
3. PROJECT DESCRIPTION

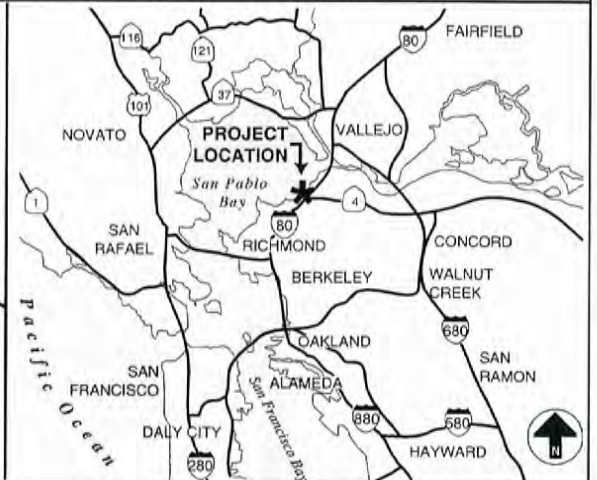
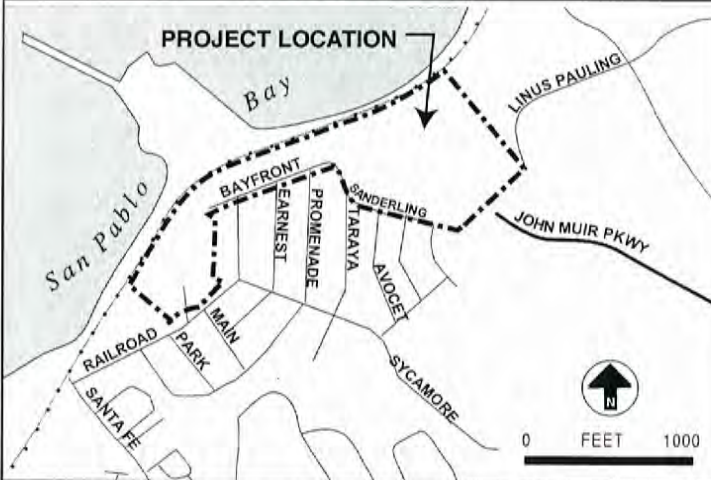
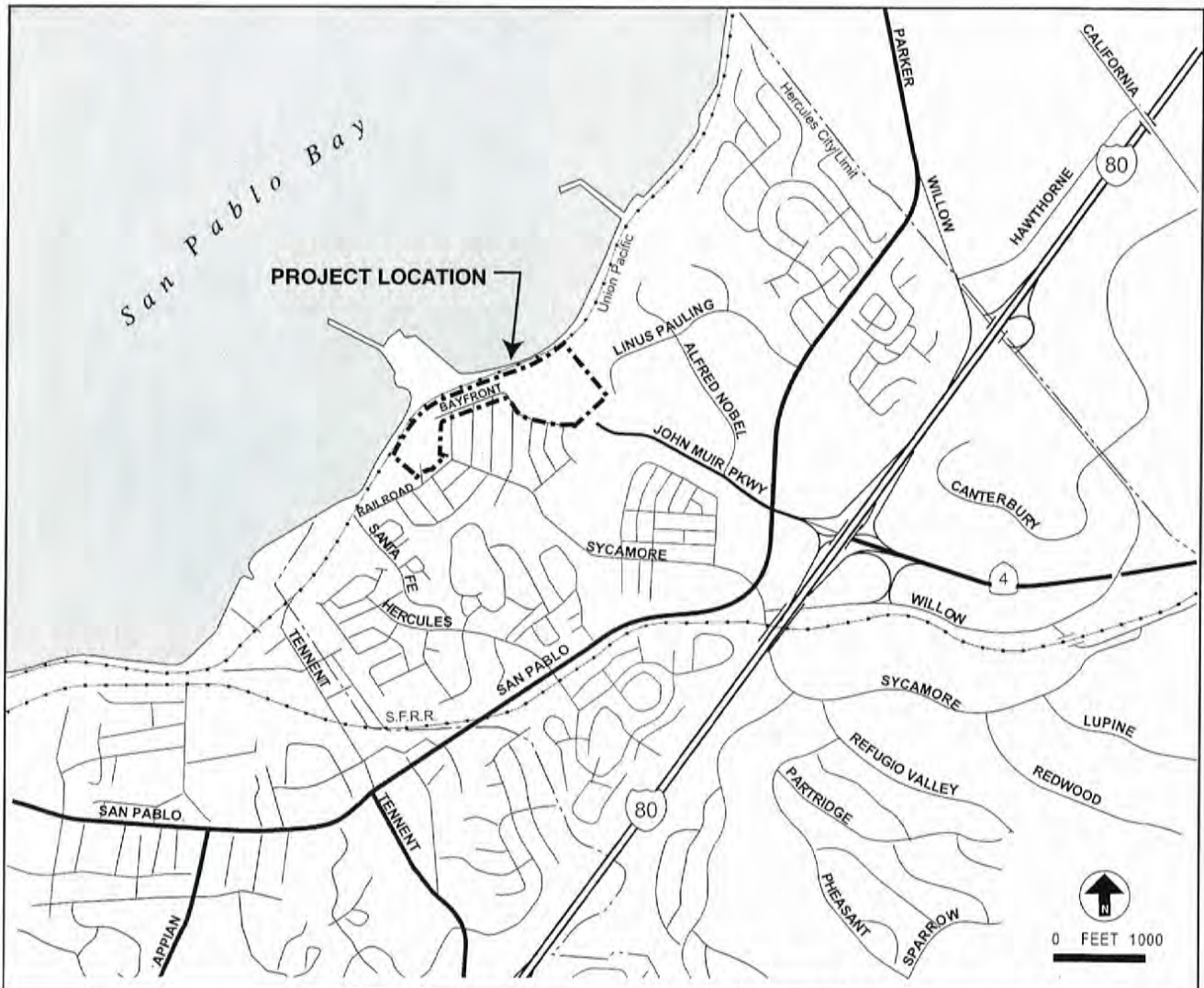
This EIR chapter describes the proposed Hercules Bayfront Project addressed in this EIR. As stipulated by CEQA Guidelines section 15124 (Project Description), the description that follows has been detailed to the extent needed for adequate evaluation of environmental impacts. The description includes: (a) a summary overview of the project and project applications (there are five); followed by a more detailed description of: (b) the location and boundaries of the project site; (c) the background leading up to the project; (d) the overall objectives sought by the project; (e) the various project characteristics identified in the project applications, including principal engineering proposals and supporting public service facilities; (f) the anticipated project construction schedule; (g) the jurisdictional approvals expected to be required to implement the project; and (h) a list of all project-related decisions subject to CEQA in the order they are expected to occur.

3.1 PROJECT DESCRIPTION OVERVIEW

The project site is located within the city limits of Hercules (see Figure 3.1, Project Location). The project applicant, Hercules Bayfront, LLC, is proposing to develop a 42.36-acre portion of the Historic Town Center sub-district and Transit Village sub-district of the Hercules Waterfront District Master Plan (WDMP) with a transit-oriented, mixed-use neighborhood that includes a variety of dwelling types and businesses, and an associated system of walkable streets, other pedestrian interconnections, and public plazas with views of San Pablo and San Francisco Bays. The applicant has submitted the following set of Applications for Development Review:

- an "Application to Amend the City of Hercules General Plan Land Use Diagram"¹ to change the general plan designation of an approximately 1.19-acre portion of the 42.36-acre project site (Block J) from Residential Single Family Low-Density (RS-L) to Historic Town Center (HTC), as shown on Figure 3.10 (Proposed General Plan and Zoning Designation) in this EIR chapter;
- an Application to Amend the City of Hercules Zoning Designation to change the zoning designation of the same approximately 1.19-acre portion (Block J) of the 42.36-acre project site from Residential Single Family Low-Density (RS-L) to Historic Town Center (HTC);
- an "Application to Amend the Waterfront District Master Plan (WDMP)" in the form of a "Zoning Text Amendment" to incorporate proposed text revisions to the WDMP, as described later in this EIR chapter;
- an "Application to Amend the Development Agreement" to incorporate certain changes to ensure consistency with the proposed project; and

¹Hercules Land Use and Zoning Map, March 21, 2007.



SOURCE: Wagstaff/MIG

Figure 3.1
PROJECT LOCATION --
HERCULES BAYFRONT PROJECT

- an "Application for Development Review" requesting the City to complete the necessary CEQA review for the project, and requesting that the EIR for the project include a "ground-up" analysis of the entire project, including the proposed General Plan, Zoning, WDMP and Development Agreement revisions listed above, as well as the overall development program for the project site envisioned in the city's WDMP.

In addition, several shared facilities--i.e., supporting engineering proposals and public service and infrastructure actions--would be necessary to implement both the Hercules Bayfront Project and the adjacent Intermodal Transit Center (ITC) project. These shared facilities are described in section 3.6 of this EIR chapter.

3.2 PROJECT SETTING

3.2.1 Regional Setting

As illustrated by Figure 3.1, the 42.36-acre project site is located on the northern edge of the City of Hercules, near San Pablo Bay. Hercules is located in western Contra Costa County, within what is referred to as the "West County" area. The West County area includes the urbanized shoreline of San Francisco and San Pablo Bays, separated from the rest of Contra Costa County by the Briones Hills and open space lands.

The city is bordered by San Pablo Bay and unincorporated County lands including the unincorporated community of Rodeo and watershed lands owned by the East Bay Municipal Utility District on the north and east, and the City of Pinole to the south and west.

Routes of regional significance within the Hercules city limits include segments of Interstate 80 (I-80), State Route 4 (SR 4), and San Pablo Avenue. Urban features and facilities of regional significance within the city limits include Refugio Valley Park; the Refugio (Baywood), Central (Promenade), and Central Quarter (Bayside) residential neighborhoods; the Creekside Shopping Center; the North Shore Business Park; and the Franklin Canyon Golf Course.

The Union Pacific Railroad (UPRR) runs along the Hercules bayfront. The Burlington Northern and Santa Fe Railway line runs through the center of Hercules.

