



PURPOSE

This form serves as the preliminary application for housing development projects seeking vesting rights pursuant to SB 330, the Housing Crisis Act of 2019.

GENERAL INFORMATION

An applicant for a housing development project that includes (1) residential units (2) a mix of commercial and residential uses with two-thirds of the project's square footage used for residential purposes; or (3) transitional or supportive housing, shall be deemed to have submitted a preliminary application upon provision of all of the information listed in this Preliminary Application form and payment of the permit processing fee to the agency from which approval for the project is being sought.

After submitting this Preliminary Application to the local agency, an applicant has 180 days to submit a full application, or the Preliminary Application will expire.

Submittal Date Stamp^{*1,2}:

(This area is reserved for a date stamp.)

^{*1}Submittal of all the information listed and payment of the permit processing fee freezes fees and development standards as of this date unless exceptions per Government Code § 65889.5(o) are triggered.

^{*2}Note: Record keeping pertaining to which standards and fees apply at date of submittal is imperative, as penalties may apply for imposing incorrect standards.

DETAILED DESCRIPTION OF PROJECT

~~This item is not identified in Government Code section 65941.1(a) and, therefore, cannot be required. However, at the City's request, we provide the following information: The project involves redevelopment of the existing Northgate Mall through demolition of the mall structure and the RH Outlet, Macy's, and Kohl's anchor buildings, and the construction of new commercial space, parking facilities, multifamily residential dwelling units, and community open space. New commercial structures will include opportunities for large retailers and small retailers, as well as development pads for future construction.~~

- Notes:
1. California Environmental Quality Act (CEQA) and Coastal Act standards apply.
 2. After submittal of all of the information required, if the development proponent revises the project to change the number of residential units or square footage of construction changes by 20 percent or more, excluding any increase resulting from Density Bonus Law, the development proponent must resubmit the required information so that it reflects the revisions.

SITE INFORMATION

1. PROJECT LOCATION - The specific location, including parcel numbers, a legal description, and site address, if applicable.

Street Address 5800 Northgate Drive Unit/Space Number _____

Legal Description (Lot, Block, Tract)

Attached? YES NO

Please see attached.

Assessor Parcel Number(s)

Please see attached.

2. EXISTING USES - The existing uses on the project site and identification of major physical alterations to the property on which the project is to be located.

Please see attached.

3. SITE PLAN - A site plan showing the building(s) location on the property and approximate square footage of each building that is to be occupied.

Attached? YES NO

4. ELEVATIONS - Elevations showing design, color, material, and the massing and height of each building that is to be occupied.

Attached? YES NO

5. PROPOSED USES - The proposed land uses by number of units and square feet of residential and nonresidential development using the categories in the applicable zoning ordinance.

Please see attached.

a. RESIDENTIAL DWELLING UNIT COUNT:

Please indicate the number of dwelling units proposed, including a breakdown of levels by affordability, set by each income category.

	Number of Units
Market Rate	1,697
Managers Unit(s) – Market Rate	0
Extremely Low Income	0
Very Low Income	0
Low Income	168
Moderate Income	0
Total No. of Units	1,865
Total No. of Affordable Units	168
Total No. of Density Bonus Units	254

Other notes on units:

Please see attached.

6. FLOOR AREA - Provide the proposed floor area and square footage of residential and nonresidential development, by building (attach relevant information by building and totals here):

	Residential	Nonresidential	Total
Floor Area (Zoning)	2,353,343 sf	116,740 sf	2,470,083 sf
Square Footage of Construction	2,353,343 sf	99,400 sf	2,452,743 sf

7. PARKING - The proposed number of parking spaces:

4,029

8. AFFORDABLE HOUSING INCENTIVES, WAIVERS, CONCESSIONS and PARKING REDUCTIONS - Will the project proponent seek Density Bonus incentives, waivers, concessions, or parking reductions pursuant to California Government Code Section 65915?

YES NO

If "YES," please describe:

Please see attached.

9. SUBDIVISION – Will the project proponent seek any approvals under the Subdivision Map Act, including, but not limited to, a parcel map, a vesting or tentative map, or a condominium map?

YES NO

If "YES," please describe:

The project will include a request for approval of a vesting tentative map.

10. POLLUTANTS – Are there any proposed point sources of air or water pollutants?

YES NO

If "YES," please describe:

11. EXISTING SITE CONDITIONS – Provide the number of existing residential units on the project site that will be demolished and whether each existing unit is occupied or unoccupied. Provide attachment, if needed.

	Occupied Residential Units	Unoccupied Residential Units	Total Residential Units
Existing	0	0	0
To Be Demolished	0	0	0

12. ADDITIONAL SITE CONDITIONS –

- a. Whether a portion of the property is located within any of the following:
- i. A very high fire hazard severity zone, as determined by the Department of Forestry and Fire Protection, pursuant to Section 51178? YES NO
 - ii. Wetlands, as defined in the United States Fish and Wildlife Service Manual, Part 660 FW 2 (June 21, 1993)? YES NO
 - iii. A hazardous waste site that is listed pursuant to Section 65962.5, or a hazardous waste site designated by the Department of Toxic Substances Control pursuant to Section 25356 of the Health and Safety Code? YES NO
 - iv. A special flood hazard area subject to inundation by the 1 percent annual chance flood (100-year flood) as determined by any official maps published by the Federal Emergency Management Agency? YES NO
 - v. A delineated earthquake fault zone as determined by the State Geologist in any official maps published by the State Geologist, unless the development complies with applicable seismic protection building code standards adopted by the California Building Standards Commission under the California Building Standards Law (Part 2.5 (commencing with Section 18901) of Division 13 of the Health and Safety Code), and by any local building department under Chapter 12.2 (commencing with Section 8875) of Division 1 of Title 2? YES NO
 - vi. A stream or other resource that may be subject to a streambed alteration agreement pursuant to Chapter 6 (commencing with Section 1600) of Division 2 of the Fish and Game Code? YES NO

If "YES" to any, please describe:

- b. Does the project site contain historic and/or cultural resources? YES NO

If "YES," please describe:

c. Does the project site contain any species of special concern?

