



CITYPLACE SANTA CLARA

PREPARED FOR:
RELATED COMPANIES
MASTER DEVELOPER

DEVELOPMENT AREA PLAN (DAP) 2
PHASE 2, PARCEL 4
DECEMBER 9, 2019

- PREPARED BY:
- | | | | | | | | | |
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| GENSLER
ARCHITECT OF
RECORD | FOSTER +
PARTNERS
MASTER COMMUNITY
ARCHITECT | MORRIS ADJMI
ARCHITECTS
ASSOCIATE
ARCHITECT | ARQUITECTONICA
ASSOCIATE
ARCHITECT | ARUP
TRANSPORTATION
ENGINEERING | WSP
CIVIL
ENGINEERING | OJB
LANDSCAPE
ARCHITECTURE
LANDSCAPE | GIBSON
DUNN
LAND USE
ATTORNEY | PREMIER
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**DEVELOPMENT AREA PLAN (DAP) 2
PHASE 2, PARCEL 4**

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1.0 KEY PLAN



1.1 WRITTEN NARRATIVE OF COMPLIANCE WITH MCP

The following document is submitted to the City of Santa Clara as the formal DAP Application and will be referred to as DAP 2, Phase 2, Parcel 4. Submission to comply with the requirements of the City Place Santa Clara Master Community Plan (MCP) Volume 1, dated April 5, 2017

1.1(a) PROPOSED LAND USE PROGRAM

The Phase 2 site includes area from blocks 4B, 4D, 4E, 4F and 4H which are a part of Parcel 4 located on the north of the Phase 1 site between Stars & Stripes and Second Street and Avenue C and Creekside Drive forming a district which is the heart of the City Center retail, food and beverage and entertainment activity.

Block 4B at the west along Creekside Drive, contains office, entertainment, retail and food & beverage venues as well as an entry to the district.

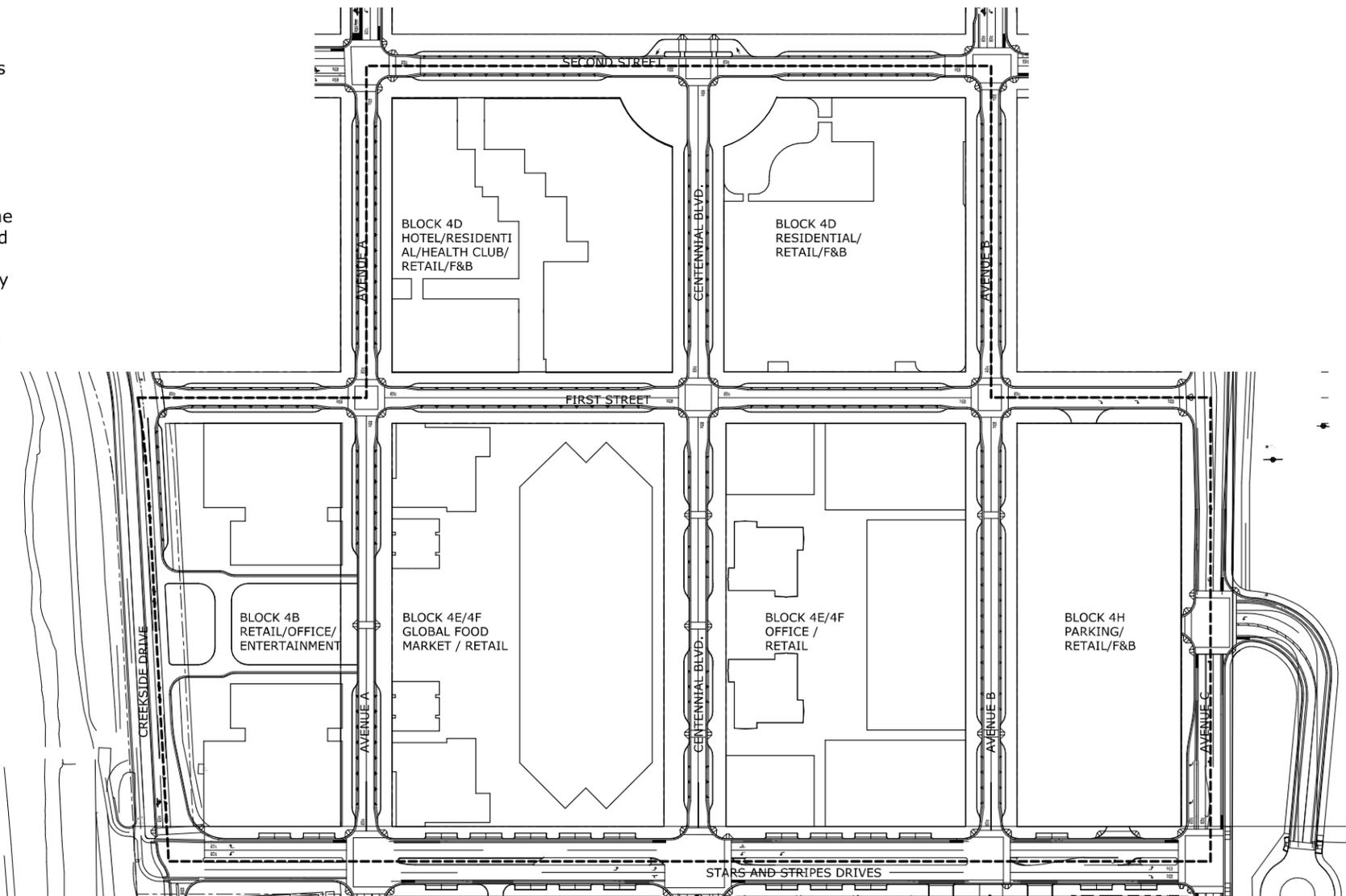
Blocks 4E and 4F are comprised of the Global Food Market and retail structures located in the center of the development as well as a large plaza that is part of the shared public outdoor open space, all west of Centennial Blvd. These Blocks also have loft style office buildings at the east side of Centennial Avenue composed of cross laminated timber (CLT) structures with smaller retail structures to the west. The offices connect to the Global Food Market visually and with a smaller plaza space.

Block 4H houses a large parking garage with retail and food & beverage at the ground floor along Avenue B that serves the development.

Block 4D encompasses development between First and Second Streets and Avenue A and Avenue B. It has two major uses – hotel, health club, residential apartments, structured parking and residential serviced apartments – both of which are supported by office, retail, food & beverage and entertainment functions. The hotel is located at the west side of Block 4D and the residences at the east side.

DAP-2 - 1.1(a).i SQUARE FOOTAGE OF NON-RESIDENTIAL & RESIDENTIAL AREAS

PRIMARY LAND USE	BLOCK LOCATION	SF / UNITS	GROSS AREA (SF)
Office	4E, 4F, 4D	SF	435,000
Retail / Food & Beverage	4B,4E,4F,4H, 4D	SF	555,000
Hotel	4D	220	180,000
Residential Apts./ Residential Serviced Apartments	4D	500	530,000
Entertainment	4E	SF	50,000
TOTAL			1,750,000



1.1(a).ii CALCULATION OF PARKING SPACES BY USE PER MCP

PHASE 2 - PARKING SUPPLY ANALYSIS

For the DAP 2, Phase 2 building development, Related is committed to supplying a minimum of 4,400 structured parking spaces that will be located below the street level in **Blocks 5A, 5B and 5C** (refer to DAP 1, Phase 1, Parcel 5), a free-standing parking structure in **Block 4H, and on-street parking**.

The Master Community Plan (MCP) provides for the following parking ratios to be applied to the specific proposed land uses within the Phase 2 development:

1.1(a).ii CALCULATION OF PARKING SPACES BY USE PER MCP

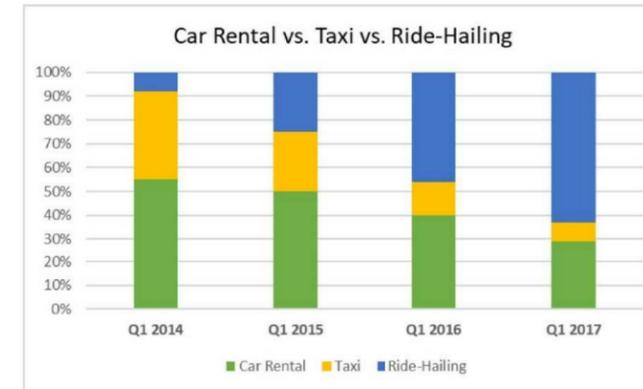
LAND USE	SIZE (SF / KEYS / UNITS)	PARKING RATIO	PARKING DEMAND
Retail	405,000	4.5 per 1,000 SF	1,823
Food & Beverage	150,000	1.5 per 1,000 SF	225
Entertainment	50,000	2.5 per 1,000 SF	125
Sub-Total			2,173
Hotel	220	1.0 per ROOM	220
Residential	500	1.5 per UNIT	750
Office	435,000	3.0 per 1,000 SF	1,305
TOTAL			4,448

The application of the MCP parking ratios to the proposed land use sizes results in a recommended parking supply of **4,448** parking spaces.

In addition to these provided parking ratios for specified land uses, the MCP allows for the potential reduction of these parking ratios at a rate up to 25-percent below the supply ratios specified to accommodate future patterns of parking utilization (beyond the document creations in 2016) and to allow for access by patrons of other stadium events during evenings and weekends. There are documented changes in parking utilization patterns that have occurred in the previous 3 years that justify a request for a decrease in the parking ratio that fall well within the allowed 25-percent reduction recommended in the MCP.

One of the primary factors that has impacted parking utilization (since 2016) has been the mobility transformation of ride-hailing applications replacing the personal automobile for destination trips. Ride-hailing applications are having influence on the methods people choose for transportation to their destinations in a substantial way, thus reducing the need for parking. Since companies like Uber and Lyft have arrived, consumers have altered their choices for mobility and they are opting for ride-hailing services to avoid the challenges of driving, the cost and availability of parking, and often the hassles associated with renting a car. In fact, a recent Gallup poll has shown that 30-percent of all Americans use ride hailing with that percentage going up to 45-percent for those aged 18- to 29-years. Use also increases for those in the city (vs. suburb) and people with higher income (at 41-percent).

Although ride hailing companies will not share their specific data, these mobility services are used everywhere, with most notable impacts to parking demand occurring at hotels, restaurants, event centers and airports. The impact to parking demand for this project would largely occur at hotels, restaurants, bars and entertainment venues. This reduction has largely been attributed to the ride-hailing services providing more convenience and, in many cases, less cost versus acquiring a rental car. It is very common for hotel guest trips to originate at the airport (their arrival city) where ride-hailing has been easily accommodated very near the airport arrival area. Directional signs and information shown on the app on their phone directs users to the areas where only a few short minutes later their driver is waiting.



Source: TRUCK, <https://www.truck.com/article/cerify-uber-lyft-q1-2016/> & <https://www.cerify.com/Cerify-SpeedSource-Report-Story-Infographic-Q1-2017.aspx>

In fact, travel expense management systems providers have found that business travelers reporting their expenses have directly shown that this change in transportation habit is increasing year over year. Since 2014 the use has increased from 9-percent to 59-percent in 2017 according to their data. Hoteliers have seen this paradigm shift in travel and many major hotels have created designated ride-hailing designated pick-up zones to accommodate these users.

Further evidence to this change in travel patterns, several hotels were surveyed to the size of their hotel, e.g., number of rooms and the vehicles parked in their garage. Those results are:

Table 1

Hotel Brand	Rooms	Average Hotel Occupancy	Average Peak Cars Per Day	Parking Demand Per Room
Doubletree San Jose	505	82%	125	0.25
Nia Hotel, Menlo Park	250	77%	33	0.13
Westin SFO	420	85%	99	0.24
Aloft SFO	298	95%	72	0.24
BRIX North Hotel Residence Inn + Springhill Suites	400	87%	171	0.43

Source: Ace Parking - 2019

1.1(a).iii CALCULATION OF PARKING SPACES BY USE PER MCP

The availability of ride-hailing and its pricing and convenience has also had a substantial effect on the parking demand for restaurants, bars and entertainment venues that serve alcohol. In fact, several recent studies have indicated that drunk driving related accidents have dropped from 25- to 30-percent in communities where robust ride-hailing services are available. The impact to parking is that there has been lesser demand for parking at these types of venues as customers have chosen to be responsible and choose these ride services over driving their own automobile when consuming alcohol.

With the impact of ride-sharing services to the utilization of parking (over the last 3-years) additional factors to support reduced parking supply have developed including: reduced car ownership trends nationwide; car sharing service potential; and, proximity to regional transit centers. Related is proposing the following modified parking supply ratios for Phase 2 as shown in Table 3:

1.1(a).iii PARKING SUPPLY (PROPOSED)

LAND USE	SIZE (SF / KEYS / UNITS)	PARKING RATIO	PARKING DEMAND
Retail	405,000	3.9 per 1,000 SF	1,580
Food & Beverage	150,000	1.5 per 1,000 SF	225
Entertainment	50,000	2.5 per 1,000 SF	125
Sub-Total			1,930
Hotel	220	0.5 per ROOM	110
Residential	500	1.0 per UNIT	500
Office	435,000	3.0 per 1,000 SF	1,305
TOTAL			3,845

Modified from MCP

The following is the detail of the requested variance in the amount of parking spaces provided by incorporating the recent changes in the parking utilization patterns as shown in Table 2:

Table 2

LAND USE	PARKING SPACES
Retail	-253
Hotel	-110
Residential Serviced Apartments	-250
TOTAL	-613

In summary, Related is committing to providing capacity for **3,845** parking spaces in a combination of structured parking garages, on-street parking, and valet parking storage increment (additional capacity created by storing valet parked cars in greater density) as described in Table 3:

Table 3

PARKING SUPPLY	SPACES
Block 4H	2,920
Block 4D Residential	500
On-Street	150
Valet Storage Increment	275
TOTAL	3,845

This parking supply of 3,845 spaces will accommodate the parking needs of the land uses described for Phase 2 and is a reduction of 15-percent in the recommended parking supply required by the MCP. These reductions are in line with the provision of the MCP that states "reduction of these parking ratios at a rate up to 25-percent below the supply ratios specified to accommodate future patterns of parking utilization (beyond the document creations in 2016).

This reduction is warranted with the change in parking utilization that includes:

- Impact of ride-hailing applications that reduce personal auto trips
- Close proximity to Santa Clara/Great America (multi-modal) Transit Center
- Projection for national trend of less personal car ownership
- Residential Serviced Apartments have less demand for parking versus conventional residential with more transient living arrangements
- Commitment of bicycle resources including storage and changing facilities

These 3,845 spaces provide the full-time dedicated component of parking supply. Related also plans to implement shared parking agreements with office users whereby up to 75-percent of the office parking supply will be made available for the project's retail, F&B and entertainment patrons during weekday, evenings, and days on weekends.

This incremental evening and weekend supply from Phase 1 and Phase 2 office parking would translate to approximately 1,900 spaces of additional parking supply after office hours and would provide peak period parking supply for nights and weekends well above the parking ratios recommended in the MCP.

Therefore, the parking spaces available for retail uses will ensure that up to 1,930 spaces are available for weekday use and approximately 3,830 spaces (1,930 spaces + 1900 spaces) during nights and weekends. This parking will be provided within close proximity to these high demand retail locations, emphasizing convenience and accessibility.

In addition, the parking facilities shall implement a Parking Management/Wayfinding Program that will include message reader boards, intelligent parking management systems, etc. to improve parking utilization rates in keeping with the intent of the MCP guidelines.

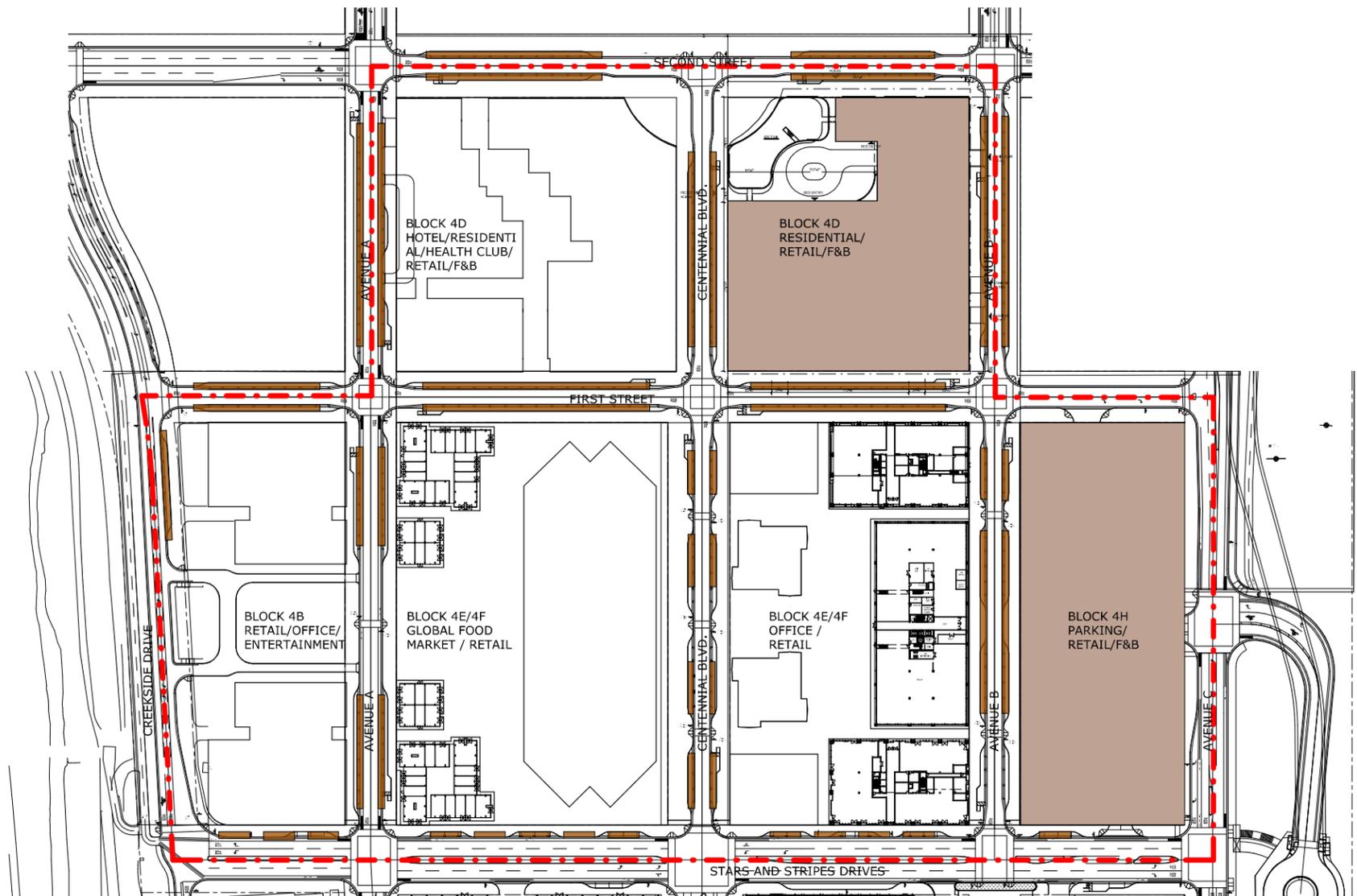
Developer may, at a later date, propose to the City an arrangement whereby Developer would construct a surface parking lot that would accommodate 500 parking spaces on an area of the project outside of the Phase 2 lease premises, in which event such 500 parking spaces (or a portion thereof) may be removed from the parking structure located on Block 4H. One potential location for such surface parking lot is the portion of the future Phase 4 land that is north of Block 4B and west of Block 4D. This arrangement (and associated business terms) would be subject to mutual agreement of the City and Developer prior to the issuance of the first building permit for Phase 2.

1.1(a).iv PROPOSED PARKING

LEGEND

- PARKING STRUCTURE
- STREET PARKING

PARKING TYPE	NO. OF SPACES
PARKING STRUCTURE	2920
STREET PARKING	150
RESIDENTIAL PARKING	500
VALET STORAGE INCREMENT	275
TOTAL	3,845



1.1.(c) INFRASTRUCTURE DESCRIPTION

Planned Development

DAP 2 sits within Parcel 4, and contains portions of Blocks 4B, 4D, 4E, 4F, 4H encompassing an area of approximately 44.8-acres and includes offices, a hotel, a health club parking garage, Global Food Market, residential serviced apartments, residential, retail, food and beverage and entertainment.

The DAP 2, Parcel 4 site boundaries are delineated as follows:

- Relocated Stars and Stripes Drive to the south
- Second Street to the north
- San Tomas Aquino Creek to the west
- UPRR railroad right-of-way (west of Lafayette Street) to the east

It is important to note that infrastructure design for future Phases 3 and 4 are under design in Phase 2 for a complete Parcel 4 (City Center). Infrastructure will be built to accommodate each Phase occurs.

Planned Infrastructure

Site Access and Roadways

Site Access and Roadways

Access points to the south of Parcel 4 will be via Stars and Stripes Drive and Avenue A, Centennial Blvd., and, Avenue C. Access points to the west of Parcel 4 will be via new roadway connections to Great America Parkway at City Place Parkway. Access points to the east of Parcel 4 will be via the transit plaza connection at Avenue C.

New roadways will include sidewalks, crosswalks, and street parking where possible. New roadways will include bike lanes, and Creekside Drive which has a Class 1 Bike Path running parallel to San Tomas Aquino Creek.

Drop off zones for ride-hailing type services will be provided at strategic locations. In addition, shuttle bus drop off and pick up zones primarily for use of office workers will be provided on streets where appropriate.

Roadway intersections will be signalized where warranted, as determined by the traffic analysis; refer to Section 1.13.

Storm Drainage

The storm drainage system for the site will be an underground gravity network of pipes, catch basin, manholes, water quality treatment measures and other appurtenances. The storm drain system will have a number of outlet points including:

- North: new gravity outfalls to existing drainage swales north of City Place Parkway
- East: gravity outfalls (existing and new) into the existing railroad ditch at the easterly edge of Parcel 4.
- West: new gravity outfall into San Tomas Aquino Creek west of the intersection of Creekside Drive and Stars & Stripes Drive

The building roof drainage will be via internal systems with connection to stormwater quality treatment (low impact development) features prior to connection to the storm drain system. The public storm drain system will be designed in accordance with City Design Criteria. Public streets will be designed such that the 100-year event flow remains within the roadway limits and not extend into private property.

Potable Water

Parcel 4 will be served by the water mains located in the relocated Stars and Stripes Drive installed as part of the Phase 1 Tasman Block improvements. An additional connection to the existing water system will be made in Great America Parkway at the northwest corner of Parcel 4. New water mains will be installed within street right-of-way's throughout Parcel 4. The site will include a combined domestic and fire water system "looped" network with a minimum two points of connection to the existing system.

Recycled Water

The Parcel 4 blocks that comprise DAP 2 (4B, 4D, 4E, 4F, 4H) will be served by existing recycled water mains located within the Great America Parkway right-of-way, and also within an existing easement that runs along the north boundary of Parcel 4. New recycled water mains will be installed within street right-of-way's throughout Parcel 4 to serve the Blocks that are a part of DAP 2. The new recycled water system for Parcel 4 will be connected to the recycled water main located in Stars and Stripes Drive, which is being constructed as part of DAP 1, Phase 1, Parcel 5. Connections between Parcels 4 and 5 will occur at the five Stars and Stripes Avenue intersections (Creekside, Avenue A, Centennial, Avenue B, and Avenue C). This new recycled water system will have a minimum of two points of connection to the existing recycled water mains creating a "looped" network between Parcels 4 and 5 and the existing system.

Wastewater

The Parcel 4 blocks that comprise DAP 2 (4B, 4D, 4E, 4F, 4H) will be served by sanitary sewer points of connection located within the relocated Stars and Stripes Drive to the south. An additional sewer connection will be made at an existing sanitary sewer manhole located within an existing City sanitary sewer easement located along the northerly parcel line of Parcel 4. New sanitary sewer mains and manholes will be installed within street rights-of-way throughout Parcel 4 to the Blocks associated with DAP 2, with lateral connections to the buildings.

Street Lighting

Street lights will be installed throughout Parcel 4 on new streets in compliance with the MCP.

Electric, Gas and Telecommunications

Electric:

The current design for Parcels 4 and 5 indicates that a new underground vault just east of Centennial along the north side of Tasman Drive could be utilized for new connection to SVP feeder circuits.

SVP has confirmed that to provide electrical service to the new development, new circuits would need to be installed and extended from the existing "Northern Receiving Substation" located south of Levi's stadium. Specifically, it is expected that four new 600A, 12kV feeder lines would be needed to serve Parcel 4 and Parcel 5.

Gas Main:

PG&E service will be extended from Tasman Drive to serve Parcel 4 and Parcel 5. Gas mains would typically be extended in a joint trench with SVP electric facilities. Trenches are estimated to be 36" to 48" wide to accommodate 12" separation requirements. Further coordination with PG&E for final design plans will be required.

