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November 17, 2020

VIA E-MAIL

City Council
City of Santa Rosa
City Hall
100 Santa Rosa Ave.
Santa Rosa, CA 95404
Email: citycouncil@srcity.org

Re: City of Santa Rosa Proposed Adoption of the Downtown Station Area
Specific Plan Implementation Package (November 17, 2020 City Council
Meeting Agenda Item No. 15.3)

Dear Mayor Schwedhelm, Vice Mayor Fleming, and Honorable members of the Council:

As you may recall, this firm represents Airport Business Center, owner of 50 Old Courthouse Square, and Blue Fox Partners, owner of the Roxy Stadium 14 building, both located in Downtown Santa Rosa. This letter is sent to follow up on the previous comments my clients had provided with respect to the Downtown Station Area Specific Plan (DSASP) and the above-referenced agenda item. My clients have been reaching out to staff to resolve some of their concerns with respect to the zoning and General Plan amendments under item 15.3. We very much appreciate staff's time and attention with respect to our concerns. However, as a number of them remain unresolved, we are compelled to submit this letter in preservation of my clients' rights.

In short, as approval of the DSASP has been subject to a legal challenge now pending in Sonoma County Superior Court, it is not yet final. Rezoning the plan area is therefore premature and risks having the zoning be inconsistent with the applicable 2007 version of the specific plan and potentially the City's General Plan as well, contrary to California law. (Gov. Code, §§ 65454, 65455, 65860.) Moreover, there are other deficiencies in the DSASP as identified in previous comments and correspondence. Accordingly, my clients object to the adoption of item 15.3 and ask that it be tabled until such time as the litigation is resolved. For purposes of background I attach prior comment letters submitted with respect to the DSASP, which are incorporated herein by reference.

Thank you for your attention to this matter.

Very truly yours,

MILLER STARR REGALIA



Matthew C. Henderson

MCH:klw
encls.

cc: Sean McGlynn (w/encls.; CMOffice@srcity.org)
Stephanie Williams (w/encls.; CityClerk@srcity.org)
Nadia L. Costa, Esq. (w/encls.)
Richard Coombs (w/encls.)
Natalie Balfour (w/encls.)



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October 13, 2020

Via Email

City Council
City of Santa Rosa
City Hall
100 Santa Rosa Ave.
Santa Rosa, CA 95404
Email: citycouncil@srcity.org

Re: City of Santa Rosa Proposed Adoption of the Downtown Station Area
Specific Plan and Final Subsequent Environmental Impact Report
(October 13, 2020 City Council Meeting Agenda Item No. 15.1)

Dear Mayor Schwedhelm, Vice Mayor Fleming, and Honorable members of the Council:

This firm represents Airport Business Center, owner of 50 Old Courthouse Square, and Blue Fox Partners, owner of the Roxy Stadium 14 building, both located in Downtown Santa Rosa. While our client supports the City's desire to facilitate redevelopment in the Downtown through implementation of an updated land use vision, we are quite concerned with the potential significant adverse impacts – from both a planning and CEQA perspective – which are likely to result from the proposed adoption of the Downtown Station Area Specific Plan ("Specific Plan") and certification of the accompanying Final Subsequent Environmental Impact Report ("FSEIR").¹

Our client has been actively engaged in the Downtown Specific Plan process since its inception, and has been consistent in expressing its concerns, both with staff and during the public hearing process. For ease of reference, we have attached our client's most recent correspondence to the Planning Commission, dated September 24, 2020, which identifies these concerns in more detail (see Exhibits 1 and 2).

This letter will focus on CEQA issues. As discussed in greater detail below, the FSEIR is fundamentally defective under the principles governing environmental review under CEQA. These principles are well established, and the preparation of an EIR must satisfy a number of stringent legal requirements in order to meet CEQA's standards. "An EIR is an informational document which will inform public agency decisionmakers and the public generally of the significant environmental

¹ The FSEIR includes the draft subsequent environmental impact report and attached appendices (collectively, "DSEIR"). (FSEIR, p. 1-1.)

effect of a project, identify possible ways to minimize the significant effects, and describe reasonable alternatives to the project. The public agency shall consider the information in the EIR along with other information which may be presented to the agency.” (CEQA Guidelines, § 15121, subd. (a).) An EIR must identify “significant effects on the environment of a project,” as well as project alternatives and feasible mitigation measures which would avoid or mitigate those effects to a level of insignificance. (Pub. Resources Code, § 21002.1, subd. (a); CEQA Guidelines, § 15126.) An EIR “must contain facts and analysis, not just the agency’s bare conclusions or opinions.” (*Citizens of Goleta Valley v. Board of Supervisors* (1990) 52 Cal.3d 553, 568, citations omitted.)

The purpose behind an EIR is to enable a meaningful evaluation of a project’s potential impacts on the environment to ensure that decisions are fully informed and shaped with environmental consequences in mind. This is true both for the lead agency’s decisionmakers as well as the public more broadly. “An EIR should be prepared with a sufficient degree of analysis to provide decisionmakers with information which enables them to make a decision which intelligently takes account of environmental consequences.” (CEQA Guidelines, § 15151.) “An EIR must include detail sufficient to enable those who did not participate in its preparation to understand and to consider meaningfully the issues raised by the proposed project.” (*Laurel Heights Improvement Assn. v. Regents of University of California* (1988) 47 Cal.3d 376, 405.)