YES NO

If "YES," please describe:

None have been found; any potential impacts to roosting species would be avoided.

d. Does the project site contain any recorded public easement, such as easements for storm drains, water lines, and other public rights of way?

YES NO

If "YES," please describe:

Please see attached map and notes.

e. Does the project site contain a stream or other resource that may be subject to a streambed alteration agreement pursuant to Chapter 6 (commencing with Section 1600) of Division 2 of the Fish and Game Code? Provide an aerial site photograph showing existing site conditions of environmental site features that would be subject to regulations by a public agency, including creeks and wetlands.

YES NO

If "YES," please describe and depict in attached site map:

[Empty box for describing and depicting site map features]

f. **COASTAL ZONE** - For housing development projects proposed to be located within the coastal zone, whether any portion of the property contains any of the following:

a. Wetlands, as defined in subdivision (b) of Section 13577 of Title 14 of the California Code of Regulations.

Not applicable YES NO

b. Environmentally sensitive habitat areas, as defined in Section 30240 of the Public Resources Code.

YES NO

c. A tsunami run-up zone.

YES NO

d. Use of the site for public access to or along the coast.

YES NO

- g. **PROJECT TEAM INFORMATION** - The applicant's contact information and, if the applicant does not own the property, consent from the property owner to submit the application.

Applicant's Name Merlone Geier Partners, LLC, Attn: David Geiser

Company/Firm Merlone Geier Partners, LLC

Address 425 California St. Unit/Space Number 10th Floor

City San Francisco State CA Zip Code 94104

Telephone 415-693-9000 Email dgeiser@merlonegeier.com

Are you in escrow to purchase the property? YES NO

Property Owner of Record Same as applicant Different from applicant

Name (if different from applicant)

MGP XI Northgate, LLC, Attn: Scott McPherson

Address 425 California St. Unit/Space Number 10th Floor

City San Francisco State CA Zip Code 94104

Telephone 415-693-9000 Email smcpherson@merlonegeier.com

Optional: Agent/Representative Name

Company/Firm _____

Address _____ Unit/Space Number _____

City _____ State _____ Zip Code _____

Telephone _____ Email _____

Optional: Other (Specify Architect, Engineer, CEQA Consultant, etc.)

Name: _____

Company/Firm _____

Address _____ Unit/Space Number _____

City _____ State _____ Zip Code _____

Telephone _____ Email _____

Primary Contact for Project: Owner Applicant Agent/Representative Other

PROPERTY OWNER AFFIDAVIT


Before the application can be accepted, the owner of each property involved must provide a signature to verify the Preliminary Application is being filed with their knowledge. Staff will confirm ownership based on the records of the City Engineer or County Assessor. In the case of partnerships, corporations, LLCs or trusts, the agent for service of process or an officer of the ownership entity so authorized may sign as stipulated below.

- **Ownership Disclosure.** If the property is owned by a partnership, corporation, LLC or trust, a disclosure identifying the agent for service or process or an officer of the ownership entity must be submitted. The disclosure must list the names and addresses of the principal owners (25 percent interest or greater). The signatory must appear in this list of names. A letter of authorization, as described below, may be submitted provided the signatory of the letter is included in the Ownership Disclosure. Include a copy of the current partnership agreement, corporate articles, or trust document as applicable.
- **Letter of Authorization (LOA).** A LOA from a property owner granting someone else permission to sign the Preliminary Application form may be provided if the property is owned by a partnership, corporation, LLC or trust, or in rare circumstances when an individual property owner is unable to sign the Preliminary Application form. To be considered for acceptance, the LOA must indicate the name of the person being authorized to file, their relationship to the owner or project, the site address, a general description of the type of application being filed and must also include the language in items 1-3 below. In the case of partnerships, corporations, LLCs or trusts, the LOA must be signed by the authorized signatory as shown on the Ownership Disclosure or in the case of private ownership by the property owner. Proof of Ownership for the signatory of the LOA must be submitted with said letter.
- **Grant Deed.** Provide Copy of the Grant Deed if the ownership of the property does not match local records. The Deed must correspond exactly with the ownership listed on the application.
- **Multiple Owners.** If the property is owned by more than one individual (e.g., John and Jane Doe, or Mary Smith and Mark Jones) signatures are required of all owners.

1. I hereby certify that I am the owner of record of the herein previously described property located in San Rafael, California, _____ which is involved in this Preliminary Application, or have been empowered to sign as the owner on behalf of a partnership, corporation, LLC, or trust as evidenced by the documents attached hereto.

2. I hereby consent to the filing of this Preliminary Application on my property for processing by the Department of Community Development _____ for the sole purpose of vesting the proposed housing project subject to the Planning and Zoning ordinances, policies, and standards adopted and in effect on the date that this Preliminary Application is deemed complete.

3. Further, I understand that this Preliminary Application will be terminated and vesting will be forfeited if the housing development project is revised such that the number of residential units or square footage of construction increases or decreases by 20 percent or more, exclusive of any increase resulting from the receipt of a density bonus, incentive, concession, waiver, or similar provision, and/or an application requesting approval of an entitlement is not filed with the City of San Rafael _____ within 180 days of the date that the Preliminary Application is deemed complete.