3.2.2 Local Setting

The City of Hercules encompasses about eight square miles. Most of the city's land area is located east of I-80, which runs north-south through the city. The city's largest existing major land use category is residential. The majority of the city's existing residential development has occurred east of I-80, generally in the form of single-family detached homes. Existing commercial uses are mostly community- and neighborhood-serving and are concentrated along the two east-west running roads of Sycamore and Willow Avenues near the I-80 Hercules off-ramps. Industrial and research and development/office uses exist in the northwest portion of the city. Light-industrial uses are dispersed to the east of I-80 along SR 4.

Refugio Creek is the main drainage feature in the city. The creek flows into the city from the southeast and travels along a 4.5-mile course that bisects the project site, discharging into San Pablo Bay north of the site. The creek is no longer a natural channel, having been straightened, deepened, and channeled by the Hercules Powder Company in the early 1900s. Refugio Creek

is fed by surface water runoff as well as by groundwater discharge, due to the relatively shallow groundwater depths in the Refugio Valley.¹ The westernmost portion of the channel adjacent to the project site is tidally influenced. At the downstream end (nearest the bay), the creek flows through culverts under a service road and then under a UPRR bridge to San Pablo Bay. A non-tidal tributary, referred to as the North Channel, enters the main creek channel from the northeast near the southern (upstream) boundary of the project site.

3.2.3 Project Site and Vicinity

Figure 3.2 is an aerial photograph of the project site and vicinity. The 42.36-acre project site is bounded generally by San Pablo Bay, Hercules Point, and the Union Pacific Railroad line on the north; the Northshore Business Park on the east; residential neighborhoods, including the Refugio Neighborhood (Baywood), Central Neighborhood (Promenade), and Central Quarter (Bayside), on the south; and San Pablo Bay and the San Pablo Bay Regional Shoreline on the west.

The project site is currently undeveloped, except for two vacant structures near one another in the southeast portion of the site: the former Hercules Powder Company Clubhouse and the former Hercules Powder Company Administration Building. Both of these structures are identified historic resources.

The project site, adjacent ITC project, and the surrounding Hercules waterfront vicinity have been extensively modified by past industrial activities, flood control improvements, and more recently, grading associated with remediation of contaminated soils and site surcharging necessary to implement the WDMP. The majority of the project site is devoid of vegetation or supports a sparse cover of introduced non-native grassland and ruderal (weedy) species; however, the adjacent segments of Refugio Creek and the North Channel continue to support native marshland and riparian vegetation. A few planted trees and shrubs remain around the vacant Clubhouse Building. Scattered shrubs of native coyote brush occur in less disturbed onsite grassland areas and on the adjacent margins of Refugio Creek.

The project site drains overland to Refugio Creek, and to the Union Pacific Railroad (UPRR) right-of-way immediately north of the site. The site contains no existing storm drainage pipelines.

3.3 PROJECT BACKGROUND

3.3.1 City History

The "Hercules Plant Site" of the California Powder Works was established in 1879. The Town of Hercules was incorporated as a company town in 1900. In 1912, the Hercules Powder Company, eventually known as Hercules, Inc., purchased the California Power Works Hercules Plant. By that time, the Hercules powder plant had become the nation's largest producer of

¹City of Hercules, Hercules General Plan, Open Space/Conservation Element, approved by the City Council on September 22, 1998, page V-12.



----- HERCULES BAYFRONT PROJECT AREA BOUNDARY (APPROXIMATE)

SOURCE: Wagstaff/MIG

Figure 3.2
**PROJECT SITE -- EXISTING CONDITIONS
 (AERIAL PHOTOGRAPH)**

TNT. The Hercules Plant operation continued for another 50 years until 1964 when production of fertilizer replaced production of dynamite and black powder. In 1974, when Hercules had approximately 150 residents, the fertilizer operation ceased, and Hercules, Inc. began selling the plant property to developers. In 1975, construction of new housing began east of I-80, marking the beginning of new Hercules. Development of housing in Hercules, coupled with growth in the unincorporated area of Rodeo and the City of Pinole, ultimately combined in the 1970s and 1980s to make West Contra Costa County one of the fastest growing areas of the Bay Region. The City has developed over this period as a planned community and extension of a West Contra Costa County urbanized area served by major transportation and utility systems. Today Hercules is a modern suburban residential community with approximately 25,300 residents, five convenience shopping centers and one employment center.

3.3.2 Hercules General Plan

The City has adopted and periodically updates its General Plan, which establishes and facilitates an overall strategy for city development and ultimate build-out. The General Plan is intended to reflect the City's vision of itself as a balanced community with a viable complement of residential and commercial uses and services.

As of 1995, the General Plan had designated the project site for a combination of Historic Town Center, Waterfront Commercial, General Commercial, Planned Office--Research & Development and Open Space Uses.¹ The General Plan also identified a need for more detailed planning for the "historic town center" and its "bayshore areas" that comprise the project site.²

The General Plan as amended by the City in 1998 called for ... "*detailed study of the Historic Town Center and adjoining area (including Hercules Point)... [to] be prepared as part of the Planned Unit Development application for properties within this area in order to define an appropriate mix of public and private land uses, design guidelines, preservation of key buildings, vegetation (e.g., trees) and trails.*" (General Plan Program 8A.2)

The General Plan as amended in 1998 also described the following planning program for the Hercules Properties, Inc., area:

Program 8A.3. Designate the Hercules Properties, Inc. parcels as a "special study area" requiring a "planned development" for mixed use and residential development. The planned development plan shall address:

- *Historic significance and historic buildings.*
- *Opportunities for and location of commuter rail station.*
- *Drainage and hydrology issues.*

¹ESA, Inc., City of Hercules General Plan Land Use and Circulation Elements Update and Redevelopment Plan Amendments EIR, Volume I: EIR Text; June 9, 1995, p. IV.A-22.

²City of Hercules, Hercules General Plan; General Plan Policy 2.6 on p. I-3, *Land Use Element Programs 8A.2 and 8A.3* on pp. II-18 and II-19.

- *Bay frontage location.*
- *Diversity of land uses.*
- *Coordination with adjacent properties needed due to diversity of land uses and complex infrastructure requirements.*

The Hercules Properties, Inc. parcels may be developed differently from the conceptual land uses depicted in the [General Plan] Land Use Diagram.

3.3.3 Hercules Waterfront District Master Plan (WDMP)

(a) Waterfront District Master Plan. Pursuant to General Plan Programs 8A.2 and 8A.3, a Waterfront District Master Plan (WDMP) was prepared for a 167-acre planning area, generally known as the Waterfront Area, that encompasses the project site.

The WDMP was initially adopted by the City and incorporated into the City's General Plan and Zoning Ordinance by corresponding amendments on July 25, 2000 "to guide development of the property, and ensure that the goals and objectives of the General Plan are realized."¹ Corresponding amendments to the General Plan and Zoning Ordinance were adopted by the City. The WDMP established the following five "Planning Sub-Districts," which are illustrated on Figure 3.3:

1. The Central Neighborhood	45 acres
2. The Refugio Neighborhood	10 acres
3. The Historic Town Center	22 acres
4. The Transit Village	23 acres
5. Hercules Point and Bay Parcels	<u>67 acres</u>
	167 acres

The 42.36-acre Hercules Bayfront Project site is comprised of two of the three northernmost Planning Sub-Districts of the adopted WDMP: almost all of the Historic Town Center and all of the Transit Village. The other northern sub-district, Hercules Point, is located on the opposite (northern) side of the UPRR tracks.

The overall intent of the WDMP is to facilitate development of the entire 167-acre Waterfront District "as a fully master planned and integrated community" (WDMP, section 1.2, p. 3).

The WDMP includes the following elements to guide the design and design review of development within the District:

- The Public Space Master Plan, which defines the network of circulation and open space elements that organize and connect the community. This network divides the private land into blocks. The Public Space Master Plan consists of two elements:
 - (1) a Circulation Master Plan, which fixes the location and design of all public ways within the District, and

¹The Bixby Company, Hercules Waterfront District Master Plan, incorporating Amendment 02-01; page 1.

(2) an Open Space Master Plan, which fixes the location and design of parks, greens, plazas, and trails within the District.

- The Code, which defines the manner in which lots within the blocks may be developed. The Code includes:

(1) Urban Regulations (part of the WDMP Regulatory Plan), which define the permitted Building Types, and for each Type, identify specific development and use standards regulating the location of the building(s) on each lot, the permitted configurations of the buildings, the required locations and sizes of yards, and the permitted locations of various uses within the building(s) and on the lot; and

(2) Architectural Regulations (part of the WDMP Regulatory Plan), which define the permitted architectural styles, elements, materials, techniques, and details, with the intent to limit the range of architectural expression within the District in order to ensure a reasonable level of architectural harmony and well-defined public outdoor spaces conducive to the active public life envisioned by the General Plan.

(b) Waterfront NOW Initiative (WDMP Initiative). Since the original adoption of the WDMP in 2000, the Central (Promenade) Neighborhood and Refugio (Baywood) Neighborhood sub-districts of the WDMP planning area have been completely built out. On July 22, 2008, the Hercules City Council adopted the Waterfront Now Initiative (WDMP Initiative) which amended the General Plan, Zoning Ordinance, and WDMP as necessary to reflect updated City objectives for the three remaining undeveloped WDMP sub-districts, and included an associated Hercules Bayfront Project Development Agreement. These latest amendments are intended to further guide and facilitate build-out of these sub-districts, including the Historic Town Center sub-district and Transit Village sub-district which include the 42.36-acre Hercules Bayfront Project site and Intermodal Transit Center site, and the Hercules Point sub-district. The WDMP Initiative (section 2, Purpose and Findings) lists the following objectives for these three remaining undeveloped sub-districts:

- Promote and enhance the unique waterfront character and scenic resources of the Waterfront District through development of a transit-oriented neighborhood that includes walkable streets, a variety of dwelling types and businesses, and public plazas with views of San Francisco and San Pablo Bays;
- Implement the final stages of the WDMP through adoption of design and development guidelines for the Historic Town Center, Transit Village, and Hercules Point sub-districts that encourage a transit-oriented and pedestrian-oriented mix of uses along the bayfront in the City of Hercules;
- Implement the goals and objectives of the WDMP by providing for the location of a Multi-Modal Transit System linking together rail service, a connection to downtown San Francisco via a ferry terminal, and bus service via WestCAT, making Hercules home to the first train, ferry, and bus center in California;
- Preserve and reuse existing historic structures within the Historic Town Center Sub-District—the Clubhouse and Administration buildings of the old Hercules Powder Company—and

weave these historic buildings into the fabric of an architecturally cohesive and harmonized downtown bayfront area;

- Assist the City of Hercules in meeting its housing needs for all economic segments of the population, while promoting the planning principles of New Urbanism and Smart Growth, by adopting detailed design and development standards for those areas within the Waterfront District that have not yet been developed;
- Amend the City of Hercules General Plan as necessary to provide for establishment of a transit-oriented, traditional neighborhood project that includes residential, commercial, retail, and public uses of unique architectural character within the Hercules Waterfront District;
- Enter into a Development Agreement, consistent with California law, providing for the long-term planning and development of the Hercules Waterfront District; and
- Ensure that prior to further development of the Hercules Waterfront District, the City of Hercules, at the developer's expense, evaluates the environmental impacts associated with such development, as required by the California Environmental Quality Act ("CEQA").