CEQA’s underlying policy requires that public agencies not approve projects as proposed if feasible alternatives or mitigation measures would substantially lessen their significant environmental effects. (*POET, LLC v. State Air Resources Board* (2013) 218 Cal.App.4th 681, 710, 714, citing Pub. Resources Code, § 21002.) This fundamental policy mandates that the required “evaluation of environmental issues ... occur *before* an agency approves a project,” and is reflected in the express language of the CEQA Guidelines. (*POET, LLC, supra*, 218 Cal.App.4th at p. 715, quoting CEQA Guidelines § 15004, subd. (a) [“Before granting any approval of a project subject to CEQA, every lead agency and responsible agency shall consider a final EIR or negative declaration.”].) Agencies may not take any actions concerning a project that may have significant environmental effects or limit the choice of alternatives or mitigation measures before they have *completed* CEQA compliance. (*Id.* at 716, citing CEQA Guidelines, § 15004(b)(2).) Were it otherwise, “[CEQA] review is likely to be a post hoc rationalization.” (*Id.* at p. 717, citations omitted.)

CEQA compliance requires certification of a legally adequate EIR, and an EIR that does not meet CEQA’s standards must be corrected by further study and analysis. When the lead agency omits information the EIR is legally required to contain, such that failure to include the required information precludes informed decisionmaking and informed public participation, it has failed to proceed in a manner required by law, and the error is prejudicial. (Pub. Resources Code, § 21005; *Vineyard Area Citizens For Responsible Growth, Inc. v. City of Rancho Cordova* (2007) 40 Cal.4th

412, 435.) Where omitted information or analysis deprives the public or trustee agencies of the opportunity to review or comment on significant matters, the omission will be deemed prejudicial. (Pub. Resources Code, § 21005, subd. (b); *Fall River Wild Trout Foundation v. County of Shasta* (1999) 70 Cal.App.4th 482, 492.) Recirculation of an EIR is required when “significant new information” is added in the FEIR following the public review and comment period. (Guidelines, § 15088.5, subd. (a).) Such “information” includes “changes in the project or environmental setting as well as additional data or other information” and is considered “significant” if it would deprive the public of a meaningful opportunity to comment on a substantial adverse project impact or feasible mitigation measure. (*Ibid.*) It is also required if “[t]he draft EIR was so fundamentally and basically inadequate and conclusory in nature that meaningful public review and comment were precluded.” (*Id.* at § 15088.5, subd. (a)(4).)

It is also fundamental that a proposed project must be consistent with applicable planning documents – such as the general plan and any applicable specific plan – enacted by a local jurisdiction. “The consistency doctrine has been described as the linchpin of California’s land use and development laws; it is the principle which infuses the concept of planned growth with the force of law.” (*Families Unafraid to Uphold Rural etc. County v. Board of Supervisors* (1998) 62 Cal.App.4th 1332, 1336, citation and internal punctuation omitted.)

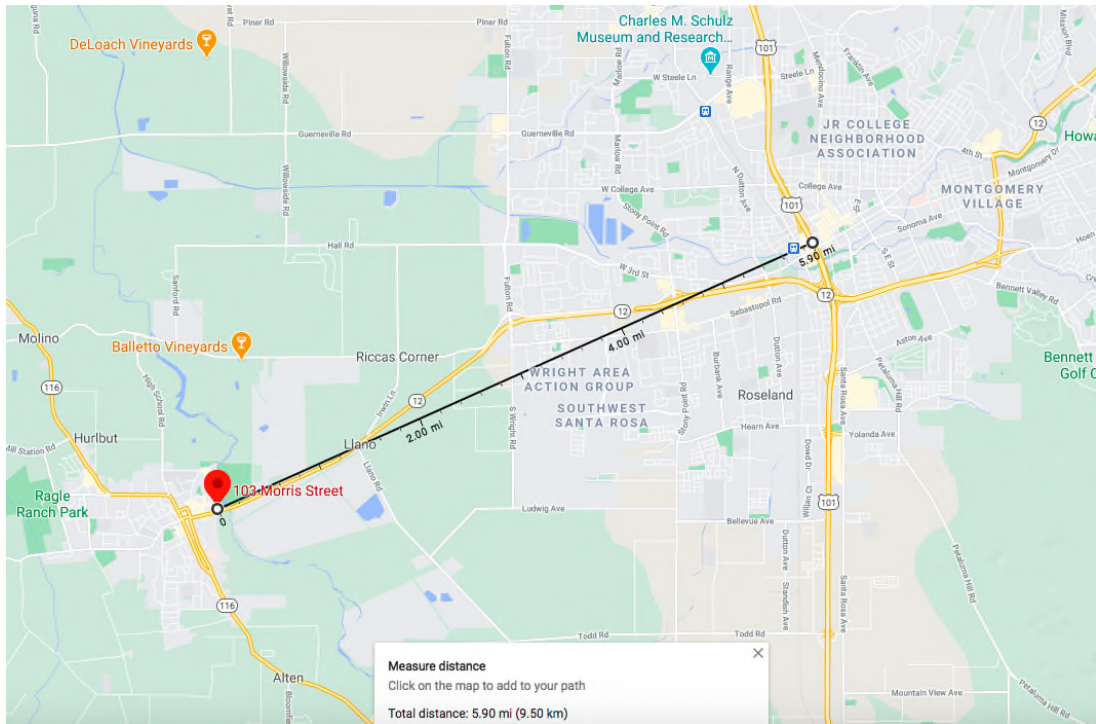
As will be shown below, the FSEIR fails to comply with CEQA’s mandates in a number of key respects. Its analysis of air quality impacts relies on out-of-date and inapposite data, yielding an improper baseline and skewing the results. The transportation impacts section also relies on an improper baseline for its level of service (LOS) analysis, and improperly calculates the vehicles miles traveled (VMT) impacts. Finally, by allowing existing uses to be redeveloped without adequate (or indeed, any) parking, the Specific Plan may give rise to significant flight of businesses from the Specific Plan Area, raising the specter of urban blight. But the FSEIR does not include such an analysis. These, along with other issues touched on below, render the FSEIR legally deficient under CEQA, requiring it to be substantially revised and recirculated.