4. By my signature below, I certify that the foregoing statements are true and correct.
Signature  _____ Signature _____

Printed Name Scott McPherson _____ Printed Name _____

Date March 1, 2024 _____

CONDITIONS OF APPLICATION

- 1) All materials submitted in conjunction with this form shall be considered a part of this application.
2) This application will not be considered filed and processing may not be initiated until the Planning Division determines that the submittal is complete with all necessary information and is "accepted as complete."
3) The property owner authorizes the listed authorized agent(s)/contact(s) to appear before the City Council, Planning Commission, Design Review Board and Zoning Administrator and to file applications, plans, and other information on the owner's behalf.
4) The Owner shall inform the Planning Division in writing of any changes.
5) INDEMNIFICATION: As a condition of this application, applicant agrees to defend, indemnify, release and hold harmless the City, its agents, officers, attorneys, employees, boards and commissions from any claim, action or proceeding brought against any of the foregoing individuals or entities ("indemnities").

In the event that any claim, action or proceeding as described above is brought, the City shall promptly notify the applicant of any such claim, action or proceeding, and the City will cooperate fully in the defense of such claim, action, or proceeding. In the event the applicant is required to defend the City in connection with any said claim, action or proceeding, the City shall retain the right to (1) approve the counsel to so defend the City, (2) approve all significant decisions concerning the manner in which the defense is conducted, and (3) approve any and all settlements, which approval shall not be unreasonably withheld.

- 6) ATTORNEY'S EXPENSES COST REIMBURSEMENT: As a condition of this application, applicant agrees to be responsible for the payment of all City Attorney expenses and costs, both for City staff attorneys and outside attorney consultants retained by the City, associated with the reviewing, process and implementing of the land use approval and related conditions of such approval.
7) RECOVERY OF ATTORNEY'S FEES BY PREVAILING PARTY: In any action brought to enforce the applicant's obligations, including the Indemnification and Attorneys' Expenses Cost Reimbursement conditions set forth above, the prevailing party shall be entitled to an award of reasonable litigation costs, including attorneys' fees and costs.
8) COST BASED FEE SYSTEM (not applicable to flat fee applications): Applicant agrees to pay to the City all incurred costs, both direct and indirect, including State-mandated costs, associated with review and processing of the accompanying application for land use approval(s), even if the application is withdrawn or not approved.

Reimbursable costs include all staff and overhead costs as established in the City's adopted Cost Recovery Fee Program Master Fee Schedule, as well as the cost of required professional consultants to assist in environmental, engineering or legal review. If expenditures exceed 75% of the deposit amount required by the Cost Recovery Fee Program, additional deposits will be requested. Applicant understands and agrees that nonpayment of deposit requests within the time period specified in the request shall be deemed a withdrawal of the application. Any unexpended funds will be refunded by the City after completion of application processing.

I have read and agree with all of the above. I declare under penalty of perjury that the information contained in this application is true and correct to the best of my knowledge.

Property Owner: [Signature] Dated: March 1, 2024
Authorized Agent/Applicant: [Signature] Dated: 3-1-24

ATTACHMENT: SITE INFORMATION

1. PROJECT LOCATION

LEGAL DESCRIPTION

The real property situated in the City of San Rafael, County of Marin, State of California, and described as follows:

PARCEL ONE:

BEGINNING AT A POINT ON THE EASTERLY BOUNDARY OF NORTHGATE DRIVE, AS SHOWN ON THAT CERTAIN MAP ENTITLED, "MAP OF NORTHGATE REGIONAL SHOPPING CENTER", RECORDED SEPTEMBER 10, 1963 IN VOLUME 12 OF MAPS AT PAGE 19, MARIN COUNTY RECORDS, WHICH POINT IS THE SOUTHERLY TERMINUS OF THE COURSE "NORTH 32° 00' 00" EAST 294.85", AS SHOWN ON SAID MAP; THENCE ALONG THE BOUNDARIES OF NORTHGATE DRIVE, OF LAS GALLINAS AVENUE AND OF LOS RANCHITOS ROAD, AS SHOWN ON SAID MAP, THE FOLLOWING COURSES AND DISTANCES: NORTH 32° 00' 00" EAST, 294.85 FEET; THENCE ALONG A CURVE TO THE LEFT, WHOSE CENTER BEARS NORTH 58° 00' 00" WEST, HAVING A RADIUS OF 1304.00 FEET THROUGH A CENTRAL ANGLE OF 37° 43' 06" A DISTANCE OF 858.44 FEET; THENCE ALONG A CURVE TO THE RIGHT, WHOSE CENTER BEARS NORTH 84° 16' 54" EAST, HAVING A RADIUS OF 30.00 FEET THROUGH A CENTRAL ANGLE OF 109° 13' 06" A DISTANCE OF 57.19 FEET; THENCE SOUTH 76° 30' 00" EAST, 10.81 FEET; THENCE ALONG A CURVE TO THE RIGHT, WHOSE CENTER BEARS SOUTH 13° 30' 00" WEST, HAVING A RADIUS OF 427.89 FEET THROUGH A CENTRAL ANGLE OF 19° 47' 56", A DISTANCE OF 147.86 FEET; THENCE SOUTH 56° 42' 04" EAST 32.12 FEET; THENCE ALONG A CURVE TO THE LEFT, WHOSE CENTER BEARS NORTH 33° 17' 56" EAST, HAVING A RADIUS OF 730.04 FEET, THROUGH A CENTRAL ANGLE OF 26° 24' 46", A DISTANCE OF 336.54 FEET; THENCE SOUTH 83° 06' 50" EAST, 330.92 FEET; THENCE ALONG A CURVE TO THE RIGHT, WHOSE CENTER BEARS SOUTH 6° 53' 10" WEST, HAVING A RADIUS OF 170.01 FEET THROUGH A CENTRAL ANGLE OF 83° 00' 21", A DISTANCE OF 246.30 FEET; THENCE SOUTH 0° 06' 29" EAST, 102.13 FEET; THENCE SOUTH 0° 04' 50" WEST 112.63 FEET; THENCE ALONG A NON-TANGENT CURVE TO THE RIGHT WHOSE CENTER BEARS SOUTH 89° 50' 48" WEST, HAVING A RADIUS OF 970.00 FEET, THROUGH A CENTRAL ANGLE OF 29° 33' 10", A DISTANCE OF 500.32 FEET; THENCE SOUTH 29° 23' 52" WEST, 100.00 FEET; THENCE ALONG A NON-TANGENT CURVE TO THE LEFT, WHOSE CENTER BEARS SOUTH 60° 35' 50" EAST, HAVING A RADIUS OF 780.00 FEET THROUGH A CENTRAL ANGLE OF 43° 51' 22", A DISTANCE OF 597.04 FEET; THENCE SOUTH 14° 28' 26" EAST, 100.65 FEET; THENCE ALONG A CURVE TO THE RIGHT, WHOSE CENTER BEARS SOUTH 75° 31' 34" WEST, HAVING A RADIUS OF 50.00 FEET THROUGH A CENTRAL ANGLE OF 89° 59' 48", A DISTANCE OF 78.54 FEET; THENCE SOUTH 75° 31' 22" WEST 518.22 FEET; THENCE ALONG A CURVE TO THE RIGHT, WHOSE CENTER BEARS NORTH 14° 28' 38" WEST, HAVING A RADIUS OF 224.00 FEET THROUGH A CENTRAL ANGLE OF 85° 18' 00" A DISTANCE OF 333.48 FEET; THENCE ALONG A CURVE TO THE LEFT, WHOSE CENTER BEARS SOUTH 70° 49' 22" WEST, HAVING A RADIUS OF 291.67 FEET THROUGH A CENTRAL ANGLE OF 38° 49' 22" A DISTANCE OF 197.63 FEET, THENCE NORTH 58° 00' 00" WEST, 65.94 FEET, AND THENCE ALONG A CURVE TO THE RIGHT, WHOSE CENTER BEARS NORTH 32° 00' 00" EAST, HAVING A RADIUS OF 446.00

