

November 8, 2019

Peterson Vollmann, Planner IV
City of Oakland
Bureau of Planning
250 Frank H. Ogawa Plaza, Suite 2214
Oakland, CA 94612
PVollmann@oaklandca.gov

Submitted Electronically at plandowntownoakland@oaklandca.gov

Re: Comment Letter on Draft EIR for Downtown Oakland Specific Plan

Dear Mr. Vollmann:

I. Introduction.

These comments are submitted on the draft environmental impact report (“DEIR”) for the proposed Downtown Oakland Specific Plan (“DTOSP”) by the undersigned parties who are concerned about the DEIR’s insufficient analysis of the adverse environmental impacts of allowing significant new residential and mixed use development in close proximity to waterfront industrial uses and transportation systems in and near the Port of Oakland (“Port”). These comments focus on proposed land use changes in the 16-block area west of Jack London Square,¹ including changes under the DTOSP’s base proposal for future land uses in this area (“Base Case”), as well as those associated with the Howard Terminal (“HT”) Option² and the related Howard Terminal Waterfront Ballpark District for a new baseball complex and residential, commercial and office uses on the Howard Terminal site immediately across the Embarcadero (“HT Mixed-Use Project”).

Under the Base Case scenario, the DTOSP would allow significant new residential and mixed-use development in 8 of the 16 blocks where today almost no residential use is permitted or exists, creating inevitable land use conflicts and related environmental impacts.³ The Base Case would introduce high-intensity mid-rise housing into a critical buffer zone area which currently serves to protect both Port-related industrial activities and sensitive receptors by separating residential land uses from Port industrial uses that are permitted and encouraged under long-standing plans and policies. As described herein, the significant environmental effects associated with allowing such large-scale, encroaching residential development are neither analyzed nor mitigated in the DEIR for the Base Case scenario.

Under the HT Option, these adverse impacts would be greatly exacerbated. The HT Option would open up all 16 blocks of the current buffer zone area to residential development, while also significantly impacting the form and character of the historic area west of Jack London Square.⁴

¹ See DEIR, p. 46, Fig. III-5 (area bounded by the Embarcadero, Clay, Fifth and Brush Streets).

² DEIR, pp. 45, 49, 83 (discussing the HT Option).

³ DEIR, p. 47.

⁴ DEIR, p. 45.

Both the DTOSP and the DEIR fail to provide specific information on the level of development allowed under either the Base Case or the HT Option. However, a closer look at both scenarios shows that massive new development would be permitted in this area.⁵ For example, expert consulting firm AES has calculated that the Base Case development could reach almost 7,000 new units with over 13,000 new residents;⁶ and the HT Option development could exceed 12,000 new units and over 23,000 new residents in this limited area.⁷ This significant new development -- when coupled with the 4,000 new residential units proposed with the HT Mixed-Use Project⁸ -- *would allow over 16,000 new units and almost 31,000 new residents in the area.*⁹

The DEIR fails to provide any detail regarding this massive potential increase in residential and office development intensity. It is not quantified in the DEIR, nor are its significant impacts or environmental implications sufficiently addressed. The proposed levels of development under both scenarios would result in numerous adverse effects, including land use conflicts, inconsistency with existing plans, traffic congestion and circulation hazards, public safety impacts, exposure of sensitive receptors to potentially hazardous air quality conditions, and others that are not sufficiently covered in the DEIR. Some of these impacts, such as those associated with increased parking demand, would occur not only within the immediate area, but elsewhere within the larger DTOSP boundaries.

In addition, the DEIR fails to address the potential problems that would be caused by eliminating a vital industrial buffer zone for the Port of Oakland and the industrial businesses located there. It completely ignores numerous comments submitted during the scoping process that the DEIR should include an alternative to retain existing land use designations and restrict residential development in this area.¹⁰

To redress the deficiencies outlined in these comments, the City should modify the DTOSP and withdraw the current DEIR for revision and recirculation. The City should modify the DTOSP to more accurately reflect existing conditions, eliminate both the Base Case and the HT Option for the subject 16-block area, and maintain the current limits on residential uses within that area. The City should revise and recirculate the DEIR in order to comply with CEQA and the CEQA Guidelines in light of these comments before giving consideration to the DTOSP itself.

⁵ See Analytical Environmental Services (“AES”) Memorandum, November 8, 2019, *DTOSP Existing and Proposed General Plan Designations* (“AES Report”), p. 2, enclosed herewith as Ex. A. AES is an expert consulting firm with extensive experience in EIR preparation and analyses.

⁶ AES Report, p. 2, Table 3.

⁷ AES Report, p. 3, Table 4.

⁸ See DEIR, p. 127, Table V.A-4.

⁹ AES Report, p. 4, Table 6.

¹⁰ The DEIR acknowledges receipt of scoping comments concerned with “housing on the 3rd Street corridor; it is too close to industrial uses,” and with interference with the flow of industrial traffic on the 3rd Street designated heavy truck route, pedestrian safety issues, and negative “impacts on industrial freight and rail movement.” See DEIR, p. 14. However, these comments are erroneously dismissed as “non-CEQA” comments on the DTOSP’s merits that need not be addressed in the DEIR. *Id.*, p. 13. On the contrary, as discussed in this comment letter, these are environmental issues properly considered under the California Environmental Quality Act (“CEQA”), Pub. Res. Code § 21,000 et seq., and the State CEQA Guidelines (“CEQA Guidelines”), 15 Cal. Code Regs (“CCR”) § 15,000 et seq.

II. Interests of Commenting Parties.

The parties submitting this letter represent a large and diverse group with significant interests in ensuring the continued success and vitality of the Port's maritime-related industrial uses, including transportation and union-related interests. The signatories here in connection with their work and facilities at the Oakland Seaport contribute significantly to the economy and institutions in the City in a myriad of ways.

The signatories include the AMERICAN WATERWAYS OPERATORS, the CALIFORNIA TRUCKING ASSOCIATION, the CUSTOMS BROKERS & FORWARDERS ASSOCIATION OF NORTHERN CALIFORNIA, DEVINE INTERMODAL, GSC LOGISTICS, the HARBOR TRUCKING ASSOCIATION, INTERNATIONAL LONGSHORE & WAREHOUSE UNION – LOCAL 10, INLANDBOATMEN'S UNION, MARITIME DIVISION – ILWU, the PACIFIC MERCHANT SHIPPING ASSOCIATION, QUIK PICK EXPRESS, LLC, SCHNITZER STEEL, INC., SSA MARINE, the TRANSPORTATION INSTITUTE, and UNION PACIFIC RAILROAD.

The signatories here represent the marine terminal operators, ocean carriers, and tug and harborcraft which are the maritime industry service providers at, near, and in the Port of Oakland, the motor carriers and primary rail carrier which transport intermodal containers to and from the businesses at and near the Port of Oakland, the longshore and on-water unions which represent the overwhelming majority of waterfront labor at the Port of Oakland, and the brokers and forwarders which represent the cargo interests whose products are moved through the Port of Oakland.

Each of the signatories has a significant business interest in the development of the Downtown Oakland Specific Plan, operates within or transports within or operates or transports cargo contiguous to or in relation to the Downtown Oakland Specific Plan. The signatories represent the majority of the transportation providers necessary to facilitate the local, regional and State-wide economic importance of the Port's industrial and transportation-related operations.

The economic impacts of the signatories' represented activities are critical to the overall economic success of the Port of Oakland. These economic impacts are well documented,¹¹ and as a result:

“In 2017, the Seaport supported 520,328 jobs in the state of California. Of these jobs, 11,393 jobs are directly created by Seaport activities, while another 10,507 induced jobs, are generated in the Bay Area as a result of local purchases made by those directly employed due to Seaport activity. There are 5,831 indirect jobs supported in the Bay Area as the result of \$546 million of local purchases made by directly dependent firms. In addition, the cargo moving via the Seaport supports 492,597 related jobs throughout the state of California.”¹²

¹¹ See *Impacts of the A's Proposed Howard Terminal Stadium on the Operation and Economics of the Oakland Seaport* (September 2019), enclosed as Ex. B. See also Libby Schaaf and Ces Butler, *Oakland's Effort to Blend a Ballpark and the Port on the Waterfront*, San Francisco Chronicle, Nov. 4, 2019 (attached as Ex. C). Note that while a recent statement by the Mayor of Oakland and the President of the Port Board of Commissioners recognizes the importance of the Port and maintaining industrial buffer zones, that statement ignores the serious land use conflicts and environmental impacts and the long-term threat to Port operations – not sufficiently addressed in the DEIR -- that would be caused under the Base Case and HT Option scenarios.

¹² “2017 Economic Impact of the Port of Oakland Seaport: Executive Summary” Port of Oakland (January 2019), pg. ES-3. Accessible at <https://www.portofoakland.com/wp-content/uploads/Economic-Impact-Report-2019-EXECUTIVE-SUMMARY.pdf> (accessed 11/8/2019)

III. The DEIR Fails to Address the Major Development in the Critical Buffer-Zone Area for Port Operations That Would be Permitted under the DTOSP.

The entire swath of area west of Broadway and south of the 880 freeway, across both the DTOSP and the West Oakland Specific Plan, and including the Howard Terminal, provides a critical buffer zone for industrial operations at the Port of Oakland. It also serves as a support area for Port-related and maritime ancillary truck, transloading, equipment, storage and other industrial uses.

Figure III-5 in the DEIR depicts the current General Plan designations¹³ for all this area west of Broadway including the 16-block area of concern. This also includes the Third Street heavy truck corridor that serves as a designated major artery for truck traffic associated with industrial operations at the Port. These current designations allow only very minor residential use and there is no meaningful residential development there at present.¹⁴

This is in keeping with the fact that this area, along with the Howard Terminal itself, has functioned, and continues to function, as a significant buffer zone against potential noise, air emissions, and other operational effects associated with ongoing Port industrial operations, including the roadway system and railroad operations located west and north of Jack London Square.

Under the Base Case “Maker District” scenario, half of this 16-block area would be changed to designations allowing significant residential use.¹⁵ However, the DEIR fails to include any numerical description or analysis of the magnitude of the residential uses proposed in this scenario. Accordingly, it is impossible for the DEIR to assess the significant impacts of the Base Case scenario, compare and contrast those impacts to the City’s existing policies, or propose any appropriate mitigation measures.

Nonetheless, by applying the City’s published guidelines to the proposed land use designation changes, AES estimated the allowable number of residential units and residents in both the Base Case and the HT Option scenarios.¹⁶ These estimates demonstrate that:

¹³ These are Land Use and Transportation Element (“LUTE”) Business Mix, Estuary Policy Plan (“EPP”) Light Industry 1 and EPP Off-Price Retail. See AES Report, p. 2.

¹⁴ AES Report, pp. 1-2. As shown in Table 2, a maximum of only 293 residential units, with an estimation of 556 residents, would be permitted under current General Plan designations and applicable zoning provisions.

TABLE 2
Existing Allowable Residential Density – 16 Block Area

Land Use	Blocks	Acreage ¹	Max Density ²	Max Residential Units	Potential Residents ³
LUTE Business Mix	0/16	0.00	0	0	0
EPP Light Industry 1	1/16	2.44	30	73.13	138.94
EPP Off-Price Retail	3/16	7.31	30	219.38	416.81
Total				293	556

¹⁵ DEIR, p. 47, Fig. III-6 (LUTE Business Mix District and Central Business District 2).

¹⁶ The AES estimates represent the maximum allowable residential intensity, consistent with CEQA § 21157(b) and CEQA Guidelines §15176(b). To the extent the DTOSP only presents the “reasonably foreseeable” estimates instead of the maximum allowable residential intensity this is a deficiency, especially since there is neither basis for nor explanation of any application of an alternative estimate of intensity of usage for an urban infill plan with a 20-year horizon where it is logical to estimate maximum buildout. Additionally, because the DTOSP identifies the area in question as subject to a “Zoning Incentive Program” meant to incentivize maximum buildout intensity, any City estimates for new residential units would be misleading if they did not capture maximum densities thereto.

- The Base Case scenario would allow almost 7,000 residential units and over 13,000 residents within the 16-block area, dubbed as the “Jack London Maker District”.¹⁷
- The HT Option scenario¹⁸ would allow over 12,000 units and 23,000 residents.¹⁹

The HT Option must also account for the reasonably foreseeable impacts from adjacent HT Mixed-Use Project impacts. When that development is included, the total numbers climb to an estimated 16,248 residential units and almost 31,000 residents.²⁰

This critical information was not provided in the DEIR, so that Oakland residents and other readers would be properly advised of the magnitude and import of these changes in use allowed under the DTOSP in this area of Oakland, much less the full environmental consequences associated with such major changes.²¹

¹⁷ See AES Report, p. 2, Table 3:

TABLE 3

Proposed DOSP Base Case Allowable Residential Density – 16 Block Area					
Land Use	Blocks	Acreage¹	Max Density²	Max Residential Units	Potential Residents³
EPP Mixed Use District	5/16	12.19	300	3,656.25	6,946.88
LUTE Central Business District 2	3/16	7.31	375	2,742.19	5,210.16
EPP Light Industry 1	8/16	19.50	30	585	1,111.50
Total				6,983	13,269

¹⁸ DEIR, pp. 48-49, Photo 2. The DEIR provides confusing and conflicting descriptions regarding the HT Option, referring to it inconsistently as the HT Mixed-Use Project in some places, and in relation only to the 16-block area in others. See discussion *infra*. It is clear from the DEIR that these areas are tied together under the HT Option for purposes of the DTOSP and therefore must be analyzed together for maximum potential impacts under CEQA.

¹⁹ See AES Report, p. 3, Table 4:

TABLE 4

Proposed DOSP HT Option Allowable Residential Density – 16 Block Area					
Land Use	Blocks	Acreage¹	Max Density²	Max Residential Units	Potential Residents³
EPP Mixed Use District	13/16	31.69	300	9,506.25	18,061.88
LUTE Central Business District 2	3/16	7.31	375	2,742.19	5,210.16
EPP Light Industry 1	0	0.00	30	0	0
Total				12,248	23,272

²⁰ See AES Report, p. 3, Table 6:

TABLE 6

Summary of Allowable Residential Density - 16 Block Area and Howard Terminal		
Scenario	Max Residential Units	Potential Residents
Existing Land Use Designations	293	556
DTOSP Base Case Land Use Designations	6,983	13,269
DTOSP HT Option Land Use Designations	12,248	23,272
DTOSP HT Option plus Howard Terminal	16,248	30,872

²¹ CEQA requires that an EIR “include sufficient detail to enable those who did not participate in its preparation to understand and to consider meaningfully the issues the proposed project raises.” *Sierra Club v. County of Fresno*

To put the magnitude of these changes into perspective, in the last U.S. Census the City of Emeryville had a population of 10,080.²² The DEIR does not inform the public that the HT Option would result in the creation of a new residential district with nearly 3 times the population of the City of Emeryville within a much smaller geographic footprint, and all within 0.25 miles of the industrial uses in the Port of Oakland. The DEIR, likewise, does not analyze the impacts this proposal would bring about which are clearly significant.

For purposes of CEQA, the analysis of long-term planning documents requires the City to analyze the impact of development at maximum levels permitted under the proposed Plan. This requirement cannot be avoided by suggesting it is unknown how many projects in fact would be approved. The City has failed to do this, and as a result, the DEIR does not meet the requirements of CEQA and the CEQA Guidelines in a number of important respects, as discussed more fully below.

IV. The DEIR Fails to Adequately Describe the Project.

A. The Definition of the HT Option is Conflicting and Confusing.

The DEIR's treatment of the HT Option is inconsistent both in analysis and use of terminology. By one definition, the HT Option consists of a change in land use designations solely within the DTOSP:

"The City is currently reviewing a proposed project to reuse the Howard Terminal site for a new baseball stadium, waterfront open space, and mixed-use development. If the City approves this project and it moves forward, the Plan proposes to amend the General Plan Land Use designations from LUTE Business Mix, EPP Light Industry 1, and EPP Off-Price Retail District to EPP Mixed Use District in the adjacent blocks between Brush, Clay, 2nd, and 4th streets to support more intense development. ***This is referred to as the Howard Terminal Option.***" DEIR, p. 49 (emphasis added)

However, by another definition, the HT Option consists of a ballpark, residential and other uses at the Howard Terminal site itself:

"The City is currently reviewing a proposed project to reuse the Howard Terminal site for a new baseball stadium, waterfront open space, and mixed-use development, ***which is referred to as the Howard Terminal Option*** throughout this document." DEIR, p. 112 (emphasis added)

Moreover, in the Alternatives discussion, the "Howard Terminal Option" is treated as separate from, rather than including, the land use changes within the 16-block area:

"The Reduced Office alternative would not include the Howard Terminal Option. ***In addition***, the land use changes as a result of the Howard Terminal Option would not occur such that the area between Brush, Clay, 2nd and 4th streets would not become Mixed Use Flex. All other aspects of the Specific Plan would remain. *See* DEIR, p. 699 (emphasis added).

(2018), 6 Cal 5th 502, 510 (citing *Laurel Heights Improvement Ass'n. v. Regents of University of California* (1988) 47 Cal. 3d 376, 405).

²² U.S. Census Bureau. <http://data.census.gov>. (accessed November 5, 2019).

Accordingly, it is unclear to reviewers whether the HT Option is considered as only a change in General Plan land use designations within a 16-block area inside the DTOSP boundary; whether it refers only to the mixed-use project at the Howard Terminal site; or whether it is a combination of both. The definition of the HT Option is inconsistent throughout the DEIR and it must be revised and recirculated to accurately describe the project actually being proposed and address the impacts of that proposal based on a consistent basis.

B. The HT Option Omits Other Changes Within the DTOSP Area that Would Result from the HT Mixed-Use Project.

Even assuming the HT Option is intended to represent only changes within the DTOSP area in the event the HT Mixed-Use Project is approved, it is artificially constrained to just the 16-block area and fails to include major changes within the DTOSP that would also result from the ballpark project – such as ballpark parking, ballpark transit and rideshare users, the gondola, and displacement of Howard Terminal truck storage. This has broader consequences in several ways, including impacts on transportation throughout Jack London Square and downtown Oakland, access to Alameda and regional mobility on Interstate 880, significant air quality impacts, and especially potential safety hazards at railroad right-of-way crossings.

While the DEIR is inconsistent on the question of including or excluding the HT Mixed-Use Project from the HT Option, one thing is clear: within the DTOSP area itself, the HT Option is limited to the increased intensity of development in the subject 16-block area bounded by Brush Street, Clay Street, 5th Street and Embarcadero West.²³ However, this artificially constrained footprint for the HT Option cannot be reconciled with the plans for the HT Mixed-Use Project, which encompass not just the on-site project at Howard Terminal, but also major off-site changes to the transportation system throughout the DTOSP area. If in fact the HT Mixed-Use Project were to be approved and proceed, the resulting impacts within the DTOSP area will extend far beyond those 16 blocks. Having elected to tie the HT Mixed-Use Project together with the HT Option in the DTOSP, the DEIR should have presented a full and accurate picture of all the environmental consequences that could occur under the HT Option scenario throughout the DTOSP area.

For example, according to an analysis prepared by consultant Fehr & Peers,²⁴ these impacts include the following (all numbers for peak hour during weekend evening baseball games):

- 10,100 pedestrians walking to games through the DTOSP area, including BART and bus riders and persons who arrived by motor vehicle and parked within the DTOSP area.
- 3,300 pedestrians walking through the DTOSP area and crossing the railroad right of way via at-grade crossings at Market Street and Martin Luther King Way.
- Large numbers of ride share vehicles delivering game-goers:
 - 400 vehicles driving through the DTOSP area and crossing the railroad right of way to the Howard Terminal site.

²³ DEIR, p. 45.

²⁴ See Ex. D, Fehr & Peers, *Proposed Transportation Infrastructure – Howard Terminal Ballpark District* (June 2019).

- 920 vehicles arriving within the DTOSP area (200 vehicles inside the “geo-fenced” area and 400 vehicles outside it) with two parking lots of 160 spaces each.
- 3,700 vehicles parking within DTOSP area; these vehicles will be driving within the DTOSP area, and their drivers and passengers will walk through the DTOSP area and cross the railroad right of way to the ballpark.
- 3,400 vehicles driving through the DTOSP area and crossing the railroad right of way to reach parking on the Howard Terminal site, with 2,200 vehicles crossing at Market Street and 1,200 vehicles crossing at Martin Luther King Way.

While inadequate parking supply, in itself, is no longer considered a significant environmental impact under CEQA, an EIR still must consider potentially significant secondary impacts related to air quality, noise, safety, and any other impacts associated with transportation, including parking.²⁵ For many projects, such secondary impacts may represent only a minor addition to the project’s direct impacts. However, the Fehr & Peers analysis indicates very large numbers of vehicles driving to and looking for parking within the DTOSP area to reach the ballpark, suggesting that the contribution of secondary impacts cannot be assumed to be minor. Yet the DEIR discussion of the HT Option contains no analysis or even mention of these environmental consequences.

In addition, the public record indicates that the HT Mixed-Use Project EIR will also consider multiple “variants” with DTOSP components, impacts, and issues, but none of these variants are reflected in the DTOSP or this DEIR. These variants include new pedestrian overcrossings and at-grade crossing improvements, and an “aerial tram or gondola above Washington Street extending from downtown Oakland near 12th Street BART to Jack London Square.”²⁶ These variants are located within the DTOSP area, not on the Howard Terminal site. Moreover, though they would be installed to serve the HT Mixed-Use Project, large numbers of people other than game-goers can be expected to use the gondola and crossing improvements to access the Jack London Square area, further altering patterns of transportation from those analyzed in the DTOSP both within and far beyond the 16 blocks of the HT Option. The gondola in particular would represent a significant change to the transit system, yet the DTOSP ignores the prospect of the gondola and its potential impacts in the HT Option analyses.

Another consequence of the HT Mixed-Use Project will be elimination of the maritime ancillary uses for intermodal trucks, including equipment and container staging and transloading, for which the Howard Terminal site is currently utilized. The current estimate for usage of this location for these purposes is that over 325,000 gate moves at Howard Terminal annually. It is reasonably foreseeable that many of the displaced trucks, serving businesses near their current preferred parking at the Howard Terminal, will seek to park in the same vicinity within the DTOSP area, increasing local congestion, emissions, delays, and safety considerations. The alternative is that these trucks will be forced out of the Port area, be required to travel greater distances for moves which are currently intra-port staged drays, and create millions of additional VMT,²⁷ hours of new regional highway delay, and tons of unnecessary Greenhouse Gas emissions, criteria pollutants, and toxic air contaminants.

²⁵ See Pub. Res. Code § 21099.

²⁶ See Ex. E, City of Oakland, *Notice of Preparation (NOP) of a Draft Environmental Impact Report for the Oakland Waterfront Ballpark District Project* (November 30, 2018).

²⁷ Vehicle Miles Traveled (“VMT”) refers to the “amount and distance of automobile travel attributable to a project” under SB 743 and the City’s VMT guidelines. See DEIR, p 161.

Despite tying together and conditioning the HT Option on the approval of the HT Mixed-Use Project, the DEIR presents a fictitious version of the HT Option which is artificially constrained to the 16-block area. Yet obviously both the changes within the 16 blocks and the massive influx of vehicle traffic, parking and foot traffic generated by the HT Mixed-Use Project will inextricably occur together if the latter is approved. In no circumstances will the changes described as the “HT Option” in the DEIR occur without the larger changes described in the Fehr & Peers analysis. The “limited” HT Option as described in the DEIR thus represents a scenario that *will not occur* and its presentation in the DEIR is misleading to the public and decision-makers.

Finally, the cumulative impact analyses in the DEIR must consider the impact of the DTOSP together with past, present and reasonably foreseeable future projects. The DEIR acknowledges the Waterfront Ballpark District as a reasonably foreseeable future project included in cumulative impact analysis for traffic and transportation.²⁸ In fact, the HT Mixed-Use Project is recognized as contributing to one significant and unavoidable cumulative impact:

“The cumulative development includes ... the Howard Terminal development.

“Cumulative Impact TRANS-1: Development under the Specific Plan together with cumulative development, would generate additional multi-modal traffic traveling across the at-grade railroad crossings that would cause or expose roadway users (e.g., motorists, pedestrians, bus riders, bicyclists) to a permanent or substantial transportation hazard.”
DEIR, p. 214.²⁹

Having acknowledged one such cumulative impact with respect to Transportation, the DEIR cannot turn a blind eye to the cumulative impact and disregard others. Accordingly, even if the HT Option is limited to the 16-block area, the DEIR must consider the contribution of the HT Mixed-Use Project, including its components within the DTOSP, to all environmental impact categories – air quality, noise, traffic including railroad crossing safety, etc. – in its cumulative impact analyses. Yet the HT Mixed-Use Project is not discussed in the DEIR’s cumulative impact analysis for any other impact, nor are the environmental consequences of the HT Option within the DTOSP area but outside the 16-block area.³⁰

²⁸ DEIR, p. 127, Table V.A-4.

²⁹ Since elevating the pedestrian crossing over the railroad tracks is treated as a “variant” in the Notice of Preparation for the HT Mixed-Use Project EIR, it must be assumed that all pedestrians walking to games will cross at grade at Market Street and Martin Luther King, Jr. Way in the base case for that project. The variant does not propose grade-separated vehicle crossings, so all vehicles driving to the Howard Terminal site would also cross at grade on the same two streets, even under the variant. See Ex. E, p. 4.

³⁰ The cumulative contribution of the HT Mixed-Use Project is included in projections of roadway segment congestion, although this information is buried in an appendix table. See DEIR, Appendix F, “Transportation and Circulation Supplemental Information”, table of Two-Way Road Segment Traffic Volume Forecasts. It is unclear whether impacts to roadway segment Levels of Service (LOS) are treated as CEQA impacts. The DEIR cites CEQA Guidelines changes that eliminated LOS as a significance metric, yet includes a threshold of significance and makes significance findings for such impacts. See DEIR, pp. 183-184, 212-216. In any case, the DEIR does include the HT Mixed-Use Project in the cumulative modeling of roadway segment LOS, but inconsistently omits that project from other cumulative analyses. In addition, it is unclear whether the HT Option is included in the roadway segments cumulative analysis. From the column headings in the Appendix F table, it appears that the cumulative scenario may represent the Base Case DTOSP plus the HT Mixed-Use Project – a scenario which will not occur, since the HT Option occurs with the HT Mixed-Use Project. See DEIR, Appendix F.

C. The DEIR Fails to Treat the HT Option on a Consistent Basis.

For many impact areas, the DEIR fails to carry out any analysis of the HT Option. In some cases, it is not clear if the impacts being disclosed would occur under the Base Case scenario, the HT Option, or both.

Impacts associated with the HT Option are called out only in a few instances, e.g., under Aesthetics (visual impact of increased building height, floor area ratio and density in the 16 block area) and Cultural Resources (loss of the Jack London Maker District).³¹ Otherwise, the DEIR is silent on the consequences of the HT Option.

Page 112 of the DEIR states that “A discussion of the HT Option is presented only where the impacts of the proposed project would be substantially different from the Plan,” but no justification is given for proceeding in this manner. This approach makes it impossible for a reader or decision-maker to identify whether the HT Option may have been mistakenly left out of a particular subject-matter analysis, or whether the reader must assume (but with no analysis to support the assumption) that the outcomes would be the same under both the HT Option and the Base Case. The DEIR should be revised to include analysis on the HT Option for each impact section, regardless of whether impacts are claimed to be similar to those of the Base Case or not.

In addition, there are many instances throughout the DEIR where the HT Option would plainly have greater environmental consequences than the Base Case, but no distinction is drawn. For example, Chapter V.A (Land Use and Planning) states: “The areas where the most significant changes in land use are proposed include: areas south of I-880 within Jack London District including Oak Street and Victory Court and areas adjacent to Howard Terminal...”³² While an impact analysis for the Jack London District (the Base Case) is included, no impact analysis is provided for the HT Option, despite recognizing that the area adjacent to Howard Terminal is an area where the most significant changes in land use would occur as a result of the HT Option.

Impact TRANS-2, the transportation safety hazard from additional pedestrian and vehicle traffic at the at-grade railroad crossings, is an impact which clearly would be affected by greatly increased development in the vicinity of those crossings under the HT Option. Yet the discussion of Impact TRANS-2 does not address the HT Option.³³ The DEIR concludes that Impact TRANS-2 is significant and unavoidable even under the Base Case, due to the uncertainty of mitigation measure implementation.³⁴ However, that conclusion does not excuse its failure to consider the additional risk to crossing safety under the HT Option, which should be disclosed and discussed. Under Existing Conditions, the DEIR notes the risk of pedestrian injuries by trains, but reports that none have occurred at most of the crossings in the past five years.³⁵ How many more incidents can be expected with the introduction of over 23,000 nearby residents under the HT Option?³⁶ The DEIR does not say.