* * *

One of the problems with the FSEIR is its skewed baseline analysis. To make an accurate analysis, an EIR must delineate environmental conditions prevailing absent the project, defining a ‘baseline’ against which predicted effects can be described and quantified.” (*Neighbors for Smart Rail v. Exposition Metro Line Construction Authority* (2013) 57 Cal.4th 439, 447, citations omitted.) But, for instance, the Air Quality analysis lacks an appropriate baseline. This is due to several factors.

The first is geographical. The air quality monitoring station used for the Air Quality analysis is located at 103 Morris Street in Sebastapol (DSEIR, p. 3.1-4). That is almost six miles from the Specific Plan Area. Moreover, it does not account for the

fact that US 101 effectively bisects the Specific Plan Area, which entails a much higher effect from traffic-related emissions than would be experienced in Sebastapol, which does not have such a highly used route so close to the monitoring station.



The other problem here is temporal. The FSEIR relies on air quality data from 2016 through 2018. (DSEIR, p. 3.1-5.) That data shows a marked increase in particulate matter (PM₁₀ and PM_{2.5}) over the three years covered. (*Ibid.*) This is most likely attributable to wildfire activity, which has been significantly growing in California. So, for instance, the 2020 fire season has seen the LNU Lightning Complex fires burn 363,200 acres in the vicinity of the Specific Plan Area.² As of October 12, 2020, the Glass Fire has already burned 67,484 acres in the vicinity of the Specific Plan Area and is not yet fully contained.³ And the 2020 fire season isn't even over yet.

Scientists predict that California's wildfires will continue to worsen.⁴ Thus, while the FSEIR acknowledges that the Specific Plan Area is not in attainment of state PM₁₀

² <https://www.fire.ca.gov/incidents/2020/8/17/lnu-lightning-complex-includes-hennessey-gamble-15-10-spanish-markley-13-4-11-16-walbridge/>.

³ <https://www.fire.ca.gov/incidents/2020/9/27/glass-fire/>.

⁴ <https://www.capradio.org/articles/2020/09/03/wildfires-in-california-will-continue-to-get-worse-climate-change-experts-explore-why/>.

and PM_{2.5} standards, it actually substantially **understates** the actual baseline air pollution. This means it fails to provide an adequate baseline and does not undertake the appropriate analysis of cumulative impacts.

The DSEIR acknowledges that it “considers the Proposed Plan’s potential to exacerbate existing impacts on sensitive receptors and new receptors associated with development under the Proposed Plan.” (DSEIR, p. 3.1-44.) Of course, it cannot do that with an inadequate analysis of the actual background air quality in the Specific Plan Area. This inadequacy extends to the FSEIR’s analysis of health impacts to receptors in the Specific Plan Area. If the Specific Plan Area is already subject to dangerously high levels of air pollution, adding substantial new uses and receptors will only lead to greater health impacts. The FSEIR must be revised to account for this.

The transportation analysis in the FSEIR is also defective. It assumed that the “no project” entailed a full buildout under the original 2007 version of the Specific Plan. (DSEIR, p. 3.7-36.) But the DSEIR notes that “halfway through the planning period, only 100 out of an envisioned 3,400 housing units and 194,000 out of an envisioned 494,000 square feet of office, retail, and institutional uses have been developed.” (DSEIR, p. 1-2.) Thus, by assuming full buildout under the 2007 plan, the FSEIR inflates the “no project” comparator and thereby decreases the delta between what is projected under the “no project” scenario and the contemplated buildout under the Specific Plan as now proposed. This artificially decreases the transportation-related impacts of the Specific Plan, contrary to CEQA. In effect, the FSEIR is using an artificially inflated baseline for purposes of the transportation analysis.

It is appropriate to assume full buildout under the Specific Plan for purposes of evaluating the Specific Plan’s potential impacts, because the Specific Plan could foreseeably give rise to that level of development and thus that degree of change to the environment. But that rationale does not apply to a baseline analysis, which ordinarily takes as the “baseline” existing conditions. This is especially true in this instance where the Specific Plan’s *raison d’être* is the failure of the 2007 plan to yield the expected level of development. In other words, the very premise of the Specific Plan is a lack of development, directly contrary to the premise in the transportation analysis.

Relatedly, another glaring issue with the transportation analysis is that it concludes the Specific Plan will have virtually no traffic-related impacts compared to the no-project alternative, even seeing some intersection LOS improvements. (DSEIR, pp. 3.7-40 to 3.7-42.) This is despite the fact that the Specific Plan envisions adding 3,750 residential units, 8,670 residents, and 334,690 square feet of commercial development over the existing 2007 plan. (DSEIR, p. 2-3.2.) It is not at all clear from the FSEIR what premises are built in to the analysis to reach this result. It appears to rest on the assumption that greater use of transit and bicycle and pedestrian facilities will reduce traffic as compared to the future no-project scenario. (DSEIR, pp. 3.7-46 to 3.7-47.) But this is mere unsupported supposition. Moreover,

the original 2007 plan included a similar emphasis on reducing automobile use. The final EIR for the 2007 plan noted:

Acknowledging the limitations of the regional freeway system, agencies such as Santa Rosa and the County of Sonoma have resorted to focusing resources on managing transportation demand through TSM and TDM measures; improving alternative transportation modes such as transit usage, bicycling and walking; and encouraging better land development practices that focus on infill and transit-orientation instead of outward suburban expansion. A major goal of the Station Area Specific Plan is to reduce automobile reliance and roadway impacts through this type of “smart growth.”

