SUBJECT: 2012-7761 – Discussion and Possible Action Regarding an Application to Initiate a General Plan Amendment study to change the Moffett Park Specific Plan Land Use Designation for 1152, 1153, 1175, 1180 Bordeaux Drive, 155 Moffett Park Drive, 1215 Borregas Avenue and 1116 and 1130 N. Mathilda Avenue from Moffett Park Industrial (MP-I) to Moffett Park Transit Oriented Development (MP-TOD).

REPORT IN BRIEF
The City has received a letter from Jay Paul Company requesting the Council consider a General Plan Amendment Initiation (Specific Plan Amendment in Moffett Park) to study land use designation changes for various parcels located in the Moffett Park area (see Attachment A). The applicant would like to modify the existing Moffett Park Specific Plan for eight parcels planned as Moffett Park Industrial (MP-I) to Moffett Park Transit Oriented Development (MP-TOD). The project is referred to as Moffett Place and includes ten parcels, two of which are currently zoned MP-TOD. The preliminary project includes the construction of six new buildings, amenities building, and structured and surface parking plus a new street between Mathilda and Bordeaux. The eight parcels are located north of Moffett Park Drive, south of the West Channel, west of Borregas Avenue and east of North Mathilda Avenue (see Attachment B).

The Specific Plan and zoning categories would change the allowable floor area ratio (FAR) from a range of 35% - 50% under MP-I to a range of 50% - 70% under MP-TOD. The current Green Building Program allows an additional 10% FAR through a Green Building Incentive. If the City Council initiates the study then a formal application can be filed and the City could study the requested amendment, proposed project and conduct appropriate environmental review at the expense of the project applicant. The results of the project review and environmental analysis would then be presented to the Planning Commission and City Council for consideration at a later date.

Staff recommends Council authorize the initiation of the Specific Plan Amendment study to consider a change from MP-I to MP-TOD for sites 1, 3 and 4 as described in Attachment A with direction from the City Council regarding additional improvements to further enhance pedestrian connections.
BACKGROUND
The Moffett Park Specific Plan (MPSP) was adopted by the City Council on April 27, 2004. The MPSP evaluated redevelopment of the area from former industrial and military uses to Research and Development (R&D), Class “A” development, Corporate Headquarters, general industrial and support services. The MPSP designated three subdistricts within the plan area:

- Moffett Park – Transit Oriented Development (MP-TOD): This subdistrict is generally intended to encourage higher intensity uses in proximity to the Tasman Light Rail Corridor. Anticipated uses within this subdistrict are Class “A” Office, R&D and Corporate Headquarters. Parcels within this land use designation had at least 50% of the parcel within one-quarter of the light rail. The established base FAR is 50% with a maximum FAR of 70%.
- Moffett Park – General Industrial (MP-I): This subdistrict is intended to encourage a moderate floor area ratio due to its proximity to regional transportation facilities and transit services. The established base FAR is 35% with a maximum FAR of 50%.
- Moffett Park Commercial (MP-C): This subdistrict is intended to encourage support services for this plan area. Support services include hotels, restaurants, retail, professional services and similar uses. The established FAR is 40% for non-hotel uses and no FAR limitation for hotels.

In addition, a Development Reserve was established as the primary land use tool for implementing the vision of the MPSP: redevelopment of the area as a high technology office and R&D park. The Development Reserve totals 5.44 million square feet from which individual projects within the MP-I and MP-TOD zones may request access. Access to the reserve permits a project to exceed the base FAR up to the maximum FAR. The additional square footage is intended to act as an incentive for the redevelopment of underutilized sites with targeted growth. Access to the Development Reserve is based on compliance with the MPSP Green Building Incentive Program. The allocation of the Development Reserve is on a first-come first serve basis; the balance is currently 2.6 million square feet which deducts approved projects that have not been constructed yet.

