics/oakland-army-base-environmental-documents>.

Table 1 below lists the air quality-related mitigation measures included in the SCA/MMRP, as well as the section of this Plan where the mitigation measure is addressed in further detail. Please note that SCA/MMRP requirements related to construction have already been addressed through the preparation of the “Diesel Emissions Reduction and Air Quality Plan for Construction of CE-2: Southeast Gateway Parcel and CC-1: New Central Gateway Parcel” (Construction Management Plan) and “Northeast Gateway Construction Management Plan,” which together cover the entire OAB site, as approved by the City Administrator in 2016 and 2017.^{1,2}

Table 1: Summary of Air Quality Standard Conditions of Approval and Mitigation Measures, and the Associated Response Method

SCA/MM	Description	Response Method	Section of Plan
MM 4.3-7	Truck Management Plan	Air Quality Operational Plan	3.3
MM 4.4-4	Truck Diesel Emissions Reduction Plan	Air Quality Operational Plan	3.2
MM 4.4-5	Transportation Control Measures	Air Quality Operational Plan	3.5
MM 4.4-6	Energy Conserving Fixtures/Design	Air Quality Operational Plan	3.4
SCA TRANS-1	Parking and Transportation Demand Management	Air Quality Operational Plan	3.5
MM 5.4-1	Demonstration Projects	Air Quality Operational Plan	3.6
MM PO-1	Stakeholder Review of Air Quality and Trucking Plans	Air Quality Operational Plan	Public review

¹ City of Oakland. 2017. City Administrator Approval of Construction-Related Air Quality Plan for Southeast and Central Gateway Sites at the Oakland Army Base. November.

² City of Oakland. 2016. City Administrator Approval of Construction-Related Air Quality Plan for Northeast Gateway Sites at the Oakland Army Base. September.

3.1.1 Mitigations Measures not Addressed Through this Air Quality Plan

Prior to receiving the building shell and sitework permits for construction of this building, Prologis prepared (and the City approved) the Construction Management Plan for the site, which addressed the construction-related air quality MMs included in the SCA/MMRP.

SCA Air-3 and MM 4.4-3b, as included in the OAB Project SCA/MMRP, do not apply to Prologis tenant operations at OAB. SCA Air-3 applies only to buildings that would contain sensitive receptors (e.g., hospitals, schools, etc.) and MM 4.4-3b applies only to maritime uses at the West Gateway bulk marine terminal.

3.1.2 Elements of the Air Quality Plan for Operations of the Tenant Facility

To address the required air quality and trucking emission reduction measures included in the SCA/MMRP and outlined above, this Plan contains the following components:

1. Truck and Equipment Diesel Emission Reduction (MM 4.4-4)
2. Transportation Control Measures and Parking/Transportation Demand Management (SCA TRANS-1, MM 4.4-5)
3. Truck Management Plan (MM 4.3-7)
4. Sustainable Design and Construction (SCA TRANS-1, MM 4.4-6)
5. Participate in Emission Reduction Demonstration Projects (MM 5.4-1)
6. Technology Review Program (MM 4.4-4)
7. Quantification of Diesel Emissions (MM 4.4-4)

3.2 - Truck and Equipment Diesel Emission Reduction Program

The requirements listed below would reduce diesel emissions, including diesel particulate matter (DPM) and nitrogen oxide (NO_x), produced during the operation of this warehouse. Because this is a master document, not every measure listed below will be applicable to each future tenant, dependent on their proposed operations. The tenant-specific checklist shall include all applicable measures from this list.

3.2.1 Measures to Reduce Emissions from Heavy-duty Trucks

1. **On-road Trucks:** All diesel trucks with a gross vehicle weight rating over 14,000 pounds entering the site of this warehouse must comply with the Truck and Bus Regulation of the ARB. As of January 1, 2023, nearly all trucks and buses are required to have 2010 or newer model year engines to reduce PM and NO_x emissions.
2. **Drayage Trucks:** Should the tenant receive cargo from the maritime terminals, an intermodal railyard, or property of the Port of Oakland, the trucks doing so must comply with the ARB Drayage Truck Regulation (DTR) that is in effect at the time of operation of the

truck(s). As of January 1, 2023, all drayage trucks operating in California must have a 2010 model year engine standard or newer.