(Downtown Station Area Specific Plan, Final Program EIR, State Clearinghouse No. 2006072104, p. 84.)⁵ The FSEIR does not explain how the new Specific Plan improves upon its 2007 predecessor in this regard. It is impossible for the public and decisionmakers to understand the premises and assumptions, evidence, analysis, and conclusions reached on this point, rendering the FSEIR defective under CEQA.

With respect to the VMT analysis, the FSEIR notes that “most” of the Specific Plan Area is located within a half mile of a major transit stop or a stop along an existing high quality traffic corridor. (DSEIR, p. 3.7-48.) It then relies on the transit mall as meeting this criterion, even though it acknowledges (albeit buried at the end of an appendix) that OPR does not consider the traffic mall qualifying as such. (DSEIR, Appendix F.) Moreover, the VMT analysis in the FSEIR, such as it is, consists of a scant four pages, without any data or analysis to show how the conclusions were reached. (*Ibid.*) It appears to show that existing VMT for most of the Specific Plan Area is 7.7. (DSEIR, Appendix F, Fig. A.) This is lower than the projected VMT for the Specific Plan. (DSEIR, p. 3.7-47.) Thus, by using a citywide VMT average the FSEIR obscures the actual potential impacts of the Specific Plan. Using the more precise and conservative figure shown in Appendix F, the FSEIR appears to show a potentially significant **increase** in VMT under the Specific Plan, contrary to its conclusions.

In short, the transportation analysis artificially inflates certain baseline parameters and artificially reduces others in order to reach a conclusion that the Specific Plan will have no significant traffic-related impacts. As such it fails to adhere to the mandates of CEQA and must be significantly revised before the City can properly certify it.

⁵ <https://srcity.org/DocumentCenter/View/19627/Downtown-Station-Area-Specific-Plan-Final-EIR?bidId=>.

There is a further serious deficiency in the FSEIR. The Specific Plan redesignates existing public parking garages such as those at 555 First Street and 625 3rd Street to the new "Core Mixed Use" land use designation. (DSEIR, p. 2-16.)

Core Mixed Use allows for a "mix of residential, retail, office, governmental, entertainment, cultural, educational, and hotel uses." (Specific Plan, p. 2-8.) In other words, these existing parking garages could be converted to different uses as a matter of right, eliminating much-needed parking in the Specific Plan Area. In the event such were to occur, businesses in the vicinity would be forced to relocate as customers will not shop where they cannot park. This concern is driven home by the fact that the Specific Plan explicitly waives minimum required parking. (DSEIR, p. 2-26; Specific Plan, p. 2-20.)

Virtually by definition, a project that replaces a parking garage cannot provide as much parking as is lost by the replacement; thus, not only would the Specific Plan Area lose parking for existing uses, it would also be underparked for the significant additional development the Specific Plan proposes to add to the area, including upwards of 334,000 square feet of commercial uses. (DSEIR, pp. 2-31 to 2-32.) The assertion that this will not occur is not supported by substantial evidence. Even assuming arguendo, the parking supply is eventually bolstered, this does nothing for Downtown businesses during the interim. In order to survive (much less thrive), Downtown businesses (both property owners and their tenants) must be assured there will be adequate parking on a consistent basis. The opposite, however, will take place if the Council adopts this Specific Plan without appropriate protections for parking garages to remain in place to serve the Downtown.

California courts have long recognized the existence of "land use decisions that cause a chain reaction of store closures and long-term vacancies, ultimately destroying existing neighborhoods and leaving decaying shells in their wake," and have invalidated EIRs for failing to take such factors into account. (*Bakersfield Citizens for Local Control v. City of Bakersfield* (2004) 124 Cal.App.4th 1184, 1204.) The FSEIR is completely silent on this issue, however, a glaring defect that is in and of itself sufficient to render it inadequate under CEQA. Either the Specific Plan should be revised to ensure that this eventuality does not occur, or the FSEIR must be revised to include an urban decay analysis.

Finally, the FSEIR does not include a land use analysis. It is therefore unclear how the Specific Plan as currently proposed is consistent with the land use patterns in the remainder of the City, as well as broader zoning and planning policies and standards. The analysis in the FSEIR therefore lacks context for a reader to understand how the Specific Plan might hamper other planning priorities for the City.

* * *

In conclusion, we appreciate the opportunity to be heard on these issues, which are of great importance to our client and to the City's residents and businesses in

general. For the record we incorporate by reference all comments made by our client with respect to the DSEIR and FSEIR to date, as well as those made by other parties. Before undertaking such a significant broadening of the developable space and density of development in the Specific Plan Area as compared to the 2007 plan, the City must carefully undertake its obligations under CEQA so that all stakeholders can be properly apprised of the costs and benefits of proceeding. We know you will make the right decision – one which appropriately reflects the City’s obligations under CEQA – and thank you for your time and attention.

Very truly yours,

MILLER STARR REGALIA



Matthew C. Henderson

MCH:klw
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cc: Sean McGlynn (w/encls.; CMOOffice@srcity.org)
Stephanie Williams (w/encls.; CityClerk@srcity.org)
Nadia L. Costa, Esq. (w/encls.)
Richard Coombs (w/encls.)
Natalie Balfour (w/encls.)