In 2006, the MPSP was amended to allow a portion of the Moffett Towers project, which changed the land use designation and siting criteria for the MP-TOD subdistrict to include adjacent parcels which are part of one cohesive development. In the Moffett Towers project, the northwest corner (lot 3) was beyond the one-quarter mile distance from the station but the development on the southwest corner (lot 1) met the one-quarter mile siting criteria. Figure 1 indicates the locations of lots 1 and 3 from the 2004 Moffett Towers project.
The City Council approved the 2006 amendment to the MPSP to allow MP-TOD land use designation when the site design and layout provide for increased pedestrian access:

A minimum of fifty percent of the parcel is located within one-quarter mile of a current light rail station, as measured from an averaged center point of the station, or a property that is designed as a cohesive office/R&D campus with a property that has direct access to the light rail station and provides on-site amenities that serve the entire campus proposal, including pedestrian features that overcome any physical barrier and help reduce the dependence on automobiles.

In September 2011 the City Council adopted an update to the Green Building Program and amended the Moffett Park Specific Plan allowing additional development (additional 10% FAR beyond the maximum FAR) in accordance with the Green Building Program. The amendment clarified that additional square feet would be deducted from the Development Reserve.

**EXISTING POLICY**

Only the City Council is authorized to initiate proceedings to consider an amendment to the Moffett Park Specific Plan, similar to a General Plan Amendment Initiation (page 93 of the MPSP). City Council must first review an amendment initiation request in order to determine if the request warrants further study. The findings noted above are not required to be met at this time, but evaluated with the formal Specific Plan Amendment application, if the initiation is approved by the City Council.

Public notice of Council consideration of a Moffett Park Specific Plan Amendment is by posting of the City Council agenda. The Council has also requested early notification when an initiation application has been received (Council notification on October 9, 2012 and revised letter on October 25, 2012). The approval of an initiation request would allow a formal application to
be submitted to further assess the merits of the proposed Specific Plan Amendment request. The approval of an initiation does not commit the City Council to approve the Specific Plan Amendment request, nor any specific project proposal. If a study is initiated, the applicant would be required to submit subsequent discretionary applications for a Specific Plan Amendment and Rezoning (including payment of application fees) and would be subject to the appropriate environmental review, community outreach and public hearings by the Planning Commission and City Council.

The following are the key Moffett Park Specific Plan Guiding Principles and General Plan Goals and Policies relating to this General Plan Amendment Initiation request:

**Moffett Park Specific Plan**
Guiding Principle 1.0 - Positively influence the Sunnyvale business climate to and enhance economic vitality by providing comprehensive land use policies and permitting processes that encourage development of additional needed Class A office space to diversify the industrial base of Sunnyvale.

Guiding Principle 5.0 - Focus areas of higher intensity development in areas adjacent to public transportation facilities.

Guiding Principle 7.0 - Enhance pedestrian accessibility.

Guiding Principle 8.0 - Increase utilization of public transit through coordinated land use, transportation, and infrastructure planning.

**Land Use and Transportation Element**
GOAL LT-1 Coordinated Land Use Planning - Protect and sustain a high quality of life in Sunnyvale by participating in coordinated land use and transportation planning in the Region.

GOAL LT-3 Appropriate Housing - Ensure ownership and rental housing options in terms of style, size, and density that are appropriate and contribute positively to the surrounding area.

GOAL LT-4 Quality Neighborhoods and Districts - Preserve and enhance the quality character of Sunnyvale’s industrial, commercial, and residential neighborhoods by promoting land use patterns and related transportation opportunities that are supportive of the neighborhood concept.

GOAL LT-5 Effective and Safe Transportation - Attain a transportation system that is effective, safe, pleasant, and convenient.

GOAL CC-1 Distinguished City Image - Promote Sunnyvale’s image by maintaining, enhancing and creating physical features, including functional and decorative art, which distinguish Sunnyvale from surrounding
communities and by preserving historic buildings, special districts and residential neighborhoods which make the City unique.

**Housing**

GOAL HE-1 Adequate Housing - Assist in the provision of adequate housing to meet the diverse needs of Sunnyvale’s households of all income levels.

The Moffett Park Specific Plan Guiding Principles and General Plan Goals and Policies noted above are not all encompassing. These provide an overview of the goals, policies and guiding principles which are intended to provide guidance for City decision makers. Additional goals and policies may be found in the Moffett Park Specific Plan and General Plan.