Telecommunication:

AT&T will provide service to one Main Point of Entry (MPOE) for up to one building on each non-contiguous property. AT&T will serve multiple buildings on one property, but the applicant will be billed for the estimated cost of the additional AT&T services. The applicant is responsible for trenching and installation of AT&T conduits.

Conduits for new Comcast service would typically be installed by Comcast contractors in an "open trench" provided by the developer. Number and sizes of conduits would be based on the types of services desired for the development program.

**1.1.(c) CONTEXTUAL INFORMATION ABOUT THE AREA
SURROUNDING THE SITE**

Phase 2, Parcel 4 is located in the heart of the City Center development extending from Creekside Drive to Avenue C, and from Stars & Stripes to First Street. The shared outdoor public open space faces Creekside Drive at the west which serves as one of the future entry points to the development. The San Thomas-Aquino Creek runs at this west side and has a developed landscape of trees and shrubs.

To the east is the Tasman East development currently underway which will provide housing, retail and food & beverage options for residents. At the east side of City Center will be a neighborhood park with bike and pedestrian pathways and amenities adjacent to the UP rail line, and Lafayette Street. East of Lafayette St is Tasman East a newly zoned area for residential development. At the southeast corner of the park and Phase 2 is the Santa Clara/ Great America Train platform located at the Transit Center with access to train and bus service. Light rail is located nearby on Tasman Drive.

To the north of Phase 2 is future development.

To the south is the Phase 1 development of City Center with office, hotel and residential serviced apartments along Tasman Drive which is a major gateway to City Center.



DEVELOPMENT AREA PLAN (DAP) 2 PHASE 2, PARCEL 4

1.2.1 PROGRAM OF USE AND APPROXIMATE AGGREGATE SQUARE FOOTAGE OF USE INCLUDING OPEN SPACE

PROGRAM	MCP Vol 1, Table 3.21, pg. 41 (SF) / (UNITS)	PROPOSED (SF) / (UNITS)	DIFFERENCE (SF)	PERMISSABLE OR CONDITIONAL See MCP Vol 1, Section 3.2, pg. 37
OFFICE	296,000	435,000	139,000	Permissible
RETAIL	789,500	405,000	(384,500)	Permissible
FOOD & BEVERAGE	195,000	150,000	(45,000)	Permissible
HOTEL	298,000	180,000	(118,000)	Permissible
RESIDENTIAL APTS./ RESIDENTIAL SERVICED APARTMENTS	680,000	530,000	(150,000)	Permissible
ENTERTAINMENT	190,000	50,000	(140,000)	Permissible
TOTAL	2,448,500	1,750,000	(698,500)	

UNIT	MCP (ACRES)	PROPOSED (ACRES)	DIFFERENCE (ACRES)	COMMENT
AREA	35.0	44.5	9.5	Complies
FAR	1.14	0.90	0.24	Complies
OPEN SPACE				
DAP 1, Phase 1	1.21	-	1.21	Deferred area per Development Agreement. Refer to 4.3. to Phase 2.
DAP 2, Phase 2	3.04	4.25	4.25	Includes deferral from Phase 1
TOTAL	4.25	4.25	0.00	Complies

1.2.2 ESTIMATED PHASE OF AGGREGATED DEVELOPMENT VS. TOTAL ALLOWABLE DEVELOPMENT PROGRAM

PROGRAM	MCP (SF) / (UNITS)	PROPOSED (SF) / (UNITS)	DIFFERENCE (SF)	COMMENTS
OFFICE	296,000	435,000	139,000	
RETAIL	789,500	405,000	(384,500)	
FOOD & BEVERAGE	195,000	150,000	(45,000)	
HOTEL	298,000	180,000	(118,000)	
RESIDENTIAL APTS./ RESIDENTIAL SERVICED APARTMENTS	680,000	530,000	(150,000)	
ENTERTAINMENT	190,000	50,000	(140,000)	
TOTAL	2,448,500	1,750,000	(698,500)	

1.2.3. ANTICIPATED BUILDING HEIGHTS

LOCATION	MCP MAX. (FT)	ESTIMATED GROUND FLOOR ELEVATION (FT)	ANTICIPATED HEIGHT (FT)	TOTAL HEIGHT (ABOVE EL. 0'=0') (FT)	COMMENT
BLOCK 4B	219	34	108	142	Complies
BLOCK 4D	219	39.5	118	157.5	Complies
BLOCK 4D	219	38	118	156	Complies
BLOCK 4E/4F	219	38	107	145	Global Food Market. Complies
BLOCK 4E/4F	219	39	165	204	Office. Complies
BLOCK 4H	219	38	88	126	Complies

1.2.4 PARKING DATA TABLE

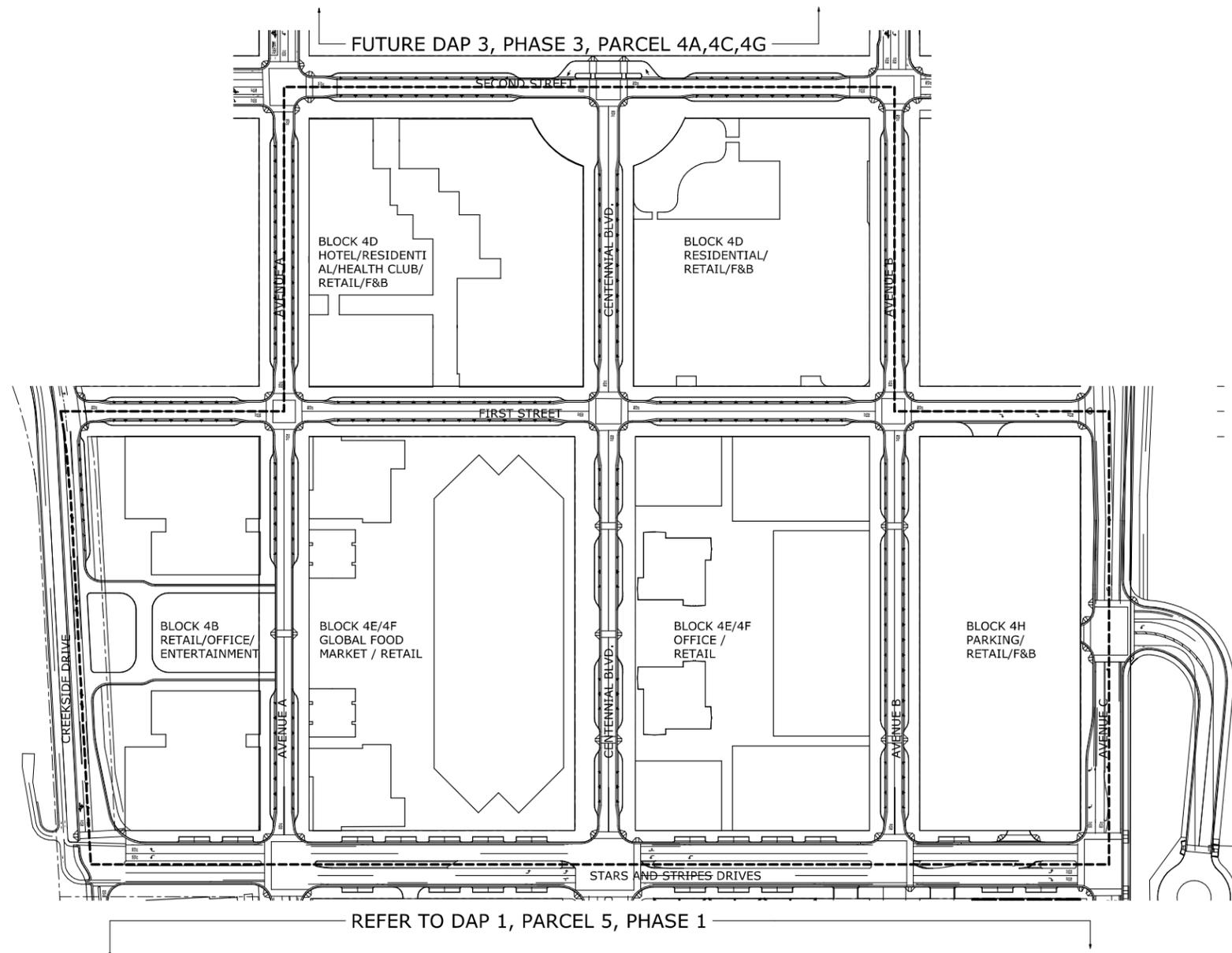
LAND USE	SIZE (SF/KEYS/UNITS)	MCP SUGGESTED PARKING RATIO per TABLE 3.3, MCP pg. 46	MCP PARKING DEMAND	PROPOSED PARKING RATIO	PROPOSED PARKING DEMAND
RETAIL	405,000	4.5 / 1,000 SF	1,823	3.9 / 1,000 SF	1,580
FOOD & BEVERAGE	150,000	1.5 / 1,000 SF	225	1.5 / 1,000 SF	225
ENTERTAINMENT	50,000	2.5 / 1,000 SF	125	2.5 / 1,000 SF	125
SUB-TOTAL			2,173		1,930
OFFICE	435,000	3.0 / 1,000 SF	1,305	3.0 / 1,000 SF	1,305
HOTEL	220	1.0 / KEY	220	0.5 / KEY	110
RESIDENTIAL APTS./ RESIDENTIAL SERVICED APARTMENTS	500	1.5 / UNIT	750	1.0 / UNIT	500
SUBTOTAL			2,275		1,915
TOTAL			4,448		3,845

1.2.5 OVERALL DEVELOPMENT BUILDOUT

PROGRAM	PREVIOUS DAPs		CURRENT DAP		TOTAL	
	APPROVED DEVELOPMENT (SF)	DAP 1 (SF)	APPROVED DEVELOPMENT (SF)	DAP 2 (SF)	APPROVED DEVELOPMENT (SF)	DAP 1 & DAP 2 (SF)
OFFICE	306,000	440,000	296,000	435,000	602,000	875,000
RETAIL	62,000	21,400	789,500	405,000	851,500	426,400
FOOD & BEVERAGE	25,000	29,600	195,000	150,000	220,000	179,600
HOTEL	280,000	381,000	298,000	180,000	578,000	561,000
RESIDENTIAL APTS./ RESIDENTIAL SERVICED APARTMENTS	200,000	175,000	680,000	530,000	880,000	705,000
ENTERTAINMENT	-	-	190,000	50,000	190,000	50,000
TOTAL	873,000	1,047,000	2,448,500	1,750,000	3,321,500	2,797,000

1.3 SITE PLAN

EXHIBIT 1.3



**DEVELOPMENT AREA PLAN (DAP) 2
PHASE 2, PARCEL 4**

**EXHIBIT 1.3.1 : LOCATION OF POTENTIAL
USES - BLOCK 4B
RETAIL/OFFICE/ENTERTAINMENT - LEVEL 1-5**

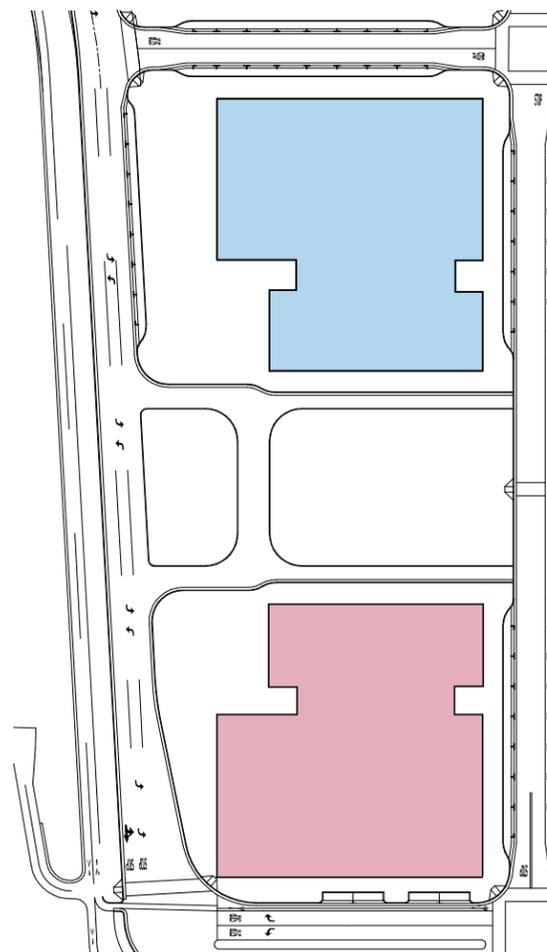
CONCEPTUAL PLAN FOR
ILLUSTRATIVE PURPOSES ONLY

LEGEND

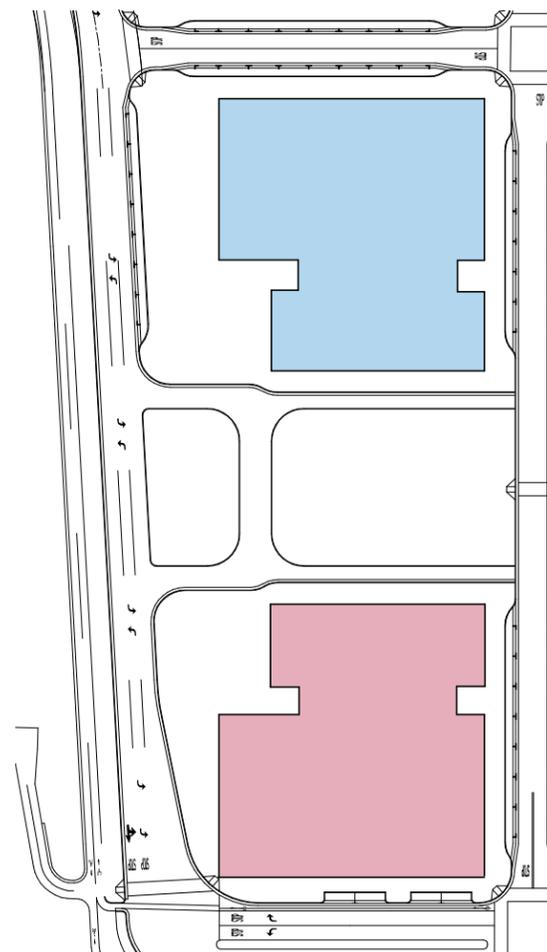
- OFFICE
- FOOD & BEVERAGE
- RETAIL
- HOTEL
- RESIDENTIAL
- ENTERTAINMENT



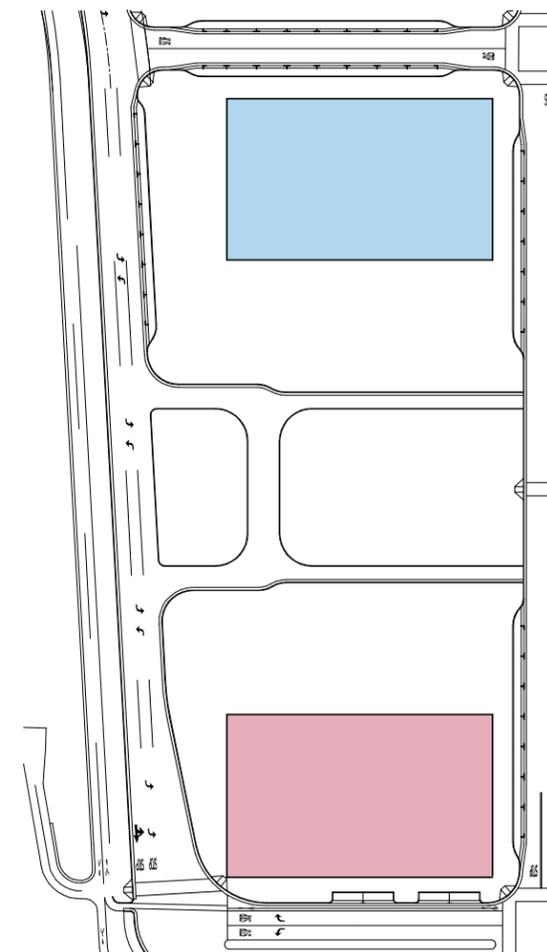
LEVEL 1



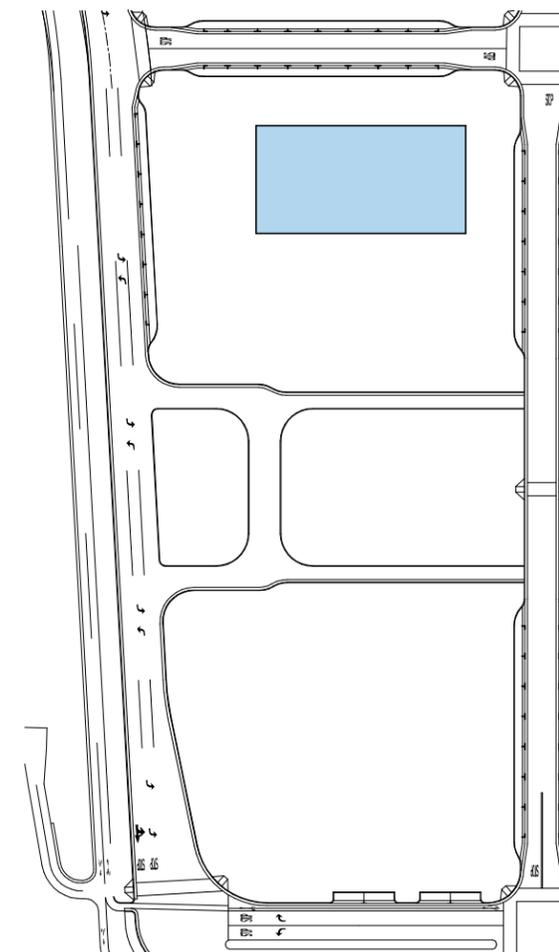
LEVEL 2



LEVEL 3



LEVEL 4



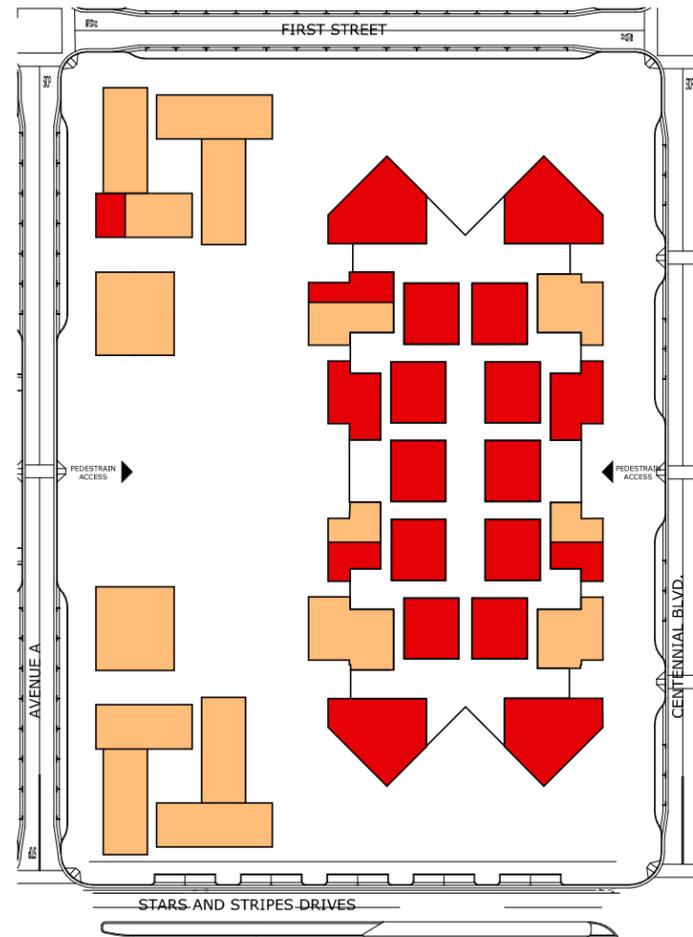
LEVEL 5

**EXHIBIT 1.3.1 : LOCATION OF
POTENTIAL USES - BLOCK 4E/4F GLOBAL
FOOD MARKET/RETAIL - LEVELS 1-2**

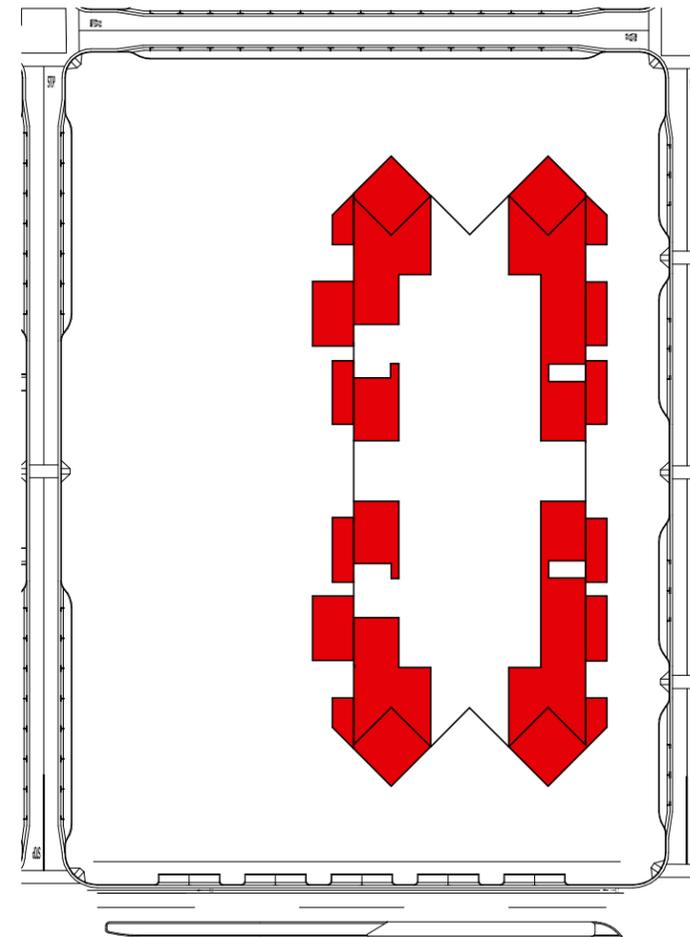
CONCEPTUAL PLAN FOR
ILLUSTRATIVE PURPOSES ONLY

LEGEND

- OFFICE
- FOOD & BEVERAGE
- RETAIL
- HOTEL
- RESIDENTIAL
- PARKING
- ENTERTAINMENT



LEVEL 1



LEVEL 2

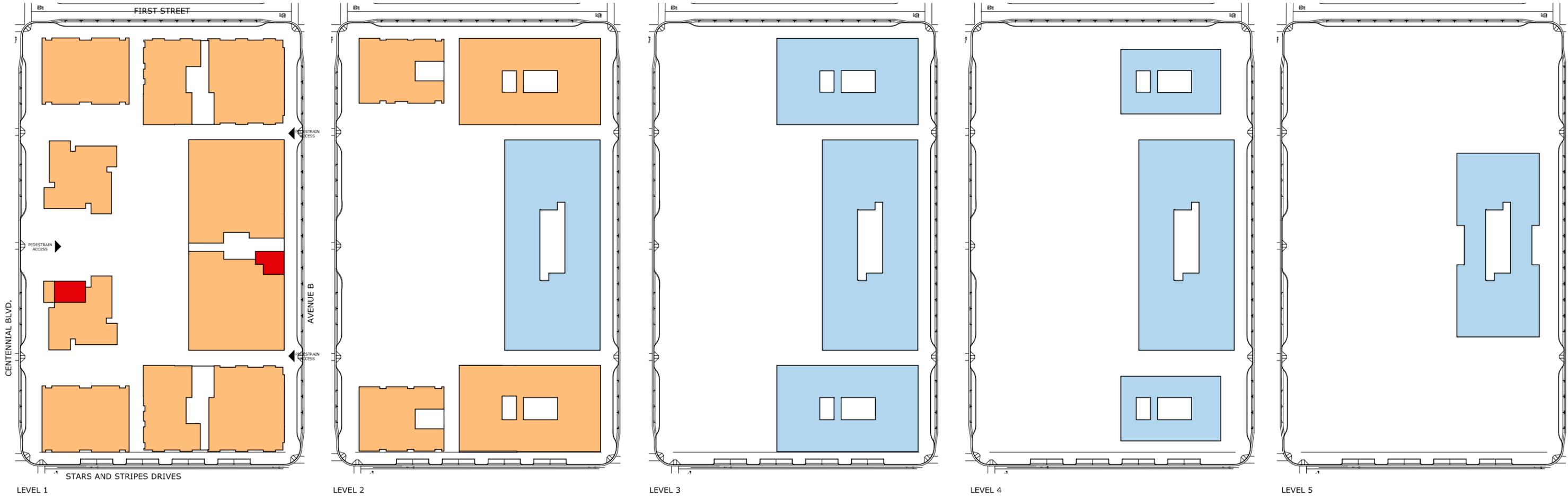
**DEVELOPMENT AREA PLAN (DAP) 2
PHASE 2, PARCEL 4**