EXHIBIT 1

September 24, 2020

Santa Rosa Planning Commission
City of Santa Rosa
100 Santa Rosa Avenue
Santa Rosa, CA 95404

Dear Chair, Vice Chair, and Commissioners

I am writing on behalf of Airport Business Center; the owner of 50 Old Courthouse Square and the building Roxy Stadium 14 is located, regarding the Downtown Area Specific Plan.

We want to start by acknowledging all the work staff has done and their willingness to be available and helpful throughout the process so far.

We believe that there are a lot of great ideas that will help create a vibrant downtown. There are only three requests that we have. In terms of the Plan, they are exceedingly small and will not affect its overall goals or visions. To us, however, they are exceptionally large. We have been a property owner and landlord Downtown for 15 years and we hope to remain one for many years to come. These requests are vital in our ability to do so.

- 1. Adopt a policy to keep Parking Garage 5 (625 3rd Street) and Parking Garage 12 (555 First Street) exclusively as public parking garages.**
 - a. Garage 5 is the most used public parking garage downtown and is situated in the heart of Courthouse Square. The surrounding retailers, restaurants, and office users rely on its existence to prosper. If the City wants to attract the level of retail and service users proposed in the Plan, this parking garage must remain in effect.
 - b. Garage 12 provides parking for Roxy Stadium 14. If the City wants the movie theater to remain in our Downtown, this garage must remain in existence.
 - c. We have attached our comments to the EIR Scoping Study we submitted back in January (Attachment A). We requested an alternative analysis using the assumption that Garage 5 and Garage 12 being designated Public/Quasi.
 - i. A number of prominent business and property owners pledged their support of our request to change the land use designations of these two garages to Public/Quasi.

- 2. Adopt a policy stating that any ground floor space currently being utilized as office shall be allowed to retain such use, now and in the future without any alterations to the building.**
 - a. In theory, all these policies should only apply to new construction. However, this is not stated anywhere, and we are requesting that it be made clear. We want to make sure that when we go into get a permit for a TI for a new office tenant, we are not required to alter the exterior of our building to make it more “active” due to the fact that our use is office.
 - b. We realize that offices do not inherently create an active façade, but that is for a reason. Office users do not want people drawn to the building there are in, right in front of the office windows. Things like putting out chairs and tables, adding awnings, and creating

public recreational spaces could benefit retail and restaurants. But they greatly injure office use.

- c. If office use on the ground floor is not protected, this Plan will not succeed. It cannot rely upon retail, restaurants, and services account for the 800,000 square feet of commercial development this Plan is proposing. Those uses are extremely volatile with very high turn-over. Office use, on the other hand, is steady and reliable. If you allow office use to continue to exist as is, the downside is the facade might not be active, but the spaces will be filled. If you do not protect office, and there isn't enough retail to match supply, you will have vacant ground floor spaces. Vacancy is much worse than plain façades, both in terms of aesthetics as well as safety.

3. Officially designate 50 Old Courthouse Square as a site to be preserved for employment-oriented development, as stated in Policy LU-3.4 below.

LU-3.4 Preserve some sites in the Courthouse Square area for employment-oriented development to ensure that its role as a regional employment hub be maintained.

Additionally, there are several more Policies in the Proposed Plan that will be irrelevant if commercial office use is not actively protected.

LU-1.2 Foster a rich mix of uses in the Core, Station, Maker and Neighborhood Mixed Use areas, while allowing differences in emphasis on uses to distinguish between them.

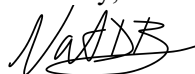
LU-3.1 Expand and diversify the Downtown employment base by attracting new employers, including firms active in technology, medical/bio, engineering, and media.... nurturing and retaining small businesses and start-up firms. Ensure that buildings are designed to accommodate these uses.

LU-3.5 Encourage the integration of commercial tenant spaces designed to accommodate small business within new development.

Pg. 2-5 “The Downtown Station Area encompasses approximately 9.5 percent of the office space in Sonoma County, and the Old Courthouse Square is a regional center for financial and government offices. Market demand projections anticipate that the Downtown Station Area will capture a commensurate share of new office development as long as there is a sufficient amount of housing that is attractive and affordable to a growing workforce.”

I appreciate your time and consideration of this proposal.

Sincerely,



Natalie Balfour
Airport Business Center

ATTACHMENT A

January 15, 2020

Patrick Streeter, Senior Planner
City of Santa Rosa, Planning Division
100 Santa Rosa Avenue
Santa Rosa, CA 95404

RE: Downtown Santa Rosa Station Area Specific Plan: Initial Study

Dear Patrick,

The goal of this letter is to express the concerns we have regarding the Initial Study that has been prepared for the Downtown Station Area Specific Plan Update. It is written specifically on behalf of Airport Business Center, the owner of 50 Old Courthouse Square, with more than 20 tenants, and 85 Santa Rosa Avenue, where Roxy Stadium 14 is located. Additionally, we have garnered support from a number of other Downtown business and property owners, including Hugh Futrell, Doug VanDyke, Toraj Soltani, Charles Evans, Tom Robertson, and Amy Tocchini.

We realize that one of the goals of the Specific Plan Update is to promote high-density residential development in the Downtown Area. There are a number of ideas proposed in the Initial Study, as well as the memo entitled “Barriers to Downtown Development and Strategies to Address Them.” We support the majority of the proposed concepts and appreciate that the City is working to create a more vibrant and successful downtown.