The adopted WDMP Initiative also includes a revised Form-Based Code (a new section 4 of the WDMP) which adds detailed development standards and design guidelines regulating development of the Hercules Bayfront Project site as well as the Hercules Point sub-district.

The current build-out estimate for the 167-acre WDMP planning area under current plan provisions, including the adopted WDMP Initiative amendments, and without the project-proposed additional amendments, is shown in Table 3.1.

3.3.4 WDMP Implementation Activity

The Central (Promenade) Neighborhood and Refugio (Baywood) Neighborhood sub-districts of the WDMP planning area have been built out. Central portions of the Historic Town Center sub-district have also been implemented (Railroad Avenue Live-Work/Mixed Use Project). A portion of the Historic Town Center sub-district that was entitled on October 12, 2004 has yet to be constructed (Bayfront Boulevard Live-Work/Mixed Use Project). The following two additional adjacent WDMP implementation actions are now under City review (see Figure 3.4):

- the Hercules Intermodal Transit Center (ITC) project that is the subject of a separate EIR/EIS¹ prepared concurrently with this EIR (see Figure 3.5); and
- the Hercules Bayfront Project that is the subject of this EIR (see Figure 3.6).

3.3.5 Intermodal Transit Center (ITC) Project

The City proposes to construct the Hercules Intermodal Transit Center (ITC) project on the waterfront along the UPRR tracks, adjacent to the Hercules Bayfront Project. The ITC project is a second WDMP implementation action currently under City review. The ITC project is diagrammed on Figure 3.5.

¹The Draft EIR/EIS for the ITC project was released for public review and comment on September 8, 2010 and is available on the City's website at www.ci.hercules.ca.us/index.aspx?page=604.

Table 3.1
 WATERFRONT DISTRICT MASTER PLAN BUILD-OUT ESTIMATE WITHOUT PROJECT-
 PROPOSED AMENDMENTS

Sub-District	Gross Acres	Residential Units (non-flex)	Office (non-flex) Sq. Ft.	Retail (non-flex) Sq. Ft.	Flex-Space Sq. Ft.
Central Neighborhood	45	217 ¹	--	--	--
Refugio Neighborhood	10	78 ²	--	--	--
Historic Town Center and Transit Village	45	1,392 ³	81,000 ³	74,500 ³	134,000 ³
Hercules Point and Bay Parcels	67	--	--	--	--
TOTALS	167	1,687	81,000	74,500	134,000

SOURCE: Wagstaff/MIG

¹ From October 2004 WDMP, page 5.

² From October 2004 WDMP, page 8.

³ From July 2008 WDMP Initiative, page 10

It is anticipated that the ITC project would commence construction prior to the Hercules Bayfront project. The ITC project would include a bus terminal (served by WestCAT), a new Amtrak Capitol Corridor commuter train stop, parking for transit passengers, and other infrastructure necessary to support the facility. The ITC project is also intended to facilitate connection to future ferry service being proposed by the San Francisco Bay Area Water Transit Authority (WETA).

A Draft EIR/EIS has been released for public review and comment by the City and Federal Transportation Authority (FTA) for the ITC project. The ITC project EIR/EIS scope includes evaluation of the environmental implications of the following set of development project actions, most of which are envisioned in the WDMP: construction of a station building located southwest of Refugio Creek, construction of a station platform and pedestrian bridge spanning the UPRR tracks, construction of a central train platform, and future phase construction of a ferry pier on the north side of the tracks (see Figure 3.5).

Primary vehicle access to the station from I-80 would be via an extension of John Muir Parkway from its current terminus northeast of Tsushima Bridge. The northerly extension of John Muir Parkway would be coupled with an easterly extension of Bayfront Boulevard to provide an east-west connection over Refugio Creek. The John Muir Parkway/Bayfront Boulevard extensions would require construction of a new bridge over Refugio Creek (Bayfront Bridge).



Legend

-  Hercules Bayfront Project
-  Hercules ITC Project
-  Shared Components
-  Gas Line Relocation
-  Approximate Parcel Boundaries

Shared Components include (see Figure 3.5):

- John Muir Parkway Extension, including New Underground Utilities
- Bayfront Boulevard Extension and Bridge
- Bay Trail and Promenade
- Creekside Trail
- Refugio Creek Restoration and North Channel Improvements
- Creekside Park and Plaza
- Emergency Vehicle Access (EVA) Roadway between Blocks G and E.



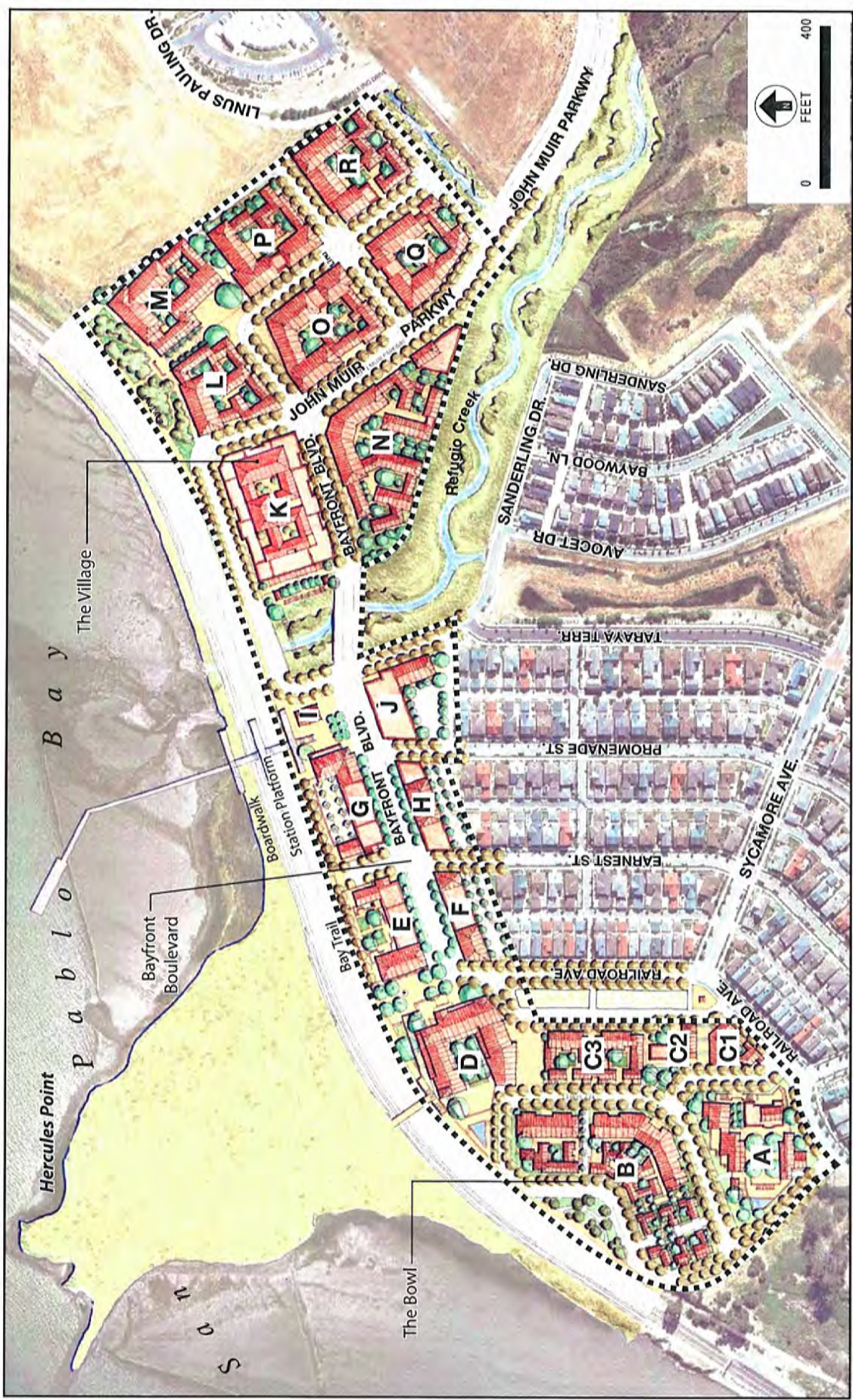
SOURCE: HDR Engineering, Inc.

Figure 3.4
**HERCULES BAYFRONT PROJECT, INTERMODAL
 TRANSIT CENTER PROJECT, AND SUPPORTING
 FACILITIES/INFRASTRUCTURE (SHARED COMPONENTS)**



SOURCE: HDR, Hercules Intermodal Transit Center EIR/EIS

Figure 3.5
PLANNED ADJACENT INTERMODAL TRANSIT CENTER PROJECT (SUBJECT OF SEPARATE EIR)



..... HERCULES BAYFRONT PROJECT AREA BOUNDARY (APPROXIMATE) A DESIGNATED PROJECT BLOCKS

SOURCE: Moule & Polyzoides, Architects and Urbanists

Figure 3.6

PROPOSED SITE PLAN -- HERCULES BAYFRONT PROJECT

Bus and commuter vehicles would access the transit station via the John Muir Parkway extension. Buses would continue from John Muir Parkway onto a new Transit Loop Drive (in a counter clock-wise direction), cross Refugio Creek via a new Transit Loop Bridge then connect back to Bayfront Boulevard and exit via the new Bayfront Bridge back to John Muir Parkway. Commuter vehicular traffic would access the transit center via the new John Muir Parkway extension to the Bayfront Bridge, connecting to the extension of Bayfront Boulevard onto Transit Loop Drive (in a clock-wise direction).