**EXHIBIT 1.3.1 : LOCATION OF
POTENTIAL USES - BLOCK 4E/4F
OFFICE/RETAIL - LEVELS 1-5**

CONCEPTUAL PLAN FOR
ILLUSTRATIVE PURPOSES ONLY

LEGEND

- OFFICE
- FOOD & BEVERAGE
- RETAIL
- HOTEL
- RESIDENTIAL
- PARKING
- ENTERTAINMENT



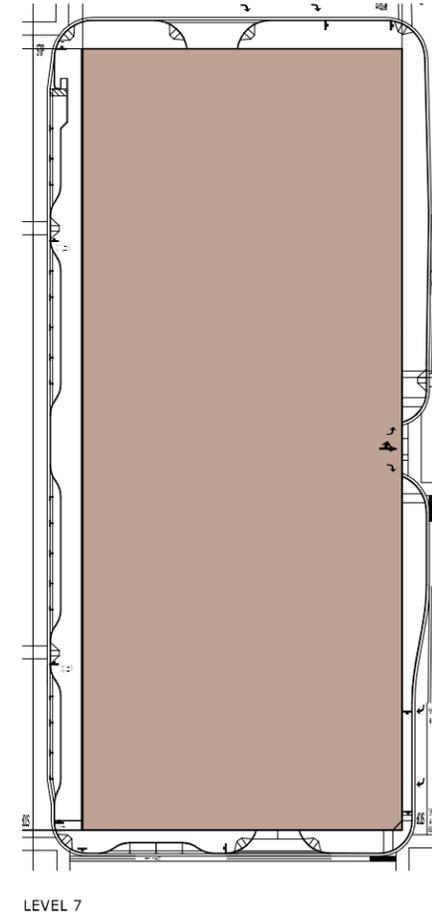
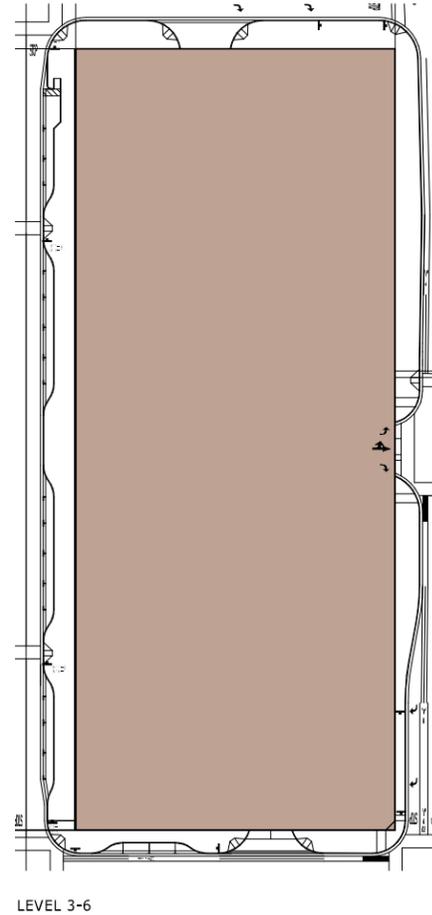
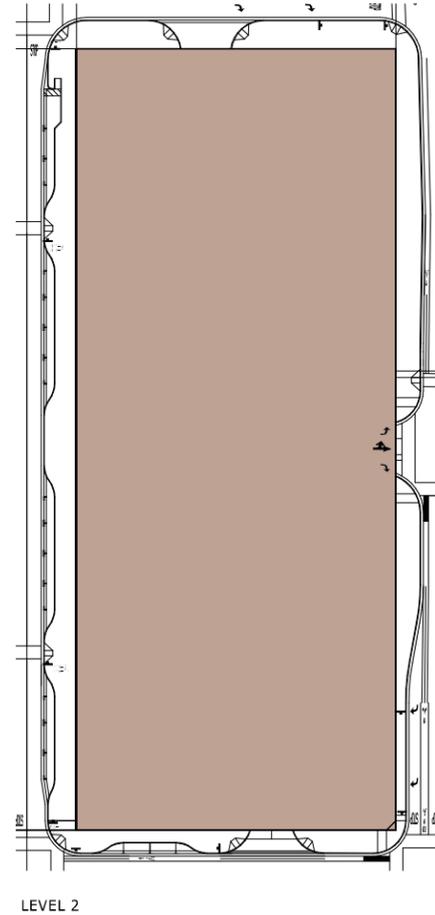
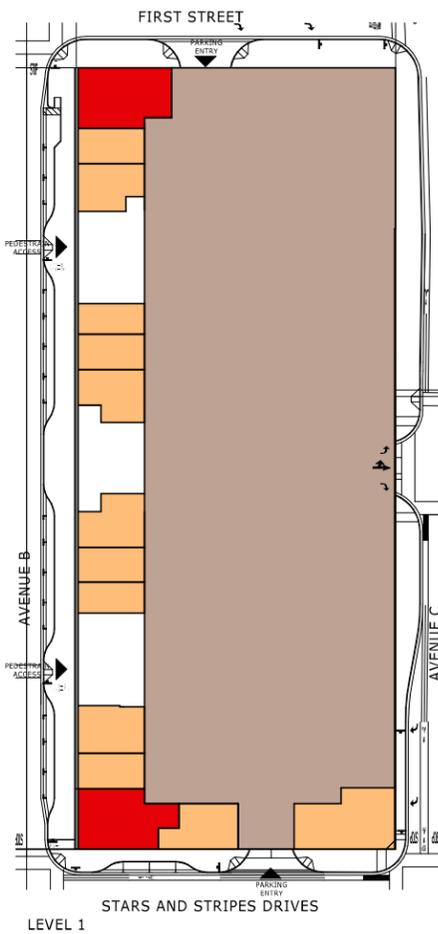
**EXHIBIT 1.3.1 : LOCATION OF
POTENTIAL USES - BLOCK 4H
PARKING/RETAIL/F&B - LEVEL 1-7**

CONCEPTUAL PLAN FOR
ILLUSTRATIVE PURPOSES ONLY

LEGEND

- OFFICE
- FOOD & BEVERAGE
- RETAIL
- HOTEL
- RESIDENTIAL
- PARKING
- ENTERTAINMENT

SPACE COUNT	
P1	241
P2	443
P3	444
P4	444
P5	444
P6	444
P7	460
TOTAL	2,920

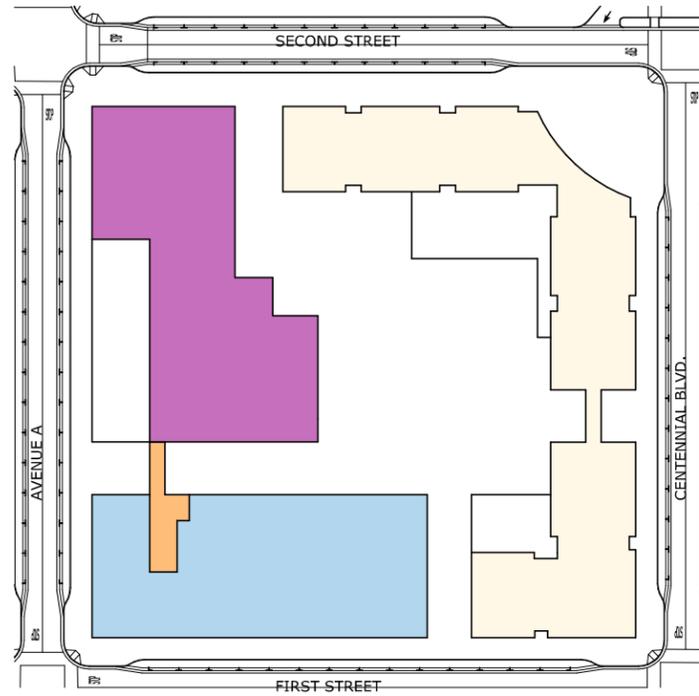


**EXHIBIT 1.3.1 : LOCATION OF POTENTIAL USES -
BLOCK 4D HOTEL/RESIDENTIAL/HEALTH
CLUB/RETAIL/F&B - LEVELS 1-6**

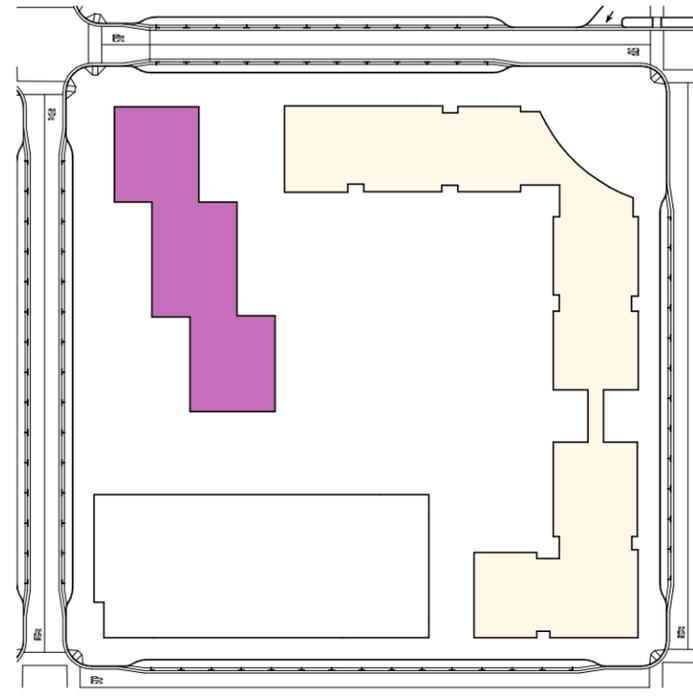
CONCEPTUAL PLAN FOR
ILLUSTRATIVE PURPOSES ONLY

LEGEND

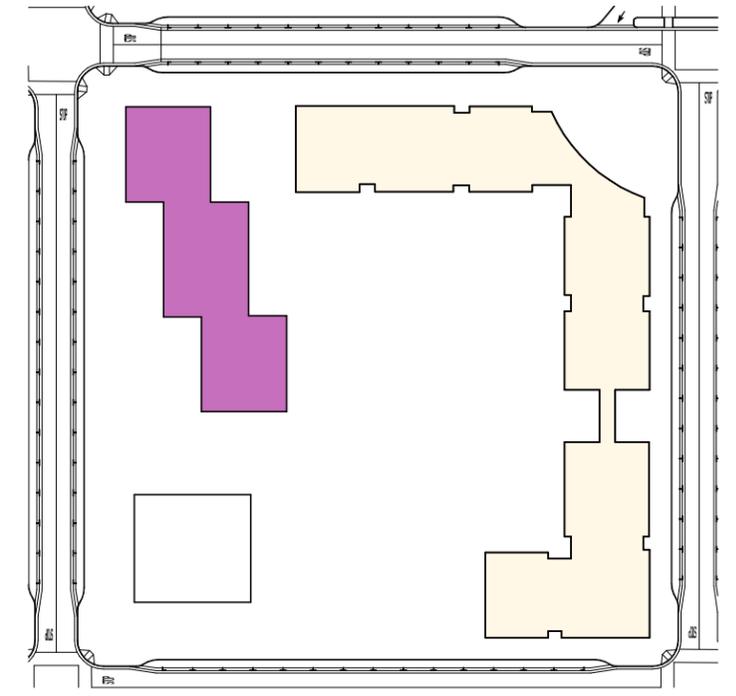
- OFFICE
- FOOD & BEVERAGE
- RETAIL
- HOTEL
- RESIDENTIAL
- PARKING
- ENTERTAINMENT



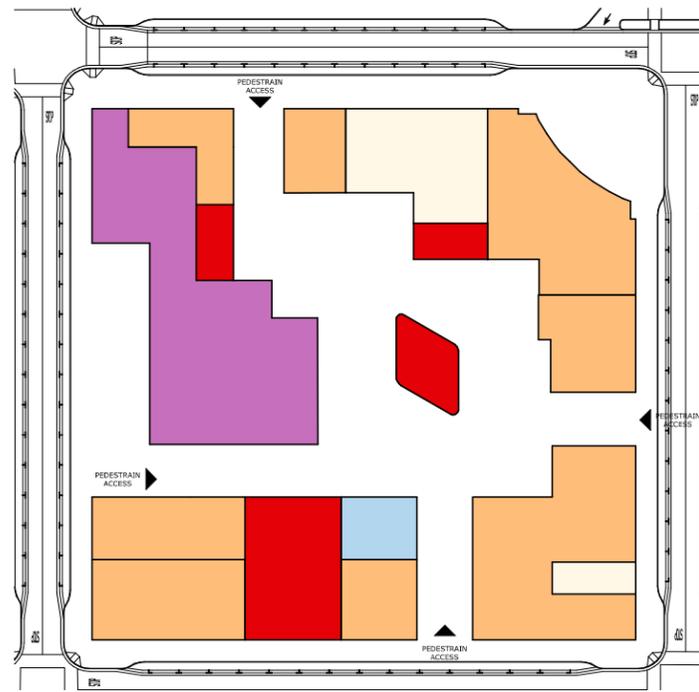
LEVEL 2



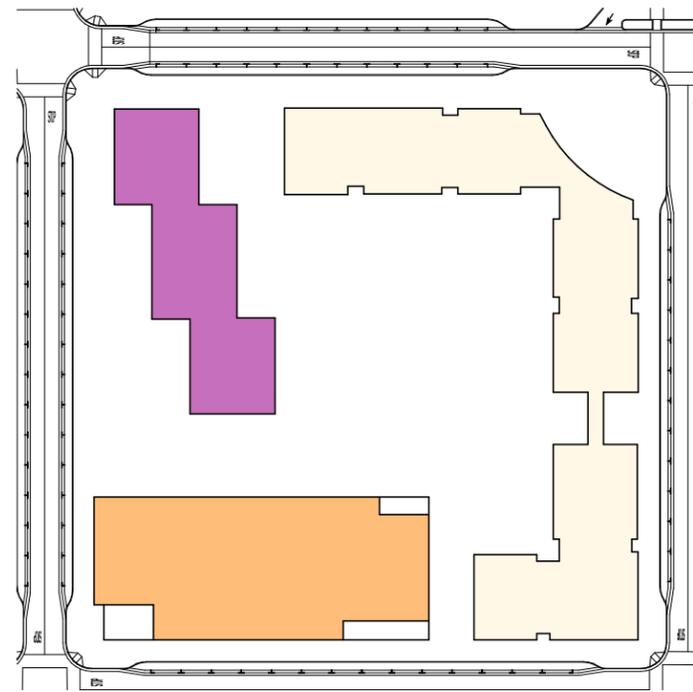
LEVEL 4



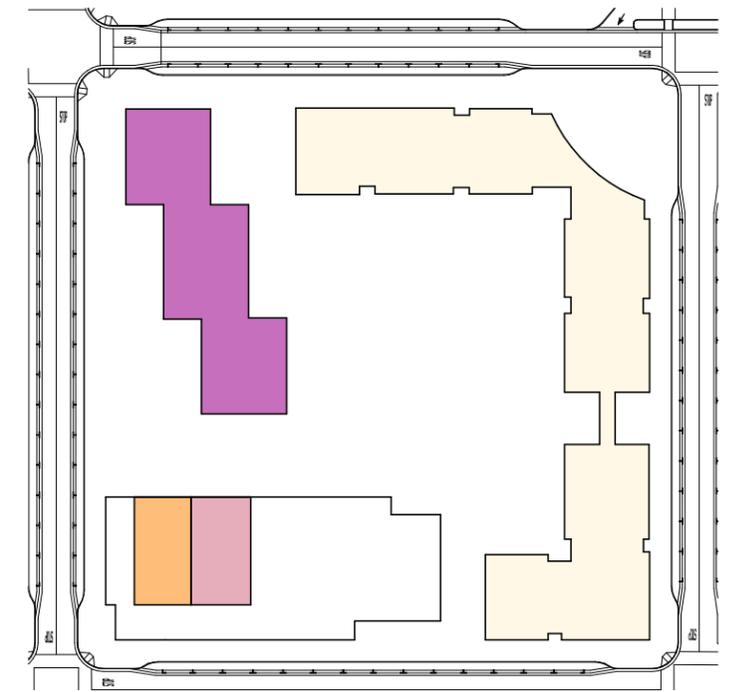
LEVEL 6



LEVEL 1



LEVEL 3



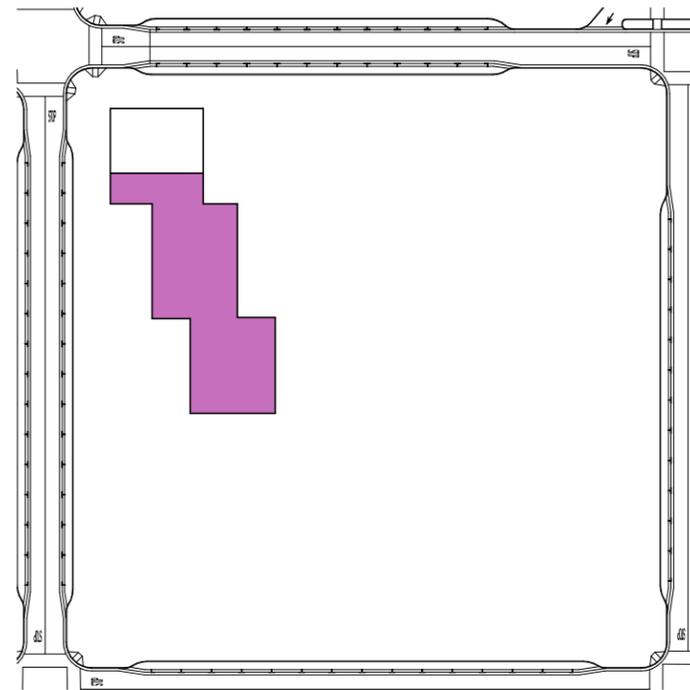
LEVEL 5

**EXHIBIT 1.3.1 : LOCATION OF POTENTIAL USES -
BLOCK 4D HOTEL/RESIDENTIAL/HEALTH CLUB/
RETAIL/ F&B - LEVELS 7-11**

CONCEPTUAL PLAN FOR
ILLUSTRATIVE PURPOSES ONLY

LEGEND

- OFFICE
- FOOD & BEVERAGE
- RETAIL
- HOTEL
- RESIDENTIAL
- PARKING
- ENTERTAINMENT



LEVEL 7-11

**DEVELOPMENT AREA PLAN (DAP) 2
PHASE 2, PARCEL 4**

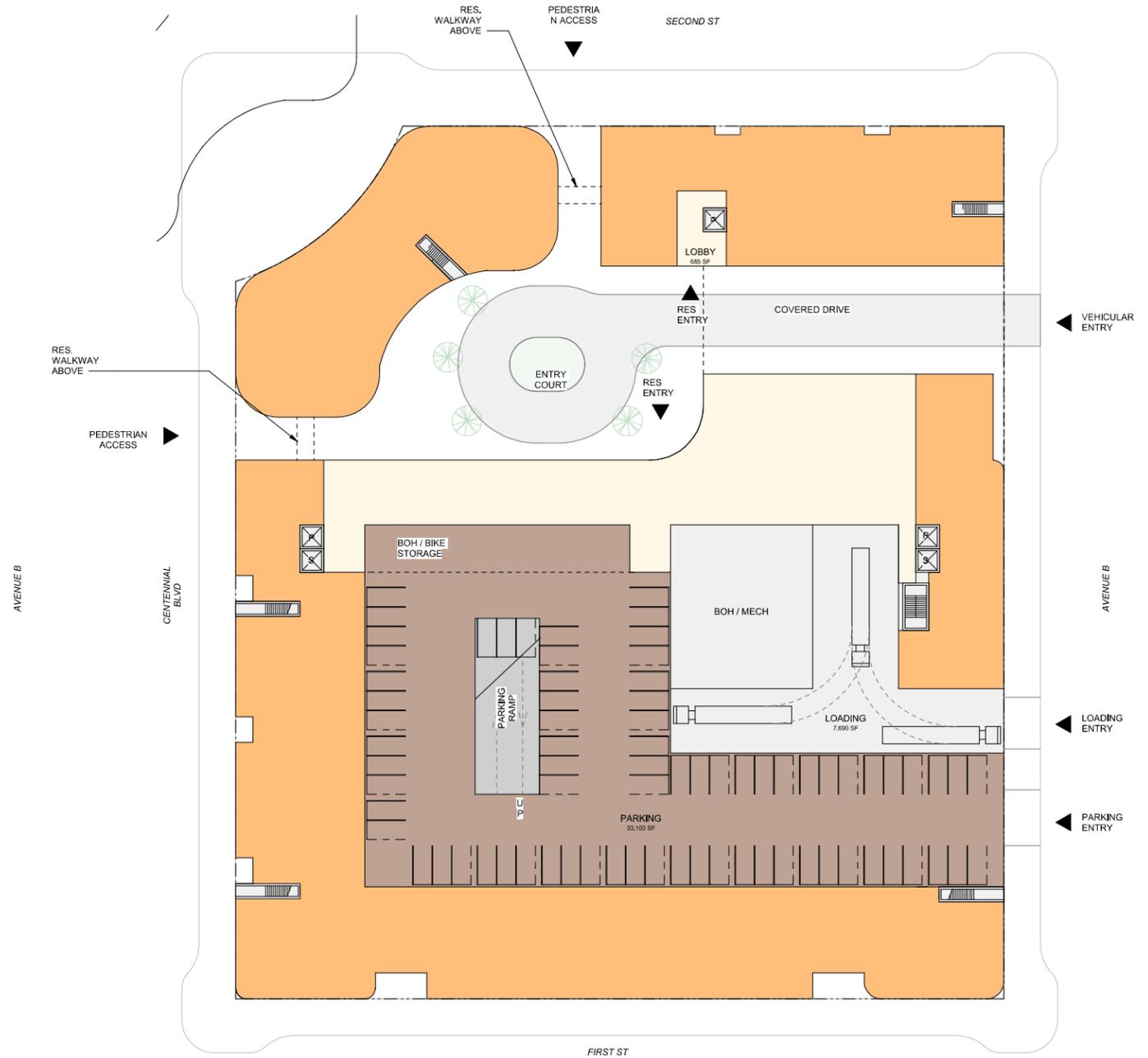
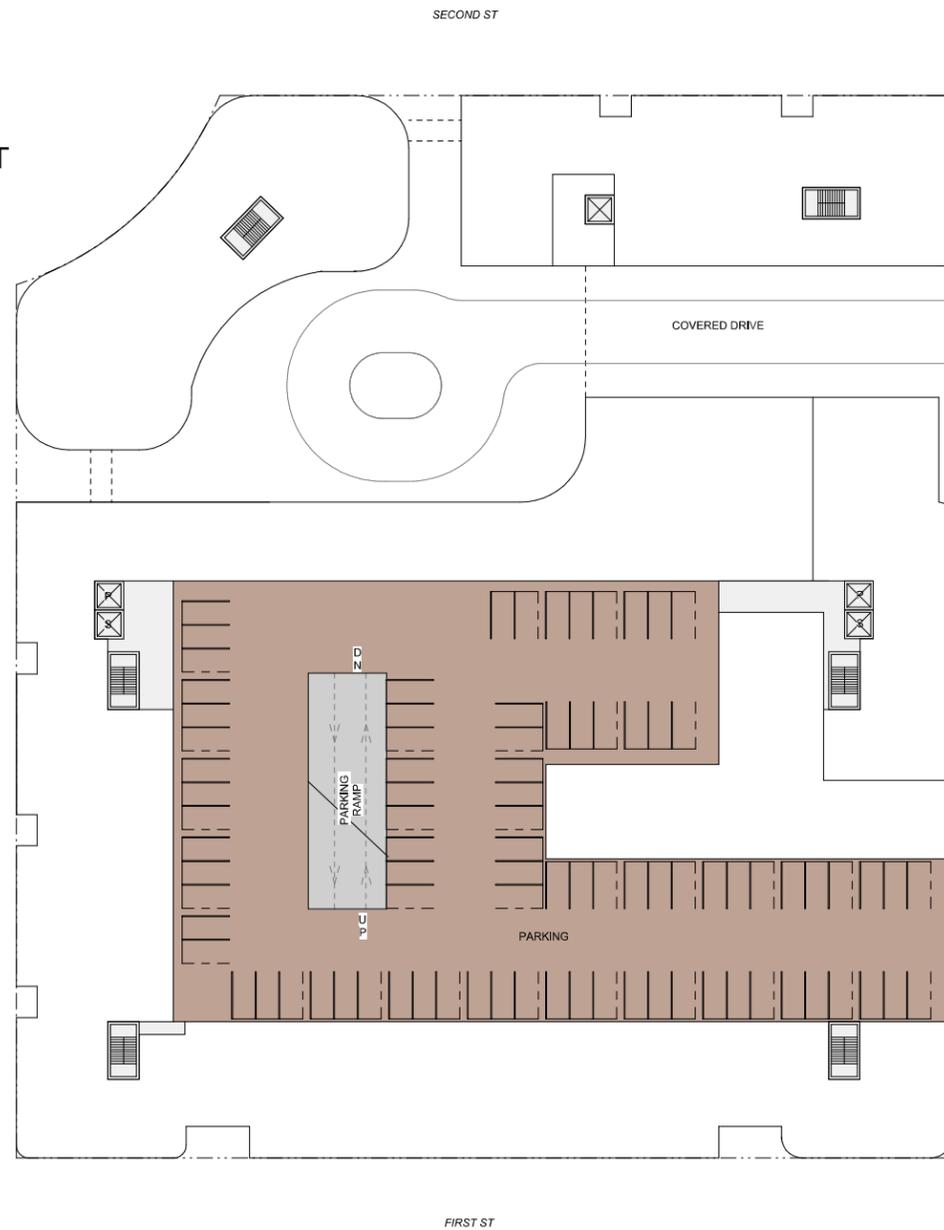
**EXHIBIT 1.3.1 : LOCATION OF POTENTIAL USES -
BLOCK 4D/RESIDENTIAL APTS. LEVELS 1 - 1.5**

