



SAN RAFAEL

THE CITY WITH A MISSION

Community Development Department – Planning Division

Meeting Date:

September 24, 2024

Agenda Item: G. 1

Project Planner:

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REPORT TO PLANNING COMMISSION

SUBJECT: 5800 Northgate Drive (Northgate Town Square Project) – Study Session for the proposed Northgate Town Square Project (PLAN 21-039) (also referred to as the Northgate Mall Redevelopment Project), which includes requests for a Rezone to the Planned Development (PD) zone (ZC21-001) and an associated Development Plan, a Master Use Permit (UP21-007), an Environmental and Design Review Permit (ED21-024), a Vesting Tentative Map (TS21-002), State Density Bonus Law approvals including the provision of one concession/incentive to increase the permitted height to 78-feet for all buildings and structures in Phase 1 (2025) and Phase 2 (2040), and a Master Sign Program (SP24-002) to allow a comprehensive redevelopment of the existing mall at 5800 Northgate Drive into a phased mixed-use development with approximately 217,520 square feet of commercial space and 1,422 residential units on the 44.76-acre site. APNs: 175-060-12, -40, -59, -61, -66, and -67; General Commercial (GC) District, Merlone Geier Partners, LLC, owner/applicant of entire site. In addition to these entitlements, the applicant will also be required to enter into an affordable housing agreement, and a public access, use, and maintenance agreement governing the privately owned, publicly accessible Town Square.

EXECUTIVE SUMMARY

The proposed project includes the phased redevelopment of the existing Northgate Mall on approximately 45 acres of commercially designated land. Redevelopment of the site is complex and requires careful consideration of a variety of components including demolition of existing structures, coordination with existing leases and tenants, compliance with General Plan policies and zoning regulations, and incorporation of community input. Given the size of the site and complexity associated with redevelopment, the project design has been reviewed at several public meetings over the past three years to provide opportunities for review and input by members of the public and city review authorities, including the Planning Commission (PC) and Design Review Board (DRB). The project has gone through several modifications and revisions since it was initially submitted in 2021. Most recently, the project was reviewed by the DRB on September 6, 2023 (links to the recorded meeting and staff report are available below). At that meeting, the DRB provided comments and recommendations on the project's design (outlined in Exhibit 1 and discussed in this report). Subsequently, the Draft Environmental Impact Report (DEIR) for the project was released and a hearing to receive public input was held with the Planning Commission on February 13, 2024 (links to the recorded meeting and staff report are available below). Following the September 2023 DRB meeting and February 2024 Planning Commission meeting, the applicant submitted revised plans in June of 2024. Those revised plans (Exhibits 2-9)

represent the final proposed project and are a culmination of revisions to address input provided over the three-year planning process.

This staff report includes a background summary of prior public meetings and environmental review, summarizes the project site, and includes a detailed description of the project as currently proposed. Additionally, the staff report summarizes the most significant aspects of the June 2024 revised project in response to DRB comments provided at their September 2023 meeting and provides commentary on the general consistency of those project elements with adopted policies and regulations. While there have been a series of revisions to the project since the project was originally submitted in 2021 and to respond to comments from the City, decision makers, and the public, this report focuses mainly on the changes made in the most recent revisions submitted in June 2024.

This Study Session provides the Commission with an opportunity to comprehensively review the final proposed project. The background and context should be used to discuss the final proposal which represents the final iteration of the project that seeks to balance review authority and public input with the complexities associated with redevelopment of the site.

At the time of project submittal and throughout the project review process, DRB had authority for reviewing and making recommendations on the project's design. The DRB fulfilled their role as an advisory body, and formal recommendations made by the DRB on the project design have been responded to, in part or in whole, in the final project design, as further discussed later in this staff report. In accordance with Chapter 14.02 (Organization, Applicability, and Interpretation), Section 14.02.020 (General Rules for Applicability Of Zoning Regulations) Subsection (J) of the San Rafael Municipal Code (SRMC), because the project is seeking multiple permits, some of which require PC approval (Vesting Tentative Subdivision Map, Master Use Permit, Environmental and Design Review Permit, Master Sign Program), and others require City Council approval (Zoning Amendment), a final decision to approve, conditionally approve, or deny the project is the responsibility of the City Council. The PC's role is to conduct public hearing(s) to consider all permit applications together with the EIR and to provide a recommended action to the City Council, who has the exclusive and final approval authority over the project.

The following discussion points are intended to guide the Commission in their review of the revised project while recognizing that the project has gone through a series of revisions since the project was originally submitted in 2021. Additional revisions from the applicant to the proposed project are not anticipated.

- **Review of Final Project Design.** Does the Planning Commission have any questions about the project as proposed or the chronology of modifications that have been made?
- **Outstanding Issues or Concerns.** Does the Planning Commission have any outstanding issues or concerns that warrant additional discussion?
- **Environmental Impact Report (EIR) –** Prior to review and consideration of the Final Environmental Impact Report (FEIR), does the Planning Commission have any outstanding questions about the CEQA process? As discussed further below, the FEIR is in process and will be made available for review with hearing materials for all project entitlements, anticipated in late October 2024.

INTRODUCTION

There is no staff recommendation, formal action, or decision before the Planning Commission on the project at this time, rather, the purpose of the study session is to provide an opportunity for a comprehensive review of the final Northgate Town Square project proposal, ask questions of staff

and/or the applicant team about the final project proposal and the project's evolution from initial submittal in 2021 to now, including how comments from the PC and DRB have been addressed, discuss any outstanding issues or concerns, and to ask questions of staff about the final stages of the CEQA review process. The background and context included in this staff report should be used to discuss the revised project which represents the final iteration of the project that seeks to balance PC, DRB, and public input with the complexities associated with redevelopment of the site.

Following this study session, it is anticipated that the project will return to the Planning Commission in late October 2024 for consideration and recommendation to the City Council on the FEIR and all project entitlements. Materials for that meeting will include a full complement of recommending actions with required findings and appropriate conditions for the Planning Commission to consider in their recommendation to City Council.

Following the Planning Commission hearing, the City Council will consider the Commission's recommendations and make a decision on the FEIR and project entitlements at subsequently noticed public hearings through the end of 2024 and beginning of 2025. Notice of all future meetings will be provided consistent with state law and the City of San Rafael requirements.

RECOMMENDATION

It is recommended that the Planning Commission review the revised project and ask clarifying questions about the project and review process to date. Additionally, the Planning Commission may wish to provide additional feedback regarding revisions made in response to Planning Commission and DRB feedback to date (Exhibit 1). It is recommended that the Planning Commission use the study session to familiarize themselves with the final project as proposed and provide feedback in preparation for formal public hearing and recommendation on all project entitlements. As detailed above, ultimate discretion on the project entitlements, including certification of the FEIR, is by the City Council.

BACKGROUND

Prior Public Meetings

The Northgate project has been reviewed at a number of public meetings before the Planning Commission and DRB, all of which are listed below. All comments provided by the Planning Commission and DRB related to the project's design are included in Exhibit 1 (PC and DRB Feedback Matrix). Please note that comments provided by state agencies, local organizations, and individual members of the public on the project's environmental documentation prepared pursuant to the California Environmental Quality Act (CEQA) will be provided in the FEIR and will be considered by the Planning Commission and City Council at a future public hearing.

- Planning Commission and Design Review Board – Joint Study Session, September 14, 2021
 - [Video](#)
 - [Staff Report](#)
- Design Review Board – May 17, 2022
 - [Video](#)
 - [Staff Report](#)
- Planning Commission Study Session – November 29, 2022
 - [Video](#)
 - [Staff Report](#)

- Design Review Board – July 18, 2023
 - [Video](#)
 - [Staff Report](#)
- Design Review Board – September 6, 2023
 - [Video](#)
 - [Staff Report](#)
- Planning Commission – February 13, 2024
 - [Video](#)
 - [Staff Report](#)

Many of the comments from previous DRB and Planning Commission hearings have been addressed as part of revisions to the project made throughout the review process. The focus of the most recently submitted revised project was to address DRB comments from the September 2023 meeting.

Environmental Review (DEIR and FEIR)

In accordance with the requirements of CEQA, an EIR has been prepared for the project. A full discussion of the DEIR is provided in the February 13, 2024 Planning Commission Staff Report (available for review at the link indicated above). As discussed in the Staff Report, a Notice of Preparation (NOP) was mailed and published on December 9, 2021, opening a public review and comment period. On January 11, 2022, the Planning Commission held a scoping meeting to receive public comment on the scope of the environmental review. The DEIR, Notice of Completion, and Notice of Availability were distributed on January 5, 2024, opening a 45-day public comment period, which was later extended to 60-days to ensure legally required noticing. The public review period ended on March 5, 2024.

The City received a large number of comments on the DEIR from public agencies, organizations and city residents. The FEIR will include a comprehensive response to comments received on the DEIR and any necessary revisions to the DEIR. The FEIR is in process and will come before the Planning Commission concurrent with formal review of the project entitlements, anticipated to occur in late October 2024. The City will release the FEIR as soon as it is completed to allow for public review ahead of the Planning Commission hearing.

Requested Entitlements

The applicant is seeking approval of the following entitlements for the project, which includes a variety of development activities over two distinct phases. As discussed in greater detail below, Phase 1 (2025) includes demolition of existing commercial buildings, ongoing operation of some existing commercial uses, construction of new commercial and residential buildings, and installation of other site improvements. Phase 2 (2040) includes buildout of the project, which encompasses additional demolition of existing commercial buildings, and construction of new commercial and residential buildings. The project initially included an application for a Development Agreement, however, that application was withdrawn by the applicant as part of the revised project submittal.

- **Zoning Amendment (ZC21-001)** to rezone the site from General Commercial (GC) to Planned Development zoning and associated Development Plan.
- **Vesting Tentative Subdivision Map (TS21-002)** to create 6 parcels for new residential and mixed-use buildings and 18 parcels for existing and new commercial buildings and existing parking lots.

- **Master Use Permit (UP21-007)** to designate the multiple uses of the site including a mix of residential and commercial uses and privately owned, publicly accessible community space.
- **Environmental and Design Review Permit (ED21-024)** for approval of the overall site plan, building architecture, landscaping, and site improvements.
- **State Density Bonus** concessions and waivers, consistent with local and state density bonus laws and based on the provision of onsite low-income deed restricted housing. Concessions and waivers are approved as a part of the Master Use Permit and Environmental and Design Review Permit.
- **Master Sign Program (SP-2402)** to establish uniform sign standards for all signage associated with the overall Northgate Town Square project

In addition to the above listed entitlements, the applicant will also be required to enter into an affordable housing agreement, and a public access, use, and maintenance agreement governing the privately owned, publicly accessible Town Square.

As noted above, all of the entitlements and including certification of the FEIR for the project are at the discretion of the City Council.

PROPERTY FACTS

Address/Location:	5800 Northgate Drive Northgate Mall at the intersection of Las Gallinas Avenue and Northgate Drive	Parcel Numbers:	175-060-12 175,060-40 175-060-59 175-060-61 175-060-66 175-060-67
Property Size:	44.76 Acres	Neighborhood:	San Rafael Town Center
Site Characteristics:			
	General Plan Designation	Zoning Designation	Existing Land Use
Project Site:	Community Commercial Mixed Use	General Commercial	Shopping Mall, Movie Theatre. Retail Stores, Parking Structure
North:	GC, O	GC, C/O, O	Commercial and Office
South:	HDR, LDR, OS, O	PD, O, R 7.5, P/OS,	Single and Multi- Family Residences, Offices, Park
East:	GC, P/QP	GC, O, P/QP	Commercial, Office, Mt Olivet Cemetery
West:	OS, O, HDR, MDR, LDR	O, PD, HR1.5, HR1.8, OS	Multi-Family Residences, Villa Marin Retirement Community, Office

Notes: GC = General Commercial; O = Office; C/O = Commercial/Office; HDR = High Density Residential; MDR = Medium Density Residential; LDR = Low Density Residential; OS = Open Space; PD = Planned Development District; HR1.5, HR1.8 = Multifamily Residential Districts: High Density; P/QP = Public/Quasi-Public; R7.5 = Single-Family Residential

Site Description/Setting:

The project site is currently developed with the Northgate Mall, which is generally oriented on a north-south axis, with the main building located in the center of the project site and surrounded by surface parking and standalone buildings and structures. The main mall building, which is a total of approximately 605,283 square feet in size, consists of five sections: (1) Mall Shops East; (2) Mall Shops West; (3) Century Theatre; (4) RH Outlet; and (5) Macy's. West of the main building is a Kohl's department store, which also includes a small attached unoccupied retail space, a two-level parking structure, and a vacant retail building. A Rite Aid, HomeGoods, and an additional vacant retail building are located east of the main building. The existing gross leasable area (i.e., the total building square footage on the project site without the parking structure) is approximately 766,507 square feet. Currently there are a total of 2,899 parking spaces on the project site, comprising 2,380 standard spaces, 22 handicap spaces, and 15 van-size spaces within the surface parking lot, 473 spaces within the parking structure, and 9 on-street parking spaces between the main building and Kohl's building. Automobile access to the project site is provided via driveways from Las Gallinas Avenue and Northgate Drive. Landscaping on the project site consists of ornamental landscaping, including landscaping strips along the boundaries of the site that contain street trees and shrubs, planters with trees within the surface parking lot, and some mature trees located adjacent to the existing buildings. A total of 679 trees are located on the project site.