Chapter V.G (Biological Resources) also lacks analysis associated with the HT Option, such as potential indirect impacts to the estuary and associated species that could occur from waterfront development and increased visitation, and consultation with NOAA. Chapter V.I (Hazards and Hazardous Materials) lacks

³¹ See DEIR, pp. 352, 395.

³² DEIR, p. 131.

³³ See DEIR, pp. 210-211.

³⁴ *Id.*

³⁵ See DEIR, pp. 154-155.

³⁶ AES Report, p.4.

analysis of the HT Option, despite the Howard Terminal being listed on the Department of Toxic Substances Control's Cortese list.³⁷ In contrast, Section 5.L (Population and Housing) includes analysis regarding the HT Option in the form of the Downtown Jack London Square area.

More examples of this hit-and-miss treatment of the HT Option throughout the DEIR include the analysis of land use conflicts, discussion of consistency with other City plans and policies (in particular the West Oakland Specific Plan), and the discussion of impacts to historic resources. These issues are discussed in more detail in the comments below.

But the fact remains that analysis of the HT Option is inconsistent across DEIR sections, and in most cases appears to be absent altogether. The DEIR should be revised to fully define and evaluate the impacts that would result under the HT Option in every impact area, so that significant impacts can be identified, and appropriate mitigation measures can be developed. Any assumptions that the Base Case and the HT Option impacts would be the same for a particular subject, and the reasoning for such assumptions, must be disclosed and exposed to scrutiny by DEIR readers and decision-makers, and not avoided through a general statement or vague and conflicting project descriptions.

V. The DEIR Fails to Adequately Address Land Use Conflicts

As explained above, the DTOSP would introduce extensive residential development and greatly increased density within the area bounded by Brush Street, Clay Street, 5th Street and Embarcadero West, where current residential use is almost non-existent. Under existing conditions, this 16-block area functions as an effective industrial buffer zone, maintaining separation between incompatible residential and heavy industrial/freight land uses at and adjacent to the Port of Oakland. Current land use designations for the parcels within this area (LUTE Business Mix, EPP light Industry, EPP Off-Price Retail District) strictly limit residential development and prevent introduction of incompatible uses.³⁸ This industrial buffer area allows for only low-density development, ranging from 2.0 to 4.0 FAR.³⁹

Under the Base Case scenario, the DTOSP would eliminate the buffer area and promote encroachment by residential and commercial uses in proximity to Port-related industrial uses. Specifically, the Base Case would re-designate the four parcels closest to the Howard Terminal (i.e. between Brush Street, Clay Street, Embarcadero, and 2nd Street) to EPP Mixed-Use District (EPP-MUD).⁴⁰ The EPP-MUD District encourages "development of nontraditional higher density housing (work/live, lofts, artist studios)."⁴¹ Additionally, the Base Case would re-designate the three parcels between Castro, Clay, 4th and 5th Streets to the Central Business District-2 designation, which allows high-density urban residential uses.⁴² As a result, the Base Case alone under the DTOSP would dramatically increase the overall density within the current buffer area.⁴³

Also, of note, because residential intensity would increase in the southern part of the Jack London District east of Broadway as well,⁴⁴ the impacts that those residents will have by placing additional pressure on

³⁷ https://www.envirostor.dtsc.ca.gov/public/profile_report?global_id=01440006 (accessed 11/8/2019)

³⁸ DTOSP, Figure LU-12 and AES Report, pp. 1-2, Tables 1 and 2.

³⁹ DTOSP, Figure LU-9.

⁴⁰ DTOSP, Fig. LU-13a.

⁴¹ See EPP, p. 133.

⁴² See General Plan, p. 155.

⁴³ See DTOSP, Fig. LU-9 and LU-10a; and AES Report, p. 2, Table 3.

⁴⁴ DEIR, Fig. III-6.

the 16-block buffer zone area of concern must be identified, analyzed and mitigated. These development pressures will increase congestion, create additional intensity of uses and public safety risks, and thus underscore the reasons for retaining non-residential use west of Broadway.

Under the HT Option, the increase in density in this buffer zone area would be even more dramatic. The HT Option would place residential uses within every part of the 16-block area, designating all parcels between Embarcadero, Fourth Street, Brush Street and Clay Street as EPP-MUD and the remaining parcels as CBD2.⁴⁵ As a result, the HT Option would further increase development intensity within the Third Street Corridor between Brush, Clay, Second and Fourth Streets, increasing the FAR from 2.0 to 12.0 and eliminating the lower-density “Maker District” proposed to be retained under the Base Case.⁴⁶ As City staff have elsewhere stated, these and other land use changes proposed in the Jack London District represent “a massive transition from industrial to mixed use commercial and residential zones.”⁴⁷

Yet the degree of this transition is largely concealed from reviewers of the DEIR. The DEIR does very briefly acknowledge that the DTOSP “would result in a higher density and intensity of mixed use within the Plan area,” and states generally that the Jack London District including the area adjacent to the Howard Terminal is among the areas subject to “the most significant changes in land use.”⁴⁸ But there is no detail or analysis for understanding or judging this impact; in fact, despite these “significant changes,” the DEIR presents only a vague and conclusory description of the resulting land use conflicts:

Residential uses adjacent or in close proximity to heavy industrial uses can be difficult to harmonize. People living near industries may experience higher levels of noise, pollution, and truck traffic, and less visually attractive conditions. Industrial uses can experience greater regulatory controls over their activities and, despite a facility’s location in an industrial zone, complaints may force the facility to change its operations.⁴⁹

This cursory paragraph does not meaningfully account for the land use conflicts that would inevitably result from eliminating the industrial buffer zone and greatly increasing residential density, as well as significantly increasing pedestrian and vehicular traffic, in the area near the Howard Terminal. Nor does it allow readers of the DEIR “to understand and to consider meaningfully” the magnitude of the changes and their import. The increased residential development in this area would introduce conflicts with existing industrial sources of pollution, odors, noise and vibration, and nighttime lighting in and surrounding the Port area. Introduction of residential uses, even only as proposed in the DTOSP’s Base Case, would bring heavier traffic to the area, creating safety hazards for heavy-duty vehicles, long-haul truck traffic, motorists, pedestrians, and freight and passenger rail operations on the railroad right of way. Each of these effects would be exacerbated by the higher residential density of the HT Option and, cumulatively, the DTOSP taken together with the HT Mixed-Use Project. Nor are any of these impacts adequately analyzed in the corresponding impact sections of the DEIR.

The minimal narrative provided in the DEIR does not constitute sufficient analysis and disclosure to satisfy CEQA, even had the DEIR forthrightly acknowledged there would necessarily be significant land use conflict impacts. But in fact, the DEIR does not recognize a significant impact; instead, the DEIR

⁴⁵ DTOSP, Fig. LUI-13b; DEIR, p. 49.

⁴⁶ DTOSP, Fig. LU-10b.

⁴⁷ See Email from Ryan Russo, Director, Oakland Dept. of Transportation, to Gwen Litvak, Bay Area Council (May 29, 2019), enclosed as Ex. E.

⁴⁸ DEIR, p. 131.

⁴⁹ DEIR, p. 137.

finds that impacts of the DTOSP, by itself and cumulatively with foreseeable development, “would be less than significant related to conflict with adjacent land uses.”⁵⁰ That conclusion is unsupported by evidence and is facially implausible, given the magnitude of the changes in the subject 16-block area with resulting increase to up to 13,000 new residents in proximity to heavy industrial and Port activities under the Base Case; over 23,000 new residents with the HT Option; and, in the cumulative impact analysis, nearly 31,000 new residents with the HT Mixed-Use Project included.

By introducing this intensity of residential development and eliminating the buffer zone separating industrial from residential and commercial uses, the DTOSP will create extensive land use conflicts between existing industry and new residents, resulting in impacts that require greater scrutiny in the DEIR in at least the following areas:

Transportation

The DEIR does not address the transportation-related land use conflicts which will result from the introduction of intense new residential uses, generating increased pedestrian, bicycle and vehicular traffic onto the current heavy truck routes designated to serve existing industrial uses. The City and the Port have designated heavy truck routes allowing truck access to the Port area utilizing sections of Market Street, Martin Luther King, Jr. Way, Third Street, Brush Street, Castro Street, and Embarcadero West.⁵¹ These heavy truck routes also serve the more than 25,000 annual truck transactions occurring at the Howard Terminal. As the DEIR notes, two of the rail crossings, at Market Street and Martin Luther King Jr. Way, are designated truck routes, and the Market Street crossing provides truck access to Howard Terminal and Schnitzer Steel.⁵²

The DEIR also identifies the Third Street truck route as an Area of Controversy/issue to be resolved from scoping comments. DTOSP Policy M-3.9 calls for preserving existing truck routes “to, from, and within the Jack London [sic] to facilitate safe and efficient goods movement from industrial and warehousing facilities.”⁵³ Presumably, then, the City and Port do not contemplate re-routing truck routes away from the increased residential development planned for the Jack London District. Yet the DEIR contains no analysis of conflicts between the truck routes, preserved pursuant to DTOSP Policy M-3.9, and the additional vehicle and pedestrian traffic introduced into the same corridor by the DTOSP’s proposed land use changes. Deviations from this policy will result in trucking diversions, increasing VMTs, congestion, and truck idling, which will in turn have inevitable environmental impacts that need to be assessed in the DEIR.

The higher volume of vehicular and pedestrian traffic would also increase hazards at the at-grade rail crossings at Market Street, Martin Luther King Way, and Clay Street, increasing the potential for accidents at these crossings. The HT Option itself would not only create further land use incompatibility issues within the Third Street Corridor by encouraging residential development surrounding Third Street, but would introduce massive new transportation impacts on broader Downtown Oakland, which are also not evaluated in the DEIR.

⁵⁰ DEIR, pp. 139, 141

⁵¹ See Ex. G, “City of Oakland Truck Routes and Prohibited Streets” (Map); “Port of Oakland Maritime Facilities” (Map); OMC 10.52.120 (*Local Truck Routes*).

⁵² DEIR, p. 154.

⁵³ DTOSP, p. 131.

Air Quality

The DEIR also fails to address the land use conflicts between the new residential uses and existing heavy industrial uses arising from air emissions (especially particulate emissions) generated by industrial uses. Beyond the brief narrative quoted above, the DEIR notes only that future projects that might generate “odors” in the DTOSP area, but nonetheless concludes this “would generally be consistent with existing land uses” and is not expected to generate a substantial number of complaints; therefore, such impacts from new sources would be less than significant.⁵⁴

Thus, the DEIR fails to discuss the significant air quality impacts of land use conflicts from a major increase in residential and commercial uses with nearby existing heavy industrial uses with respect to any threshold other than odors. This is a significant oversight, as the DTOSP would both create new emissions and impacts with respect to criteria pollutants, air toxics including diesel particulate matter, and Greenhouse Gas emissions. All of these impacts must be evaluated in the DEIR.⁵⁵

However, the DEIR fails to discuss land use conflicts from a major increase in residential and commercial uses in nearby existing heavy industrial uses that can be sources of emissions and odors.

Hazardous Materials

The DEIR fails to assess the potential land use conflicts arising from introducing residential and commercial uses adjacent to industrial sites affected by hazardous materials. The DEIR notes that “some commercial businesses (e.g., dry cleaners) and flex industry uses could use substantial quantities of hazardous material,” and that improper handling and accidents involving these substances “could expose workers, the public, and the environment to hazardous materials.”⁵⁶ Furthermore, the DEIR notes that intensification of land uses under the DTOSP “could result in the increased use of hazardous household and commercial materials, and thereby create a cumulative increase in risk associated with accidental release of hazardous materials into the environment.”⁵⁷ However, the DEIR concludes that no significant impacts related to hazards and hazardous materials would occur with implementation of the City’s Standard Conditions of Approval.⁵⁸ The DEIR thus fails to discuss the reasonably foreseeable land use conflicts arising from existing industrial facilities’ use of hazardous materials directly adjacent to new residential or commercial uses allowed under the DTOSP.

Noise and Vibration

The DEIR’s noise and vibration analysis similarly omits any substantive discussion of noise or vibration impacts resulting from land use conflicts between new residential uses and existing heavy industry and transportation systems. The DEIR notes that the highest traffic noise increase would occur along Embarcadero West, between Market Street and Martin Luther King Jr. Way—an area where residential uses would be allowed under the DTOSP—and predicts that future residential projects could be exposed

⁵⁴ See DEIR, pp. 246-247.

⁵⁵ See also discussion regarding WOCAP, VMT and LOS impacts at FN 75 and FN 80.

⁵⁶ DEIR, p. 481.

⁵⁷ DEIR, p. 489.

⁵⁸ DEIR, p. 28.

to noise levels rated “normally unacceptable” for residential land uses.⁵⁹ The DEIR also states that impacts related to vibration from proximity to railroad trains would potentially exceed Federal Transit Administration (FTA) criteria for ground-borne vibrations.⁶⁰ Despite these findings, the DEIR concludes that impacts from operational noise and vibration for future projects under the DTOSP would be reduced to less than significant levels with implementation of the City’s Standard Conditions of Approval.⁶¹ Even under the Base Case, the DTOSP would allow residential use in the parcels immediately adjacent to the rail corridor along Embarcadero West, exposing residents to substantial noise and vibration.

Additionally, new residential uses that would be allowed adjacent to the City and Port heavy truck routes along Brush, Castro, Second and Third Streets, and Martin Luther King, Jr. Way would be exposed to heavy truck traffic and attendant noise and vibration. These impacts are not sufficiently studied in the Noise section of the DEIR.

In sum, there is insufficient analysis for the general assertions that “no significant land use impacts related to land use incompatibility would occur as a result” of DTOSP adoption and resulting development.⁶² The DEIR fails to analyze DTOSP consistency with General Plan policies purportedly discouraging incompatible development, and presents no evidence to support its conclusion that the “impacts associated with implementation of the Specific Plan and reasonably foreseeable development expected to occur in the Plan Area over the next 20 years would be less than significant related to conflict with adjacent land uses.”⁶³

In lieu of actual analysis, the DEIR’s cumulative impacts analysis is conclusory. While acknowledging that the DTOSP “would change designated parcels from Light Industry to Mixed-Use,” it does not acknowledge that this would result in a cumulatively considerable contribution to the City-wide loss of industrial land.⁶⁴ Indeed, notwithstanding that the DTOSP-enabled land use changes in the vicinity of industrial and Port activities which would all but eliminate the industrial buffer zone, the DEIR suggests to readers that the buffer zone will actually be maintained:

“[T]he Plan would not result in a significant land use impact by potentially physically dividing an established community; or conflicting with adjacent or nearby land uses; or conflicting with applicable land use plans, policies, or regulations adopted for the purpose of avoiding or mitigating an environmental effect. Although the Specific Plan would change designated parcels from Light Industry to Mixed-Use, ***the Plan would maintain an industrially-zoned buffer area*** between Brush and Market Streets to support the City’s Industrial Land Use Policy in the adjacent West Oakland area....”⁶⁵ (Emphasis added.)

However, the “industrially-zoned buffer area” being “maintained” is only a single block wide between Brush and Market Streets. Adjacent to, but outside that small buffer area, is the 16-block area east of Brush Street, including parcels on which residential use is currently prohibited, which the DTOSP will convert to significant residential and office uses under both the Base Case and the HT Option. The DEIR fails to consider that, far from maintaining a sufficient buffer area consistent with the City’s Industrial

⁵⁹ See DEIR, Table V.K-4; DEIR, pp. 562-563.

⁶⁰ DEIR, p. 567.

⁶¹ DEIR pp/ 561-567.

⁶² DEIR, p. 139.

⁶³ DEIR, pp. 139-140

⁶⁴ DEIR, p. 141.

⁶⁵ DEIR, p. 141.

Land Use Policy, the DTOSP is actually proposing to destroy the buffer zone by introducing massive residential development in closer proximity to industrial uses, under both the Base Case and the HT Option.⁶⁶

As such, the DEIR's conclusion that, by maintaining a one-block-wide buffer area, the DTOSP "would not result in a significant land use impact by... conflicting with adjacent or nearby land uses" is not supported by information and analysis in the DEIR, and is contrary to the facts and common sense.

VI. The DEIR Fails to Recognize Conflicts with Existing Plans and Policies.

CEQA requires an EIR to discuss a project's inconsistencies with applicable local land use plans and policies. CEQA Guidelines § 15125(d). The DEIR concludes that the DTOSP would not conflict with applicable adopted land use policies, plans or regulations because it proposes amendments to the General Plan that supposedly would correct any such conflict.⁶⁷ However, the DEIR fails to acknowledge inconsistencies, or proposed amendments to resolve inconsistencies, between the DTOSP and already-adopted plans and policies, namely, General Plan Land Use and Transportation Element ("LUTE") Policy N5.2, the West Oakland Specific Plan ("WOSP"), and the City's Industrial Land Use Policy ("ILUP").

A. Inconsistency with General Plan LUTE Policy N5.2.

The DEIR states that:

"Conformance to the General Plan, including Land Use and Transportation Element (LUTE) policies listed below, would discourage development of incompatible land uses or land uses that would result in a division within an established community....

Policy N5.2: Residential areas should be buffered and reinforced from conflicting uses through the establishment of performance-based regulations, the removal of non-conforming uses and other tools." DEIR, pp. 137-138.

The DEIR immediately goes on to acknowledge the potential for impacts from introducing housing in proximity to heavy industrial uses and other sources of air emissions and noise. However, rather than reach the logical conclusion that this presents a potentially significant conflict, the DEIR states that the DTOSP "would not result in a significant land use impact by... conflicting with applicable land use plans, policies, or regulations."⁶⁸

Thus, the DEIR fails to address the inconsistency between LUTE Policy N5.2 (as well as any other purportedly relevant General Plan policies) and the introduction of new high-density residential development in proximity to conflicting land uses. Introducing massive new residential development in an incompatible area and concluding there would be no conflict because the residential use should then be buffered (while eliminating that buffer), is facially inconsistent with this City policy.

Nor does the DEIR purport to modify LUTE Policy N5.2 in order to accommodate new residential development in the 16-block area. Instead, the DEIR expressly relies on LUTE Policy N5.2 remaining in effect and continuing to "discourage development of incompatible land uses" as support for the

⁶⁶ See Section VI.C, *infra*, for discussion of inconsistency with the ILUP.

⁶⁷ DEIR, p. 140.

⁶⁸ DEIR, p. 141.

conclusion of less-than-significant conflict with applicable land use plans and policies. That conclusion cannot be reconciled with the magnitude of high-density residential development that would be brought into close proximity with conflicting uses under the Base Case, much less even higher density development associated with the HT Option.

B. Inconsistency with West Oakland Specific Plan.

The DEIR asserts that the DTOSP is “generally consistent” with the WOSP.⁶⁹ However, the DEIR fails to acknowledge significant inconsistencies between the two plans.

The DTOSP intersects with a portion of the WOSP between Market Street and Castro Street.⁷⁰ Specifically, the westernmost four parcels of the DTOSP, between Market and Castro, are within the “3rd Street Opportunity Area” of the WOSP, which generally covers the area south of 5th St. and east of Adeline.

As provided in the WOSP, the 3rd St. Opportunity Area “will continue to support industrial and business activities and jobs, capitalizing on its proximity to the Port of Oakland and its access to the regional freeway network,” while maintaining the “continued prohibition on residential development in this area.” WOSP, p. 4-59. The discussion of consistency with the WOSP identifies the area where the DTOSP and WOSP overlap.⁷¹ The DEIR asserts that the DTOSP and WOSP land uses are “generally consistent” (p. 94), despite the fact that the DTOSP would increase development density and height. The DEIR also notes, without analysis, that under the HT Option where the HT Mixed-Use Project is approved, development intensity in the area of concern would increase dramatically.

Regarding the overlapping 3rd Street Opportunity Area, the DEIR states:

“South of I-880 between Martin Luther King Jr. Way and Brush Street, the Specific Plan would re-designate parcels to focus light industrial uses along 3rd Street and provide a mix of uses on the periphery of the industrial core (i.e., along 4th Street and Embarcadero). The change in uses would not conflict with the WOSP, which envisions 3rd Street as an opportunity area that celebrates ‘its unique historic commercial and industrial structures’ and welcomes light industrial uses that contribute to a high-quality environment.”⁷²

To apply this logic to the Base Case scenario, the DEIR must ignore the fact that the WOSP prohibits residential development in the 3rd Street Opportunity Area, an unacknowledged land use plan inconsistency.

Further, the DEIR lacks any discussion of consistency of the HT Option scenario with the WOSP. The DEIR briefly summarizes the HT Option, but provides no discussion of whether and how this Option is or is not consistent with the WOSP.⁷³ This is significant because the HT Option is directly in conflict with the WOSP policy that light industrial uses would be focused along 3rd Street – since under the HT Option

⁶⁹ DEIR, p. 94.

⁷⁰ See DEIR, p. 34, Fig. III (although the DEIR later incorrectly states (p. 94) that this intersection between the plans occurs between Brush and Martin Luther King, Jr. Way).

⁷¹ See DEIR Fig. III-2 and pp. 93-94 (although the DEIR elsewhere incorrectly indicates that the WOSP “abuts” rather than overlaps with the DTOSP, see pp. 32, 115, 128).

⁷² DEIR, p. 94.

⁷³ DEIR, p. 95

these properties would no longer be industrial. Again, the DEIR's conclusion that the DTOSP "would not result in a significant land use impact by... conflicting with applicable land use plans, policies, or regulations"⁷⁴ is contradicted by the facts, and there is no basis for the DEIR to conclude that the DTOSP is consistent with the WOSP.⁷⁵

C. Inconsistency with Industrial Land Use Policy.

The DEIR also fails to address inconsistency between the DTOSP and the City's ILUP. As noted before, the DEIR states that the DTOSP would "maintain an industrially-zoned buffer area between Brush and Market Streets to support the City's Industrial Land Use Policy in the adjacent West Oakland area."⁷⁶ This statement is misleading as the DTOSP would eliminate nearly the entirety of the existing buffer zone and maintain only a one-block-wide strip between Market Street and Brush Street. Only three unusually narrow parcels in that strip could retain their current zoning of CIX-1B/T (West Oakland Plan Area Commercial Industrial Mix 1B/Transport and Warehousing Combining Zone), which allows a "wide variety of transportation facilities, warehousing and distribution, and similar and related supporting uses."⁷⁷

However, the industrial buffer identified in the ILUP – Subarea 17, for which the policy is "Keep Industrial" – extends beyond Brush Street to Martin Luther King Jr. Way, encompassing eight additional standard-size parcels.⁷⁸ Consistent with the ILUP, seven of these eight parcels currently are zoned CIX-1B (West Oakland Plan Area Commercial Industrial Mix-1B—Low Intensity Business) or M-30 (General Industrial Zone). Both CIX-1B and M-30 zoning generally support industrial uses and prohibit residential uses, which must be modified to introduce residential uses consistent with the DTOSP's proposed land use designations.⁷⁹

Thus, the DTOSP is at best only consistent with the ILUP in a narrow one-block wide strip, but conflicts with the ILUP's "Keep Industrial" policy in the larger area from Brush Street to Martin Luther King, Jr. Way. The DEIR fails to acknowledge this inconsistency. On the contrary, the DEIR's claim to maintain the current industrial buffer zone in the DTOSP, when in fact it is eliminating the buffer except in the Market-Brush strip, is inaccurate and leads to the erroneous finding of no conflict with adopted land use policy. And again, the DEIR lacks any discussion at all of the inconsistency of the HT Option with the ILUP.

⁷⁴ DEIR, p. 141.

⁷⁵ Significantly, the elimination of industrial zoning along the 3rd Street Corridor and the current buffer zone generally extending west from Broadway and south of I-880 is also inconsistent with the West Oakland Community Action Plan recently adopted by the Bay Area Air Quality Management District and developed in order to implement AB 617. (See <http://www.baaqmd.gov/community-health/community-health-protection-program/west-oakland-community-action-plan>) Deviation from the WOSP in this regard may also have significant Air Quality impacts which are also not analyzed in the DEIR.

⁷⁶ DEIR, p. 141.

⁷⁷ See Oakland Municipal Code (OMC) 17.73.010.B.

⁷⁸ DEIR, Figure III-6.

⁷⁹ Residential use currently is permitted only in the parcel furthest from the waterfront, between Castro and MLK Way, Fourth and Fifth, which is zoned C-40 (Community Thoroughfare Commercial Zone).

VII. The DEIR Also Lacks Sufficient Analysis in Several Important Impact Areas.

A. Traffic, Transportation, Parking and Public Safety.

a. Trip Generation Rates are underestimated.

The trip generation estimates for the DTOSP (Table V.B-4, p. 185) contain several errors and erroneous assumptions that result underestimates of vehicle trips⁸⁰ that affect other analyses that depend on these inputs including Greenhouse Gas emissions and noise. Specific issues include the following:

- The trip generation for residential projects assumed an average project size of about 500 units. The Institute of Transportation Engineers (“ITE”) data used to determine trip generation has an average size of approximately 220 units and most recent residential developments in Oakland are not larger than 250 units. Assuming an average project size of 500 units may lead to an underestimate of vehicle trips being generated by the DTOSP.
- The trip generation for retail land uses does not estimate a typical size of retail establishments, but instead combines all retail for the DTOSP into one trip generation estimate. This significantly underestimates the trips generated by the retail component. When retail is treated as one large project, trip generation per square foot decreases as a project gets larger. However, the DTOSP retail is likely to consist of many smaller projects spread out over a large area. Therefore, a decline in trip generation per square foot is not anticipated as one might expect at a large mall.
- Trip generation for office projects assumed an average project size of about 500,000 square feet. The ITE data used to determine trip generation has an average size of about 171,000 square feet with few studies of developments near 500,000 square feet. The assumption of 500,000 square feet is too large for an average office building and this also affects total vehicle trip generation.
- Trip generation for the industrial components assumed a single combined project. Like retail, a very large industrial project has fewer vehicle trips per square foot than a smaller one. Since the industrial uses are likely to be spread out over the entire plan area, calculating the trip generation as a single use has likely underestimated the total number of trips.
- The calculations for pass-by reduction of the retail component of retail do not appear to be correct. For example, 63,740 daily retail vehicle trips adjusted for non-auto reductions and assuming a pass-by reduction of 17% should result in about 5,082 pass-by trips ($63,740 \times 46.9\% \times 17\%$) but 5,750 is reported in the table. Similarly, the PM peak hour also takes a higher

⁸⁰ In 2017, the City changed its transportation impact guidelines to align with SB 743 requirements to use the VMT approach, rather than roadway and intersection Level of Service (“LOS”) analysis, and the DEIR asserts that the DTOSP project would meet two of three VMT screening criteria and thus have no significant impact. DEIR, pp. 182-183, 189, 192. However, the Alameda County Congestion Management Program continues to use LOS as a metric for consistency with the County’s traffic Congestion Management Program, and LOS-related impacts are therefore included and analyzed in the DEIR, Appendix F. See DEIR, pp. 183. The analysis in Appendix F shows significant congestion and adverse impacts would result from introducing high-density residential growth into the 16-block area of concern and surrounding roadways, especially in concert with the HT Mixed-Use Project. DEIR, pp. 212-216.

reduction than what the calculations would suggest ($7,095 \times 46.9\% \times 34\% = 1,131$ and not 1,281 as reported).

b. The analysis of safety impacts and mitigation are insufficient.

The DEIR's discussion of safety impacts does not disclose the full extent of the consequences resulting from the introduction of nearly 30,000 new residents and pedestrians in an area with frequent heavy-duty truck and freight train traffic. Pedestrian safety and circulation are briefly addressed at pages 193-196 of the DEIR. The DTOSP includes several policies aimed at improving pedestrian safety along with specific improvements identified. The DEIR generally concludes that the plan and associated development would result in a less than significant impact on pedestrians because the DTOSP identifies a list of projects that would enhance pedestrian access and safety.⁸¹

While the list of projects identified in Figure V.B-5 of the DTOSP propose many improvements to high injury network locations, there are many streets in the high injury network that show no improvements even though the DTOSP development would increase pedestrian activity significantly throughout the area. The DEIR should contain more discussion about how streets such as 14th Street, Grand Avenue, and Lakeside Drive (which are on the high injury network) would not have a significant impact from the additional pedestrian activity without updating the pedestrian infrastructure on these streets.

