



SAN RAFAEL

THE CITY WITH A MISSION

Community Development Department – Planning Division

Meeting Date:
October 29, 2024

Agenda Item: G.1

Project Planner:
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REPORT TO PLANNING COMMISSION

SUBJECT: 5800 Northgate Drive (Northgate Town Square Project) – APNs: 175-060-12, -40, -59, -61, -66, and -67 - Public Hearing to consider and make recommendation to City Council for the proposed Northgate Town Square Project (PLAN 21-039) (also referred to as the Northgate Mall Redevelopment Project), which includes requests from applicant, Merlone Geier Partners, LLC (“Applicant”) for a Rezone from General Commercial (GC) District to 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 (hereinafter the “Project.”). 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; the Planning Commission’s recommendation includes a recommendation that the City Council approve these agreements in substantial form.

EXECUTIVE SUMMARY

The Project proposes 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 discussed by the Planning Commission at a study session held on September 24, 2024 (links to the recorded meeting and staff report are available below).

This staff report builds upon the staff report published for the September 24, 2024 Planning Commission study session (Attachment 9) and includes discussion specific to overarching topics

that were brought up at that meeting. As referenced in the study session staff report, the Revised Project submitted in June 2024 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. No changes have been made to the proposed Project since the most recent Planning Commission study session.

The FEIR for the Project was released on October 18, 2024, including responses to comments received during the public comment period on the DEIR and analysis of the Revised Project submitted on June 4, 2024. This staff report provides an overview with specific references to the FEIR as appropriate. A draft resolution recommending that the City Council certify the EIR, approve findings of fact and overriding considerations, and adopt a mitigation monitoring and reporting program is included for Planning Commission action (Attachment 0).

This staff report also provides an overview of the Project entitlements and discussion of consistency and required findings for approval of each. Draft resolutions recommending City Council approval of a Zoning Amendment, including modifications to the City's Zoning Map, Vesting Tentative Subdivision Map, Master Use Permit, Environmental and Design Review Permit, and Master Sign Program are included for Planning Commission Action (Attachments 0 and 0).

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 Planning Commission 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 Planning Commission's role is to conduct public hearing(s) to consider all permit applications together with the FEIR and to provide a recommended action to the City Council, who has the exclusive and final approval authority over the Project.

RECOMMENDATION

It is recommended that the San Rafael Planning Commission receive staff's report and public input on the Project, and approve the following:

1. Resolution recommending the City Council certify the Final Environmental Impact Report (FEIR), and adopt findings of fact, a statement of overriding consideration, and the mitigation monitoring and reporting program (MMRP) for the Northgate Town Square Project (**Attachment 1**)
2. Resolution recommending the City Council approve a Zoning Amendment to establish the Northgate Town Square Planned Development (PD) District, approve the Northgate Town Square Development Plan, amend the City's Zoning Map, and rezone the 44.76-acre Northgate Mall property from General Commercial to the Northgate PD District (**Attachment 2**)
3. Resolution recommending the City Council adopt a resolution approving the Vesting Tentative Subdivision Map, Master Use Permit, Environmental and Design Review Permit, and Master Sign Program for the Northgate Town Square Project (**Attachment 3**)

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 Attachment 10. 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) are provided in the FEIR.

- 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](#)
- Planning Commission Study Session – September 24, 2024
 - [Video](#)
 - [Staff Report](#)

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 June 2024 Project submittal.

- **Zoning Amendment (ZC21-001)** to rezone the site from General Commercial (GC) to Planned Development zoning and associated Development Plan.
- **Modifications to Zoning Map** to reflect the new PD zoning.

- **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.
- **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 which agreements will be presented to the City Council for review and approval in substantial form subject to minor modifications agreed upon by the City Manager and City Attorney.

As noted above, all entitlements 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 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.

ENTITLEMENT ANALYSIS

As referenced above, the requested entitlements include a Zoning Amendment, Vesting Tentative Subdivision Map, Master Use Permit, Environmental and Design Review Permit, and Master Sign Program. The following standards of review are applicable to the review of the Project entitlements and were used to determine the consistency of the Project with adopted standards and regulations.

- 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

A comprehensive consistency analysis is provided in the Attachments listed below. The entitlement analysis provided in this section provides a summary and elevates specific conversation about special conditions to address city priorities.

- Attachment 0: Title 14 (Zoning) Consistency Analysis
- Attachment 0: Title 15 (Subdivisions) Consistency Analysis
- Attachment 0: General Plan 2040 Consistency Analysis
- Attachment 0: Design Guidelines Consistency Analysis

Planned Development Zoning

Discussion

The Project includes a request to rezone the property from General Commercial (GC) to the Northgate Town Square Planned Development (PD). Establishment of the PD is consistent with the specific requirements set forth in Chapter 14.07 (Planned Development) of the SRMC, as detailed in Attachment 0. The establishment of the PD is also consistent with General Plan policy LU-1.15 which encourages the use of PD zoning for development on parcels greater than five acres when the application of traditional zoning standards would make it more difficult to achieve General Plan goals. The Project achieves and is consistent with several goals, policies, and programs of the General Plan (Attachment 0), which is in part achieved through application of flexible design standards that are more responsive to the specific conditions of the site and surrounding area than would otherwise be allowed under current zoning regulations. Consistent with Policy LU-1.15, the PD appropriately transfers allowable density and other standards, such as parking across the site.

In addition to allowing transfer of standards across the entire site, the Northgate Town Square PD also includes provisions that deviate from current zoning and other regulations. These deviations are intended to achieve the overall intent of the applicable regulations while providing flexibility to ensure overall viability of the Project. Notable PD standards include:

- Provisions for fencing based on differing uses (e.g. residential and non-residential).
- Provisions to ensure a minimum of 150 square feet of private usable open space is provided for each residential unit.
- Provisions to ensure bicycle parking is provided that meets or exceeds what is proposed.
- Provisions allowing temporary uses at the Town Square to operate without a separate permit, and subject to Operating Rules.
- Provisions requiring compliance with the Master Affordable Housing Agreement and Public Access, Use, and Maintenance Agreement.

Vesting Tentative Subdivision Map

Discussion

The Vesting Tentative Subdivision Map (VTSM) includes subdivision of six existing lots into 24 new lots. As proposed, some existing utility and access easements will be retained, and other utility and access easements will be established. Of note is Condition of Approval 45, which requires the applicant to enter into a Subdivision Improvement Agreement prior to approval of any Final Map. The Subdivision Improvement Agreement ensures that public amenities, such as multi-modal improvements, and public improvements, such as utilities, are implemented as proposed.

Master Use Permit

Discussion

Because the Project includes a phased and multi-tenant development, a Master Use Permit (MUP) is required pursuant to Section 14.07.020(B) of the SRMC. The MUP is a comprehensive permit that applies to the Northgate Town Square Project and allows for development of the land uses proposed, including residential, commercial uses, and open space uses.

Of note are Conditions of Approval 83 through 97 related to the proposed privately owned publicly accessible open space areas, including conditions requiring establishment of Privately Owned Publicly Accessible (POPA) Agreements and Operating Rules. Additionally, Condition of Approval 100 related to affordable housing requires the applicant to demonstrate compliance with Resolution No. 14890 in terms of the design, arrangement, size, and number of below market rate units as compared to market units, and establishment of affordable housing agreements that specify affordability levels for all units available to low-income households, identify a responsible party for selecting qualified tenants, provisions for annual reporting to the city or its designee containing information on the rent charged for affordable units and eligibility of tenants, and resale restrictions.

Environmental and Design Review Permit

Discussion

The final Project design proposal represents the culmination of three years of feedback from the Planning Commission, Design Review Board, community groups and organizations, and members of the public. Overall, the Project is consistent with design-related regulations and guidelines including design-related General Plan policies, zoning regulations, residential and non-residential design guidelines (Attachment 0). The following discussion summarizes topics that warrant additional discussion and consideration.

Density Bonus and Building Height

As discussed in detail in the Discussion section of this staff report, the Project will provide a total of 143 units onsite for low-income households. Based on the provision of 10% of the residential units affordable to low-income households, the Project qualifies for a 20% density bonus, one incentive/concession, and unlimited waivers under the State Density Bonus Law (SDBL, or Government Code section 65915 *et seq.*). The Project does not include use of the density bonus to increase the density of the Project above the base density, but the Project does include a request to use one incentive/concession to increase the maximum building height of structures in Phase 1 and Phase 2 to a maximum height of 78 feet. An additional 12 feet for projections for non-habitable space would allow further increase of the building height to allow for private recreational amenities, utilities, mechanical appurtenances, etc. as allowed under SRMC Section 14.16.120 (Exclusions to the maximum height requirement).

As proposed, and as shown in Table 5: Building Height Summary, the tallest buildings proposed are Residential 4 and Residential 6, each of which measure 72 feet to the roof and 77.5 feet to the parapet. Residential 3 and Residential 5 are each 62 feet as measured to the roof and 67.5 feet as measured to the parapet. Most commercial buildings are at or below the 36-foot height limit established by the PD District. Exceptions to this include existing buildings (Cinema, Major 1, Mall building [containing Major 2, Shops 2/2A, and Restaurant]), and the new Town Square Pavilion, all of which exceed the 36-foot height limit.

The increase in building height is permitted under SDBL. Although building heights are taller than what would otherwise be permitted in the General Plan, the overall design and dispersion of taller buildings is compatible with the overall Northgate Town Square Project as well as surrounding development. Large-scale apartment and mixed-use buildings (Residential 4, 5, and 6) that offer the highest residential density and building intensity are appropriately located away from existing, low density and intensity residential uses and closer to existing and proposed commercial uses and parking areas. These larger scale buildings also provide a variety of architectural elements such as towers, courtyards, and awnings to create visual interest and break up the massing of these buildings.