Construction of the ITC project would also include realignment and restoration of Refugio Creek and the North Channel; and improvements to the UPRR rail line including replacement of the existing railroad bridge over Refugio Creek, realignment and straightening of UPRR tracks, associated retaining walls, and railing to separate the tracks from the Hercules Bayfront Project. Other ITC project improvements would include a new Hercules Point Bridge across the UPRR tracks to provide pedestrian and maintenance vehicle access for the planned future Hercules Point open space area, interim surface parking to serve the ITC, a neighborhood park, an East Bay Regional Parks District (EBRPD) trail (San Francisco Bay Trail/Promenade) extension along the waterfront, and a new Creekside Trail.

3.3.6 Other Anticipated Waterfront Projects

In addition to the Hercules Bayfront Project and ITC project, the City also anticipates implementation of the following subsequent WDMP implementation phases in the near future:

- A Hercules Point and Open Space phase, which is envisioned as an open space and public park facility on 10.96 acres. Environmental documentation for this project will be completed in the future; however, its cumulative effects are considered in this Draft EIR.
- A future Ferry Terminal connection to the ITC project in order to complete the City's goal to fulfill the multimodal transit opportunity afforded by this waterfront property. While this connection is planned to occur as part of the City's longer-range WDMP implementation goals, related accommodations are included in the current ITC project, including the station building, transit/civic plaza, and emergency vehicle access to the waterfront. Environmental documentation for this project will be completed in the future; however, its cumulative effects are considered in this Draft EIR.

3.4 PROJECT OBJECTIVES

The project applicant, Hercules Bayfront, LLC, is proposing to develop the subject Hercules Bayfront Project within the Historic Town Center sub-district and Transit Village sub-district of the WDMP, excluding the ITC project site. The Hercules Bayfront Project is intended to implement the Hercules General Plan and WDMP through development of a transit-oriented, mixed-use neighborhood next to the ITC project. The Hercules Bayfront Project includes a variety of dwelling types and businesses, and an associated system of walkable streets, other pedestrian interconnections, and public plazas with views of San Pablo and San Francisco Bays. The project applicant has submitted a set of applications which propose associated amendments to the City's General Plan, Zoning Ordinance, WDMP, and Hercules Bayfront Project Development Agreement.

The basic project objective described in the Hercules Bayfront Project applications is to facilitate continued development of the 42.36-acre Hercules Bayfront Project site in accordance with the "Purpose and Intent" (section 1.1.2) of the WDMP, including the "Purposes and Findings" (section 2) of the WDMP Initiative, as listed in section 3.3.3 (Hercules Waterfront District Master Plan) of this EIR chapter. The described intent of the associated four amendments is to "provide further detail regarding development of the applicant's property, including maximum permitted levels of development." The proposed amendments are referred to collectively in the project applications as the "proposed revisions."

3.5 PROJECT PHYSICAL CHARACTERISTICS

3.5.1 Proposed Project Build Out Characteristics

Figure 3.6 shows an illustrative site plan of the proposed project. Table 3.2 summarizes the maximum development program that would be permitted on the project site under the project-proposed amendments.

The illustrative site plan (Figure 3.6) divides the project site into three development areas: (1) the Bowl area (also referred to as Crescent Heights), (2) the Bayfront Boulevard Mixed-Use area, and (3) the Village area. Each development area is comprised of associated development blocks. The proposed development program in relation to these development areas and blocks is quantified in Table 3.2.

As shown in Table 3.2, the "proposed revisions" describe the following maximum, ground-up, development totals for the project site:

- a maximum of 1,392 multi-family (non-flex) residential units (125 of these units may be replaced with a 125-room hotel on Bayfront Boulevard);¹
- a maximum of 115,000 square feet of office (non-flex) floor area, which could include commercial or conference space as part of the adaptive re-use of the two historic buildings on-site;²
- a maximum of 90,000 square feet of retail (non-flex) floor area;³ and
- a maximum of 134,000 square feet of flex space which may be developed as residential, office (including live/work), and/or retail space, of which no more than 67,000 square feet

¹The 1,392 residential unit total is the same estimated in the WDMP Initiative.

²The WDMP Initiative estimated a buildout of 81,000 square feet of office (non-flex) floor area. The project applicant proposes a maximum of 115,000 square feet of office (non-flex) floor area.

³The Initiative estimated a buildout of 74,500 square feet of retail (non-flex) floor area. The project applicant proposes a maximum of 90,000 square feet of retail (non-flex) floor area.

Table 3.2
HERCULES BAYFRONT PROJECT: MAXIMUM "GROUND-UP" BUILD OUT ESTIMATE

<u>Project Area</u>	<u>Approx. Acreage</u>	<u>Residential Units (non-flex)</u>	<u>Office (non-flex) (sf)¹</u>	<u>Retail (non-flex) (sf)</u>	<u>Flex-Space (sf)²</u>
The Bowl³	9.96	336	75,000⁴	0	10,000
<i>Block:</i>					
A		25	40,000	0	0
B		200	0	0	0
C		111	35,000	0	10,000
Bayfront Boulevard^{5,6,7}	10.03	305	35,000	77,000	40,000
<i>Block:</i>					
D		125	0	12,500	20,000
E		65	0	14,000	10,000
F		25	0	11,000	0
G		50	0	14,000	10,000
H		25	0	11,000	0
I		0	0	3,000	0
J		15	35,000	11,500	0
The Village	22.37	751	5,000	13,000	84,000
<i>Block:</i>					
K		80	0	13,000	17,000
L		75	0	0	25,000
M		135	0	0	4,000
N		50	5,000	0	14,000
O		100	0	0	20,000
P		135	0	0	0
Q		86	0	0	4,000
R		90	0	0	0
Totals:	42.36⁸	1,392	115,000	90,000	134,000

SOURCE: Hercules Bayfront, LLC, October 2009.

¹ sf = square feet.

² This figure constitutes the maximum amount of flex space that could be developed. This flex space may be developed with and used as residential, office (live/work), and/or retail uses. Given the need for flexibility, the ultimate use assignment of this flex space is not currently known. However, no more than 67,000 square feet of flex space can be built for retail use. For the purposes of worst-case EIR analysis consistent with CEQA, this EIR assumes the maximum potential impact scenario of 67,000 sq. ft. of office and 67,000 sq. ft. of retail for the flex-space for traffic-related impacts (e.g., traffic generation, noise, air pollution and greenhouse gas emissions); for population-related impacts (e.g., police and fire protection, parks and recreational facilities, water/wastewater/solid waste-recycling services), this EIR assumes the maximum potential impact scenario of 134 residential units for the flex-space.

³ The block letters in this table correspond to those on Figure 3.6 (Proposed Site Plan).

⁴ Office (non-flex) square footage includes the adaptive re-use of the existing historic Hercules Powder Company Administration Building and Clubhouse building.

⁵ Block I (approximately 1.59 acres) has been reserved for the proposed separate new Intermodal Transit Center (ITC) project (including the proposed Capital Corridor, WETA-Ferry, WestCAT transit center and the Transit Annex/Cafe). The proposed ITC project is subject to its own project EIR/EIS; therefore, no

square footage has been assigned in the Hercules Bayfront EIR to the ITC project transit center component. Square footage has been assigned in the table to the Transit Annex/Cafe component on the same block. The proposed ITC project is included in the anticipated cumulative effects (e.g., traffic) evaluated in this EIR.

⁶ Includes an option of either 125 residential (non-flex) units or a 125-room hotel (still counted as 125 residential units in the table) on Block D.

⁷ Blocks F and H are owned by others (i.e., not owned by the project applicant). The City's General Plan and Zoning Map identify these blocks as "Residential Single Family Low Density." For analysis in this Draft EIR, the applicant has requested that these blocks be analyzed as though they were designated "Historic Town Center," a designation that permits higher density residential as well as retail.

⁸ The total of 42.36 acres includes all of the development blocks (see Figure 3.6) and public roads within the project boundary.

shall be permitted to be built as retail floor area. In addition, if all 134,000 square feet of flex space were developed with residential uses, the maximum number of residential units would be 134.

Table 3.3 compares Table 3.2 (build out with the "proposed revisions") with previous Table 3.1 (WDMP build out without the "proposed revisions") and indicates that:

- the proposed project residential total of 1,392 units is consistent with the maximum estimated in the current WDMP for the Historic Town Center and Transit Village sub-district (1,392 units);¹
- the proposed project office (non-flex) space total of 115,000 square feet is more than the maximum estimated in the current WDMP for the Historic Town Center and Transit Village sub-district (81,000 square feet);
- the proposed project retail (non-flex) space total of 90,000 square feet is more than the maximum estimated in the current WDMP for the Historic Town Center and Transit Village sub-district (74,500 square feet); and
- the proposed project flex-space total of 134,000 square feet is consistent with the maximum estimated in the current WDMP for the Historic Town Center and Transit Village sub-district (134,000 square feet).²

¹Under the proposed project, the 134,000 square feet of flex-space could be developed as up to 134 residential units, for a potential maximum of 1,526 residential units.

²Under the proposed project, the 134,000 square feet of flex-space could be developed as up to 134 residential units, for a potential maximum of 1,526 residential units.

Table 3.3
**BUILD OUT COMPARISON: PROPOSED HERCULES BAYFRONT PROJECT AND
 ADOPTED WATERFRONT DISTRICT MASTER PLAN**

	Residential Units (non-flex)	Office (non- flex) Sq. Ft.	Retail (non- flex) Sq. Ft.	Flex-Space Sq. Ft.
Hercules Bayfront Project	1,392	115,000	90,000	134,000
WDMP Historic Town Center and Transit Village	1,392	81,000	74,500	134,000
DIFFERENCE (Bayfront-WDMP)	0	34,000	15,500	0

SOURCE: Wagstaff/MIG

The applications indicate that the 134,000 square feet of flex-space may be developed as residential, office (including live/work), and/or retail space, depending on market conditions over time. The "proposed revisions" would establish the following limitations on how the flex space could be developed: (1) under no circumstances could the project applicant develop more than 67,000 square feet of flex space for retail uses, and (2) under no circumstances could the applicant develop the flex space for more than 134 residential units. These limitations would permit a range of potential development scenarios for the flex space; for example: (1) 67,000 square feet of retail floor area plus 67,000 square feet of office floor area; or (2) 67,000 square feet of retail floor area plus 67 multi-family residential units; or (3) 134 multi-family residential units.