3. **Trucks with TRUs:** If applicable, electrical outlets shall be planned and required to be installed at the loading docks serving the refrigerated portion of the facility so trucks can run refrigeration with electricity while loading and unloading. Tenant shall use “good faith” efforts, such as posting signs on the loading dock indicating plug-in availability and emailing notifications to vendors encouraging the use of plug-in capable vehicles at the facility, to maximize the number of deliveries with plug-in refrigeration compatible delivery trucks with the goal of 100 percent. The tenant shall ensure use of electrical outlets during loading and unloading per Section 3.2.1.4, below.
4. **Idling Rules for All Trucks:** All size and types of in-bound and out-bound delivery vehicles shall be prohibited from idling more than 2 minutes when loading and unloading or staging at this site. Idling rules shall be posted in easily visible locations on-site and shall be enforced by the tenant.
5. **Management of Delivery and Pickup:** To ensure that truck idling times do not exceed 2 minutes when the trucks are on-site, the tenant shall be responsible to manage on-site operations to ensure compliance with the 2-minute idling requirement.
6. **ARB Compliance for Trucks:** Compliance with applicable air quality regulations for commercial trucks and vans are required, including but not limited to:
 - a. **ARB Tractor-Trailer Greenhouse Gas Reduction Regulation**—The ARB requires owners of 53-foot or longer box-type trailers older than model year 2014 to either use United States Environmental Protection Agency (EPA) “SmartWay” certified tractors and trailers or be retrofitted with SmartWay verified technologies.
 - b. **Periodic Smoke Inspection Program**— All California-based fleets of two or more heavy-duty diesel vehicles over 6,000 pounds gross vehicle weight rating (GVWR) with engines over 4 years old are required to perform annual smoke opacity tests (1998 and newer diesel vehicles between 6,000–14,000 pounds GVWR subject to biennial smog checks are not subject to the Periodic Smoke Inspection Program).
 - c. **Clean Truck Check Heavy-duty Inspection and Maintenance (HD I/M) Regulation**— Clean Truck Check began in January 2023 with the use of roadside emissions monitoring devices (REMDs) to screen for vehicles that may have high emissions. Vehicles flagged as potential high emitters will receive a Notice to Submit to Testing (NST) from the ARB enforcement to ensure the vehicle is operating with properly functioning emissions control systems. Upon receipt of an NST, the truck owner will have 30 calendar days to submit to ARB a passing emissions compliance test performed by a credentialed tester; the owner should allow enough time in case repairs are required. Additionally, vehicles deemed non-compliant or subject to enforcement action may be subject to additional compliance testing and penalties.
 - d. **In-use On-road Heavy-duty Diesel-fueled Vehicles**— All not otherwise exempt in-use on-road diesel vehicles, including drayage trucks, are required to have a 2010 model year emissions equivalent engine as of January 1, 2023.

e. **Advanced Clean Fleets Regulations**—The Advanced Clean Fleet (ACF) Regulation includes the following specific requirements for various aspects relevant to operations at OAB:

1. **Drayage**—Beginning January 1, 2024, trucks must be registered in the ARB Online System to conduct drayage activities in California. Non-zero-emission “legacy” drayage trucks were registered in the ARB Online System through December 31, 2023; legacy drayage trucks can continue to operate through their minimum useful life. As of January 1, 2024, only zero-emission drayage trucks may register in the ARB Online System. Beginning January 1, 2025, any legacy drayage truck registered in the ARB Online System must not exceed its minimum useful life threshold, defined as the earlier of 18 years or 800,000 miles, or a minimum of 13 years if the drayage truck has over 800,000 miles. Any legacy drayage truck that exceeds its minimum useful life threshold will be removed from the ARB Online System by March 31 of each calendar year and can no longer provide drayage services in California. All drayage trucks entering seaports and intermodal railyards would be required to be zero-emission by 2035.