Impact TRANS-2 and Cumulative Impact TRANS-1 state that "Development under the Specific Plan together with cumulative development, would generate additional multi-modal traffic traveling across the at-grade railroad crossings that would cause or expose roadway users (e.g., motorists, pedestrians, bus riders, bicyclists) to a permanent or substantial transportation hazard." While the DEIR identifies increased railroad crossing activity as a significant impact, the DEIR needs to provide more analysis to quantify and disclose the multimodal safety impacts along the railroad corridor at at-grade crossings and between crossings. Even when an EIR concludes that an impact is significant and unavoidable, it must disclose and explain the implications of the impact, which is especially critical here, where the foreseeable outcome associated with safety would be an increase in pedestrian, bicyclist and vehicle accidents with injuries or fatalities. Additional disclosure is warranted regarding current collision rates and hotspot locations; existing substandard infrastructure conditions; and a quantification of future conditions and the anticipated increase in accidents if appropriate mitigations are not implemented.

Moreover, Mitigation Measure TRANS-2, which requires the City to undertake a Diagnostic Study to identify an unspecified "suite of improvements" to railroad crossing safety, does not satisfy the requirements for deferred mitigation under CEQA. CEQA Guidelines § 15126.4(a)(1)(B) provides that specific details of a mitigation measure may be developed after project approval when it is impractical or infeasible to include those details in the EIR, but *only* if the lead agency adopts specific performance standards that the mitigation measure will achieve, *and* identifies types of potential actions that can feasibly achieve that performance standard. Presenting both performance standards and identified types of candidate actions in an EIR is essential in order to demonstrate that, while the precise form of mitigation remains to be selected, feasible mitigation is available and reasonably likely to be effective. However, Mitigation Measure TRANS-2 as described in the DEIR (pp. 210-211) meets neither of these criteria. It specifies no performance standard which must be met by improvements to be determined through the future Diagnostic Study. As for candidate actions, the only possibility identified in Mitigation Measure TRANS-2 for consideration in the Diagnostic Study is "elements necessary for a Quiet Zone through Jack London District." The DEIR does not explain what those "elements" might be or

⁸¹ DEIR, pp. 193-196, 210.

how they could feasibly achieve a performance standard. A “Quiet Zone” is not itself a safety improvement, but rather a crossing where trains need not sound their horns because some other safety improvements – not identified in the DEIR – have been implemented.

The stated mitigation should also include consideration of additional grade-separated crossings that would decrease the potential exposure of pedestrians and bicyclists. At a minimum, the reference to the Diagnostic Study should state that additional grade-separated crossings will be investigated. Further, the stated mitigation should address the funding for the Diagnostic Study, since that is within the City’s control (unlike the implementation of the recommended safety improvements, which will require the participation of Union Pacific Railroad and the California Public Utilities Commission, both of which have expressed significant concerns).

B. Air Quality and Health Risks.

The introduction of residential uses within the 16-block area adjacent to Howard Terminal could result in elevated health risks for future residents and would be inconsistent with numerous City policies and requirements related to health risk, including:

- General Plan Policy CO-12. This policy requires the separation of land uses that are sensitive to air pollution (such as residential uses) from sources of air pollution. The City should eliminate residential uses within the 16-block area or fully discuss and explain in the DEIR how these uses will be found to be consistent with General Plan Policy CO-12.1.
- Standard Condition of Approval SCA-AIR 4. The City has not presented a Health Risk Assessment, prepared by a qualified air quality consultant, to determine the health risk associated with exposure of new residential uses allowed under the Base Case or the HT Option to existing sources of air emissions. To the extent that the City believes such a requirement is the responsibility of subsequent project developers, and not a requirement for the DTOSP, the City should explicitly state that any project that proposes to introduce residential uses within the 16-block area adjacent to Howard Terminal must comply with Condition of Approval SCA-AIR 4.
- City’s Plan-Level Significance Threshold for Air Quality. The City has not established a special overlay zone containing goals, policies, and objectives to minimize potential Toxic Air Contaminant (“TAC”) impacts in this area, which is near existing sources of TACs and within 500 feet of freeways containing 100,000 or more average daily vehicle trips.
- City’s Project-Level Significance Threshold for Air Quality. The City has not presented the results of a Health Risk Assessment that confirms that new residences in this area would not be exposed to: a cancer risk level greater than 100 in a million; a non-cancer risk (chronic or acute) hazard index greater than 10.0; or annual average PM_{2.5} concentrations greater than 0.8 micrograms per cubic meter.⁸² To the extent the City believes that such a requirement would be the responsibility of future project developers, and not a requirement for the DTOSP, the City should explicitly require that any project which proposes residential uses within the 16-block area

⁸² The City has constructive and actual notice of elevated, localized cancer risks in this area due to the recent publication of the West Oakland Community Action Plan by the Bay Area AQMD, reinforcing the need for preservation of the existing industrial buffer zone and avoidance of both the Base Case and the HT Option’s introduction of dense residential development into the 3rd Street Corridor. See: <http://www.baaqmd.gov/community-health/community-health-protection-program/west-oakland-community-action-plan>

adjacent to Howard Terminal prepare such an analysis and make the required demonstrations.

The DEIR's discussion and analysis of impacts associated with health risk from TAC and Criteria Air Pollutant ("CAP") emissions is inadequate and dismissive. For comparison purposes, the EIR certified by the City for the WOSP identifies the siting of new receptors near existing TAC sources as significant and unavoidable for gaseous TACs. *See* WOSP EIR, p. 4.2-45, 50. However, this same effect is identified as less than significant for the DEIR for the DTOSP, despite the fact that the concentration of industrial uses within and adjacent to the DTOSP area is far greater than within the WOSP, and despite the fact that the WOSP actually required a partial no-residential zone buffer within the 16-block area adjacent to the Port.

Additionally, while the DEIR does identify emissions of CAPs resulting from the DTOSP as significant and unavoidable even with mitigation, there is no attempt to explain the relationship between this significant and unavoidable impact and human health effects, as required under CEQA.⁸³

C. Historic Resources.

The DEIR states that

"The City is currently undertaking a study to reuse the Howard Terminal site for a new baseball stadium, waterfront open space, and mixed-use development. There is also potential for a second transbay tube crossing and BART station that could be placed in the current I-980 alignment. If these changes move forward, the land use and character of surrounding blocks, could be changed as follows:

- Area between Brush, Clay, 2nd and 4th Streets can become Mixed Use Flex meaning the form and character of the proposed Jack London Maker District (along 3rd Street) is not preserved in this option.
- General Plan Amendments for this same area would change to EPP Mixed Use District."⁸⁴

The DTOSP conflicts with the WOSP Development Objectives for the Jack London District and the Oakland General Plan's Historic Preservation Element, which identify specific resources which could be visually impacted by changing some land use designations to Mixed-Use Flex as proposed in the DTOSP. The Jack London District is a mix of older low-scale, masonry commercial buildings and warehouses that retains its industrial character through adaptive reuse for office conversion, arts uses, or leasing to small-scale industrial users.⁸⁵

The Waterfront Warehouse Historic District (listed on the National Register of Historic Places ("NRHP")) and the Wholesale Produce Market (potentially eligible for NRHP listing) are both Areas of Primary Importance that are located within this sub-area. In addition, the NRHP-listed Oakland Iron Works and Remillard Brick Company sites are nearby, as is the NRHP-eligible Wempe Bros.-Western Paper Box Co. site. There are also Areas of Secondary Importance (considered worthy of preservation) within the Jack London District, as well as the Southern Pacific Railroad Industrial District, an Area of Secondary Importance immediately to the west.

⁸³ *Sierra Club v. County of Fresno*, *supra*, 6 Cal.5th at 510.

⁸⁴ DEIR, p. 210.

⁸⁵ DEIR, p. 351.

The Base Case in the DEIR (Figure III-4) would introduce a Mixed-Use Flex development area surrounding a Flex Industry core to allow for a wider range of flexible ground floor uses in the District. The DEIR notes impairment or loss of designated historic resources that would result from development, identifying these changes as both individually and cumulatively significant and unavoidable.

However, there is minimal discussion of adaptive re-use; this could provide a way to minimize impacts and allow some development, even if not as much as proposed. The mitigation measures in the DEIR are too broad and general as they only recommend a few programs that would not ameliorate significant impacts, such as reinstating and promoting Oakland's Downtown Façade Improvement Program, expanding public outreach to encourage adherence with the California Historical Building Code, updating the Oakland Cultural Heritage Survey, and providing interpretive signage in Jack London Square. The DEIR should present specific mitigation for impacts to historic-era resources rather than just referring to general provisions of local ordinances.

Mitigation Measure CULT-1A (iii) suggests that within three years of the adoption of the DTOSP, the City should adopt an adaptive reuse ordinance to encourage preservation of historic buildings. This timeline should be shortened, as the three-year window provides too much opportunity for demolition of historic structures felt to impede particular development projects. Also, adherence to the Secretary of Interior's Standards of Historic Properties and Guidelines for Preserving, Rehabilitation, Restoring and Reconstructing Historic Buildings is included as a suggestion; this should be strengthened, citing particular development types as most suitable and recommending design criteria that would, to some degree, reflect the past uses of the area.

In connection with historic resources, the DEIR briefly mentions the HT Option, presenting a figure (p. 45) that indicates elimination of the Flex Industry Designation, and conversion of the entire area north and northeast of the Howard Terminal to Mixed-Use Flex. Because the HT Option would eliminate the Flex Industrial Designation along the 3rd Street Corridor -- the area within the Jack London District that contains the most historic era buildings -- it would result in proportionally greater impacts to historic properties and the character of the Jack London District. As currently presented, it is unclear if the cultural resources assessment even takes into account the proposed change in zoning along 3rd Street under the HT Option. The DEIR should develop a specific and detailed analysis of impacts to historic properties under the HT Option, and cumulatively with the related HT Mixed-Use Project as a reasonably foreseeable future project. This analysis should include impacts to property associated with the Port of Oakland, historic uses of that portion of the Port, and the identification of or potential for prehistoric and historic archaeological resources.

The DEIR also lacks any detailed aesthetics/visual analysis focused on historic resources in general and the Jack London District in particular. Highway I-880 divides most of Oakland from the general project region, and therefore nothing would change to the north. However, views within the District would change radically if Mixed-Use Flex development introduces a large residential element into an area with an industrial character, such as the 16-block area, as well as the Howard Terminal site. There is no analysis of the change to the viewshed from the Jack London District or the historic sites listed above, many of which would be changed radically under the HT Option and/or by placing a sports stadium and 4,000 new high-rise residential units at the Howard Terminal site, completely altering the visual character of the area. Significant visual impacts such as these would conflict with Oakland General Plan policies, and development of the HT Option in particular would conflict with the City of Oakland Thresholds of Significance for aesthetics; however, there is no analysis of this subject in the DEIR.

According to the Aesthetics section of the DEIR, views from Jack London District are typically limited due to the surrounding low-rise development and I-980 and I-880 freeways as well as several mid-rise structures such as the Glenn Dyer Detention Facility.⁸⁶ However, the Jack London District does provide some high-quality views, primarily along the southern Oakland shoreline. Views along the shore include the Oakland Inner Harbor, which spans from east to west. Views south towards the City of Alameda's harbor are also accessible along the coast, and block views of the San Francisco Bay. Views to the east include the Oakland shipping yards, including Howard Terminal, with the iconic shipping container cranes as shown in photo 27. Beyond the Oakland Inner Harbor, the San Francisco skyline can be seen far off in the distance as well.

The DEIR should be revised to clarify the extensive and adverse visual effects that would occur to views, and the visual setting of historic resources, as a result of substantially changing the character of the Jack London industrial area District from its historic roots, as a working waterfront and transportation hub for over a century, to essentially a mid-rise residential neighborhood. The DEIR should also clarify the increase in magnitude of aesthetic effects to historic resources that would occur under the HT Option (both with and without the HT Mixed-Use Project) when compared to the Base Case scenario.

VIII. The DEIR Fails to Address Indirect and Growth-Inducing Effects.

As noted in the October 2, 2019 public meeting staff report, Item 2, p. 6, City staff has acknowledged that the DTOSP will "set the stage" for a "stadium at Howard Terminal (and adjacent development)."

However, the DEIR, Section 8.A (Growth Inducing Effects) indicates that the DTOSP is "Unlikely to Induce Substitutional Additional Growth Outside the Plan Area."⁸⁷ Because the DTOSP as currently proposed does not incorporate sufficient industrial land use buffers or other measures to preserve the existing industrial character along the 3rd Street Corridor, the shift in allowable land use types in this area would remove or reduce impediments to growth at the Howard Terminal Site. The DEIR should be revised to clarify that the DTOSP will result in infrastructure and land use changes that would enable growth in areas outside of the plan, especially at Howard Terminal and adjacent areas.

Several industrial companies are located within and around the HT site. As discussed previously, both the Base Case and the HT Option would introduce additional conflicts with existing industrial operations, such as residential uses and an overall significant increase in visitors and traffic. According to the DEIR, "Industrial uses can experience greater regulatory controls over their activities and, despite a facility's location in an industrial zone, complaints may force the facility to change its operations."⁸⁸ Additionally, the 1998 Oakland General Plan Land Use and Transportation Element (p. 124) states that "...Some areas will transform from one single use to new uses...some areas have industrial/housing conflicts that will be resolved through strategies to phase out one use or the other..." Therefore, it is reasonably foreseeable that under these policies, existing industrial uses in the area may be at risk to undergo significant changes, including likely displacement or elimination, as a result of the substantial increase in residential density directly adjacent to the Port proposed under the DTOSP. This will be especially significant and impactful under the HT Option. The DEIR should assess the likely direct and indirect consequences to industrial operations and businesses in the Port, and the inevitable associated environmental effects, that would result from the elimination of long-standing industrial uses that may be forced to change or cease operations as a result of encroaching residential uses allowed under the DTOSP.

⁸⁶ DEIR, p. 377.

⁸⁷ DEIR, p. 708.

⁸⁸ DEIR, p. 137.

IX. The DEIR Fails to Address Reasonable Alternatives.

Multiple comments were submitted during scoping for the DEIR stating that an alternative should be analyzed that maintains the buffer zone needed to prevent land use conflicts that would arise when residential uses are permitted encroach closer to long-standing industrial uses. For example, comment letters suggested that the DTOSP land use map should be revised to designate areas located between Embarcadero and 3rd Street and Brush Street and Clay Street as Flex Industry. Not only does the DEIR fail to address this reasonable alternative, no justification is provided for its dismissal. This alternative, which would avoid numerous impacts under the DTOSP in this area, must be added to the EIR and analyzed in comparison to both the Base Case and the HT Option. For example, this alternative would avoid or reduce impacts to the character of the Jack London District and would avoid or reduce significant and unavoidable effects to certain historic structures as identified in the EIR. Further, this alternative would reduce or avoid significant and unavoidable impacts not currently identified in the EIR associated with land use compatibility, health risk and exposure of sensitive receptors to elevated levels of pollutants in violations of the City's land use policies (*see* discussion of Air Quality effects above). Additionally, the DEIR should analyze an alternative that is consistent with the WOSP land use designations and policies in the overlapping plan area.

X. Conclusion.

In their recent statement, the Mayor of Oakland and the President of the Board of Port Commissioners indicated that impacts on the "buffer zone between residential and industrial land uses [and] truck routes" represent significant issues, while promising to address them at a later date through measures to be developed by the Port for the HT Mixed-Use Project. *See* Ex. C. On the contrary, it is the DTOSP itself, under both the Base Case and HT Option, that will eliminate the buffer zone and impact the truck routes (though the ballpark project will certainly worsen the cumulative consequences of doing so). It is the duty of the current DEIR under CEQA to provide sufficient, in-depth analysis and mitigation for the resulting significant impacts, which cannot be left to "future" Port measures.

For the reasons provided herein, the City should modify the proposed DTOSP to (i) eliminate the HT Option and (ii) revise the Base Case to limit residential uses within the subject 16-block area in the Jack London District to existing designations and conditions. In addition, the City must revise and recirculate the DEIR in order to comply with CEQA in light of the comments submitted herein.

Respectfully Submitted By, For, and On behalf of all the following Organizations:

AMERICAN WATERWAYS OPERATORS

CALIFORNIA TRUCKING ASSOCIATION

CUSTOMS BROKERS & FORWARDERS ASSOCIATION OF NORTHERN CALIFORNIA

DEVINE INTERMODAL

GSC LOGISTICS

HARBOR TRUCKING ASSOCIATION

INTERNATIONAL LONGSHORE & WAREHOUSE UNION – LOCAL 10

INLANDBOATMEN’S UNION, MARITIME DIVISION – ILWU

PACIFIC MERCHANT SHIPPING ASSOCIATION

QUIK PICK EXPRESS, LLC

SCHNITZER STEEL, INC.

SSA MARINE

TRANSPORTATION INSTITUTE

UNION PACIFIC RAILROAD



Michael Jacob
SBN #232214

Pacific Merchant Shipping Association
70 Washington St., #305, Oakland, CA
(510) 987-5000
mjacob@pmsaship.com

Exhibit A



ANALYTICAL ENVIRONMENTAL SERVICES
1801 7TH STREET, SUITE 100
SACRAMENTO, CA 95811
(916) 447-3479 | FAX (916) 447-1665

MEMORANDUM

DATE: 11/7/2019

RE: DTOSP Existing and Proposed GP Designations - Maximum Number of New Residential Uses allowed in Primary Area of Concern (16 block area west of Jack London Square)

Downtown Oakland Specific Plan - Residential Intensity

The Downtown Oakland Specific Plan (DTOSP) would significantly increase residential uses and pedestrian activity in proximity to industrial uses in the Port of Oakland. The proposed general plan and zoning amendments under the DTOSP would increase residential uses near the Port under both the “base case” plan scenario and the “Howard Terminal (HT) Option” scenario, which assumes that the City approves the Ballpark/Mixed Use Project at Howard Terminal.

The primary area of concern with respect to conflicts between new residential uses and Port industrial uses and transportation systems is a 16-block area from Brush Street to Clay Street, and 5th Street to Embarcadero West, directly across from Howard Terminal. The DTOSP and the DEIR do not provide information on the calculation or magnitude of the changes that would be allowed in this area. This memorandum and the tables below address permitted residential uses, including estimated numbers of residential units and new residents in the area, in the following scenarios: (i) current land use regulations, (ii) the Base Case scenario, and (iii) the HT Option scenario both with and without the HT Ballpark/Mixed Use Project.

Maximum Allowed Residential Density

Table 1 below summarizes the maximum allowed residential intensity for both existing and proposed land use classifications within the 16-block area.

TABLE 1

Land Use Classifications		Maximum Allowed Residential Intensity			
		Minimum Square Feet of Site Area per Principal Unit ¹	Maximum Density in Principal Units per Net Acre ²	Assumed Net-to-Gross Ratio	Maximum Density in Principal Units per Gross Acre ²
Existing	LUTE Business Mix	NA	NA	75%	NA
	EPP Light Industry 1	1,089	40		30
	EPP Off-Price Retail	1,089	40		30
Proposed	EPP Mixed Use District	109	400		300
	LUTE Central Business 2	87	500		375

Notes: Values in italics were calculated.

Source: 1) Table III-2, Downtown Oakland Specific Plan Draft Environmental Impact Report, 2019.

2) Table 3A, City of Oakland Guidelines for Determining Project Conformity With the General Plan and Zoning Regulations, 1998.

Existing Scenario

Under the existing City of Oakland General Plan land use designations, the 16-block area contains: 4 blocks designated as LUTE Business Mix, 4 blocks designated as EPP Light Industrial 1, and 8 blocks designated as EPP Off-Price Retail. **Table 2** below provides an estimate of the maximum allowed residential units and residents under existing General Plan land use designations. It should be noted that while the current General Plan allows for residential development on 12 of the 16 blocks, existing zoning regulations further restrict residential development in this area to only 4 of the 16 blocks.

TABLE 2

Existing Allowable Residential Density – 16 Block Area					
Land Use	Blocks	Acreage ¹	Max Density ²	Max Residential Units	Potential Residents ³
LUTE Business Mix	0/16	0.00	0	0	0
EPP Light Industry 1	1/16	2.44	30	73.13	138.94
EPP Off-Price Retail	3/16	7.31	30	219.38	416.81
Total				293	556
Notes: 1) Based on estimated total area of 39.0 acres. 2) Maximum Density in Principal Units per Gross Acre. 3) Based on average household size of 1.9 residents per unit (DTOSP EIR pg. 584). Source: Google Earth, 2019. Oakland, 1998. Oakland, 2019b.					

Base Case Scenario

Under the Base Case proposed land use designations, the 16 block area would contain: 5 blocks designated as EPP Mixed Use, 3 blocks designated as LUTE Central Business District 2, and 8 blocks designated as EPP Light Industrial 1. **Table 3** below provides an estimate of the maximum allowed residential units and residents under proposed land use designations.

TABLE 3

Proposed DOSP Base Case Allowable Residential Density – 16 Block Area					
Land Use	Blocks	Acreage ¹	Max Density ²	Max Residential Units	Potential Residents ³
EPP Mixed Use District	5/16	12.19	300	3,656.25	6,946.88
LUTE Central Business District 2	3/16	7.31	375	2,742.19	5,210.16
EPP Light Industry 1	8/16	19.50	30	585	1,111.50
Total				6,983	13,269
Notes: 1) Based on estimated total area of 39.0 acres. 2) Maximum Density in Principal Units per Gross Acre. 3) Based on average household size of 1.9 residents per unit (DTOSP EIR pg. 584). Source: Google Earth, 2019. Oakland, 1998. Oakland, 2019b.					

HT Option Scenario

Under the HT Option scenario, the 16 blocks area would contain: 13 blocks designated as EPP Mixed Use, 3 blocks designated as LUTE Central Business District 2, and 0 blocks designated as EPP Light Industrial 1. Table 4 below provides an estimate of the maximum allowed residential units and residents under HT Option land use designations.

TABLE 4

Proposed DOSP HT Option Allowable Residential Density – 16 Block Area					
Land Use	Blocks	Acreage ¹	Max Density ²	Max Residential Units	Potential Residents ³
EPP Mixed Use District	13/16	31.69	300	9,506.25	18,061.88
LUTE Central Business District 2	3/16	7.31	375	2,742.19	5,210.16
EPP Light Industry 1	0	0.00	30	0	0
Total				12,248	23,272
Notes: 1) Based on estimated total area of 39.0 acres. 2) Maximum Density in Principal Units per Gross Acre. 3) Based on average household size of 1.9 residents per unit (DTOSP EIR pg. 584). Source: Google Earth, 2019. Oakland, 1998. Oakland, 2019b.					

Ballpark/Mixed Use Project at Howard Terminal

In addition to the potential increased residential intensity within the DTOSP area described above, approval of the Ballpark/Mixed Use Project at Howard Terminal would introduce approximately 4,000 additional residential units adjacent to industrial uses in the Port of Oakland (DTODP EIR, p. 127, Table V.A-40). **Table 5** below summarizes the maximum residential units and residents from the Ballpark District Project.

TABLE 5

Scenario	Residential Units	Potential Residents
Ballpark District Project	4,000	7,600
Notes: Based on average household size of 1.9 residents per unit (DTOSP EIR pg. 584).		

Summary

Table 6 below summarizes the maximum allowed residential units and residents under all scenarios.

TABLE 6

Summary of Allowable Residential Density - 16 Block Area and Howard Terminal		
Scenario	Max Residential Units	Potential Residents
Existing Land Use Designations	293	556
DTOSP Base Case Land Use Designations	6,983	13,269
DTOSP HT Option Land Use Designations	12,248	23,272
DTOSP HT Option plus Howard Terminal	16,248	30,872

References

- City of Oakland (Oakland), 1998. *City of Oakland Guidelines for Determining Project Conformity With the General Plan and Zoning Regulations*. Adopted: May 6, 1998. Available online at: <http://www2.oaklandnet.com/oakca1/groups/ceda/documents/agenda/oak031702.pdf>.
- City of Oakland (Oakland), 2014. *City of Oakland General Plan 2015-2023: Housing Element*. Adopted: December 9, 2014. Available online at: <http://www2.oaklandnet.com/oakca1/groups/ceda/documents/report/oak050615.pdf>.
- City of Oakland (Oakland), 2019a. *The Downtown Oakland Specific Plan - Public Review Draft Plan*. August 28, 2019. Available online at: https://cao-94612.s3.amazonaws.com/documents/FINAL_DOSP-Public-Review-Draft-Plan_082819_Compressed.pdf.
- City of Oakland (Oakland), 2019b. *Downtown Oakland Specific Plan Draft Environmental Impact Report*. August 2019. Available online at: https://cao-94612.s3.amazonaws.com/documents/Downtown-Oakland-Specific-Plan-EIR_Public-Review.pdf.

Exhibit B

The Economics of Land Use



Final Report

Impacts of the A's Proposed Howard Terminal Stadium on the Operations and Economics of the Oakland Seaport

Prepared for:

East Oakland Stadium Alliance

Prepared by:

Economic & Planning Systems, Inc.

*Economic & Planning Systems, Inc.
One Kaiser Plaza, Suite 1410
Oakland, CA 94612-3604
510.841.9190 tel
510.740.2080 fax*

*Oakland
Sacramento
Denver
Los Angeles*

www.epsys.com

September 2019

EPS #191014

Table of Contents

1.	INTRODUCTION AND SUMMARY OF FINDINGS	1
	Summary of Findings.....	1
2.	THE MARITIME INDUSTRY AND THE OAKLAND SEAPORT	6
	Oakland Seaport	6
	Cargo Shipping Trends.....	9
	Development and Improvement of the Oakland Seaport	11
	Howard Terminal: Role in Growth of Oakland Seaport	13
3.	THE OAKLAND A'S PROPOSED PROJECT.....	16
4.	POTENTIAL CONFLICTS BETWEEN THE A'S BALLPARK AND MIXED-USE DEVELOPMENT AND THE OAKLAND SEAPORT	19

List of Figures

Figure 1	Seaport Facilities.....	8
Figure 2	California Major Ports Import-Export Activity (TEUs), 2000-2017.....	10
Figure 3	Growth in Shipping in California Ports.....	10
Figure 4	Changes in Cargo Handling at Oakland Seaport	12
Figure 5	Historic and Projected Container Volumes in Oakland Seaport.....	12
Figure 6	Trends in Container Vessel Size.....	13
Figure 7	Aerial View of Howard Terminal	15
Figure 8	Oakland A's Proposed Ballpark and Mixed-Use Development	18

1. INTRODUCTION AND SUMMARY OF FINDINGS

The Oakland Seaport plays a vital role in the local, regional and statewide economy. Serving as the primary intermodal exchange point of goods for Northern California, its operations are crucial to the businesses and households it serves through a balanced mix of imports and exports. With two on-site rail yards, 6 container terminals, and the ability to transfer goods between ship, truck and rail transport, the Oakland Seaport is the third largest port on the West Coast and one of the most efficient in operations. Over the last two decades, shipping has increased by almost 70 percent, and the Seaport has the potential to grow its business for years to come if it can continue to expand upon its efficiencies and ability to handle larger container vessels.

The Oakland A's baseball team has proposed a new ballpark and mixed-use project for the Howard Terminal, a 50-acre shipping terminal located at the eastern end of the Seaport. The introduction of the Stadium Mixed-Use Project to the Port ecosystem raises serious questions about the compatibility of a major sports/recreational facility, thousands of new residential units, a hotel, retail and commercial and other uses with adjacent maritime and industrial activities.

This report examines trends in the maritime industry and the role of the Oakland Seaport as a vital part of that goods movement ecosystem. It then describes the Ballpark and Mixed-Use project proposed for Howard Terminal by the Oakland A's, what it means for the Howard Terminal itself, as well as the numerous conflicts the Project will create for operations at the Oakland Seaport. The purpose of this analysis is to provide a clear perspective of the value and importance of the Oakland Seaport, and to highlight the myriad issues that are raised by the prospect of using Howard Terminal for a very dense, mixed-use development rife with inherent conflicts with the operational requirements of the Seaport.

Summary of Findings

The Maritime Industry and the Oakland Seaport

- The Oakland Seaport is vital to the commerce of northern California and generated \$160 million in operating revenue in FY2018.¹ This represents 42 percent of the revenues for the Port of Oakland, which also includes the Oakland Airport and a Commercial Real Estate division. The Oakland Seaport is the third largest port in California, and eighth largest in the nation.
- The Port of Oakland holds the Seaport land in trust for the State under the State Tidelands Trust and is bound by law to utilize the land for maritime uses and uses that promote public access and enjoyment of the waterfront. Trust land cannot be sold in fee, but can be developed for Trust-consistent uses on ground leases not to exceed 66 years. Residential uses cannot be built on Trust land.