PROJECT DESCRIPTION, PROJECT REVISIONS, AND STAFF ANALYSIS

The following includes a summary of the revised project submitted in June 2024 (see Exhibits 2 – 9). It includes identification of the primary revisions made in response to feedback from the DRB's September 6, 2023 meeting and discussion of the project's consistency with applicable regulations.

Final revisions to the project submitted in June 2024 include the following key revisions:

- Increase in size and enhancement of amenities in the Town Square
- Elimination of the private open space area adjacent to Major 1
- Elimination of the EAH affordable housing component on Residential 1 and replacement with 38 townhomes
- Incorporation of onsite inclusionary housing units (10% of total project residential units restricted to low-income households) throughout each residential parcel instead of clustering on Residential 1
- Architectural changes to the cinema building
- Modification to Residential 5 (rental apartments) to increase the number of multi-family units to maintain a total of 1,422 units in the project despite the reduction of units on Residential 1 (for-sale townhomes), and including an increase in building height to 6-stories
- Consideration of changes to Residential 3 to avoid privacy impacts
- Refinement in architectural design of the residential buildings primarily to add articulation and pedestrian level interest
- Withdrawal of the application for a Development Agreement

- Submittal of the master sign program application

A full summary of the revisions submitted in June 2024 as provided by the applicant is outlined in Exhibits 13 - 15.

Each of the subsections below describe site and use components for Phase 1 (2025) and Phase 2 (2040) except where project components apply to the site as a whole (e.g. site access). The discussion is generally organized by the significant components of the project, including:

- Planned Development Zoning
- Overall Use and Programming
- Inclusionary Housing
- Density Bonus
- Private Open Space and Landscaping
- Access and Circulation
- Parking and Loading
- Architecture
- Fences, Walls, and Lighting
- Signage

Planned Development Zoning

Description

The applicant has applied to rezone the Northgate property from the existing General Commercial Zoning to PD Zoning specific to the Northgate Town Square project. The proposed Northgate Town Square Planned Development (PD) District describes the proposed development standards for the entire site, inclusive of Phase 1 and Phase 2, and the overall plans for development of the site constitute a valid Development Plan pursuant to Section 14.07.060 (Required Plans and Materials). The stated purpose of the PD District is to create a pedestrian-oriented, open-air main street experience with interconnectivity to surrounding commercial and residential uses by:

- Promoting contemporary and innovative design by allowing flexibility in property development standards
- Encouraging the establishment of new residential uses and related community amenities and open space
- Encouraging a holistic approach to redevelopment by providing development standards that apply across the site, reducing the rigidity and conflicts that would otherwise result from applying development standards and procedures designed primarily for small lots
- Accommodating large-scale, complex, mixed-use, phased redevelopment of the site

The draft PD includes all regulations required of a PD zoning district pursuant to SRMC Section 14.07.030. These include regulations for allowable land uses, lot area and width, residential density, floor area ratio (FAR), setbacks, private open space, building height, landscaping, parking, residential access, lighting, and fences and walls. In general, the PD regulations are similar to the existing General Commercial (GC) zoning district (see Table 1 for a comparison of GC and the proposed PD zoning regulations). In addition, a narrative discussion of the differences between existing and proposed zoning are provided below.

Table 1: General Commercial and Northgate PD Development Standards Comparison

Development Standards	General Commercial	Northgate Planned Development
Minimum lot area (sq. ft.)	6,000	6,000
Minimum lot area/dwelling unit	1,000	1,000
Minimum lot width (ft.)	60	60
Minimum yards:		
Front	NR ¹	NR ²
Side (ft.)	NR	NR
Street side (ft.)	NR	NR
Rear (ft.)	NR	NR
Maximum height of structure (ft.)	36	36
Maximum lot coverage	NR	NR
Maximum FAR (nonresidential)	0.3	0.3
Minimum landscaping %	15%	15%
Minimum Landscaping Depth in Front Setback	15 ft	10%
Usable outdoor area	None Required	None Required
Outdoor Area per Residential Unit (s.f.)	None Required	150

Table Notes:

1 - Where the frontage of a block is partially in an R district, the front yard shall be the same as required for that R district, and when the side and/or rear of the lot(s) abuts an R district, the respective side and/or rear yard shall be ten feet (10'). Parking or maneuvering shall be permitted within the required side and rear yards provided that a minimum six-foot (6') wide landscape buffer area, excluding curbs, is provided adjacent to the side and rear property lines.

2 - No minimum yards are required, except that, where the frontage of a parcel is located directly across from the R7.5 district, the front yard setback shall be ten (10) feet, with an average front yard setback across the affected parcel of fifteen (15) feet.

- Maximum residential intensity, maximum floor area ratio, minimum landscaping, and minimum parking requirements apply across the entire site rather than for individual parcels.
- Because the project site is located within one-half mile of a major transit stop, Assembly Bill (AB) 2097, signed into law in 2022, precludes the City of San Rafael from imposing or enforcing minimum parking standards on the development project. The SMART station located at 3801 Civic Center Dris considered a "major transit stop" pursuant to AB 2097. AB 2097 defines "major transit stop" as including existing rail or bus rapid transit stations, ferry terminals served by bus or rail, the intersection of two or more major bus routes with a frequency of service interval of 15 minutes or less during morning and afternoon peak commute periods, and transit stops that are included in any applicable regional transportation plan. The draft PD specifies that no parking minimums apply to the site pursuant to AB 2097 and proximity to the SMART station which is a rail station.
- Minimum front yard setbacks where parcels are located across from a residential (R) district require a front yard setback of ten feet (10'), with an average front yard setback across the affected parcel of fifteen feet (15') rather than applying the setback of the R district (in this case, R7.5 which requires a 15-foot front setback);

- Fences and retaining walls within the front and street side yard setbacks may be a maximum of 5 feet rather than 4 feet.
- A minimum 150 square feet of private open space per residential unit, consistent with the Multifamily Residential Districts: High-Density (HR1.8 and HR1.5) has been applied to ensure appropriate provision of open space to create a livable mixed-use community.
- To ensure consistency with connectivity minimum bike parking standards have been added to the PD where not typically required in the GC zoning district.
- Consistent with the project proposal, there are minimum sustainability elements for development within the PD that exceed current building code standards.

Comments and Revisions

The DRB did not have specific comments regarding the proposed PD zoning. However, the PD has been updated to capture the evolution of the Northgate project. Additionally, with the withdrawal of the Development Agreement, the PD now includes provisions such as the sustainability elements to ensure the continued inclusion of those items throughout development on the site. Additionally, the PD has been updated to include items that are part of the proposed project such as provision of private open space for residential uses and provision of onsite bike parking to ensure that these standards are carried forward regardless of potential changes to the project through construction.

Consistency

The San Rafael General Plan Policy LU-1.15 encourages the use of PD zoning for development on parcels greater than five acres to provide flexible design standards that are more responsive to site conditions as well as the transfer of allowable General Plan and zoning density between contiguous sites under common ownership. The proposed Zoning Amendment to rezone the overall property to the Northgate PD implements the direction of this General Plan policy. Additionally, the proposed Northgate PD is consistent with the specific purposes outlined in SRMC Section 14.07.010 and the application is being processed consistent with the requirements in both SRMC Chapter 14.07 (Planned Development District) and Chapter 14.27 (Amendments), both of which contain specific findings that must be made in order for the Planning Commission to recommend and the City Council to approve the requested PD rezone.

Overall Use and Programming

Description

The Northgate Town Square project is broken into two phases, the first identified as the 2025 Master Plan and the second phase identified as the 2040 Vision Plan. The description below outlines the overall components of each phase.

Phase 1 of the project includes demolition of the existing southern commercial structures (former Sears) and construction of new commercial and residential buildings and associated site improvements, including construction of the Town Square as discussed in more detail under “Private Open Space and Landscaping”. Figure 1: Phase 1 (2025) Demolition Plan and Figure 2: Phase 1 (2025) Development Plan depict the overall demolition and site development.

Commercial uses in Phase 1 are outlined in Table 2, and corresponds with Figure 1 and Figure 2. The table below also includes reference to the applicable floor plan sheets contained in Exhibit 2 (Retail Architecture Plans) for ease of plan review. Phase 1 of the project includes demolition of approximately 309,000 square feet of existing commercial space primarily made up of the

former Sears, the mall center core (food court & main shop space) and Home Goods. More than half of the existing commercial space (457,561 square feet of the existing 766,507 square feet) is retained in Phase 1 and is increased by approximately 44,000 square feet of new commercial space. In total, Phase 1 includes 501,941 square feet of commercial space.

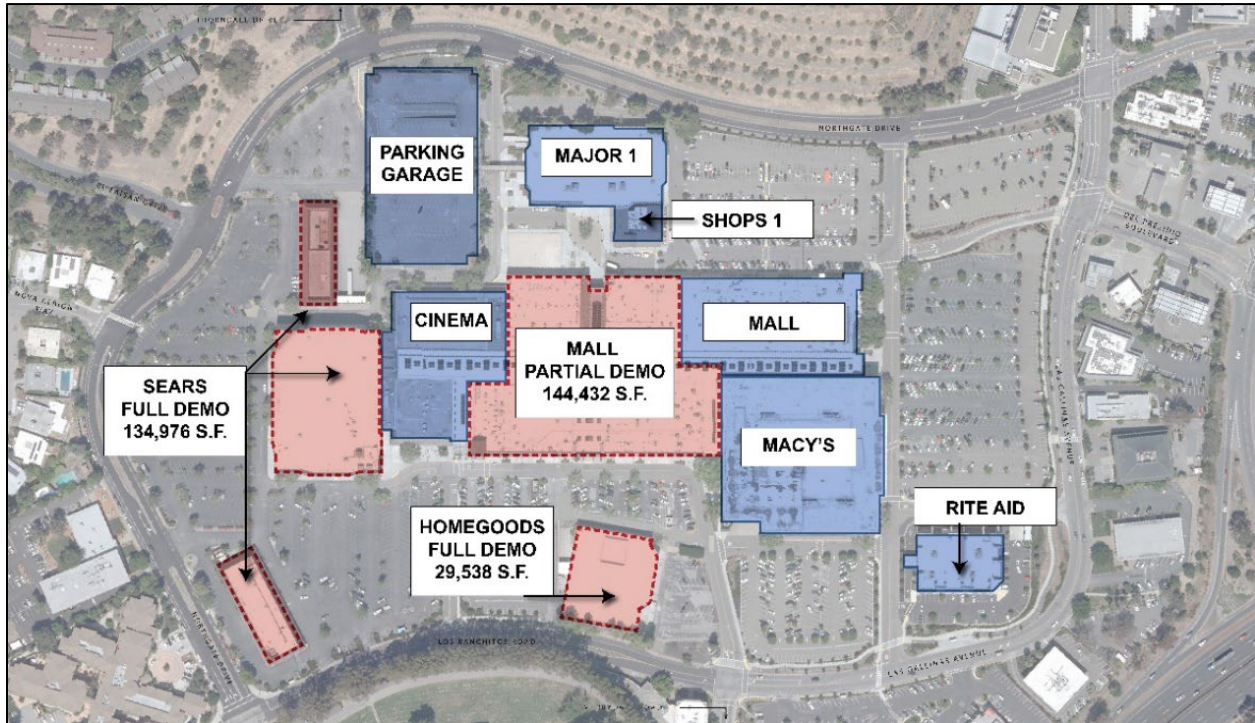
New commercial spaces proposed in this Phase include expansion of the existing cinema, a small brewery (Ounces), retail spaces (Shops 3 and 4), and two new restaurant pads (Pad 1 and Pad 2) situated along the Las Gallinas frontage. Pad 2 is intended to accommodate a drive-through restaurant use and includes a 245-foot drive-through lane to accommodate stacking for 12 vehicles. As proposed, the drive-through lane complies with Section 14.16.110 (Drive-through Facilities) of the San Rafael Municipal Code.

Table 2: Phase 1 (2025) Commercial Space

Space	Floor Plans	Category	Existing (sq ft)	Demolish ed (sq ft)	Existing to Remain (sq ft)	New (sq ft)	Total (sq ft)
Sears	--	Full Demolition	134,976	134,976	--	--	--
HomeGoods	--	Full Demolition	29,538	29,538	--	--	--
Mall ¹	RT-16	Partial Demolition	199,792	144,432	55,360	--	55,360
Macy's	--	Preserved	254,015	--	254,015	--	254,015
Major 1	RT-8	Preserved	79,051	--	79,051	--	79,051
Rite Aid	--	Preserved	17,340	--	17,340	--	17,340
Shops 1	RT-13	Preserved	6,795	--	6,795	--	6,795
Cinema	RT-2	Preserved/New	45,000	--	45,000	20,000	65,000
Ounces	--	New	--	--	--	480	480
Shops 3	RT-2	New	--	--	--	5,000	5,000
Shops 4	RE-50	New	--	--	--	6,200	6,200
Pad 1	RT-22	New	--	--	--	8,400	8,400
Pad 2	RT-26	New	--	--	--	4,300	4,300
Total			766,507	308,946	457,561	44,380	501,941

¹ Includes Major 2, Shops 2, 2A, Restaurant, Police, Management.