Note: On December 28, 2023, ARB announced it will not take enforcement action as to the drayage fleet reporting requirements or registration prohibitions until EPA grants a preemption waiver or determines a waiver is not necessary.

2. **High-priority fleet**— The ACF regulation requires high-priority fleets to report their California fleet information through the Truck Regulation Upload, Compliance and Reporting System (TRUCRS) by February 1, 2024, and annually thereafter. High-priority fleets are entities that own, operate, or direct the operation of at least one vehicle in California and that either \$50 million or more in gross annual revenue or own, operate, or direct the operation of a total of 50 or more vehicles. Fleet owners must comply with adding Zero-Emission Vehicles (ZEVs) according to the ZEV Milestone (until January 1, 2030) or Model Year Schedule.

Note: On December 28, 2023, ARB announced that will not take enforcement action as to the high-priority fleet reporting requirements or registration prohibitions until EPA grants a preemption waiver or determines a waiver is not necessary.

In addition to the regulations above, the tenant-specific checklist shall include any newly adopted State trucking regulations or revisions to the existing trucking regulations.

All truck fleets owned by the tenant, or under long-term contract with the tenant to provide delivery services to/from the tenant site, shall provide proof of compliance through ARB certificates of compliance or copies of annual smoke test results.

Exhibit 1: Truck Routes and Prohibited Streets In and Around West Oakland

3.2.2 Measures to Reduce Emissions from Off-road Equipment

Tenants with off-road equipment shall comply with the following measures. Because this is a master document, not every measure listed below will be applicable to each future tenant depending on their proposed operations. The tenant-specific checklist shall include all applicable measures from this list.

1. **Zero and Near-zero Emissions Off-road Equipment:** Off-road equipment over 25 horsepower, including but not limited to yard equipment, exterior forklifts, cargo handling, yard hostler/truck and side picks shall be near-zero or zero-emission equipment. This includes Tier 4 Interim and Tier 4 Final diesel equipment (or equivalent if Tier system is not applicable to a particular piece of equipment); such equipment can also be electric, propane, bio-diesel, unleaded gasoline, and alternative-fueled equipment. The tenant is encouraged to participate in pilot programs, grant funding, and vouchers from the Bay Area Air Quality Management District (BAAQMD) for electric and alternative-fuel trucks, yard hostlers, and off-road equipment and shall report on these efforts as part of the Technology Review Program included in Section 3.6.
2. **Clean Air Indoor Off-road Equipment:** Indoor off-road equipment, including but not limited to interior forklifts, scissor lifts, and pallet jacks, shall be electric, propane, or alternative-fueled equipment.
3. **Off-road Equipment Disclosure List:** The tenant shall submit an equipment list of all off-road equipment to be used at this site to demonstrate that zero and near-zero emission (including Tier 4 or 4i diesel equipment or equivalent) equipment, or electric, propane, bio-diesel, unleaded gasoline, or alternative-fueled equipment will be used during operations.
4. **Equipment Maintenance:** All off-road equipment shall be properly serviced and maintained throughout the life of the equipment.
5. **Idling Prohibitions for Off-road Equipment:** Diesel off-road equipment shall be prohibited from idling for more than 2 minutes when loading and unloading, staging, or when not in active use. See ARB regulation for in-use off-road diesel vehicles for clarification of what is considered idling. The idling rules shall be posted in easily visible locations on-site.
6. **Regulations Achieving Further Emission Reductions:** Compliance with all applicable ARB regulations for off-road diesel equipment used at this site is required, including but not limited to the Diesel Off-road Online Reporting System (DOORS) and the Equipment Identification Number (EIN). The tenant is responsible for ensuring that all off-road equipment is in compliance with applicable local, State, and federal regulations.
 - a. **In-use Off-road Diesel-fueled Fleets Regulation (Off-road Regulation)—**This regulation (phases) – Phase out the oldest and highest-emitting off-road engines—Tiers 0, 1, and 2—from operation. Engine “tier” refers to the emissions certification level of an engine and is defined in the Off-road Regulation Section 2449I. This provision has a staggered implementation by fleet size and engine tier. Large fleets may no longer operate vehicles with Tier 0 off-road engines. The tenant is required to report in DOORS.
 - b. **Large Spark-Ignition Engine Fleet Requirements Regulation—Regulation-** Requires operators of in-use fleets to report, label Large Spark-Ignition (LSI) equipment, and