¹ "By the Numbers." *Port of Oakland*, 2019, www.portofoakland.com/year-review-2018/by-the-numbers/.

- The Oakland Seaport primarily serves the greater northern California region, but also reaches national markets. About 80 percent of outgoing containerized goods originate in the Bay Area and northern California, and about 85 percent of containerized imports are consumed in the region.
- As detailed in a recent economic impact study, about 11,400 people are employed directly as a result of activity at the Oakland Seaport. These employees received about \$641 million in wages in 2017, with annual salaries averaging about \$56,275. Another approximately 16,300 jobs (indirect and induced) are supported by the activity at the Seaport resulting in an additional \$333 million in wages and \$1.5 billion of re-spending and local consumption.
- Local businesses received \$2.2 billion of revenue from providing services to the ocean cargo activity at the Seaport. As a result of this cargo activity, a total of \$281 million of state and local tax revenue was generated.
- The cargo moving via the Seaport supports almost 500,000 related jobs throughout the state of California, with the total economic value related to the Seaport measured at \$60.3 billion.
- Goods movement through US Ports is a significant component of the national economy and has been expanding significantly over the last several decades. Cargo throughput over the last 17 years increased 74 percent in California ports, including a 69 percent increase in the Oakland Seaport.
- Nevertheless, during that time, Oakland Seaport lost market share to ports that had better positioned themselves to take advantage of changes in maritime industry, dropping from fifth to eighth busiest port in the nation. For Oakland Seaport to remain competitive and continue to contribute to the local and regional economy, it will need to take steps to expand its cargo throughput and related maritime activities.
- Significant investments have been made by the Oakland Seaport in recent years, including raising gantry cranes to serve larger vessels, procuring additional cranes, consolidating operations to make them more efficient, and extending gate hours, in some cases as late as 3 a.m., to reduce congestion and wait time for truck movements.
- Investments have also been made to improve environmental sustainability, with hybrid, near-zero-emission cargo handling equipment, cleaner fuels and engines for trucks, tugs and ships, and expanded use of shore power for ships docked at the terminals. In 2018, the Oakland Seaport plugged in more ships to shore power while at-berth than any other port in the world.
- A critical element for the long-term competitiveness of the Port is the ability to handle the much larger container ships that are increasingly the maritime industry norm. Higher cranes and larger turning basins are necessary to service these ships. It is critical to be able to turn these large ships around in the shipping channel to properly align them with the terminals.
- The crucial Inner Harbor Turning Basin is adjacent to the Howard Terminal, and it is likely that a portion of the Howard Terminal will need to be demolished in order to widen the turning basin. This portion of the Terminal overlaps with the proposed Oakland A's Ballpark and Mixed-Use Project, and potentially brings them into direct conflict.

- The Howard Terminal has a long history of industrial use going back to the beginning of the 20th Century. Many of these uses left various toxic substances in the soil. The existing deed restriction imposed by the State Department of Toxic Substances Control (DTSC) provides that the only use for the property that does not present an unacceptable threat to human safety or the environment is when the site is capped and undisturbed in its current use as a marine terminal, and housing and other specified development on this site are explicitly prohibited. These contaminants would have to be remediated and the deed restriction would need to be eliminated or modified for new development to take place on the site.
- While Howard Terminal's ship-to-shore gantry crane capacity is not currently operational, the marine terminal is being used for maritime services, including for chassis, container, equipment, and truck staging, transloading and devanning loads, and allowing shorter truck trips to load and unload vessels. These functions are in addition to the Terminal's use as a training facility and as a location for temporary vessel berthing. This capacity is very helpful to the efficiency of the Port, enhancing off-peak travel, and diminishing truck traffic, congestion, and emissions in surrounding neighborhoods.
- Moreover, Howard Terminal may be needed for future growth of maritime activities and it is one of a very limited number of deep-water marine terminal sites in the Bay Area, making it difficult if not impossible to replace.

The Oakland A's Proposed Ballpark and Mixed-Use Project

- In May of 2019, the Port of Oakland entered into a non-binding Term Sheet and four-year Exclusive Negotiating Agreement (ENA) with the Oakland A's to explore the feasibility of a new ballpark and adjacent residential and commercial uses on the Howard Terminal site.
- The proposed development program includes: a 35,000-seat baseball park; up to 3,000 residential units, 1.5 million square feet of office space; and 270,000 square feet of retail, commercial and civic uses; a 3,500-seat performance center; a 400-room hotel; and a network of public open spaces.
- This very substantial amount of non-maritime, non-ballpark uses would be sandwiched between the ballpark, an active rail line, the current Inner Harbor Turning Basin, and Schnitzer Steel, a 24/7 metals recycling facility, and would overlap with areas designated as potentially required for the expansion of the Inner Harbor Turning Basin.
- The Oakland A's have stated that their project would be entirely privately financed. It is apparent that they are relying on revenue generation from ancillary development to finance much of the cost of the project, despite the enormous challenges of entitling and marketing the aggressive land use program that has been proposed. The City's support of special state legislation for creating a tax increment financing district for the project (SB 293 (Skinner)) suggests that the City does intend to invest tax revenues in this project.
- A recent report on the proposed development at Howard Terminal confirmed that only a small portion (approximately 7%) of the economic impact of the development directly comes from the new ballpark, with about 85% of the economic impact due to office development

and the balance from residential and other mixed uses.² This report significantly overstates the potential economic benefits of the Howard Terminal development as it ignores the economic activity associated with the current stadium, does not distinguish what development would be truly additive as compared to displacing development that could occur elsewhere in Oakland, and does not account for the potential significant negative economic impacts on the Seaport operations discussed below.

- The project faces substantial hurdles to entitlement, including; approvals by the State Lands Commission on consistency with the Tidelands Trust, or approval of land swaps to free portions of the site from the Trust; a finding by the Bay Conservation and Development Commission of consistency with the San Francisco Bay Plan; elimination or modification of the current deed restriction and certification of site remediation by DTSC; certification of a Final EIR by the City of Oakland; adoption of CEQA findings by the Port Commission; and approval of an amendment to the City's General Plan.
- In the event the project is found to be financially feasible, achieves all of its entitlements, and goes forward, it has the potential to create a myriad of conflicts with the operations of the Oakland Seaport.

Potential Conflicts Between the A's Ballpark Mixed-Use Project and the Operations of the Oakland Seaport

- The proposed project presents numerous conflicts with maritime industrial uses at the Oakland Seaport. Collectively, these conflicts could undermine the competitiveness of the Seaport, and threaten its long-term viability as an operating container port. Potential conflicts are outlined below.
- As shown in the land use diagram attached to the ENA, portions of the Howard Terminal site are designated as "maritime reservation" or "variant lands", indicating they are likely essential or may be needed for the expansion of the Inner Harbor Turning Basin. The design, approval, and financing of an expanded turning basin is a complex and time-consuming exercise which requires numerous permits and approvals from state and federal authorities, and once approved is likely to take a number of years to fund and complete.
- Yet, the ENA Term Sheet sets limits on the time frame in which the Port can elect to utilize this portion of the site for the expansion of the basin—10 years for the maritime reservation land, and 5 years for the variant lands, from the initial Term Sheet approval date, not ultimate agreement on the project. The potential expiration of the Port's ability to use this land to expand the turning basin and additional costs to reacquire these lands could jeopardize the expansion. If the turning basin is not expanded, the Seaport's ability to

² "Economic Impact of Howard Terminal Developments." *Bayareaeconomy.org*, Bay Area Council Economic Institute, May 2019, www.bayareaeconomy.org/files/pdf/Howard_Terminal_Methodology_2019.pdf.

handle larger vessels at the OICT and other terminals would be severely limited, threatening the competitiveness of the Oakland Seaport to serve these larger vessels.

- Howard Terminal currently serves as a staging area for container loads that are being distributed to truck, train, or ship loading. This function increases the efficiency of the Seaport, and reduces truck traffic and environmental impacts in surrounding neighborhoods. This functionality would be lost if the Terminal is developed with the A's proposed project.
- Residential, office, hotel and other non-maritime uses are incompatible with the adjacent Schnitzer Steel operations, as well as trucking and shipping activities at nearby marine terminals. To the extent that conflicts with these uses impair the industrial and maritime uses at the Seaport, there are no comparable sites in the Bay Area where the maritime uses could go. The loss of industrial and maritime jobs at the Port would likely be permanently irreplaceable.
- Location of a ballpark and ancillary uses on the Howard Terminal would cause numerous transportation, land use, and maritime operational conflicts, and result in substantial safety and health risks.
- About 40 trains per day pass the Howard Terminal on the Union Pacific tracks, and assembly of trains in the UP and BNSF railyards routinely back up into Jack London Square. These rail movements will inevitably create auto and pedestrian conflicts as A's fans attempt to get to the ballpark, and other residents and employees cross the rail line to access residential and commercial uses.
- The Embarcadero is one of only three access points for trucks servicing the Seaport. Heavy congestion and modal conflicts are likely to result as truckers, private autos, Uber/Lyft drivers, buses, and pedestrians converge on limited roadway. This congestion will impact the efficiency of the Seaport, and create higher risks of accidents and injuries.
- Light pollution from the ballpark could interfere with ship docking during night games. Docking is controlled by independent Bar Pilots, who are very conservative in undertaking any risks with ship berthing. International shipping is not subject to being timed to avoid such conflicts so ships might be required to anchor in the Bay overnight, increasing costs, or shipping lines could choose other ports to avoid the risk of such conflicts.
- To the extent that ballgames or other activities on the Howard Terminal site attract kayakers or small crafts to the area, boaters could be endangered by ship movements, or conversely, ship movements could be disrupted.

2. THE MARITIME INDUSTRY AND THE OAKLAND SEAPORT

The Port of Oakland was established in 1927 as an independent department of the City of Oakland. It has evolved to encompass three underlying divisions: the Seaport, Airport and Commercial Real Estate businesses. As of fiscal year 2018, the Port had operating revenue of \$381.0 million, operating expense of \$317.6 million and net operating income of \$63.4 million. In terms of Port sources of funds, aviation revenues account for 43 percent, maritime revenues are 33 percent, commercial real estate revenues are 4 percent, and the remaining revenues are attributed to grants, interest income and other facility charges.³ The Oakland Seaport is an important source of revenue for the Port of Oakland, and a vital conduit for commerce serving the greater Northern California region.

Oakland Seaport

The Seaport division of the Port includes a total of 1,300 acres of seaport operations, which includes 6 marine terminals, 33 ship-to-shore cranes, and 21 shipping lines.⁴ The Seaport moves more than 2.4 million twenty-foot equivalent units (TEUs) annually, qualifying it as the nation's eighth busiest container port,⁵ and 76 globally.⁶ It is the third largest port on the west coast, after the very large, nation-serving ports of Los Angeles and Long Beach.

Figure 1 is a map of the Oakland Seaport and the adjoining neighborhoods of West Oakland. Port land is principally granted lands held in trust for the State of California subject to oversight via the State Lands Commission. Like on other urban waterfronts, the Port of Oakland is a grantee which serves as a trustee for the land and is free to lease it for maritime and waterfront uses, consistent with the Tidelands Trust. The Tidelands Trust preserves waterfront land in California for maritime uses, as well as those uses which promote public access and enjoyment of the waterfront.

The Port of Oakland is classified as a "landlord" port. As such, it finances, builds and maintains terminal infrastructure and provides major capital equipment, and leases improved terminals to

³ "By the Numbers." *Port of Oakland*, 2019, www.portofoakland.com/year-review-2018/by-the-numbers/.

⁴ "Your Port, Your Partner." *Oakland Seaport*, www.oaklandseaport.com/.

⁵ U.S. Department of Transportation, Bureau of Transportation Statistics, Port Performance Freight Statistics Annual Report to Congress 2018 (Washington, DC: 2018). <https://doi.org/10.21949/1502601>

⁶ *Lloyd's List One Hundred Ports 2018*. Maritime Intelligence, 2019, *Lloyd's List One Hundred Ports 2018*, transportationstore.informa.com/wp-content/uploads/woocommerce_uploads/2018/09/LL-Top-Ports-sampler.pdf.

operators for marine shipping activities.⁷ In response to the Great Recession, maritime activities at the Port have been consolidated to be more efficient, creating high demand for space to accommodate future expansion as the economy has been recovering. Currently active terminals and their operators include:

- Oakland International Container Terminal, operated by SSA Marine
- Matson Terminal, operated by SSA Marine
- TraPac Terminal, operated by TraPac
- Everport Terminal, operated by Everport Terminal Services

In addition to these marine terminals, there are two active intermodal railyards in the Seaport, one operated by Burlington Northern Santa Fe (BNSF) and another by Union Pacific. Additional facilities include a cold-storage warehouse recently built on the former Army Supply Center land that came to the Port after its closing in the BRAC process, as well as former military warehouses dating back to WWII that are still in use. The City of Oakland also received a part of the former Army Supply Center which houses additional logistics uses. The Howard Terminal, which is discussed further later in this report is under a number of short-term leases and serves as an important staging area for truck operations serving the port, as well as a training site for ILWU longshore workers. On the waterside, there are two turning basins, which are critical to Port operations as areas for turning around the ships coming in to dock at the marine terminals.

Unlike the ports of Los Angeles and Long Beach, which serve the wider U.S. economy through an overwhelmingly large volume of imports distributed widely throughout the United States, the Oakland Seaport is in relative import-export balance and serves a more local catchment due to proximity to producers in California's Central, Napa and Salinas Valleys. According to estimates from an economic impact report for the Port of Oakland, nearly 80 percent of the containerized cargo exported via the Seaport originates in the Bay Area and Northern California. Additionally, 85 percent of the containerized imports are estimated to be consumed in the region. These imports are primarily consumer retail products such as beverages, furniture, glassware, and sound and television equipment.⁸ For export containers, key commodities include beverages and wine, cereal, and food products such as frozen beef, fresh vegetables, fruits and nuts. In terms of scale, the Seaport moves 97 percent of all US wine shipped to China.⁹ The Oakland Seaport is a crucial link in the cool supply chain for California agricultural exporters, which allows fresh produce to be shipped in an unbroken refrigerated chain from field to final destination. According to Port staff, Oakland also is the best west coast port for productivity, as measured by

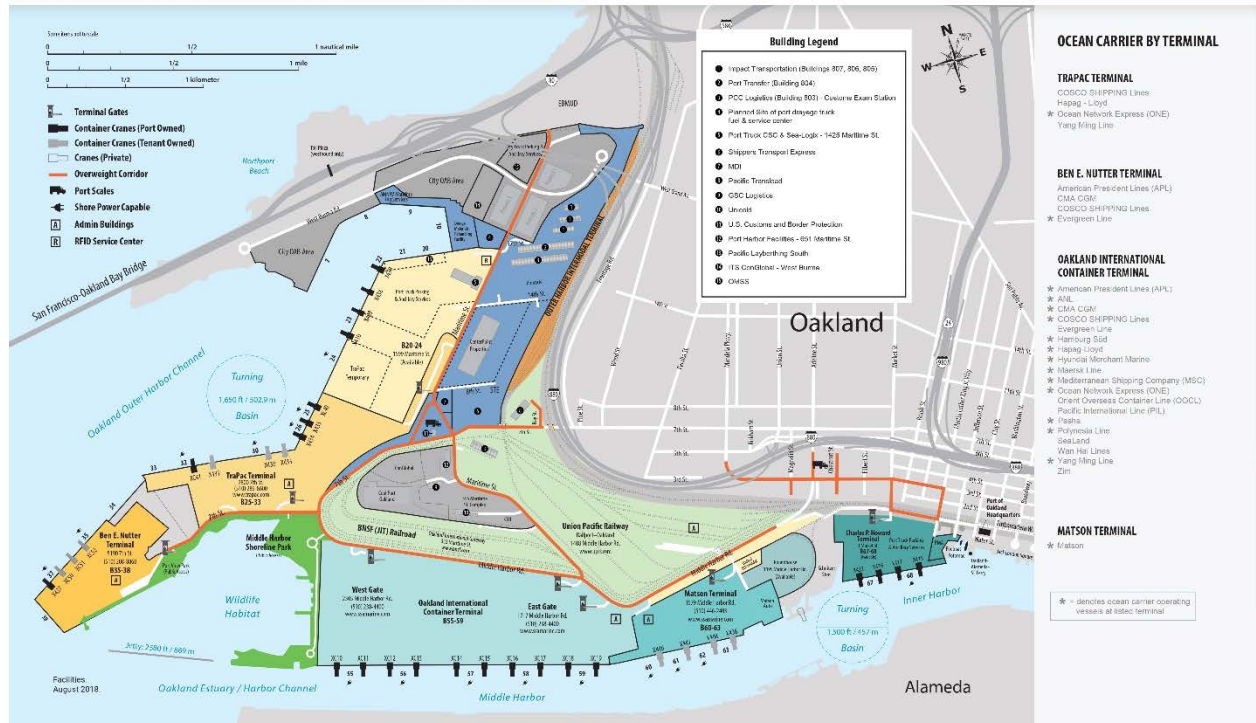
⁷ U.S. Department of Transportation, Bureau of Transportation Statistics, Port Performance Freight Statistics Annual Report to Congress 2018 (Washington, DC: 2018).

⁸ Martin Associates. *The Economic Impact of the Port of Oakland*. Port of Oakland, 2018, *The Economic Impact of the Port of Oakland*, www.portofoakland.com/wp-content/uploads/Economic-Impact-Report-2019-FULL-REPORT.pdf.

⁹ Dupin, Chris. "U.S. Farm Products Targeted by Chinese Tariffs." *American Shipper*, 6 Apr. 2018, www.americanshipper.com/news/us-farm-products-targeted-by-chinese-tariffs?autonumber=71015&infrom=left.

moves per hour per crane, and maintains a very balanced import/export operation. In contrast, Los Angeles and Long Beach Ports are heavily weighted to imports, primarily from China and other parts of Asia.

Figure 1 Seaport Facilities



In addition to its vital role in northern California commerce, the Port generates significant jobs and economic benefits for Oakland and the region. As detailed in the 2017 economic impact study conducted by Martin Associates, 11,393 direct jobs were generated by the cargo handled at the marine terminals.¹⁰ These direct jobs include jobs with the ILWU, truckers serving the marine terminals, rail crew, yardmen and dispatchers moving the containers by rail to and from the marine terminals, terminal operators, steamship agents, freight forwarders, chandlers, warehouse operators, container repair and leasing companies, pilots, tug operators, and other maritime trades. Many local and national trucking firms serve the marine terminals, as do numerous individual owner/operators. The 11,393 individuals directly employed as a result of activity at the Oakland Seaport received \$641 million in wages and salaries, for an average annual salary of \$56,275. Beyond these direct jobs, approximately 16,300 indirect and induced jobs are further supported through the Seaport activity, for a total of 27,732 jobs across all categories. The effects on personal income and local consumption from these direct, induced and indirect sources totals to nearly \$2.5 billion. Looking more broadly across the state of California, the cargo moving via the Seaport supports almost 500,000 related jobs, with the total economic

¹⁰ Martin Associates. *The Economic Impact of the Port of Oakland*. Port of Oakland, 2018, *The Economic Impact of the Port of Oakland*, www.portofoakland.com/wp-content/uploads/Economic-Impact-Report-2019-FULL-REPORT.pdf.

value related to the Seaport measured at \$60.3 billion. Due to this value of the Oakland Seaport, local businesses received \$2.2 billion in direct business revenue, resulting in \$281 million of state and local tax revenue generation.

Cargo Shipping Trends

The movement of goods into and out of U.S. ports is a significant component of the national economy. The San Francisco Bay Area goods movement system supports global supply chains and regional industries. Over the past 17 years, the major California ports have seen a dramatic increase in cargo throughput growth and associated goods movement. Waterborne foreign container trade cargo processed at California's primary ports, measured in "Twenty Foot Equivalent Units" (TEUs), increased by more than 74 percent over this period.¹¹ However, as shown in **Figure 2**, this cargo growth has not occurred uniformly across California's ports. The Port of Los Angeles is the most significant port in the United States and throughput there has increased dramatically in absolute and percentage terms since 2000. In the Bay Area, the Port of San Francisco has seen dramatic declines in shipping since the industry's transition to containerized goods movement in the 1960s, and has very little maritime shipping activity remaining.

As shown in **Figure 3**, trade at the Port of Oakland grew 69 percent between 2000 and 2017, from approximately 989,000 TEUs to nearly 1.7 million TEUs in 2017. As detailed in the Martin economic impact study, while the Port of Oakland forecasts steady growth in future years it faces competition from other West Coast ports, growing local congestion, community opposition to industrial development, and environmental concerns. In recent years, the Port of Oakland has lost market share to other ports which have better positioned themselves to take advantage of evolving trade patterns. The recently expanded Panama Canal has influenced cargo activity in the Eastern United States and Gulf Coasts. Since 2010, the Port of Oakland has slipped from being the fifth busiest port to eighth, falling behind the Port of Virginia and the Port of Houston.

¹¹ The Twenty Foot Equivalent Unit is a standard unit of cargo capacity that refers to a 20-foot-long intermodal container. Data from the US Department of Transportation, Maritime Administration, U.S. Waterborne Foreign Container Trade by U.S. Customs Ports (2000 - 2017), Total Trade - Loaded Containers Only.

Figure 2 California Major Ports Import-Export Activity (TEUs), 2000-2017

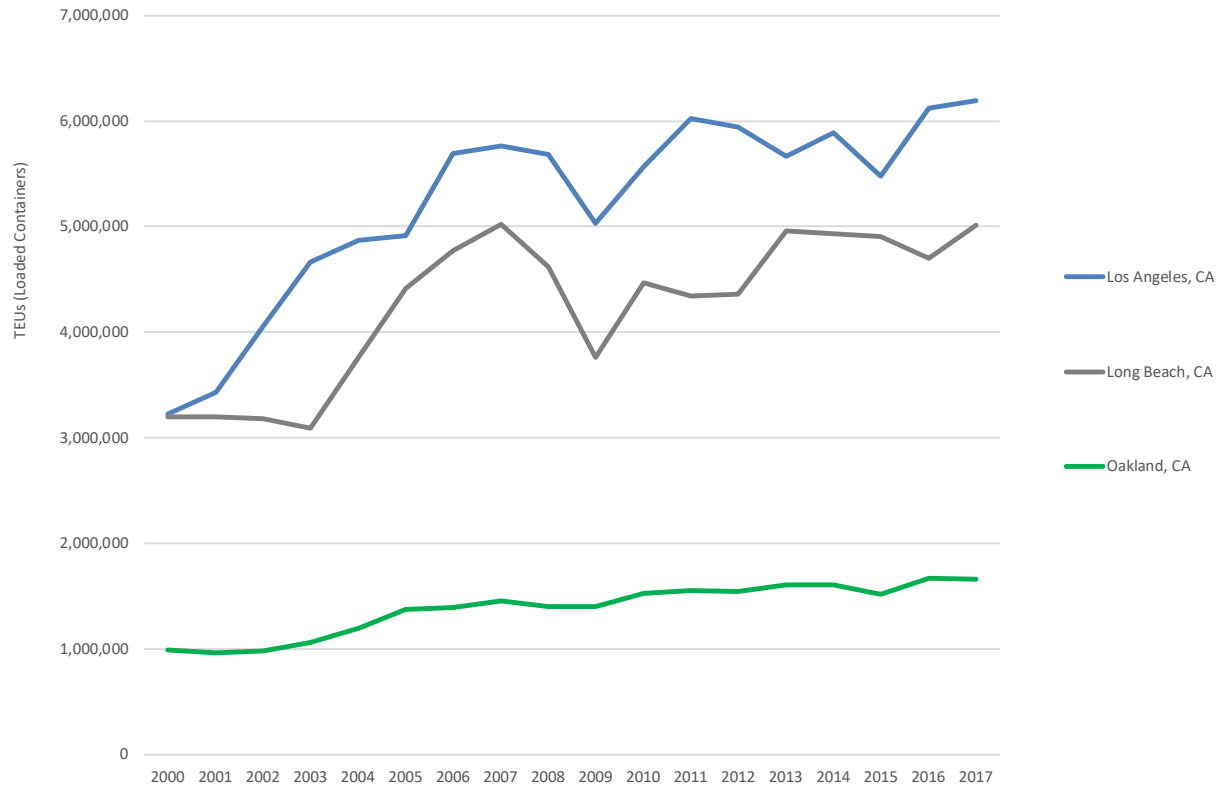


Figure 3 Growth in Shipping in California Ports

California Ports	2000	2010	2017	2000-2017		2010-2017	
				Change	% Change	Change	% Change
Long Beach, CA	3,203,555	4,466,075	5,009,490	1,805,935	56%	543,415	12%
Los Angeles, CA	3,227,743	5,570,485	6,189,161	2,961,418	92%	618,676	11%
Oakland, CA	988,773	1,526,030	1,666,100	677,327	69%	140,069	9%
Port Hueneme, CA	9,344	24,446	72,089	62,745	671%	47,644	195%
San Diego, CA	12	51,339	65,343	65,331	532442%	14,004	27%
San Francisco, CA	<u>35,918</u>	<u>20</u>	<u>62</u>	<u>-35,856</u>	<u>-100%</u>	<u>42</u>	<u>207%</u>
Total	7,465,346	11,638,395	13,002,245	5,536,900	74%	1,363,850	12%

Development and Improvement of the Oakland Seaport

As noted in the Martin report, "For the Port's marine terminals to continue to increase its economic contribution to the Bay Area economy as well as the state, it is important for the Port to grow its ocean carrier service, and to work to expand its cargo throughput and associated maritime activity. In order for the Port of Oakland Seaport to grow its business, it is critical that the Port continually invest in and/or encourage terminal upgrades in order to accommodate container volume growth. Along with the expansion of marine terminals, it is equally necessary to enhance and improve the efficiency of intermodal facilities and rail connections in order to increase the Port's intermodal share of West Coast container traffic and stimulate distribution center development near the Port's marine terminals."

There have been a number of recent upgrades implemented at the Port to yield increased efficiency and capacity. These have included raising gantry cranes at Oakland International Container Terminal (OICT) to be able to serve larger vessels calling at the port. On top of this investment, SSA, the terminal operator, plans to purchase four more cranes to further expand capacity and further solidify their position as the Port's busiest terminal. Another improvement has been the extending of longer gate hours at more terminals, providing widespread operational relief.

TraPac marine terminal added a new full-service night gate for harbor truckers, accelerating cargo flow and reducing wait time for trucks. The night gate is open from 6:00 p.m. to 3:00 a.m. Monday through Thursday. A new night gate at the SSA Marine terminal at OICT began operations in 2018 as well. The night gate is designed to accommodate steady cargo growth over the next decade. As a result of night gate operations, truck transaction times are reported to be down to an average of 60 to 90 minutes.¹²

The California Air Resources Board granted \$9 million to the Port of Oakland for clean cargo equipment, including five zero-emission yard trucks to shuttle containers within the Matson marine terminal operated by SSA. The Port of Oakland also continues to build up its clean energy infrastructure. According to the Port, use of shoreside electricity at berth reached an all-time high of 78 percent of container vessels visiting Oakland in July 2018. While connected, vessels switched off diesel engines that typically power onboard systems during port stays.¹³

In addition to expanding hours of operation, and adopting environmental improvements, the future success of the Oakland Seaport depends on the ability to accommodate ever larger container ships. **Figures 4 and 5** below illustrate changes in maritime shipping at the Oakland Seaport. **Figure 4** shows that cargo volumes have gone up, even as the number of carriers stayed about the same, and the number of terminals decreased. This correlates with the almost tripling in size of the largest container ship handled, from 8,000 TEUs to 21,000 TEUs. **Figure 5**

¹² "Port of Oakland Doing More Work at Night than Ever Before." *Port of Oakland*, 4 Apr. 2018, www.portofoakland.com/press-releases/port-oakland-work-night-ever/.

¹³ "Port of Oakland Shore Power Use Hit All-Time High Last Month." *Port of Oakland*, 31 Aug. 2018, www.portofoakland.com/seaport/port-oakland-shore-power-use-hit-time-high-last-month/.

shows how cargo volumes have changed over the last six years and are projected to continue to grow as the recovery from the economic collapse of 2018 continues. **Figure 6** illustrates the trend toward larger vessel size in the maritime shipping industry as a whole.