**DISCUSSION**

The project applicant is proposing to modify the Moffett Park Specific Plan land use designations for eight parcels. The eight parcels are located as indicated in Attachment B. The proposed project is designated into four areas:

- **Site 1** – 155 A-P Moffett Park Drive, 1160 Bordeaux Drive and 1143-1195 Borregas Avenue (APNs: 110-35-008 & 09). These parcels have an MPSP Land Use Designation of MP-I.
- **Site 2 (No Change)** – Includes 1190 and 1188 Bordeaux Drive (APNs: 110-25-037 & 038). These parcels have an MPSP Land Use Designation of MP-TOD.
- **Site 3** - Includes 1173 and 1153 Bordeaux Drive and 1116 and 1130 N. Mathilda Avenue (APNs: 110-27-017, 023, 031, 032 and the common area referred to as the lake). These parcels have an MPSP Land Use Designation of MP-I.
- **Site 4** – 1215 Borregas Avenue (APNs: 110-35-007). This parcel has an MPSP Land Use Designation of MP-I.

The applicant has indicated that they would propose six eight-story buildings and a three level parking garage for a total of 1.7 Million square feet of LEED Gold Class “A” office space with a combined FAR of 74.6% (Sites 1 through 4). The project includes a proposed public right of way to connect North Mathilda Avenue to Bordeaux Drive. The applicant has submitted a Preliminary Review application to receive input from various City departments regarding the proposed site layout and new roadway (see Attachment C).

**Floor Area Ratio**

Sites 1, 3 and 4 are zoned MP-I with a base FAR of 35% with a max FAR of 50% (before any Green Building Program FAR bonus). Site 2 is designated MP-TOD with a base FAR of 50% with a max FAR of 70%. Table 1 in Attachment D indicates the base and maximum FAR calculations, as well as the 10% Green Building Incentive for the existing land use and zoning designations. Under the current MPSP the maximum floor area with the Green Building Incentive would be approximately 1.5 million square feet.
Table 2 in Attachment D indicates the maximum floor area calculations (with 10% Green Building Incentive) for the proposed land use and zoning designations of MP-TOD. The study could evaluate allowing up to 1.9 million square feet for the eight parcels.

**Development Reserve**
As noted above, the MPSP Development Reserve was established as a development tool for exemplary projects and as a way of encouraging the development of Class A office/R&D space. As of October 22, 2012, the balance of the Development Reserve is 2.6 million square feet of floor area. Floor area above the base FAR in MP-I or MP-TOD is required to be removed from the Development Reserve. The base zoning plus Development Reserve is considered the maximum amount of development that is allowed in the Moffett Park Specific Plan area given planned transportation improvements. When the Specific Plan land use designation was changed for one parcel for the Moffett Towers project the difference between the existing base zoning and new base zoning was deducted from the Development Reserve. In addition, the floor above the base FAR was also deducted from the Development Reserve.

Based on this practice, the proposed development would be required to access the Development Reserve for the difference between the existing and new base FAR in addition to the floor area above the new base. Attachment D provides an overview of the existing Development Reserve, floor area calculations resulting from a rezone and resulting changes in the balance of the Development Reserve. The entire MPSP Amendment to MP-TOD could result in as much as 1.0 million square feet deducted from the current balance of 2.6 million square feet. The final total would depend on the MPSP amendment and ultimate project that might be approved by the City Council. If the Council wished to study increasing the Development Reserve, a more comprehensive environmental review would be required.