FEET THROUGH A CENTRAL ANGLE OF 90° 00' 00" A DISTANCE OF 700.58 FEET TO THE POINT OF BEGINNING.

EXCEPTING THEREFROM THAT PORTION OF SAID LAND AS DESCRIBED IN THE DEED TO THE CITY OF SAN RAFAEL, DATED NOVEMBER 15, 1984 AND RECORDED JANUARY 11, 1985 AS INSTRUMENT NO. 85001287, MARIN COUNTY RECORDS, AND MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE SOUTHERLY BOUNDARY OF LAS GALLINAS AVENUE, AS SHOWN ON THAT CERTAIN MAP ENTITLED "MAP OF NORTHGATE REGIONAL SHOPPING CENTER", RECORDED SEPTEMBER 10, 1963 IN VOLUME 12 OF MAPS AT PAGE 19, MARIN COUNTY RECORDS, AT THE WESTERLY TERMINUS OF THE COURSE SHOWN AS "SOUTH 76° 30' 00" EAST, 10.81 FEET", ON SAID MAP (12 RM 19); THENCE ALONG SAID SOUTHERLY BOUNDARY OF LAS GALLINAS AVENUE (12 RM 19) THE FOLLOWING COURSES AND DISTANCES: SOUTH 76° 30' 00" EAST, 10.81 FEET; THENCE SOUTHEASTERLY ALONG A CURVE TO THE RIGHT, TANGENT TO THE PRECEDING COURSE, HAVING A RADIUS OF 427.89 FEET THROUGH A CENTRAL ANGLE OF 19° 47' 56", AN ARC LENGTH OF 147.86 FEET; THENCE SOUTH 56° 42' 04" EAST, 32.12 FEET AND THENCE SOUTHEASTERLY ALONG A CURVE TO THE LEFT, TANGENT TO THE PRECEDING COURSE, HAVING A RADIUS OF 730.04 FEET THROUGH A CENTRAL ANGLE OF 16° 00' 00", AN ARC LENGTH OF 203.87 FEET; THENCE LEAVING SAID SOUTHERLY BOUNDARY (12 RM 19) NORTH 72° 42' 04" WEST, 71.15 FEET; THENCE NORTHWESTERLY ALONG A CURVE TO THE RIGHT, TANGENT TO THE PRECEDING COURSE, HAVING A RADIUS OF 481.90 FEET THROUGH A CENTRAL ANGLE OF 16° 00' 00", AN ARC LENGTH OF 134.57 FEET; THENCE NORTH 56° 42' 04" WEST, 32.12 FEET; THENCE NORTHWESTERLY ALONG A CURVE TO THE LEFT, TANGENT TO THE PRECEDING COURSE, HAVING A RADIUS OF 417.89 FEET THROUGH A CENTRAL ANGLE OF 19° 47' 56", AN ARC LENGTH OF 144.40 FEET; THENCE NORTH 76° 30' 00" WEST, 17.91 FEET; THENCE WESTERLY ALONG A CURVE TO THE LEFT, TANGENT TO THE PRECEDING COURSE, HAVING A RADIUS OF 22.48 FEET THROUGH A CENTRAL ANGLE OF 109° 13' 06", AN ARC LENGTH OF 42.85 FEET TO THE POINT OF REVERSE CURVE ON THE EASTERLY BOUNDARY OF NORTHGATE DRIVE, AS SHOWN ON SAID MAP (12 RM 19); THENCE ALONG SAID EASTERLY BOUNDARY OF NORTHGATE DRIVE (12 RM 19) NORTHERLY ALONG A CURVE TO THE RIGHT, WHOSE CENTER BEARS NORTH 84° 16' 54" EAST, HAVING A RADIUS OF 30.00 FEET THROUGH A CENTRAL ANGLE OF 109° 13' 06", AN ARC LENGTH OF 57.19 FEET TO THE POINT OF BEGINNING.