Figure 4 Changes in Cargo Handling at Oakland Seaport

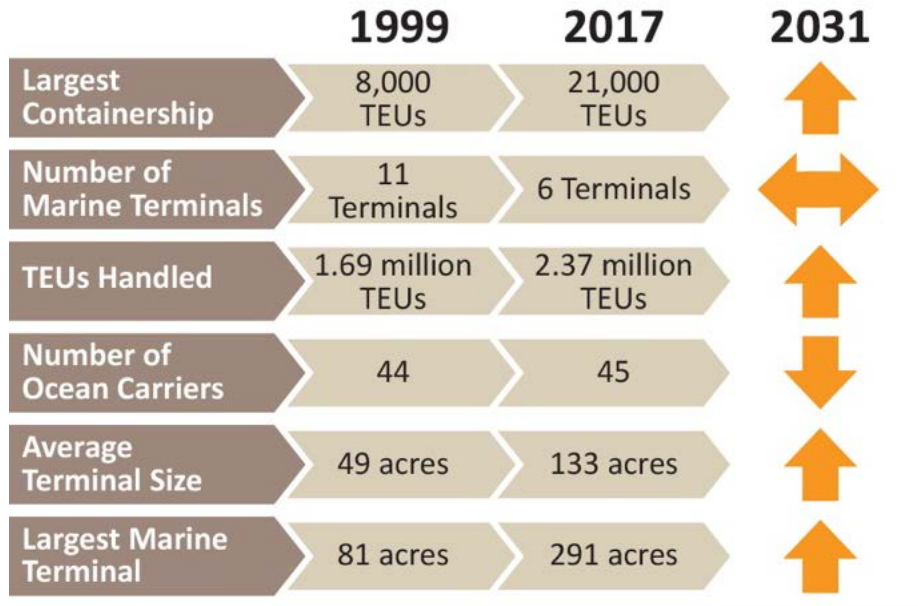


Figure 5 Historic and Projected Container Volumes in Oakland Seaport

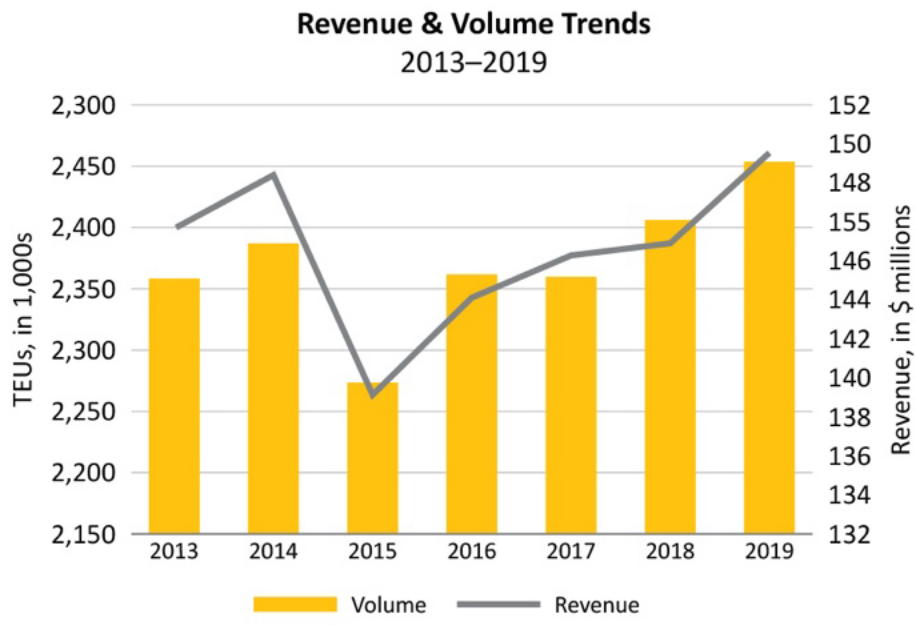
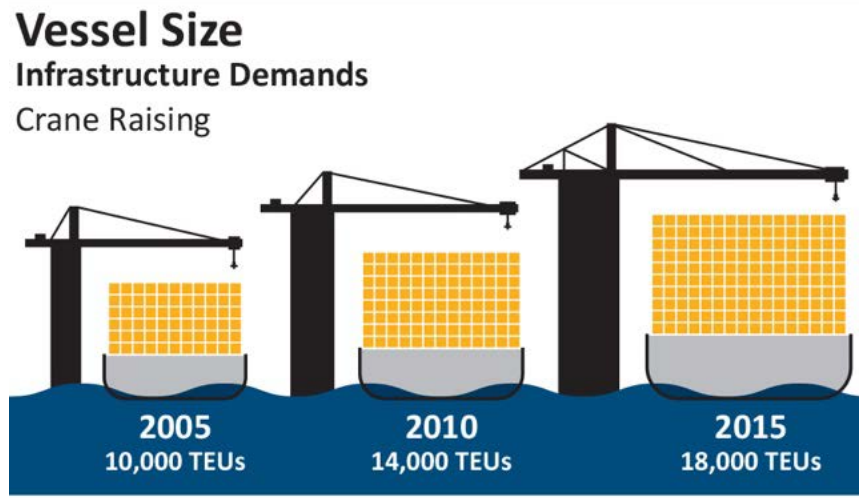


Figure 6 Trends in Container Vessel Size



Howard Terminal: Role in Growth of Oakland Seaport

Howard Terminal is a 50-acre site owned by the Port of Oakland. Separated from the rest of the seaport by Schnitzer Steel to the west, it is also bordered by the UP railroad and Embarcadero West to the north, a power plant and Clay street to the east, and the Inner Harbor to the south. Adapting to the trend toward larger container ships in order to sustain Oakland Seaport's productivity will require expanding the inner harbor turning basin to allow these larger vessels to be turned and serviced at OITC and other port terminals. This expansion likely will require demolition of a part of the Howard Terminal given the narrow width of the Oakland Estuary. Thus, Howard Terminal is a key element of maintaining the viability and growth potential of the Oakland Seaport in the years ahead.

The Port is fully aware that their future depends on increasing efficiencies and expanding capacities, with land in the area a very finite resource. Current trajectories put the Port at needing to expand to Ports America by 2030 to 2035, and by 2040 they would need to be utilizing Howard Terminal or fill land for further growth. While it is currently being utilized for maritime uses not dependent on the ship-to-shore gantry cranes, there has always been strong interest in maintaining Howard as an intermodal marine terminal, and it has demonstrated its value in this role in the past.

According to Port staff, Howard Terminal remains suitable for vessel loading/unloading activities given its deep-water berths access to a wide and deep-water federal navigation channel, and relatively square geometric configuration. However, because of its relatively small size (50.3 acres) relative to other modern container terminals, older container gantry cranes, and limited room for expansion, Howard Terminal is not desirable for loading and unloading of the larger container ships that call the Port. Therefore, Howard Terminal is better suited to container operations for smaller vessels that currently call other terminals; bulk operations; break-bulk operations; and ro-ro operations. However, it currently serves an important role in staging of container loads, increasing the efficiency and throughput at other terminals.

History of Site

Howard Terminal has been an active industrial site since 1900, when the Terminal was used as a private railway station and coal storage area. It stayed private until it came under Port jurisdiction in 1978. Before its development as a container terminal, Howard Terminal has accommodated a number of industrial activities, including oil storage tanks, a manufactured gas plant, a briquette plant where compressed charcoal blocks were made, a coal tramway, an asphalt paving plant and a blacksmith.¹⁴ Consequently, the site has several generations of toxic materials under its asphalt surface. The existing deed restriction encumbering the site imposed by the DTSC provides that the only use for the property that does not present an unacceptable threat to human safety or the environment is when the site is capped and undisturbed in its current use as a marine terminal, and housing and other specified development on this site are explicitly prohibited. Development of the site would require remediation of contaminants and elimination or modification of the deed restriction.

Current Use

Marine terminal operations under SSA Terminals were formerly located on the site until they relocated to a larger site in 2014. Since that time, Howard Terminal has been serving a number of different purposes through several separate leases. One of these is as a storage and staging area for trucks moving goods within the Port. Having this location adjacent to the major active marine terminals as well as rail and truck transport operations serves an important purpose, as it allows trucks a central location to stage loads, reducing travel time, emissions, and truck traffic in the areas of West Oakland adjacent to the Port. This also increases the capacity of independent truckers to move goods quickly and at off-peak travel times, which increases their income because they are paid by the load.

The Pacific Maritime Association (PMA) also leases a portion of the Terminal. The principal business of the PMA is to negotiate and administer maritime labor agreements with the International Longshore and Warehouse Union (ILWU). The Howard Terminal site serves as a training facility for these union maritime jobs, facilitating certification of maritime workers for longshore jobs of various types.

Development of the Howard Terminal for the A's Stadium and housing, office and other uses would displace these port-related functions and impact the efficiency of Port operations. Furthermore, the development of the site for non-port uses would have a number of additional impacts on the Port that could threaten its competitiveness and viability over the long term. This point is expanded upon in Section 4 of the report.

¹⁴ Veklerov, Kimberly. "Oakland A's Ballpark Plan: Howard Terminal's Industrial Past Poses Challenges." *San Francisco Chronicle*, San Francisco Chronicle, 15 Feb. 2019, www.sfchronicle.com/bayarea/article/Howard-Terminal-s-industrial-past-poses-13618156.php?psid=rJiY.

Figure 7 Aerial View of Howard Terminal



3. THE OAKLAND A'S PROPOSED PROJECT

The Oakland A's have been exploring the possibility of building a new stadium for a number of years, first engaging with the Port of Oakland regarding interest a potential baseball stadium development at the Howard Terminal site in 2014. After early termination of a previous Exclusive Negotiating Agreement (ENA) with the Port, the A's entered into a new four-year ENA in May of 2019. The ENA includes as an attachment a Term Sheet, which specifies key business terms and principles that will be incorporated in the final agreements. The land use program for the site, which accompanies the ENA are shown in **Figure 8** below. The uses include the following:

- A new open-air waterfront multi-purpose Major League Baseball ballpark with a capacity of up to 35,000-persons that will serve as the new home to the Oakland A's, including a 'green roof' that would provide public access on non-game days with views of the Bay;
- Up to 3,000 residential units, 1.5 million square feet of office, and up to 270,000 square feet of mixed retail, cultural and civic uses that would be developed in blocks throughout the Project site west of the ballpark;
- An approximately 3,500-seat performance center;
- An approximately 280,000 square-foot 400 room hotel; and
- A network of public open spaces located throughout the site that would connect the pedestrian and bicycle network along the Oakland waterfront to the site, and would provide two large-scale open spaces.

This is a very substantial amount of non-ballpark development, located between the stadium and active Port maritime operations.

According to an Economic Impact Report published by the Bay Area Council, the non-ballpark uses delineated above would in fact be the main drivers of impact at Howard Terminal, yielding 93 percent of the cited yearly increase in output. ¹⁵ Referencing \$902 million of total increase in output, with the ballpark contributing \$65 million of this, the Bay Area Council's analysis significantly overstates the potential economic benefits of the Howard Terminal development as it ignores the economic activity associated with the current stadium, failing to distinguish what development would be truly additive as compared to displacing development that could occur elsewhere in Oakland.

¹⁵ "Economic Impact of Howard Terminal Developments." *Bayareaeconomy.org*, Bay Area Council Economic Institute, May 2019, www.bayareaeconomy.org/files/pdf/Howard_Terminal_Methodology_2019.pdf.

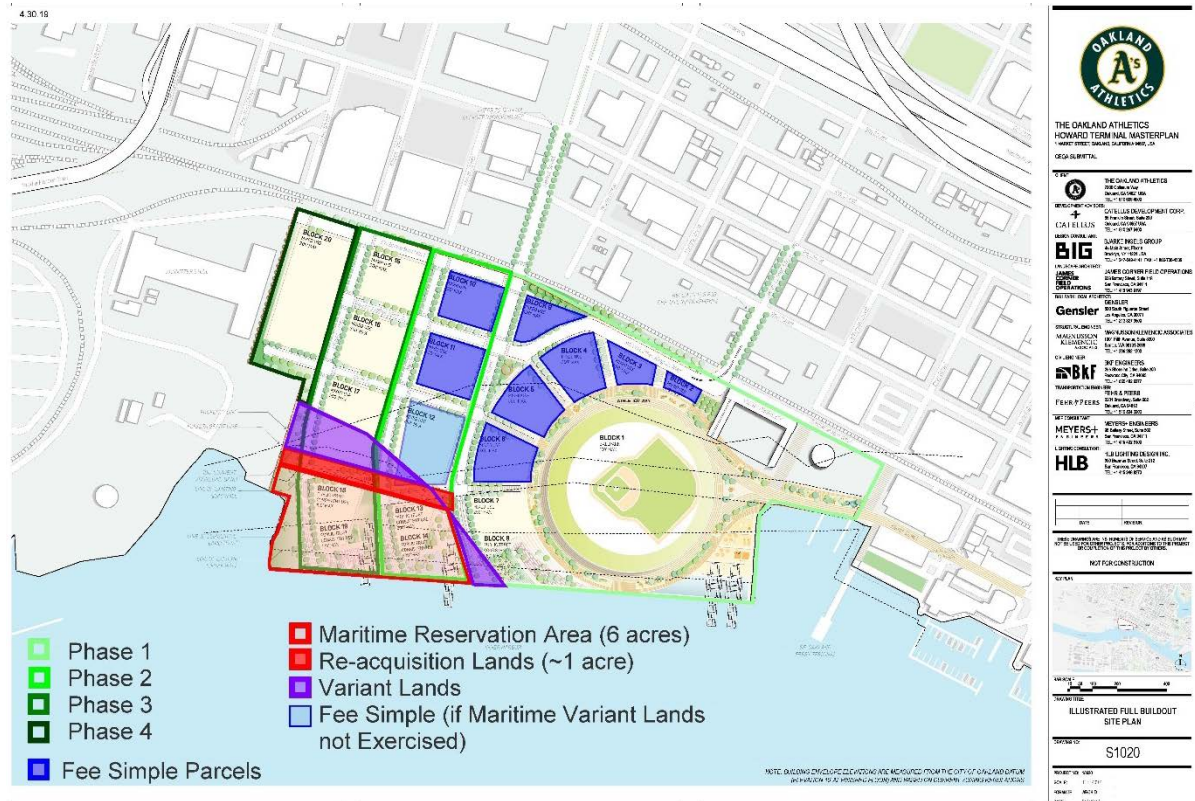
Additionally, the new development is immediately adjacent to Schnitzer Steel, a 24/7 metals recycling facility, and proximate to the Port's largest marine terminal, all of which generate the significant noise, day and night, light, air quality, truck, train and other environmental impacts that are characteristic of heavy industrial operations. While the Port of Oakland controls much of this industrial property, Schnitzer Steel and Union Pacific Railroad own their sites in fee and have invested substantial capital in equipment, machinery, environmental controls, and infrastructure.

There are many regulatory and process hurdles to be overcome before this development can be approved, including sign-off from the State Lands Commission that the uses are consistent with the Tidelands Trust or authorizing land swaps to free portions of the site from the Trust; approvals from BCDC on consistency with the San Francisco Bay Plan; elimination or modification of the current deed restriction and certification of site remediation by the DTSC; certification of an Environmental Impact Report, adoption of the CEQA findings by the Port Board of Commissioners; and approval of amendments to the City's General Plan, among others.

The A's have indicated that their project will be 100 percent privately financed. Among the costs the A's have stated they will finance privately are:

- Remediation of the site;
- Raising of the site to protect against sea level rise;
- Construction of all backbone, horizontal infrastructure;
- Construction of the ballpark and related open space improvements;
- A gondola system connecting the 12th Street BART station with the site;
- Environmental Impact mitigation measures required as a result of CEQA analysis; and
- Entitlement and Pre-development costs.

Figure 8 Oakland A's Proposed Ballpark and Mixed-Use Development



Private financing of all of these costs would be extremely challenging, if not impossible, under the best of circumstances. Adding to that challenge is the extra construction costs necessary to build on pilings that will be piercing contaminated soils. Just as important, the market demand for the proposed uses may be impacted by the adjacent industrial and maritime uses that produce noise, light, and train and truck traffic that are incompatible with residential and office uses. Also, as shown in the diagram, a portion of the site, designated as Maritime Reservation and Variant Lands, very well may be needed for the expansion of the Inner Harbor Turning Basin, further reducing the revenue producing potential of non-stadium uses on the site.

It is evident from the Term Sheet that the A's are depending on generating substantial revenues from non-stadium development on the site to pay for these other costs. One of the key business terms identified in the Term Sheet is that proceeds from the long-term lease or sale of these non-stadium properties would go first to the A's to pay them back for these costs, plus a return on investment that remains to be negotiated. The Port's share of any additional revenues after this priority return to the A's would be subject to a split between the Port and the A's that also remains to be negotiated. While neither the A's nor the Port have released a pro forma illustrating the financial feasibility of the Project, the economics seem daunting and it is difficult to imagine the Port receiving much if any revenue from the land disposition.

4. POTENTIAL CONFLICTS BETWEEN THE A'S BALLPARK AND MIXED-USE DEVELOPMENT AND THE OAKLAND SEAPORT

The project proposed by the A's entails numerous conflicts with maritime and industrial uses at the Port. To the extent these conflicts cannot be adequately mitigated, they cumulatively represent a threat to the long-term competitiveness and viability of the Oakland Seaport. Likely conflicts are enumerated briefly below.

1. Provisions in the Term Sheet for the acquisition of portions of the Howard Terminal site needed for expansion of the Turning Basin could jeopardize the potential to accomplish the expansion, putting maritime operations at the Oakland International Terminal and the Matson Terminal at risk, and threatening the long-term viability of the Port of Oakland.
 - The term sheet imposes time limits on the Port's ability to elect to use portions of the Howard Terminal site for expansion of the Inner Harbor Turning Basin, including 10 years for the Maritime Reservation lands, which comprise a six-acre portion of the Terminal that likely is essential to the expansion of the turning basin, and 5 years for additional Variant Lands that may prove to be needed to adequately expand the turning basin. Given the lead time for engineering, permitting and financing the expansion of the turning basin, these time frames may obviate the potential to accomplish the expansion, putting the ability of the Port to service larger ships permanently at risk, and jeopardizing the viability of the Port as a whole.
 - The additional provision to allow reacquisition of a portion of the site that may already have been developed as part of the A's mixed-use plan would require the Port to reimburse the A's for any horizontal infrastructure built on the site. This provision would apply to the Reacquisition Lands for 10 years, and to the Variant Lands for 5 years. Bearing the cost of reimbursing the A's for infrastructure that has been built would increase the cost of reacquiring these lands, and potentially could have disruptive effects on the horizontal infrastructure serving the remainder of the site.
 - The need for and feasibility of expanding the turning basin will be studied by the Port, and the Port will request a feasibility and scoping study by the United States Army Corp of Engineers. It is anticipated that the Army Corp study would take 3 to 5 years to complete after commencement of the ENA. If the study takes 5 years, it will exceed the 4-year term of the ENA. The lack of a completed study during the course of the ENA would make execution of transaction documents during that time frame risky in terms of the ability to adequately plan for expansion of the turning basin.
2. Howard Terminal is currently used for staging of containers, reducing truck movement times and distance, and corresponding traffic in surrounding communities, and improving the productivity of independently owned truckers serving the Port. Redevelopment of the terminal would displace this use and its benefits to maritime activities and the environmental quality of surrounding West Oakland neighborhoods.

3. The introduction of residential and office uses immediately adjacent to industrial and maritime uses presents a host of conflicts that are likely to diminish the viability of such uses at the Port, where there are no comparable alternatives for such activities in the Bay Area. These conflicts, however avoidable or unreasonable, unexpected or previously mitigated, may materialize in numerous forms ranging from public nuisance litigation, inability to obtain EIR approvals for future port projects, future city or Port general planning and zoning exercises, to complaints to regulators against standard and normal industrial operations.
4. The most obvious conflict would be between high end residential towers being built immediately adjacent to Schnitzer Steel, whose 24-hour operations involve shredding auto bodies and moving scrap metal, which generate significant noise and other impacts.
5. The loading and unloading of ships, with attendant noise and light impacts, also are incompatible with adjacent residential uses.
6. The loss of industrial and maritime jobs at the Port would likely be permanently irreplaceable.
7. Location of a ballpark on the Howard Terminal would cause numerous transportation, land use, and maritime operational conflicts, and create numerous safety and health risks.
 - Approximately 40 trains per day pass the Howard Terminal daily. Additionally, assembly of trains in the Union Pacific and BNSF rail yards back up past the terminal and along the Embarcadero. Inevitably, these rail operations will come into conflict with auto and pedestrian movements to the ballpark and ancillary uses.
 - Railroads are federally regulated and schedules are dictated by national goods movement and passenger train schedules. Thus, it would be virtually impossible to alter the scheduling of these movements to mitigate interference with game day crowds, or pedestrian or auto trips generated by the residential, office, hotel, retail, and recreational uses proposed in the A's development. Because of this the UP railroad and California Public Utilities Commission have already advised the A's development that their current site plan is incompatible with their existing right of way due to a lack of vehicle-crossing grade separations.
 - The Embarcadero is one of three truck access points to the Port. The heavy congestion and traffic conflicts generated by the A's project would severely impact this access for port-related trucking.
 - The proposal to fence off a portion of the Embarcadero and close it to auto and truck traffic would further impede needed access, and could likely shift truck traffic to Third and Fifth Streets.
 - Modal incompatibilities and thus increased risk of accidents will be inevitable, as truckers, bicycles, Lyft/Uber, buses, and vehicles converge on limited roadway.
 - The increased pedestrian and train conflicts is likely to result in an increase in fatal accidents as pedestrians attempt unsafe crossing to get to a ballgame or other activity on the site.

- Light pollution from night games at the ballpark could interfere with ship docking. Determination of the safety of docking is determined by independent Bar Pilots, who will be very conservative in their assessment of the risk associated with turning and docking ships. Like train movements, shipping is not subject to being timed to avoid conflicts with game days.
- To the extent baseball games or other activities on the site attract kayakers or small crafts to the area, small boaters could be endangered by ship movements, or alternatively, ship movements could be disrupted to avoid conflicts with such craft.

The removal of Howard Terminal from Port jurisdiction and subsequent development of the Stadium Mixed Used Project would jeopardize operations at the Port of Oakland in a variety of ways in the short and long term. The ballpark alone will present numerous conflicts related to transportation and pedestrian safety. Introducing residential, commercial, and recreational land uses into a heavily industrial zone will result in many more incompatibilities for interests on both sides of the table are inevitable. Cumulatively, these conflicts threaten the long-term competitiveness of the Oakland Seaport, and its viability as a working port.

Exhibit C

Oakland's effort to blend a ballpark and the port on the waterfront

By Libby Schaaf and Ces Butner | Nov. 4, 2019 | Updated: Nov. 4, 2019 9:51 a.m.

Oakland is the Bay Area's hub of industry and transportation. Workers who build, lift, drive, steer and move goods make up a large percentage of the region's workforce. The city and the Port of Oakland are proud of our roots as an industrial port city, and we intend to build on that foundation.

More than 84,000 Northern Californians — nearly 20,000 of them in Oakland — have jobs that depend on the Port of Oakland. They are dockworkers, warehouse technicians, airport baggage handlers, truckers, and retail and restaurant workers. The average annual salary of workers at port-related industries is \$45,342. Their contributions are central to the port's estimated \$130 billion economic value to the region.

The Board of Port Commissioners is charged with the responsibility to operate and grow the port, and the city helps to plan for responsible growth of the port. We know that job opportunities expand every time we add a flight at Oakland International Airport, add a new commercial attraction at Jack London Square, or lift more cargo with the port's iconic cranes. Success is not only continuing business as usual; success also requires innovation for efficiency and to capture opportunities.

There is a possible new opportunity for the port and people of Oakland. The Oakland Athletics are proposing a 35,000-seat baseball stadium and a mixed-use development at Jack London Square, as well as repurposing the Oakland Coliseum stadium site. The proposed ballpark project is on a 50-acre cargo terminal site — commonly known as Howard Terminal — that has not been an active terminal for the past six years due to its small size and shallow water depth. The Howard Terminal site is separated from the rest of the active seaport by a private recycling plant. The proposed ballpark would be located adjacent to Jack London Square — the port's commercial and retail area — and could greatly increase commercial activities and add civic vibrancy to the waterfront area that is Oakland downtown's gateway to the Pacific Coast, Asia and the world.

The city, the port and the A's are working together to find solutions where all can succeed. As part of that process, the Board of Port Commissioners and A's have signed an Exclusive Negotiation Term Sheet. It gives the A's up to four years to gain public agency approvals for their plan before any real estate deal can be consummated with the port. The city would be central to the approval process in the following areas:

- Environmental Impact Report certification;
- A General Plan amendment; and
- Related land use entitlements.

As we continue to consider the A's proposal, we consistently ask ourselves: Can baseball and shipping mix? We believe the answer is yes when critical safeguards are included. The ballpark has intriguing potential: increased port visibility, more Jack London Square visitors and a boost for Oakland business. And it's a new, diversified source of revenue and jobs. We also need to be certain the port's maritime activity continues to thrive and grow as a hub of industry that provides amazing jobs for Oakland and the Bay Area.

Everyone is doing their homework.

The port is conducting one-on-one meetings, focus groups and large-group summits with maritime industry constituents. The port, the city and the A's are working with these stakeholders to address issues, for example, investigating a buffer zone between residential and industrial land uses, truck routes and separation of fan traffic. In this way, the port is developing seaport compatibility measures that will become part of any future approvals.

A guiding principle during the conversations between the port, the A's and the city is to strengthen the port and maritime industry, add to the vibrancy of our waterfront, and create jobs. The final deal will ensure everyone — the city, the port and the A's — is able to continue to thrive.

Above all, the A's Howard Terminal proposal is prompting important discussions among the city, the port and stakeholders about better planning and transportation infrastructure to support both the seaport and the neighborhoods surrounding it. The city and the port are committed to coordinated efforts that grow our industrial job base and promote the health and well-being of residents. Though the A's stadium proposal at Howard Terminal is still in review, we are all proud that everyone has come together to prioritize responsible management of a priceless Oakland asset, the Port of Oakland.



Illustration of proposed new Oakland A's ballpark at Howard Terminal featuring a rooftop park.