Figure 1: Phase 1 (2025) Demolition Plan²



Applicants also propose Phase 1 include the construction of 864 residential units inclusive of 87 low-income units, to comply with the city's inclusionary housing requirements. As proposed, each building will individually contain 10% of the total units as affordable to low-income households. Townhome units will all be for-sale and all apartment units will be available for rent. For sale and rental units set aside for low-income households will be deed restricted in perpetuity. Townhome units will be subject to a below market rate agreement addressing for-sale units and apartment units will be subject to and a rental housing agreement. An overview of each residential parcel in Phase 1 is included in Table 3. Floor plan reference sheets contained in Exhibit 3 are also provided, which show the specific location and unit mix of proposed low-income units.

Table 3: Phase 1 (2025) Residential Buildings

	Housing Type	Units	Low-Income Units	Unit Sizes (square feet)	Floor Plans
Residential 1	For-sale Townhomes	<u>38 Total Units:</u> 6 one-bed 18 two-bed 8 three-bed 6 four-bed	<u>4 Low-Income</u> 1 one-bed 1 two-bed 1 three-bed 1 four-bed	1 bed: 470 2 bed: 1,503 – 1,575 3 bed: 1,441 – 2,019 4 bed: 2,107 – 2,124	RE-3 to RE-5
Residential 2	For-sale Townhomes	<u>100 Total Units</u> 10 one-bed 40 two-bed 30 three-bed 20 four-bed	<u>10 Low-Income</u> 1 one-bed 4 two-bed 3 three-bed 2 four-bed	1 bed: 470 2 bed: 1,503 – 1,575 3 bed: 1,441 – 2,019 4 bed: 2,107 – 2,124	RE-15 to RE-17

² Northgate Town Square Redevelopment Plan, prepared by Field Paoli Architects, Studio T Square, June 4, 2024, Sheet SD-3

	Housing Type	Units	Low-Income Units	Unit Sizes (square feet)	Floor Plans
Residential 3	For-sale Apartments	280 Total Units 63 studio 164 one-bed 53 two-bed	28 Low-Income 6 studio 17 one-bed 5 two-bed	Studio: 620 1 bed: 680 – 1,315 2 bed: 1,130 – 1,655	RE-32 to RE-38
Residential 4	Rental Apartments	446 Total Units 41 studio 310 one-bed 95 two-bed	45 Low-Income 4 studio 32 one-bed 9 two-bed	Studio: 620 1 bed: 680 – 1,415 2 bed: 908 – 1,970	RE-48 to RE-56
Total		864	87		--

Figure 2: Phase 1 (2025) Development Plan³



Phase 2 of the project includes demolition of additional commercial structures and construction of new commercial and residential buildings. Most site improvements implemented in Phase 1, such as bicycle and pedestrian facilities and vehicular circulation will remain the same. Figure 3: Phase 2 (2040) Demolition Plan and Figure 4: Phase 2 (2040) Development Plan depict the overall Phase 2 demolition and development.

Commercial uses in Phase 2 are provided in Table 4, including reference to floor plan sheets contained in Exhibit 2 (Retail Architecture Plans). Phase 2 of the project includes demolition of an additional 330,000 square feet of commercial space, largely based on proposed demolition of Macy's and Major 1 (Kohls). Phase 2 includes preservation of approximately 162,000 square feet of existing commercial space, inclusive of existing and new Phase 1 commercial space, and construction of approximately 57,300 square feet of new commercial space. At buildout, the

³ Northgate Town Square Redevelopment Plan, prepared by Field Paoli Architects, Studio T Square, June 4, 2024, Sheets SD-8, RT-1, L-3, L-4

project includes operation of 219,380 square feet of commercial space which is a reduction of approximately 282,651 square feet from Phase 1 and approximately 35% of existing commercial space in the current Northgate Mall.

New commercial spaces in Phase 2 include two new major retailers (Major 3 and Major 4), space for two smaller retailers (Shops 5 and 6), and space for three new restaurant uses (Pads 3, 4, and 5). Pad 4 is intended to accommodate a drive-through restaurant use.

Table 4: Phase 2/Buildout (2040) Commercial Space

Space	Floor Plans	Category	Existing (sq ft)	Demolish ed (sq ft)	Existing to Remain (sq ft)	New (sq ft)	Total (sq ft)
Macy's	--	Full Demolition	254,015	254,015	--	--	--
Major 1	--	Full Demolition	79,051	79,051	--	--	--
Shops 1	--	Full Demolition	6,795	6,795	--	--	--
Mall ⁴	RT-16	Preserved (Pre-existing)	55,360	--	55,360	--	55,360
Rite Aid	--	Preserved (Pre-existing)	17,340	--	17,340	--	17,340
Cinema	RT-2	Preserved (Phase 1)	65,000	--	65,000	--	65,000
Ounces	--	Preserved (Phase 1)	480	--	480	--	480
Shops 3	RT-2	Preserved (Phase 1)	5,000	--	5,000	--	5,000
Shops 4	RE-50	Preserved (Phase 1)	6,200	--	6,200	--	6,200
Pad 1	RT-22	Preserved (Phase 1)	8,400	--	8,400	--	8,400
Pad 2	RT-26	Preserved (Phase 1)	4,300	--	4,300	--	4,300
Major 3	RE-70	New	--	--	--	10,000	10,000
Major 4	RE-88	New	--	--	--	25,000	25,000
Shops 5	RE-70	New	--	--	--	3,500	3,500
Shops 6	RE-88	New	--	--	--	5,000	5,000
Pad 3	RT-40	New	--	--	--	5,000	5,000
Pad 4	RT-43	New	--	--	--	3,800	3,800
Pad 5	RT-46	New	--	--	--	5,000	5,000
Total			501,941	339,861	162,080	57,300	219,380

⁴ Includes Major 2, Shops 2, 2A, Restaurant, Police, Management.

Figure 3: Phase 2 (2040) Demolition Plan



Applicant's proposed Phase 2 of the project includes construction of an additional 558 residential units inclusive of 56 low-income units. As with Phase 1, residential buildings constructed in Phase 2 are proposed to incorporate the required 10% inclusionary housing for low-income households within each residential building. An overview of additional residential development in Phase 2, as well as total residential units at project buildout (1,422 total units, inclusive of 143 low-income units) is included in Table 5. The table below also includes floor plan reference sheets contained in Exhibit 3 (Residential Architecture Plans).

Table 5: Phase 2/Buildout (2040) Residential Buildings

	Housing Type	Units	Low-Income Units	Unit Sizes (square feet)	Floor Plans
Residential 1	Townhomes	38 Total Units: 6 one-bed 18 two-bed 8 three-bed 6 four-bed	4 Low-Income 1 one-bed 1 two-bed 1 three-bed 1 four-bed	1 bed: 470 2 bed: 1,503 – 1,575 3 bed: 1,441 – 2,019 4 bed: 2,107 – 2,124	RE-3 to RE-5
Residential 2	Townhomes	100 Total Units 10 one-bed 40 two-bed 30 three-bed 20 four-bed	10 Low-Income 1 one-bed 4 two-bed 3 three-bed 2 four-bed	1 bed: 470 2 bed: 1,503 – 1,575 3 bed: 1,441 – 2,019 4 bed: 2,107 – 2,124	RE-15 to RE-17
Residential 3	Apartments	280 Total Units 63 studio 164 one-bed 53 two-bed	28 Low-Income 6 studio 17 one-bed 5 two-bed	Studio: 620 1 bed: 680 – 1,315 2 bed: 1,130 – 1,655	RE-32 to RE-38

	Housing Type	Units	Low-Income Units	Unit Sizes (square feet)	Floor Plans
Residential 4	Apartments	446 Total Units 41 studio 310 one-bed 95 two-bed	45 Low-Income 4 studio 32 one-bed 9 two-bed	Studio: 620 1 bed: 680 – 1,415 2 bed: 908 – 1,970	RE-48 to RE-56
Phase 1 (2025) Total		864	87		--
Residential 5	Apartments	309 Total Units 52 studio 190 one-bed 67 two-bed	31 Low-Income 5 studio 19 one-bed 7 two-bed	Studio: 620 1 bed: 680 – 830 2 bed: 1,130 – 1,150	RE-3 to RE-5
Residential 6	Apartments	249 Total Units 36 studio 160 one-bed 53 two-bed	25 Low-Income 4 studio 16 one-bed 5 two-bed	Studio: 620 1 bed: 680 – 830 2 bed: 1,130 – 1,150	RE-15 to RE-17
Phase 2 (2040) Total		558	56		--
Buildout Total		1,422	143		--

Figure 4: Phase 2 (2040) Development Plan



Comments and Revisions

One of the most significant revisions to the overall project layout in the June 2024 submittal is the removal of the EAH affordable housing component on Residential 1 and the associated addition of 38 townhomes. This modification changed both the overall affordable housing programming as discussed below, but also resulted in a reduction in massing on Residential 1. These modifications were selected by the project applicant as an alternative approach to meeting the City's inclusionary housing requirements. Additionally, the applicant determined that the modifications would help address complexities associated with timing for project implementation. The elimination of the five story EAH building on Residential 1 also helped to address general

feedback concerned with the overall massing of the project, especially in relation to neighboring lower density residential uses.

Figure 5: Residential 1 Site Plan (Original and Revised)

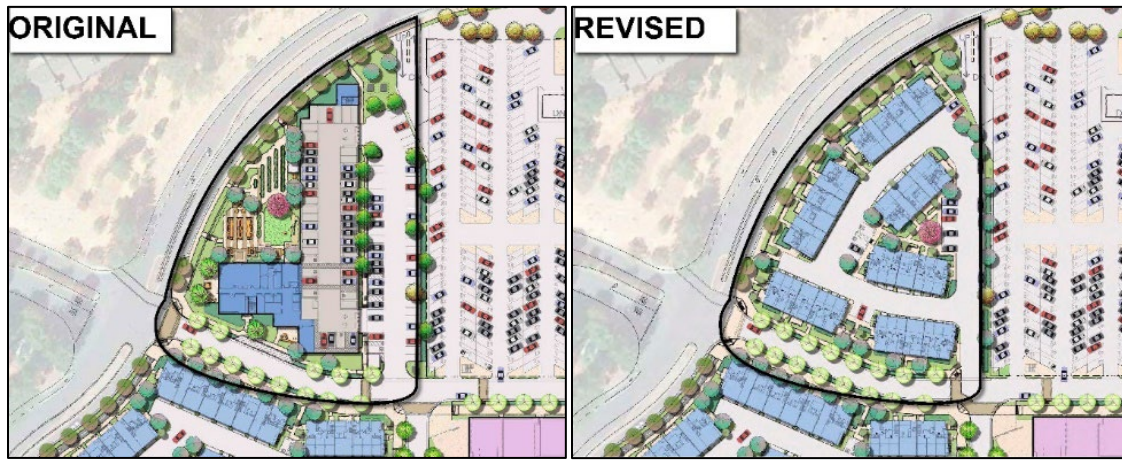


Figure 6: Residential 1 Rendering (Original and Revised)



Another significant change in the revised project related to the overall programming of the site is modification to the Town Square which is discussed in greater detail in the Open Space and Landscaping section below.

Consistency

The overall uses and programming of the Northgate Town Square project is consistent with General Plan Policy NH-4.2 which calls for strengthening the role of the North San Rafael Town Center through revitalization of the Northgate Mall property and including a distinctive and vibrant mix of uses, allowance of residential housing, and providing additional outdoor public places that support public gatherings.

Inclusionary Housing

Description

The proposed project includes the provision of onsite inclusionary housing equally distributed on each of the six residential parcels. All of the below market rate (BMR) units will be affordable to lower income households and will generally match the size and bedroom count of the market rate units on each parcel, as shown in Table 5 above.

Comments and Revisions

The proposal for providing inclusionary housing as part of the revised project is a significant change from the previous proposal which had concentrated the required 10% low-income units as part of Phase 1 (96 units) into a single multi-family apartment building on Residential 1, to be built and operated by EAH.

Though not considered consensus items, comments from some members of both the Planning Commission and DRB expressed concern that the EAH building was not of similar design or quality as other residential buildings and that the approach did not appropriately distribute affordable housing throughout the site consistent with the City's requirements. Additionally, there were comments both from Planning Commission and DRB members and members of the public opposing the clustered approach to the provision of affordable housing within the project based on the City requirements to evenly distribute BMR units within a project, consistent with affordable housing guidelines adopted by the City Council through Resolution 14890 (Guidelines for the Administration of the Affordable Housing Requirement Program), on February 16, 2021 (the "Affordable Housing Guidelines"). Ultimately, the applicant elected to modify Residential 1 from apartments to townhomes, and to distribute inclusionary housing units across all residential buildings.