3.5.2 EIR-Assumed Project Build Out Scenario

Due to the project-proposed flex space provisions (and their intended opportunities for flexibility), the ultimate combination of residential/office/retail space that could potentially occur under the proposed project is unknown. To ensure worst-case conservative analysis of land-use-based environmental impacts consistent with CEQA, this EIR assumes that a maximum of 67,000 square feet of flex space would be assigned to retail uses (the maximum amount proposed to be permitted), with the remaining 67,000 square feet assigned to office uses; these assumptions represent the potential development scenario that would generate the most traffic and associated air quality, climate change, and noise impacts. In other cases in this EIR where the worst-case analysis of potential environmental impacts is based on population (e.g., police and fire protection, schools), this EIR assumes that all flex space would be developed as 134 multi-family residential units (the maximum number of units proposed to be permitted).

3.5.3 Proposed Project Development Program by Area and Block

(a) Bowl Area (Blocks A, B, C₁, C₂, and C₃). Situated on the former Hercules Powder Company factory town center site, this approximately 9.96-acre portion of the project site (see Figure 3.6) has been designed to integrate the historic Hercules Powder Company Administration Building and Clubhouse building into the development plan, as called for in the WDMP. These two existing historic buildings would be renovated for adaptive re-use as commercial space. New high-density residential buildings would be constructed along the highest elevations (Blocks A, C₁, C₂, and C₃, 2 to 4 stories) of the Bowl. In total, the Bowl area would include a maximum of:

- 336 multi-family residential (non-flex) units;
- 75,000 square feet of office (non-flex) floor area, which would include the adaptive re-use of the Administration Building and the Clubhouse; and
- 10,000 square feet of flex space.

Anticipated uses by block are described below:

- *Block A*: This block will include approximately 25 multi-family residential (non-flex) units and 40,000 square feet of office (non-flex) uses, which include the proposed re-use of historic buildings that may be used as commercial or conference space.
- *Block B*: This block will include approximately 200 residential (non-flex) units.¹
- *Block C*: This block will include approximately 111 multi-family residential (non-flex) units; 35,000 square feet of office (non-flex) uses (this square footage includes the proposed re-use of historic buildings, potentially to be used as commercial space) and approximately 10,000 square feet of flex uses.

(b) Bayfront Boulevard Mixed-Use Area (Blocks D through J). This approximately 10.03-acre portion of the project site is proposed to be a mixed-use, downtown district comprised of a variety of dwelling types and businesses. The area is intended to have the character of a traditional town center street lined with shop fronts, galleries, and arcades.

Public plazas are proposed in this area along Bayfront Boulevard as part of the Hercules Bayfront Project to provide access to the ITC project Bay Trail and promenade components. The ITC project Bay Trail and promenade extension would run parallel to the railroad tracks and provide pedestrians and bicyclists with a connection to future, planned transit and trail systems, including the ITC project Creekside Trail along the proposed Refugio Creek realignment and restoration components. In addition, Block I would contain the ITC project Station Building and Transit/Civic Plaza components (see Figure 3.5), which would offer rail service, bus service (WestCAT), and eventually (future phase) ferry service (to and from downtown San Francisco)

¹ Residential units on Block B may be developed as multi-family or single family units. This EIR assumes multi-family housing for purposes of worst-case environmental review consistent with CEQA. The higher densities permitted for multi-family development typically result in greater overall environmental impacts related to both traffic (e.g., traffic generation, noise, air pollution and greenhouse gas emissions) and population (e.g., public services and utilities).

In total, the project-proposed Hercules Bayfront Boulevard Mixed-Use area would include a "ground-up" maximum of:

- 305 multi-family residential (non-flex) units;
- 35,000 square feet of office (non-flex) floor area;
- 77,000 square feet of retail (non-flex) floor area (3,000 square feet of this total would share Block I with the ITC Project); and
- 40,000 square feet of flex space.

Anticipated uses by block are described below:¹

- *Block D:* This block will include approximately: either (1) a 125-room hotel or (2) 125 multi-family (non-flex) residential units, 12,500 square feet of retail (non-flex) uses; and 20,000 square feet of flex uses.
- *Block E:* This block will include approximately 14,000 square feet of retail (non-flex) space, 10,000 square feet of flex uses, and 65 multi-family residential units.
- *Block F:* This block could include approximately 11,000 square feet of retail (non-flex) uses and 25 multi-family residential units.²
- *Block G:* This block will include approximately 14,000 square feet of retail (non-flex) space; 10,000 square feet of flex uses; and 50 multi-family residential units.
- *Block H:* This block could include approximately 11,000 square feet of retail (non-flex) uses and 25 multi-family residential units.³
- *Block I:* This block will include the Station Building and Transit-Civic Plaza components of the separate, City-proposed ITC project (see section 3.3.5 herein) which is subject to its own, separate EIR/EIS, and up to approximately 3,000 square feet of related retail (non-flex) uses.

¹The application project description sets forth the anticipated uses by block. However, the application proposes that the applicant may transfer uses within blocks so long as the transfer: (1) would not result in any new significant or more severe impacts than were studied in this EIR; and (2) would otherwise be consistent with the WDMP.

²The applicant does not own Block F, which has existing entitlements, and is not requesting any land use changes to this block in its application. The City's General Plan and Zoning Map identify these blocks as "Residential Single Family Low Density." For the "ground-up" analysis in this Draft EIR, the applicant has requested that these blocks be analyzed as though they were designated "Historic Town Center," a designation that permits higher density residential as well as retail.

³The applicant does not own Block H, which has existing entitlements, and is not requesting any land use changes to this block in its application. For the "ground-up" analysis in this Draft EIR, the applicant has requested that these blocks be analyzed as though they were designated "Historic Town Center," a designation that permits higher density residential as well as retail.

- *Block J:* This block will include approximately 15 multi-family residential (non-flex) units, 11,500 square feet of retail (non-flex) uses, and 35,000 square feet of office (non-flex) uses (which could include potential civic or conference space).

(c) Village Area (Blocks K through R). This approximately 22.37-acre portion of the project site north and east of Refugio Creek is planned for the highest density housing as well as office and flex space. The area is intended to encourage a variety of housing types to serve a diverse range of household needs, which in turn are intended to support the nearby planned commercial uses and transit facilities. This area would accommodate the tallest structures in the project, up to eight stories in some locations. Refugio Creek would provide a buffer between the area and existing single-family homes south and west of the creek.

In total, the Village area would include a maximum of:

- 751 multi-family residential (non-flex) units;
- 5,000 square feet of office (non-flex) floor area;
- 13,000 square feet of retail (non-flex) floor area; and
- 84,000 square feet of flex space.

Anticipated uses by block are described below:

- *Block K:* This block will include approximately 80 multi-family residential (non-flex) units, all of the planned retail (non-flex) uses for the Village area (approximately 13,000 square feet), and 17,000 square feet of flex uses.
- *Block L:* This block will include approximately 75 multi-family residential (non-flex) units and 25,000 square feet of flex uses.
- *Block M:* This block will include approximately 135 multi-family residential (non-flex) units and 4,000 square feet of flex uses.
- *Block N:* This block will include approximately 50 residential (non-flex) units, 5,000 square feet of office (non-flex) uses, and 14,000 square feet of flex uses.
- *Block O:* This block will include approximately 100 multi-family residential (non-flex) units and 20,000 square feet of flex uses.
- *Block P:* This block will include approximately 135 multi-family residential (non-flex) units.
- *Block Q:* This block will include approximately 86 multi-family residential (non-flex) units and 4,000 square feet of flex uses.
- *Block R:* This block will include approximately 90 multi-family residential (non-flex) units.

3.5.4 Proposed Project General Plan, Zoning, and WDMP Amendments

In order to implement the proposed Hercules Bayfront Project, the project applicant has proposed amendments to the Hercules General Plan Land Use Diagram, Hercules Zoning Designation, and WDMP ("Zoning Text Amendment"), as described in section 3.8 (Required Jurisdictional Approvals) later in this chapter. The more substantial amendments that may result in a physical change to the environment are listed below. Those proposed amendments that would not result in a physical change to the environment (e.g., applicant-proposed text changes for internal consistency, new illustrative graphics) are not listed below.

1. Proposal to amend the General Plan Land Use Diagram and amend the Zoning Designation for Block J from Single Family Low-Density (RS-L) to Historic Town Center (HTC), as shown on Figure 3.10 (Proposed General Plan and Zoning Designation).
2. Proposal to amend the WDMP in the form of a "Zoning Text Amendment" to incorporate the following:
 - Changes to the WDMP "Allowable Building Height Overlay" diagram and related key (p. 1-5 in Exhibit I of the WDMP Initiative) to reflect the revised "Allowable Building Height Overlay" and reconfigured block pattern shown on Figure 3.7 (reproduced from applicant's Zoning Amendment application Exhibit B[7], Summary of Changes, dated October 5, 2009).

The building height diagram shown on Figure 3.7 would supersede the Allowable Building Height Overlay base map and block pattern currently described in Exhibit B(3) of the WDMP. Table 3.4 compares these applicant-proposed amendments to WDMP building height allowances with the current WDMP. The proposed changes would reduce the building height range on three blocks (A, C₁ and C₂) and increase the building height range on two others (L and O). In particular, to allow for desired additional flexibility, the applicant proposes to remove the 3-story height restriction on Block O and be permitted to construct buildings up to 4 stories in any location on this block, so long as the development design would otherwise be consistent with the WDMP (including the WDMP Initiative).

- Changes to the WDMP "Conceptual District Master Plan—with Planning Sub-Districts" diagram (e.g., integration and associated repositioning of proposed development blocks) to reflect the proposed project site plan (Figure 3.6).
- Changes to the WDMP "Conceptual Illustrative Plan" diagram (p. iii in Exhibit I of the WDMP Initiative) to reflect the proposed project site plan (Figure 3.6) listed above.
- Changes to the WDMP "Building Form Regulating Plan" diagram and related key (p. 1-3 in Exhibit I of the WDMP Initiative) to reflect the proposed project site plan (Figure 3.6) and the proposed changes to the "Allowable Building Height Overlay" diagram and related key described above.