**2006 MPSP Amendment**
The amendment to the MPSP in 2006 included a modification to the language for the siting criteria for MP-TOD parcels. Attachment E indicates the one-quarter radius of the existing light rail stations in Moffett Park. Site 4 is within the one-quarter radius; however, it does not have direct access to a light rail station. The proposed future development would be relying on Borregas Avenue, Bordeaux Drive, North Mathilda Avenue, and possibly the new roadway proposed on Site 3 as pedestrian connections to the light rail stations on Java Drive and North Mathilda Avenue. Sidewalks and pedestrian connections in the area are missing along the frontages of Bordeaux and Borregas. If the Council considers granting approval of the Specific Plan Amendment Initiation request, additional clarification regarding the expectation of pedestrian improvements to enhance access to light rail station should be studied.
Environmental Review
If the initiation for the study is granted, environmental review for the Specific Plan Amendment and project plans would be conducted. The environmental review will consider past environmental documents that have been completed for the area including the 2003 Program Environmental Impact Report (EIR) and the 2006 Subsequent EIR (SEIR) for Moffett Towers and any additional environmental review that has been approved since 2006. A Traffic Impact Analysis (TIA) would be required in addition to other studies such as Air Quality/Green House Gas, Tree Survey and Noise. Preliminarily, staff believes a focused EIR may be needed.

Traffic Impact Analysis
The TIA would require special considerations due to its location abutting State Route (SR) 237, a major transportation corridor, and future plans for improvements to the Mathilda Corridor in Moffett Park. The TIA would be required to include analysis of Existing conditions, Existing plus Project, Background, Background plus Project, Cumulative, and Cumulative plus Project, consistent with CEQA, VTA Congestion Management Plan and City requirements. Future Cumulative analysis would include “With” and “Without” construction of Mathilda Avenue and SR 237 Interchange modifications. Analysis would also include the intersection of Innovation Way and Mathilda Avenue in regards to the alignment and capacity of the east leg consisting of the future West Channel Trail, and the West Channel Trail plus the new proposed road. Additionally, individual and cumulative project impacts and associated mitigated improvements and full or pro-rata share of financial responsibilities would be part of the traffic analysis.

Mathilda/101/237 Project and Traffic Impact Fees
The VTA is processing Sunnyvale’s request to re-program money from the Mary Avenue Extension project to the Mathilda/101/237 project (Mathilda and SR 237 Interchange Modifications). The VTA Board is scheduled to hear this item at its December meeting. Should the VTA Board approve funding, a consultant team will be selected and work will begin on the design and environmental documentation for a project. It is anticipated that this work will take two years.

The Moffett Park Specific Plan EIR identified the need for Mary Avenue Extension or other north/south improvement to relieve the congestion on Mathilda Avenue near US Highway 101, State Route 237 and Moffett Park Drive. The current Transportation Strategic Program, upon which the Traffic Impact Fee (TIF) is based, reflects transportation projects identified in 2003. Mary Avenue is included in the TIF; or the funds could be used for an alternative project that relieves congestion. The TIF does not cover the costs of both Mary Avenue and an alternative project such as Mathilda/101/237 project. Preliminary information indicates that both projects may be needed to accommodate the build out of Moffett Park.

An update of the current TIF fees will be initiated once staff has confirmed that the transportation modeling for the LUTE/CAP will be applicable to the TIF fee
update. Staff will finalize a work plan and schedule at that time. Funding for the TIF fee update is through the Capital Improvement Program (CIP). It is anticipated that the TIF fee will be increased to include the estimated cost of the Mathilda/101/237 project, and the proposed project will be subject to applicable TIF fees.

**Fire Station and Fire Services**
The proposed new road may require modifications to the existing alignment of Innovation Way, which may affect the existing fire station (Fire Station #5) site. The site configuration for Fire Station #5 is currently very restricted and the City is currently requesting additional land (1 acre) from the former Onizuka Air Force Station as a Public Benefit Conveyance through the Base Realignment and Commission (BRAC) process. The adequacy of Fire Station #5, including equipment need and its location west of the VTA light rail tracks will be reviewed relative to the future build out in Moffett Park.

**Balanced Growth Profile**
The Community Vision Chapter of the General Plan seeks to accommodate the City’s expected growth in jobs and housing in a balanced manner while maintaining an outstanding quality of life. Elements of this profile include population, jobs, housing units, office/industrial s.f., retail s.f., taxes revenue, public school capacity, transportation capacity, utility capacity and park capacity. It also seeks to maintain a balance between new development and the infrastructure to support it. The Balanced Growth Profile is a planning tool which can be used to monitor growth and to determine the relative balance between the factors cited above. Attachment F is the profile presented to the City Council with the FY 2012-2013 budget.