continue existing recordkeeping requirements. The regulation applies to self-propelled vehicles (except some ground support equipment [GSE]) with LSI engines (gasoline, propane, and compressed natural gas [CNG] fuel) 25 horsepower (hp) or greater and greater than 1 liter displacement, including forklifts and industrial tow tractors and sweeper scrubbers. This regulation does not apply to small fleets (three or fewer forklifts and/or pieces of non-forklift LSI Engine equipment). The tenant is required to report in DOORS.

In addition to the above measures, the tenant is also required to conduct a regular review of advancements in clean air technology and shall implement feasible technology identified as a part of this technology review within 12 months. Please see Section 3.6 of this Plan related to the Technology Review Program for additional details.

3.3 - Truck Management Plan

Compliance with Truck Routes and with the West Oakland Truck Management Plan: All trucks serving the tenant facility are required to use designated truck routes to arrive and depart from this facility and throughout circulation in the City. Additionally, such trucks shall comply with the West Oakland Truck Management Plan, as approved by the City and Port in April 2019, or with other City-approved truck regulations in effect at the time of operation of the truck serving this tenancy. City truck route information will be provided by Prologis to each tenant.

3.4 - Sustainable Design Construction

Sustainable design has a beneficial impact on long-term emissions reduction, improved air quality, and reduced energy consumption. Tenant improvements are required to comply with all applicable State and local building/zoning codes related to sustainable design and are also required to implement the following:

1. **LEED® Gold:** The core and shell of the three buildings within the OAB site achieved a "G"old" level certification per the United States Green Building Council (USGBC) LEED® rating system, which surpass the requirements of the Statewide Title 24 Building Code requirements and the requirements of the SCA/MMRP. As part of the Gold level Core and Shell certification, it is expected that tenant improvements shall be performed under separate scope and contain a provision to include the following sustainable design measures in tenant improvements not a part of the shell build-out.

Prologis shall provide the with the design guidelines set forth under LEED® Gold Core and Shell system. This LEED® addenda shall be included by Prologis as an exhibit to the tenant's lease. In 2022, the guidelines of LEED® Gold include items such as:

- Bike storage, changing rooms, and showers.
- Low-flow plumbing fixtures.
- Energy-efficient lighting, including light-emitting diode (LED) fixtures.

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

2. **Title 24 Compliance:** Tenant construction and improvements shall meet Title 24 (Building Energy Efficiency Program) of the International Building Code (IBC)/California Code of Regulations to satisfy MM 4-4.6. This shall be required in order to obtain a building or tenant improvement permit from the City.
3. **Support for Renewable Energy Utilization:**
 - a. The City encourages use of a renewable energy system or combination of systems (solar/wind/mechanical/tidal/hydrogen) designed to offset 20 percent of a building's annual electrical consumption. Depending on the proposed operation and any proposed tenant building improvements, Prologis and the tenant will evaluate installation of solar panels to offset electricity demand with the plan to install once the exact electrical loads are determined.
 - b. Rooftop solar photovoltaic (PV) power is preferred and is in the feasibility assessment stages.
 - c. The shell building roof structure of this warehouse building has been designed to support solar panel load.
 - d. The electrical room has been sized for additional future solar PV infrastructure.
4. **BAAQMD Permit for painting:** The tenant shall maintain a BAAQMD permit for their painting operations, if applicable to tenant's operations. All paint shall be applied in ventilated and filtered paint-booths. A copy of the tenant's permit shall be submitted to the City once obtained from the BAAQMD.