Inclusionary Housing

As discussed above, the City Council will consider a Master Affordable Housing Agreement for approval as part of other Project entitlements. The Agreement will provide for overarching requirements consistent with the City's affordable housing regulations and will mandate the individual affordable housing agreements be recorded on each of residential parcels prior to the issuance of a building permit for that parcel. The Master Affordable Housing Agreement will prescribe the overall requirements for the percentage of affordable units, the dispersion of units, and the affordability terms of the BMR units, the individual agreements for each parcel will be specific as to the precise number of units based on the number of market rate units for which building permits are pulled, and the location, size, and bedroom count for each BMR unit in that specific building to ensure that it matches the corresponding market rate unit mix.

Town Square and Public Amenities

The Project includes provisions for privately owned publicly accessible open space throughout the site. The Town Square is the largest privately owned publicly accessible open space and is located generally in the center of the site. The Town Square has been the topic of conversation throughout the Project's evolution. As proposed, the Town Square includes a variety of amenities including two open lawn areas, a pedestrian promenade, pavilion, and stage, bench and lounge seating, a playground, and a dog park. Consistent with feedback and direction provided by the Design Review Board, faux grass and boulders have been eliminated from the open lawn areas.

Consistent with Conditions of Approval 83 through 97 set forth in Attachment 0 Exhibit A, the Town Square, along with other public amenities, will be subject to Privately Owned Publicly Accessible (POPA) Agreements which will specify the minimum size and design requirements, maintenance requirements, and requires establishment of operating rules.

Drive Through Facilities

The Project includes two commercial buildings, Pad 2 (2025) and Pad 4 (2040) that provide opportunities for drive-through oriented businesses. As provided in detail in Attachment 0, each drive-through facility meets the requirements set forth in Section 14.16.110 (Drive-Through Facilities) of the SRMC. Due to there being no specified tenant for the drive-through facilities, a Condition of Approval has been imposed on the Project to address the possibility of the site being occupied by high volume users. Specifically, Condition of Approval 75 specifies that additional analysis may be required to evaluate traffic, queueing, or equivalent if any specific tenants have volumes that exceed stacking for 12 cars. The purpose of this condition is to ensure that the available stacking lanes are adequate to serve the anticipated drive-through volumes.

Colors, Materials, and Lighting

As described in detail in Attachments 0, 0, and 0, the Project is consistent with the design-related policies, regulations, and guidelines as it relates to colors, materials, and lighting. To ensure

consistency with lighting regulations, Conditions of Approval have been imposed on the Project requiring that all exterior lighting be energy efficient, shielded downward to prevent offsite glare, and maintained at a minimum intensity wattage of 0.5-foot candle. Additionally, consistent with Section the SRMC, the Project is subject to a 90-day post installation lighting inspection which will allow for any adjustments to light levels as needed.

Tree Removal and Protection

A total of 679 trees are currently located on the Project Site. Under Phase 1, the Project will remove approximately 316 trees and will retain 363 trees. Phase 1 also includes installation of 597 trees throughout the site, including along Project frontages, along interior roadways, within surface parking lots, along building perimeters, and in courtyards. Under Phase 2, an additional 139 existing trees will be removed, and new trees will be installed. From Phase 1 to Phase 2, the number of trees onsite will increase by 23 trees, for a total of 983 trees at Project buildout. When compared to existing conditions, the Project will increase the number of trees onsite by approximately 48% which is consistent with General Plan Policy C-1.16 that seeks to protect, maintain, and expand San Rafael's tree canopy. In addition, as required by Condition of Approval 153, a tree management plan prepared by a licensed arborist using published standards and practices for protecting and monitoring tree health during and after construction is required upon submittal of building plans and prior to issuance of the first building permit.

Related to tree removal, the environmental analysis prepared for the Project states that mature trees could provide habitat for special-status species including the white-tailed kite, pallid bat, and other roosting bats. As conditioned, the Project will implement regulatory compliance measures (see Conditions of Approval 16 through 19) that require preparation of nesting bird surveys, roosting bat habitat assessments and surveys, roosting bat building exclusion plans, and roosting bat tree protections.

Refuse Storage and Collection

A Waste and Recycling Plan, prepared by Recycling & Waste Solutions (RWS), dated July 11, 2023, was prepared for the Project and accepted by Marin Sanitary Service, the local refuse collection agency. The Project includes dedicated refuse storage for all commercial and residential uses onsite. As proposed, all commercial refuse storage will be within enclosures for individual or groupings of tenants. Residential townhomes (Residential 1 and Residential 2) will have individual refuse bins that will be stored within private garages, and all apartment buildings (Residential 3, 4, 5, and 6) will have refuse enclosures within enclosed parking garages. As proposed, the Project meets the enclosure requirements set forth in the SRMC, and as conditioned is required to comply with the approved Waste and Recycling Plan, including but not limited to moving bins/totes to staging areas for pickup, removing bins/totes from the staging area once pickup is complete, and clearing any debris left behind.

Construction

Construction associated with both phases of the Project include a variety of activities such as demolition, excavation, grading, vertical construction, and installation of landscaping. There are several Conditions of Approval and Mitigation Measures imposed on the Project that regulate construction activities. A list of construction related conditions is provided below. All construction related Mitigation Measures are provided in the MMRP in Attachment 14.

- Condition of Approval 13 requiring compliance with San Rafael Municipal Code Section 8.13.050.A as it relates to permitted hours for construction activities.

- Condition of Approval 15 requiring compliance with regulations in the event that cultural, archaeological, paleontological, or human remains are found.
- Condition of Approval 20 requiring submittal of a construction management plan.
- Condition of Approval 21 requiring a preconstruction meeting prior to commencement of construction activity.
- Condition of Approval 59 specifying that any public streets or sidewalks impacts by the Project shall be kept clean and free of debris.
- Condition of Approval 16 requiring nesting bird surveys if construction activities occur between February 1 and September 1.
- Conditions of Approval 17 through 19 requiring roosting bat habitat assessments and surveys and specifying requirements for exclusion plans and roosting bat tree protections, if required.

Sign Program

Discussion

The Project includes a request for a Sign Program which will allow for establishment of uniform signage across the site. Of note is Condition of Approval 163, which requires that the proposed pylon sign at the corner of Northgate Dr/Las Gallinas Ave (adjacent to Residential 3) be modified to a monument sign. The purpose of this Condition of Approval is to achieve greater compatibility with the existing AlmaVia assisted living facility, located in proximity to the proposed pylon sign. In addition, Condition of Approval 164 outlines the sign permit approval process which specifies that Project identification signage can be reviewed and approved with initial building permit plans, whereas tenant signs will be required to obtain a separate planning approval prior to application of a building permit consistent with Section 14.19.041 (Sign Permit Required) of the SRMC.

DISCUSSION

At the September 24, 2024 Planning Commission study session there were a number of topics brought up as part of clarifying questions and public comment. The following section provides responses to many of those topics and in some cases may cite to specific responses in the FEIR or Project entitlements discussion (both of which are included below).

Fiscal Analysis

Summary: The proposed Project would result in a net positive fiscal impact. While redevelopment would result in higher service costs and a smaller fiscal benefit to the City compared to the existing Northgate Mall, the property's long-term viability, including community and economic benefits are more desirable than the declining commercial-only mall development and are in line with the vision for the North San Rafael Neighborhood. Specifically, investment in the site will prevent further vacancy decline, provide a variety of housing, commercial, and recreational opportunities, and will strengthen the role of the North San Rafael Town Center by creating an attractive, thriving area that is an economically viable centerpiece of commerce and activity.

A Fiscal Impact Analysis (FIA) was prepared for the Project by Seifel Consulting Inc. (Attachment 11) to compare the fiscal impact of the existing Northgate Mall with the fiscal impact of the proposed Northgate Town Square Project. The fiscal impact of existing and proposed uses was calculated by subtracting the estimated General Fund costs of providing services from the projected revenue generated by sales taxes, property taxes, and other sources. As shown in Table 1, revenues under Phase 1 and Phase 2 of the Northgate Town Square Project will increase by approximately \$1.85 million and \$2.8 million, respectively when compared to existing

revenues associated with the Northgate Mall. The Northgate Town Square Project will introduce new residents and workers to the site, which will increase demand for city services as well as generate new retail customers. As shown below, costs associated with the increased demand for city services under Phase 1 and Phase 2 of the Northgate Town Square Project will increase compared to costs associated with the operation of the existing Northgate Mall.

As shown in Table 1, the Northgate Town Square Project is projected to generate a positive fiscal impact to the General Fund of \$531,000 from Phase 1 and \$77,000 from Phase 2, which is less than what is currently generated from the existing Northgate Mall (\$794,000). Thus, the General Fund is projected to receive \$263,000 less in revenues under Phase 1, and \$717,000 less under Phase 2 compared to the existing Northgate Mall. Overall, the Northgate Town Square Project will continue to have a positive fiscal impact to the city because the estimated fiscal costs of providing services would not outweigh future revenues from sales taxes, property taxes, and other sources.

Table 1: Cost-Revenue Comparison on City’s General Fund

Use	Revenue	Revenue Change from Existing	Cost	Cost Change from Existing	Fiscal Impact	Fiscal Impact Change from Existing
Existing Northgate Mall	\$971,000	-	\$177,000	-	\$794,000	-
Northgate Town Square (Phase 1)	\$2,824,000	+\$1,853,000	\$2,293,000	+\$2,116,000	\$531,000	-\$263,000
Northgate Town Square (Phase 2)	\$3,766,000	+\$2,795,000	\$3,689,000	+\$3,512,000	\$77,000	-\$717,000

Although the positive fiscal impact of the Northgate Town Square Project to the city will be less when compared to the existing Northgate Mall, as detailed in the FIA, the sales tax revenue associated with the Northgate Mall is expected to continue to decline with or without its redevelopment. The Mall’s sales tax revenue generation is limited by the small number of large tenants (Macy’s & Kohls) and declining occupancy by other tenants, representing a lack of economic diversity and stability. As detailed in the General Plan 2040, sales taxes were the single largest revenue stream in the municipal budget in 2019¹ and as such, the decline in sales taxes and reliance on a few large-scale tenants represents an unsustainable land use pattern and lack of economic viability upon which the city may rely.