CONCEPTUAL PLAN FOR
ILLUSTRATIVE PURPOSES ONLY

LEGEND

- OFFICE
- FOOD & BEVERAGE
- RETAIL
- HOTEL
- RESIDENTIAL
- PARKING
- ENTERTAINMENT

SPACE COUNT	
LVL 1	65
LVL 2	185
LVL 3	170
MEZZ	80
TOTAL	500



2 LEVEL 1.5
1/32" = 1'-0"

1 LEVEL 1
1/32" = 1'-0"

City Place Santa Clara



MA

1.3.1 SITE PLAN AND LOCATION OF POTENTIAL USES

1.3-8

0 25 50 100 200 As indicated

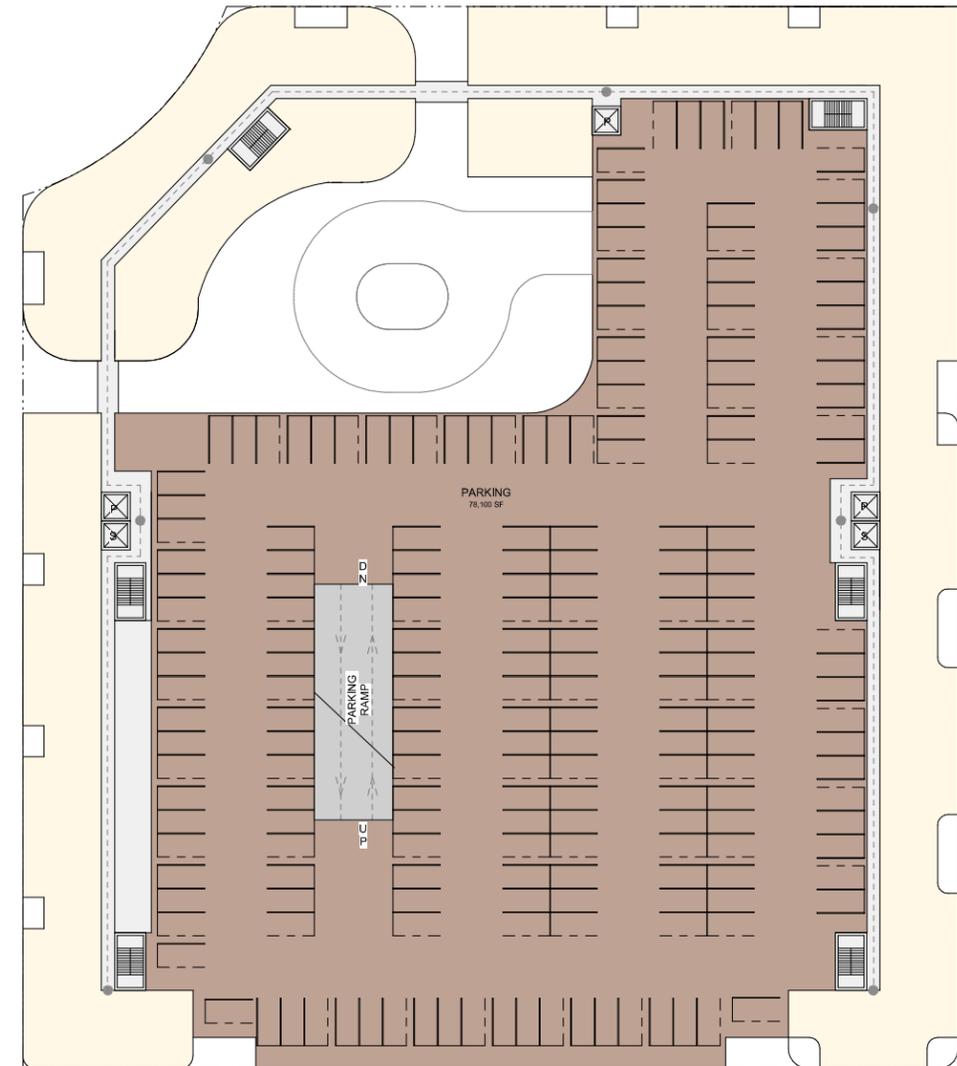
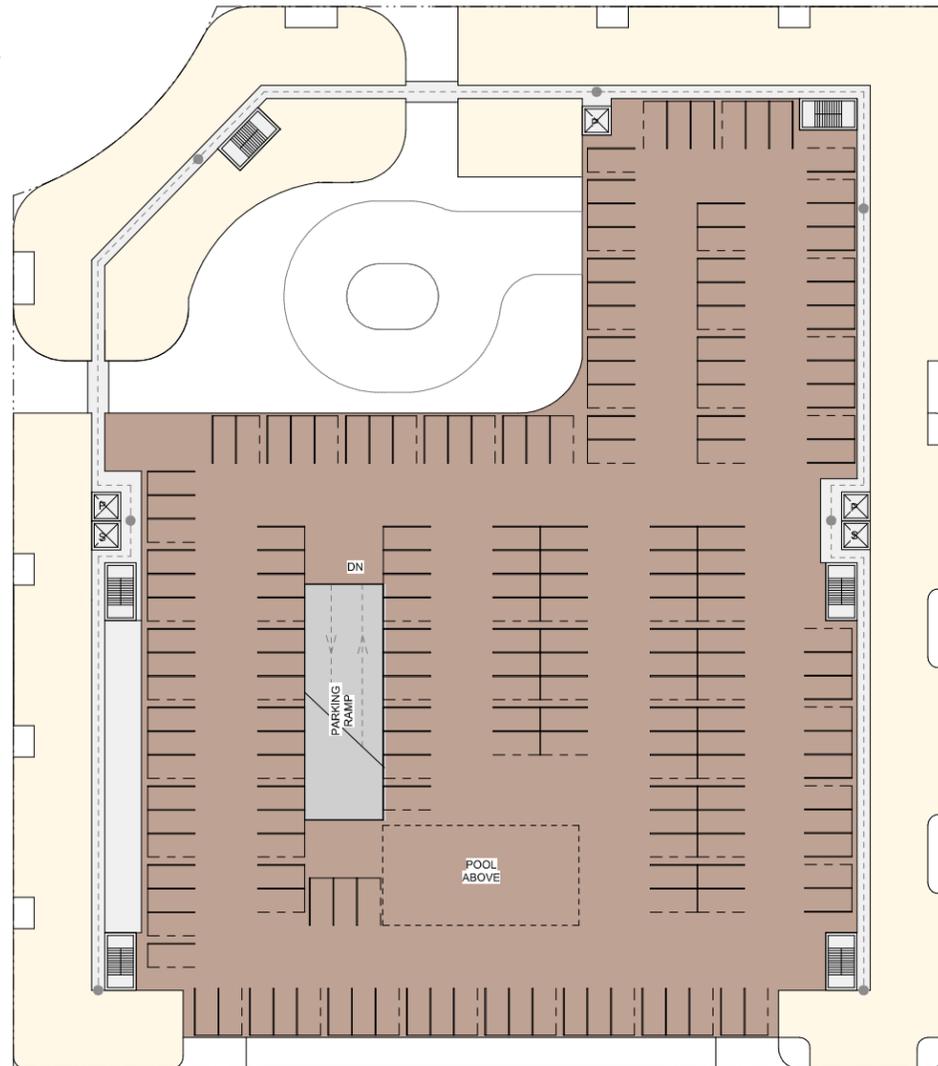


**EXHIBIT 1.3.1.: LOCATION OF POTENTIAL USES - BLOCK
4D/RESIDENTIAL APTS. LEVELS 2 - 3**

CONCEPTUAL PLAN FOR
ILLUSTRATIVE PURPOSES ONLY

LEGEND

- OFFICE
- FOOD & BEVERAGE
- RETAIL
- HOTEL
- RESIDENTIAL
- PARKING
- ENTERTAINMENT



2 LEVEL 3
1/32" = 1'-0"

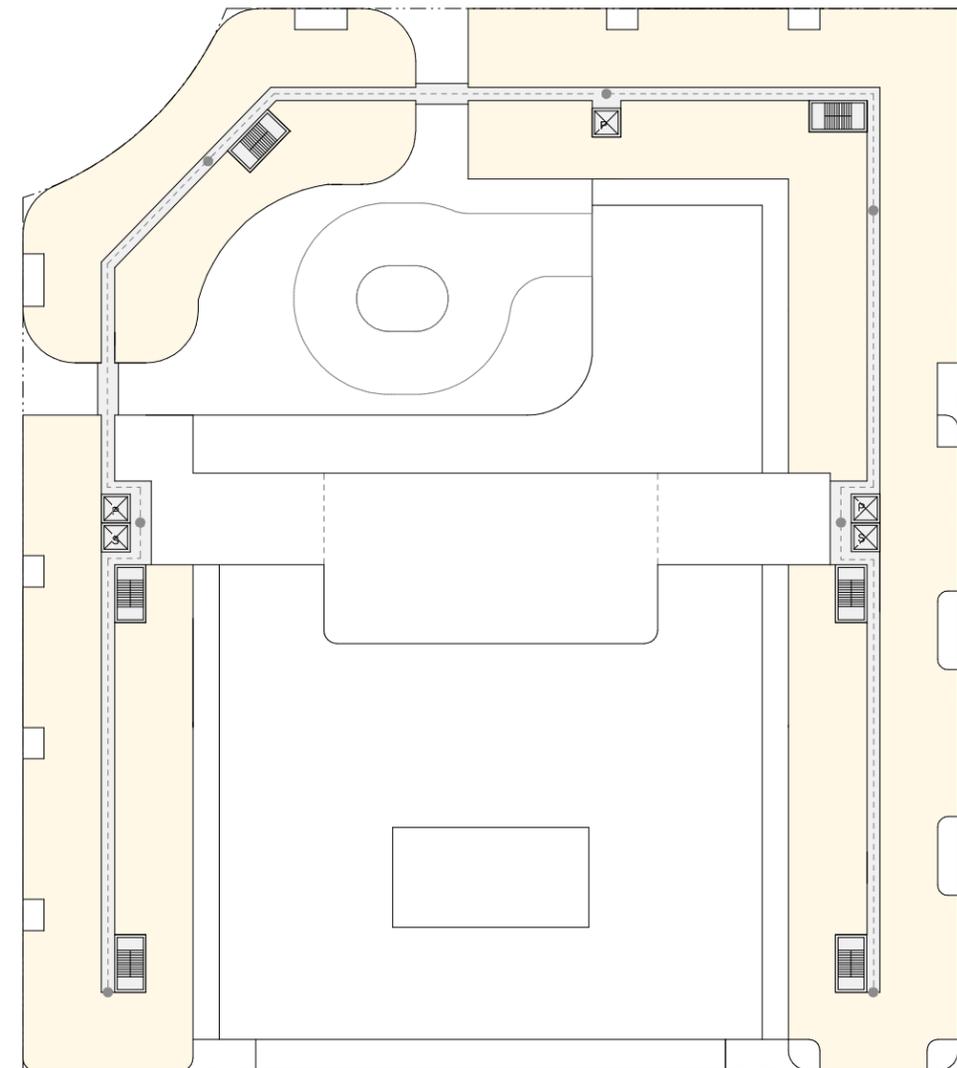
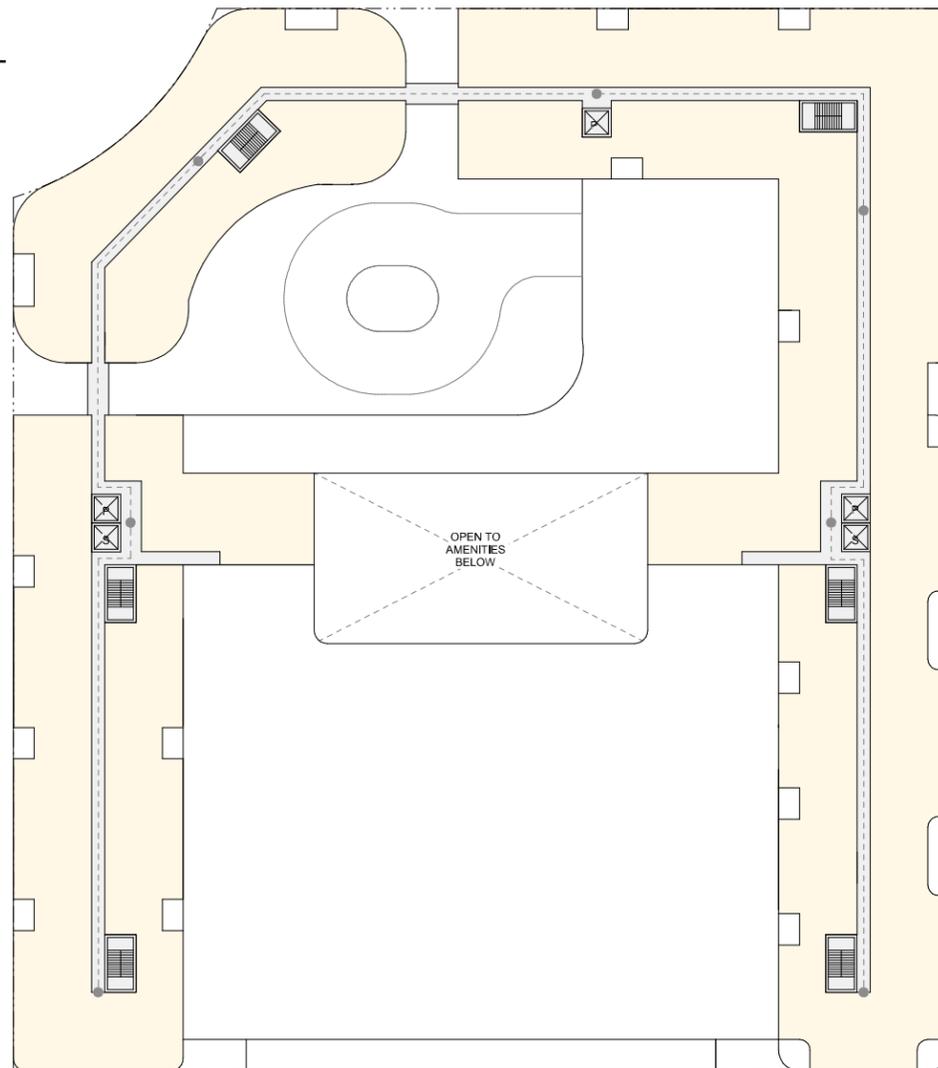
1 LEVEL 2
1/32" = 1'-0"

**EXHIBIT 1.3.1.: LOCATION OF POTENTIAL USES -
BLOCK 4D/RESIDENTIAL APTS. LEVELS 4 - 5**

CONCEPTUAL PLAN FOR
ILLUSTRATIVE PURPOSES ONLY

LEGEND

- OFFICE
- FOOD & BEVERAGE
- RETAIL
- HOTEL
- RESIDENTIAL
- PARKING
- ENTERTAINMENT



2 LEVEL 5
1/32" = 1'-0"

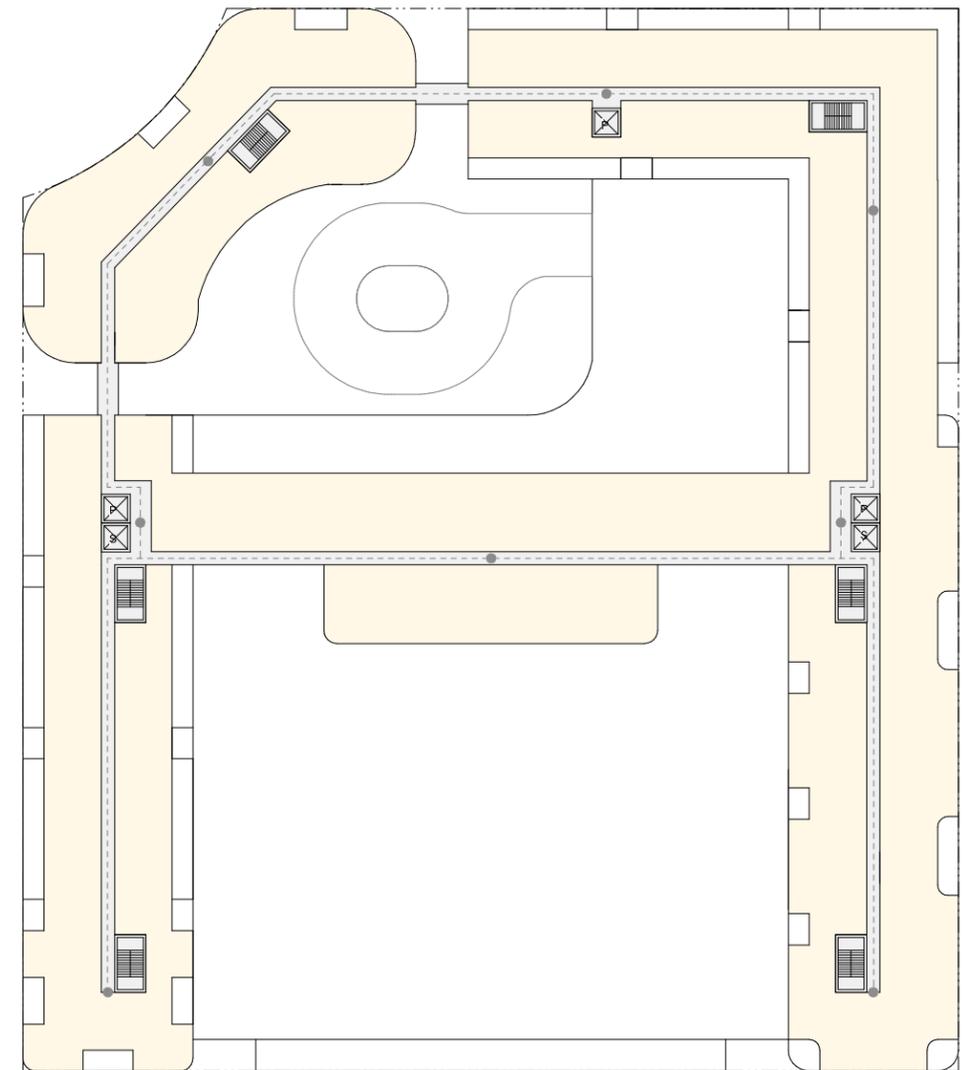
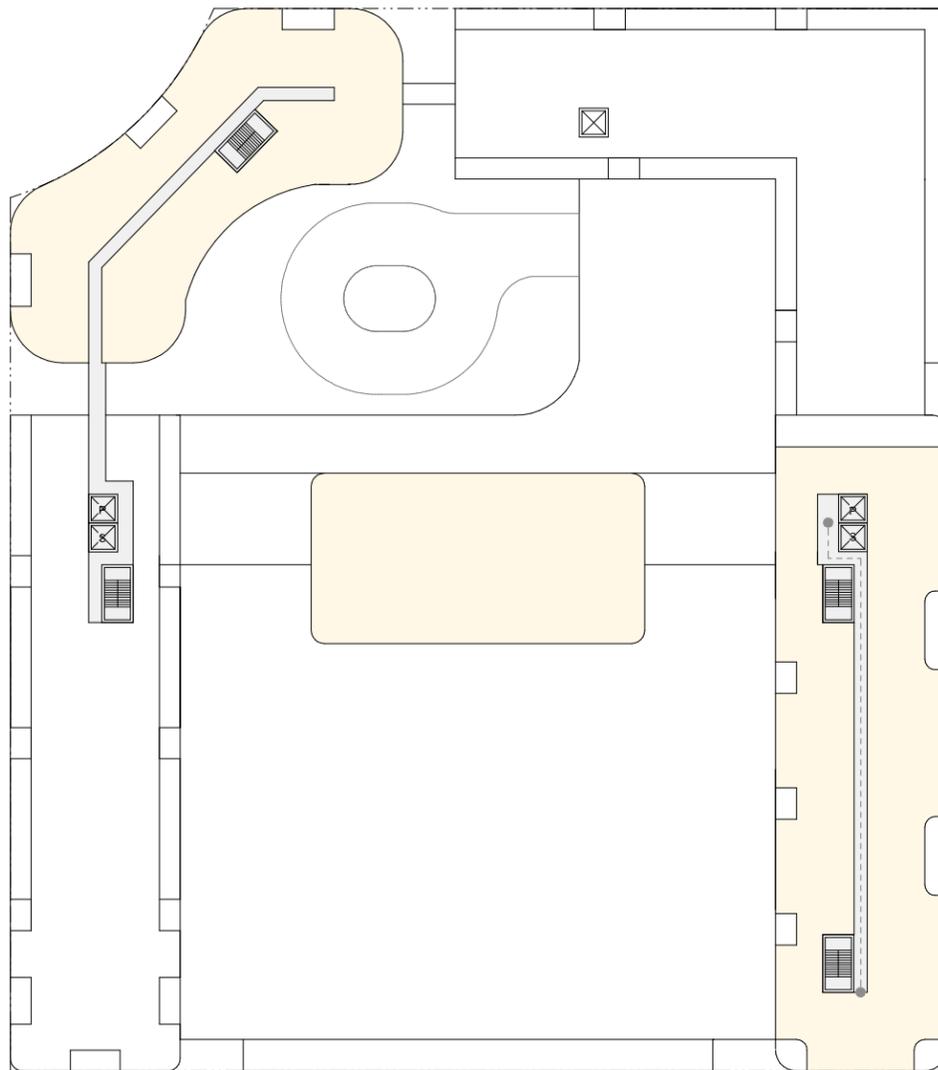
1 LEVEL 4
1/32" = 1'-0"