The following table provides information on the current status of housing and job growth compared with projections in the 2005 Balanced Growth Profile.

<table>
<thead>
<tr>
<th>BALANCED GROWTH PROFILE</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Updated November 8, 2012</strong></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Dec 31 2011 Profile</th>
<th>Estimated*</th>
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</thead>
<tbody>
<tr>
<td><strong>35% of 2005-2025</strong></td>
<td><strong>40% of 2005-2025</strong></td>
</tr>
<tr>
<td>% of growth</td>
<td>% of growth</td>
</tr>
<tr>
<td>(7,200 d.u.)</td>
<td>(7,200 d.u.)</td>
</tr>
<tr>
<td>(7.6 M s.f.)</td>
<td>(7.6 M s.f.)</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Housing Units</th>
<th>Office/Industrial Floor Area</th>
</tr>
</thead>
<tbody>
<tr>
<td>19.21%</td>
<td>25.10%</td>
</tr>
<tr>
<td>(1,383 d.u.)</td>
<td>(1.9 M s.f.)</td>
</tr>
<tr>
<td>30.38%</td>
<td>31.58%</td>
</tr>
<tr>
<td>(2,187 d.u.)</td>
<td>(2.4 M s.f.)</td>
</tr>
</tbody>
</table>

*2012 data includes completed projects and projects under construction which are expected to be completed by the end of the year.
Amending the Moffett Park Specific Plan and zoning from MP-I to MP-TOD would not in itself change the profile as this is only updated after development occurs. There is the potential for the project to change the pace of planned development. If the City Council decides to initiate a study, staff would use this tool to determine if these elements are changing in a balanced manner and propose alternatives to address imbalances that are identified.

**FISCAL IMPACT**
There is no fiscal impact to the City to either initiate or deny a General or Specific Plan Amendment study. If the City Council initiates the study, the applicant will be required to pay all appropriate fees to cover staff costs of preparing the study and associated environmental review. Should subsequent applications be filed for this project, appropriate application fees will also be required for the processing of those requests. All appropriate mitigation and impact fees will be required to be paid prior to building permit issuance. As part of the study staff would also identify appropriate fair share mitigation fees for the Mathilda/101/237 project.

**PUBLIC CONTACT**
Public contact was made by posting the Council agenda on the City's official-notice bulletin board outside City Hall, at the Sunnyvale Senior Center, Community Center and Department of Public Safety; and by making the agenda and report available at the Sunnyvale Public Library, the Office of the City Clerk and on the City's Web site.

**ALTERNATIVES**

1. Authorize the initiation of the Specific Plan Amendment study to consider a change from MP-I to MP-TOD for sites 1, 3 and 4 as described in Attachment A with direction regarding additional on-site improvements that should be included in the study. This alternative does not include an increase in the MPSP Development Reserve.

2. Authorize the initiation of the Specific Plan Amendment study to consider a change from MP-I to MP-TOD for sites 1, 3 and 4 and an increase in the amount of floor area in the Development Reserve.

3. Do not authorize the initiation for a Specific Plan Amendment study and retain the subject properties as currently designated (MP-I).
RECOMMENDATION

Alternative 1 – Authorize the initiation of the Specific Plan Amendment study to consider a change from MP-I to MP-TOD for sites 1, 3 and 4 as indicated in Attachment A with direction regarding additional on-site and off-site improvements that should be studied including enhanced pedestrian, bicycle, and vehicle connections. The study would evaluate deductions from the Development Reserve to compensate for the additional floor area for the sites.

The redevelopment of the Moffett Park area has been an indicator of success for the MPSP. The entire MPSP plan area was planned for redevelopment with a base amount of square footage with a maximum amount of the square footage as defined by the Development Reserve. The Development Reserve has proven to be a useful tool for supporting redevelopment in Moffett Park. The proposed new roadway warrants study and analysis to further enhance circulation in the MPSP area for pedestrians, bicycles and automobiles.