Photo: Oakland Athletics / Bjarke Ingels Group

Exhibit D

PROPOSED TRANSPORTATION INFRASTRUCTURE

HOWARD TERMINAL BALLPARK DISTRICT

June, 2019

TRANSPORTATION PLAN

Howard Terminal Ballpark District

GOALS THAT GUIDE THE PROCESS

- Respect existing and future neighborhood transportation needs
- Ensure safe and efficient movement of people and goods in the area
- Encourage pedestrian, bicycle, and transit use
- Reduce peak loads on transportation network
- Achieve Oakland's trip reduction goals
- Provide great ballpark fan experience

TRANSPORTATION PLAN

Howard Terminal Ballpark District

CONSTRAINTS WE WORK WITHIN

- Limited access options
- Small block-size network in Jack London District
- Discontinuous neighborhood streets
- Limited through connections to downtown
- Given congestion, walking to BART is faster than taking the bus

MODE SHARE CONCLUSIONS

Calculated Mode Share – With Transportation Plan

	Weekday Evening	Weekday Day	Weekend
Drive	50%	39%	50%
BART	31%	38%	31%
TNC	13%	15%	14%
Walk	3%	4%	3%
Bike	1%	2%	1%
Ferry	1%	<1%	<1%
Bus	1%	2%	1%
Existing Coliseum			
Drive	70%	71%	74%
BART	23%	22%	19%
TNC	7%	7%	7%

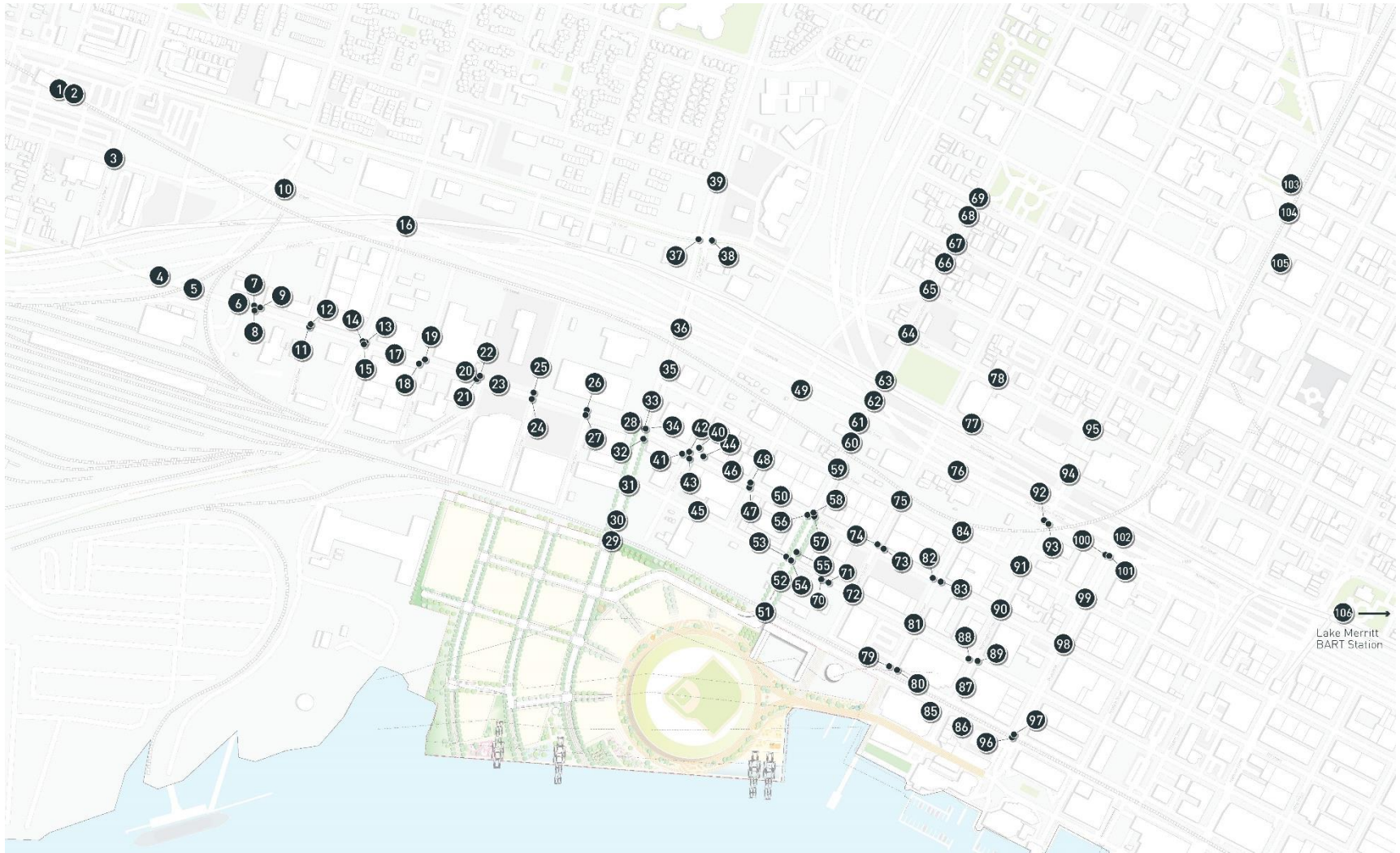
WHAT ARE PLAN COMPONENTS?

Transportation Plan for Howard Terminal

PRIMARY PLAN COMPONENTS ARE . . .

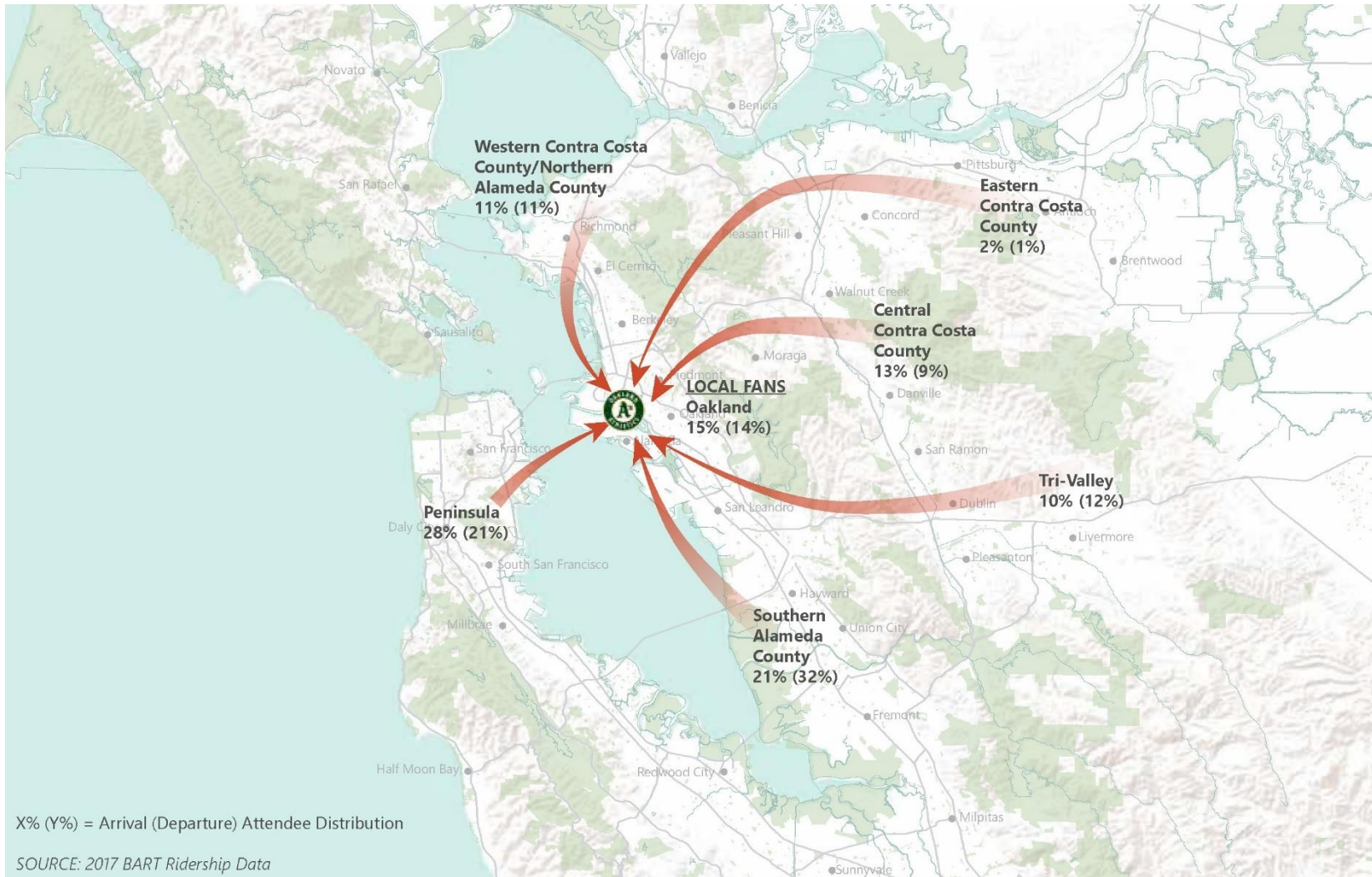
Mode	Strategy
Walk	Provide safe and desirable pedestrian routes to the site
Bike/Micro-mobility	Improve bike infrastructure to create safe routes to the ballpark
BART	Station crowd management when needed
Bus	Provide accessible and legible transit service to the site
Drive	Limit on- and off-site parking through supply and pricing
Other	Explore other modes to diversify options: gondola, ferry, etc

OFF-SITE STREET INFRASTRUCTURE



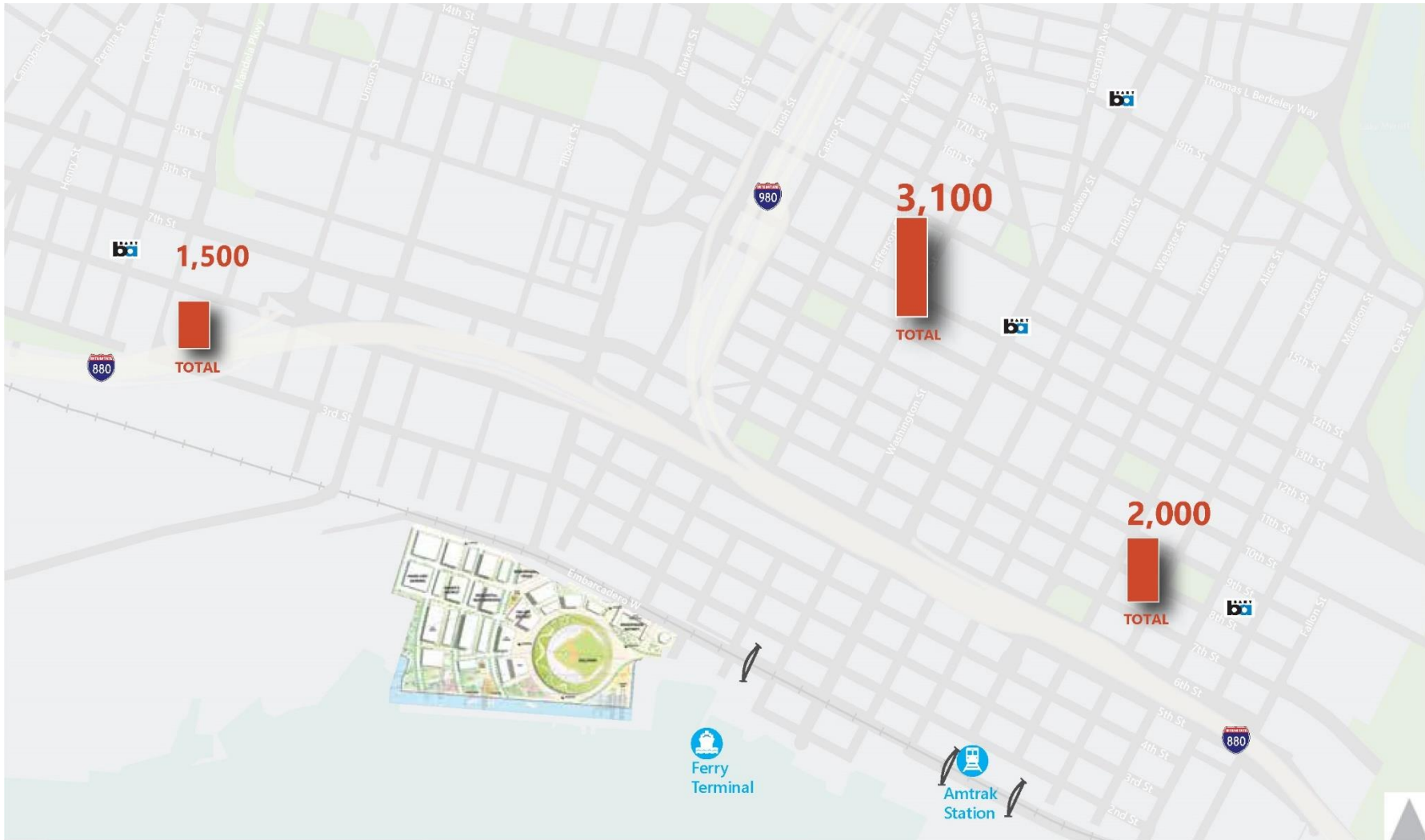
BALLPARK ATTENDEES WHO BART

Weekday Evening Games – Arrival and Departures



WHAT BART STATION DO I USE?

Weekday Evening + Weekend Games – Peak Hour Buildout (~ 67 days/year)



WHAT BUS DO I USE?

Weekday Evening Games

APPROACH TO BUS SERVICE

- Extend existing bus lines
- Potentially augment service on game days (no game-day specific routes)
- Explore bus-only lanes on Broadway and MLK/7th
- Evaluate cost-effectiveness of bus service options (\$/rider)

WHAT BUS DO I USE?

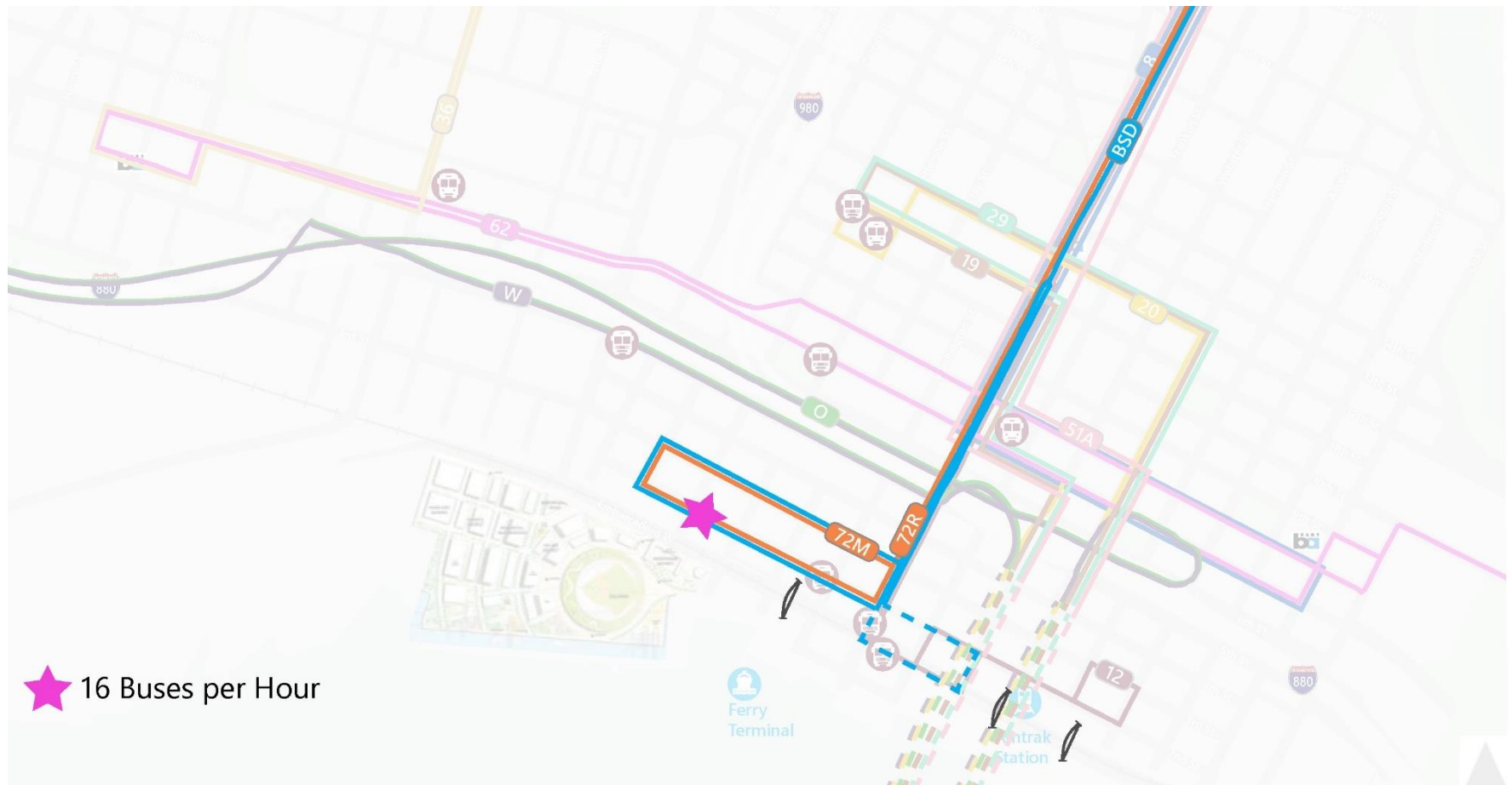
Weekday Evening Games – Existing Service



TRANSIT ACCESS IMPROVEMENTS

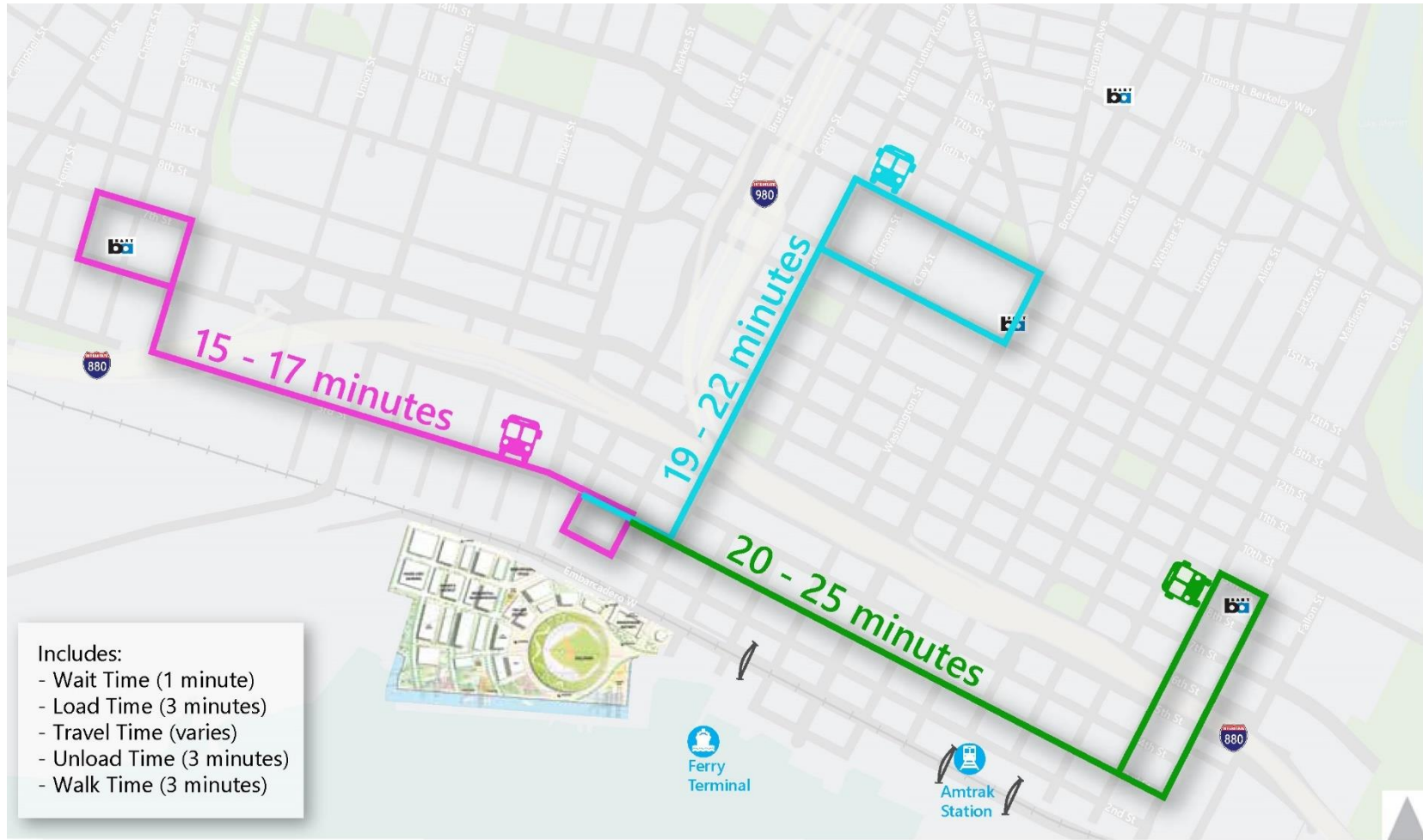
Permanent Change

POTENTIAL BUS SERVICE OPTION



TRANSPORTATION PLAN CONSIDERATIONS

Weekday Evening Game – Shuttle Buses



HOW DO I ARRIVE BY WALKING?

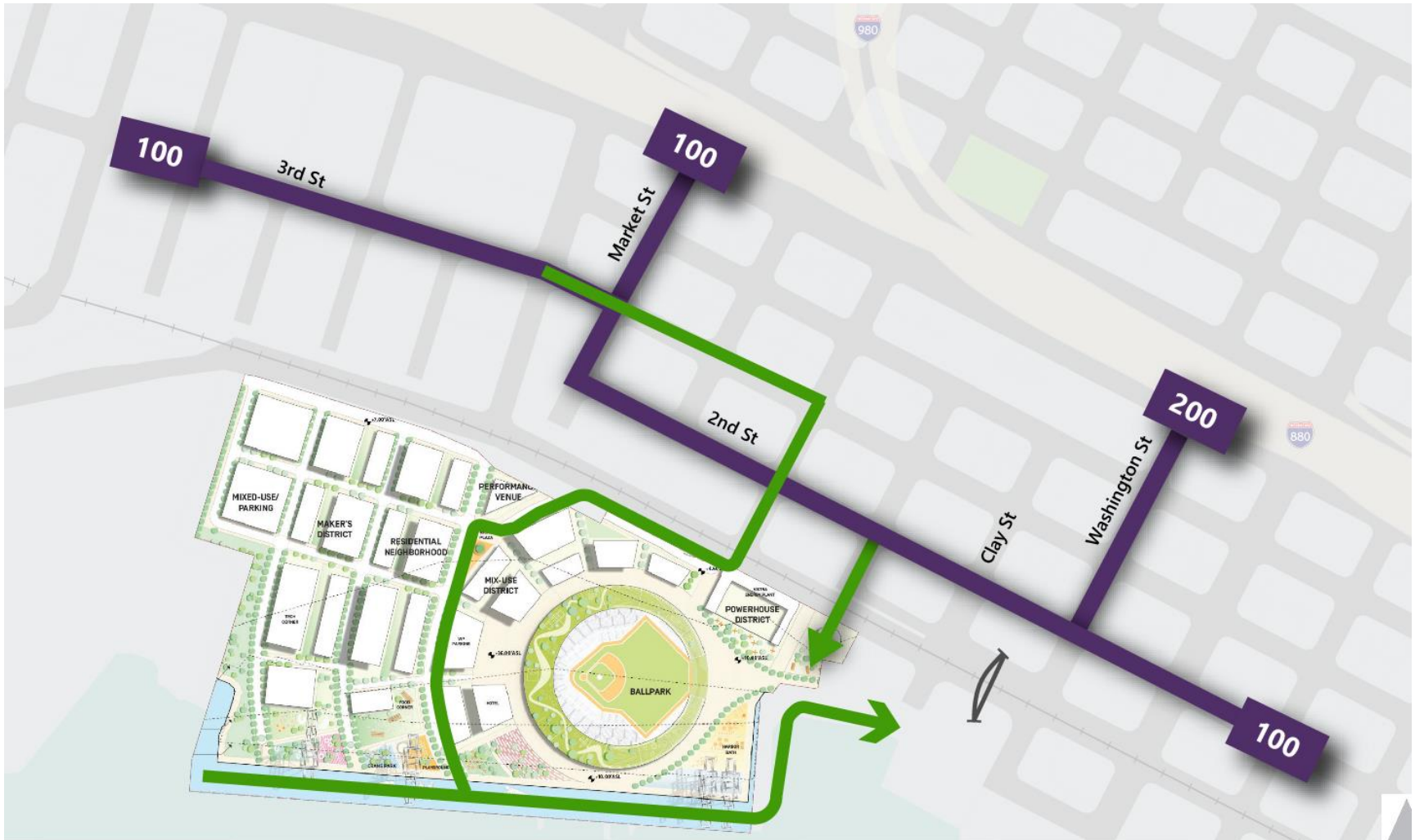
Weekday Evening Game – Peak Hour Buildout after Parking Plus BART

Entering Jack London District – Peak Hour Only



HOW DO I ARRIVE BY WALKING/BIKING?

Weekday Evening Games – Peak Hour Buildout



RIDE SOURCING OPTIONS?

Weekday Evening Games – Peak Hour Vehicles



BALLPARK ATTENDEES WHO DRIVE

Weekday Evening Games -- Arrivals



PARKING MANAGEMENT HIGHLIGHTS

All Ballpark Events

- Parking Reservation System at Ticket Purchase
 - Driver pays in advance for reserving a parking space
 - Guaranteed parking space available at designated time
 - Includes on-site and participating off-site parking facilities
- On-street Parking Management
 - Maintain parking for area businesses and residents

END

WHAT ARE THE PLAN COMPONENTS

Transportation Plan for Howard Terminal

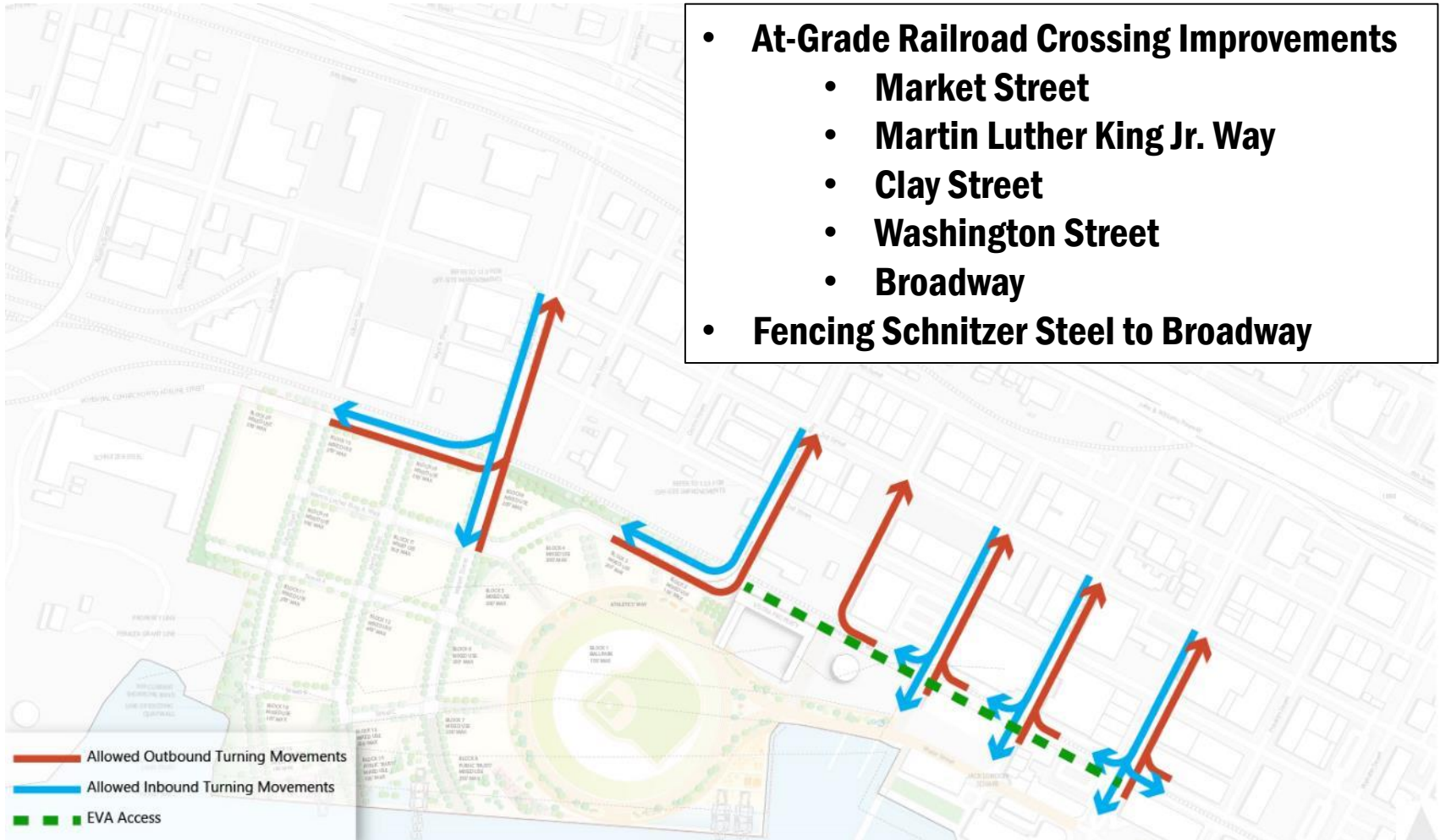
OVER 50 TRANSPORTATION INFRASTRUCTURE PROJECTS SUPPORTING . . .