The Northgate Town Square Project proposes revitalization of the declining Northgate Mall into a mixed-use development that is consistent with land uses envisioned in the General Plan for areas designated Community Commercial Mixed Use, in that the Project combines housing and commercial uses. Development of for-sale townhomes, rental apartments, publicly accessible open space, multi-use paths, and commercial buildings of varied sizes and configurations within proximity to one another and near public transit represents a development pattern that is consistent with the vision for the North San Rafael Town Center, which has been continually analyzed through planning studies for almost 30 years. Specifically, prior planning studies envision the North San Rafael Town Center Neighborhood and the Northgate area in particular as a walkable Town Center that strengthens community identity, fosters cohesion, offers public art, shops, restaurants, and entertainment, and evolves to become the heart of North San Rafael,

¹ City of San Rafael General Plan 2040, Economic Vitality Element, Page 13-12.

featuring a Town Square and pedestrian-oriented environment that will also enhance its retail success.²

Revitalization of the Northgate Mall into Northgate Town Square is not only consistent with the vision for the area, but will also provide several community benefits, including economic benefits and an expanded customer base for the City's retailers. The Project will provide new revenue sources that can be used to fund improved and expanded city infrastructure and services that will benefit existing uses in the city as well as the proposed Project. The Project also provides opportunities to stimulate economic growth by providing commercial spaces that range in size from 3,800 to 55,360 square feet, thereby attracting a variety of business types and sizes, from small-scale locally owned business to large-scale corporations that otherwise could not or would not occupy the site in its current state due to a lack of suitable space, an undesirable land use pattern, and/or a lack of predictable customer base. The Project represents a more sustainable economic model as compared to the Northgate Mall as it creates an active bicycle, pedestrian, and transit-oriented environment that attracts residents, recreational users, and individuals seeking specific services to the area which creates a more stable, predictable, and diverse customer base for businesses of all types and sizes.

Emergency Response

Summary: The General Plan and its EIR allows for and studied the impacts of the Project's proposed density on the Project Site. The General Plan and associated EIR did not conclude that the construction of new facilities is necessary to offset needs for emergency responses. A Study conducted in part for this Project supported that conclusion and further found that while response times may exceed the established industry standard of 4 minutes, Station 56 is still capable of meeting the community's emergency response needs, including increased needs resulting from the Project.

Emergency response refers to the response by fire, emergency medical, and law enforcement personnel to unexpected or dangerous occurrences such as medical emergencies, structure fires, and crime incidents. Emergency fire response in the City of San Rafael is administered by the San Rafael Fire Department (SRFD), Marin County Fire Department (MCFD), and the California Department of Forestry and Fire Protection (CAL FIRE). In addition to fire response, every SRFD firefighter is a certified Emergency Medical Technician.³ Law enforcement services are provided by the San Rafael Police Department (SRPD), the Marin County Sheriff's Office, and the California Highway Patrol.

The Northgate Town Square Project will add new residents, employees, and patrons to the site, which will increase emergency and law enforcement response needs. As detailed in the Northgate Mall Redevelopment Project EIR, as of 2022 the average response time for Fire Station 56, which serves the Project Site, was approximately 6 minutes.⁴ Though the site is outside the target 4-minute response area, it should be noted that redevelopment of the site at the residential density and nonresidential intensity proposed is identified and planned for in the General Plan. Consequently, as required under state law, impacts on response times were considered as part of the General Plan EIR, which does not identify the need for new fire facilities to serve the population anticipated at General Plan buildout, including the increased population at the Project

² City of San Rafael General Plan 2040, Neighborhoods Element, Page 4-56

³ City of San Rafael General Plan EIR, 2040, 4.15 Public Services and Recreation, Page 4.15-5.

⁴ Northgate Mall Redevelopment Project EIR, Section 4.13, Public Services and Recreation Page 4.13-3

Site. However, the General Plan EIR identifies the need for additional personnel and ambulance vehicles to meet an increase in the demand for emergency medical services as the City grows towards buildout. Each major project would need to complete an analysis to determine if additional personnel and ambulances are needed. The Project EIR determined that at project buildout, five more firefighters would be required to maintain the SFRD's ratio of firefighters to city population after adding the new Project residents. As detailed in the Project EIR, additional personnel are funded through the City's General Fund, to which the project will contribute revenues.

During initial review of the Northgate Town Square Project, the SFRD expressed a preliminary determination that additional levels of fire protection, emergency medical services, personnel, equipment, and/or facilities may be needed, and suggested consideration of locating a fire station at or near the site. However, the SFRD ultimately determined, using information contained in the Northgate Project Impact Study prepared by Emergency Services Consulting International (Attachment 12), that a new station at or near the Project Site is not necessitated nor specifically triggered by the Project (Attachment 13 Interdepartmental Memorandum dated September 11, 2024).

The study prepared by Emergency Services Consulting International supports the Fire Department's conclusion, stating that in 2023, Station 56 units were deployed to various locations within their service area, inclusive of Northgate, for a total of 558 hours which amounted to 6.4% of their overall capacity or availability for the year. While there aren't any official industry guidelines to measure against, the report states that it is generally considered good practice for units to have a workload of less than 25% to ensure consistent service to the community. In the case of Station 56, the combined workload of its units is well below 25%, indicating that the station is currently meeting the needs of their service area. The study also estimates that the Northgate Town Square Project would increase the workload of Station 56 by approximately 2-3% (for a total of 8.4-9.4%) which is still well below the industry best practice of 25% of overall yearly capacity.

While the Project does trigger the need to increase personnel and/or ambulances, as noted above, the Project will contribute new revenue sources to the City's General Fund which can be used to hire additional personnel or purchase equipment. The Project will also generate sources of sales tax revenue, including the voter-approved Measure E sales tax which is used to fund projects identified in the City's Essential Facilities Strategic Plan. This includes possible relocation of Station 56 east of its current location (e.g. closer to the Project Site) which will better serve the community, including areas such as the Northgate Mall that have been planned for redevelopment at the densities and intensities proposed by the General Plan, and anticipated in General Plan EIR. Additional revenue and taxes generated by the project also would contribute to the City's General Fund for purposes such as funding additional personnel and new equipment when determined necessary.

See FEIR discussion below for more details related to fire services and the Project's demands. Note that it was ultimately determined that the Project would result in less than significant environmental impacts as it was ultimately determined that construction of new facilities is not required.

Emergency Evacuation

Summary: The increased demand on the transportation system and emergency personnel response to an emergency event has been considered as a part of the General Plan environmental review.

Emergency evacuation refers to the immediate or phased departure of people from an area that is experiencing imminent threat, or a hazard to life or property, such as a wildfire or flood. For the

Northgate Town Square Project, emergency evacuation is considered and discussed as it relates to the ability of people onsite and the larger community to evacuate the area in the event of an emergency. When considering evacuation, it is important to remember that evacuation protocols vary from incident-to-incident and depend on the type of incident occurring. For example, evacuation resulting from a wildfire typically identifies areas for immediate evacuation and then employs a tiered evacuation approach as appropriate based on the fire behavior and emergency response to the situation. This is necessary to ensure that the transportation system doesn't become overloaded during an emergency.

As detailed in both the San Rafael General Plan 2040 and the Northgate Mall Redevelopment EIR, the residential density and commercial intensity proposed by the Project is within the development potential already anticipated for the site, meaning that the increased demand on the transportation system and emergency personnel response to an emergency event has been considered as a part of the General Plan environmental review.

Similar to contributing funds to Measure E, the significant new revenues generated by the Project (see Economic discussion above) will also contribute funds to Measure R which was established to fund essential services including disaster preparedness, street repair, emergency response, parks, crime prevention, and services for youth, seniors, families, and homeless individuals.

Environmental impacts as it relates to emergency response and preparedness were also evaluated in the EIR prepared for the Project. During the public comment period for the DEIR, comments related to emergency response and evacuation were provided that expressed concerns primarily related to the Project's potential to increase wildfire ignition risk and spread, the ability of the community to evacuate in the event of a wildfire or other emergency event, and the ability of the SRFD to continue to provide adequate response in emergency situations. A summary of the comment and the response provided in the FEIR are included below.

Traffic Impacts

Summary: Development of the site and the density and intensity proposed is consistent with what is anticipated and planned for in the General Plan. As detailed in Policy M-2.5, the LOS intersection standard is "D", except that in some cases LOS "E" and LOS "F" are considered acceptable, including intersections near the Project Site. The Civic Center SMART station is located approximately 0.3 miles east of the Project Site. The current bike/pedestrian connection has a gap. A multi-use trail to close this gap is planned in the City's Bicycle and Pedestrian Master Plan. The applicant is proposing a \$500,000 contribution to support trail enhancements.

Traffic impacts of the Northgate Town Square Project are evaluated from both a land use and environmental perspective, each with distinct considerations:

Land Use

From a land use perspective, traffic is considered in terms of the ability of the existing system to accommodate the proposed use, referred to as transportation system capacity. There are several factors to consider when evaluating the capacity of the system to accommodate the proposed use and include, but are not limited to:

- Roadway Capacity: Number of lanes, speed limits, signal timing, alternative routes.
- Public Transit: Frequency of service, reliability, station capacity, cost to use, accessibility.
- Active Transit: Availability of sidewalks, bike lanes, pedestrian pathways, safety, accessibility, both within and outside of the Project Site.