**EXHIBIT 1.3.1.: LOCATION OF POTENTIAL USES -
BLOCK 4D/RESIDENTIAL APTS. LEVELS 6 - 7**

CONCEPTUAL PLAN FOR
ILLUSTRATIVE PURPOSES ONLY

LEGEND

- OFFICE
- FOOD & BEVERAGE
- RETAIL
- HOTEL
- RESIDENTIAL
- PARKING
- ENTERTAINMENT

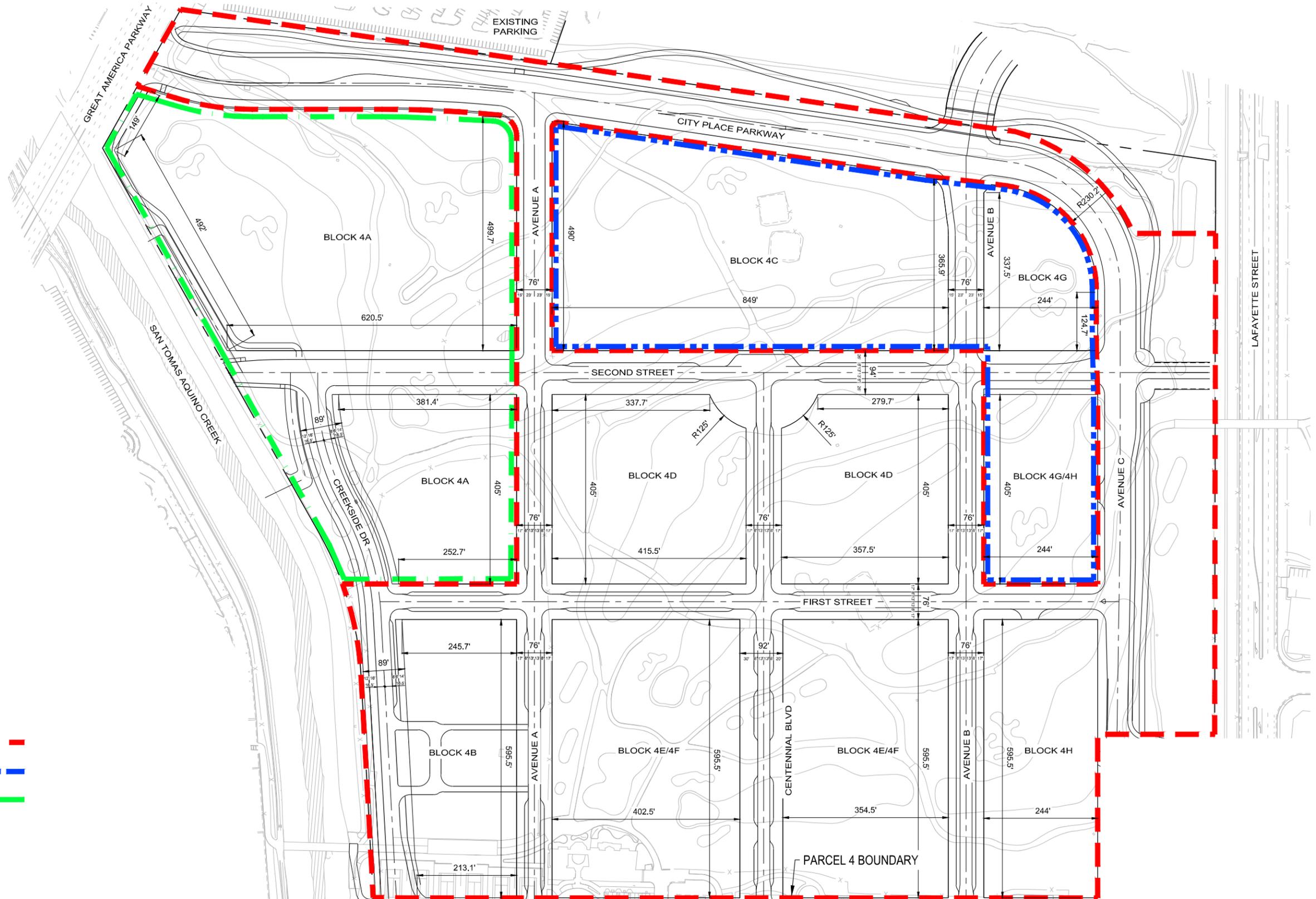


2 LEVEL 7
1/32" = 1'-0"

1 LEVEL 6
1/32" = 1'-0"

1.3.2 - PHASE BLOCKS, PARCEL BOUNDARIES

EXHIBIT 1.3.2



LEGEND

- PHASE 2 - - - - -
- PHASE 3 - - - - -
- PHASE 4 - - - - -



1.3.3 - LOCATION OF PUBLIC PROPERTY

EXHIBIT 1.3.3

LEGEND

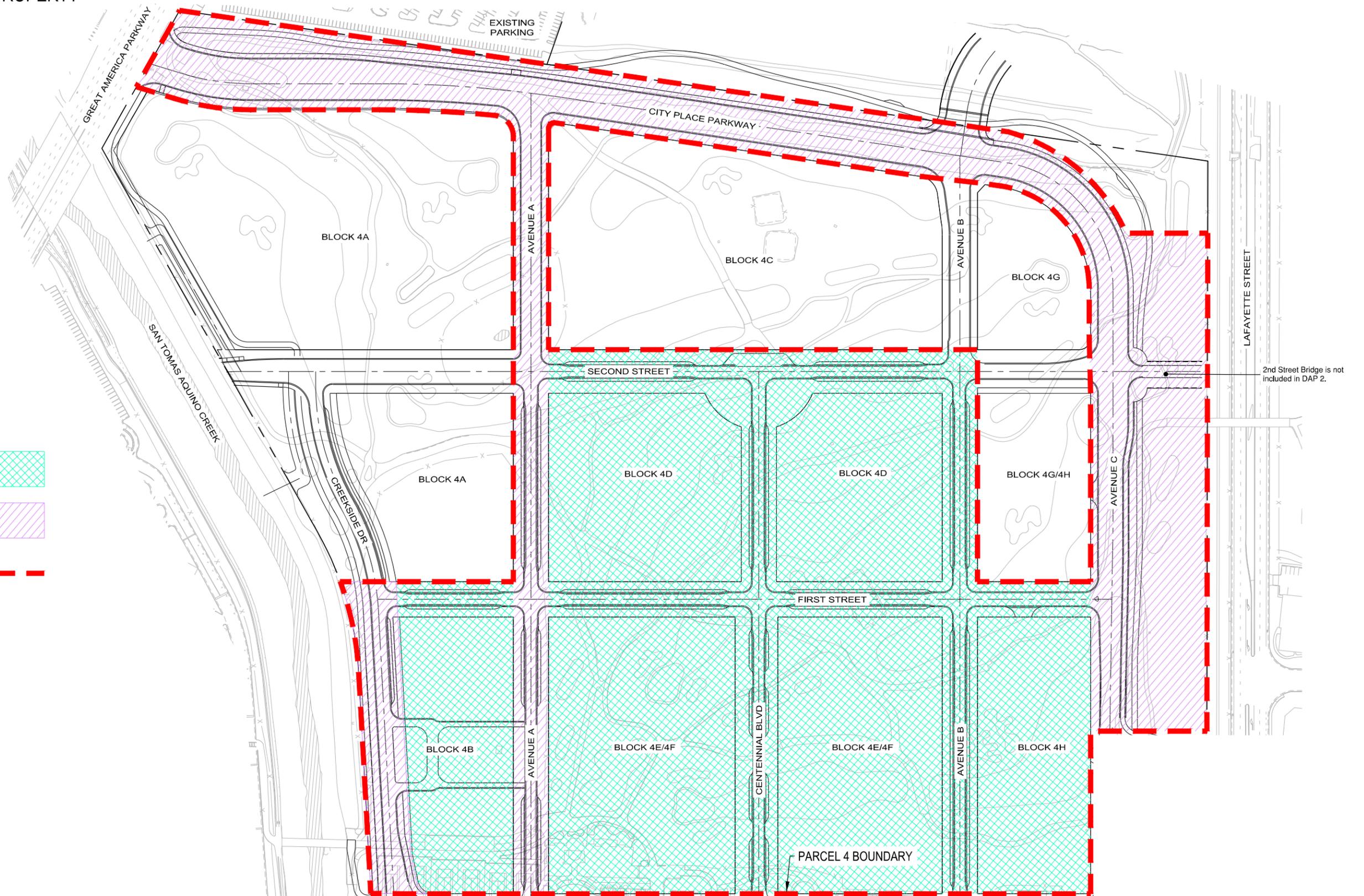
PRIVATE PROPERTY



PUBLIC PROPERTY



PHASE 2 BOUNDARY



RELATED

Gensler

RELATED SANTA CLARA

DAP-2 LOCATION OF PUBLIC PROPERTY

PARCEL 5 (SEE DAP 1)

1.3-13

0 25 50 100 200 1" = 100'



1.3.4 PARCEL 4

FLOOR AREA RATIO

LAND USE	UNITS	GROSS AREA (SF)	LOT AREA (ACRES)	TOTAL GFA	FLOOR AREA RATIO
Office		435,000	44.5	1,750,000	0.90
Retail		405,000			
Food & Beverage		150,000			
Hotel	220	180,000			
Residential Apts./ Residential Serviced Apartments	500	530,000			
Entertainment		50,000			
GFA		1,750,000			
Structured Parking		1,186,114			

LEGEND

- OFFICE
- FOOD & BEVERAGE
- RETAIL
- HOTEL
- RESIDENTIAL
- PARKING
- ENTERTAINMENT



GROUND FLOOR PLAN

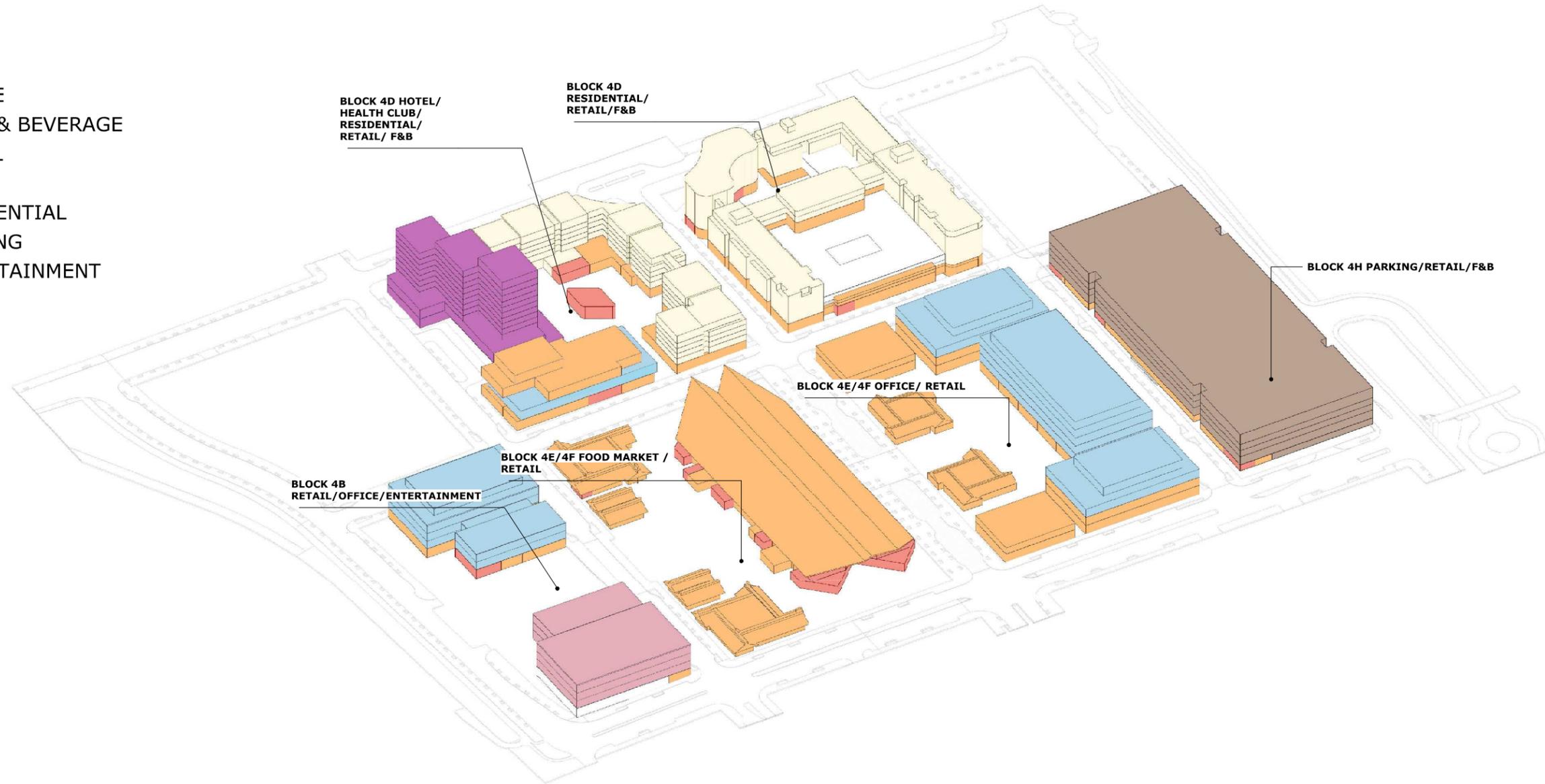
City Place Santa Clara

DAP-2

EXHIBIT 1.3.4 CONCEPTUAL
MASSING HEIGHT & BULK

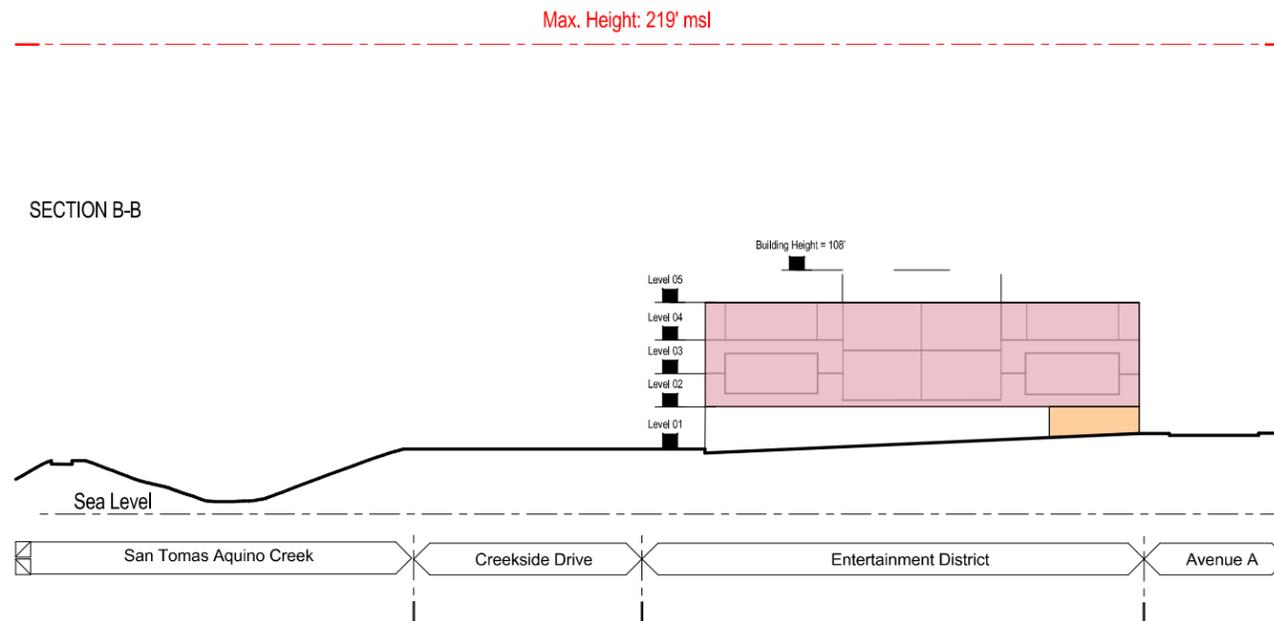
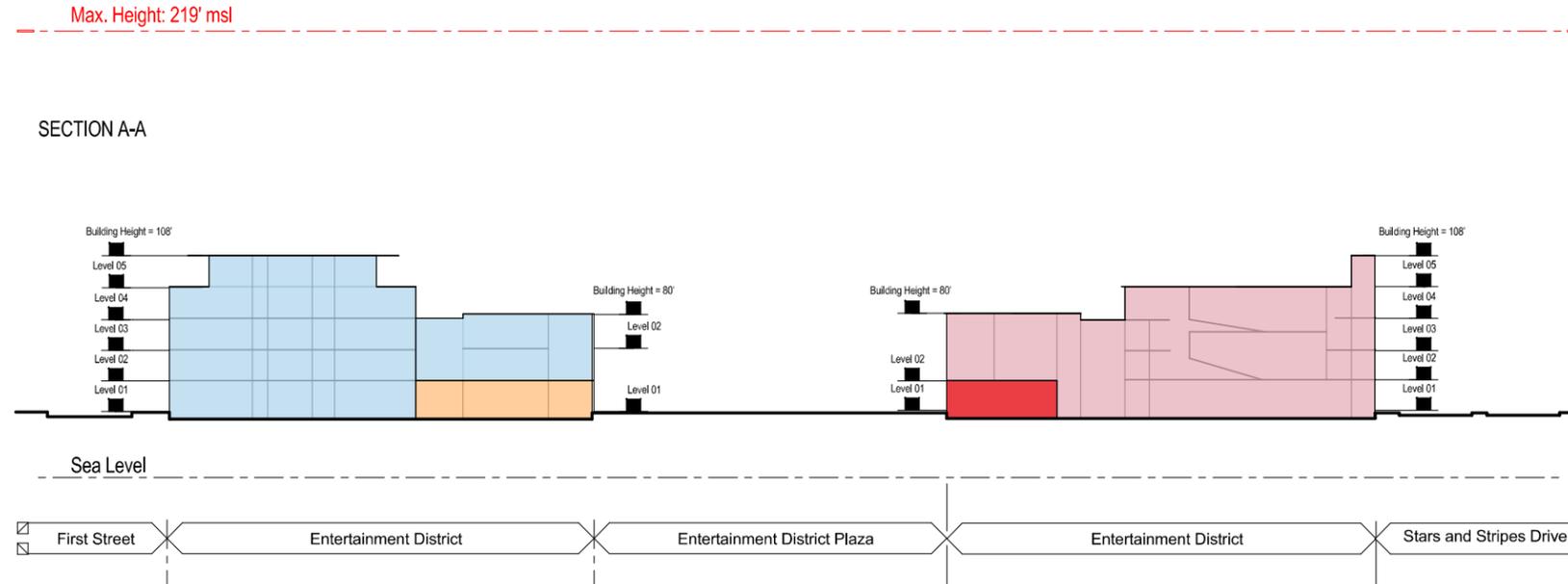
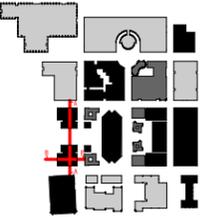
LEGEND