3.5 - Transportation Control Measures and Parking/Transportation Demand Management

The Transportation Control Measures (TCMs) included in MM 4.4-5 are intended to provide alternative ways for employees to commute to work at this facility. Some of these TCMs could be initiated and implemented by the City and the Port for the OAB project as part of a Fair Share Program and others would be implemented directly by the tenant. To ensure compliance with MM 4.4-5, the tenant is subject to the following requirements:

Transportation Control Measures

Separate from the Fair Share Program, the tenant is required to implement TCM 9 and TCM 11 per MM 4.4-5:

- | | |
|---------------|--|
| TCM 9 | Provide preferential parking for carpool and vanpool vehicles per City and LEED® standards. |
| TCM 11 | Secure, weather protected bicycle parking shall be provided on-site, such as through bike lockers. |

Additionally, electric vehicle (EV) charging stations for cars are installed in the parking lot of the tenant facility, and necessary infrastructure is in place for future truck charging stations.

Fair Share Participation

Prologis is participating in the City's fair share program and has fully contributed to its fair share funded TCM programs, as described in the Fair Share Program³. The City shall take the lead on implementing the Fair Share Program.

Parking and Transportation Demand Management

Each tenant with over 50 employees working on-site shall prepare and implement a Parking and Transportation Demand Management Plan per SCA TRANS-1, with the goal of reducing drive-alone commute trips during peak traffic periods. 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 the 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, on-site signage, and bike lane striping.
- c) Installation of safety elements per the Pedestrian Master Plan (such as crosswalk striping, curb ramps, countdown 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) Provision of direct on-site 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) Employee or resident subsidies, 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. 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.

³ See MM 4,4-5 and SCA Trans -1 on pages 7 and 50 respectively contained in the [SCA/MMRP](#) based on the Initial Study/Addendum prepared for the 2012 Oakland Army Base Project

- 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.
- 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 to adjust their work schedule in order to complete the basic work requirement of five eight-hour workdays with reduced 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 individually determined work hours.

3.6 - Participation in Emissions Reduction Demonstration Projects

The tenant shall evaluate emission reduction demonstration projects that promote technological advances in improving air quality. Examples of some demonstration projects include, but are not limited to, zero-emission cargo handling equipment and zero-emission port equipment.

The tenant is encouraged to utilize innovative and cleaner technology/equipment from operations in other tenant facility locations in addition to the site on the OAB property.

The tenant shall provide contact information to the ARB and BAAQMD for receipt of information regarding grants, vouchers, and other funding opportunities for demonstration opportunities.

The tenant shall report on demonstration projects considered per the Technology Review Program below.

3.7 - Technology Review Program

The tenant shall use clean technology over time as it becomes more readily available, practical, and economically feasible. To accomplish this, the tenant shall review new technology every 3 years and with equipment turnover (prior to acquisition of, or lease of, additional or replacement of tenant fleet trucks or on-site equipment) to see if zero or near-zero equipment is economically feasible and practical.

The 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 that will be effective in substantially reducing emissions is available, practical, and economically feasible as determined by the tenant, then the tenant shall implement such technology within 12 months.

SECTION 4: AIR QUALITY PLAN IMPLEMENTATION

4.1 - Plan Implementation

The tenant is required to have an approved checklist demonstrating consistency with the Plan prior to commencing operations on the site. An informational community meeting held by the tenant is required prior to approval of the checklist. Prologis shall facilitate a community meeting and utilize the services of an outreach consultant chosen from a City list of consultants. The noticing period of the informational community meeting shall be ten days.