When considering whether the transportation system can accommodate the proposed Project, it's important to look to the city's long-term vision for mobility. Overall, the General Plan seeks to improve mobility in ways that are safe, efficient, and affordable, and seeks to support the City's climate action, environmental quality, economic vitality, and social equity goals. The 2040 General Plan represents a shift in the way the city plans for transportation improvements, looking toward a future that is less dependent on single-occupancy vehicles. Specifically, transportation improvements identified in the Plan prioritize cleaner fuels, active transportation, and more convenient and reliable public transit. The General Plan acknowledges that a modality shift will not happen immediately but asserts that providing opportunities to work at or near home, providing a variety of housing types, and maintaining a mix of businesses and services that reduces the need to drive to other communities will help shift San Rafael toward a future where the community is less dependent on car travel.⁵

Roadway Capacity

Development of the site and the density and intensity proposed is consistent with what is anticipated and planned for in the General Plan. Projected traffic volumes and level of service (LOS) conditions were developed by the Transportation Authority of Marin (TAM) using a traffic model, which mathematically simulates future traffic flow based on current conditions, the location of future development, and anticipated changes to the road network and modes of travel over the next 20 years.⁶ As such, policies related to LOS, including Policy M-2.5 which specifies acceptable LOS standards throughout the City, are informed by development of the site at the density and intensity proposed. As detailed in Policy M-2.5, the citywide LOS intersection standard is "D", except that in some cases LOS "E" and LOS "F" are considered acceptable, including the intersections of Manuel T. Freitas Parkway / Redwood Highway-Civic Center Drive and Merrydale Road / Civic Center Drive, both of which are near the Project Site and were analyzed in the Transportation Operations Study prepared for the Project. Some community members expressed concerns related to traffic congestion, noting that the Project will contribute to congestion at these intersections. Though some intersections in the North San Rafael Area operate below LOS D, these conditions, as well as plans for improvement are identified and planned for in the General Plan. Specifically, Table 10-1 identifies Major Planned Mobility Improvements for the General Plan horizon (2020 – 2040) including interchange projects, Downtown area improvements, active transportation projects, complete streets and corridors, intersection improvements, and technology infrastructure. Improvements identified near the Project Site include:

- **1A. US 101/Freitas Parkway Interchange West.** Reconfigure the US 101 off-ramp/Freitas Parkway (Del Presidio) and Northgate Rd/Freitas Parkway intersection to address safety, circulation, and capacity issues. Improvements would be coordinated with ongoing development plans and anticipated Northgate PDA Specific Plan/Precise Plan process where appropriate.
- **1B US 101/Freitas Parkway Interchange East.** Reconfigure the US-101 NB off-ramp/Civic Center Drive intersection to address safety, circulation, and capacity issues. Improvements would be coordinated with ongoing development plans and Northgate PDA, and future planning process where appropriate.
- **3A** Includes various projects identified in the 2018 BPMP, consistent with the priorities expressed in that Plan.

⁵ San Rafael General Plan 2040, Mobility Element, Page 10-1.

⁶ San Rafael General Plan 2040, Mobility Element, Page 10-17

- **4B Northgate Area Intersection and Complete Streets Improvements.** Includes Las Gallinas/Northgate and Las Gallinas/Del Presidio intersections. Also includes improvements to Las Gallinas Avenue and Los Ranchitos Road, Northgate Drive, and Del Presidio Blvd, and continued development of North San Rafael Promenade.⁷

Although there is currently heavy congestion, particularly during peak hours, such as the work and school commute, the City has identified improvements that will help alleviate congestion. As shown on the City's Active Projects and Capital Improvement Program (CIP) webpage, plans for ADA improvements, a roundabout, and relocation of an existing bus stop at the intersection of Manuel T. Freitas Parkway / Redwood Highway-Civic Center Drive (Major Planned Mobility Improvements 1A and 1B above) are planned by the California Department of Transportation (Caltrans) and will improve traffic flow and make the intersection and offramp safer for vehicles and pedestrians.⁸

Staff notes that the Project contributes to the city's long-term vision for the transportation system in that it will redevelop the site with residential and commercial uses proximate to transit, improve bicycle and pedestrian access on and around the site, and will contribute \$500,000 to support trail enhancements between the Project Site and the Marin Civic Center SMART station. As with all projects in the City of San Rafael, the Project is subject to the City's Traffic Impact Fees, which will contribute funds to the city to implement planned mobility improvements throughout the City based on priorities.

Public Transit

Public Transit access to and from the site is provided by Marin Transit, Golden Gate Transit, and Sonoma Marin Area Rail Transit (SMART). 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. The applicant is proposing a \$500,000 contribution to support trail enhancements with is conditioned in the entitlements resolution (Condition of Approval 9 in Attachment 3 Exhibit A). The San Rafael General Plan's mobility element includes policy language about maximizing the benefits of the SMART train service (Policy M-4.3), 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.

⁷ San Rafael General Plan 2040, Mobility Element, Table 10-1, Page 10-23 – 10-24.

⁸ City of San Rafael, Public Works, Active Projects and Capital Improvement Program (CIP), accessed 10/18/2024 <https://www.cityofsanrafael.org/activeprojects/>

Active Transportation

The multi-modal site connectivity map at Sheet SD-5 in Attachment 15 (Site Development Plan) shows bike and pedestrian connection to the site. Sheet L-3 and L-4 in Attachment 18 (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. Overall, the Project proposes improved active transportation options, including associated amenities, through and around the site.

See FEIR discussion below for more details related to environmental impacts as it relates to traffic impacts, the technical studies completed for the Project, and the baseline assumptions included in the FEIR in response to public comments and discussed below.

Public Access to Open Space

Summary: The Project includes two types of open space: Private and common open space that will exclusively serve the residents of each specific building and privately owned open space that will be accessible to the public.

As discussed in detail in the September 24, 2024 PC study session staff report, the Project includes provision of two types of open space including open space as part of each residential parcel (private and common open space) and privately owned publicly accessible open space.

As noted previously, not all residential units include private open space (e.g. balconies and decks), but all residents will have access to common open space that is for the exclusive use by residents of that parcel and contain a variety of amenities (e.g. lawn games, BBQ areas, outdoor kitchens, pools, lounge seating, etc). As currently proposed, no playground facilities are provided in residential common open spaces. The open space amenities within each of the residential parcels is not accessible to the public.

The other type of open space provided in the Project is privately owned publicly access open space is provided in the form of the Town Square, Bike Hub Plaza, Corner Monument Rest Stops, and bicycle and pedestrian pathways. Though these open space areas are privately owned, they will be accessible to the public. As noted previously, and as outlined in Master Use Permit Conditions of Approval 18-33, all privately owned publicly accessible open space will be subject to a Public Access, Use, and Maintenance Agreement.

School Impacts

California law, SB 50, authorizes school districts to impose impact fees to fund school facilities. The law also dictates that said impact fees are deemed full mitigation of a project's potential impacts on schools, thereby precluding cities from imposing additional fees on development in order to fund school facilities. For a full discussion of school impacts, see the FEIR discussion below.

Sustainability Features

Summary: The Project will be primarily electric in nature, including a prohibition of gas/propane fire pits. The residential component will exceed BAAQMD/CalGreen Tier 2 and the commercial component will exceed the requirements of Section 14.18.045 (Designated Parking for Clean Air Vehicles) of the SRMC.

Primarily Electric Construction

The Project is proposed to be primarily electric construction. The exceptions to this goal are the existing buildings containing natural gas infrastructure and new natural gas infrastructure in new and remodeled commercial kitchen spaces. This includes a prohibition on gas fire pits, as set forth in Mitigation Measure GHG-1.

EV Parking

Residential Component

BAAQMD/CalGreen Tier 2 requirements specify that new townhomes with attached private garages are required to be equipped with one 40-ampere, 208/240-volt dedicated EV branch circuit. For multi-family parking facilities, a minimum of 40% of the total parking spaces must be equipped with low power level 2 EV charging receptacles, and at least 10% must be equipped with level 2 EV charges, of which 50% are required to be J1772 connectors. For each multi-family residential parcel, the Project provides 15% of the total parking as EV chargers and 85% as EV ready. It should be noted that although not required, the total surface parking for the townhome parcels (Residential 1 and Residential 2) includes 15% of the total spaces equipped with EV chargers and 85% equipped as EV ready. Table 2 provides a summary of the residential parking supply for the Project.

Table 2: 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 Attachment 17)

3 Provided within two bike rooms (see Sheet RE-50 of Attachment 17)

Phase 2 (2040)

4 Provided within two bike rooms (see Sheet RE-70 of Attachment 17)

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 Attachment 17)

Non-Residential Component

As proposed, the Project exceeds the requirements of Section 14.18.045 (Designated Parking for Clean Air Vehicles) of the SRMC which specifies that parking spaces serving new nonresidential buildings shall provide a minimum of 8% of the total spaces as clean air vehicle spaces. Additionally, all new parking spaces are subject to the CalGreen Tier 2 requirements, which specify that 45% of the total parking spaces be EV capable, 33% of the EV capable spaces be active charging stations, and 50% of the total parking be designated for “Clean Air Vehicles.”

Phase 1 of the Project includes a total of 1,841 parking spaces, of which 445 spaces are new or improved as compared to existing conditions. Of the 445 new or improved vehicular parking spaces, 424 will be designated for low-emitting and fuel-efficient vehicles (223 clean air vehicle and 201 EV capable, 67 of which are active EV charging spaces). Phase 2 of the Project includes a total of 1,301 parking spaces, of which 165 are new or improved spaces. Of the 165 new or improved vehicular parking spaces, 158 will be designated for low-emitting and fuel-efficient vehicles (83 clean air vehicle and 75 EV capable, 25 of which are active EV charging spaces), bringing the Project total, to 582 spaces for low-emitting and fuel-efficient vehicles. At buildout, the total number of parking spaces that are designated for low-emitting and fuel-efficient vehicles, inclusive of those provided in Phase 1 is approximately 45%. Table 3 provides a summary of the commercial parking supply for the Project.

Table 3: 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

Solar & Energy Requirements

Currently, Section 110.10 of the California Energy Code (CEC), entitled “Mandatory Requirements for Solar Readiness” specifies that plans for new development must indicate reserved locations for inverters, reserved pathways for conduit from the solar zone to the electrical service connection, and if central water heating is used, pathways for plumbing from the solar the water-heating system. This requirement has been added as a condition of approval to the Project.