ALSO EXCEPTING THEREFROM THAT PORTION OF SAID LAND AS DESCRIBED IN THE DEED TO THE CITY OF SAN RAFAEL, DATED NOVEMBER 15, 1984, RECORDED JANUARY 11, 1985 AS INSTRUMENT NO. 85001288, MARIN COUNTY RECORDS, AND MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE WESTERLY BOUNDARY OF LOS RANCHITOS ROAD, AS SHOWN ON THE "MAP OF NORTHGATE REGIONAL SHOPPING CENTER", RECORDED SEPTEMBER 10, 1963 IN VOLUME 12 OF MAPS AT PAGE 19, MARIN COUNTY RECORDS; AT THE NORTHERLY TERMINUS OF THE COURSE SHOWN AS "SOUTH 29° 23' 52" WEST, 100.00 FEET" ON SAID MAP (12 RM 19); THENCE ALONG SAID WESTERLY BOUNDARY OF LOS RANCHITOS ROAD (12 RM 19) SOUTH 29° 23' 52" WEST, 100.00 FEET AND THENCE SOUTHWESTERLY ALONG A CURVE TO THE LEFT, WHOSE CENTER BEARS SOUTH 60° 35' 50" EAST, HAVING A RADIUS OF 780.00 FEET THROUGH A CENTRAL ANGLE OF 3° 31' 22", AN ARC LENGTH OF 47.96 FEET; THENCE

LEAVING SAID WESTERLY BOUNDARY (12 RM 19) NORTHEASTERLY ALONG A CURVE TO THE LEFT, WHOSE CENTER BEARS NORTH 64° 07' 12" WEST, HAVING A RADIUS OF 32.00 FEET THROUGH A CENTRAL ANGLE OF 24° 34' 59", AN ARC LENGTH OF 13.73 FEET; THENCE NORTHEASTERLY ALONG A REVERSE CURVE TO THE RIGHT, WHOSE CENTER BEARS SOUTH 88° 42' 11" EAST, HAVING A RADIUS OF 48.00 FEET THROUGH A CENTRAL ANGLE OF 21° 45' 26", AN ARC LENGTH OF 18.23 FEET; THENCE NORTH 23° 03' 15" EAST, 43.20 FEET; THENCE NORTHEASTERLY ALONG A CURVE TO THE RIGHT, TANGENT TO THE PRECEDING COURSE, HAVING A RADIUS OF 100.00 FEET THROUGH A CENTRAL ANGLE OF 16° 40' 58", AN ARC LENGTH OF 29.12 FEET; THENCE NORTH 39° 44' 13" EAST, 24.02 FEET; THENCE NORTHEASTERLY ALONG A CURVE TO THE RIGHT, TANGENT TO THE PRECEDING COURSE, HAVING A RADIUS OF 58.00 FEET THROUGH A CENTRAL ANGLE OF 12° 41' 56", AN ARC LENGTH OF 12.86 FEET; THENCE NORTHEASTERLY ALONG A REVERSE CURVE TO THE LEFT, WHOSE CENTER BEARS NORTH 37° 33' 51" WEST, HAVING A RADIUS OF 42.00 FEET, THROUGH A CENTRAL ANGLE OF 23° 27' 17", AN ARC LENGTH OF 17.19 FEET TO SAID WESTERLY BOUNDARY OF LOS RANCHITOS ROAD (12 RM 19); THENCE ALONG SAID WESTERLY BOUNDARY (12 RM 19), SOUTHWESTERLY ALONG A CURVE TO THE RIGHT, WHOSE CENTER BEARS NORTH 61° 01' 08" WEST, HAVING A RADIUS OF 970.00 FEET THROUGH A CENTRAL ANGLE OF 0° 25' 06", AN ARC LENGTH OF 7.08 FEET TO THE POINT OF BEGINNING.

PARCEL TWO:

BEGINNING AT A POINT ON THE WESTERLY BOUNDARY OF LOS RANCHITOS ROAD AS SHOWN ON THE "MAP OF NORTHGATE REGIONAL SHOPPING CENTER", RECORDED SEPTEMBER 10, 1963 IN VOLUME 12 OF MAPS AT PAGE 19, MARIN COUNTY RECORDS, WHICH POINT IS THE NORTHERLY TERMINUS OF THE COURSE "S 14°28'26" E, 183.65 FEET", AS SHOWN ON SAID MAP (12 MAPS 19); THENCE ALONG THE BOUNDARY OF LOS RANCHITOS ROAD AND NORTHGATE DRIVE, AS SHOWN ON SAID MAP (12 MAPS 19), THE FOLLOWING COURSES AND DISTANCES:

SOUTH 14°28'26" EAST, 100.65 FEET; THENCE ALONG A CURVE TO THE RIGHT, WHOSE CENTER BEARS SOUTH 75°31'34" WEST, HAVING A RADIUS OF 50 FEET THROUGH A CENTRAL ANGLE OF 89°59'48" A DISTANCE OF 78.54 FEET; THENCE SOUTH 75°31'22" WEST, 518.22 FEET; THENCE ALONG A CURVE TO THE RIGHT, WHOSE CENTER BEARS NORTH 14°28'38" WEST, HAVING A RADIUS OF 224.00 FEET THROUGH A CENTRAL ANGLE OF 85°18'00" A DISTANCE OF 333.48 FEET; THENCE ALONG A CURVE TO THE LEFT, WHOSE CENTER BEARS SOUTH 70°49'22" WEST, HAVING A RADIUS OF 291.67 FEET THROUGH A CENTRAL ANGLE OF 38°49'22" A DISTANCE OF 197.63 FEET; THENCE NORTH 58°00'00" WEST, 65.94 FEET, AND THENCE ALONG A CURVE TO THE RIGHT, WHOSE CENTER BEARS NORTH 32°00'00" EAST, HAVING A RADIUS OF 446.00 FEET THROUGH A CENTRAL ANGLE OF 54°02'02" A DISTANCE OF 420.61 FEET; THENCE LEAVING SAID BOUNDARY, SOUTH 76°30'00" EAST, 1177.52 FEET TO THE WESTERLY BOUNDARY OF SAID LOS RANCHITOS ROAD; THENCE ALONG SAID WESTERLY BOUNDARY ALONG A CURVE TO THE LEFT, WHOSE CENTER BEARS NORTH 84°05'22" EAST, HAVING A RADIUS OF 780.00 FEET THROUGH A CENTRAL ANGLE OF 8°32'34" A DISTANCE OF 116.30 FEET TO THE POINT OF BEGINNING.