SOURCE: Hercules Bayfront, LLC

Figure 3.7
**PROPOSED BUILDING HEIGHT ALLOWANCES--
 HERCULES BAYFRONT PROJECT**

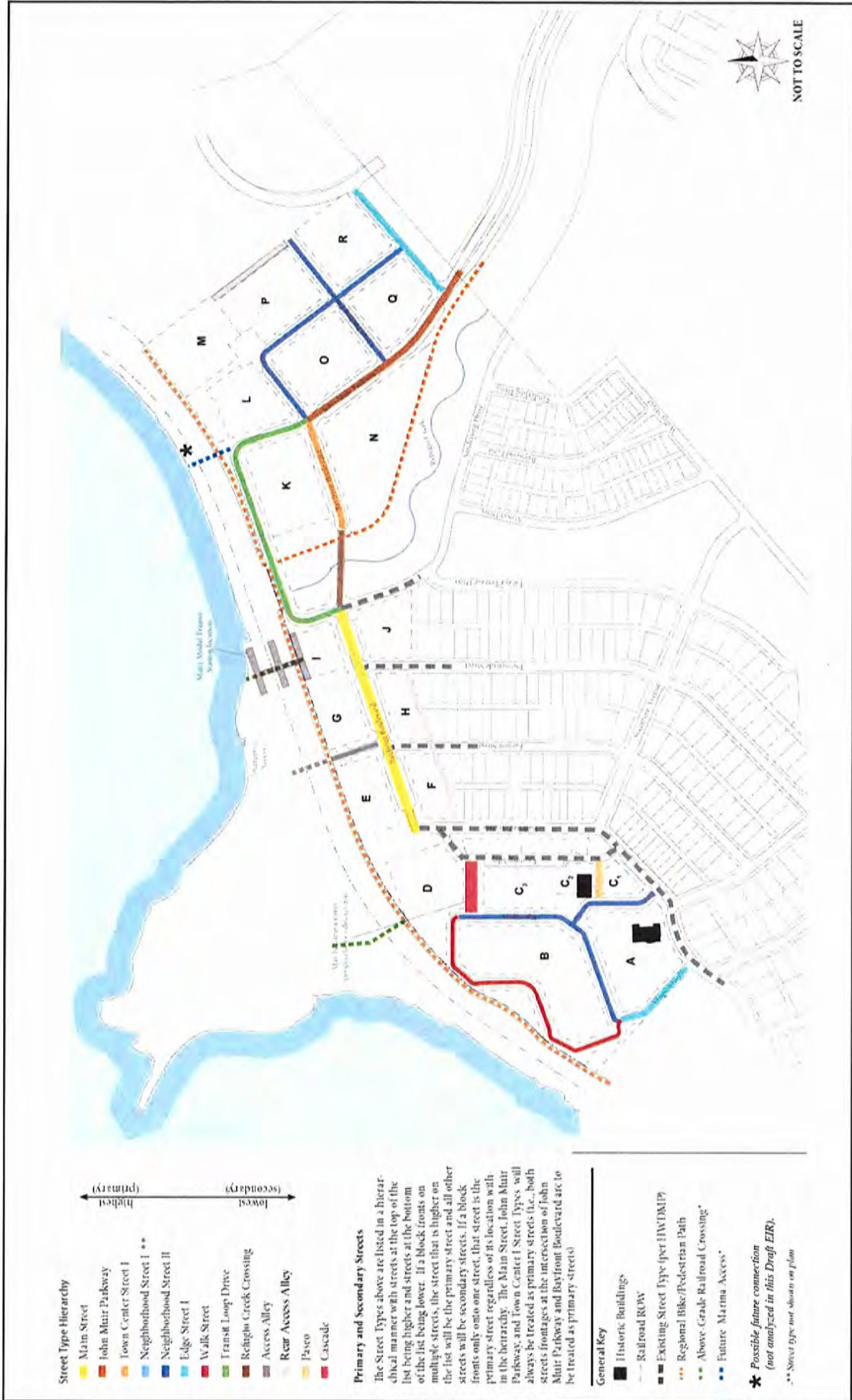
Table 3.4
 ALLOWABLE BUILDING HEIGHT COMPARISON--CURRENT WDMP (INCLUDING WDMP
 INITIATIVE) VS. PROJECT-PROPOSED WDMP AMENDMENTS

Building Form Zone (see Fig. 3.7)	Current WDMP (including 5/27/08 WDMP)	Project-Proposed WDMP Amendments ¹
Bowl Area:		
A	2-3½ stories	2-3 stories ²
B	2-3 stories, 4 stories in indicated location	2-3 stories, 4 stories in indicated location
C ₁	2-4 stories	2-3 stories ²
C ₂	2-3½ stories	2-3 stories ²
C ₃	2-3 stories, 4 stories in indicated location	2-3 stories, 4 stories in indicated location
Bayfront Boulevard Mixed-Use Area:		
D	2-4 stories	2-4 stories ²
E	2-4 stories	2-4 stories
F	2-4 stories	2-4 stories
G	2-4 stories	2-4 stories
I	2-4 stories	2-4 stories
J	2-4 stories	2-4 stories
The Village Area:		
K	2-4 stories	2-4 stories
L	2-3 stories on southeast edge, 2-4 stories on north and west edges	2-4 stories ²
M	8 stories max.	2-8 stories ²
N	2-4 stories on northeast and southeast portions, 2-3 stories on southwest portion	2-4 stories on northeast and southeast portions, 2-3 stories on southwest portion
O	mix of 2-3 story and 2-4 story designations	2-4 stories ²
P	8 stories max.	2-8 stories ²
Q	2-4 stories	2-4 stories ²
R	2-4 stories	2-4 stories ²

SOURCE: Wagstaff/MIG

¹ From applicant's Zoning Text Amendment Application Exhibit B(7).

² Indicates proposed WDMP change--i.e., a revised building height allowance and/or revised block shape and surrounding local street configuration.



SOURCE: Hercules Bayfront, LLC

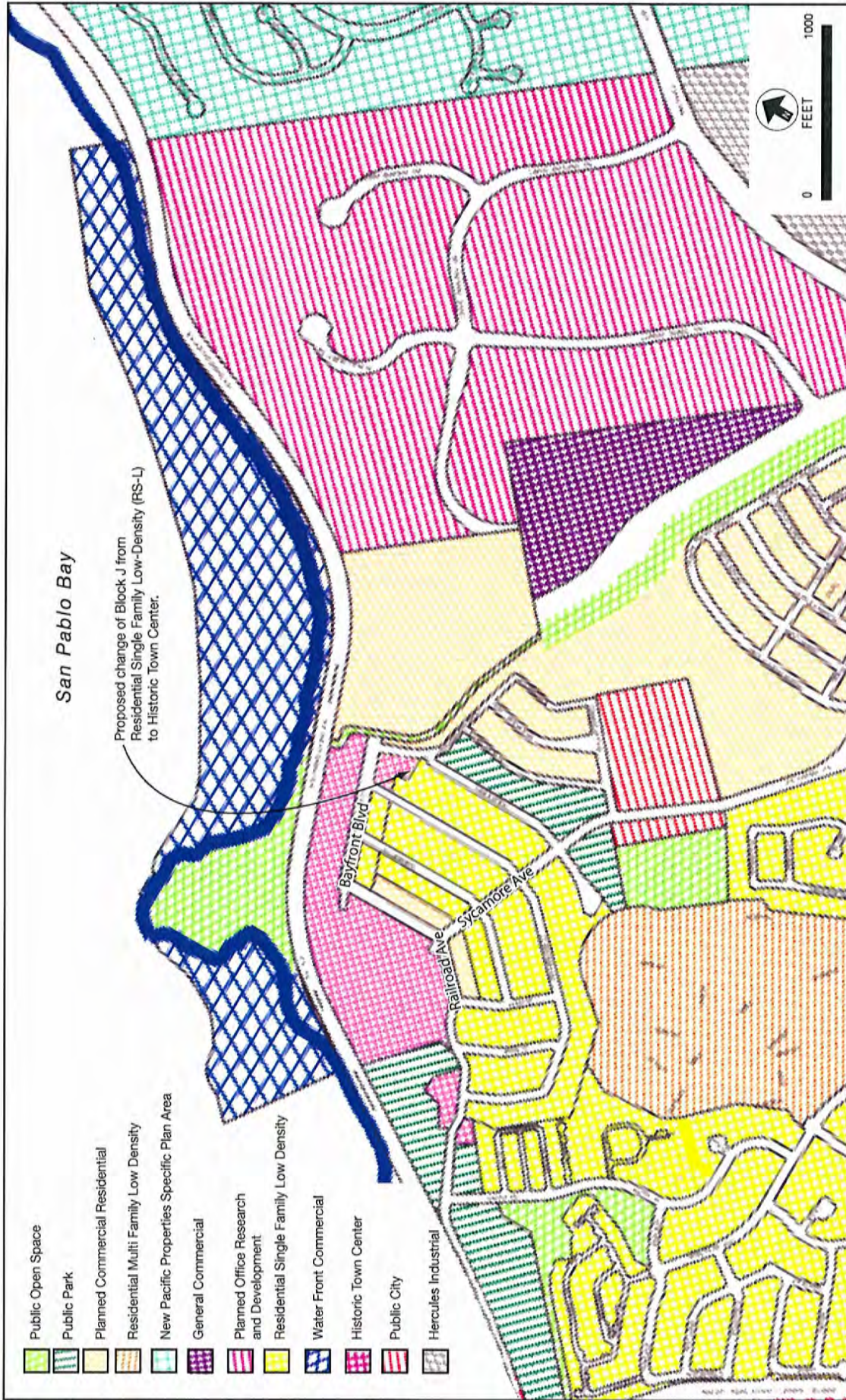
Figure 3.8

**PROPOSED STREET AND CIRCULATION REGULATING PLAN --
HERCULES BAYFRONT PROJECT**



SOURCE: Hercules Bayfront, LLC

Figure 3.9
**PROPOSED CIVIC SPACE REGULATING PLAN --
 HERCULES BAYFRONT PROJECT**



SOURCE: Hercules Bayfront, LLC

Figure 3.10
 PROPOSED GENERAL PLAN AND
 ZONING AMENDMENT LAND USE DESIGNATIONS --
 HERCULES BAYFRONT PROJECT

- Changes to the WDMP "Architectural Styles Allowed" diagram (p. 2.2 in Exhibit I of the WDMP Initiative).
- Changes to the WDMP "Civic Space Regulating Plan" diagram (e.g., block and street reconfigurations) and related key (See Figure 3.9) to reflect the proposed project site plan (Figure 3.6).
- Changes to the WDMP "Street and Circulation Regulating Plan" diagram (e.g., block and street reconfigurations) and related key to reflect the proposed project site plan (Figure 3.6) and circulation plan (Figure 3.8).¹

3.5.5 Proposed Project Circulation and Transit Components

The project also includes the Proposed Street and Circulation Regulating Plan illustrated on Figure 3.8. As shown, vehicular access to the project site would still be provided by Railroad Avenue, Bayfront Boulevard, Sycamore Avenue, Sanderling Drive, and John Muir Parkway, including the WDMP-planned and ITC project-implemented extensions of John Muir Parkway and Bayfront Boulevard.