The applicant modified the proposal in the revised project to eliminate the EAH building on Residential 1, replacing the 96-unit apartment building with 38 three story townhomes that together with Residential 2 provide a total of 138 for-sale townhome units. To maintain the 1,422 units in the overall project, an additional 58 apartment units have been incorporated into the revised Residential 5. This modification resulted in architectural modification to Residential 5 to including an increase in building height from 5-stories to 6 stories.

Figure 7: Residential 5 (Original and Revised)



Consistency

The revised project is consistent with the City's Affordable Housing Guidelines which require that residential development projects between two and 15 units meet the specified Primary and Secondary requirements. The Primary Requirement requires projects of greater than 15 units to make 5% of the proposed units (excluding density bonus units) affordable to and occupied by a low-income household. The Secondary Requirement may be satisfied through construction of additional on-site affordable housing units (5% for low income), payment of in-lieu fees for residential development, construction of off-site affordable housing, or through donation of land to the City. The Northgate Town Square Project meets these requirements by proposing to provide 10% (143 units) of the residential units on site as affordable to low-income households, thereby complying with the 5% on-site Primary Requirement, and 5% on-site Secondary Requirement. This means that the affordable units must be sold or rented to households earning 50-80% of the Area Medium Income (AMI) in Marin County. Currently, AMI in Marin County is \$186,000/per household per year. Households in Marin qualify as low income if the household earns between \$109,700 and \$206,800 annually, depending upon the size of the household (\$109,700 for a one-person household, and up to \$206,800 for an eight-person household.).

Consistent with the City's Affordable Housing Guidelines, all the low-income units must be dispersed through the project and represent a similar mix of type to that of the residential development of the project as a whole, including the same or substantially similar mix of unit size (number of bedrooms and square footage) and compatible in terms of design, materials, and amenities as the market rate units. The affordable units shall be constructed prior to or concurrent with the construction of the market rate units on each of the residential parcels. The proposed below market rate units include for 14 for-sale units as part of the townhome portion of the project on Residential 1 and 2 and 129 rental units as part of the multi-family portion of the project on Residential 3, 4, 5, and 6.

Pursuant to Subsection E (Initial Occupancy, Control of Resale and Continued Affordability of Affordable Housing Units in Residential Development Projects) of the City's Affordable Housing Guidelines, the affordable units must be deed restricted so that they cannot be sold or rented to a household that does not qualify as a low income household, in perpetuity, except that the City Council in its sole discretion may reduce the affordability timeframe to not less than 40 years if it makes a finding of financial need or infeasibility. There is no additional affordable housing requirement for the commercial portion of the Northgate Town Center project based on SRMC Section 14.16.030.D.1.c. which exempts a mixed-use project when the affordable units provided for the residential component exceeds the housing requirement for the commercial based on the formula provided. In other words, the applicant can satisfy its affordable housing requirements for the project as a whole through the proposed provision of inclusionary units and need not contribute any fees or additional affordable housing units as a part of the commercial portion of the project.

Density Bonus

Description

The project qualifies for a 20% density bonus, one incentive/concession, and unlimited waivers under the State Density Bonus Laws (SDBL, or Government Code section 65915 *et seq.*) based on the provision of 10% of the residential units as affordable to low-income households. The application does not request to use the density bonus. The proposed density is consistent with Community Commercial Mixed Use land use designation for the site (which allows for 21.8 to 43.6 dwelling units/net acre). The project proposes an overall residential density of 32 units per acre.

The project includes a request to use the incentive/concession to increase the maximum building height across the site, including structures in Phase 1 and Phase 2 to a maximum height of 78 feet as shown in project plans. An additional 12 feet for projections for non-habitable space would allow for further increase of the building height to allow for the provision of private recreational amenities, utilities, mechanical appurtenances, etc. as allowed as part of SRMC Section 14.16.120 (Exclusions to the maximum height requirement).

Comments and Revisions

Although there was feedback about the overall height and massing of the project, incentive/concession for a height increase is consistent with the provisions of the SDBL. Also of note, as part of previous revisions to the project and in direct response to public concern about massing along Northgate Drive and in proximity to existing low density housing, the applicant reduced building height along Northgate Drive (townhomes) and increased building heights at the interior of the site to minimize impacts to existing residential structures.

There were no changes specific to the Density Bonus application as part of the revised project.

Consistency

The SDBL provides for incentives/concessions to building standards to facilitate the provision of affordable housing in developments. The SDBL defines incentives/concessions as:

- A reduction in site development standards or a modification of zoning code or architectural design requirements, such as a reduction in setback or minimum square footage requirements; or
- Approval of mixed use zoning; or
- Other regulatory incentives or concessions which actually result in identifiable and actual cost reductions.

The intent of concessions and incentives is to lower the cost of the construction of housing in order to provide for the affordable housing. The number of incentives/concessions to which an applicant is entitled is based on the percentage of affordable units in the project. Because the applicant proposes 10% low-income units, the applicant is entitled to one incentive/concession. The applicant intends to use this incentive/concession to increase the allowable height on the project site. Pursuant to Figure 3-3 (Height Limits) of the San Rafael General Plan 2040, the current allowable height is 36 feet, and the applicant seeks to utilize its incentive/concession to modify this height limit to 78 feet.

The applicant has requested the incentive/concession to building height to apply across the site and not only to residential buildings. This provides the applicant with flexibility should the project design change, thereby allowing the incentive/concession to apply to another building or area on

the site. However, the application of this concession does not exempt the applicant from compliance with their approved Environmental and Design Review Permit or to seek additional future discretionary review should there be a desire to substantially change the approved design of the project. Table 6 below summarizes the height of all buildings proposed by the project.

Table 6: Building Height Summary

Lot	Building	Height	Notes
Lot 1	Town Square Pavilion	45' 3"	-
Lot 2	Residential 1	35' 0"	-
Lot 3	Residential 2	35' 0"	-
Lot 4	Residential 3	62' 0"	67' 6" measured to parapet
Lot 5	Residential 4	72' 0"	77' 6" measured to parapet
Lot 6	Shops 4	-	Ground floor of Residential 4 mixed-use bldg.
Lot 7	Rite Aid	-	No change, existing building
Lot 8	Pad 2	20' 4"	27' 4" measured to tower
Lot 9	Pad 1	28' 3"	36' 10" measured to tower
Lot 10	Pad 4	25' 0"	-
Lot 11	Pad 3	30' 6"	Measured to roof pitch
Lot 12	Pad 5	24' 6"	-
Lot 13	Residential 5	62' 0"	67' 6" measured to parapet
Lot 14	Major 3	-	Ground floor of Residential 5 mixed-use bldg.
Lot 15	Shops 5	-	Ground floor of Residential 5 mixed-use bldg.
Lot 16	Residential 6	72' 0"	77' 6" measured to parapet
Lot 17	Major 1 (2025)	46' 5"	-
	Shops 1 (2025)	34' 6"	-
	Major 4 (2040)	-	Ground floor of Residential 6 mixed-use bldg.
Lot 18	Shops 6	-	Ground floor of Residential 6 mixed-use bldg.
Lot 19	Parking Garage	27' 0"	40' 0" measured to tower
Lot 20	Surface Parking Lot	-	-
Lot 21	Major 2	39' 7"	-
	Shops 2/2A/Restaurant	41' 6"	-
Lot 22	Surface Parking Lot	-	-
Lot 23	Cinema	46' 8"	-
Lot 24	Shops 3	33' 0"	-

Private Open Space and Landscaping

Description

The project includes provision of two types of open space, including privately owned, publicly accessible open space (this largely includes the Town Square as discussed in more detail below) and private open space as part of each residential parcel. Additionally, the project includes landscaped areas and plantings throughout the project that have been designed with different objectives of providing gathering spaces, increasing shade, providing screening, etc.

Phase 1 includes a total of approximately 78,000 square feet of privately owned publicly accessible open space (town square, bike hub, seating areas and plaza), 143,000 square feet of private open space in the residential parcels (pools, BBQ areas, private patios, etc.), and about 304,000 square feet of landscaping/planting areas.

Phase 2 will result in a net increase of 98,305 square feet of private open space associated with the construction of Residential 5 and 6. Minor increase in planting area throughout the site result in approximately 325,000 square feet of landscaping/planting areas overall at the build out of Phase 2. No additional privately owned publicly accessible open space is proposed as part of Phase 2. Usable open space and landscaping are further discussed below and Table 7: Open Space Calculations (Phase 1 and Phase 2) includes a breakdown of proposed open space areas.

The private open space as part of the residential components of the project is for the exclusive use by residents of each residential parcel and includes common indoor and outdoor areas as well as private areas such as balconies and patios. Because it is anticipated that each residential parcel will be owned by a separate entity, there is no shared use agreement planned for tenants of the different residential buildings. Under the current zoning of General Commercial there is no requirement for private open space. However, with the adoption of the Northgate PD, a minimum requirement of 150 square feet of private open space per residential unit has been added to be consistent with other high density residential districts in the City (HR1.5 and HR1.8). Common indoor and outdoor usable open space includes a variety of amenities such as lawn and other lounge areas, swimming pools, BBQ and outdoor kitchens, gaming areas, clubhouses, courtyards, roof decks, clubrooms, co-working spaces, and fitness areas. Private open space includes outdoor patios and balconies.

The revised project includes a 56,975 square foot Town Square located in approximately the center of the site and to be constructed as part of Phase 1 of the overall project. This amenity is proposed as privately owned, publicly accessible open space that will be an amenity for new residential users, commercial patrons, and the general public. The Town Square contains a variety of amenities including a fenced dog park, playground, seating areas, natural turf lawn, stage, and fountains. Public access to the Town Square will be provided through recordation of public access, use and maintenance agreement. A condition of approval will be included in the entitlement package to require installation of the amenities identified on Sheets L-19 and L-20 of Exhibit 4 (Landscape Plans) as well as minimum standards for annual event programming in the Town Square.

Adjacent to the Town Square located in front of the cinema building is an approximately 10,000 square foot bike hub plaza that includes a bike fix it hub, seating areas, and shade structures. Retractable bollards are proposed between the Town Square and the bike hub to allow for closure of the area to vehicular traffic during special events.

Landscaping includes a variety of trees, shrubs, grasses, groundcovers, and stormwater treatment species. As proposed, Phase 1 includes planting of a total of 960 trees and Phase 2 includes planting of an additional 983 trees. A full list of species and overall planting plans are included on Sheet L-1 (Phase 1) and Sheet L-36 (Phase 2) of Exhibit 4 (Landscape Plans). Preliminary stormwater control plans are included on Sheet C-4.10 (Phase 1) and Sheet C-4.20 (Phase 2) of Exhibit 5 (Civil Plans).

Table 7: Open Space Calculations (Phase 1 and Phase 2)

Open Space Type	Area
Residential Usable Open Space – Phase 1	
<i>Residential 1 (Sheet RE-7)</i>	<i>7,314</i>
<i>Residential 2 (Sheet RE-19)</i>	<i>22,303</i>
<i>Residential 3 (Sheet RE-40)</i>	<i>42,979</i>
<i>Residential 4 (Sheet RE-58)</i>	<i>70,401</i>

Open Space Type	Area
Phase 1 Subtotal	142,997 square feet
Residential Usable Open Space – Phase 2	
<i>Residential 5 (Sheet RE-77)</i>	54,688
<i>Residential 6 (Sheet RE-96)</i>	43,617
Phase 2 Subtotal	98,305 square feet
Total Residential Usable Open Space at Buildout	241,302 square feet
Publicly Accessible Open Space – Phase 1 & 2⁵	
<i>Town Square (Sheet L-2)</i>	56,975
<i>Bike Hub Plaza (Sheet L-2)</i>	9,604
<i>Restaurant Entry Plaza (Sheet L-2)</i>	8,984
<i>Corner Monument Rest Stop (Sheet L-2)</i>	2,093
<i>Corner Monument Rest Stop (Sheet L-2)</i>	508
<i>Other⁶</i>	9,676
Total Common Open Space at Buildout	87,840 square feet
TOTAL USABLE OPEN SPACE AT BUILDOUT	329,142 square feet
Residential Landscape Areas – Phase 1	
<i>Residential 1 (Sheet L-10)</i>	18,133
<i>Residential 2 (Sheet L-12)</i>	35,532
<i>Residential 3 (Sheet L-14)</i>	25,451
<i>Residential 4 (Sheet L-21)</i>	45,368
Phase 1 Subtotal	124,484 square feet
Residential Landscape Areas – Phase 2	
<i>Residential 5 (Sheet L-52)</i>	39,008
<i>Residential 6 (Sheet L-45)</i>	18,844
Phase 2 Subtotal	57,452 square feet
Total Residential Landscape Areas at Buildout	181,936 square feet
Non-Residential Landscape Areas – Phase 1 & 2⁷	142,934 square feet
TOTAL LANDSCAPE AREAS AT BUILDOUT	324,870 square feet

Comments and Revisions

There were a number of comments from members of the public, DRB, and Planning Commission that were the focus of revisions to the Town Square. A common theme was the request for enlargement of this common amenity. Additional comments asked for inclusion of features for all

5 Common Usable Open Space was calculated by taking the sum of the known residential usable open space values for both phases (241,302 sf) and subtracting this from the total usable open space area listed on Sheet SD-14 of Exhibit 9 (329,142 sf).