PARCEL THREE:

BEGINNING AT THE SOUTHEAST CORNER OF LAS GALLINAS AVENUE AS SHOWN THE "MAP OF NORTHGATE SHOPPING CENTER", RECORDED APRIL 13, 1960, IN VOLUME 10 OF MAPS AT PAGE 56, WHICH POINT IS ALSO THE SOUTHERLY TERMINUS OF THE COURSE DESCRIBED AS "N 26°48'11" E., 60.00 FEET" IN PARCEL 2 OF THE DEED FROM ROSE FREITAS ROSE, ET AL, TO THE STATE OF CALIFORNIA, RECORDED APRIL 19, 1960, IN VOLUME 1361 OF OFFICIAL RECORDS AT PAGE 30; THENCE ALONG THE SOUTHERLY BOUNDARY OF SAID PARCEL 2 (ALSO THE SOUTHERLY BOUNDARY OF LAS GALLINAS AVENUE) (1361 O.R. 30) THE FOLLOWING COURSES AND DISTANCES: EASTERLY ALONG A CURVE CONCAVE TO THE SOUTHWEST, WHOSE CENTER BEARS SOUTH 25°31'51" WEST, HAVING A RADIUS OF 427.89 FEET THROUGH A CENTRAL ANGLE OF 7°46'05" FOR A DISTANCE OF 58.01 FEET; THENCE SOUTH 56°42'04" EAST, 32.12 FEET; THENCE EASTERLY ALONG A CURVE CONCAVE TO THE NORTHEAST, TANGENT TO THE PRECEDING COURSE, HAVING A RADIUS OF 730.04 FEET THROUGH A CENTRAL ANGLE OF 26°24'46" FOR A DISTANCE OF 336.54 FEET AND THENCE SOUTH 83°06'50" EAST, 157.16 FEET; THENCE LEAVING SAID SOUTHERLY BOUNDARY SOUTH 13°30'00" WEST, 371.00 FEET TO THE TRUE POINT OF BEGINNING OF THIS DESCRIPTION; THENCE FROM SAID TRUE POINT OF BEGINNING SOUTH 76°30'00" EAST, 152.00 FEET; THENCE SOUTH 13°30'00" WEST, 304.00 FEET; THENCE NORTH 76°30'00" WEST, 304.00 FEET; THENCE NORTH 13°30'00" EAST, 304.00 FEET; THENCE SOUTH 76°30'00" EAST 152.00 FEET TO THE TRUE POINT OF BEGINNING.

PARCEL FOUR:

BEGINNING AT A POINT ON THE EASTERLY BOUNDARY OF NORTHGATE DRIVE, AS SHOWN ON THAT CERTAIN MAP ENTITLED "MAP OF NORTHGATE REGIONAL SHOPPING CENTER", RECORDED SEPTEMBER 10, 1963 IN BOOK 12 OF RECORD MAPS AT PAGE 19, MARIN COUNTY RECORDS, WHICH POINT IS THE SOUTHERLY TERMINUS OF THE COURSE "N 32°00'00" E, 294.85" AS SHOWN ON SAID MAP (12 RM 19); THENCE ALONG SAID EASTERLY BOUNDARY OF NORTHGATE DRIVE (12 RM 19) NORTH 32°11'00" EAST, 294.85 FEET; THENCE LEAVING SAID EASTERLY BOUNDARY OF NORTHGATE DRIVE (12 RM 19) SOUTH 72°23'02" EAST, 37.59 FEET TO THE TRUE POINT OF BEGINNING; THENCE SOUTH 13°30'00" WEST, 70.00 FEET, THENCE SOUTH 58°30'00" WEST, 5.66 FEET, THENCE SOUTH 13°30'00" WEST, 42.00 FEET; THENCE SOUTH 31°30'00" EAST, 11.31 FEET; THENCE SOUTH 13°30'00" WEST, 34.00 FEET; THENCE SOUTH 58°30'00" WEST, 11.31 FEET; THENCE SOUTH 13°30'00" WEST, 12.00 FEET; THENCE SOUTH 31°30'00" EAST, 5.66 FEET; THENCE SOUTH 13°30'00" WEST, 118.80 FEET; THENCE SOUTH 76°30'00" EAST, 40.67 FEET; THENCE NORTH 13°30'00" EAST, 57.13 FEET; THENCE SOUTH 31°30'00" EAST, 7.54 FEET; THENCE SOUTH 76°30'00" EAST, 74.00 FEET; THENCE NORTH 58°30'00" EAST, 11.31 FEET; THENCE SOUTH 76°30'00" EAST, 24.00 FEET; THENCE NORTH 13°30'00" EAST, 106.00 FEET; THENCE SOUTH 76°30'00" EAST 8.00 FEET; THENCE NORTH 13°30'00" EAST, 96.00 FEET; THENCE NORTH 31°30'00" WEST, 11.31 FEET; THENCE NORTH 13°30'00" EAST, 57.00 FEET; THENCE NORTH 76°30'00" WEST, 32.00 FEET; THENCE NORTH 31°30'00" WEST, 11.31 FEET; THENCE NORTH 76°30'00" WEST, 80.00 FEET; THENCE SOUTH 58°30'00" WEST, 11.31 FEET; THENCE NORTH 76°30'00" WEST, 18.00 FEET; THENCE SOUTH 13°30'00" WEST, 20.00 FEET; THENCE SOUTH 58°30'00" WEST, 8.49 FEET TO THE TRUE POINT OF BEGINNING.