- Parking management and reservation system (all events)
- BART station crowd management (when needed)
- Ride source management and dedicated areas (all events)
- ➡ ▪ Washington Street as a pedestrian street (large events)
- ➡ ▪ Event traffic control to manage people and motor vehicles (when needed)
- Extend and adjust AC Transit bus Lines (permanent)
- Pedestrian and bike bridge(s) (permanent)
- Railroad corridor improvements (permanent)

CIRCULATION CHANGES AT RAILROAD

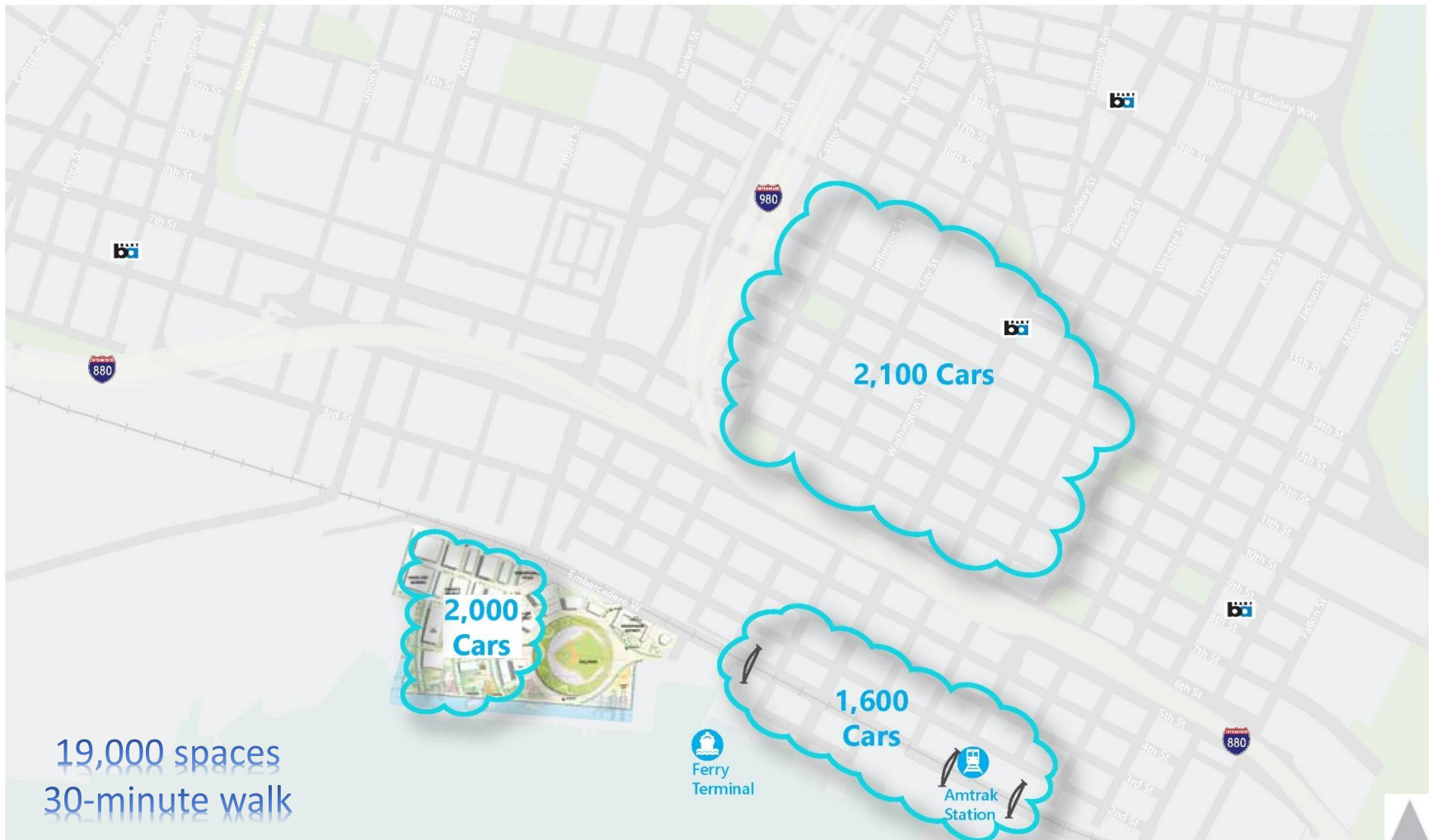
Permanent Change – Subject to CPUC Approval

- **At-Grade Railroad Crossing Improvements**
 - **Market Street**
 - **Martin Luther King Jr. Way**
 - **Clay Street**
 - **Washington Street**
 - **Broadway**
- **Fencing Schnitzer Steel to Broadway**



WHERE DO I PARK?

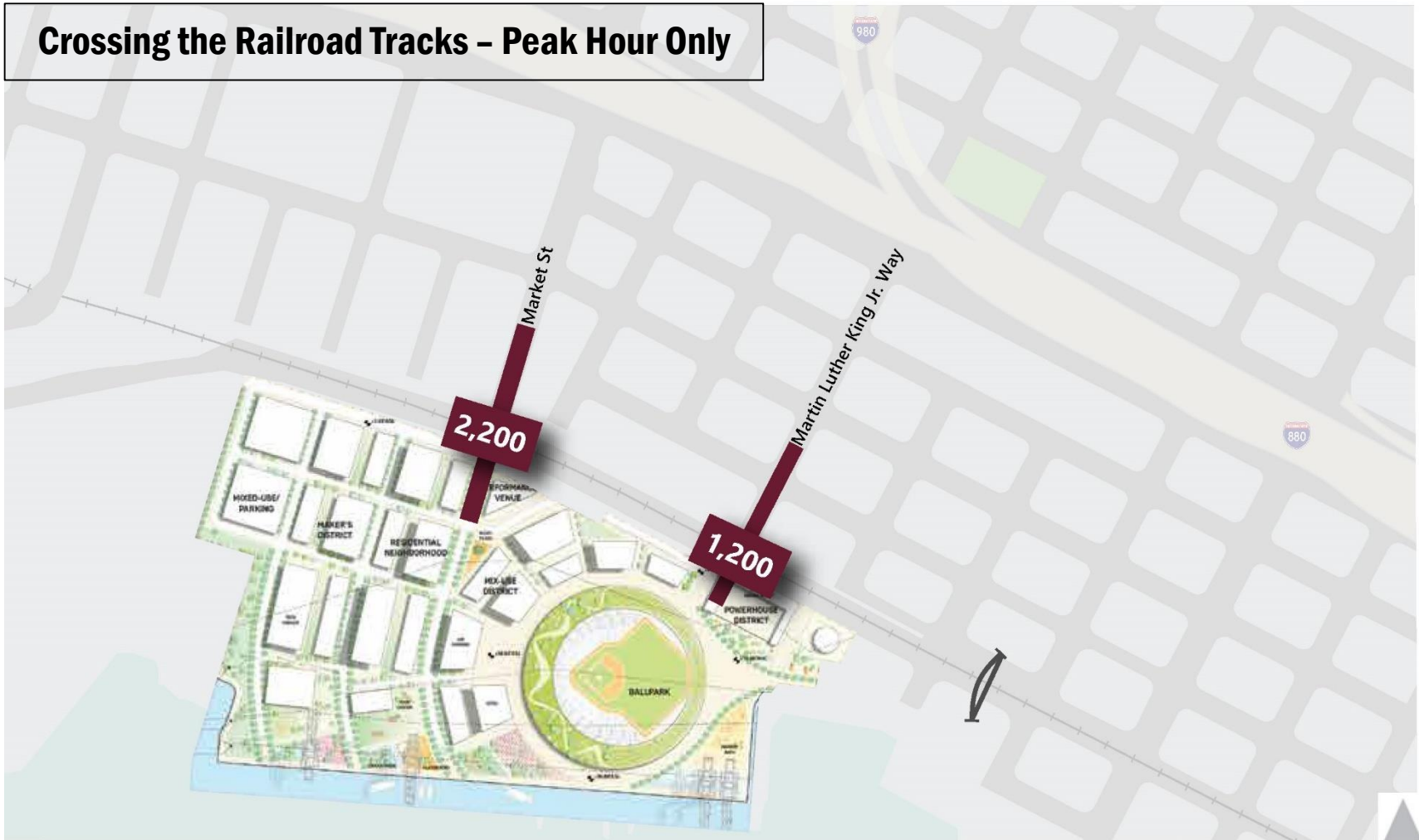
Weekday Evening Games – Parking Reservations at Buildout



VEHICLE CROSSINGS AT RAILROAD

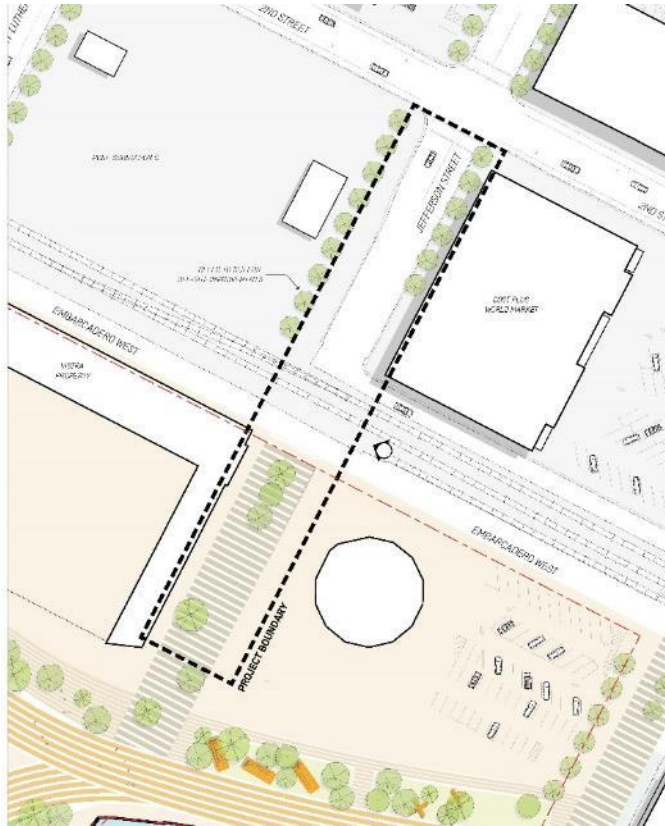
Weekday Evening Game – Peak Hour Buildout Crossings

Crossing the Railroad Tracks – Peak Hour Only

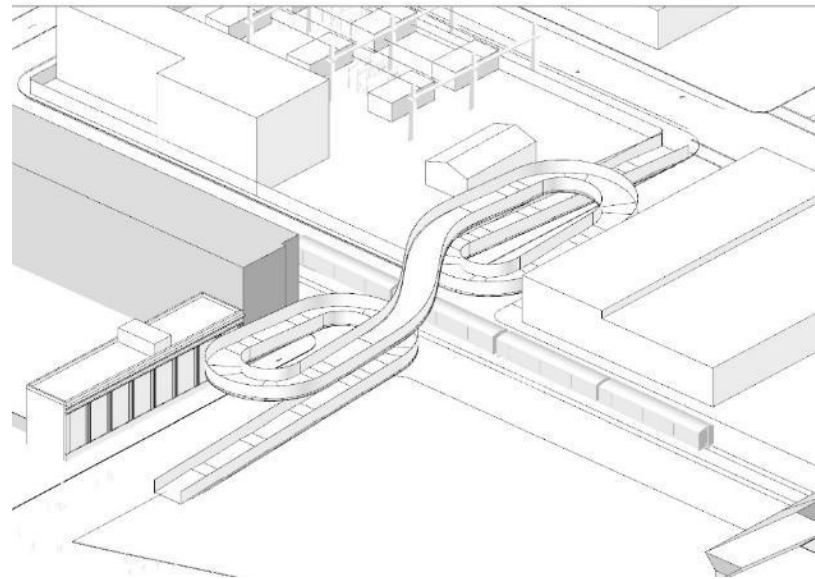


PEDESTRIAN AND BIKE BRIDGE

Permanent Change – Subject to CPUC Approval



Variant in CEQA Document



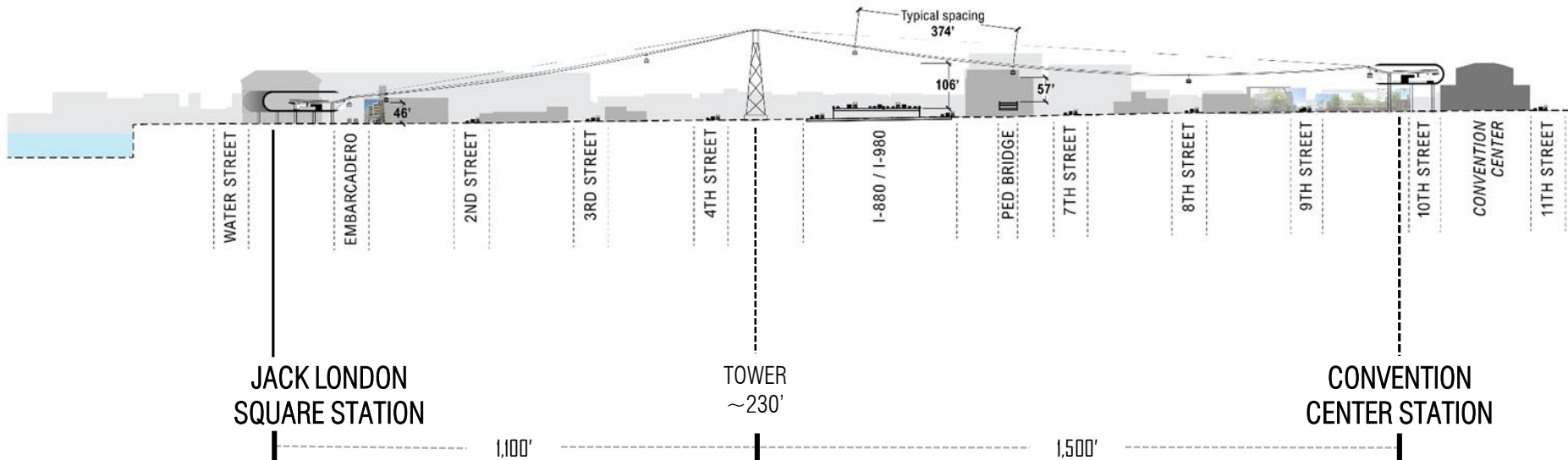
Potential locations –

- Jefferson Street (shown) or
- Clay Street

GONDOLA

Permanent Change – Subject to CPUC Approval

Variant in CEQA Document



TRANSPORTATION PLAN CONSIDERATIONS

Ballpark District

FERRY / WATER TAXI SERVICE



POTENTIAL FERRY RIDERSHIP

Up to 1,200 ballpark patrons (based on Giants ridership)



FERRY CAPACITY

Up to 400 passengers per ferry



TRAVEL TIME FROM SAN FRANCISCO FERRY BUILDING

35 minutes (30 min ferry, 5 minute walk)

Exhibit E



CITY OF OAKLAND

Bureau of Planning

250 Frank H. Ogawa Plaza, Suite 3315, Oakland, California, 94612-2032

NOTICE OF PREPARATION (NOP) OF A DRAFT ENVIRONMENTAL IMPACT REPORT FOR THE OAKLAND WATERFRONT BALLPARK DISTRICT PROJECT

The City of Oakland's Bureau of Planning is preparing an Environmental Impact Report ("EIR") for the Oakland Waterfront Ballpark District Project ("Proposed Project") at Howard Terminal. The City is requesting comments on the scope and content of the EIR. A description of the Proposed Project and its location, together with a summary of the probable environmental effects that will be addressed in the EIR are included herein. Pursuant to California Environmental Quality Act Guidelines §15063(a), the City has **not** prepared an Initial Study.

The EIR for the Proposed Project is being prepared in compliance with the California Environmental Quality Act (CEQA) (California Public Resources Code §§21000 et. seq.) and the State CEQA Guidelines (Guidelines) (California Code of Regulations, Title 14, Division 6, Chapter 3, §§15000 et. seq.). The EIR for the Proposed Project is also being prepared under the new California Assembly Bill 734 judicial streamlining legislation (California Environmental Quality Act: Oakland Sports and Mixed-Use Project) that added new provisions to CEQA as Public Resources Code § 21168.6.7 for the Proposed Project. The City of Oakland is the public agency that would consider approval of an amendment to the Oakland General Plan required for the Proposed Project, and as such, it is the Lead Agency for the Proposed Project. Pursuant to Guidelines §15082(a), upon deciding to prepare an EIR, the City as lead agency must issue a Notice of Preparation (NOP) to inform the Governor's Office of Planning and Research, trustee and responsible agencies, and the public of that decision.

The purpose of the NOP is to provide information describing the project and its potential environmental effects to those who may wish to comment regarding the scope and content of the information to be included in the EIR. Guideline §15082(b) states: "... [E]ach responsible and trustee agency and the Office of Planning and Research shall provide the lead agency with specific detail about the scope and content of the environmental information related to the responsible or trustee agency's area of statutory responsibility that must be included in the draft EIR. The response at a minimum shall identify: (A) The significant environmental issues and reasonable alternatives and mitigation measures that the responsible or trustee agency, or the Office of Planning and Research, will need to have explored in the Draft EIR; and (B) Whether the agency will be a responsible agency or trustee agency for the project." This notice is being sent to responsible or trustee agencies and other interested parties. Responsible and trustee agencies are those public agencies, besides the City of Oakland, that have a role in considering approval and/or carrying out the project. The City encourages responsible and trustee agencies and the Office of Planning and Research to provide this information to the City, so that the City can ensure that the Draft EIR meets the needs of those agencies. Once the Draft EIR is published, it will be sent to all responsible or trustee agencies and to others who respond to this NOP or who otherwise indicate that they would like to receive a copy. The Draft EIR will also be available for review at the City of Oakland at the address identified immediately below.

SUBMITTING COMMENTS IN RESPONSE TO THIS NOP: The City encourages comments to be submitted electronically via the following link: <http://comment-tracker.esassoc.com/tracker/oaklandsportseir/>. Comments that address the scope of the Draft EIR may also be directed in writing to: Peterson Vollmann, Planner IV, City of Oakland Bureau of Planning, 250 Frank H. Ogawa Plaza, Suite 2214, Oakland, CA 94612, by hand

delivery or mail, by email to PVollmann@oaklandca.gov, or by fax to (510) 238-4730. Mr. Vollmann may be reached by phone at (510) 238-6167. Time limits mandated by State law require that the City must receive comments within 30 days after publication of this notice; however, the City will receive comments through January 7, 2019, 38 days after publication of this notice. Responses to the NOP must be received via the above web address, mailing or e-mail address or fax by 5:00 p.m. on **Monday, January 7, 2019**. Please reference Case File Number **ER18-016** in all correspondence. Comments and suggestions as to the appropriate scope of analysis in the EIR are invited from all interested parties and will be received at the EIR Scoping Meetings to be held before the City Planning Commission, as noticed below.

Commenters should focus comments on potential impacts of the Proposed Project on the physical environment. Commenters are encouraged to identify ways that potential adverse effects resulting from the Proposed Project might be minimized and to identify reasonable alternatives and mitigation measures to the Proposed Project.

EIR SCOPING MEETINGS:

The **City of Oakland Planning Commission** will conduct a public scoping meeting on the EIR for the Oakland Waterfront Ballpark District Project on **Wednesday December 19, 2018 at 6:00 p.m.** in the Council Chambers in **Oakland City Hall, 1 Frank H. Ogawa Plaza, Oakland, CA.**

The **City of Oakland Landmarks Preservation Advisory Board** will conduct a public scoping meeting on the historic and cultural resource aspects of the Proposed Project on **Monday December 17, 2018 at 6:00 p.m.** in the Council Chambers, **Oakland City Hall, 1 Frank H. Ogawa Plaza, Oakland, CA.**

PROJECT TITLE: Oakland Waterfront Ballpark District Project (Case File No. **ER18-016**)

PROJECT LOCATION: Approximately 55 acres that comprises the Charles P. Howard Terminal and adjacent parcels, located at the Port of Oakland along the Inner Harbor of the Oakland-Alameda Estuary (See Figure 1, Site Location). The site is bound generally by the Oakland Estuary Middle Harbor on the south; Jack London Square on the east; Union Pacific railroad tracks and the Embarcadero on the north; and the heavy metal recycling center, Schnitzer Steel, on the west (see Figure 2, Site Boundary and Context).

PROJECT SPONSOR: Oakland Athletics Investment Group, LLC d/b/a The Oakland Athletics

PROJECT SITE OWNERS: City of Oakland acting by and through the Port of Oakland, Dynegy Oakland, LLC, and PG&E

EXISTING CONDITIONS: Maritime support uses for short term tenants. Existing uses and activities include but are not limited to: truck parking, loaded and empty container storage and staging, and longshore training facilities. The Project Site was previously used as a maritime container terminal until 2014. Howard Terminal is designated as Berths 67 through 69 within the Port of Oakland. Berths 67 and 68 were constructed in the early 1980's, and Berth 69 was constructed in the mid 1990's. The site includes a marginal wharf structure approximately 75' wide. A below grade rock dike sits adjacent to the Oakland Inner Harbor as the site's shoreline. The remaining site is

understood to be on grade pavement. Four cranes are located on Howard Terminal that were used to load/unload ships when the area was an active shipping facility. Howard Terminal is currently used by short term tenants.

Existing regional access to the Project Site exists via both Interstate 880 and Interstate 980, with on-ramps to each within one mile of the Project Site. The Project Site is located about one mile, a 20- to 25-minute walk, from three BART stations including West Oakland, 12th Street Downtown, and Lake Merritt. Railroad tracks are adjacent to the north boundary of the Project Site and there are several at-grade crossings of the railroad tracks nearby, including two directly into the Project Site. There is an Amtrak / Capital Corridor train station about one-half mile from the Project Site, transit bus service is within one-quarter mile, and the Jack London Ferry Terminal is immediately adjacent to the east of the Project Site.

The City of Oakland, acting by and through the City Council, controls the General Plan designation of the Project Site, which currently has a land use designation of “General Industrial” and the “Industrial General (IG)” zoning designation. In addition, areas of Howard Terminal fronting the Oakland Estuary (to the south) are designated within the Bay Conservation and Development Commission (BCDC) jurisdiction and are State Public Trust lands.

The Project Site is included in the list of Hazardous Waste and Substances sites in the Department of Toxic Substances Control (DTSC) EnviroStor database, one of the lists meeting the “Cortese List” requirements (<http://www.calepa.ca.gov/sitecleanup/corteselist/>, accessed October 2018).

PROJECT DESCRIPTION: The Project Sponsor proposes to develop the Howard Terminal property with the following key initial plan elements:

- Demolish existing buildings on the Project Site, except the existing power plant and the existing container cranes, which may be retained;
- Address any hazardous materials that may be present on the Project Site;
- Construct:
 - A new privately funded, open-air, approximately 35,000 person capacity Major League Baseball park;
 - Up to 4,000 residential units of varying affordability and types
 - Approximately 2.27 million square feet of adjacent mixed use development, including retail, commercial, office, cultural, entertainment, flex light industrial/manufacturing, and recreational uses;
 - A performance venue with a capacity of up to 3,500 individuals;
 - A 300 to 400-room hotel;
 - New and expanded utility infrastructure; and
 - New signage and lighting;
- Construct/provide improved access from the surrounding neighborhood and regional transportation networks, which could include, but may not be limited to:
 - an expanded shuttle and/or bus service (“rubber-tire trams”); and

- a new network of public streets and sidewalks that provide connectivity to and through the Project Site, and pathways that lead directly to the waterfront and related amenities.
- Construct/provide new waterfront public access, enhanced water views, and on-site open space;
- Comply with AB 734 regarding implementation of sustainability measures, development of a LEED Gold ballpark, and no net increase of greenhouse gas (GHG) emissions; and
- Phase development of the Proposed Project, with a target completion date of Spring 2023 for construction of Phase 1, including the ballpark, associated infrastructure, and potentially some ancillary development.

The Proposed Project may also consider one or more variants or options, potentially including but not limited to:

- New elevated pedestrian connections over the railroad tracks and improvements to existing at-grade crossings;
- An aerial tram or gondola above Washington Street extending from downtown Oakland near 12th Street BART to Jack London Square;
- Development of a portion of an existing power plant and removal of adjacent tanks;
- Altered edge configuration of the existing wharf to enhance public views and provide additional boat access/active water uses; and/or
- Extension of Embarcadero West to Middle Harbor Road and a new ramp from the existing Adeline Street overpass for new direct access to the Project Site.

ANTICIPATED ENTITLEMENTS AND APPROVALS: Discretionary approvals required for development of the Proposed Project are anticipated to include, but may not be limited to, the following:

- City Council approval of amendments to the General Plan and Planning Code after recommendation by the Planning Commission;
- Board of Port Commissioners approval of project transactional documents (e.g. leases and conveyance agreements);
- All necessary development permits and entitlements from the City & the Port;
- Port and State Lands Commission approval of a Trust Settlement and Exchange Agreement addressing public trust issues affecting the Project Site; and
- Bay Conservation and Development Commission (BCDC) Major Permit and Amendment to the BCDC and Metropolitan Transportation Commission (MTC) Seaport Plan.

PROBABLE ENVIRONMENTAL EFFECTS AND PROPOSED SCOPE OF THE EIR: The EIR will analyze and disclose the direct and indirect potentially significant impacts that would result from construction and operation of the Proposed Project under Existing Plus Project and Cumulative conditions (Guidelines §§15126.2, 15130), in addition to other analysis scenarios that may be appropriate for the EIR. Where significant impacts are identified, the EIR will describe potentially feasible mitigation measures that could minimize significant adverse impacts (Guidelines §15126.4). It is anticipated that the Proposed Project may have environmental impacts on aesthetics, air quality, biological resources, cultural resources, hazards, land use, noise and vibration, population and housing, public services, public utilities, transportation and circulation, hydrology and water quality, and growth inducement. It is anticipated that the Proposed Project would have no impact or less-than-significant impacts on


agricultural and forestry resources. Nevertheless, the EIR will evaluate the full range of environmental issues contemplated for consideration under CEQA and the CEQA Guidelines, including but not limited to the following:

- Aesthetics, Shadow and Wind (including Light, and Glare)
- Agricultural and Forestry Resources
- Air Quality
- Biological Resources
- Cultural and Historic Resources (including Tribal Cultural Resources)
- Geology and Soils (including Geological and Seismic Hazards)
- Greenhouse Gas Emissions /Global Climate Change
- Hazards and Hazardous Materials
- Hydrology and Water Quality
- Land Use and Planning
- Mineral Resources
- Noise and Vibration
- Population and Housing (including Growth Inducement)
- Public Services (including Police Services, Fire Protection Services, Parks and Schools);
- Recreation
- Transportation and Circulation
- Public Utilities and Service Systems (including Energy Demand and Conservation)

The Draft EIR will evaluate cumulative impacts of the Proposed Project, including the effects of other past, present, and reasonably foreseeable projects in the vicinity (Guidelines §15130).

The Draft EIR will also identify and examine a range of reasonable alternatives to the Proposed Project, including, but not limited to, a No Project Alternative (Guidelines §15126.6) and an alternative site (e.g. the Oakland Coliseum site).