While staff supports studying the requested amendment to the MPSP, this does not imply that staff necessarily supports the full FAR requested by the applicant or the full FAR allowed under a change to MP-TOD. As required through the formal application process, staff would further analyze consistency with existing policies and regulations, conduct environmental review, and work with the applicant to address specific site conditions and opportunities for improvements.

Reviewed by:

Hanson Hom, Director, Community Development Department
Prepared by: Shaunn Mendrin, Senior Planner
Reviewed by: Trudi Ryan, Planning Officer

Approved by:

Gary M. Luebbers
City Manager

Attachments
A. General Plan Amendment Initiation Request, dated October 25, 2012
B. Project Area and MPSP Land Use Map
C. Preliminary Review Plans
D. Transit Core Radius Map
E. Floor Area and Development Reserve Calculations
F. 2011 Balanced Growth Profile
October 25, 2012

City of Sunnyvale
Department of Community Development
Planning Division
456 West Olive Avenue
Sunnyvale, CA 94088

Attn: Shaunn Mendrin, Senior Planner

RE: Application to Initiate a General Plan Amendment
Moffett Place

Dear Shaunn:

Please consider this letter our formal request for a General Plan Amendment Initiation to allow a change to the Moffett Park Specific Plan and existing zoning that would increase the combined density of the parcels comprising Moffett Place from the maximum permitted FAR of .62% to a combined FAR of 74.6%.

The proposed project is comprised of nine parcels totaling 55.394 acres and which are further described as follows:

<table>
<thead>
<tr>
<th>Address</th>
<th>APN</th>
<th>Parcel Size (Ac)</th>
<th>Current Zoning</th>
<th>Current Max FAR</th>
<th>Permitted FAR</th>
<th>SF</th>
</tr>
</thead>
<tbody>
<tr>
<td>115 A-P Moffett Park Dr., 1160</td>
<td>11-35-008 &amp;</td>
<td>29.499</td>
<td>MP-I</td>
<td>60%</td>
<td>770,986</td>
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<tr>
<td>Bordeaux &amp; 1143-1195 Borregas</td>
<td>11-35-009</td>
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<td></td>
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<tr>
<td>1173 Bordeaux</td>
<td>110-27-023</td>
<td>4.908</td>
<td>MP-I</td>
<td>60%</td>
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<tr>
<td>1153 Bordeaux</td>
<td>110-27-017</td>
<td>2.00</td>
<td>MP-I</td>
<td>60%</td>
<td>52,272</td>
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<tr>
<td>1116 Mathilda</td>
<td>110-27-031</td>
<td>2.588</td>
<td>MP-I</td>
<td>60%</td>
<td>67,640</td>
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<tr>
<td>1130 Mathilda</td>
<td>110-27-032</td>
<td>2.058</td>
<td>MP-I</td>
<td>60%</td>
<td>53,788</td>
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<tr>
<td>Mathilda Lake Parcel</td>
<td>2.26</td>
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<td>MP-I</td>
<td>60%</td>
<td>59,067</td>
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<tr>
<td>1190 Bordeaux</td>
<td>110-25-037</td>
<td>2.066</td>
<td>MP-TOD</td>
<td>80%</td>
<td>71,996</td>
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<tr>
<td>1188 Bordeaux</td>
<td>110-25-038</td>
<td>2.435</td>
<td>MP-TOD</td>
<td>80%</td>
<td>84,855</td>
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<tr>
<td>1215 Borregas</td>
<td>110-35-007</td>
<td>7.58</td>
<td>MP-I</td>
<td>60%</td>
<td>198,111</td>
<td></td>
</tr>
<tr>
<td>Total</td>
<td></td>
<td>55.394</td>
<td></td>
<td></td>
<td>1,486,990</td>
<td></td>
</tr>
</tbody>
</table>

Combined Max Permitted FAR (including Green Bonus) 62%

As already provided by zone, the maximum FAR indicated above will be achieved through USGBC certification of the project as LEED Gold as provided by the Moffett Park Specific Plan’s Green Building Incentive Option and the City’s Green Building
City of Sunnyvale  
October 25, 2012  
Page 2

Program. The square footage over the standard FAR would come from the Moffett Park Specific Plan Development Reserve.