In September 2024, the California Energy Commission (CEC) adopted updated building standards that expand the requirements for heat pumps and electric-ready buildings. As stated in a news release on the CECs website, the California Building Standards Commission (CBSC) is scheduled to consider the updates in December 2024. If approved, the new standards would go into effect on January 1, 2026. As with all projects in the City of San Rafael, the Project will be subject to all applicable codes in effect at the time of building permit submittal. As summarized in the news release, the 2025 Energy Code focuses on:

- Encouraging inherently efficient electric heat pump technology for space and water heating in newly constructed single-family, multifamily, and select nonresidential building types.
- Replacing end-of-life rooftop heating, ventilation, and air-conditioning (HVAC) units of a certain size with high efficiency systems including heat pumps, for existing retail, existing schools, and existing offices and libraries.

- Establishing electric-ready requirements for commercial kitchens and some multifamily buildings, so owners can more easily switch to cleaner electric cooking and water heating, when ready.
- Updating solar and storage standards for assembly buildings, including religious worship, sport, and recreation buildings to make clean energy available for onsite use while minimizing exports to the electrical grid.
- Strengthening ventilation standards to improve indoor air quality in multifamily buildings.⁹

Commercial Tenant Selection

Summary: Land use regulations are written based on the type of use generally and not the specifics of the tenant. A grocery store has been identified as a permitted use in the Northgate Town Square PD Zoning Standards

Both the Planning Commission and public commenters at the September 24th study session expressed a preference for locally owned commercial tenants as part of the Northgate Town Square Project. The applicant has indicated that tenant selection will not be initiated until after entitlements have been approved, so there are no executed agreements with any specific tenants at this time.

Land use regulations are written based on the type of use generally and not the specifics of the tenant. For example, restaurant is a permitted land use in the proposed Northgate Town Square PD zoning standards but both a chain such as Roundtable Pizza or a small locally owned pizzeria would both fall under that land use type.

A food market was identified as a desirable land use within the Project to support the introduction of residential units to the site. While the City can remove barriers in an effort to facilitate a specific land use type, absent a development agreement the City does not have the regulatory authority to require a grocery store as part of the Project. A grocery store has been identified as a permitted use in the Northgate Town Square PD Zoning Standards.

Density Bonus and Affordable Housing

Summary: Each residential building will construct its own affordable units. Overall, by providing 10% (143 units) of the residential units on site as affordable to low-income households the Project complies with the 5% on-site Primary Requirement and the 5% on-site Secondary Requirement required by SRMC section 14.16.030 and City Council Resolution No. 14890. 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 applicant can satisfy its affordable housing requirements and need not contribute any fees or additional affordable housing units as a part of the commercial portion of the Project.

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 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

⁹ California Energy Commission, Energy Commission Adopts Updated Building Standards Expanding Requirements for Heat Pumps and Electric-Ready Buildings, September 11, 2024, accessed 10/9/2024: <https://www.energy.ca.gov/news/2024-09/energy-commission-adopts-updated-building-standards-expanding-requirements-heat#:~:text=Encouraging%20inherently%20efficient%20electric%20heat,reduce%20climate%20and%20air%20pollution>.

feet as shown in Project plans, along with an additional 12 feet for projections for non-habitable spaces.

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 4 below. By providing 10% (143 units) of the residential units on site as affordable to low-income households the Project complies with the 5% on-site Primary Requirement and the 5% on-site Secondary Requirement required in City Council Resolution No. 14890.

Affordability to low-income households means that the BMR units must be sold or rented to households earning 50-80% of the Area Medium Income (AMI) in Marin County. Currently, 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 and the developer must obtain occupancy permits on the affordable units prior to occupancy permits for the market rate units. Pursuant to Subsection E (Initial Occupancy, Control of Resale and Continued Affordability of 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.

Table 4: 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
Residential 4	Apartments	446 Total Units 41 studio 310 one-bed 95 two-bed	45 Low-Income 4 studio 31 one-bed 10 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		--

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.

A Master Affordable Housing Agreement will be presented to the City Council for approval as part of other Project entitlements. The Agreement will provide for overarching requirements consistent with the City’s affordable housing regulations and will mandate the individual affordable housing agreements be recorded on each residential parcel prior to the issuance of a building permit for that parcel.

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 has not requested to use the density bonus to increase the number of residential units in the Project. The proposed density of the Project is consistent with the 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 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).

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 on the Project Site 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 5 below summarizes the height of all buildings proposed by the Project.

Table 5: 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"	-

FEIR

Overview

In accordance with the requirements of the California Environmental Quality Act (CEQA), an Environmental Impact Report (EIR) was prepared for the Project, including the FEIR which is before the Planning Commission for consideration along with all Project entitlements. The purpose of the Project-level Northgate Mall Redevelopment Project EIR is to inform decision makers for the City of San Rafael, other responsible agencies, and the public of the potential environmental consequences of implementing the proposed Northgate Town Square Project, identify ways that environmental impacts can be reduced, and disclose substantial adverse impacts that cannot be avoided or significantly reduced. The City Council must certify that the EIR has been adequately prepared in compliance with CEQA before proceeding to consider approval of the Project.

It should be emphasized that the purpose of CEQA is to protect the environment, to the greatest extent possible, from harm caused by development projects; serve as an informational tool to identify and disclose environmental impacts and mitigation measures to reduce or eliminate those impacts; provide a framework for recommending- and decision-making bodies, such as the Planning Commission and City Council, to weigh environmental consequences of a project with its benefits before making a decision; and provide opportunities for public participation. In contrast, CEQA is not a stand-alone approval process: it is not a way to automatically stop projects from being approved, and is not a guarantee of a perfect environment. Rather, CEQA seeks to strike a balance between environmental protection and the need for development.

It also should be recognized that CEQA is intended to address **physical** effects of a project on the environment. While economic or social effects may be relevant to the decision whether to approve a project (for example, causing increased use of a public facility), they are not topics for consideration in the EIR unless they might lead to deterioration or other physical effects.

To date, the following has occurred regarding environmental review of the Project:

- December 9, 2021 – A Notice of Preparation (NOP) was mailed and published.
- January 11, 2022 – A scoping meeting was held to receive public comments on the environmental topics that should be studied.
- January 5, 2024 – The DEIR, Notice of Completion, and Notice of Availability were distributed for public review and comment.
- February 13, 2024 – The Planning Commission held a meeting to receive comments on the DEIR.
- March 5, 2024 – The 60-day public comment period on the DEIR closed.
- October 18, 2024 – The FEIR was made available for review.

Planning Commission Review

As detailed above, the Northgate Town Square Project requires approval of multiple permits, some of which require PC approval, and others, City Council approval. In accordance with Chapter 14.02 of the San Rafael Municipal Code (SRMC), because one Project entitlement requires City Council approval, certification of the EIR and approval of all permits is the responsibility of the City Council whereas the role of the Planning Commission is to conduct a public hearing to consider the adequacy of the EIR as well as consider all permit applications and to provide a recommended action to the City Council.

Under CEQA, the Lead Agency's final decision-making body (the City Council) is required to consider the information in the EIR, along with any other relevant information, prior to making any

decisions on the proposed Project. In the case of the Northgate Town Square Project, because the EIR has identified significant and unavoidable impacts related to Greenhouse Gas Emissions and Noise (see pages 17 and 18 of the February 13, 2024 PC Staff Report), adoption of a Statement of Overriding Considerations is required prior to approval of any Project entitlements. For purposes of the Planning Commission's review, it should be noted that all recommendations on the Project entitlements are contingent upon the City Council deciding to certify the EIR and adopt applicable findings, the statement of overriding considerations, and the MMRP.

DEIR Overview

As detailed above, the DEIR was published for review on January 5, 2024. The February 13, 2024, Planning Commission Staff Report (Attachment 8) provides an in-depth discussion of the substantive and procedural-related aspects of the DEIR. The following provides an overview of the topic areas discussed in the DEIR and should be referenced where more information on specific topics is desired. Page references to the February 13, 2024 PC staff report are provided for convenience of review.

- Page 10 -11: Notice of Preparation and Scoping
- Page 11: Notice of Completion and DEIR Publication
- Page 12 – 18: DEIR Summary and Conclusions
- Page 18: Statement of Overriding Considerations and Public Benefits
- Page 18 – 20: Project Alternatives

FEIR Contents and Organization

Pursuant to Section 15132 (Contents of Final Environmental Impact Reports) of the State CEQA Guidelines, the FEIR consists of (a) the DEIR or a revision of the draft; (b) comments and recommendations received on the DEIR either verbatim or in summary; (c) a list of persons, organizations, and public agencies commenting on the DEIR; (d) responses to significant environmental points raised in the review and consultation process; and (e) any other information added by the City of San Rafael. The City has prepared a Response to Comments (RTC) Document to respond to all environmental issues raised during the public comment period for the DEIR. The DEIR, together with the RTC Document, constitutes the FEIR for the Project. The required contents of the FEIR are organized into the following Chapters of Attachment 14:

- **Chapter 1.0: Introduction** discusses the purpose and organization of the FEIR, and summarizes the environmental review process for the Project.
- **Chapter 2.0: Revised Project** includes a description of refinements to the proposed Project that were made by the Project sponsor following publication of the DEIR (the "Revised Project"). An evaluation and comparison of the impacts and mitigation measures identified in the DEIR to those of the Revised Project are also included in Chapter 2.0.
- **Chapter 3.0: List of Commenters** includes a list of agencies, organizations, and individuals who submitted written and verbal comments on the DEIR.
- **Chapter 4.0: Comments and Responses** includes reproductions of all comment letters received on the DEIR, a transcript of verbal comments provided at the February 2024 Planning Commission public hearing, and written response to CEQA-related comments.
- **Chapter 5.0: DEIR Text Revisions** includes revisions to the DEIR that were determined appropriate or necessary in light of the comments received and responses provided or are necessary to amplify or clarify material provided in the DEIR.