6 Other was calculated by adding the sum of the known values for the Town Square, Bike Hub Plaza, Restaurant Entry Plaza, and the Corner Monument Rest Stops (78,164 sf) with the sum of the known values of residential usable open space (241,302 sf), and subtracting the total of that value from the known value of usable open space (329,142).

7 Non-residential landscape areas were calculated by taking the sum of the known residential landscape areas (181,936 sf) and subtracting this value from the total landscape area listed on Sheet SD-14 of Exhibit 9 (324,870 sf).

ages; including young children, consideration for elimination of the dog park, elimination of faux grass and rocks from the design approach, and reduction in the amount of parking surrounding the Town Square.

The revised project increased the size of the Town Square from 48,075 square feet to 56,975 square feet by incorporating a row of parking to the west of the Town Square. The applicant has committed to use of natural grass and eliminated the seating boulders in the lawn area to allow for more flexible use of the lawn area for activities. The dog park was relocated within the Town Square away from the children's play area but remains in the project based on market demands for the residential uses being introduced on the site. Modifications to landscaping in the Town Square better utilizes specimen trees for shading and interest.

Figure 8: Town Square (Original and Revised)

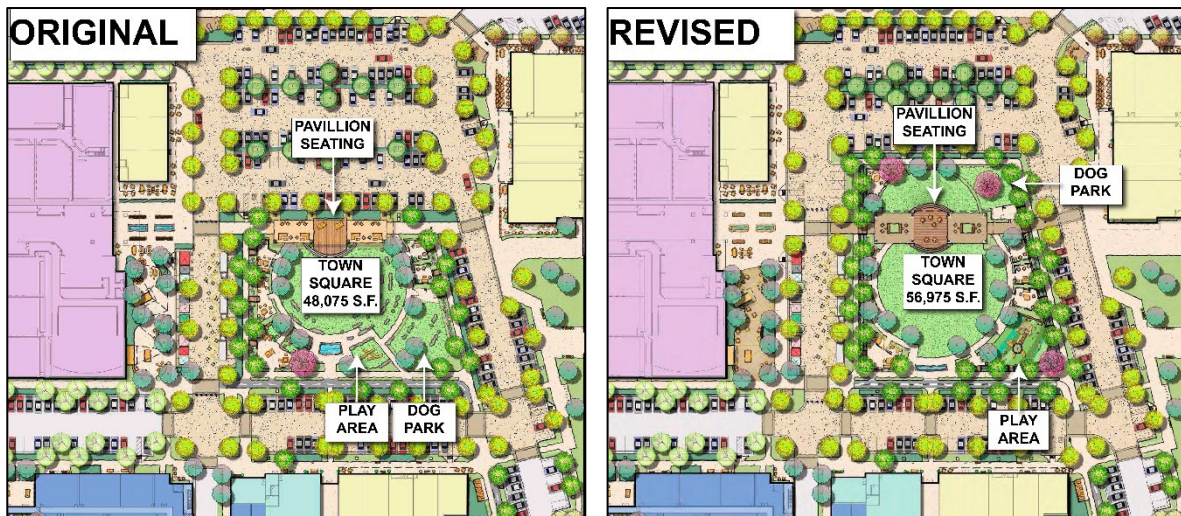
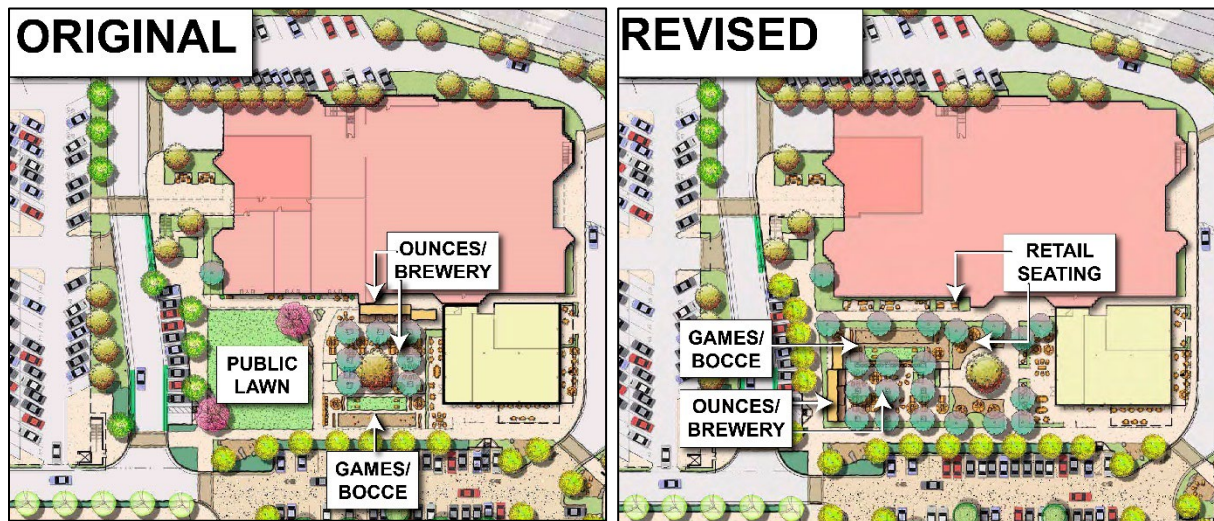


Figure 9: Town Square Pavilion and Dog Park



The revised project eliminated the smaller private publicly accessible open space area next to Kohl's that in the previous version of the project was proposed to be installed as part of Phase 1 and later removed as part of Phase 2 with the development of Residential 6. The approximately 20,000 square foot "public lawn" shown in the original site plan below is now part of a plaza associated with the Ounces brewery and includes space primarily for customers of the proposed brewery. There are also some amenities and retail seating for general users of the site. Under Phase 2, these amenities will be removed for development of Residential 6.

Figure 9: Ounces Public Lawn (Original and Revised)



Consistency

While the current General Commercial zoning district does not require minimum private open space standards for residential uses, PD zoning requires any residential development to provide "adequate open space" where applicable (SRMC Section 14.07.090) (separate from any park dedications or in-lieu fees). The same requirement applies for nonresidential uses (SRMC Section 14.07.090). The applicant has proposed a minimum standard of 150 square feet of private open space per residential unit in the PD zoning regulations, consistent with other high-density zone private open space requirements. As part of the overall Development Plan, the project also includes construction and ongoing operation of privately owned, publicly accessible open space. Any future modifications to the PD Zoning and Development Plan, including any modifications that would, reduce, eliminate, or otherwise substantially alter the privately owned, publicly accessible open space, would require subsequent review, consistent with the requirements of SRMC Section 14.07.150 (Amendments to PD Zoning and Development Plans — New Application). As proposed, the project is consistent with this requirement.

There is no applicable requirement for public open space for the project in the San Rafael Municipal Code. The proposed project includes privately owned, publicly accessible open space as part of the project as well as options for additional public amenities such as a community room, library satellite branch location, and public restrooms, all located on the ground floor level of Residential Parcel 4, facing the Town Square. In that there is no code requirement, and that the applicant has increased the size and amenities in the Town Square as part of the recent revised project submittal, the project is responsive to public input and exceeds open space requirements. All of these amenities are to be constructed as part of Phase 1 of the project and will be conditioned as such.

In addition to the Town Square, Phase 1 also includes installation of bicycle and pedestrian paths throughout the site and “rest stops” adjacent to Residential 4 (508 square feet) and Pad 1 (2,093 square feet) with pet waste stations, bike racks, drinking fountains, water filling stations, and benches. There is also an approximately 9,000 square foot public entry plaza proposed at the front of the restaurant pad adjacent to Major 2 with an outdoor lounge and seating areas. All of these amenities will remain as publicly available open space areas under Phase 2 of the project.

Access and Circulation

Description

The overall access and circulation of the project and specifically the incorporation of bike and pedestrian connectivity in and through the site is intended to encourage residents, commercial, and recreation users of the site to utilize alternative modes of transportation. The bike and pedestrian connectivity has been revised significantly through the project’s review process and in response to comments received from DRB, Planning Commission, organizational stakeholders, and members of the public.

The majority of access and circulation improvements are proposed as part of Phase 1 as described in detail below.

Vehicular access to and from the site is provided at the locations shown in Figure 2: Phase 1 (2025) Development Plan and Figure 4: Phase 2 (2040) Development Plan. The numbering in red provided in these figures correspond with the following, starting at the northwest corner of the site and rotating clockwise:

1. Signalized intersection of Las Gallinas Ave/Del Presidio Blvd (inbound only)
2. Las Gallinas Ave Driveway 1 (between Rite Aid and Pad 2 surface parking area);
3. Las Gallinas Ave Driveway 2 (between Rite Aid and Macy’s surface parking area);
4. Signalized intersection of Las Gallinas Ave/Merrydale Rd;
5. Los Ranchitos Rd Driveway 1 (between Residential 4 and Residential 3)
6. Northgate Dr Driveway 1 (between Residential 3 and Residential 2)
7. Northgate Dr Driveway 2 (between Residential 2 and Residential 1)
8. Parking Structure Entrance (intersection of Northgate Dr/Thorndale Dr)
9. Northgate Dr Driveway 3 (between parking structure and Major 1)
10. Northgate Dr Driveway 4 (between Major 1 surface parking and Pad 1 surface parking)

The multi-modal site connectivity map at Sheet SD-5 in Exhibit 9 (Site Development Plan) shows bike and pedestrian connection to the site. Sheet L-3 and L-4 in Exhibit 4 (Landscape Plans) shows bike and pedestrian connectivity within the site, including a variety of different multi-modal paths and bike lanes. These are further enhanced with bike parking and storage and landscape design. Sheets L-38 and L-39 show some modifications to bike and pedestrian connectivity as part of Phase 2.

Transit access to and from the site is provided by Marin Transit, Golden Gate Transit, and Sonoma Marin Area Rail Transit (SMART). As shown in Figure 2, three existing bus stops are located along the eastern property frontage. The Civic Center SMART station is located at 3801 Civic Center Drive (Marin Civic Center Stop), approximately 0.3 miles east of the project site. Currently, pedestrians traveling between the project site and the station must either cross over the freeway to access the sidewalk along Civic Center Drive or walk in the roadway along Merrydale Road. A multi-use trail to close this gap is planned in the City’s Bicycle and Pedestrian Master Plan. The Merrydale Conceptual Design Informational Report was prepared by the City in April 2022 to address alternative designs, which generally include a 12-foot-wide shared-use trail along the north and east sides of Merrydale Road between Las Gallinas Avenue and the Sonoma-Marin

Area Rail Transit (SMART) station. Currently, the applicant is proposing a \$500,000 contribution to support trail enhancements. Additionally, the project proposes improvements including a bench and trash receptacle at the existing bus stop near the Rite Aide to enhance the existing bus stop.

Comments and Revisions

At the last DRB meeting in September 2023 there were several comments acknowledging and commending the applicant on changes that had been made to enhance the multi-modal connectivity of the project. No specific comments from the DRB focused on the multi-modal aspects or vehicular circulation of the site with the exception of parking reduction suggestions in order increase the size of the town square and to increase the use of alternative transportation to the site, both of which are discussed more below under the parking discussion.

Consistency

The San Rafael General Plan's mobility element includes policy language about maximizing the benefits of the SMART train service (Policy M-4.3), encouraging walking and biking for short trips (Policy M-6.1), developing pedestrian and bicycle networks that connect residents to major activity and shopping centers (Policy M-6.3), and encouraging high density employment and residential uses near transit hubs (Policy M-3.8). The Northgate Town Center is consistent with this policy direction in building a dense mixed-use redevelopment in proximity to the Civic Center SMART station and supporting future City plans to enhance the Merrydale connection from the site to the SMART station. Additionally, the project has incorporated a robust multi-modal connectivity plan to ensure safe access to, around, and through the project site to encourage walking and biking.

As such, in addition to the standard traffic studies for vehicular access, vehicle miles traveled and level of service, the project has been revised and improved to incorporate opportunities for multi-modal connection, consistent with the General Plan.

Parking

Description

The Northgate Town Square Project incorporates onsite parking for the project as a whole utilizing surface parking and parking structures as well as short and long term bicycle parking. Table 8 and Table 9 below summarize the number of parking spaces for each phase of development, divided between commercial and residential uses, and including electric vehicle (EV) facilities and infrastructure.

The existing parking structure serving commercial uses will remain with some design enhancement and the addition of solar to help power onsite lighting. Additional commercial parking will be provided as surface parking along the interior roadways and around the perimeter of the Town Square. Parking for the new residential uses will be provided in internal multi-story parking structures for the rental units and in individual garages and surface parking for the ownership (townhome) units.