As mentioned previously, we are requesting a change to the Moffett Park Specific Plan and the existing zoning that would allow the overall density of the combined parcels to increase to 74.6% FAR, or a total increase of 312,564 sf. The square footage over the maximum FAR would come from the Moffett Park Development Reserve and would therefore not increase the overall density of Moffett Park contemplated by the Moffett Park Specific Plan. We believe the increased density is justified because of the following:

1. In conjunction with the proposed project, we propose to construct a new public right of way that will connect Bordeaux Drive to the Mathilda Ave / Innovation Way intersection. This new connector will provide a significant public benefit by reducing traffic at the “monster” intersection and providing more direct freeway access to Moffett Park via Innovation Way. The new street will be designed to City public street standards and will be dedicated to the City. With the City’s potential new restrictions on Moffett Park Drive and Mathilda as an interim mitigation until the Mary Avenue Extension is constructed, this new roadway will become even more critical to reducing traffic in the area.

2. As an integral part of the campus, we are providing a 50,000 sf amenities building which will include a fitness center and café and extensive outdoor facilities including a pool and basketball court. The amenities center will be solely for the use of campus tenants and their employees. As demonstrated at our Moffett Towers project, this type of facility has a significant impact on traffic patterns as employees alter their commutes to allow for before or after business hours workouts or activities, or stay on campus during lunch. In addition, the onsite café and game room similarly encourages employees to stay on campus throughout the day rather than leaving for lunch or breaks resulting in less trips to and from campus throughout the day.

We believe the public benefit derived from the new City right of way and the traffic pattern mitigations provided by the on campus amenities building will more than offset any additional traffic generated by the increase in FAR from 62% to 74.6%.

Sincerely,

Janette D’Elia  
Senior VP & COO  
Jay Paul Company as agent for  
Bordeaux-Borregas LLC and Mathilda Campus LLC.
Moffett Place
Preliminary Project Review 10.3.2012
Site Data

Site Area: 47.814 AC

Total Building Area +Amenities: 1,481,293 SF.

<table>
<thead>
<tr>
<th>Building</th>
<th>Floors</th>
<th>City Area</th>
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</thead>
<tbody>
<tr>
<td>B1</td>
<td>8</td>
<td>288,259</td>
</tr>
<tr>
<td>B2</td>
<td>8</td>
<td>288,259</td>
</tr>
<tr>
<td>B3</td>
<td>8</td>
<td>288,259</td>
</tr>
<tr>
<td>B4</td>
<td>8</td>
<td>288,259</td>
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<tr>
<td>B5</td>
<td>8</td>
<td>288,259</td>
</tr>
<tr>
<td>A1</td>
<td>2</td>
<td>040,000</td>
</tr>
</tbody>
</table>

Campus total 1,481,293 SF

Parking Provided - 4,800 stalls

Parking Ratio - 1 per 300

FAR - 0.71
### Table 1 - Development Reserve Calculations for Proposed Rezone

<table>
<thead>
<tr>
<th>Description</th>
<th>Square Feet</th>
<th>Development Reserve Deduction</th>
</tr>
</thead>
<tbody>
<tr>
<td>Current Base Floor Area</td>
<td>873,946</td>
<td>0</td>
</tr>
<tr>
<td>New Base Floor Area with Rezone to MP-TOD</td>
<td>1,206,481</td>
<td>332,535</td>
</tr>
<tr>
<td>New Floor Area Max with MP-TOD+10%</td>
<td>1,930,370</td>
<td>723,889</td>
</tr>
<tr>
<td><strong>Total Floor Area Required from Development Reserve</strong></td>
<td><strong>1,056,424</strong></td>
<td></td>
</tr>
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</table>