FEIR Comments and Responses

During the public review period (January 5 to March 5, 2024), the City received a total of 268 comment letters from State and local agencies, organizations, and individuals. Two comment letters were received after the close of the 60-day comment period but nonetheless have been responded to in Chapter 4 of the FEIR. In addition, at the February 13, 2024 meeting, 22 verbal comments from members of the public were received. The Planning Commission accepted public comments and directed City staff to prepare the FEIR.

The written responses presented in the FEIR summarize the nature of significant environmental issues raised by each comment and provide a good-faith, reasoned analysis in response. Responses to comments are intended to provide clarification and supplement the information provided in the DEIR, make factual corrections, and explain why certain comments do not warrant further response. Comments on non-CEQA topics are acknowledged for later consideration by the decision-making bodies.

Due to the quantity of comments received and because several comments involve variations of the same key issues, the FEIR employs a master response approach to comprehensively address the issues raised, covering the following topics: 1. DEIR Public Review Period; 2. Project Merits; 3. Environmental Baseline; 4. Transportation Analysis Methodology; 5. Scope of Alternatives; 6. Speculation without Substantial Evidence; 7. CEQA Mitigation Requirements; and 8. Adequacy of the DEIR.

Following is a summary of the topics of greatest concern, including some topics that are addressed through master responses, that were raised by commenters and addressed by responses in the FEIR, regarding the environmental baseline utilized to analyze Project impacts, the transportation analysis methodology used, emergency response and evacuation, fire services, school services, and the use of natural gas in the Project. Full responses are provided in Attachment 14.

Environmental Baseline (see Master Response 3 of Attachment 14).

An EIR examines effects of a Project compared to “baseline” conditions – meaning the situation without the Project – to identify potential impacts. In most cases this means existing conditions at the time the Notice of Preparation is published. However, the DEIR assumed full occupancy of the Northgate Mall for the environmental baseline used. (While the term “full” occupancy is used, the DEIR actually applied trip generation rates based on nationwide mall data which included vacancies.) The result was that the DEIR found no Project impacts in several topics (for example, less traffic congestion due to fewer vehicle trips generated by the Project compared to baseline conditions).

Several comments objected to assuming full occupancy despite the mall experiencing varying vacancy rates over time. In general, commenters asserted that current vacancy rates mean the mall is less active than assumed by the baseline used, and argued that this resulted in the DEIR underreporting traffic impacts, and in turn understating related environmental impacts including air quality, greenhouse gas (GHG) emissions, and noise.

Consistent with State CEQA Guidelines Section 15125(a)(1), the DEIR assumes full occupancy of the Northgate Mall’s approximately 766,507 square feet of existing gross leasable area. Section 15125(a)(1) permits the use of an environmental baseline other than current conditions when substantial evidence demonstrates that using a baseline different than the common “existing conditions” approach is factually supported by substantial evidence. In the case of the proposed Project, the use of a full occupancy scenario is factually supported by the following:

- The Northgate Mall maintained consistently strong occupancy, except for periods of turnover and re-occupancy, from the time the current owner purchased the mall in the first quarter of 2017 when the total vacancy was 24,553 square feet, or only 3.2 percent of the total leasable square footage, until the COVID pandemic.
- The Institute of Transportation Engineers (ITE) *Trip General Manual* rates for shopping malls are based on gross leasable area, defined as the total floor area designed for tenant occupancy and exclusive use, and include an average retail occupancy, based on the actual operation of shopping centers, whose occupancy and performance inherently vary, thus assuring a reasonable amount of rolling vacancy that may occur at any operating shopping center.
- ITE rates for shopping malls do not assume 100 percent of the building space is occupied, but rather rely on surveys of other similar properties, including vacancies.
- ITE trip generation rates are widely used in CEQA documents to analyze Project impacts against established thresholds and is based on actual trip generation data collected by ITE for shopping malls across the United States.
- In consultation with and approval by City transportation staff, the technical consultant who prepared the transportation reports for the DEIR applied the ITE trip generation methodology to existing and with-Project shopping center gross leasable area at Northgate Mall.
- The existing gross leasable square footage of the Northgate Mall (766,507 square feet) has been entitled and may be occupied for retail use at any time as such uses are permitted to operate by-right consistent with the current developed condition of the site. As no new approvals would be required to fill vacant spaces, there is no basis to speculate that in the absence of the proposed Project, regional retail demand would not ultimately be satisfied by retail land uses for any rolling vacancy at the site.

The master response to comments related to the environmental baseline concludes that the DEIR, supported by substantial evidence, used the appropriate baseline assumptions for evaluation of the environmental effects of the proposed Project and does not understate the potential Project impacts and no further analysis is required.

Transportation Analysis Methodology (see Master Response 4 of Attachment 14).

Comments received on the DEIR object to the methodology, information, and analysis presented in the Transportation Impact Study (TIS) and Transportation Operations Study (TOS) cited in DEIR Section 4.9 (Transportation). Comments specifically relate to (1) the trip generation rates used for existing conditions; (2) existing traffic volumes on surrounding roadways; and (3) PM peak- hour traffic counts.

As discussed above, the baseline condition used in the DEIR assumes full occupancy of the Northgate Mall and is based on realistic (e.g. what could occur based on existing built conditions and permitted retail uses) and historic occupancy rates. The methodology and analysis contained in the TIS and TOS appropriately uses ITE trip generation data that is based on average retail occupancy and actual operation of shopping centers across the United States, including a reasonable amount of rolling vacancy that may occur at any operating shopping center.

Both the TIS and TOS were peer reviewed by the City's on-call transportation consultant and the CEQA consultant retained by the City to prepare the EIR and were determined to comply with the current standards and methodologies required by law, including the City of San Rafael

Transportation Analysis Guidelines (TA Guidelines). As such, the baseline assumptions and associated transportation analysis methodology are factually supported by evidence; and therefore, the analysis does not need to be modified. Furthermore, as fully detailed in the FEIR, no new impacts would result, and no new mitigation measures are required.

School Services (see Responses A-3-2 and A-3-5 of Attachment 14).

The proposed Project is consistent with the development assumed for the Project Site in the 2040 General Plan, certified 2040 General Plan FEIR, and 2023-2031 Housing Element. No impacts to school facilities were identified at the time that these planning and policy documents were adopted.

The proposed Project would generate a total of 333 elementary and middle school students between 2025 and 2040, when the Project is anticipated to be complete. Development within San Rafael is subject to the Mitigation Fee Act per California Government Code Section 65995, which is described on page 4.13-9 of the DEIR. In July 2022, the Miller Creek School District (MCSD) approved increases to development impact fees amounting to \$4.83 per square foot for residential uses and \$0.79 per square foot for commercial uses, with 70 percent of fees collected to benefit the MCSD. These fees are intended to provide MCSD with the funds to plan for and accommodate expanding enrollment within their service area that is associated with and in line with the pace of new development and are considered, per California Government Code Section 65995(3)(h), "... to be full and complete mitigation of the impacts of any legislative or adjudicative act, or both, involving, but not limited to, the planning, use, or development of real property, or any change in governmental organization or reorganization...on the provision of adequate school facilities." The MCSD does not rely on development fees alone to fund its service and facility needs. Other funding sources to cover capital costs include local bond measures and State grants.

Regarding traffic impacts related to drop-off hours at Vallecito Elementary School, residential uses generate fewer trips than commercial use; therefore, compared to baseline conditions for both average daily and PM peak hour trips would be reduced. AM peak-hour trips would increase slightly. The calculations used in the determination of trips generated for residential uses include the transport of student to schools, and all impacts related to transportation and circulation were determined to be less than significant. Congestion on surrounding roadways is no longer considered an impact under CEQA, although secondary effects of such congestion are fully addressed in the DEIR. There is no need to conduct an evaluation of traffic congestion on area roadways during periods that do not fully coincide with the typical AM and PM peak-hour traffic periods that are evaluated in transportation operations

Emergency Evacuation (see Response B-9-1 of Attachment 14).

Commenters expressed concern over emergency evacuation in the event of a wildfire, and whether addition of Project residents would make evacuation more difficult for the existing community, including seniors living nearby.

The significance threshold established for evaluation of impacts related to wildfire is whether or not the proposed Project would *create new or exacerbate existing conditions*. Factors to consider related to wildfire hazards include, but are not limited to: (1) proximity between the hazard and the Project location; (2) density of the existing environment and proposed Project; (3) evacuation access and egress; and (4) risk reduction measures applied throughout the community and incorporated into Project design.

Wildfire prone areas are typically within the wildland-urban interface (WUI), generally defined as where the built environment intermingles with the natural environment. The Project Site is not located within a State Responsibility Area (SRA) or within a Very High Fire Hazard Severity Zone

(VHFHSZ) as mapped by the California Department of Forestry and Fire Protection (CAL FIRE). The southern edge of the Project Site is in a Moderate Fire Hazard Severity Zone – Local Responsibility Area (LRA) as mapped by Marin County and the northwest corner of the Northgate Mall site is in a WUI area as defined by Marin County; both County designations are recognized in the San Rafael General Plan.

While the Project Site is on the edge of these two designated areas, it is not immediately adjacent to any highly vegetated or undeveloped areas. Furthermore, the City’s vegetation standards for new and existing development (Municipal Code Chapter 4.12) and the City’s Wildfire Protection Action Plan require all owners, regardless of WUI status, to maintain vegetation in ways that reduce wildfire risk, above and beyond state standards relating to vegetation management.

As discussed in Section 4.13, Public Services of the DEIR, the population at the site was determined to be consistent with the population projections assumed in the 2040 General Plan and the General Plan EIR and was previously planned for by the San Rafael Fire Department (SRFD). Furthermore, the SRFD reviewed the proposed Project as part of the standard development application review process and confirmed that there are no requirements for new facilities, emergency personnel, or equipment to serve the proposed Project.