Table 8 and Table 9 below shows provision of electrical vehicle (EV) chargers as well as spaces that are EV Ready. The provision of EV parking within changed commercial parking areas on site is compliant with Tier 2 thresholds adopted by the Bay Area Air Quality Management District (BAAQMD) and as referenced in the FEIR.

Bike parking is provided with clusters of bike racks distributed throughout the site, including at the common bike hub next to the Town Center. No long term covered bike parking is provided for

commercial tenants or users. At least one bike room is incorporated into the ground floor of each multi-family building providing secure parking for tenants.

Table 8: Commercial Parking Supply

Phase	VEHICLE PARKING						BICYCLE PARKING	
	Total	EV Charger	EV Ready	Clean Air Vehicle	ADA Spaces	Compact Spaces	Short Term	Long Term
2025	1,841	201	67	223	56	22	102	96
2040	1,301	276	92	306	61	33	72	96
Net Change	-540	+75	+25	+83	+5	+11	-30	0

Table 9: Residential Parking Supply

Residential Area	VEHICLE PARKING				BICYCLE PARKING	
	Total	EV Charger	EV Ready	ADA Spaces	Short Term	Long Term
Phase 1 (2025) Residential Parking Supply						
Residential 1	81	4	19	5	8	--1
Residential 2	215	7	38	5	12	--1
Residential 3	471	71	400	21	24	288 ²
Residential 4	845	127	718	32	44	476 ³
2025 Total	1,612	209	1,175	63	138	764
Phase 2 (2040) Residential Parking Supply						
Residential 5	535	95	440	19	28	316 ⁴
Residential 6	439 ⁵	66	373	12 ⁶	22	276 ⁷
2040 Total	974	161	813	31	50	592
2025/2040 Total	2,586	370	1,988	94	188	1,356
Notes: Phase 1 (2025) 1 Long-term bicycle parking for Residential 1 and Residential 2 are provided within individual garages and are not included in the overall calculations. 2 Provided within two bike rooms (see Sheet RE-33 of Exhibit 3) 3 Provided within two bike rooms (see Sheet RE-50 of Exhibit 3) Phase 2 (2040) 4 Provided within two bike rooms (see Sheet RE-70 of Exhibit 3) 5 120 assigned residential stalls within adjacent parking structure 6 3 ADA assigned residential stalls within adjacent parking structure 7 Provided within one bike room (see Sheet RE-88 of Exhibit 3)						

Comments and Revisions

Reduction in parking was another theme of the comments received from both members of the public and the DRB. The comments focused on the viability of the redevelopment project as a transit oriented development when an excess of vehicular parking was readily available as well as the suggestion that reduced parking would allow increase in publicly accessible open space and other amenities.

The revised plans did not specifically alter the proposed parking other than the elimination of a single row of parking to the west of the Town Square to facilitate the expansion of the footprint of the Town Square itself. However, as part of the environmental review process, the amount of EV chargers and EV ready spaces was increased to meet the Tier 2 thresholds recommended by BAAQMD.

Consistency

Proposed parking in both Phase 1 and Phase 2 meets the City's standard parking requirements for both commercial and residential uses. However, as explained above, based on the project site's location within one half mile of the SMART station, no onsite parking can be required by the City consistent with AB 2097.

The City does not have adopted parking maximums and therefore cannot require the applicant to reduce onsite parking for the proposed project. The draft PD zoning regulations reference parking requirements outlined in the SRMC, notes that those parking requirements may be satisfied across the total site area of the PD and do not need to be satisfied on a lot-by-lot basis. Additionally, the draft PD regulations reference existing flexibility to reduce parking requirements consistent with SRMC Section 14.18.080 (Parking requirements for reciprocal uses with shared parking facilities) at the discretion of the Zoning Administrator. Consistent with state law and the desire to see reduced parking in future development in proximity to transit, the draft PD also references the flexibility to reduce or eliminate onsite parking pursuant to the allowance under AB 2097.

The provision of EV chargers and EV ready spaces encourages electric and other low carbon emission vehicles and enhances available infrastructure to support the transition to low carbon transportation, consistent with General Plan Policy M-3.6.

There are no bike parking standards for residential development currently required by SRMC Section 14.18.090 (Bicycle parking). All of the multi-family residential buildings have interior bike rooms to provide secure covered bike parking for tenants. No covered bike parking is provided in Residential 1 or Residential 2 for the 138 townhomes. Bike racks are provided throughout the proposed project to provide short term bike parking for both residential and nonresidential uses on the site. A bike parking requirement for residential units has been included in the draft PD regulations to memorialize the proposed bike facilities as part of the project.

Architecture

Commercial Architecture

Description

New and existing commercial buildings feature modern architectural design. Each building is varied in its form, colors, and materials and is appropriate for the types of commercial uses it is intended to accommodate (e.g. large- and small-scale retail, restaurants, etc.). Where commercial buildings have multiple tenant spaces, varied roof forms and alternating colors and materials are used to differentiate these spaces. The visual and spatial relationship of the multi-tenant commercial buildings create a strong sense of pedestrian entry by using ground-floor glazing, awnings, and varied application of horizontal and vertical elements to further differentiate commercial tenants, and effectively reduce the mass of the overall buildings. Single-tenant commercial buildings, including Pads 1 and 2 (Phase 1) and Pad 4 (Phase 2) feature decorative towers to create a sense of entry and visual interest as well as covered outdoor seating areas to create an activated storefront area. These single-tenant building are designed to create visual interest along each elevation through the use of varied colors and materials, building stepbacks, and alternating roof forms.

Colors and materials vary among commercial buildings. The overall aesthetic creates a cohesive design through use of primarily neutral tones, with some accent colors, as well as brick, stone, metal, and fiber cement façade materials which create various complimentary textures and add to the overall visual interest of each building.



Cinema Building

The cinema building is one of the larger commercial tenant spaces in the revised project, especially in Phase 2 when the existing Macy's and Kohls buildings would be demolished/modified. The cinema building also directly relates to the Town Square and adjacent bike hub at the center of the overall project and backs up to the townhome component on Residential 2.

The cinema building is enlarged from the existing by approximately 20,000 square feet as part of Phase 1 and has a maximum building height of 46'-8". Detailed plans for the Cinema Building can be found in Exhibit 3 (Residential Architecture Plans) at plan sheets as referenced below.

Cinema/Shops 3	RT-3	RT-4	RT-5, RT-6, RT-7
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Comments and Revisions

The cinema was one of the most discussed commercial buildings at the DRB meeting in September 2023. Specific feedback from the DRB included the suggestion to consider alternative design features on the east facing elevation as an alternative to the mountain relief and to consider

providing a landscaped green screen or other design solution to break up the rear façade of the cinema structure across from the town homes. In response to that feedback the revised project includes the following design modifications.

- Removal of the mountain relief feature on the east elevation
- Addition of a trellis and more robust tree planting along the east side of the building
- Addition of windows and sunshades on the south elevation, facing the townhomes
- Increased planting along the south elevation to further screen the elevation from the neighboring townhomes
- Increased landscaping along the west elevation to screen and provide relief from the large massing

These modifications are shown in the elevations in Figure 10 below and generally in the renderings in Figure 11.

Figure 10: Cinema Building (Original and Revised)

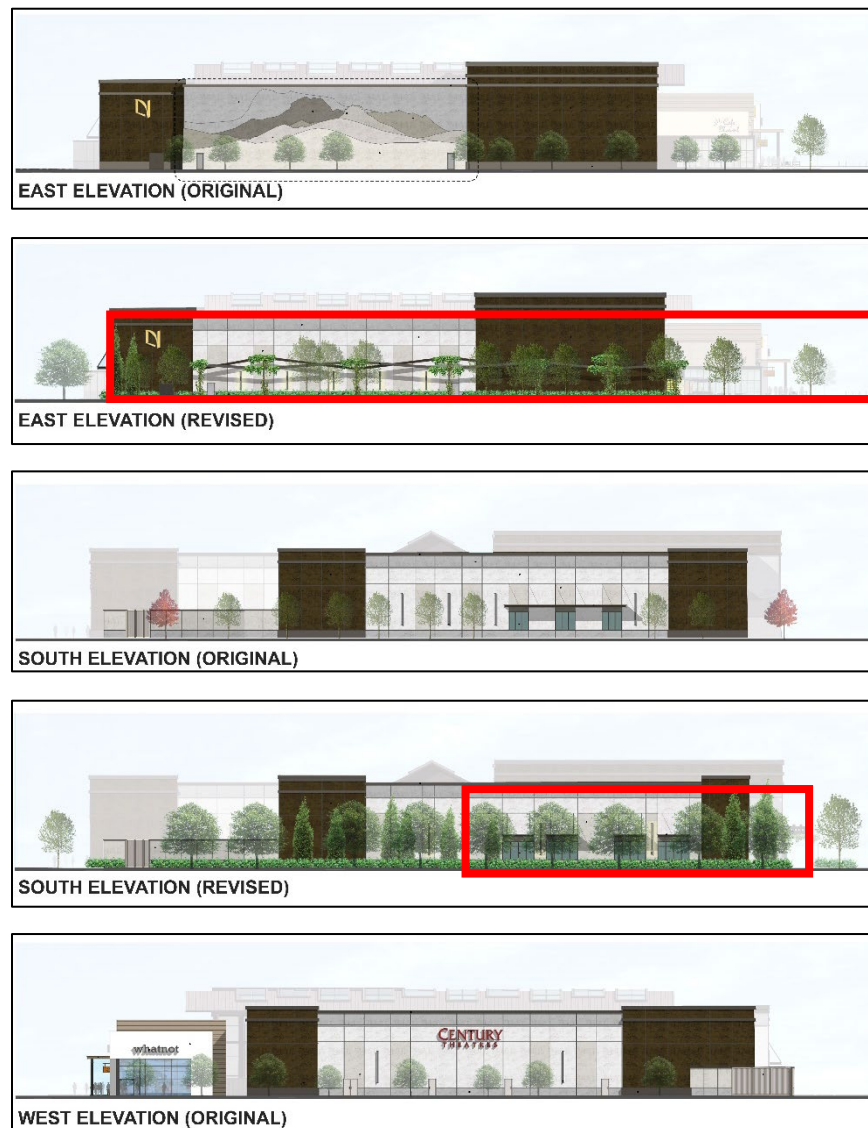




Figure 11: Cinema Rendering



Consistency

In general, commercial buildings are designed consistent with the San Rafael Design Guidelines for Nonresidential development related to building form, entryways, towers, awnings, colors, and materials. Similarly, commercial buildings meet the applicable design-related zoning criteria.

Residential Architecture

Description

Residential 1

As previously discussed regarding the inclusionary housing for the project, Residential 1 includes 38 three-story townhomes. The townhomes are arranged in six buildings each with 5 to 7 townhomes. The majority of the front entries to the townhomes are outward facing to roadways with rear access to tuck under garage parking. Eight surface parking spaces are provided for guest parking within the townhome cluster on Residential 1. Buildings 5 and 6 are arranged around a small common open space area and many of the townhomes have private patio space.

The townhomes range in size from 470 square foot one-bedroom units to approximately 2,100 square foot four-bedroom units. Ten percent of the units will be deed restricted for low-income households as discussed in more detail above and as conditioned to ensure that the 4 BMR units are appropriately located and sized to match the distribution of market rate units. Detailed plans for Residential 1 can be found in Exhibit 3 (Residential Architecture Plans) at plan sheets as referenced below.

	Building Type	Building Height	Roof Plan	Sections	Building Entry	Elevations	Perspectives
Residential 1	Townhomes	35 ft	RE-6	RE-8, RE-9	RE-10	RE-11, RE-12	RE-13

Residential 2

Residential 2 includes 100 three-story townhomes of the same design as Residential 1. The 100 townhome units are arranged in fifteen buildings each with 5 to 8 townhomes. Similar to Residential 1, front entries are outward facing with tuck under garage parking oriented toward the

rear of the buildings and away from public view. Forty (40) surface parking spaces are provided for guests and are dispersed throughout the interior portions of the lot. Two common outdoor areas are situated in the central portion of the site and the majority of units have private patio space.

Townhome sizes range from 470 square foot one-bedroom units to approximately 2,100 square foot four-bedroom units. Ten percent of the units will be deed restricted for low-income households as discussed in more detail above and as conditioned to ensure that the 10 BMR units are appropriately located and sized to match the distribution of market rate units. Detailed plans for Residential 2 can be found in Exhibit 3 (Residential Architecture Plans) at plan sheets as referenced below.

	Building Type	Building Height	Roof Plan	Sections	Building Entry	Elevations	Perspectives
Residential 2	Townhomes	35 ft	RE-18	RE-22, RE-23	RE-24	RE-25 to RE-28	RE-29, RE-30

Residential 3

Residential 3 includes 280 apartment units in a single, six-story (67.5 feet tall) building. The height of the building exceeds the maximum 36-foot height identified in the proposed PD which, as described above, is achieved through utilization of the incentive/concession available for the project under SDBL. Units range from 620 square foot studios to 1,655 square foot two-bedroom units. The building is designed to step down in height at its closest point to Northgate Drive (across which is an existing assisted living facility). As shown on Sheet RE-41 of Exhibit 3 (Residential Architecture Plans), at this location the building incorporates step backs between 32-feet and 42-feet (10-foot step back), between 42-feet and 52-feet (25-foot step back), and between 52-feet and 62-feet (45-foot step back). These step backs help to reduce the overall height and mass of the building in proximity to existing residential uses along Northgate. The southeast corner of the building where the apartment lobby is located provides additional architectural features to reduce the perceived building mass including a storefront awning at the ground level and a roof deck with trellis on the fourth floor.