- OFFICE
- FOOD & BEVERAGE
- RETAIL
- HOTEL
- RESIDENTIAL
- PARKING
- ENTERTAINMENT



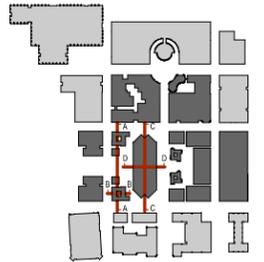
1.3.4 (a): SITE SECTIONS

**EXHIBIT 1.3.4 (a): SITE SECTIONS
BLOCK 4B
RETAIL/OFFICE/ENTERTAINMENT**



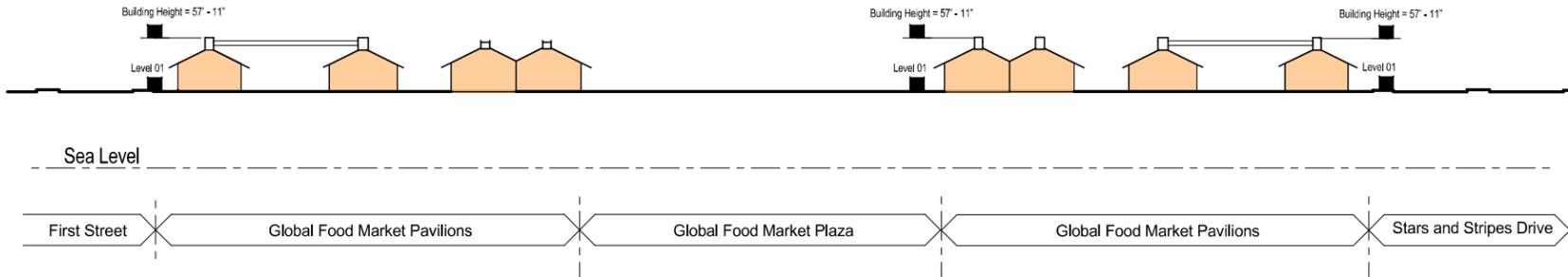
1.3.4 (a): SITE SECTIONS

**EXHIBIT 1.3.4 (a): SITE SECTIONS
BLOCK 4E/4F GLOBAL MARKET / RETAIL**



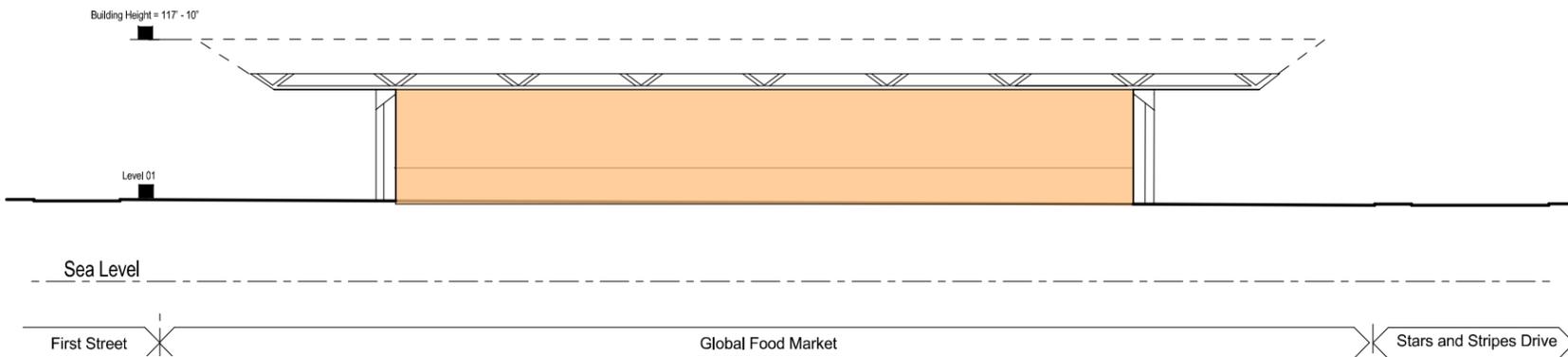
Max. Height: 219' msl

SECTION A-A



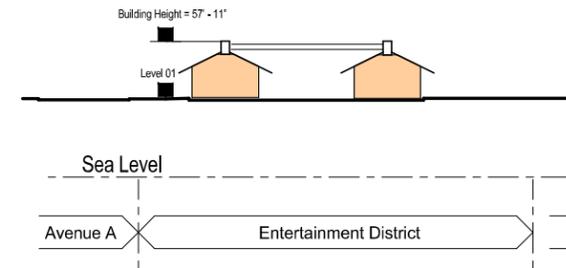
Max. Height: 219' msl

SECTION C-C



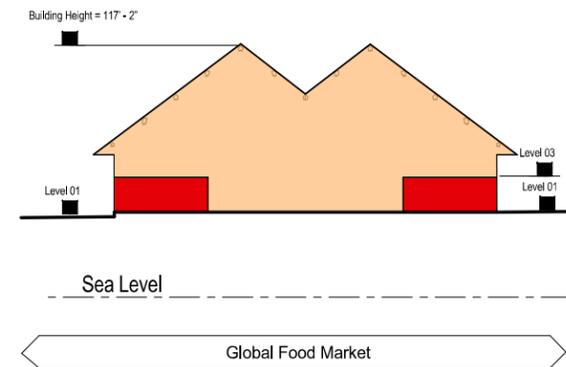
Max. Height: 219' msl

SECTION B-B



Max. Height: 219' msl

SECTION D-D



**DEVELOPMENT AREA PLAN (DAP) 2
PHASE 2, PARCEL 4**

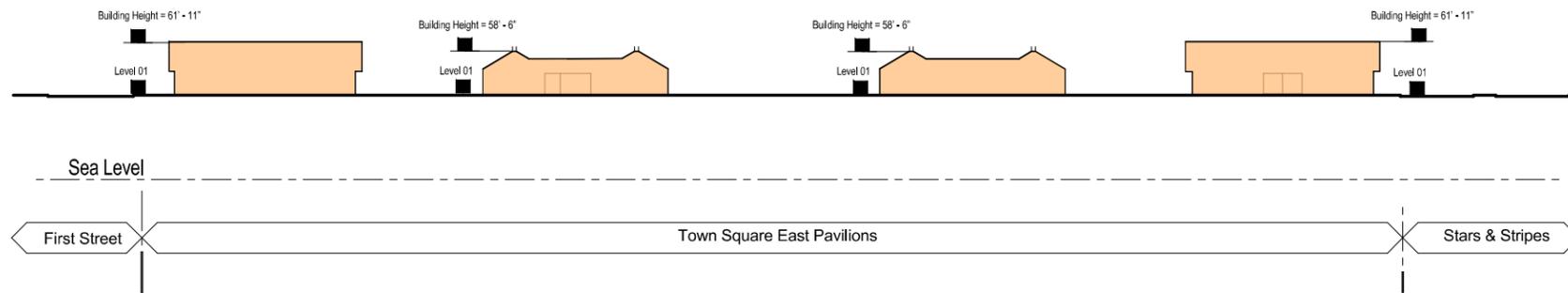
1.3.4 (a): SITE SECTIONS

**EXHIBIT 1.3.4 (a): SITE
SECTIONS BLOCK 4E/4F
OFFICE/RETAIL**



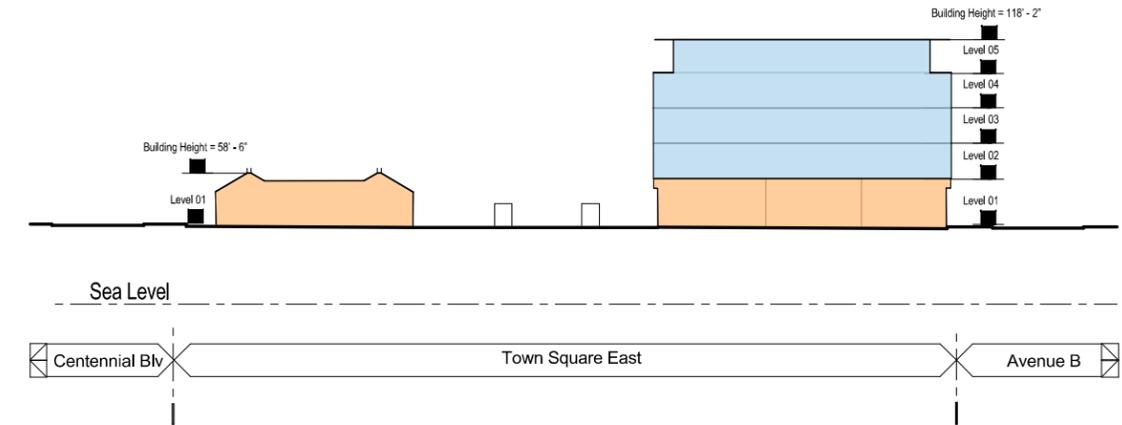
Max. Height: 219' msl

SECTION A-A



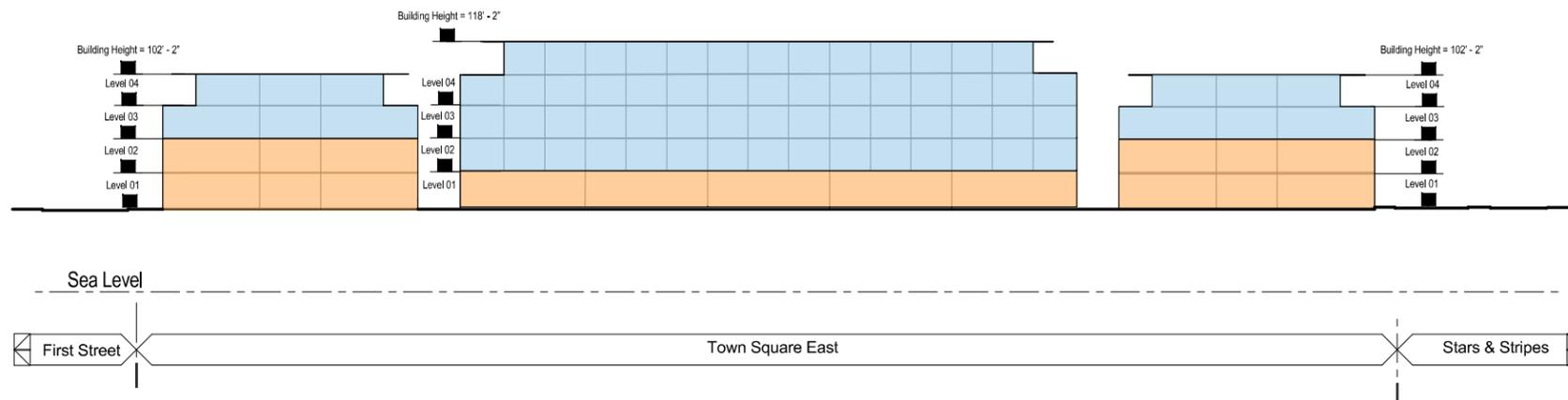
Max. Height: 219' msl

SECTION B-B



Max. Height: 219' msl

SECTION C-C



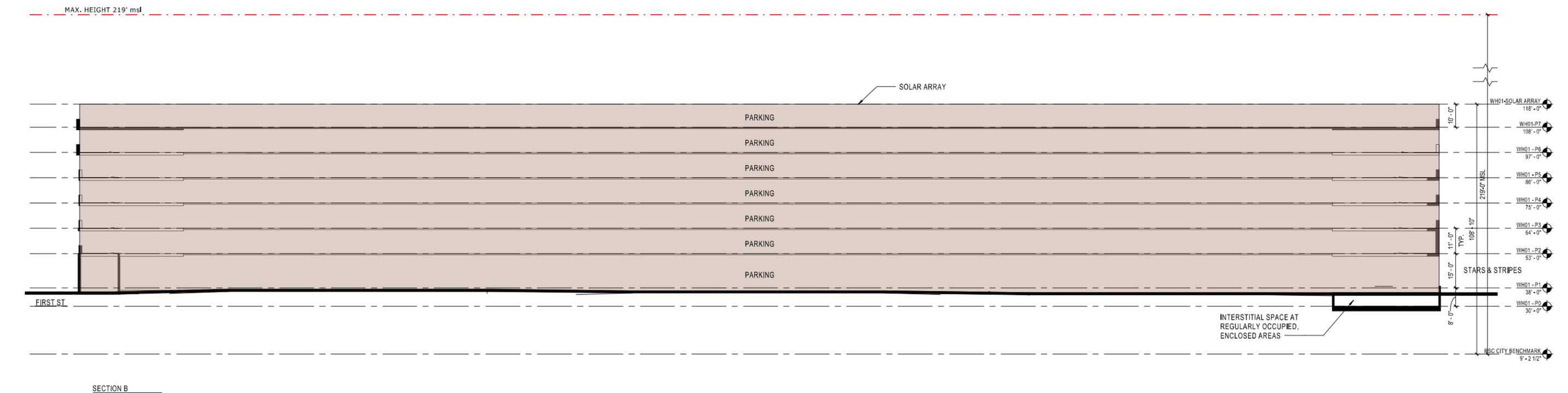
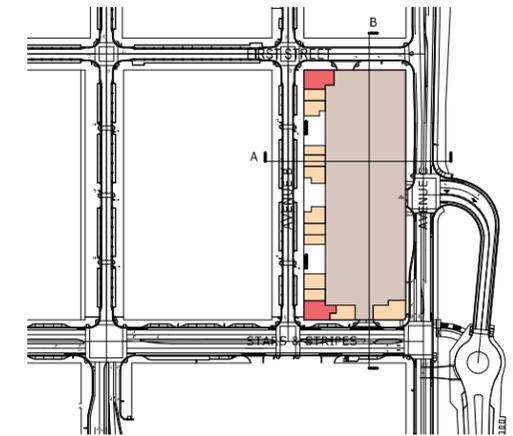
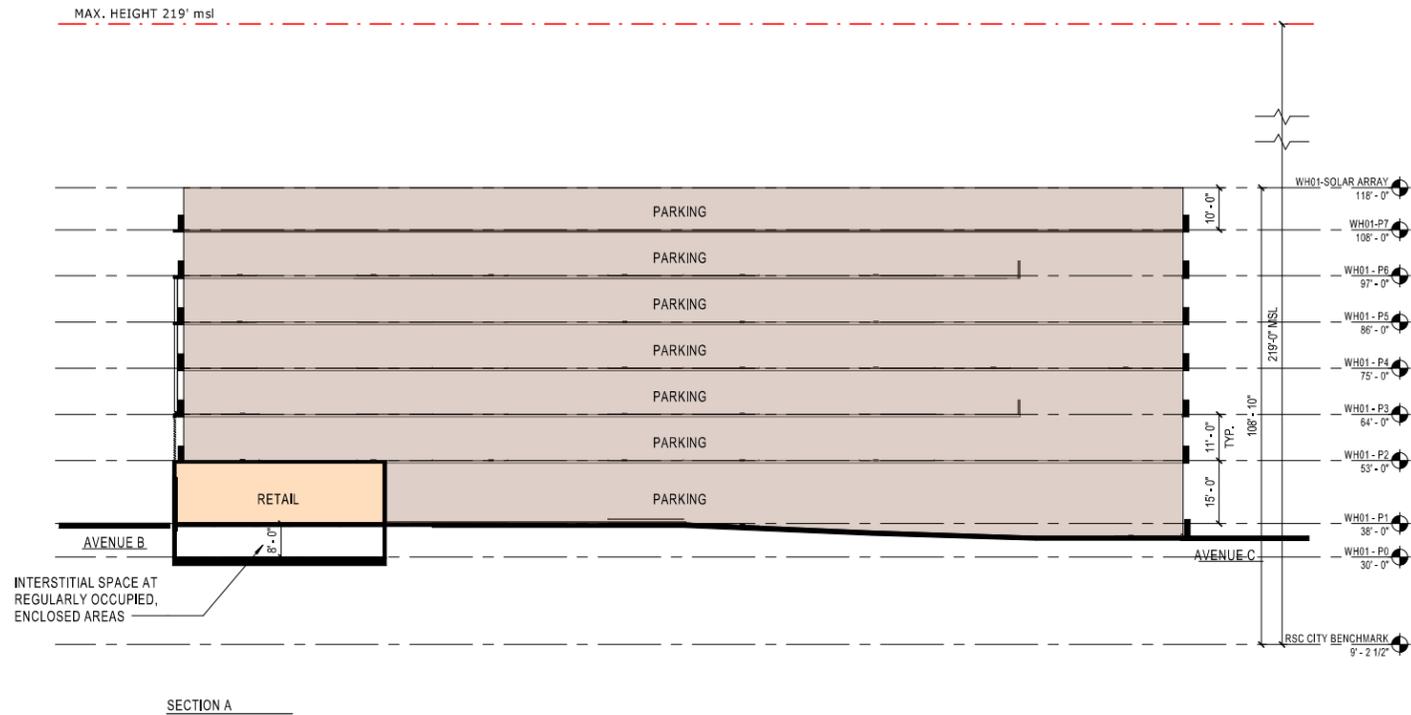
Max. Height: 219' msl

SECTION D-D



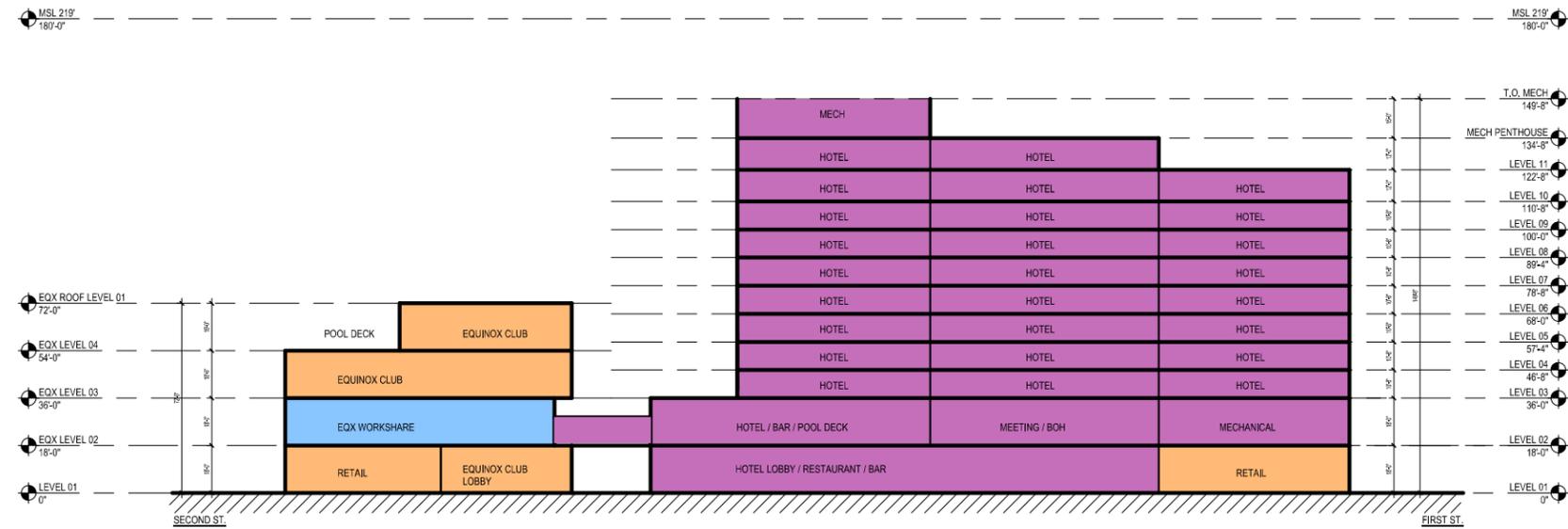
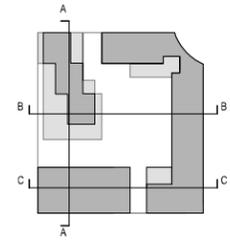
1.3.4 (a): SITE SECTIONS

**EXHIBIT 1.3.4 (a): SITE SECTIONS
BLOCK 4H PARKING**



1.3.4 (a): SITE SECTIONS

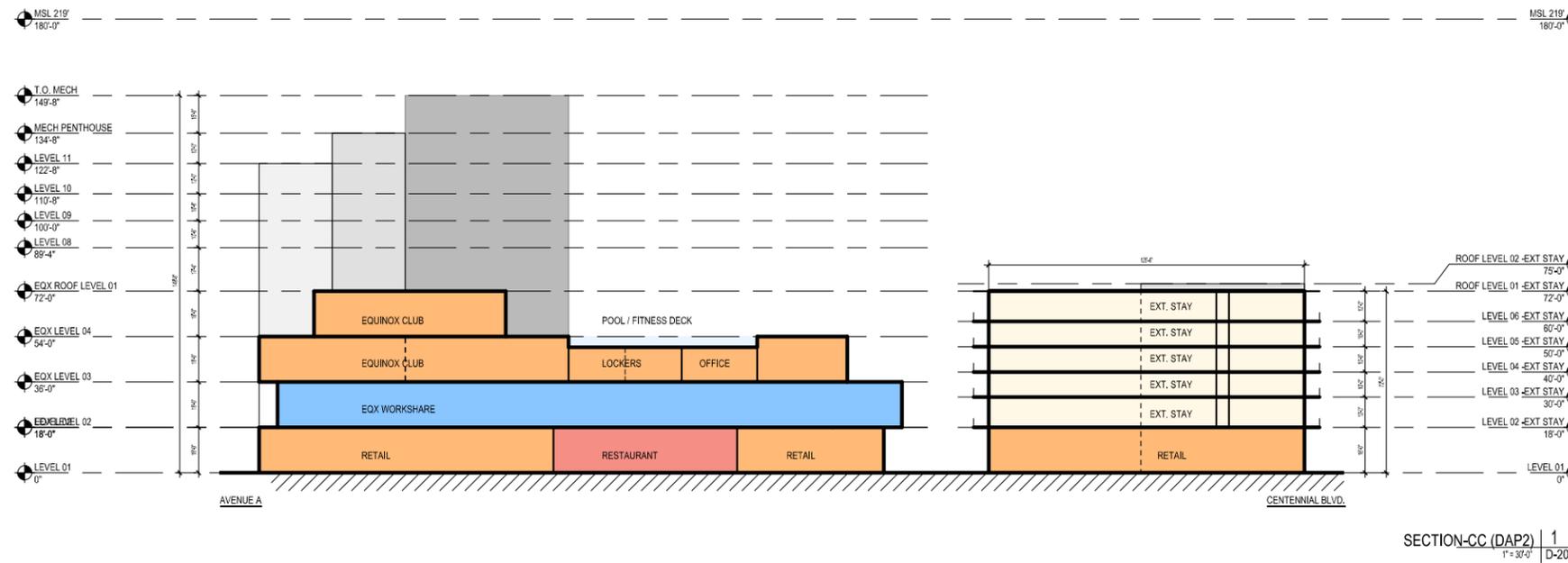
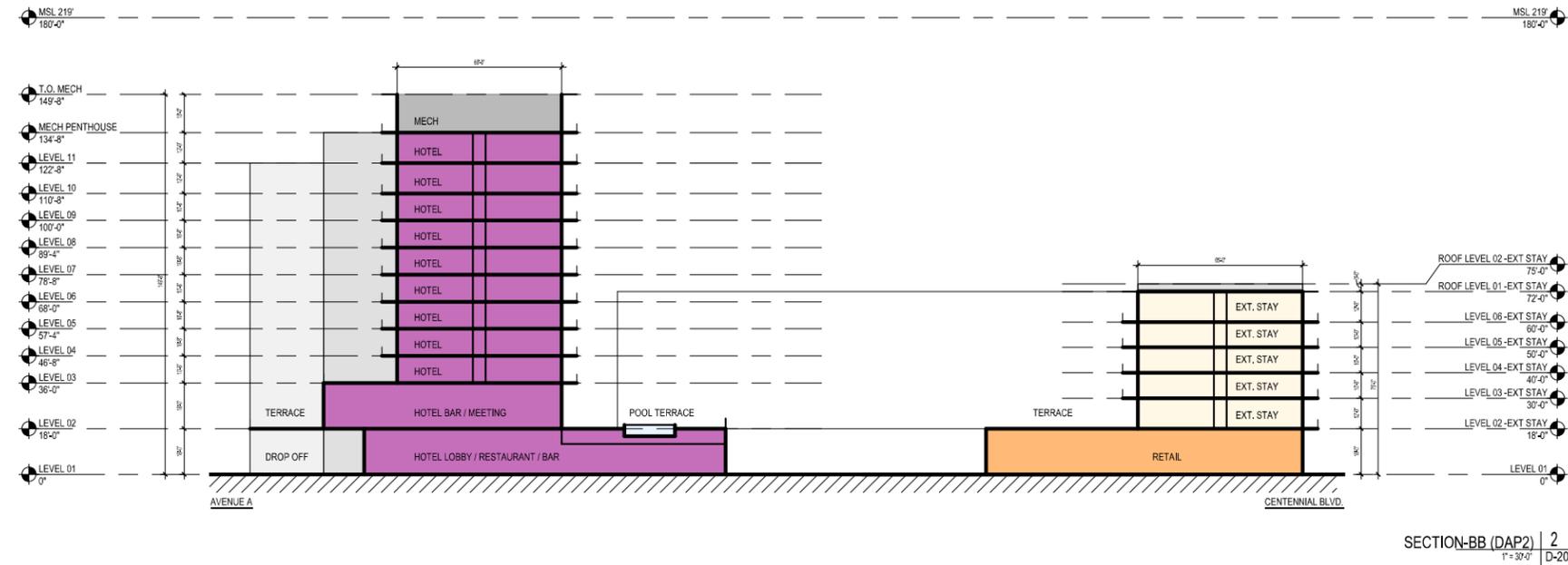
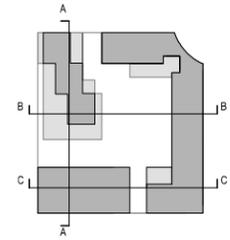
**EXHIBIT 1.3.4 (a): SITE SECTIONS
BLOCK 4D RESIDENTIAL/RETAIL/F&B**



SECTION-AA (DAP2) | 1
1" = 30'-0" | D-201

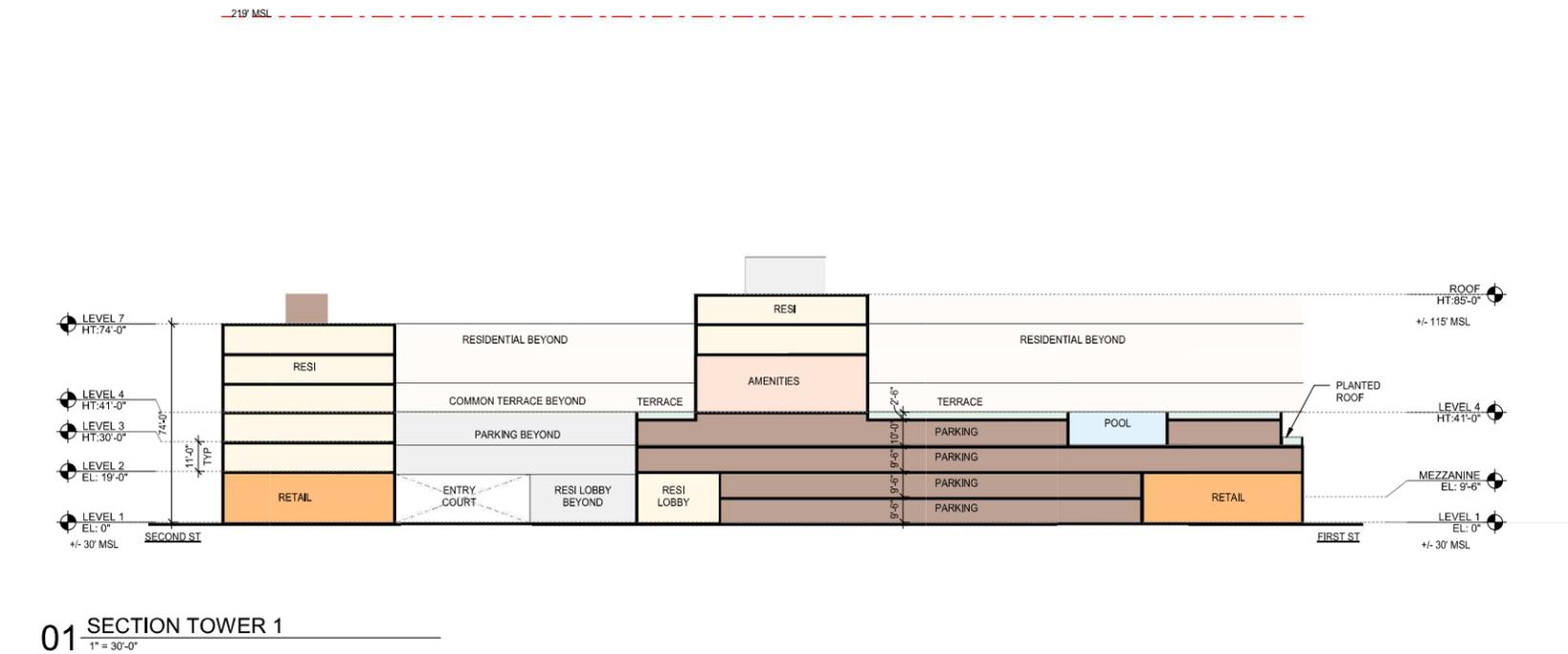
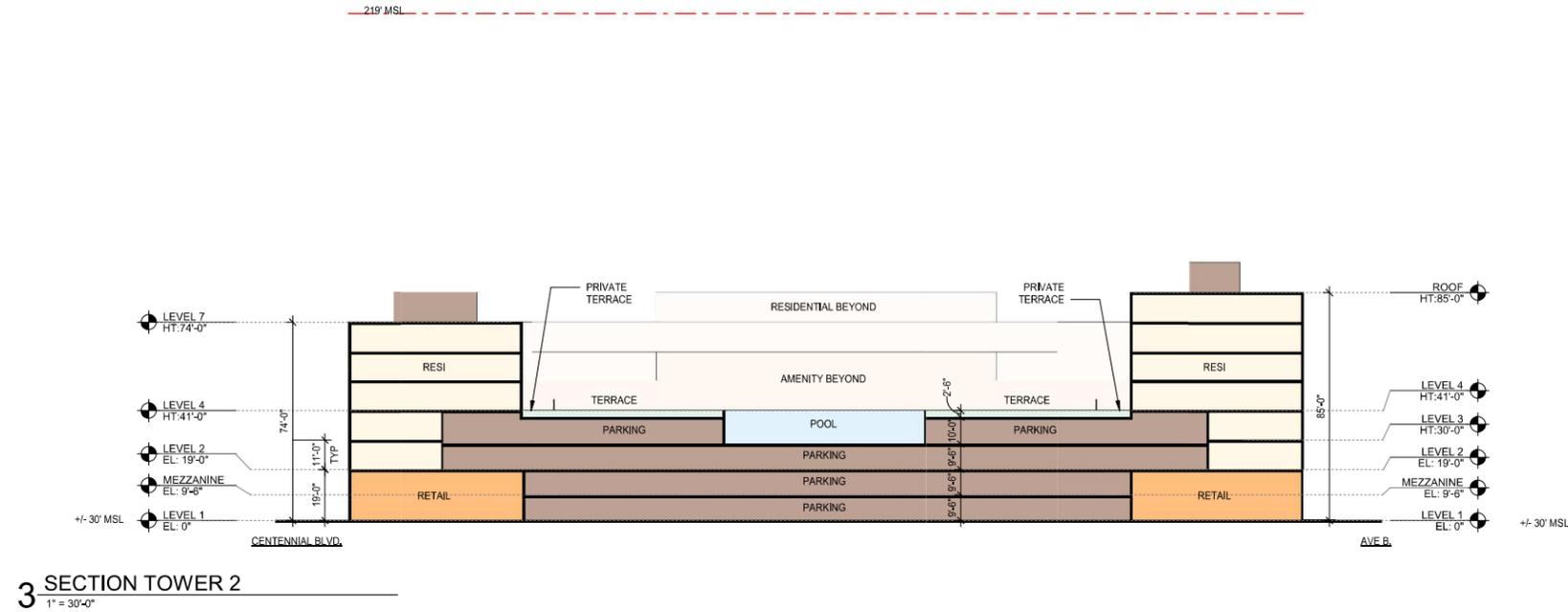
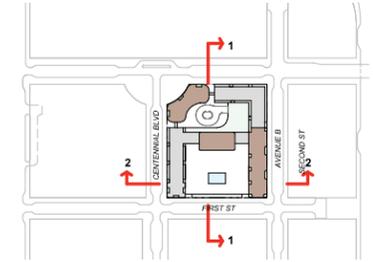
1.3.4 (a): SITE SECTIONS