The proposed project has been designed to facilitate alternative modes of transportation (e.g., transit, bicycling, walking). The project includes street layouts that have been designed to be walkable and coordinated with the ITC project circulation and transit components.

The planned Hercules Point Bridge, which is the westernmost pedestrian over-crossing shown on Figure 3.8, would be constructed as part of the ITC project. The bridge would be located adjacent to Hercules Bayfront Project Block D and perpendicular to the railroad tracks, and would allow pedestrian and small service vehicle (e.g., motorized cart) access to Hercules Point. Also as part of the ITC project, an emergency vehicle access (EVA) route is proposed to be constructed between Hercules Bayfront Project Blocks E and G for emergency vehicles to cross the railroad tracks, and a pedestrian over-crossing is proposed to be constructed adjacent to Hercules Bayfront Project Block I to the planned train station platform and ferry station. The Hercules Bayfront Project Street and Circulation Regulating Plan illustrated on Figure 3.6 assumes completion of these two components as part of the ITC project.

As also illustrated on Figure 3.6, the Hercules Bayfront Project proposes to replace "Edge Street I" with a pedestrian path along the North Channel, possibly with underground pipelines to accommodate potable water, wastewater, and storm drainage.

3.5.6 Proposed Project Storm Drainage Components

The City's storm drainage plan for the Hercules waterfront, which would apply to both the Hercules Bayfront Project and the ITC project, is illustrated on Figure 11.1 in chapter 11 (Hydrology and Water Quality) of this Draft EIR. Under the plan, Refugio Creek would continue to collect runoff from the project. The proposed adjacent ITC project would include the

¹The application also includes proposed changes to the WDMP "Hercules Point Standards" diagram (p. 3-7 in Exhibit I of the WDMP Initiative) and associated text. Hercules Point is an area which is not part of the proposed Hercules Bayfront Project development program and, therefore, any environmental implications of these suggested changes are not addressed in this EIR.

realignment and restoration of Refugio Creek from San Pablo Bay upstream approximately 1,000 feet to the existing restored segment of the creek. The proposed creek realignment and restoration details are described in section 3.6, Shared Facilities, which follows in this Draft EIR chapter.

On the downstream side of the existing UPRR bridge, there are currently three 72-inch-diameter culverts that restrict channel conveyance. Sharp bends (“dog-legs”) in the channel segments upstream of the culverts also restrict channel conveyance. As part of the Refugio Creek restoration component of the ITC project, these culverts and bends would be eliminated, the creek straightened, and a new outlet to San Pablo Bay constructed (the Hercules Bayfront Project includes an interim Refugio Creek realignment and restoration plan that is intended to provide adequate flood control and wetland loss mitigation without these three ITC project components; see section 11.3.2[a] in chapter 11, Hydrology and Water Quality, of this Draft EIR).

3.5.7 Proposed Project Civic Space and Park and Recreational Components

Figure 3.9 illustrates the proposed amendments to the WDMP Civic Space Regulating Plan. The proposed regulating plan components include a Natural Preserve/Hillside/Riparian Area (along Refugio Creek and the North Channel); Bayfront/Creekside Park; public plazas, squares, and paseos; pocket parks and plazas; and neighborhood parks with playgrounds/tot lots.

The proposed project includes a connection to the planned Bay Trail/promenade component of the ITC project. The connection is intended to provide the community with improved, uninterrupted access to the San Pablo Bay shoreline as well as to planned project commercial uses facing the Bay. If the ITC project does not proceed, the Hercules Bayfront Project applicant would be responsible for construction of the Bay Trail/promenade segment along the Hercules Bayfront Project boundary, from Block B on the west to Block M on the east.

As shown on Figure 3.9, the Hercules Bayfront Project has also been designed to be integrated with planned future civic space and park and recreational components of the ITC project, including public plazas and civic space associated with the transit station itself as well as the planned Bay Trail/promenade, realignment and restoration of the lower Refugio Creek channel and North Channel, and Creekside Trail.

3.6 SHARED FACILITIES

Construction of the ITC project is currently expected to precede construction of the Hercules Bayfront Project. The ITC project includes construction of the six public facility and infrastructure components listed below--i.e., “shared facilities”--that are necessary to serve both the ITC project and the Hercules Bayfront Project. The environmental impact and mitigation implications of these six shared facilities are evaluated and described in the ITC Project EIR/EIS. Because these six shared facilities are also assumed in this Draft EIR as part of the Hercules Bayfront Project, their environmental impact and mitigation implications are also described in this Draft EIR, pursuant to CEQA Guidelines section 15124(c) (Project Description requirements pertaining to “supporting public service facilities”). The descriptions in the two project environmental documents of these shared facilities and their environmental implications have been closely coordinated. The six shared facilities are described below:

- *John Muir Parkway Extension.* As part of the ITC project, John Muir Parkway, an existing four-lane median separated roadway, would be extended north approximately 700 feet from its existing terminus, located approximately 1,000 feet west of the Tsushima Bridge, across the North Channel. The John Muir Parkway extension would require a concrete culvert to cross the North Channel. The extension would connect to the proposed extension of Bayfront Boulevard and ITC project Transit Loop. The parkway would serve as the primary transit access route to the ITC project, including the proposed Transit Loop, and Transit Parking Lot. The extension would also serve as a primary vehicular access route to the Hercules Bayfront Project.
- *Bayfront Boulevard Extension and Bridge.* The Bayfront Boulevard extension would be a two-lane roadway connecting the existing boulevard segment, which ends at Sanderling Drive, to the planned John Muir Parkway extension. The new Bayfront Boulevard roadway segment would be approximately 620 feet long. The extension would include construction of the new Bayfront Bridge over Refugio Creek (Figure 3.5).
- *Bay Trail and Waterfront Promenade.* The ITC project would include a Bay Trail and Waterfront Promenade component, to be constructed as a new Class I trail, approximately 5,900 feet long by 10-feet-wide (paved) with two-foot-wide gravel shoulders within a 27-foot-wide easement, that would interconnect the two existing project vicinity segments of the Bay Trail (see Figure 3.5). The trail interconnection would extend from Bio-Rad on the east end of the ITC project to the existing Bay Trail terminus near the west end of the ITC project. The trail would cross over Refugio Creek on the north side of the planned Transit Loop Bridge/Transit Loop Drive. When complete, the trail would close a gap in the existing San Francisco Bay Trail (in the Carquinez Strait region) from Pinole to the south and a residential development (Victoria-by-the-Bay) to the north, and would provide opportunities for biking, walking, and scenery viewing.

In order to accommodate the proposed Bay Trail component, the ITC project-proposed railroad track realignment, and grade separation adjacent to the Hercules Bayfront Project northern boundary, construction of the following retaining wall components would be required adjacent to the railroad right-of-way (see Figure 3.5): (1) a mechanically stabilized earth (MSE) retaining wall extending from 109 feet beyond the western property line (Block B) of the Hercules Bayfront Project eastward to within 72 feet of the eastern property line (Block M) of the Hercules Bayfront Project, excluding the outlet of Refugio Creek;¹ and (2) a soil nail retaining wall farther eastward along a section of the Bio-Rad property, which is beyond the Hercules Bayfront Project boundary. If the ITC project does not precede the Hercules Bayfront Project, the MSE retaining wall component along the Hercules Bayfront Project northern boundary would need to be constructed by the Hercules Bayfront Project as part of the Bay Trail shared facility.

As noted above, the ITC project includes a Transit Loop Bridge/Drive across Refugio Creek, which would accommodate a portion of the Bay Trail. In the event that the Hercules Bayfront Project precedes the ITC project, this portion of the Bay Trail would be constructed as part of the Hercules Bayfront Project and would either (see Figure 3.5): (1) traverse this

¹ BKF Engineers. Conceptual Details for Bay Trail Hercules Waterfront, The Village Area (Exhibit MD-2), Updated November 25, 2009; Conceptual Grading Plan for Hercules Waterfront, The Bowl and Bayfront Areas (Exhibit C-1b), Updated November 25, 2009; Conceptual Grading Plan for Hercules Waterfront, The Village Area (Exhibit C-2), Updated November 25, 2009.

area on an existing culvert bridge that is not in the railroad right-of-way; or (2) traveling east to west along the trail, run along the sidewalk on the north side of Block K, through Creekside Park, along the northern sidewalk on the Bayfront Bridge, then across the Block I Transit Annex/Café plaza.¹

- *Creekside Trail/Park.* The Creekside Trail/Park component of the ITC project would be a 960-foot-long trail of varying width. The trail would serve as a pathway for bicyclists and pedestrians, connecting users from John Muir Parkway near the North Channel along the east bank of Refugio Creek with the ITC facility across Bayfront Boulevard. Pedestrian crossing protections such as flashing lights would be installed at street crossings to alert drivers to the potential presence of pedestrians, and the trail would be designed to encourage safety and reduced bicycle speeds. At its northern end, the trail would traverse a passive park area (Creekside Park).
- *Refugio Creek Restoration and North Channel Improvements.* Refugio Creek currently traverses the UPRR ROW east of Hercules Point (see Figure 3.2). The creek currently passes through three culverts under a service road, then under the railroad bridge, and empties into San Pablo Bay. The segment of Refugio Creek channel between the ITC project southern (upstream) boundary and the point immediately north of the existing railroad crossing bridge, where it enters San Pablo Bay, includes approximately 1,200 linear feet of tidal channel. The North Channel, a non-tidal tributary, enters the main creek channel from the northeast near the existing terminus of John Muir Parkway (see Figure 3.2).