However, we have one major concern – this plan does not protect any of the parking facilities from being redeveloped in the future. We believe that it is in the best interest of the Downtown businesses and properties to designate the land use and zoning of at least a few of the parking facilities as Public/Institutional. Specifically, we are requesting that Garage 5 and Garage 12 be designated Public/Institutional. Many businesses and properties located Downtown rely on these specific garages to remain viable. The Roxy Theater, Hotel E, Mac’s Deli and Cafe, Perch and Plow, and E.R. Sawyer Jewelers are just a few of them. The City cannot afford to lose these businesses, as they have become essential to the success of the Downtown Santa Rosa economy.

Zoning these garages Public/Institutional is the only way to ensure that these parking facilities will exist in the future. This information is vital when business and property owners are performing long-range planning, deciding whether to stay Downtown or relocate. A number of businesses have already decided to move elsewhere and we know of many more who are considering it. The current parking situation is already a major point of contention and has been cited as one of the main reasons businesses consider relocating. Redeveloping the garages will only make the situation worse. If these garages are zoned anything other than

Public/Institutional, the degree of unknown will increase. This will ultimately lead to uncertainty and frustration, which will only drive more businesses out of Downtown.

The projected increase of approximately 7,000 residential units in the proposed plan has been calculated using a number of assumptions. For example, assumptions have been made regarding the number of residential units each parking garage could produce, if developed. These numbers have then been used in the current analysis and scoping of the EIR. In order for us to support this Specific Plan Update, the scope of the EIR needs to be expanded to include different assumptions. We are formally requesting that the EIR include an alternative analysis using the assumption that Garage 5 and Garage 12 be zoned as Public/Institutional.

We appreciate your time and consideration and look forward to working together to find a solution that will create a vibrant Downtown, taking into account all aspects of the community.

Sincerely,

A handwritten signature in black ink, appearing to read "Natalie Balfour", written over a horizontal line.

Natalie Balfour

Asset and Property Manager

Airport Business Center

nbalfour@airportbusinesscenter.com

(707) 217-6252

EXHIBIT 2

September 24, 2020

Planning Commission
City of Santa Rosa
100 Santa Rosa Avenue
Santa Rosa, CA 95404

Dear Chair, Vice Chair, and Commissioners,

I am writing on behalf of Airport Business Center, owner of 50 Old Courthouse Square and the Roxy Stadium 14 building, regarding the Final Subsequent EIR for the Downtown Station Area Specific Plan.

Given the two polices we previously requested were not incorporated into the Plan, we were forced to review the Final EIR. We believe that the EIR analysis is insufficient, and we request that the Planning Commission not approve the EIR until further analysis can be performed or the review and incorporation of our proposed policies occur.

The items we currently feel need further analysis are:

ALTERNATIVES

This EIR only analyzes one alternate plan, the “Redistributed Growth Alternative,” in addition to the CEQA required “No Project Alternative.” We believe this is an inadequate number of alternatives for the EIR to be deemed complete.

The 2007 Specific Plan EIR agreed, as it included a third alternative, the “Reduced Growth Alternative.” This alternative called for an increase of 3,270 residential units, which was 56% more than the No Project Alternative and 26% fewer than the Proposed Plan. If we apply these percentages to the current Plan, the Reduced Growth Alternative would lead to an increase of approximately 5,000 residential units.

Given the current EIR has been deemed a subsequent analysis to the 2007 EIR, we believe that a Reduced Growth Alternative should be analyzed before the EIR is adopted. The same ratio of the increase in residential units between the current No Project and the Reduced Growth Alternative, as calculated above, should be used.

It is explained in the EIR that the Reduced Growth Alternative was not carried forward because it did not meet the objectives of the Plan and was thus infeasible. Examples provided are that it would not facilitate the production of housing, increases the number of residents within ½ mile of high frequency transit stations, or leverage City-owned properties to redevelop into housing. It seems the name of this Alternative might be confusing. The Reduced Growth Alternative means a reduced amount of growth compared to the Proposed Plan. It does not mean reduced growth as compared to today.

- The Reduced Growth Alternative would create 5,000 more residential units. This is an exceptionally large number for anywhere in Sonoma County. To put it in perspective, halfway

through the 2007 Specific Plan, only 100 residential units had been built. An additional 5,000 residential units would represent incredible growth.

- Increasing the number of housing units by 5,000 units would not reduce the number of residents within ½ mile from transit, it would increase it. It would be a smaller increase than the Proposed Plan, but that is not what the objective means. When it is stated that an objective is for the plan to increase anything, it means an increase compared to today, not compared to the Proposed Plan.
- City-owned properties could absolutely be developed into housing under the Reduced Growth Plan. It will be incredibly difficult finding enough developers willing to build residential and multi-use projects Downtown. So, it will be crucial that the City does develop their property regardless of the alternative chosen.

Given the discrepancies listed above, and given Reduced Growth seems to have been misinterpreted or misrepresented, there is too much gray area to state definitively that the Reduced Growth Alternative is infeasible. Nothing is lost by analyzing this Alternative. There could be a lot to lose if it is not, since it could be argued that the Alternatives were not properly or fairly chosen. If this Alternative proves to be vastly superior for the environment, the Planning Commission and City Council have a right to that information. They can then make the decision if it is infeasible based on their goals and objectives.