**EXHIBIT 1.3.4 (a): SITE
SECTIONS BLOCK 4D
RESIDENTIAL APTS.**



1.3.4 (a): SITE SECTIONS

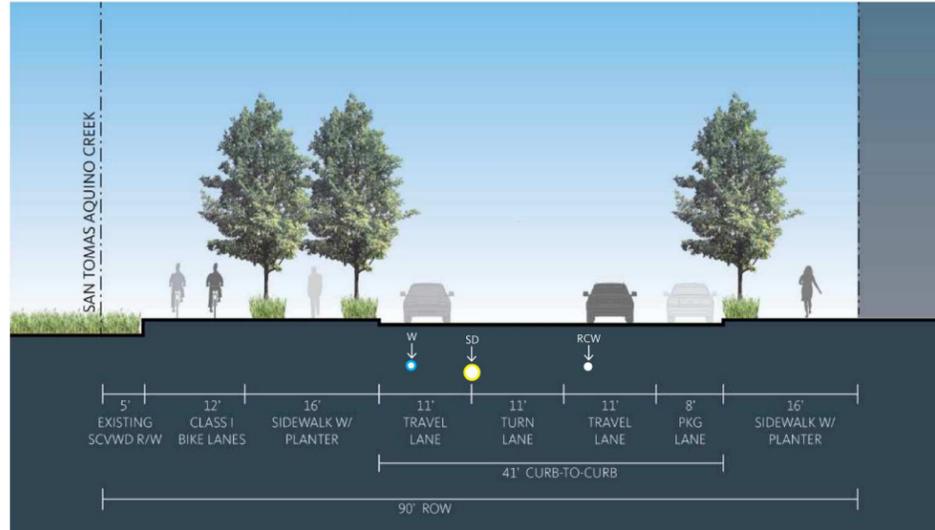
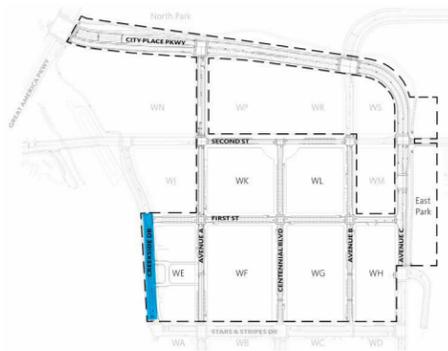
**EXHIBIT 1.3.4 (a): SITE
SECTIONS BLOCK 4D
RESIDENTIAL APTS.**



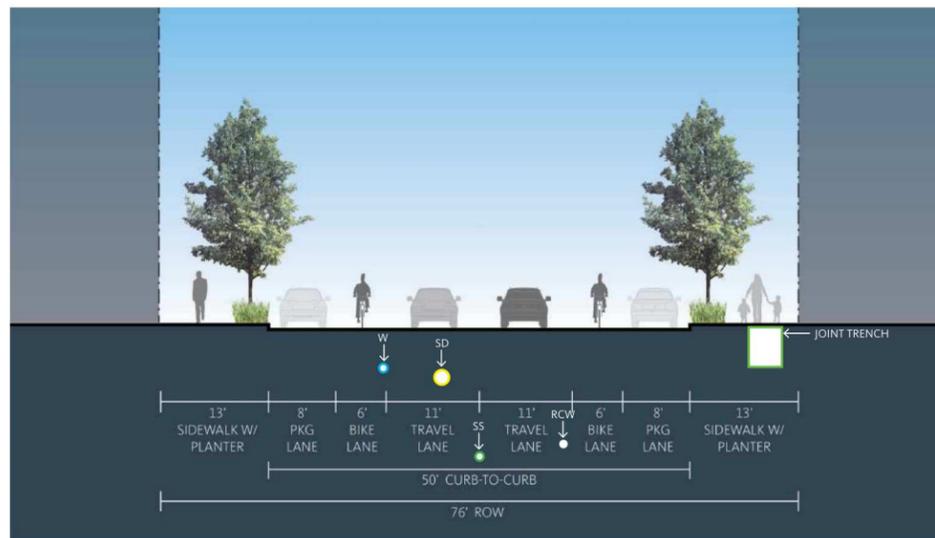
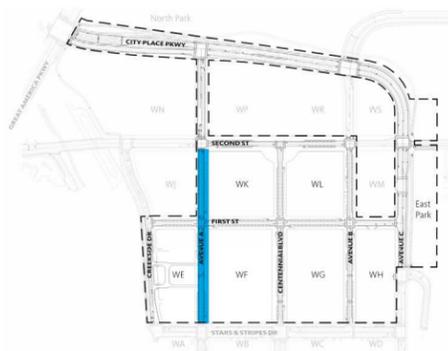
**DEVELOPMENT AREA PLAN (DAP) 2
PHASE 2, PARCEL 4**

1.3.4 (b): SITE ROADWAY SECTIONS

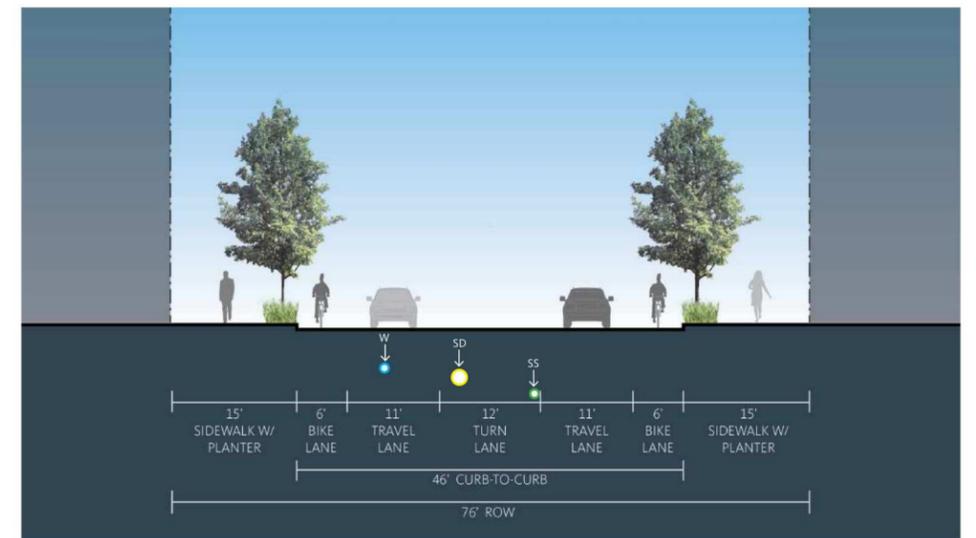
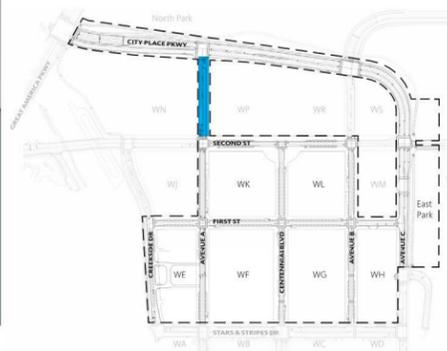
CREEKSIDE DR
(BT STARS & STRIPES DR AND SECOND STREET)
90' ROW



AVENUE A
(BT STARS & STRIPES DR AND SECOND STREET)
76' ROW



AVENUE A
(BT SECOND STREET AND CITY PLACE PARKWAY)
76' ROW

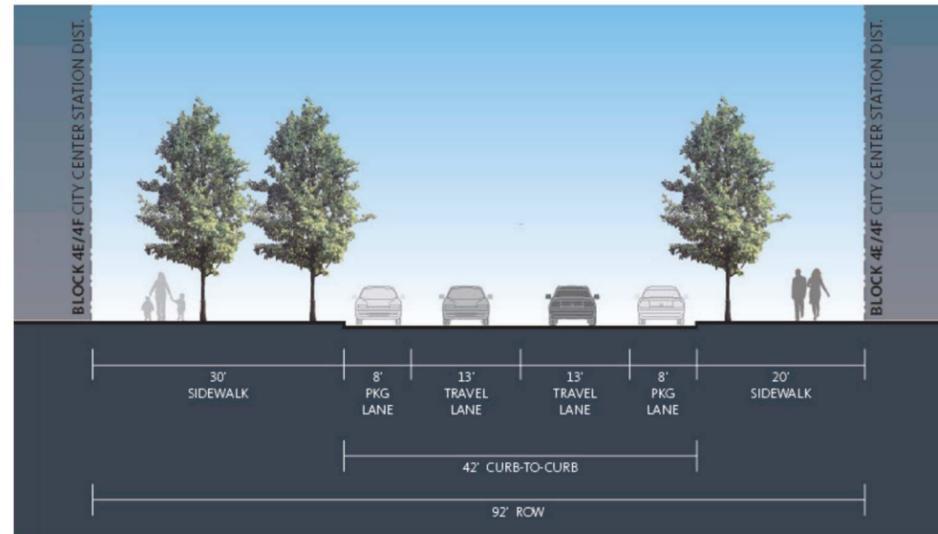
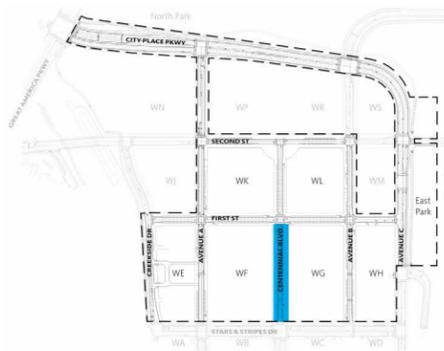


NOTE: PRELIMINARY UTILITY ARRANGEMENT. UTILITY CLEARANCES WILL CONFORM TO CITY OF SANTA CLARA STANDARDS

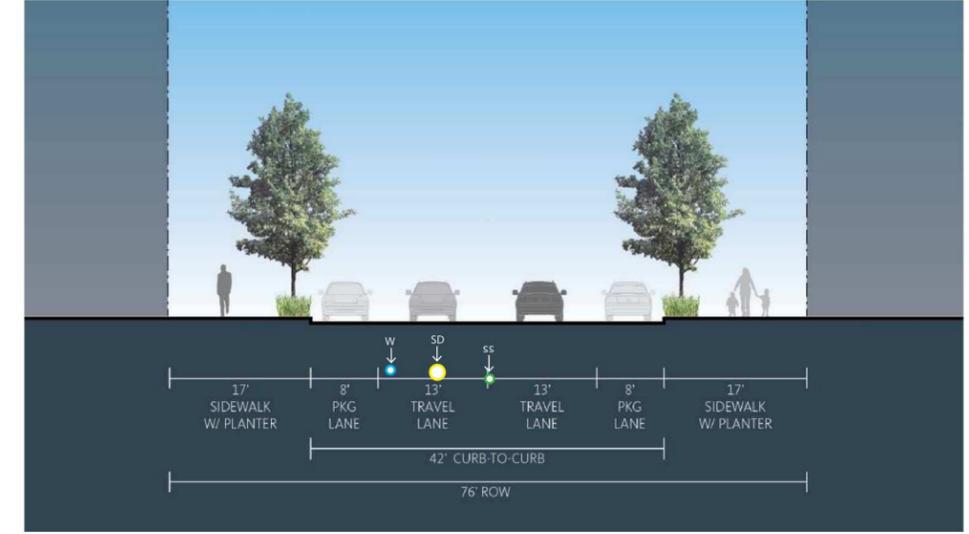
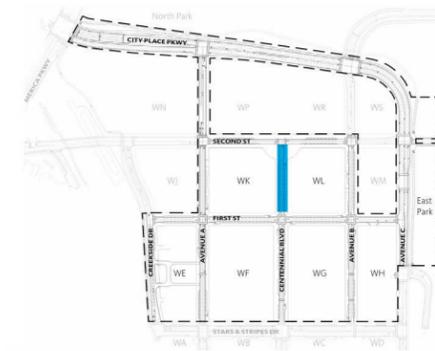
**DEVELOPMENT AREA PLAN (DAP) 2
PHASE 2, PARCEL 4**

1.3.4 (b): SITE ROADWAY SECTIONS

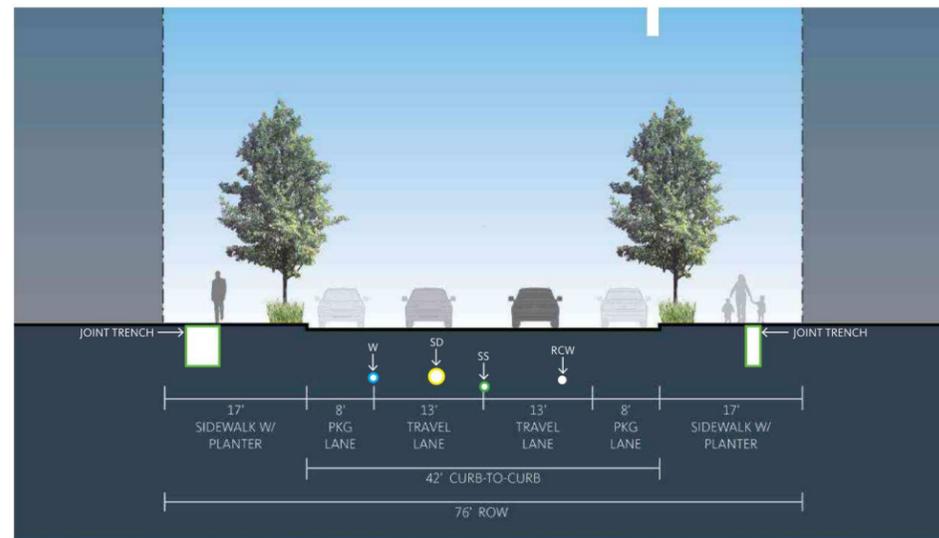
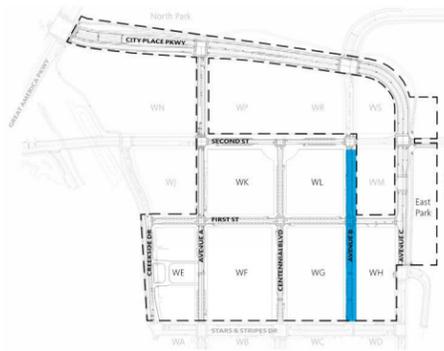
CENTENNIAL BLVD
(BT STARS & STRIPES DR AND FIRST STREET)
92' ROW



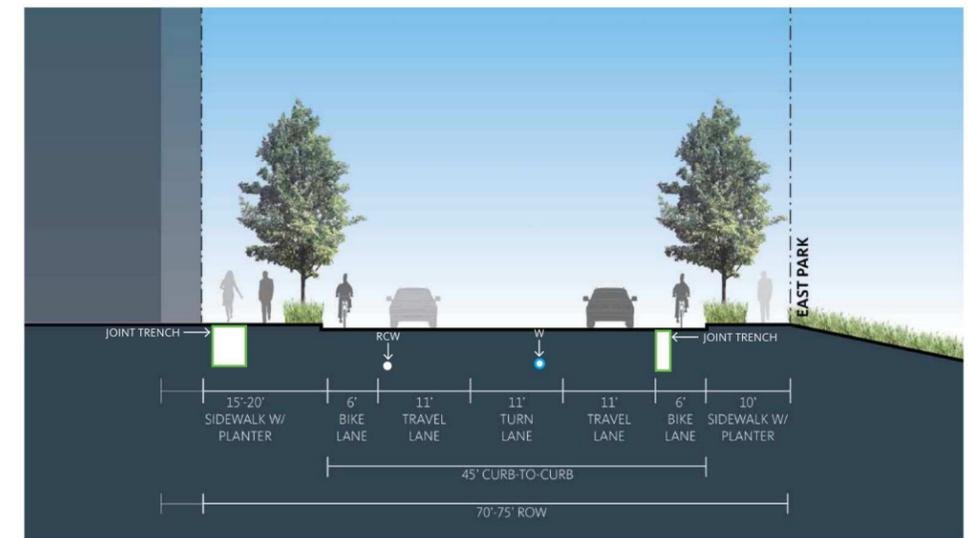
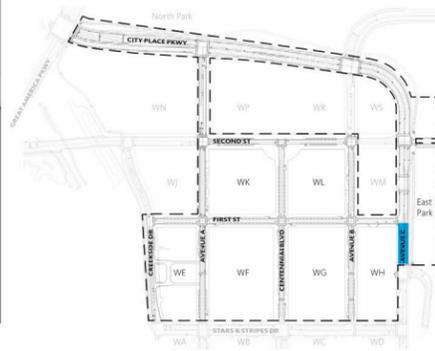
CENTENNIAL BLVD
(BT FIRST STREET AND SECOND STREET)
76' ROW



AVENUE B
(BT STARS & STRIPES DR AND SECOND STREET)
76' ROW



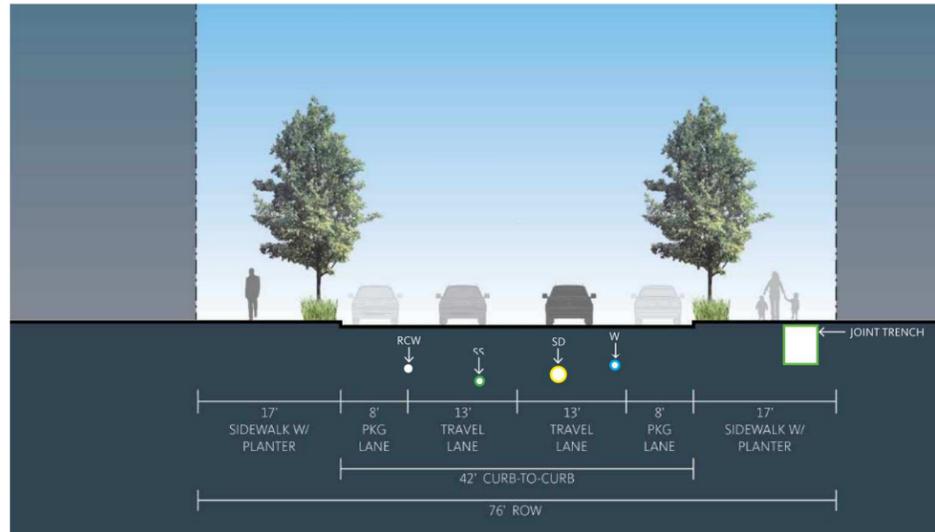
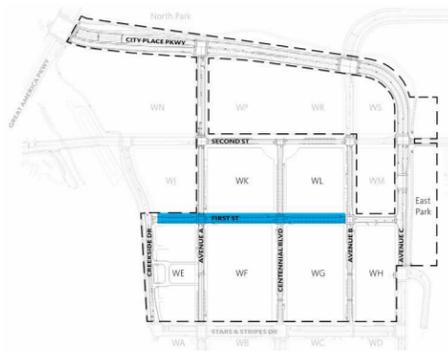
AVENUE C
(BT TRANSIT CENTER AND FIRST STREET)
70'-75' ROW



NOTE: PRELIMINARY UTILITY ARRANGEMENT. UTILITY CLEARANCES WILL CONFORM TO CITY OF SANTA CLARA STANDARDS

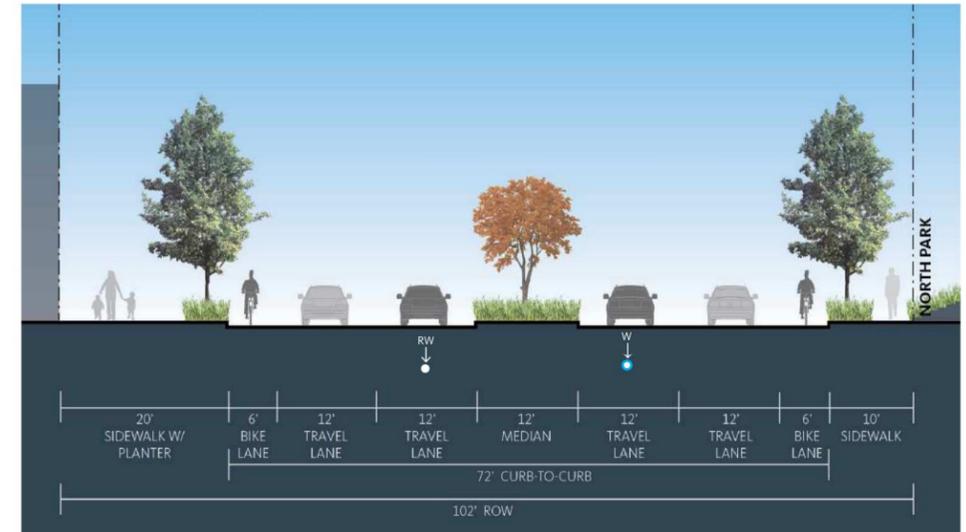
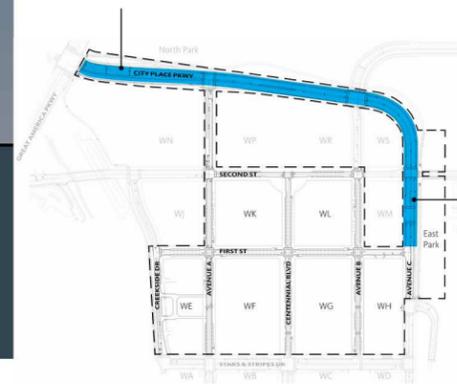
1.3.4 (b): SITE ROADWAY SECTIONS

FIRST STREET
(BT CREEKSIDE DR AND AVENUE B)
76' ROW



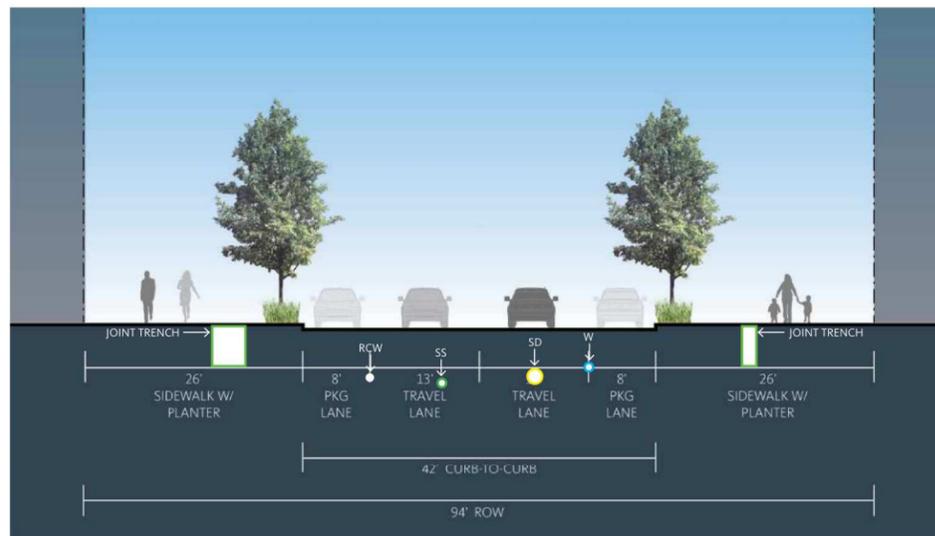
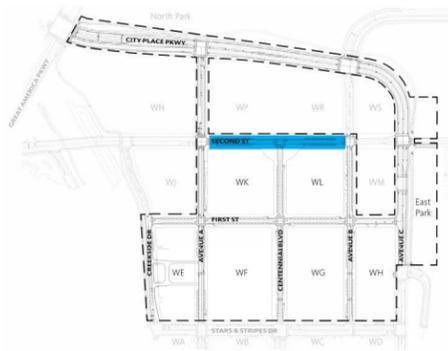
CITY PLACE PARKWAY
(BT GREAT AMERICA PKWY AND FIRST STREET)
102' ROW