In addition to the fourth-floor roof deck located at the southeast corner, Residential 3 includes two interior ground floor courtyards, a small ground floor outdoor area at the northwest corner of the building, and a sixth-floor roof deck. Parking is located on all levels (basement floor to sixth floor) and is accessed along the north and east sides of the building.

Ten percent of the units will be deed restricted for low-income households as discussed in more detail above and as conditioned to ensure that the 28 BMR units are appropriately located and sized to match the distribution of market rate units. Detailed plans for Residential 3 can be found in Exhibit 3 (Residential Architecture Plans) at plan sheets as referenced below.

	Building Type	Building Height⁸	Roof Plan	Sections	Building Entry	Elevations	Perspectives
Residential 3	Apartments	67.5 ft	RE-39	RE-41, RE-42	RE-43	RE-44, RE-45	RE-46

Residential 4

⁸ Density Bonus incentive/concession requested to increase the height limit for the entire site to 78 feet with an additional 12-foot projection for features such as elevator penthouses, etc.

Residential 4 includes 446 apartment units in a single, seven-story (77.5-foot tall) mixed-use building. The height of Residential 4 exceeds the 36-foot height maximum which, as described above, is achieved through utilization of the incentive/concession available for the project under SDBL. Units range from 620 square foot studios to 1,970 square foot two-bedroom units. The east elevation of the building (facing Las Gallinas Ave) incorporates architectural elements to create visual interest such as brick veneer on the first and second floors, third floor trellises, a vertical tower element with natural wood color fiber cement paneling, glass and metal balcony guardrails, and various roof forms between levels five and six, and levels six and seven. The ground floor of the west building elevation (facing the Town Square) contains three shopfronts, a pedestrian entry to the parking garage, a library and community center, the apartment lobby, leasing area, and a coworking space.

Common usable open space is provided on the ground floor along the length of the eastern side of the building, within an interior courtyard at the southern portion of the building, and a roof deck on the top floor. The building also contains a co-working space, clubroom, roof lounge, and community center. Parking is provided on all levels (two basement levels through level seven) and is accessed from an entry point along the west elevation.

Ten percent of the units will be deed restricted for low-income households as discussed in more detail above and as conditioned to ensure that the 45 BMR units are appropriately located and sized to match the distribution of market rate units. Detailed plans for Residential 4 can be found in Exhibit 3 (Residential Architecture Plans) at plan sheets as referenced below.

	Building Type	Building Height⁹	Roof Plan	Sections	Building Entry	Elevations	Perspectives
Residential 4	Apartments	77.5 ft	RE-57	RE-59, RE-60	RE-61, RE-62	RE-63, RE-64	RE-65 to RE-67; RE-85

Residential 5

Residential 5 includes 309 apartment units in a single, six-story (67.5-foot tall) mixed-use building. The height of Residential 5 exceeds the 36-foot height maximum which, as described above, is achieved through utilization of the incentive/concession available for the project under SDBL. Units range from 620 square foot studios to 1,150 square foot two-bedroom units. The east elevation (facing Las Gallinas Ave) incorporates large tree species at the southeast corner to partially screen the building from the public right-of-way, and incorporates various features to create visual interest such as a glass guardrail at the fifth-floor roof deck, metal guardrails at recessed balconies, and varied colors and materials between floors two and three and floors five and six. Shopfronts and the apartment leasing area are located along the south elevations, and additional shopfronts, the apartment lobby, co-working space, and fitness area are located along the west elevation.

Common usable open space is provided within three ground floor courtyards, a third-floor courtyard, a fifth-floor roof deck, and a sixth-floor roof deck. This apartment-style building also contains a co-working space, fitness center, clubroom, and sixth-floor lounge adjacent to the roof deck. Parking is provided on levels one through six and is accessed from the north side of the building.

⁹ Density Bonus incentive/concession requested to increase the height limit for the entire site to 78 feet with an additional 12-foot projection for features such as elevator penthouses, etc.

Ten percent of the units will be deed restricted for low-income households as discussed in more detail above and as conditioned to ensure that the 31 BMR units are appropriately located and sized to match the distribution of market rate units. Detailed plans for Residential 5 can be found in Exhibit 3 (Residential Architecture Plans) at plan sheets as referenced below.

Building	Building Type	Building Height ¹⁰	Roof Plan	Sections	Building Entry	Elevations	Perspectives
Residential 5	Apartments	67.5 ft	RE-76	RE-78, RE-79	RE-80, RE-81	RE-82, RE-83	RE-84, RE-85

Residential 6

Residential 6 includes 249 apartment units in a single, six-story (67.5-foot tall) mixed-use building. The height of Residential 5 exceeds the 36-foot height maximum which, as described above, is achieved through utilization of the incentive/concession available for the project under SDBL. Units range from 620 square foot studios to 1,150 square foot two-bedroom units. Architectural features include ground floor canopies, recessed outdoor decks with mixed material guardrails on the upper floors, and trellis features at the upper floor common outdoor areas. Facing the Town Square, Residential 6 is articulated through varying roof heights that are greater at the outside of the structure and decrease moving toward the center. Ground level glazing, canopies, and landscaping are also provided along the east elevation (facing Town Square) to provide visual interest.

Common usable open space is provided within two third-floor courtyards, and a fifth-floor roof deck. A co-working space is provided on the first floor and a clubroom is located on the third floor. Parking is provided on the basement level, floor 1, and floor 2, with the remainder of dedicated residential parking provided in the parking garage south of Residential 6. Parking within Residential 6 is accessed from the south side of the building.

Ten percent of the units will be deed restricted for low-income households as discussed in more detail above and as conditioned to ensure that the 25 BMR units are appropriately located and sized to match the distribution of market rate units. Detailed plans for Residential 6 can be found in Exhibit 3 (Residential Architecture Plans) at plan sheets as referenced below.

Building	Building Type	Building Height ¹¹	Roof Plan	Sections	Building Entry	Elevations	Perspectives
Residential 6	Apartments	77.5 ft	RE-95	RE-97, RE-98	RE-99	RE-100, RE-101	RE-102

Comments and Revisions

Residential 1

The DRB feedback related to the EAH apartment building on Residential 1 included:

- Consensus that this was the DRB's least favorite of the residential building
- North elevation and south elevation lack articulation
- Limit use of CMU to base level only or not at all

¹⁰ Ibid.

¹¹ Ibid.

- The design of the exterior of the lobby needs to be more clearly defined
- Use “warmer” colors and materials
- Consider including another material and/or color such as a warm colored trespa or tile
- The proposed green screen at the garage level will need planting details as part of building permit submittal to ensure success
- Consider different design approach instead of green screen to break up garage level

In response to these comments as well as in response to critique of the clustering of the 96 BMR units in a single building and timing challenges, the applicant revised project included significant changes to Residential 1, as discussed earlier in this report. The revised project eliminated the previous Residential 1 and incorporated 38 three townhome structures of similar design as those proposed in Residential 2 and together increasing the ownership product to a total of 138 townhomes ranging in size from 470 square feet to 2,100 square feet and from one bedroom to four-bedroom units.

Residential 2

The DRB feedback related to the townhomes on Residential 2 included:

- Consider increasing building setback on Northgate Drive
- Evaluate addition of greenscreen or greater articulation on rear elevation of cinema building facing townhomes
- Consider flipping units facing cinema such that their front doors no long face the cinema

No specific changes were made to Residential 2 but DRB comments were addressed by proposed modifications to the cinema building as discussed above and specifically including the addition of glazing and shade structures on the rear façade which helps break up the large massing and create articulation at the pedestrian scale. Additionally, the increased planting along the rear façade of the cinema building helps to screen and soften the interface of the townhomes and the cinema.

Figure 12: Townhomes from Northgate Drive



Figure 13: Townhome Rendering from interior roadway



Residential 3

The DRB feedback related to the apartment building on Residential 3 included:

- Add greater variation in the material and color palettes
- Consider reorientation of the roof deck or provide other means to screen it to minimize impacts to the senior living community south of the proposed building
- Add horizontal break at pedestrian level and additional stepping on the east elevation along Los Ranchitos
- Exterior of the lobby areas need additional articulation
- At the corner of Northgate Drive and Los Ranchitos Road, introduce additional material and/or color to break up the cream stucco
- Consider stepping building back on the upper levels on the west elevation

The revised project responds to the DRB comments specifically by adding a new color of fiber cement siding and slate stone veneer, adding a one-story stone base to the east and north elevations to create articulation at the pedestrian level, and adding architectural canopies on top of the northwest corner lobby to provide greater articulation. The applicant indicated that they looked at potential privacy impacts from Residential 3 to the senior living facility across Northgate Drive, but determined that the existing step back at the corner and the orientation of the existing senior living center had already addressed potential privacy concerns and no additional modifications to this part of the building were made as part of the revised project.

Figure 14: Residential 3 Rendering from intersection of Northgate and Los Ranchitos



Residential 4

The DRB feedback related to the mixed-use building on Residential 4 included:

- Consider stepping building back on upper levels
- Consider bringing warmer colors further up the building to reduce the layer cake appearance of the building
- Consider adding gables canopies at the lower levels
- Consider a different variety of materials to provide scale at the pedestrian level

In response to the DRB's feedback, the revised project incorporates both material and color changes to reduce the "layer cake" effect mentioned by the DRB. Additionally, gable canopies were added to the lower level to compliment the upper gables on Residential 4 as shown below in Figure 16.

Figure 15: Residential 4



Figure 16: Residential 4 Canopies (Original and Revised)



Residential 5

The DRB feedback related to the mixed-use building on Residential 5 included:

- The corner of the building with white bricks needs articulation at the base level
- Consider providing additional articulation/treatment on the northeast corner to reduce blocky appearance
- Reconsider redesign/relocation of the common outdoor area to minimize shading impacts

Several changes to Residential 5 were incorporated into the revised plans both to respond to DRB comments and to accommodate 58 additional residential units to maintain the project total of 1,422 units with reduction of units on Residential 1. Most notably this modified Residential 5 from a 5-story building to a 6-story building. The revised project also relocates the private common open space amenities to the roof of the building to address the shading impacts from their ground floor location in the previous version of the project and in direct response to DRB comments. Additional refinement was made to storefront awnings as shown below in

Figure 18 to enhance the pedestrian experience and articulate the base level at the corner.

Figure 17: Residential 5



Figure 18: Residential 5 (Original versus Revised)



REVISED



Residential 6

The DRB feedback related to the mixed-use building on Residential 6 included:

- Consider integrating horizontal variety to avoid the appearance of one white horizontal element and one dark horizontal element
- Consider improving the pedestrian scale of the southwest corner
- Consider a more continuous detail to replace or augment the awkward screens in the openings
- Consider making the lobby more prominent to make it clearer that it is a lobby
- Bring more variety in color between the ivory plaster and the tile

Changes to Residential 6 were incorporated into the revised plans to respond to DRB comments, including changes in exterior materials, adding a greater variety in exterior color palette, and providing greater articulation through the addition of trim, trellises on the second level, and screens at the garage level.

Figure 19: Residential 6



Consistency

In general, all residential townhomes and apartments meet the relevant San Rafael Residential Design Guidelines related to scale, building height, roof shapes, building entrances, windows, driveways and parking areas, landscaping, and lighting. Residential townhomes and apartments are also generally consistent with applicable zoning regulations contained in Chapters 14.16 (Site and Use Regulations), 14.18 (Parking Standards), 14.19 (Signs), 14.22 (Use Permits), and 14.25 (Environmental and Design Review Permits).

Fences, Walls, and Lighting

Description

The revised project includes detail regarding the use of fences and walls throughout the site, as part of both Phase 1 and Phase 2, and for a variety of objectives such as to create privacy, buffer adjacent uses or separate public space from private space. More detail can be found on Sheet L-5 (Phase 1 Fence and Wall Plan) and Sheet L-40 (Phase 2 Fence and Wall Plan) of Exhibit 4 (Landscape Plans).