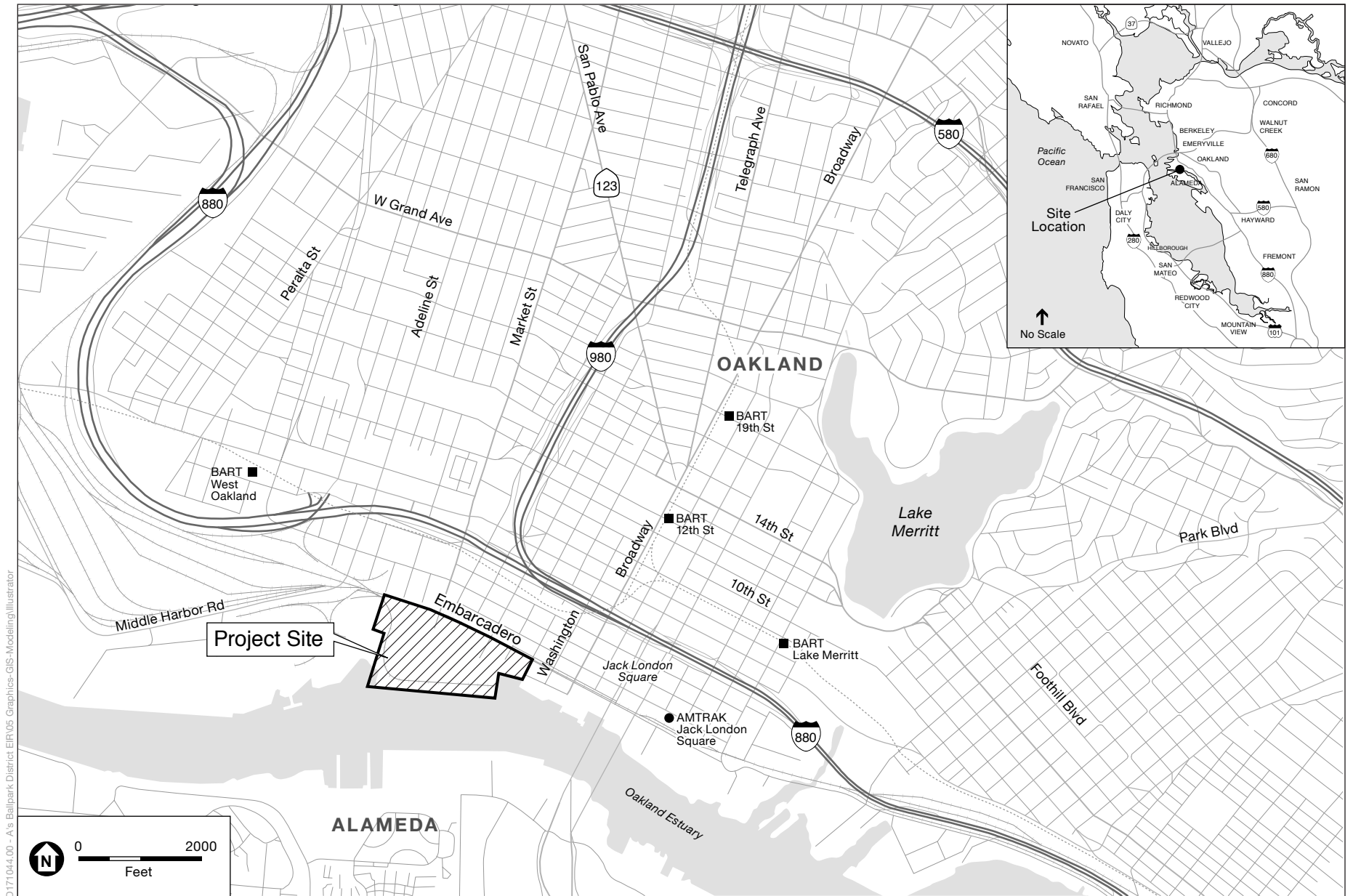
November 30, 2018
Case File Number: **ER18-016**



Ed Manasse, Bureau of Planning
Environmental Review Officer

Attachments:

Figure 1, Project Location Map
Figure 2, Site Boundary and Context



SOURCE: ESA, 2018

Figure 1
Project Location



SOURCE: City of Oakland, Bureau of Planning

Figure 2
Site Boundary and Context

Exhibit F

Re: Follow-Up and Update on FASTER

MLS

Tue 6/25/2019 3:04 PM

To: Russo, Ryan <RRusso@oaklandca.gov>; Landreth, Sabrina <SLandreth@oaklandca.gov>

Cc: Lake, Betsy <ELake@oaklandca.gov>; Sawicki, Mark <MSawicki@oaklandca.gov>

Please let them know these were your initial thoughts but you'll be meeting with the Mayor to finalize a list.

Let's meet about this ASAP.

Sent from my iPhone

On Jun 24, 2019, at 2:01 PM, Russo, Ryan <RRusso@oaklandca.gov> wrote:

Ryan Russo
Director, OakDOT
(510) 238-2967
rrusso@oaklandca.gov

From: Russo, Ryan**Sent:** Wednesday, May 29, 2019 11:30 AM**To:** Gwen Litvak <glitvak@bayareacouncil.org>**Cc:** Jason Baker <jbaker@svlg.org>; Ferrara, Nicole <NFerrara@oaklandca.gov>**Subject:** RE: Follow-Up and Update on FASTER

Dear Gwen,

We're looking forward to meeting with you today to discuss the Megameasure and how we can improve our transportation system for all Bay Area residents. In advance of our meetings, I want to share a few key principles and priorities.

Principles:

- 1) **Values:** The City of Oakland will work to ensure that the measure reflects our values as a City, many of which are shared with other cities throughout the Bay Area:
 - a. **Equity:** reversing systemic inequities that have persisted in our transportation systems for generations, including inequitable access to safe streets and a variety of mobility options, as well as authentically engaging communities of concern in planning processes
 - b. **Safety:** targeting areas with the highest numbers of severe and fatal crashes for infrastructure improvements, calming speeds through improved street design
 - c. **Sustainability:** creating a transportation system where the most affordable, most reliable and fastest way to get around is also the most environmentally sustainable

- d. **Responsible governance:** transparent processes that include accountability measures and metrics, and build the public's confidence in government's ability to spend their dollars wisely and responsibly
- 2) **Funding source:** as Bay Area transportation leaders consider funding sources for the megameasure, we are committed to ensuring that the funding source is guided by our values:
 - a. **Sales taxes** are regressive and don't align with our equity value. There is also no link between sales taxes and transportation. We discourage you from considering this funding source option.
 - b. **Parcel taxes** are less regressive, but also aren't clearly linked to transportation and the Bay Area is already grappling with an immense housing crisis, and raising housing costs seems inopportune. While this is more acceptable than a sales tax, we are interested in funding sources with a better nexus.
 - c. **Vehicle License Fee & Regional Gas Taxes** are either more progressive measure, provide an incentive to the outcomes we want and/or have an obvious direct link to the improvements we're seeking. We strongly encourage you to seek state legislation to allow Bay Area residents to significantly increase their VLFs and/or allow for a regional gas tax to pay for transportation infrastructure

Priorities:

As the Megameasure takes shape, we're including a preliminary list of priority projects. This is not a comprehensive list, and the projects below are at varying stages in the project development process:

- **Regional Connectivity:**
 - **Second tube** from San Francisco to Oakland
 - **Sustainable estuary crossing** between Oakland and Alameda. Some initial planning has begun on a pedestrian/bicycle bridge, and other considerations include a Transit bridge/tunnel and Gondola.
 - **Multi-modal Bay Bridge Connections:**
 - Fully funding the partially funded **LINK project** to get people walking and biking from West Oakland to the East Span of the Bay Bridge
 - **West span of Bay Bridge pedestrian/bike path**
 - **Priority transit access** to the Bay Bridge from the East Bay, and potentially on the Bay Bridge
 - **I-580 general purpose lane to HOV/Express Lane conversion:** ACTC project through Oakland portion of the I-580
 - **I-980 tear-down**, converting freeway to housing and rebuilding the street network and connectivity between Downtown and West Oakland
 - **Infill stations along BART**
 - Potential Oakland Locations: 98th Ave, High St, Howard Terminal/Jack London Square, Children's Hospital
 - **Jack London railroad track undergrounding:** the current railroad alignment along Embarcadero West through Jack London Square makes for one of the highest injury and delay areas along the Amtrak network, and it results in noise pollution in an area undergoing a massive transition from industrial to mixed use commercial and residential zones. Undergrounding the railroad, perhaps in alignment with a second tube and the A's Howard Terminal development, creates an opportunity to increase reliability of Amtrak and the development of a new East Bay transit hub.

- Regional Express Bus Transit: using regional system of managed lanes, provide for high frequency, high quality regional express transit
- **Undergrounding BART in East & West Oakland:** undergrounding BART in East & West Oakland creates a great opportunity for new parcels to be designed for transit oriented development and can right historic injustices
- Major pedestrian/bicycle infrastructure projects
 - **Coliseum BART to Bay Trail connection:** this creates a class IV pedestrian and bicycle path between the Coliseum BART station in East Oakland to the Bay Trail, linking BART riders and East Oakland community members to an incredible open space/active transportation resource that's fairly inaccessible. It requires extensive I-880 interchange reconstruction. The project is on Caltrans' PID list.
 - **East Bay Greenway:** this project has been designed and requires construction dollars to build & maintenance resources
 - (Also see LINK Project and West Span of Bay Bridge above)
- Programmatic Categories:
 - **Transit capital improvements:** implementation of surface transit investments (bus only lanes, BRT projects) in coordination with AC Transit
 - **Transit operations:** increasing frequency of AC Transit buses, expanding routes, reducing fares
 - **Shared mobility & parking:** planning, management, upgrading to "smart" infrastructure, e-charging stations, etc.
 - **Pedestrian and bicycle safety and maintenance:** flexible dollars to both build new safety projects and maintain existing infrastructure and paths
 - **Roadway maintenance and operations:** for signals, lighting, pavement, concrete, and ADA retrofits

We're looking forward to our initial discussion, and fleshing out these ideas further over the coming months.

Sincerely,

Ryan

Ryan Russo
Director, OakDOT
(510) 238-2967
russo@oaklandca.gov

From: Gwen Litvak [<mailto:glitvak@bayareacouncil.org>]

Sent: Thursday, May 9, 2019 5:15 PM

To: Russo, Ryan <RRusso@oaklandca.gov>

Cc: Jason Baker <jbaker@svlg.org>

Subject: Follow-Up and Update on FASTER

Hi Ryan,

I hope this email finds you well.

The FASTER coalition is reaching out to a number of transportation leaders and we'd love to meet ASAP and hear about your ideas for a possible regional transportation measure.

Please see the attached for more information for discussion- no need to respond in writing; we plan to discuss these live during our meeting!

Any chance you are free Friday the 17th after 2:30pm to discuss? If not, I can provide some dates and times the following week that may work.

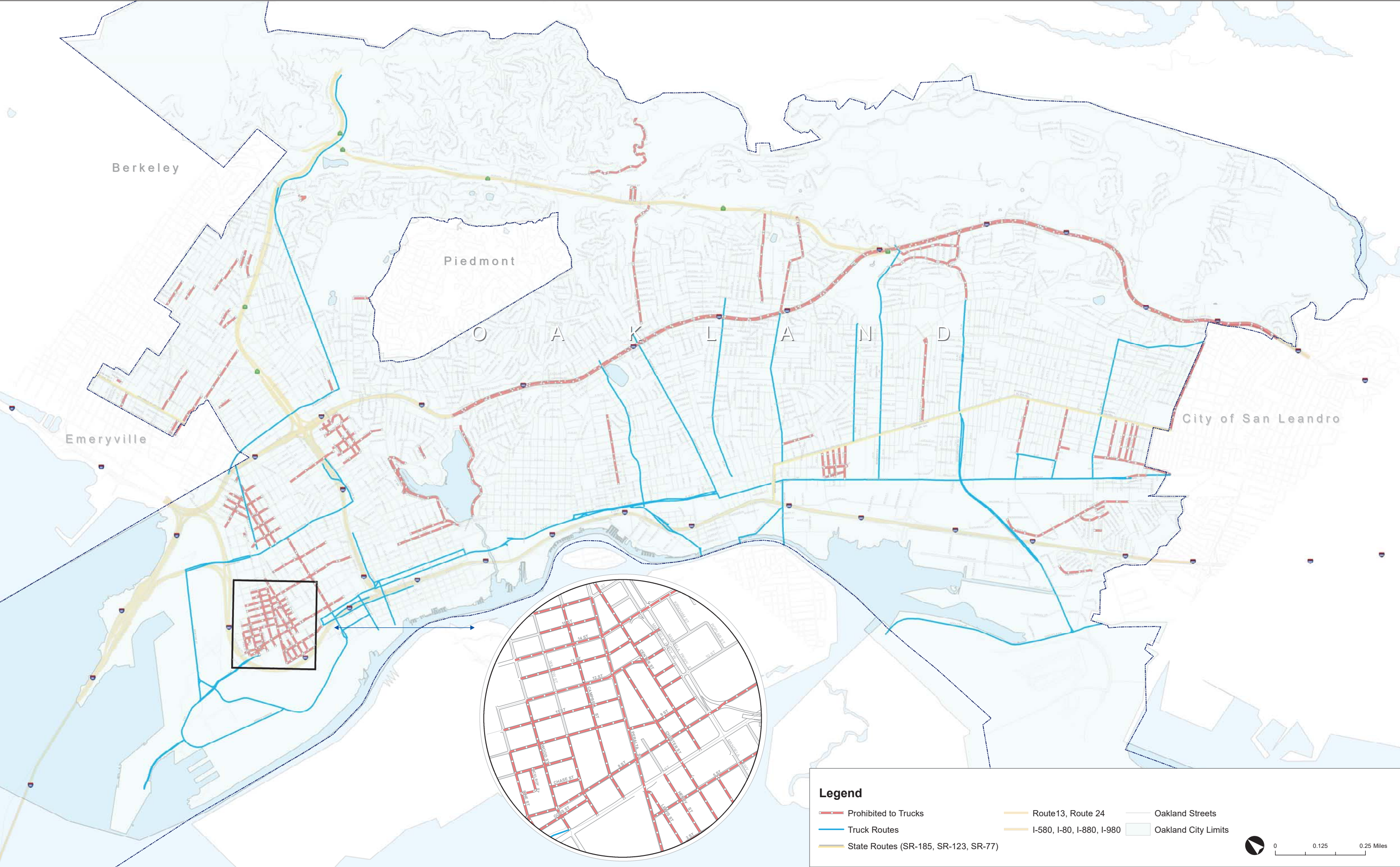
Thanks so much,
Gwen Litvak

Gwen Litvak | Senior Vice President, Public Policy | BAYAREA COUNCIL
353 Sacramento Street, 10th Floor | San Francisco, CA 94111 | 415-946-8706
glitvak@bayareacouncil.org | www.bayareacouncil.org | twitter: [@bayareacouncil](https://twitter.com/bayareacouncil)

<FASTER Follow-Up Discussion.pdf>

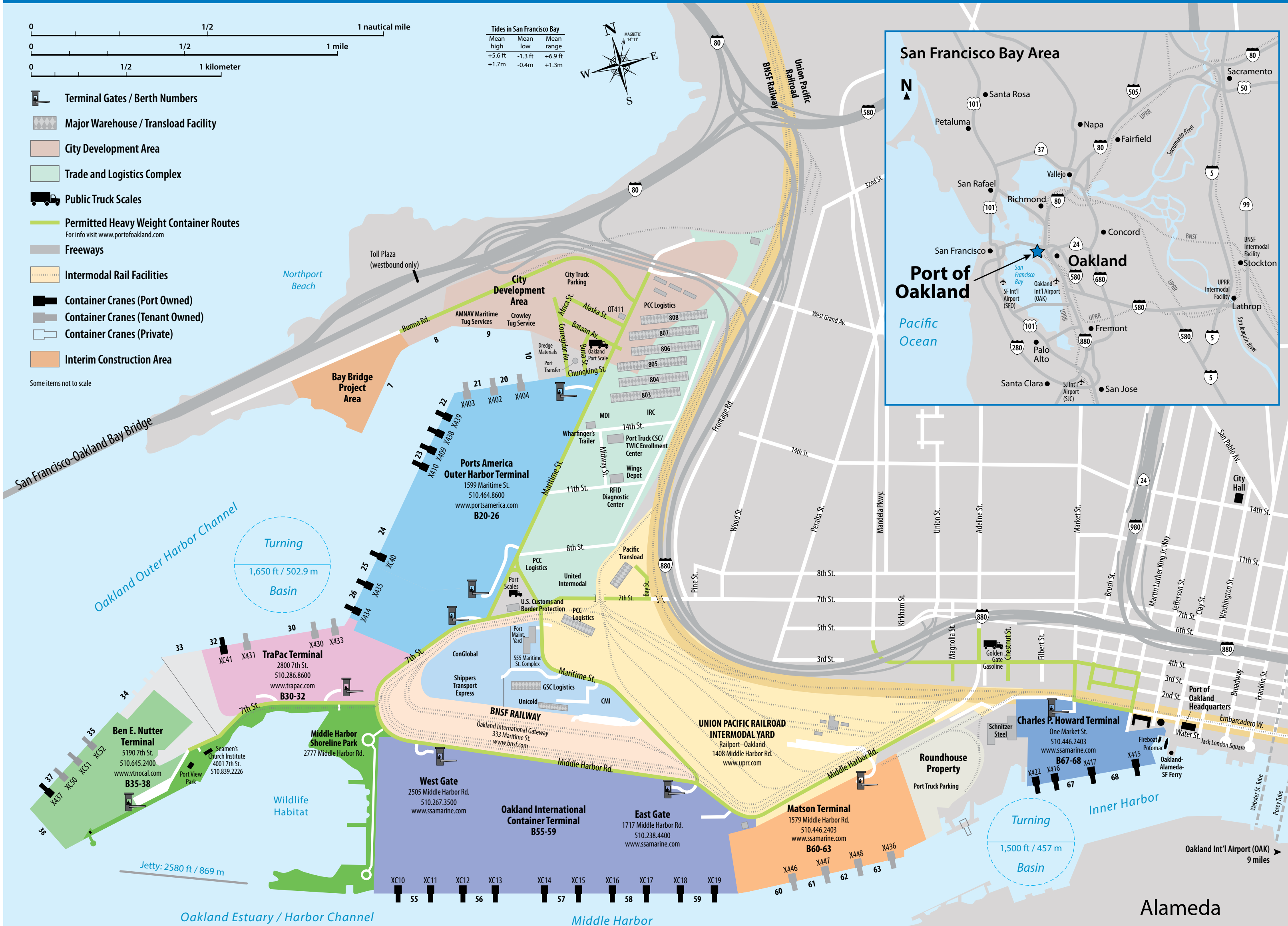
Exhibit G

City of Oakland Truck Routes and Prohibited Streets



Data source: Based on published OMC codes at https://www.municode.com/library/oakland/codes/codes_of_ordinances. By Department of Transportation, City of Oakland. Updated January 2017.

Port of Oakland Maritime Facilities



Berths	Terminal
20–26	Ports America Outer Harbor Terminal Operator: Ports America Carriers CCNI Hamburg Süd Hapag-Lloyd Horizon K-Line Maersk MSC Polynesia Yang Ming
30–32	TraPac Terminal Operator: TraPac Inc. Carriers MOL APL Hyundai
35–38	Ben E. Nutter Terminal Operator: Seaside Transportation Services (STS)/Evergreen Carriers Evergreen China Shipping COSCO Hanjin
55–59	Oakland International Container Terminal Operator: Stevedoring Services of America, Inc. (SSA) Carriers APL China Shipping CMA CGM COSCO Hanjin Hapag-Lloyd Hyundai Maersk MOL MSC NYK OOCL UASC Wan Hai Zim
60–63	Matson Terminal Operator: Stevedoring Services of America, Inc. (SSA) Carriers Matson
67–68	Charles P. Howard Terminal Operator: Stevedoring Services of America, Inc. (SSA) Carriers Matson

Port of Oakland
Headquarters
530 Water Street
Oakland, CA 94607 USA
510.627.1000
www.portofoakland.com



PORT OF OAKLAND

Revision 17DEC 2013

Port of Oakland Maritime Facilities																								
					Berth					FIRMS Code	Cranes													
					Berths	Length	Water depth (MLLW)	Reefer capacity/ outlet type	Total terminal area		Port ID#	Type	Manufacturer	Boom type	Capacity	Overall height	Net outreach from face of fender	Lifting height above dock						
Outer Harbor	Marine Terminals	Address	Operator	Terminal type	20-21 (in line)	1,355ft / 413m	42ft /12.8m	592 outlets 480v	166.1ac/ 67.2ha	W297	X402	Panamax	Paceco	Non-Articulating	30LT	221.8ft / 67.6m	105ft / 32.0m	76ft / 23.1m	Outer Harbor					
	Ports America Outer Harbor Terminal	1599 Maritime Street	Ports America	Container	X403	Panamax	Paceco	Non-Articulating	30LT	221.8ft / 67.6m	103.5ft / 31.5m	76ft / 23.1m	22-24 (in line)	3,129ft / 954m	50ft /15.2m	X404	Panamax	Paceco		Non-Articulating	30LT	221.8ft / 67.6m	105ft / 32.0m	76ft / 23.1m
	X439	Post-Panamax	ZPMC	Non-Articulating	50LT	320.2ft / 97.6m	154ft / 46.9m	110ft / 33.5m																
	X438	Post-Panamax	ZPMC	Non-Articulating	50LT	320.2ft / 97.6m	154ft / 46.9m	110ft / 33.5m																
	X409	Post-Panamax	KSEC	Articulating	50LT	222.8ft / 67.9m	137ft / 41.7m	100ft / 30.4m																
	X410	Post-Panamax	KSEC	Articulating	50LT	222.8ft / 67.9m	137ft / 41.7m	100ft / 30.4m	25-26 (in line)	1,138ft / 347m	50ft /15.2m	242 outlets 480v	44.3ac/ 17.9ha	XC40	Super Post-Panamax	ZPMC	Non-Articulating	65LT		379ft / 115.5m	186ft / 56.6m	132ft / 40.2m		
	X435	Post-Panamax	ZPMC	Non-Articulating	55LT	330ft / 100.6m	161ft / 49.0m	112ft / 34.1m																
	X434	Post-Panamax	ZPMC	Non-Articulating	55LT	330ft / 100.6m	161ft / 49.0m	112ft / 34.1m																
	Seventh Street	TraPac Terminal	2800 7th Street	TraPac Inc.	Container	30-32 (in line)	2,172ft / 662m	50ft /15.2m	388 outlets 480v	65.7ac/ 26.6ha	Y549	X430	Post-Panamax	Mitsui-Paceco	Articulating	40LT	275ft / 83.8m	148.3ft / 45.1m		124ft / 37.7m	Seventh Street			
						X431	Post-Panamax	Mitsui-Paceco	Articulating	40LT	275ft / 83.8m	148.3ft / 45.1m	124ft / 37.7m											
					X433	Post-Panamax	Mitsui-Paceco	Non-Articulating	40LT	338.8ft / 103.2m	153.3ft / 46.7m	124ft / 37.7m												
					XC41	Super Post-Panamax	ZPMC	Non-Articulating	65LT	379ft / 115.5m	187ft / 56.9m	132ft / 40.2m												
Berth 33		3050 7th Street	Available	Container / Bulk / Breakbulk	33	701ft / 214m	50ft /15.2m		18.5ac/ 7.5ha		None													
Berth 34		3050 7th Street	Temporarily Unavailable	Ro-Ro / Bulk / Breakbulk	34	720ft / 219m	37ft /11.3m		4.1ac/ 1.7ha		None													
Middle Harbor	Oakland International Container Terminal	West Gate 2505 Middle Harbor Road	Stevedoring Services of America Terminals, Inc. (SSA)	Container	55-56 (in line)	2,400ft / 731.5m	50ft /15.2m	605 outlets 480v	120ac/ 48.6ha	Z855	X437	Post-Panamax	ZPMC	Articulating	50LT	293ft / 89.3m	156.7ft / 47.7m	110ft / 33.5m	Middle Harbor					
					XC50	Super Post-Panamax	ZPMC	Non-Articulating	50LT	390.8ft / 119.1m	199.6ft / 60.8m	131ft / 39.9m												
					XC51	Super Post-Panamax	ZPMC	Non-Articulating	50LT	390.8ft / 119.1m	199.6ft / 60.8m	131ft / 39.9m												
					XC52	Super Post-Panamax	ZPMC	Non-Articulating	50LT	390.8ft / 119.1m	199.6ft / 60.8m	131ft / 39.9m												
Inner Harbor	Oakland International Container Terminal	East Gate 1717 Middle Harbor Road	Stevedoring Services of America Terminals, Inc. (SSA)	Container	57-59 (in line)	3,600ft / 1,091m	50ft /15.2m	898 outlets 480v	150ac/ 60.6ha	Z985	XC14	Super Post-Panamax	ZPMC	Non-Articulating	65LT	365.9ft / 111.5m	188ft / 57.3m	115ft / 35.0m	Inner Harbor					
					XC15	Super Post-Panamax	ZPMC	Non-Articulating	65LT	365.9ft / 111.5m	188ft / 57.3m	115ft / 35.0m												
					XC16	Super Post-Panamax	ZPMC	Non-Articulating	65LT	365.9ft / 111.5m	188ft / 57.3m	115ft / 35.0m												
					XC17	Super Post-Panamax	ZPMC	Non-Articulating	65LT	365.9ft / 111.5m	188ft / 57.3m	115ft / 35.0m												
					XC18	Super Post-Panamax	ZPMC	Non-Articulating	65LT	365.9ft / 111.5m	188ft / 57.3m	115ft / 35.0m												
					XC19	Super Post-Panamax	ZPMC	Non-Articulating	65LT	365.9ft / 111.5m	188ft / 57.3m	115ft / 35.0m												
	Matson Terminal	1579 Middle Harbor Road	Stevedoring Services of America Terminals, Inc. (SSA)	Container	60-63 (in line)	2,743ft / 836m	42ft /12.8m	257 outlets 480v	80ac/ 32.1ha	W578	X436	Post-Panamax	Noell	Non-Articulating	50LT	327ft / 99.7m	152ft / 46.3m	110ft / 33.5m						
					X446	Post-Panamax	Mitsubishi	Articulating	40LT	189.5ft / 57.7m	132ft / 40.2m	105ft / 32.0m												
					X447	Post-Panamax	Mitsubishi	Articulating	40LT	189.5ft / 57.7m	132ft / 40.2m	105ft / 32.0m												
					X448	Post-Panamax	Mitsubishi	Articulating	40LT	189.5ft / 57.7m	132ft / 40.2m	105ft / 32.0m												
Inner Harbor	Charles P. Howard Terminal	1 Market Street	Stevedoring Services of America Terminals, Inc. (SSA)	Container / Autos	67-68 (in line)	1,946ft / 593.m + 70ft / 21.3m dolphin	42ft /12.8m	204 outlets 480v	50.3ac/ 20.4ha	W614	X415	Panamax	Hitachi	Articulating	40LT	213ft / 64.9m	108ft / 32.9m	102.5ft / 31.2m	Inner Harbor					
					X416	Panamax	Hitachi	Articulating	40LT	213ft / 64.9m	108ft / 32.9m	102.5ft / 31.2m												
					X417	Post-Panamax	KSEC	Articulating	50LT	195ft / 59.4m	115.5ft / 35.2m	90ft / 27.4m												
					X422	Panamax	Paceco	Shuttle	40LT	130ft / 39.6m	105.5ft / 32.2m	100ft / 30.5m												

Other Facilities	Address	Operator	Terminal type	Total terminal area
Roundhouse Property	1195 Middle Harbor Road	Available	Multi-Use Facility	39.5ac/ 15.9ha
Transportation & Logistics Center	Oakland Army Base	Port	Rail, Warehouse, Bulk, Project Cargo, Cold Storage	160ac/ 64.7ha

Railroad Terminals	Address	Operator	Class	Truck Gates	Double space car spots	Parking spots	Total terminal area	FIRMS Code
Joint Intermodal Terminal	333 Maritime Street	BNSF	1	8	41	1,245	87ac/ 35.2ha	Z944
RailPort Oakland	1408 Middle Harbor Road	Union Pacific	1	12	70	2,800	110ac/ 44.5ha	W581



10.52.120 - Local truck routes.

The following truck routes are established for the movement of motor trucks and trucking combinations as defined in Section 10.52.070:

Street	From	To
23rd Avenue	East 12th Street	29th Avenue
29th Avenue	23rd Avenue	Alameda City Limits
85th Avenue	San Leandro Street	G Street
92nd Avenue	San Leandro Street	G Street
3rd Street	Market Street	Adeline Street
7th Street	Fallon Street	Port of Oakland
8th Street	Fallon Street	Nelson Mandela Parkway
East 8th Street	Fallon Street	14th Avenue
East 12th Street	14th Avenue	Fruitvale Avenue
Adeline Street	8th Street	Middle Harbor Road
Alameda Avenue	High Street	Fruitvale Avenue
Castro Street	7th Street	12th Street
Doolittle Drive	County Line	Alameda City Limits
Fruitvale Avenue	Alameda Avenue	Alameda City Limits
G Street	85th Avenue	92nd Avenue
Hegenberger Road	East 14th Street	Doolittle Drive

High Street	San Leandro Street	Alameda City Limits
MacArthur Freeway	Distribution Structure	Grand Avenue
Macarthur Freeway	Edwards Avenue Interchange	Warren Freeway (State Route 13 Interchange)
MacArthur Freeway	Warren Freeway (State Route 13 Interchange)	Edwards Avenue Interchange
Maritime Street	7th Street	West Grand Avenue
Martin Luther King, Jr. Way	8th Street	Port of Oakland
Middle Harbor Road	Adeline Street	Naval Supply Depot
Nelson Mandela Parkway	8th Street	7th Street
Northgate Avenue	West Grand Avenue	27th Street
Peralta Street	12th Street	Emeryville City Limits
San Francisco-Oakland Bay Bridge and Approach	Distribution Structure	Oakland-San Francisco Boundary
San Pablo Avenue	Berkeley City Limits	Emeryville City Limits
West Grand Avenue	Maritime Street	Northgate Avenue

When authorized signs are in place giving notice thereof, the operator of any motor truck or trucking combination as defined in Section 10.52.070, shall drive on such route or routes and none other except when necessary to traverse another street or streets to a destination for the purpose of loading or unloading, but only then by such deviation from the nearest truck route as is reasonably necessary.

(Ord. No. 13323, § 4, 7-21-2015; Ord. 12701 §§ 2—3, 2005; Prior traffic code § 205)