The Marin County Emergency Operations Plan, the San Rafael Emergency Operations Plan, and hazard specific playbooks govern evacuation and response in the event of natural disasters, such as wildfire, and would be implemented should evacuation in the area be necessary. These plans are periodically updated and consider redevelopment of the Northgate Mall site as planned for in the 2040 General Plan. Evacuation protocols and notifications also implement a tiering system beginning with the areas and populations that are most likely to be affected by emergency events, with consideration of the ability for these populations to have adequate time to evacuate given their location and available roadway capacity and routes, beginning with “mandatory” evacuations to “advisory.” Shelter in place is often an option for less vulnerable locations; the large “fire-hardened” Project Site (i.e., entirely paved or covered with buildings constructed to current fire code requirements) likely would be the least vulnerable development in the area. This tiered process ensures timely and orderly evacuations that discourage simultaneous or unnecessary evacuation of large populations that could lead to gridlock or slowed evacuation. Therefore, the proposed Project would not prevent or substantially hinder evacuation in the case of a wildfire event.

Fire Services (see Response E-2-2 through E-2-5 of Attachment 14).

Commenters question the EIR’s conclusions that the Project will not have significant impacts on fire services, including whether a new fire station is required to serve the Project area. The comments are based in part on preliminary reviews of the proposed Project by the Fire Department suggesting possible need for a station and additional equipment and staffing. The comments also suggest that the DEIR relied too heavily on information and conclusions in the General Plan EIR.

The State CEQA Guidelines (Appendix G), used by the City identifies the following significance threshold regarding impacts relative to Project development:

Result in substantial adverse physical impacts associated with the provision of new or physically altered governmental facilities, need for new or physically altered governmental facilities, the construction of which could cause significant environmental impacts, in order to maintain acceptable service ratios, response times or other performance objectives...

Based on this significance threshold, the impact evaluation is tied to whether or not physical impacts to the environment would occur (i.e., from new construction), not whether or not the SRFD

would require additional staffing, equipment, or funding to serve the proposed development. As the Project was considered and evaluated in the certified General Plan EIR, the DEIR properly tiers from the General Plan 2040 EIR where appropriate and in particular when evaluating the increased population that would occur with the proposed Project. Because the proposed Project is within the population growth projections of the General Plan EIR, and because fire services and facilities were deemed to be adequate to serve new development, the DEIR for the proposed Project relies on the analysis and conclusions of the General Plan EIR in the evaluation of potential impacts to fire services and capacity.

However, the DEIR also includes Project-specific evaluations of potential impacts to fire services and capacity. The City undertook a comprehensive citywide evaluation of the adequacy of existing fire and emergency medical service capacity and infrastructure to serve existing and future demand. The study also included a site-specific evaluation of facilities and projected population of the Northgate area, including the increased population and demand associated with the proposed Project and any potential staffing or resource deficiencies. The study found that no additional facilities or firefighting and emergency medical service resources would be needed based on the projected size, density, and incident volume in the Project area. Based on these analyses, the Fire Department changed its preliminary conclusions and determined that no new fire station or other physical improvements are needed as a result of the Project.

It is worth noting that even if a new fire station is determined necessary as a result of the Project or to serve the increased population of the Northgate area and its vicinity in general, it is unlikely that it would result in new or increased environmental effects from construction or operation of the station not already recognized by the EIR. Construction of a fire station would not cause different effects than construction of the Project, especially since a fire station likely would replace other buildings in the Project. Operation of a fire station would not cause new traffic or other impacts, as station-related activity is sporadic and limited, and likely less than the Project building it would replace.

School Services (see Responses A-3-2 and A-3-5 of Attachment 14).

Comments stated that new students from the Project would exceed the capacity of and overburden affected schools within the Miller Creek School District (MCSD) and that the required development fees would not be sufficient mitigation to fund needed facilities.

Comments also stated that Project traffic would worsen congestion during the pick up and drop off periods for Vallecito Elementary School and create hazardous conditions.

As discussed in the DEIR, the proposed Project's contribution to the increased enrollment within MCSD is consistent with the student enrollment and population projections considered and evaluated in the certified 2040 General Plan FEIR (refer to Section 4.2, Population and Housing, in the DEIR). Further, the time frame for full buildout of the Project would allow MCSD the opportunity to plan for student enrollment increases in schools serving the Project Site.

In addition, development within San Rafael is subject to the Mitigation Fee Act per California Government Code Section 65995. Each school district that serves San Rafael assesses its needs individually based on student generation rates from development, and charges development impact fees accordingly. School districts determine their own development impact fees, often dependent on student generation rates for that district. These payments accommodate the need for new facilities based on the increase in student population in each district. According to California Government Code Section 65995(3)(h), the payment of statutory fees is "deemed to be full and complete mitigation of the impacts of any legislative or adjudicative act, or both, involving, but not limited to, the planning, use, or development of real property, or any change in

governmental organization or reorganization...on the provision of adequate school facilities.” Payment of impact fees in compliance with the MCSD’s own developer fee schedule is deemed by State law to ensure that impacts to school facilities would be less than significant, and the DEIR’s less than significant impact conclusion remains valid. Further, the MCSD does not rely on development fees alone to fund its service and facility needs. Other funding sources to cover capital costs include local bond measures and State grants.

Lastly, the proposed Project would not conflict with any applicable plans, ordinances, or policies addressing components of the circulation system (pages 4.9-18 through 4.9-22 of the DEIR) and would not substantially increase design hazards on surrounding roadways (pages 4.9-24 through 4.9-27 of the DEIR). Further, as described throughout Section 4.9 (Transportation) of the DEIR, traffic on surrounding roadways would be reduced compared to baseline conditions for both average daily and PM peak-hour trips, and would increase slightly for AM peak-hour trips; these calculations would include the transport of new students generated by the proposed Project.

Greenhouse Gas Emissions (see Response B-3-12 of Attachment 14).

Commenters incorrectly claimed that the DEIR allows gas fire pits and rejects electric fire pits as mitigation. As identified in Mitigation Measure GHG-1, the City elected to explicitly prohibit such features in the Project. Subsequent Project revisions, as set forth in Section 2.0 of the FEIR, removed gas-fired fire pits from the Project design entirely. Contrary to public comment, the Project would meet or exceed CALGreen Code Tier 2 voluntary parking standards (refer to pages 4.11-23 and 4.11-24 of the DEIR). The refined Project plans, which demonstrate compliance with these parking standards are included in Chapter 3.0, Project Description, of the DEIR and were therefore included in the analysis.

The DEIR adopts the Bay Area Air Quality Management District’s (BAAQMD’s) recommended GHG significance thresholds, which include a list of design criteria that BAAQMD has concluded demonstrate that a land use project is doing its fair share to meet the State’s GHG reduction goals. The proposed Project meets all of these design criteria except one – the natural gas prohibition – because the Project proposes using natural gas for commercial kitchens. As a result of failing to meet this design criteria, the DEIR found the Project to have a significant unavoidable impact for the topic of policy consistency.

The DEIR (page 4.11-24) provides a discussion of how such prohibition on natural gas use in commercial kitchens is infeasible, inconsistent with City municipal code, and is legally indefensible. The City’s permitted use of natural gas in commercial kitchen is supported by studies commissioned by the California Public Utilities Commission and the California Energy Commission and California. While comments detailing the availability and use of all-electric equipment to replace natural gas equipment have been provided, these comments do not establish it would be practical or feasible for the proposed Project. This is in part because national brand restaurant operators – likely tenants of the Project – have not implemented all-electric kitchen operations and would be discouraged by a prohibition on natural gas.¹⁰

As explained on page 4.11-24 of the DEIR, the proposed Project would have a net negative impact on operational GHG emissions because the existing land uses would be replaced with less emission-intensive uses. The DEIR identifies all feasible mitigation measures that are practically available to reduce impacts related to GHG emissions. Additional mitigation measures to further

¹⁰ Of the national restaurant brands that operate at the project sponsor’s approved West Coast projects, none uses an all-electric prototype design and only Chipotle (a fast-casual rather than sit-down restaurant) is experimenting with an all-electric location. (See FEIR, Section 4.10, Response to Comment B-3-12.)

reduce GHG emissions would not change the significant and unavoidable finding because they would not alter the natural gas inconsistency, and they would have only a small effect on reducing GHG emissions since the Project already includes several sustainability features designed to reduce GHG impacts.

Air Quality and Construction Health Risk Assessment

Comments were raised pertaining to the meteorological data used in the construction health risk assessments (HRA) and that one stationary source was identified that was not included in the cumulative HRA.

The HRA (DEIR, Appendix I) utilized meteorological data from the Napa County Airport. Upon review, it was determined the Sonoma Baylands was the most representative data set and the meteorological data for this location was used in the remodeled HRA as presented in *Supplemental Air Quality Analysis Technical Memorandum* (FEIR, Appendix A). Incorporating the alternate meteorological data resulted in a maximally exposed individual (MEI) unmitigated off-site risk of 18.60 in 1 million, which would exceed the BAAQMD cancer risk of 10 in 1 million. The on-site unmitigated MEI would be 11.08. (see FEIR, revised Table 4.10.I).

Though the MEI resulting from the revised HRA exceeded BAAQMD thresholds and increased compared to the calculations provided in the DEIR, with implementation of recommended mitigation measures, construction of the proposed Project would not exceed BAAQMD thresholds at the MEI.

Additionally, comments were received regarding the absence of the emergency generator at the Marin Specialty Surgery Center from the cumulative HRA. This emission source was added to the BAAQMD's Stationary Screening Source Map database after "Stationary Source Risk and Screening Report" cited in the DEIR was run. To ensure the inclusion of all potential sources within 1,000 feet of the Project Site, the maximum cumulative health risk was reassessed to include this emission source. As detailed in FEIR, revised Table 4.10.K, when this source is added, the cumulative risk from all sources within 1,000 feet of the Project boundary would be 40.89 in one million, which is still below the BAAQMD cumulative cancer risk of 100 in one million.

The supplemental analysis provided in Appendix A of the FEIR is consistent with the conclusion and do not alter the analysis of impacts cited in the DEIR.