ASSESSOR PARCEL NUMBERS

- 175-060-12 (Affects Parcel Three and a portion of Parcel One)
- 175-060-40 (Affects Parcel Two and a portion of Parcel One)
- 175-060-59 (Affects Parcel Four and a portion of Parcel One)
- 175-060-61 (Affects a portion of Parcel One)
- 175-060-66 (Affects a portion of Parcel One)
- 175-060-67 (Affects a portion of Parcel One)

2. EXISTING USES

Currently, the project site includes retail/commercial uses at a regional shopping mall, as well as a surface parking lot and a parking structure. The existing mall is generally oriented on a north-south axis, with the main building located in the center of the project site and surrounded by surface parking and standalone buildings and structures. The main mall building, which is a total of approximately 605,283 square feet in size, consists of five sections: (1) Mall Shops East; (2) Mall Shops West; (3) Century Theatre; (4) RH Outlet; and (5) Macy's. West of the main building is a Kohl's department store, which also includes a small attached unoccupied retail space, a two-level parking structure and a vacant retail building. A Rite Aid store, a HomeGoods store, and an additional vacant retail building are located east of the main building. An approximately 200-square-foot substation for the San Rafael Police Department is also located within the main mall building. Within the project site, automobile access is provided to each of the buildings via internal roadways adjacent to the surface parking lot.

The project includes demolition of all existing commercial space on the project site, except for the existing Rite Aid building, and construction of new commercial space, structured and surface parking facilities, multifamily residential dwelling units, and community open space. The project includes construction of 99,400 square feet of new commercial space and 1,865 new dwelling units in a mix of townhome structures and apartment-style residential buildings. The project's commercial and residential uses will be located around a central town square that will serve as a multi-use public gathering space. Within the site, automobile access will be provided to each of the buildings via internal roadways.

The project will be developed in two phases. The first phase is shown in the 2025 Master Plan, while the second phase is shown in the 2040 Vision Plan.

5. PROPOSED USES

At full build-out (as shown in the 2040 Vision Plan), the project includes 1,865 residential dwelling units, 2,353,343 square feet of residential development, and 99,400 square feet of nonresidential development. Additionally, the project will retain 17,340 square feet of existing nonresidential uses. 168 of the project's 1,865 residential dwelling units will be set aside as below-market-rate units for low-income households.

The project's first phase (the 2025 Master Plan phase) includes 719 residential dwelling units, 942,614 square feet of residential development, and 20,400 square feet of nonresidential development. Additionally, in the 2025 Master Plan phase, the project will retain 412,561 square feet of existing nonresidential uses. 72 of the 719 residential dwelling units will be set aside as below-market-rate units for low-income households.

All project residential development constitutes Multifamily Residential uses, all project nonresidential development constitutes Shopping Center uses, and all existing nonresidential uses retained by the project constitute Shopping Center uses.

5a. RESIDENTIAL DWELLING UNIT COUNT

Other notes on units:

719 units will be constructed during the project's first phase (the 2025 Master Plan phase), and 1,146 units will be constructed during the project's second phase (the 2040 Vision Plan phase), for a total of 1,865 units.

72 units will be set aside for low-income households during the project's first phase, and 96 units will be set aside for low-income households during the project's second phase, for a total of 168 units for low-income households.

All 254 density bonus units will be constructed during the project's second phase.

6. FLOOR AREA

Proposed floor area (zoning) by building (includes both new buildings and existing buildings to remain):

	<u>Residential sq. ft.</u>	<u>Nonresidential sq. ft.</u>
<i>Parcel 1 (both phases)</i>		
Building 1	8,930	
Building 2	8,930	
Building 3	10,014	
Building 4	10,014	
Building 5	7,995	
Building 6	8,930	
<i>Parcel 1A (2040 Vision Plan only)</i>		
Building 1	10,014	
Building 2	10,014	
Building 3	12,121	
Building 4	14,140	
Building 5	12,121	
Building 6	12,121	
Building 7	12,121	
Building 8	12,121	
Building 9	7,995	
<i>Parcel 2 (both phases)</i>		
Building 1	14,140	
Building 2	12,121	
Building 3	12,121	

	<u>Residential sq. ft.</u>	<u>Nonresidential sq. ft.</u>
Building 4	12,121	
Building 5	14,140	
Building 6	7,995	
Building 7	10,014	
Building 8	10,014	
Building 9	10,014	
Building 10	7,995	
Building 11	8,930	
Building 12	8,930	
Building 13	8,930	
Building 14	8,930	
Building 15	8,930	
<i><u>Parcel 2A (2040 Vision Plan) / Parcel 4 (2025 Master Plan)</u></i>		
Building 1	12,121	
Building 2	12,121	
Building 3	10,014	
Building 4	10,014	
Building 5	8,930	
Building 6	8,930	
Building 7	8,930	
Building 8	8,930	
<i><u>Parcel 3 (both phases)</u></i>		
Building 1	12,121	
Building 2	14,140	