### Table 2 - Development Reserve Calculations for Proposed Floor Area

<table>
<thead>
<tr>
<th>Description</th>
<th>Square Feet</th>
<th>Development Reserve Deduction</th>
</tr>
</thead>
<tbody>
<tr>
<td>Current Base Floor Area</td>
<td>873,946</td>
<td>0</td>
</tr>
<tr>
<td>New Base Floor Area with Rezone to MP-TOD</td>
<td>1,206,481</td>
<td>332,535</td>
</tr>
<tr>
<td>Project Floor Area</td>
<td>1,799,554</td>
<td>593,073</td>
</tr>
<tr>
<td><strong>Total Floor Area Required from Development Reserve</strong></td>
<td><strong>925,608</strong></td>
<td></td>
</tr>
</tbody>
</table>

Development Reserve Balance 11/1/12 2.6 Million SF
Floor Required from Development Reserve for Project 1 Million SF
Resulting Development Reserve Balance 1.6 Million SF
## 2011 Balanced Growth Profile

### Balanced Growth Indices

<table>
<thead>
<tr>
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<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Park Capacity Improvements</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
</tr>
<tr>
<td>Utility Capacity Improvements</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
</tr>
<tr>
<td>Transportation Capacity Improvements</td>
<td>46,884,000</td>
<td>46,884,000</td>
<td>547,970</td>
<td>547,970</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0%</td>
</tr>
<tr>
<td>Public School Capacity</td>
<td>5,373</td>
<td>6,729</td>
<td>1,356</td>
<td>5,535</td>
<td>5,535</td>
<td>5,905</td>
<td>6,051</td>
<td>6,083</td>
<td>32</td>
<td>2%</td>
</tr>
<tr>
<td>Annual Tax Revenue¹</td>
<td>72,271,030</td>
<td>174,748,212</td>
<td>102,477,182</td>
<td>82,731,078</td>
<td>86,536,989</td>
<td>80,080,423</td>
<td>80,640,616</td>
<td>83,447,216</td>
<td>2,806,600</td>
<td>3%</td>
</tr>
<tr>
<td>Retail/Service Floor Area</td>
<td>5,784,000</td>
<td>7,500,000</td>
<td>2,200,000</td>
<td>5,962,662</td>
<td>5,962,662</td>
<td>5,962,662</td>
<td>5,976,840</td>
<td>6,027,052</td>
<td>50,212</td>
<td>2%</td>
</tr>
<tr>
<td>Office/Industrial Floor Area²</td>
<td>30,100,000</td>
<td>37,700,000</td>
<td>7,600,000</td>
<td>30,327,927</td>
<td>30,673,881</td>
<td>31,973,881</td>
<td>31,979,928</td>
<td>32,009,556</td>
<td>29,628</td>
<td>0%</td>
</tr>
<tr>
<td>Housing Units³</td>
<td>54,800</td>
<td>61,900</td>
<td>7,100</td>
<td>55,174</td>
<td>55,414</td>
<td>55,707</td>
<td>55,730</td>
<td>56,183</td>
<td>453</td>
<td>6%</td>
</tr>
<tr>
<td>Jobs⁴</td>
<td>73,630</td>
<td>92,650</td>
<td>19,020</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
<td>77,890</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
</tr>
<tr>
<td>Population</td>
<td>132,725</td>
<td>150,725</td>
<td>18,000</td>
<td>135,721</td>
<td>137,538</td>
<td>138,826</td>
<td>140,081</td>
<td>141,099</td>
<td>1,018</td>
<td>6%</td>
</tr>
</tbody>
</table>

### Notes

¹FY 2004/2005 is the base year for the Balanced Growth Index. All revenues are converted to FY 2004/2005 dollars for comparison purposes.

²This index only represents new floor area, and does not reflect tenant improvements to existing floor area.

³The number of housing units has been corrected for the base year of 2005 and the subsequent years.

⁴Data has been modified resulting in a decrease in base year, projections, and current year estimates. There is a significant challenge in finding reliable estimates of Sunnyvale jobs. This version of the Balanced Growth Profile provides Association of Bay Area Governments (ABAG) data from most recent publications while staff explores a more reliable annual estimate of jobs. Data for 2011 is not yet available.

⁵In a balanced growth scenario each profiled item would increase 5% each year. Cumulative balanced growth to the end of 2011 would be 30%.

### Cumulative Increase 2005-2011

(Expressed as % of Total Planned Growth)