Table 2 shows a sample operational air quality plan compliance reporting schedule. The tenant-specific checklist shall include a table detailing elements and measures that are applicable to tenant operations, compliance method/description, and required date of compliance.

The tenant shall submit to the City’s OAB Environmental Coordinator documentation of compliance with each element. The City will review and approve the tenant-specific checklist. Prologis will be responsible for maintaining and reporting compliance with the Plan.

Such compliance shall be subject to audit at the City’s discretion, not more than once per year, other than the technology review which is to be submitted to the City every 3 years. The City shall give 30-day notice prior to audit. The results of the compliance audit shall be available upon request and posted to the City’s website.

Table 2: Sample Operational Air Quality Plan Compliance Reporting Schedule

ID–Description of Plan Element	Compliance Method/Description	Required Date of Compliance
Truck/Equipment Diesel Reduction Program: 3.2.1–Measures to Reduce Emissions from Heavy-duty Trucks		
1–On-Road Trucks	[provide proof that truck or truck fleet compliance certificates were checked by the tenant for all trucks accessing site]	Continuous; through annual compliance reporting
2–Drayage Trucks	[provide ARB compliance document]	Continuous; through annual compliance reporting
3–Trucks with TRUs	[provide proof that electrical outlets are installed at loading locks, provide proof of posting and distributing plug-in availability information to vendors and on-site]	Prior to occupancy, continuous; through annual compliance reporting
4–Idling Rules for All Trucks	[provide idling policy signage]	Prior to occupancy, continuous; through annual compliance reporting
5–Delivery/Pickup Management	[The tenant is responsible for implementing 2-minute idle policy]	Continuous; through annual compliance reporting

ID–Description of Plan Element	Compliance Method/Description	Required Date of Compliance
6–ARB Compliance for Trucks, list out all applicable requirements	[provide fleet info]	Continuous; through annual compliance reporting
Truck/Equipment Diesel Reduction Program: 3.2.2–Measures to Reduce Emissions from Off-Road Equipment		
1–Off-Road Equipment	[provide off-road equipment fleet info; participate in ARB DOORS program]	Prior to occupancy and upon audit
2–Idling Rules for off-road equipment	[provide idling policy signage]	Prior to issuance of the permanent certificate of occupancy
3.3–Truck Management Plan		
Compliance with Truck Routes and Truck Management Plan	[Provide information to truck drivers who serve this facility, posting within facility]	Continuous; through annual compliance reporting
3.4–Sustainable Design Construction		
1–Title 24 Compliance	[show on building permit plans for administration building, if such building moves forward]	With building permit
2–Renewable Energy and Infrastructure	[show on building permit plans]	With building permit; provide update on renewable energy and infrastructure upon audit.
3–BAAQMD Permit for painting	[maintain a BAAQMD permit for painting operation consistent with BAAQMD regulations]	Prior to issuance of the permanent certificate of occupancy; upon audit
3.5–Transportation Control Measures and Parking/Transportation Demand Management		
1–Transportation Control Measures	[show on building permit plans]	Prior to occupancy
2–Fund Fair Share Programs	[Prologis has contributed to the Fair Share Program in full]	N/A
3–Parking/TDM Program	[provide a plan to reduce employee single-driver traffic]	Prior to occupancy, if applicable
3.6–Participation in Emissions Reduction Demonstration Projects		
Demo Projects Participation	[provide any demonstration projects]	Ongoing with documentation upon audit
3.7–Technology Review		
Technology Review Program	[provide technology review every three years]	Every 3 years continuously
<p>Notes:</p> <p>ARB = California Air Resources Board BAAQMD = Bay Area Air Quality Management District DOORS = Diesel Off-Road Online Reporting System TDM = Transportation Demand Management TRU = Transport Refrigeration Unit</p>		

From time to time, the 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 provide the requested information.