	<u>Residential sq. ft.</u>	<u>Nonresidential sq. ft.</u>
Building 3	8,930	
Building 4	8,930	
Building 5	8,930	
Building 6	8,930	
Building 7	14,140	
Building 8	14,140	
Building 9	14,140	
Building 10	12,121	
<i>Parcel 4 (2025 Master Plan)</i>		
Multifamily residential building	535,964	
Macy's anchor		254,015
Mall building		55,360
Major 1		79,051
Shops 1		6,795
Shops 3		5,000
Pad 2		3,500
Pad 3		3,500
<i>Parcel 4 (2040 Vision Plan)</i>		
Multifamily residential building	535,964	
Shops 3		5,000
Pad 2		3,500
Pad 3		3,500
<i>Parcel 5 (2040 Vision Plan only)</i>		
Multifamily residential building	463,819	

	Residential sq. ft.	Nonresidential sq. ft.
Shops 4		5,000
Major 6		7,000
Major 7		7,000
<i>Parcel 6 (2040 Vision Plan only)</i>		
Multifamily residential building	457,262	
Major 3		20,000
Major 4		25,000
Major 5		8,000
<i>Parcel 7 (2040 Vision Plan only)</i>		
Multifamily residential building	386,880	
Shops 5		7,000
<i>Parcel 7 (2040 Vision Plan) / Parcel 4 (2025 Master Plan)</i>		
Rite Aid Pad		17,340
<i>Parcel 8 (2040 Vision Plan) / Parcel 4 (2025 Master Plan)</i>		
Pad 1		8,400

Proposed square footage of construction by building (includes only new buildings):

	<u>Residential sq. ft.</u>	<u>Nonresidential sq. ft.</u>
<i>Parcel 1 (both phases)</i>		
Building 1	8,930	
Building 2	8,930	
Building 3	10,014	
Building 4	10,014	
Building 5	7,995	
Building 6	8,930	
<i>Parcel 1A (2040 Vision Plan only)</i>		
Building 1	10,014	
Building 2	10,014	
Building 3	12,121	
Building 4	14,140	
Building 5	12,121	
Building 6	12,121	
Building 7	12,121	
Building 8	12,121	
Building 9	7,995	
<i>Parcel 2 (both phases)</i>		
Building 1	14,140	
Building 2	12,121	
Building 3	12,121	
Building 4	12,121	
Building 5	14,140	

	<u>Residential sq. ft.</u>	<u>Nonresidential sq. ft.</u>
Building 6	7,995	
Building 7	10,014	
Building 8	10,014	
Building 9	10,014	
Building 10	7,995	
Building 11	8,930	
Building 12	8,930	
Building 13	8,930	
Building 14	8,930	
Building 15	8,930	
<i>Parcel 2A (2040 Vision Plan) / Parcel 4 (2025 Master Plan)</i>		
Building 1	12,121	
Building 2	12,121	
Building 3	10,014	
Building 4	10,014	
Building 5	8,930	
Building 6	8,930	
Building 7	8,930	
Building 8	8,930	
<i>Parcel 3 (both phases)</i>		
Building 1	12,121	
Building 2	14,140	
Building 3	8,930	
Building 4	8,930	

	<u>Residential sq. ft.</u>	<u>Nonresidential sq. ft.</u>
Building 5	8,930	
Building 6	8,930	
Building 7	14,140	
Building 8	14,140	
Building 9	14,140	
Building 10	12,121	
<i>Parcel 4 (both phases)</i>		
Multifamily residential building	535,964	
Shops 3		5,000
Pad 2		3,500
Pad 3		3,500
<i>Parcel 5 (2040 Vision Plan only)</i>		
Multifamily residential building	463,819	
Shops 4		5,000
Major 6		7,000
Major 7		7,000
<i>Parcel 6 (2040 Vision Plan only)</i>		
Multifamily residential building	457,262	
Major 3		20,000
Major 4		25,000
Major 5		8,000
<i>Parcel 7 (2040 Vision Plan only)</i>		
Multifamily residential building	386,880	
Shops 5		7,000

	<u>Residential sq. ft.</u>	<u>Nonresidential sq. ft.</u>
<i>Parcel 8 (2040 Vision Plan) / Parcel 4 (2025 Master Plan)</i>		
Pad 1		8,400

8. AFFORDABLE HOUSING INCENTIVES, WAIVERS, CONCESSIONS, and PARKING REDUCTIONS

The project proponent will seek to rely on the Density Bonus Law, Government Code section 65915, for one incentive/concession. Both phases of the project are eligible for one incentive/concession, as at least 10 percent of units in each project phase are for low-income households. (Gov't Code § 65915(d)(2)(A).)

For each phase of the project, the project proponent will request an incentive/concession to increase the height limit across the property, as detailed below, for purposes of the uses, units, and floor area included in the respective phase. Specifically:

- *2025 Master Plan phase:* The project proponent will request an incentive/concession to increase the height limit for all 2025 Master Plan buildings and structures across the property to 78 feet, including elevator penthouses and other projections of up to 12 feet above the 78-foot height limit. Such projections are not limited in number or type, except that no habitable space may be located above the 78-foot height limit. This requested increase is from the property height limit of 36 feet.
- *2040 Vision Plan phase:* The project proponent will request an incentive/concession to increase the height limit for all 2040 Vision Plan buildings and structures across the Property to 78 feet, including elevator penthouses and other projections of up to 12 feet above the 78-foot height limit. Such projections are not limited in number or type, except that no habitable space may be located above the 78-foot height limit. This requested increase is from the property height limit of 36 feet.
- *Note applicable to both phases:* While current plans show anticipated locations and heights for project buildings and uses, all uses, units, and floor area in the 2025 Master Plan phase and in the 2040 Vision Plan phase would remain subject to the requested incentive/concession for an increased height limit for each project phase even if those uses, units, or floor area subsequently are relocated within the property or included in structures of different heights than those shown in current plans.
- *Note regarding subsequent development:* Any subsequent development proposed as part of a different project on the property would not be subject to the incentive/concession for an increased height limit requested for either phase.

Consistent with state law, the project proponent later may modify this anticipated request and may request any necessary waivers or reductions of development standards or parking reductions under Government Code section 65915.