TRAFFIC

- 1) The VMT analysis is unclear and the EIR should not be approved until after further information can be provided.
- 2) The City is in the process of updating its VMT guidelines and the environmental review of this project should not move forward until such guidelines have been adopted. Once these specific guidelines are approved, they should be followed in this EIR.
- 3) CEQA Guideline 15064.3(b)(1) states “Generally, projects within ½ mile of either an existing major transit stop or a stop along an existing high-quality transit corridor should be presumed to cause a less than significant transportation impact.”
 - a) The SMART Station is considered a major transit stop. However, a large section of the Plan, specifically the eastern half Courthouse Square, is not within ½ mile of the SMART Station.
 - b) The Transit Mall is being considered a “high-quality transit corridor” in this study. Using this designation, the entire Plan area is within ½ mile of either a transit stop or corridor. If this is the case, no quantitative analysis would be required.
 - i) However, it is stated in Appendix F of the DEIR that the Office of Planning and Research (OPR) has indicated that “the transit mall may not meet the strict definition of a major transit stop.” And yet it is considered as such in this analysis. Although we acknowledge there is some reasoning behind designating the Transit Mall a high-quality corridor, we believe this designation is too gray and given how important this distinction is, quantitative VMT analysis should be performed.
 - ii) Additionally, given the majority of the proposed high-density residential is slated to occur in Courthouse Square, and that the eastern half of Courthouse Square is not within ½ mile of the SMART Station, again we believe that a quantitative VMT analysis must be performed.
- 4) This EIR used a trip-based analysis, versus the alternative “tour based” method. The trip-based method only counts trips to and from one location, excluding trips taken between (school, daycare, shopping, etc.). The “tour based” includes all trips and is preferred by the OPR. For the EIR to be considered comprehensive, this plan should be analyzed using both methods.

- 5) Per Santa Rosa's Draft VMT Guidelines, it is stated "projects that are inconsistent with the (General Plan) Land Use Plan are automatically considered inconsistent with the VMT policy and shall conduct a VMT analysis." This Project's proposed Land Use is inconsistent with both the General Plan as well as the 2007 Specific Plan and should thus be required to perform a full VMT analysis.
- 6) Per Santa Rosa's Draft VMT Guidelines, different Land Uses are required to apply different thresholds. For example, office uses must use the Employment VMT per worker for work related trips only, retail uses must use the Total VMT, and mixed-use must apply significant thresholds for each component separately, taking credit for internally captured trips.
 - a) From the information provided in the EIR, this level of analysis was not performed, and it should be before moving forward. If this level of analysis was performed, no calculations have been included in the report and they should be provided before moving forward.
 - b) If the City attempts to provide a reason for not providing this level of analysis, please refer to Comment #3 and Comment #6 above.
- 7) The impact of developing parking facilities has not been adequately analyzed.
 - a) Is there an VMT impact when converting parking facilities into residential uses?
 - i) How has this specific impact been analyzed? Where are the calculations and data?
 - b) Why aren't the detailed VMT calculations included in the EIR?
 - c) If parking supply is removed, people will need to park further away from their destinations. Has this been analyzed in terms of the VMT impact?
 - d) Was it assumed that the new residents would be working Downtown, thereby producing fewer VMT? Was there an alternative analysis assuming residents work elsewhere?
- 8) Although it does not hurt to have LOS incorporated in for General Plan consistency purposes, SB 743 required the analysis of the project to stand alone using VMT. There is much more LOS analysis than VMT analysis. As stated above, there should be more VMT analysis since this method is a State requirement. Currently it looks like the VMT analysis was an afterthought, versus a thorough analysis. This makes sense given the State requirements changed very recently. It is exactly because of this that we believe more time should be taken on the VMT analysis method before moving forward.

AESTHETICS

- 1) This plan proposes an increase of 1.3M square feet in retail uses. A vast majority of this retail will be within mixed-use projects, requiring residential to be built above. This mixed-use type of development becomes problematic when retail demand falls short of supply, preventing landlords from leasing their ground floors. The aesthetics of the area are negatively impacted when vacant worn-down store fronts start appearing. These empty store fronts make it increasingly difficult for the neighboring buildings to be leased out, so the area continues to degrade aesthetically. This has been something our Downtown has been struggling with for some time now.
 - a) Additionally, COVID-19 has, and will, continue to wipe out retail. Restaurants have been temporarily hit, but retail will be forever changed. When looking out to 2040, there is absolutely a chance that retail will no longer exist in brick and mortar form. If even half of the square feet this Plan proposes remains vacant, there would be noticeable blights around Downtown. What vacancy percentages can be endured by an area before the aesthetics are damaged?
 - b) Such physical blights could reasonable be
 - c) Given this very real possibility, the negative aesthetic effects that could occur if retail does not survive in the future need to be further analyzed. Ideally this would be analyzed block by block, as there are different retail use densities which would affect the outcome of the analysis.

- 2) The same argument can be made regarding the residential aspect of mixed-use development. The current plan calls for 7,006 new residential units. This is an extremely high estimate by any standard. The effect the failure to build these units would have on the area's aesthetics should be analyzed. If buildings are required to build mixed-use and there is not enough residential demand, the buildings will not be fully leased, meaning the property owners will likely invest less in exterior maintenance, thus negatively impacting the area's aesthetics.
- 3) Given the physical blights, that could reasonably be assumed to result based on the current plan, we respectively request that the City's EIR consultant prepare an urban decay analysis to ensure there is a robust analysis and full disclosure of this key issue.