The ITC project would include realigning and restoring Refugio Creek from San Pablo Bay upstream approximately 1,000 feet to the existing restored segment (see Figure 3.5). A new railroad bridge over the new creek alignment would also be constructed as part of the ITC project track relocation component. The existing creek and culverts near the existing railroad bridge would be filled. The creek upstream would be improved by realigning the creek, cutting back the existing slopes and constructing new creek embankments. On the upstream side of the existing railroad bridge, there are currently three 72-inch-diameter culverts under the access road near the proposed location of the Transit Loop Bridge. These culverts restrict flow during flood events and result in overtopping of the access road and railroad tracks. The existing channel has a 90-degree bend where Refugio Creek encounters the access road and a second 90-degree bend, where flows enter the culverts under the access road. These man-made sharp bends ("dog legs") in the existing channel further reduce channel capacity to convey flows. As part of the restoration, these bends would be eliminated, the creek straightened, and a new outlet to San Pablo Bay constructed. The new railroad bridge would cross Refugio Creek at the new mouth. The railroad bridge abutments would be constructed outside of the creekbed and banks. New riprap slope protection would also be installed to protect the bridge abutments.

An upstream portion of the creek was reconstructed as a habitat restoration project as part of previous development projects; similar habitat restoration of the lower section of the creek from the North Channel to the mouth of Refugio Creek would be performed as part of the ITC project. A new meandering low flow channel and enlarged marsh upstream of the new bridge would be designed to improve hydraulic and ecological function. Restoration work in the channel would include planting of native plant species.

¹William P. Silva, d'Oro Construction Management; email communication, October 6, 2010.

The North Channel will be re-graded and enhanced to accommodate an expanded wetland area and provide mitigation to compensate for the impacts associated with the new John Muir Parkway crossing of the North Channel and runoff from a portion of the proposed project. This area will also provide some stormwater detention and water quality improvement features.

The creek wetland area restoration component included in the ITC project (between North Channel and the creek mouth) may provide compensatory mitigation for wetlands affected by development activity within the ITC project site. Tidal marsh and freshwater wetlands adjacent to Refugio Creek would be affected by the restoration work; at a minimum, the restoration work would be designed to reestablish the same amount of acreage to ensure that restoration activities are self-mitigating.

The approximately 10-foot-wide Creekside Trail (see above), flanked with landscaping and split rail fencing would be constructed along the creek's eastern edge and would ultimately connect to the proposed Bay Trail to adjacent to the UPRR tracks.

As noted in section 3.5.6 above, the Hercules Bayfront Project includes an interim Refugio Creek realignment and restoration concept for implementation in the event that the Hercules Bayfront Project is constructed prior to the ITC project. The proposed interim creek realignment and restoration grading concept extends from the existing restored creek segment terminus south of the North Channel to a proposed tie-in to the existing channel at a point approximately 90 feet south of the proposed new Bayfront Bridge. The plan is intended to provide interim flood control and wetland loss performance sufficient to serve the mitigation needs of Hercules Bayfront Project buildout without realignment of the two downstream 90 degree "dog legs" and without the replacement of the three existing 72-inch culverts. The adequacy of this interim plan concept is addressed in chapter 11, Hydrology and Water Quality, of this Draft EIR.

- *Creekside Park and Plaza.* The proposed Creekside Park and Plaza component of the ITC project would occupy an approximately 100-by-200-foot area within the Block K (see Figure 3.5). The Creekside Trail would wind along the western edge of the park adjacent to Refugio Creek. An open lawn would fill the center of the space and transition into tidally influenced native plants as the space blends into the creek to the west.

It is anticipated that these shared facilities will be constructed as part of the preceding ITC project, with fair share reimbursement by the Hercules Bayfront Project. Ultimately, these shared facilities will be constructed by whichever project proceeds first, with fair share reimbursement by the other project. If construction of the Hercules Bayfront Project commences prior to construction of the ITC project, the shared facilities would need to be constructed as part of the Hercules Bayfront Project, and related environmental mitigations would become Hercules Bayfront Project lead implementation responsibilities, with fair share reimbursement by the ITC project. If construction of both projects occurs simultaneously or in overlapping sequence, fair-share implementation responsibility for the shared components and associated environmental impact mitigations would be negotiated accordingly.

3.7 ANTICIPATED PROJECT PHASING

It is expected that the Hercules Bayfront Project would be implemented in phases, with construction timing determined by market conditions. At this preliminary point, the applicant anticipates that the project would be developed over a period of approximately 2 to 10 years.¹ Project phasing (i.e., the *sequence* of development) might vary based on market conditions.

At this preliminary point, the initial construction phase is expected to include on-site infrastructure and buildings adjacent to Bayfront Boulevard, including build-out of Block J and extending westward to include restoration of one or both of the historic buildings--i.e., the Clubhouse and/or Administration Building.²

Anticipated previous or concurrent ITC project construction phases include construction of the John Muir Parkway extension, Bayfront Boulevard extension and bridge, Transit Loop Drive/Bridge, upstream portions of the Refugio Creek/North Channel realignment and restoration, rail platform, track relocation, train signals, railroad bridge, retaining walls, and utilities.

Thereafter, the Hercules Bayfront Project construction phases would continue to be developed pursuant to market conditions at the time.

3.8 REQUIRED JURISDICTIONAL APPROVALS

Pursuant to CEQA Guidelines section 15124(d), the intended uses of this EIR are stated below, including a listing of local, state and federal agencies expected to be responsible for approval, or consulting in the approval, of the various jurisdictional discretionary permits necessary to implement the project, and therefore expected to use this EIR in their decision-making. The listing includes descriptions of the permits and other approvals expected to be required from each of these agencies to implement the project. As the Lead Agency, the City intends for this EIR to serve as the CEQA-required environmental document for consideration of the project by each of these responsible and trustee agencies.

3.8.1 Requested City of Hercules Approvals

The WDMP was first adopted by the City in July 2000 and has been amended over time. The WDMP Initiative (Form-Based Code) was adopted by the City in July 2008 as the latest amendment to the WDMP. Both actions took the form of text and map amendments to the Hercules General Plan and Hercules Zoning Ordinance. The Hercules Bayfront Project Development Agreement was also adopted with the WDMP Initiative.

The Hercules Bayfront Project includes the following set of applicant-requested amendments to the above documents, entitled Applications for Development Review, on October 5, 2009:

¹Ethan N. Sischo, Associate, Anderson Pacific, LLC; email communication, January 18, 2010.

²Sischo.

(a) Application to Amend the City of Hercules General Plan Land Use Diagram.¹ The applicant has submitted an "Application to Amend the City of Hercules General Plan Land Use Diagram" to change the land use designation for Block J, an approximately 1.19-acre portion of the 42.36-acre project site, from Single Family Low-Density (RS-L) to Historic Town Center (HTC), as shown on Figure 3.10 (Proposed General Plan and Zoning Designation).

(b) Application to Amend City of Hercules Zoning Designation. The applicant has also submitted an Application to Amend the City of Hercules Zoning Designation to change the zoning designation of Block J from Single Family Low-Density (RS-L) to Historic Town Center (HTC), as shown on Figure 3.10 (Proposed General Plan and Zoning Designation).

(c) Application to Amend the Waterfront District Master Plan (WDMP) ("Zoning Text Amendment"). The applicant has also submitted an "Application to Amend the Waterfront District Master Plan (WDMP)" in the form of a "Zoning Text Amendment" to incorporate proposed revisions to the WDMP, including changes to "Allowable Building Height Overlay" diagram, "Conceptual District Master Plan--With Planning Subdistricts" diagram and "Conceptual Illustrative Plan" diagram, as described in section 3.5.4 herein.

(d) Application to Amend Development Agreement. The 2008 WDMP Initiative approved, among other things, a Development Agreement between the City and applicant. To implement the current project, the applicant has filed an "Application to Amend the Development Agreement" which proposes certain changes to the Development Agreement to ensure consistency with the proposed project.

(e) Request for CEQA Review. The applicant has also filed a "Request to Conduct CEQA Review" which provides the City and its EIR consultant with a description of the project and formally requests that the City prepare a project-level EIR to evaluate the "ground-up" environmental impacts of buildout of the 42.36-acre project site as envisioned in the WDMP, with the proposed project revisions to the WDMP.

3.8.2 Anticipated Future City Permits and Approvals

Implementation of the project is also expected to eventually require applicant submittal and City approval of a Final Planned Development Plans, Vesting Tentative Maps(s), Final Map(s), site plan and architectural review(s), grading permit(s), building permit(s), etc.

3.8.3 Other Anticipated Jurisdictional Agency Approvals

The project is also expected to require approvals from the following regional, state, and federal trustee and responsible agencies:

(a) San Francisco Bay Conservation and Development Commission, which is responsible for implementing the San Francisco Bay Plan and has "shoreline jurisdiction" over all project lands within 100 feet of the San Pablo Bay shoreline and portions of the project site along Refugio Creek;

¹Hercules Land Use and Zoning Map, March 21, 2007.

- (b) San Francisco Regional Water Quality Control Board, which will be responsible for approval of project-related Section 401 Permit(s) and National Pollution Discharge Elimination System (NPDES) water discharge permit(s);
- (c) State Department of Fish and Game (trustee agency), which will be responsible for approval of a DFG Stream Bank Alteration Permit for project-related alterations to Refugio Creek;
- (d) U.S. Army Corps of Engineers, which will be responsible for approval of any project-related wetlands fill permit(s) under section 404 of Clean Water Act;
- (e) U.S. Fish and Wildlife Service, which will be consulted by the Army Corps of Engineers as part of the Section 404 permit process; and
- (f) Federal Emergency Management Agency (FEMA), which will be responsible for approving a Conditional Letter of Map Revision for possible project-related revisions to the applicable local Flood Insurance Rate Map.

3.8.3 EIR Scope

The applications requesting the City approvals identified in subsection 3.8.1, above, triggered the need for CEQA review. The applicant now seeks to ensure that all environmental impacts associated with implementation of the proposed Hercules Bayfront Project are adequately evaluated. At the request of the applicant, this EIR has therefore been prepared as a project-specific EIR containing a comprehensive analysis of the environmental effects of a "project" that consists of the overall "ground-up" development program for the 42.36-acre Hercules Bayfront Project site.