Revisions to the DEIR

In response to public comments, revisions have been made to the DEIR. Where revisions to the DEIR text are warranted, the FEIR identifies both the DEIR page number of the revision and text of the appropriate revision. All text revisions made to the DEIR are provided in Chapter 5.0 with new text indicated by double underlined text, and deleted text shown in ~~strikeout~~. A brief summary of revisions is included below.

Revised Project

Following publication of the DEIR and close of the public comment period on March 5, 2024, the Project sponsor submitted a revised proposal on June 4, 2024. The re-submitted Project application (Attachment 15 - 25) includes design refinements and revised entitlement requests, referred to in the FEIR as the "Revised Project." Chapter 2.0 of the FEIR fully documents and analyzes the Revised Project as compared to the environmental impacts of the Project evaluated in the DEIR. As discussed in Chapter 2.0 of the FEIR, the Revised Project does not add significant new information to the EIR and would not substantially change the construction and operational impacts and related mitigation measures identified in the DEIR. The Revised Project would result

in a minor increase in the amount of commercial space (1,860 square feet) and retains the same number of residential dwelling units overall. As detailed in the FEIR, the location, uses, manner of construction, and operational characteristics of the Revised Project are substantially similar to those described in Chapter 3.0 of the DEIR, and as evaluated and where necessary, mitigated in Chapter 4.0 of the FEIR. The Project refinements do not affect the impact conclusions presented in the DEIR.

Supplemental Air Quality Memorandum

In response to public comments received on the DEIR, a supplemental air analysis technical memorandum (August 13, 2024) was prepared (see discussion above). Results of the supplemental analysis are summarized in Chapter 5.0 of the FEIR. As provided in detail therein, revisions represent a minor change to the DEIR to clarify the analysis. Of note, Mitigation Measure AIR-3a was modified to require equipment greater than 50 horsepower (hp) be Tier 4 rated, and that this equipment be used during all phases of construction. Additionally, revisions to this mitigation measure remove the possibility of an exemption from the requirement. These changes were made to clarify applicable mitigation requirements and to apply more stringent standards for construction emissions. These changes were not made to address any new or more severe impacts as none were identified through the Supplemental Air Quality Analysis. The Supplemental Air Quality Analysis Technical Memorandum does not change the conclusions or analysis of impacts identified in the DEIR, rather it provides additional support for the DEIR conclusions and revised mitigation measures.

Findings of Fact

Public Resources Code 21081 and Section 15091 of the CEQA Guidelines require that the lead agency prepare written findings for identified significant impacts, accompanied by a brief explanation for the rationale for each finding. The City of San Rafael (City) is the lead agency responsible for preparation of the EIR in compliance with CEQA and the CEQA Guidelines. Section 15091 of the CEQA Guidelines states, in part, that:

- a) No public agency shall approve or carry out a Project for which an EIR has been certified which identifies one or more significant environmental effects of the Project unless the public agency makes one or more written findings for each of those significant effects, accompanied by a brief explanation of the rationale for each finding. The possible findings are:
 - 1) Changes or alterations have been required in, or incorporated into, the Project which avoid or substantially lessen the significant environmental effect as identified in the FEIR.
 - 2) Such changes or alterations are within the responsibility and jurisdiction of another public agency and not the agency making the finding. Such changes have been adopted by such other agency or can and should be adopted by such other agency.
 - 3) Specific economic, legal, social, technological, or other considerations, including provision of employment opportunities for highly trained workers, make infeasible the mitigation measures or Project alternatives identified in the FEIR.

Findings of fact are included in Attachment 14.

Statement of Overriding Considerations

Based on the analysis contained in the FEIR, the following impacts have been determined to be significant and unavoidable:

- **Impact GHG-1:** The proposed Project would not incorporate all of the Bay Area Air Quality Management District’s (BAAQMD) recommended design thresholds to reduce GHG emissions due to the use of natural gas in commercial restaurant kitchens and no feasible mitigation measures are available to reduce this impact to a less than significant level;
- **Impact GHG-2:** Because the proposed Project would generate GHG emission that would have a significant effect on the environment, the proposed Project would conflict with applicable plans, policies, and regulations adopted for the purpose of reducing GHG emissions, and no feasible mitigation measures are available to reduce this impact to a less than significant level; and
- **Impact NOI-2:** Phase 2 operation period noise levels would exceed the City’s land use compatibility thresholds for future on-site sensitive receptors and no feasible mitigation measures are available to reduce this impact to a less than significant level.

In accordance with Public Resource Code 21081 and Section 15093 of the CEQA Guidelines, whenever significant impacts cannot be mitigated to a level below significance, the lead agency is required to balance the benefits of the proposed Project against its unavoidable environmental risks when determining whether to approve the Project. If the benefits of a proposed Project outweigh the unavoidable adverse environmental effects, the adverse effects may be considered “acceptable.” In that case, the decision-making agency may prepare and adopt a Statement of Overriding Considerations, pursuant to the CEQA Guidelines, and approve the Project.

A Statement of Overriding Considerations as it relates to the significant and unavoidable impacts related to GHGs and Noise are included in Attachment 0 Exhibit A. In summary, the Statement of Overriding Considerations finds that the following project benefits outweigh the significant and unavoidable impacts of the project:

- The project will implement the San Rafael General Plan 2040 vision for mixed use, transit-oriented development, and high-density housing on the project site; and is consistent with City’s General Plan intent¹¹ to:
 - Support new housing and promote the innovative mix of housing types;
 - Encourage opportunities for new housing in commercial districts;
 - Promote higher density housing near transit and along bus lines; and
 - Emphasize inclusive housing opportunities for all segments of the community.
- The project will implement the City’s and regional agencies’ designation of the project site as the Northgate Priority Development Area, an area identified by the City and the Association of Bay Area Governments (ABAG) as a place where development can help meet both local and regional housing needs in close proximity to convenient public transit service;
- The project will redevelop the existing mall facility into a mixed-use center with a relevant mix of commercial and retail offerings to support the local economy and provide tax revenues and employment opportunities;

¹¹ San Rafael. City of. Table 1.2, 2023-2031 Housing Element.

- Development of the site will create new housing to satisfy the needs of residents of various economic levels to satisfy the Regional Housing Needs Assessment (RHNA) allocation identified in the City’s 2023-2031 Housing Element;
- The provision of 1,422 dwelling units proposed represents 44.1 percent of the City’s total Regional Housing Needs Allocation (RHNA) for the 2023-2031 cycle. As the City has not previously met its RHNA target (only 388 of 1,007 of the allocated units [38.5 percent] were permitted during the first seven years of the 2015-2023 cycle), the proposed project would better ensure the provision of housing sufficient to meet the City’s RHNA allocation.
- The project will create a publicly-accessible town center/urban village through a combination of retail, dining, and residential uses within a pedestrian-oriented urban core; and
- The project will provide new publicly-accessible outdoor amenities and open spaces, street improvements, and recreational opportunities interconnected by pedestrian links throughout the project.

ATTACHMENTS AND EXHIBITS

Draft Resolutions & Exhibits

Attchmnt 1 Draft Resolution Recommending Certification of the FEIR, Adoption of Findings of Fact, Statement of Overriding Considerations, and Mitigation Monitoring and Reporting Program

- Exhibit A Findings of Fact and Statement of Overriding Considerations
- Exhibit B Mitigation Monitoring and Reporting Program

Attchmnt 2 Draft Resolution Recommending Adoption of a Zoning Amendment

- Exhibit A Draft City Council Ordinance
- Exhibit B Planned Development District Standards
- Exhibit C Northgate Town Square Development Plan (2025 and 2040)
- Exhibit D Property Legal Description (Metes and Bounds)
- Exhibit E General Plan Consistency Analysis
- Exhibit F Amended Zoning Map

Attchmnt 3 Draft Resolution Recommending Approval of A Vesting Tentative Subdivision Map, Master Use Permit, Environmental and Design Review Permit, and Master Sign Program

- Exhibit A Conditions of Approval
- Exhibit Ai Mitigation Monitoring and Reporting Program (MMRP)
- Exhibit Aii POPA improvement Exhibit

Consistency Analyses

- Attchmnt 4** Title 14 (Zoning) Consistency Analysis
- Attchmnt 5** Title 15 (Subdivisions) Consistency Analysis
- Attchmnt 6** General Plan 2040 Consistency Analysis
- Attchmnt 7** Design Guidelines Consistency Analysis

Staff Reports & Prior Hearing Materials

- Attchmnt 8** Planning Commission Staff Report (DEIR, February 13, 2024)
- Attchmnt 9** Planning Commission Staff Report (Study Session, September 24, 2024)
- Attchmnt 10** Planning Commission and DRB Feedback Matrix

FEIR and Supplemental Analyses

- Attchmnt 11** Fiscal Impact Analysis, Seifel Consulting Inc., September 30, 2024
- Attchmnt 12** Northgate Project Impact Study, Emergency Services Consulting International, 2024
- Attchmnt 13** Fire Interdepartmental Memorandum, September 11, 2024
- Attchmnt 14** FEIR [FEIR LINK](#)

Project Plans and Documents

- Attchmnt 15** Site Development Plan (Sheets SD-1 – SD-16)
- Attchmnt 16** Retail Architecture Plans (Sheets RT-1 – RT-50)
- Attchmnt 17** Residential Architecture Plans (Sheets RE-1 – to RE-103)
- Attchmnt 18** Landscape Plans (Sheets L-1 – L-62)
- Attchmnt 19** Civil Plans (Sheets C-0.2 – C-5.29)
- Attchmnt 20** Lighting Plans (Sheets LT-1 – LT-4)
- Attchmnt 21** Sign Program
- Attchmnt 22** Fire Access Plan
- Attchmnt 23** Waste and Recycling Plan
- Attchmnt 24** Applicant Prepared Density Bonus Narrative
- Attchmnt 25** Applicant Prepared Project Narrative