WATER AND WASTEWATER

- 1) What will the impact be on water and wastewater when developing parking facilities into residential? Was this calculated separately? If so, please provide the data.
- 2) The EIR did not analyze the scenario where the City does not build the many infrastructure projects needed to support the proposed development.
 - a) The assumption that the City can build this infrastructure is used as a mitigation for the impacts this Plan will have on the City's water and wastewater. What happens if it cannot?
 - b) Given many of these required infrastructure projects are not even approved, and given the incredible length of time it takes Cities to build infrastructure, the EIR cannot dismiss the scenario where the City is unable to build this infrastructure in a timely manner. Therefore, this scenario must be analyzed before the EIR can be adopted.

NOISE

In Appendix E, where the Noise Modeling Data is included, there are only two scenarios analyzed. The first is "Existing with no Project" and the second is "Future with Project." However, in other analyses, such as water demand, "Future with no Project" is included. Additionally, the consultant's actual report isn't included in this appendix. As developers have been required to submit acoustical studies for our projects in the past, but we cannot locate one in the EIR. Although there is information included in the Noise section, the official report by the consultant should be included to confirm that the information provided is complete and in alignment with the professional's analysis.

PUBLIC SERVICES AND RECREATION

We do not believe that the Plan adequately addresses the need for both private and public recreation and open space. The discussion in the EIR surrounding parks includes information about parks outside of the Downtown Area, which should not be counted in any way. A policy used as a mitigation for the impact this Plan will have on parks is that developers will be required to dedicate land or pay in-lieu fees. This does not help the Downtown area as there is little, if any, land that could be developed into parks or open space. Additionally, the parkland ratios provided are for the entire City. This study should include parkland ratios for specifically the Downtown since the impacts only apply to the Planning Area and thus need to be mitigated within that same area.

AIR QUALITY AND GREENHOUSE GAS

For the analysis on air quality to be valid, the data provided needs to be understood by those reading the EIR. Below is an example of the data included in the report and there are 43 pages that look like this. There is no way to check the assumptions and conclusions of the air quality analysis in the EIR if the data needed to do so is presented like this without further explanation. We request that further explanation of the hard data collected and the calculations performed be included in the EIR before it is approved.

Table Name	Column Name	Default Value	New Value
tblArchitecturalCoating	ConstArea_Nonresidential_Exterior	2,645,699.00	0.00
tblArchitecturalCoating	ConstArea_Nonresidential_Interior	7,937,098.00	0.00
tblArchitecturalCoating	ConstArea_Residential_Exterior	2,020,275.00	0.00
tblArchitecturalCoating	ConstArea_Residential_Interior	6,060,825.00	0.00
tblConstructionPhase	NumDays	550.00	0.00
tblConstructionPhase	NumDays	7,750.00	0.00
tblConstructionPhase	NumDays	500.00	0.00
tblConstructionPhase	NumDays	775.00	0.00
tblConstructionPhase	NumDays	550.00	0.00

GENERAL COMMENTS/QUESTIONS

- 1) It is stated on Page ES-5 of the DEIR that the Plan’s development buildout assumes “only a portion” of the total potential development will occur by 2040. What is this portion? There should be an additional analysis in the EIR assuming a full build out. Although unlikely to occur, a full build out is still possible and those impacts should be identified so the worst-case scenario can be known before the EIR is approved.
 - a) For example, the Water Demand Analysis (Appendix D) includes Table 15, as show below, which breaks down the development phasing, assuming a full build out by 2040. If the water demand analysis uses the assumption of a full build out, then all other aspects of the plan should be analyzed using that same assumption.

Table 15 – Phased Development by Land Use Category for Project ^a

Land Use Categories	2020-2025	2025-2030	2030-2035	2035-2040	Total
Percent of Project to be Developed	25%	40%	20%	15%	100%
Residential					
Medium High Density	19 units	31 units	16 units	12 units	78 units
High Density	1,811 units	2,898 units	1,449 units	1,087 units	7,245 units
Non-Residential					
Office	-53,599 SF	-85,759 SF	-42,879 SF	-32,159 SF	-214,396 SF
Retail & Service	314,870 SF	503,793 SF	251,896 SF	188,922 SF	1,259,481 SF
Public/Institutional	138,917 SF	222,268 SF	111,134 SF	83,350 SF	555,669 SF
Industrial	-42,262 SF	-67,618 SF	-33,809 SF	-25,357 SF	-169,046 SF
Total	357,927 SF	572,683 SF	286,342 SF	214,756 SF	1,431,708 SF
	1,830 units	2,929 units	1,465 units	1,099 units	7,323 units

^a Source: Table 6, Woodard & Curran, January 6, 2020.

- 2) Table 15 above breaks down the development into specific commercial uses (office, retail, industrial, etc.).

- a) Were these use breakdowns used when evaluating the various impacts, such as water, traffic, air, sound etc.? For example, the water demand for a restaurant is vastly different than for a retail or office use. If there was an assumed percentage of the commercial that would be retail, office, etc. can we please be provided with those assumptions and the subsequent calculations?
- 3) It is clearly a high priority to develop City owned property. The Plan lists parking lots and parking garages as City assets. However, a Parking Assessment District was formed decades ago in which assessments of property owners were used to pay for the creation of the Downtown parking structures. The property owners were told that their money was being collected to add and maintain parking, not for the purpose of possible future development of those structures. If these structures are developed the parking supply will be reduced, the opposite of the assessment district's purpose.
 - a) This EIR was performed assuming that these assets belong to the City versus the Parking Assessment District. If this is not accurate, the Plan and EIR would need to be revised. Before the Planning Commission can make an informed decision about the Plan and subsequent validity of the EIR, we believe that the Parking Assessment District's original formation documents and entire history, including any subsequent transfers of assets, be provided.

Thank you for your time and consideration.



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