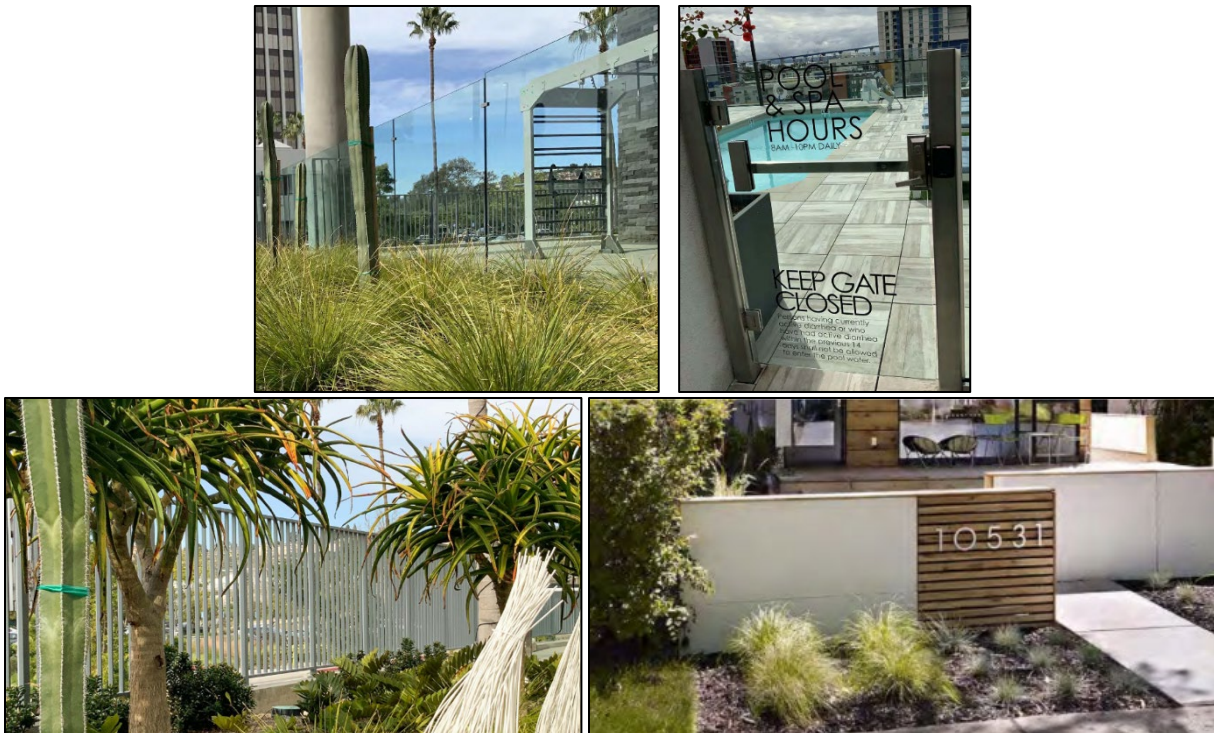
Commercial, residential, and town square fencing is discussed below and representative images of the various fence types are shown in Figure 20 to Figure 22 and included on Sheet L-44 of Exhibit 4 (Landscape Plans). More specifically, commercial fencing includes a variety of 3.5-foot barriers where restaurant uses are proposed. This fence type is intended to comply with the alcohol beverage control (ABC) requirements for businesses selling alcohol in association with restaurant uses. Figure 20 includes representative images of this fence type.

Figure 20: 3.5-Foot Commercial Barrier Fencing



Fencing on residential and mixed-use lots includes private patio fencing, pool fencing, and 6-foot multi-family residential steel fencing. In addition, retaining walls are located along the Northgate frontage of Residential 1. Figure 21 shows representative images of residential fence type.

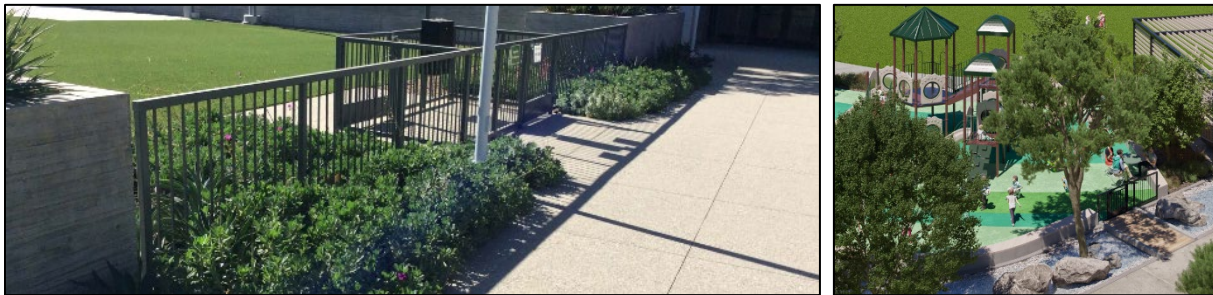
Figure 21: Residential Fencing Types



The Town Square includes fencing around the proposed play area as well as the proposed dog park. This open fencing creates separation of different users without creating solid barriers that

visually segment the town square open space. Figure 22 provides representative imagery of these fence types.

Figure 22: Town Square Fencing



Lighting is included throughout the site and includes a variety of fixtures appropriate to the use and objective. Full lighting plans for Phase 1 and Phase 2 are included in Exhibit 6 (Lighting Plans).

Comments and Revisions

An early comment from the DRB had been to include detail about fencing and lighting as part of the overall project. While there have not been specific changes to these aspects of the project as part of the revised project, the level of detail has increased throughout the review process to demonstrate a consistent yet differentiated design approach to the mixed-use Northgate project.

Consistency

The lighting and fencing has been reviewed for consistency with applicable code requirements. The proposed Northgate PD contains some differentiation from fencing standards applicable to the General Commercial zoning district, including allowing fences up to five feet tall for the residential buildings.

The project will be conditioned to ensure that all applicable lighting standards are satisfied when building permit plans are submitted to ensure that all light fixtures are shielded, foot candle intensity is limited, and post installation inspection is required to verify compliance.

Sign Program

Description

The proposed project includes a request for a master sign program to establish uniform sign requirements for the entire site. The proposed sign program (Exhibit 7) includes an overview of the variety of types of signs proposed as well as approved color palette and available font options for tenants. The discussion below provides a general overview of the types and design of proposed signage as submitted with the revised project.

There are a total of six 25 foot freestanding pylon signs proposed at the primary entrances to the site. Pylon A is a larger entrance sign and two are proposed as part of Phase 1 at the intersections of Northgate Dr / Las Gallinas Ave and Del Presidio Blvd / Las Gallinas Ave. Four Pylon B signs will also be installed in Phase 1 and include one along Las Gallinas Ave near the existing Rite Aid, one at the site entrance at the intersection of Las Gallinas Ave / Merrydale Rd, one at the corner of Las Gallinas Ave / Northgate Drive (near Residential 3), and one on Northgate Drive north of Thorndale Drive (near the parking structure). This sign type features a natural stone base with painted aluminum and will be back- and halo-lit.

Figure 23: Pylon A and Pylon B Signs



The sign program includes two types of freestanding monument signs including three single-face signs and one double-face sign, all of the monument signs are slightly under 8 feet tall and are to be installed as part of Phase 1. The three single-face monument signs are located on Las Gallinas Drive between the existing Rite Aid and Residential 4, at the intersection of Las Gallinas Ave / Merrydale Road, and on Northgate Drive south of Pad 1. The two-sided monument sign is proposed on Las Gallinas Avenue between the surface parking area and the existing Rite Aid. Similar to the proposed Pylon Signs, tenant monument signs feature natural stone bases and pilasters with painted aluminum. Tenant names will be backlit and pilaster caps will be illuminated in a lantern-style.

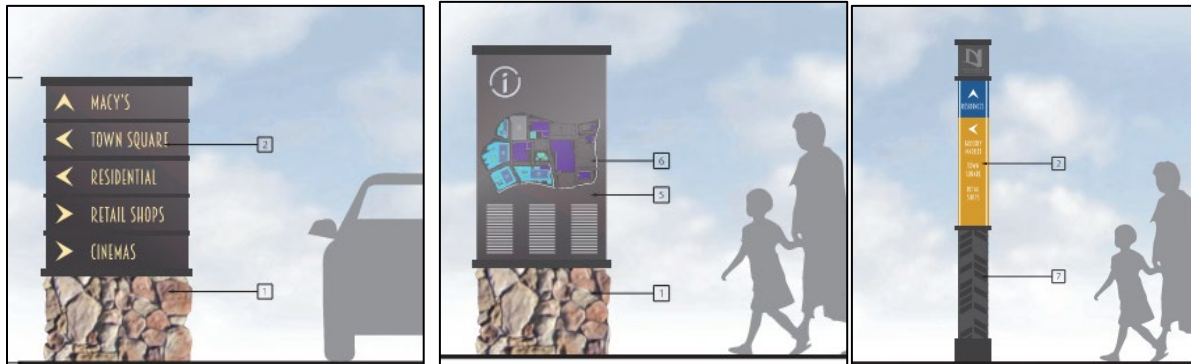
Figure 24: Monument Sign



A series of vehicular and pedestrian wayfinding signs are proposed to orient users to the overall layout and locations of specific shops and amenities. Both the vehicular wayfinding and pedestrian directory signs are freestanding and approximately 7-feet tall while the pedestrian wayfinding signs are a smaller massing but up to 9-feet in height. All of the wayfinding signs are designed with the similar design features and lighting. Six vehicular wayfinding and two pedestrian directory signs are proposed as part of Phase 1. The pedestrian wayfinding signs are located throughout the site to provide general directional location of various uses on the site. In Phase 1, wayfinding signs are located within the Town Square, Bike Hub Plaza, Ounces Plaza, and

adjacent to Major 2. In Phase 2, the wayfinding sign in the Ounces Plaza is removed to allow for development of Residential 6 and new commercial uses.

Figure 25: Wayfinding Signage



Comments and Revisions

The specifics of the sign program were submitted as part of the revised project. Because it was not part of the original application there was no specific comments from DRB or Planning Commission.

Consistency

SRMC Section 14.19.046 provides for the establishment of a sign program as an alternate to the sign standards and provisions elsewhere in the code and provides that sign programs are permitted specifically for shopping centers and in a planned development district. The proposed sign program has been reviewed for consistency with required findings for approval of a sign program in that the sign program has been developed with common design elements in scale with the size and scope of the overall Northgate Town Square project.

DISCUSSION

Standards for Review

Under each of the key revision areas staff has provided initial consistency discussion to outline both standards for review and identify if the proposal is consistent with the applicable standards. Given the scope of the project and the number of entitlements that are requested, there are a number of standards of review that apply to the project, including the following:

- San Rafael Municipal Code: Title 14 – Zoning
 - Chapter 14.07 (Planned Development District)
 - Chapter 14.16 (Site and Use Regulations)
 - Chapter 14.18 (Parking Standards)
 - Chapter 14.19 (Signs)
 - Chapter 14.22 (Use Permits)
 - Chapter 14.25 (Environmental and Design Review Permits)
 - Chapter 14.27 (Amendments)
- San Rafael Municipal Code: Title 15 – Subdivisions
 - Chapter 15.02 – Major Subdivisions
 - Chapter 15.06 – Subdivision Design Standards & Miscellaneous Requirements

- San Rafael General Plan 2040
- San Rafael Design Guidelines
- San Rafael Objective Design Standards

Staff Analysis Overview

Staff has reviewed the revised project for compliance and consistency with the standards for review listed above. Overall, the project is consistent with all regulations of the San Rafael Municipal Code, General Plan, and Design Guidelines. When each entitlement is brought before the Planning Commission for consideration and formal recommendation, they will be accompanied with resolutions that outline required findings, applicable standards of review, and any conditions appropriate to ensure consistency.

There is no formal action before the Planning Commission at this time. The September 24th study session is an opportunity for the Planning Commission to comprehensively review the final proposed project. The background and context should be used to discuss the revised project which represents the final iteration of the project that seeks to balance review authority and public input with the complexities associated with redevelopment of the site.

The following discussion prompts may be helpful to guide the Planning Commission in their review of the revised project and to prepare for consideration of formal recommendation at a subsequent hearing:

- **Review of Final Project Design.** Does the Planning Commission have any questions about the project as proposed or the chronology of modifications that have been made?
- **Outstanding Issues or Concerns.** Does the Planning Commission have any outstanding issues or concerns that warrant additional discussion?
- **Environmental Impact Report (EIR) –** Prior to review and consideration of the FEIR, does the Planning Commission have any outstanding questions about the CEQA process? As discussed previously, the Final EIR is in process and will be made available for review with hearing materials for all project entitlements, anticipated in late October 2024.

ATTACHMENTS:

Attachment 1: [Exhibits 1-15](#)

- Exhibit 1 – Planning Commission and DRB Feedback Matrix
- Exhibit 2 – Retail Architecture Plans
- Exhibit 3 – Residential Architecture Plans
- Exhibit 4 – Landscape Plans
- Exhibit 5 – Civil Plans
- Exhibit 6 – Lighting Plans
- Exhibit 7 – Sign Program
- Exhibit 8 – Fire Access Plan
- Exhibit 9 – Site Development Plan
- Exhibit 10 – Applicant Prepared Density Bonus Narrative
- Exhibit 11 – Applicant Prepared Project Narrative
- Exhibit 12 – Waste and Recycling Plan
- Exhibit 13 – Applicant Prepared Site Development and Retail Revisions Narrative
- Exhibit 14 – Applicant Prepared Residential Revisions Narrative
- Exhibit 15 - Applicant Prepared Landscape Revisions Narrative