Transition to meet Great America Parkway
@ City Place Parkway



Transition to meet Avenue C @ First Street

SECOND STREET
(BT AVENUE A AND AVENUE B)
94' ROW



NOTE: PRELIMINARY UTILITY ARRANGEMENT. UTILITY CLEARANCES WILL CONFORM TO CITY OF SANTA CLARA STANDARDS

1.3.5 PLANNED PUBLIC & PRIVATE OUTDOOR SPACE

LEGEND

- PRIVATE SHARED OUTDOOR OPEN SPACE (ROOFTOP)
- PUBLIC SHARED OUTDOOR OPEN SPACE

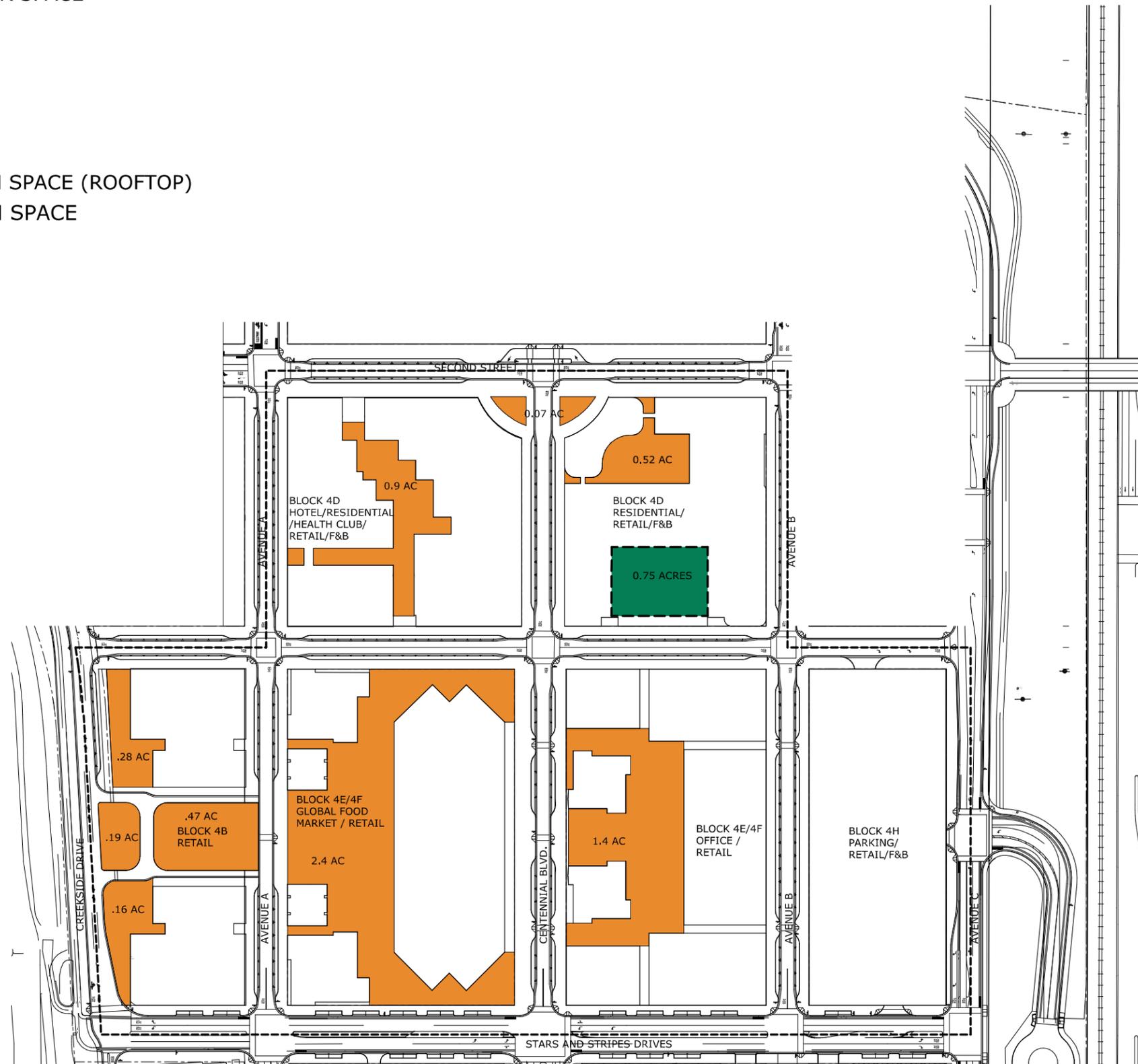
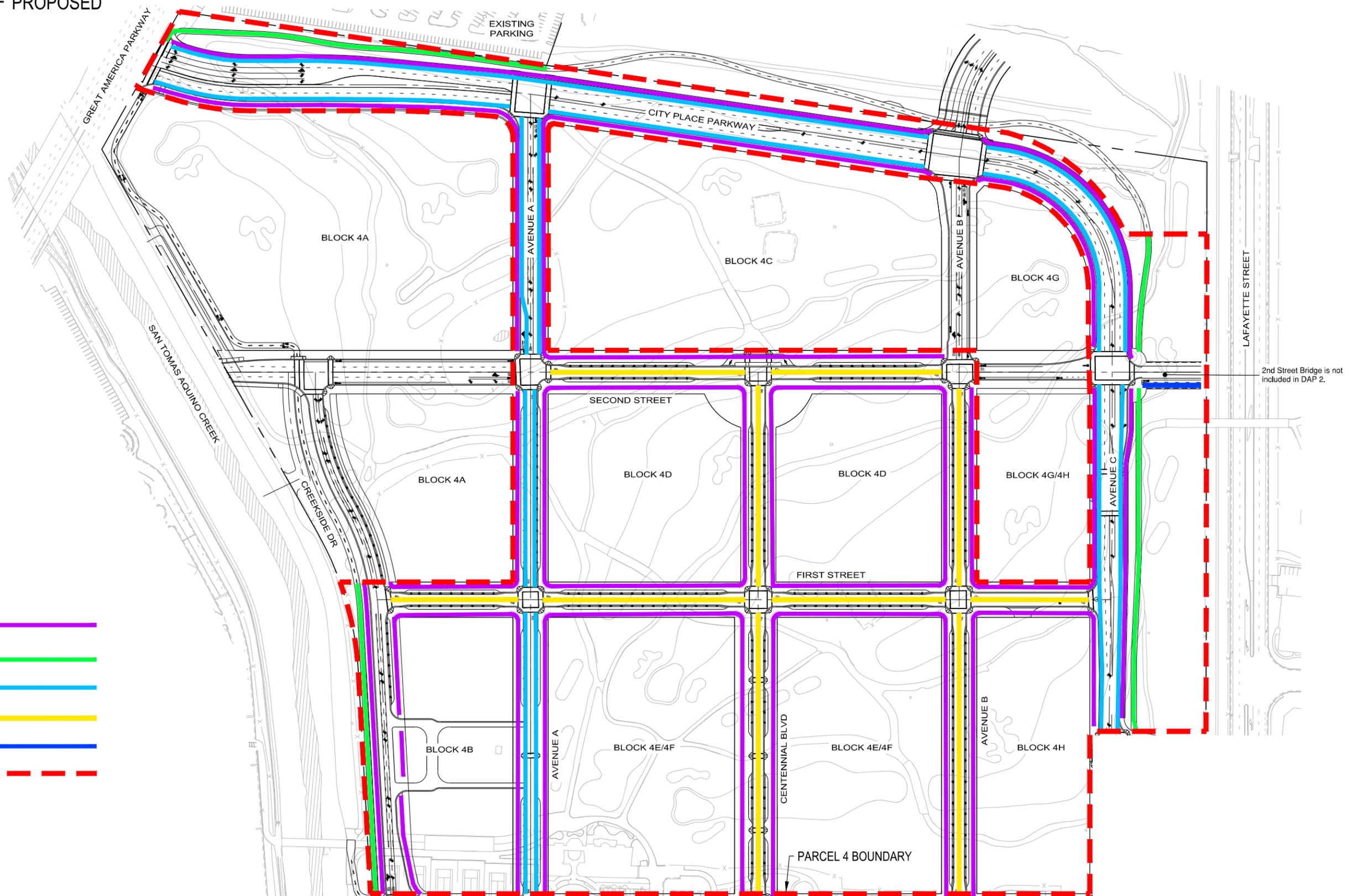


EXHIBIT 1.3.6 - DIAGRAM OF PROPOSED
ROADS AND SIDEWALKS

EXHIBIT 1.3.6

LEGEND

- PROPOSED SIDEWALK / PEDESTRIAN ACCESS
- CLASS 1 BIKE PATH
- CLASS 2 BIKE LANE
- CLASS 3 BIKE ROUTE
- CLASS 4 BIKE PATH
- PHASE 2 BOUNDARY



RELATED

Gensler

RELATED SANTA CLARA

DAP-2 DIAGRAM OF PROPOSED ROADS AND SIDEWALKS

1.3-26

0 25 50 100 200 1" = 100'



**DEVELOPMENT AREA PLAN (DAP) 2
PHASE 2, PARCEL 4**

1.4 DEVELOPMENT OBLIGATIONS

1.4.1: MINIMUM INITIAL BUILDING (MIB) PHASE 2

For locations of land uses defined below refer to 1.1.(a)

PROGRAM	PHASE 2 MINIMUM REQUIRED PER DDA SECTION 5.3.2 (SF/KEYS/UNITS)	PHASE 2 PROPOSED (SF/KEYS/UNITS)
OFFICE	200,000	435,000
HOTEL1	And/or requirement satisfied with Office SF	220
RETAIL /FOOD & BEVERAGE / ENTERTAINMENT	750000 in aggregate in Phases 2 & 3	605,000
RESIDENTIAL APTS / RESIDENTIAL SERVICED APARTMENTS	200-units in Phases 1 & 2 in aggregate	500
ENTERTAINMENT	-	50,000
MINIMUM	700,000 SF	1,750,000

Footnote:

¹ 80-hotel keys moved to Phase 1 reviewed in advance with the City of Santa Clara

1.4.2: ADDITIONAL INITIAL BUILDING (AIB) PHASE 2 MATRIX

For locations of land uses defined below refer to 1.1.(a)

PROGRAM	BEST EFFORT TARGET PER DDA 5.3.3 (SF)	PHASE 2 PROPOSED (SF)
OFFICE	-	435,000
HOTEL	-	180,000
RETAIL / FOOD & BEVERAGE / ENTERTAINMENT	-	605,000
RESIDENTIAL APARTMENTS	-	330,000
RESIDENTIAL SERVICED APARTMENTS	-	200,000
TOTAL	230,000	1,750,000
MINIMUM REQUIREMENT PER DDA 5.3.3	700,000	-
TOTAL MINIMUM & BEST EFFORTS	930,000	1,750,000

1.4.3: ADDITIONAL RETAIL BUILDINGS

Applicable to Phases 2 and 3. See DDA Section 5.3.5

MINIMUM RETAIL BUILDINGS AREA SUMMARY PER DDA SECTION 5.3.2

PROGRAM	PHASE 2 & 3 (SF)	PHASE 2 (SF)
	REQUIRED	PROPOSED
RETAIL	1,500,000	405,000
FOOD & BEVERAGE		150,000
ENTERTAINMENT		50,000
TOTAL	1,500,000	605,000

1.4.4: PHASING OF ADDITIONAL BUILDINGS

PROGRAM	PHASES 1-3 MINIMUM (SF)	PHASES 2&3 ADDITIONAL (BEST EFFORTS) (SF)	PHASE 1 PROPOSED (SF)	PHASE 2 PROPOSED (SF)	AGGREGATE PHASES 1&2 (SF)	MINIMUM BALANCE - DEFERRED to PHASE 3 (SF)	ADDITIONAL (BEST EFFORTS) BALANCE (SF)
RETAIL + FOOD & BEVERAGE + ENTERTAINMENT (SF)	800,000	1,500,000	51,000	605,000	656,000	144,000	844,000

1.4.5: PROPOSED LOCATION OF MAJOR DEPARTMENT STORES

NO MAJOR DEPARTMENT STORES ARE PLANNED FOR DAP-2, PHASE 2. ADDRESSED IN ALTERNATE LEASING PLAN PROPOSAL

1.4.7 SUMMARY OF MINIMUM AND ADDITIONAL BUILDINGS USES AND AREAS TO DATE

Reference DDA Sections 5.3.2 through 5.3.

PROGRAM	PHASES 1-3 MINIMUM INITIAL BUILDINGS OFFICE/HOTEL/RETAIL DDA Section 5.3.2	PHASES 1-2 ADDITIONAL INITIAL BUILDINGS OFFICE/RETAIL/RESIDENTIAL (BEST EFFORTS) DDA Section 5.3.3	PHASES 1-3 MINIMUM RETAIL BUILDINGS DDA Section 5.3.4	PHASES 1-3 ADDITIONAL RETAIL BUILDINGS (BEST EFFORTS) DDA Section 5.3.5	PHASE 1 PROPOSED	PHASE 2 PROPOSED	PHASE 3 PROPOSED	AGGREGATE TO DATE	MINIMUM INITIAL BUILDINGS BALANCE	ADDITIONAL INITIAL BUILDINGS (BEST EFFORTS) BALANCE	MINIMUM RETAIL BUILDINGS BALANCE	ADDITIONAL RETAIL BUILDINGS (BEST EFFORTS) BALANCE
OFFICE (SF)	-	-	-	-	440,000	435,000	-	875,000				
HOTEL (KEYS)	300	-	-	-	480	220	-	700				
HOTEL (SF)	-	-	-	-	381,000	180,000	-	561,000				
RETAIL / FOOD & BEVERAGE / ENTERTAINMENT (SF)	-	-	800,000	1,500,000	51,000	605,000	-	656,000			144,000	844,000
RESIDENTIAL APTS./RESIDENTIAL SERVICED APARTMENTS (UNITS)	200	-	-	-	200	500	-	700				
RESIDENTIAL APTS./RESIDENTIAL SERVICED APARTMENTS (SF)	-	-	-	-	175,000	530,000	-	705,000				
MAJOR DEPARTMENT STORES QUANTITY	-	-	-	-	-	-	-	-				
MAJOR DEPARTMENT STORES AREA (SF)	-	-	-	-	-	-	-	-				
AGGREGATE (SF)	1,300,000	430,000	-	1,500,000	1,047,000	1,750,000	-	2,797,000	0	0	-	-

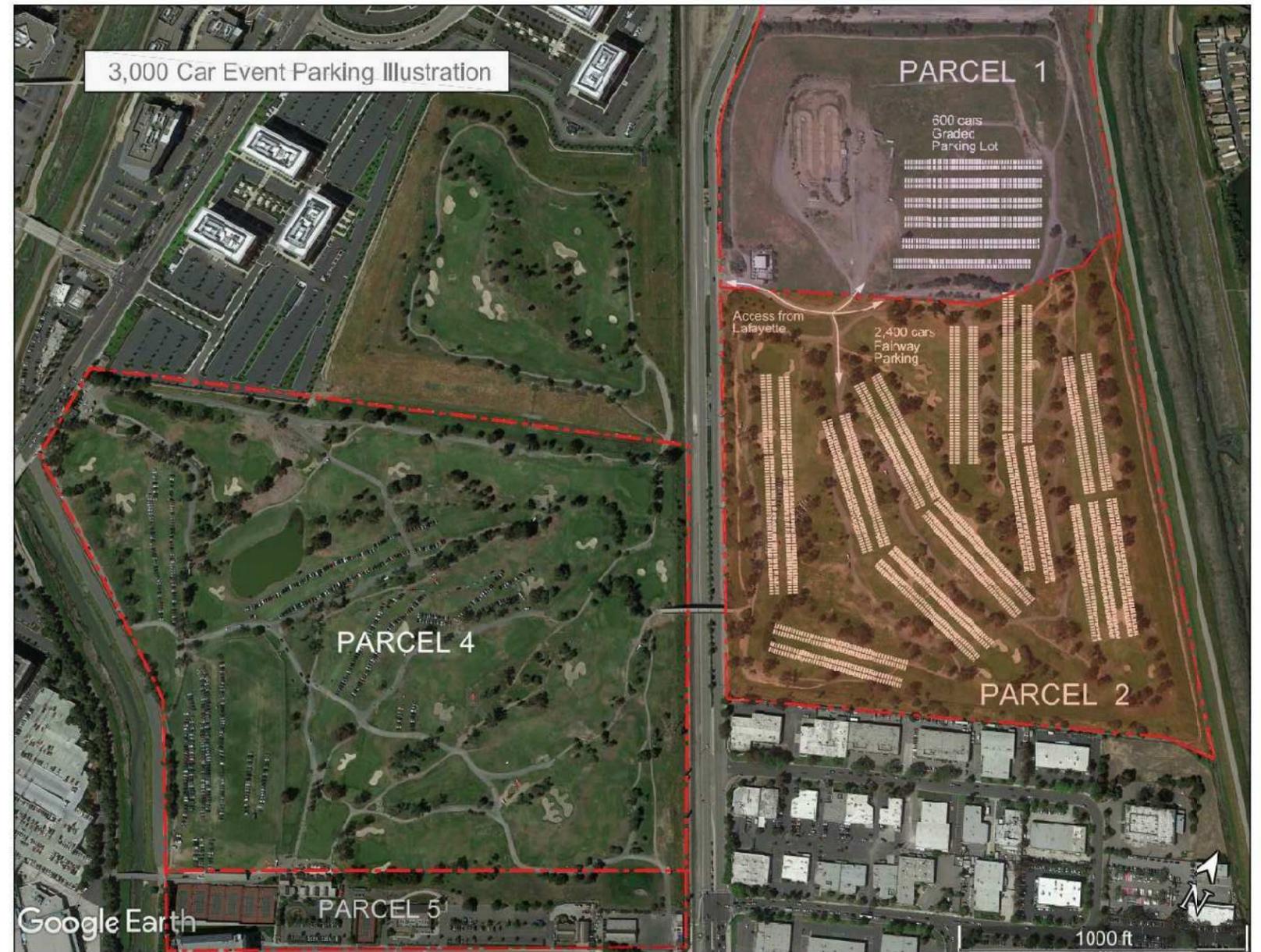
1.4 DEVELOPMENT OBLIGATIONS

EXHIBIT 1.4.8: PARKING MANAGEMENT PLAN

In accordance with DDA Section 5.5, this diagram illustrates how at least 3,000 parking spaces for non-NFL events at Levi's Stadium can be accommodated on City controlled property.

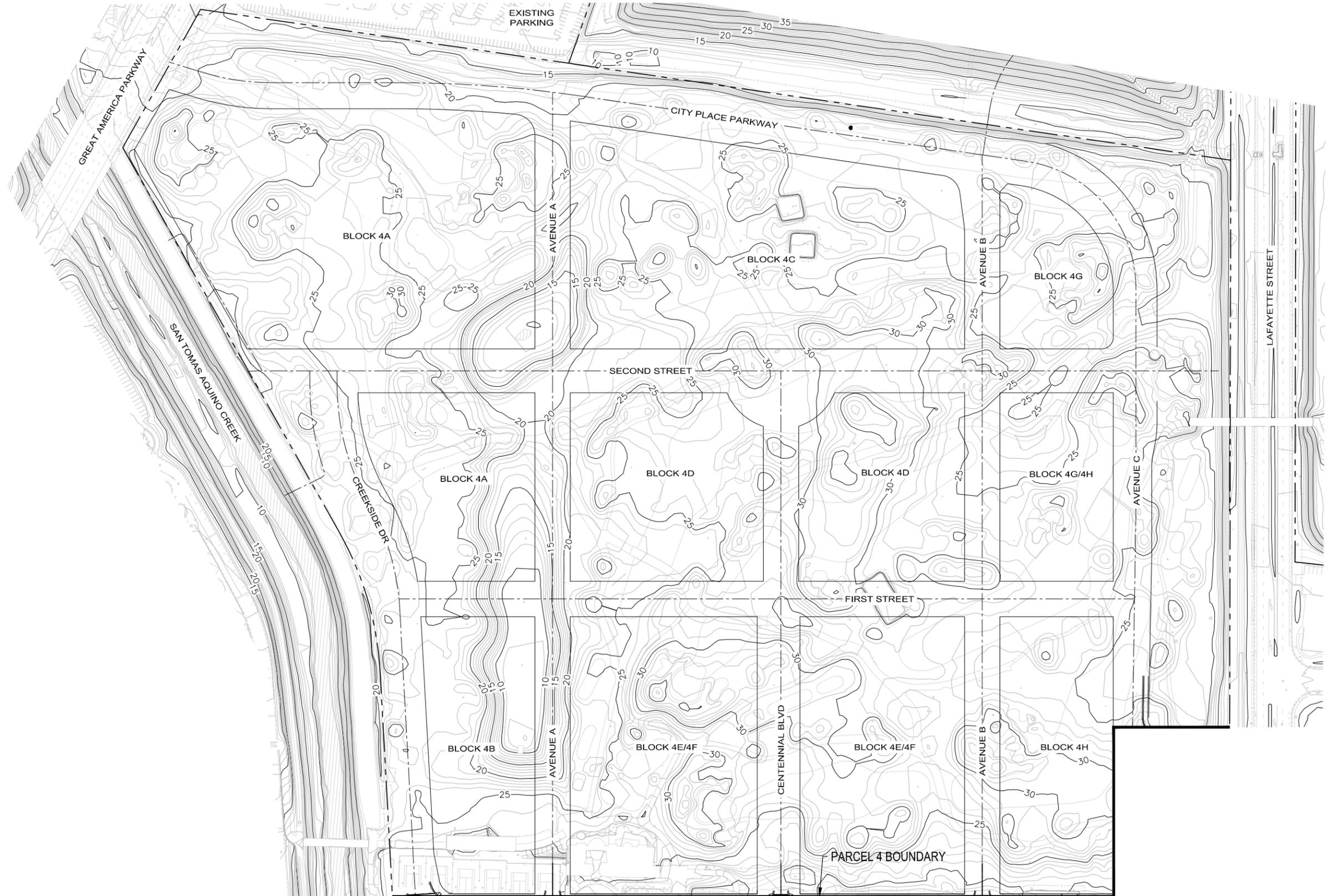
LEGEND

- PARCEL 4
- PARCEL 1
- PARCEL 2
- PARCEL 5



1.5- TOPOGRAPHIC MAP

EXHIBIT 1.5



1.6.1 - ROADWAYS AND INFRASTRUCTURE

EXHIBIT 1.6.1

LEGEND

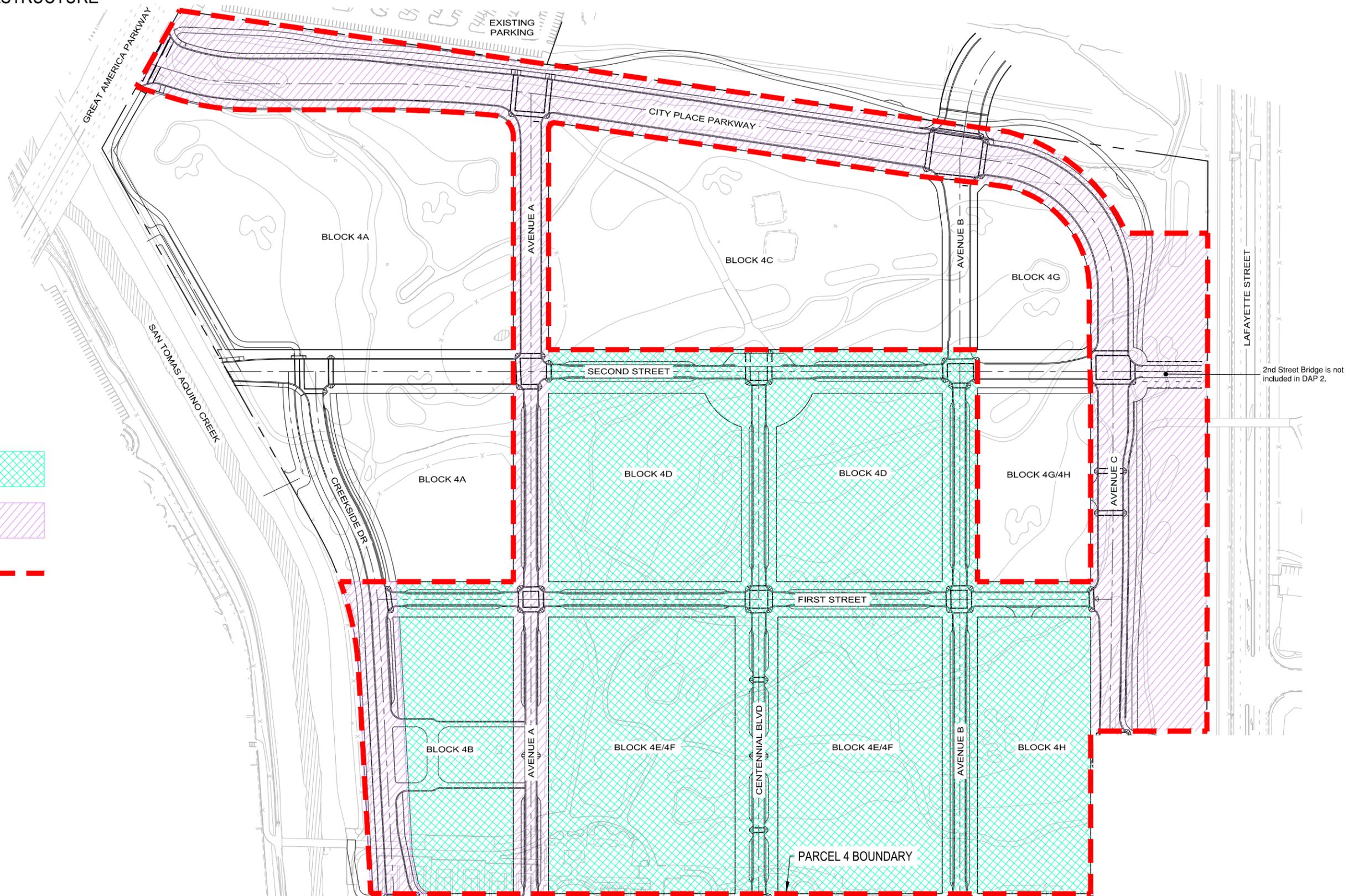
PRIVATE PROPERTY



PUBLIC PROPERTY



PHASE 2 BOUNDARY



RELATED

Gensler

RELATED SANTA CLARA

DAP-2 ROADWAYS AND INFRASTRUCTURE

PARCEL 5 (SEE DAP 1)

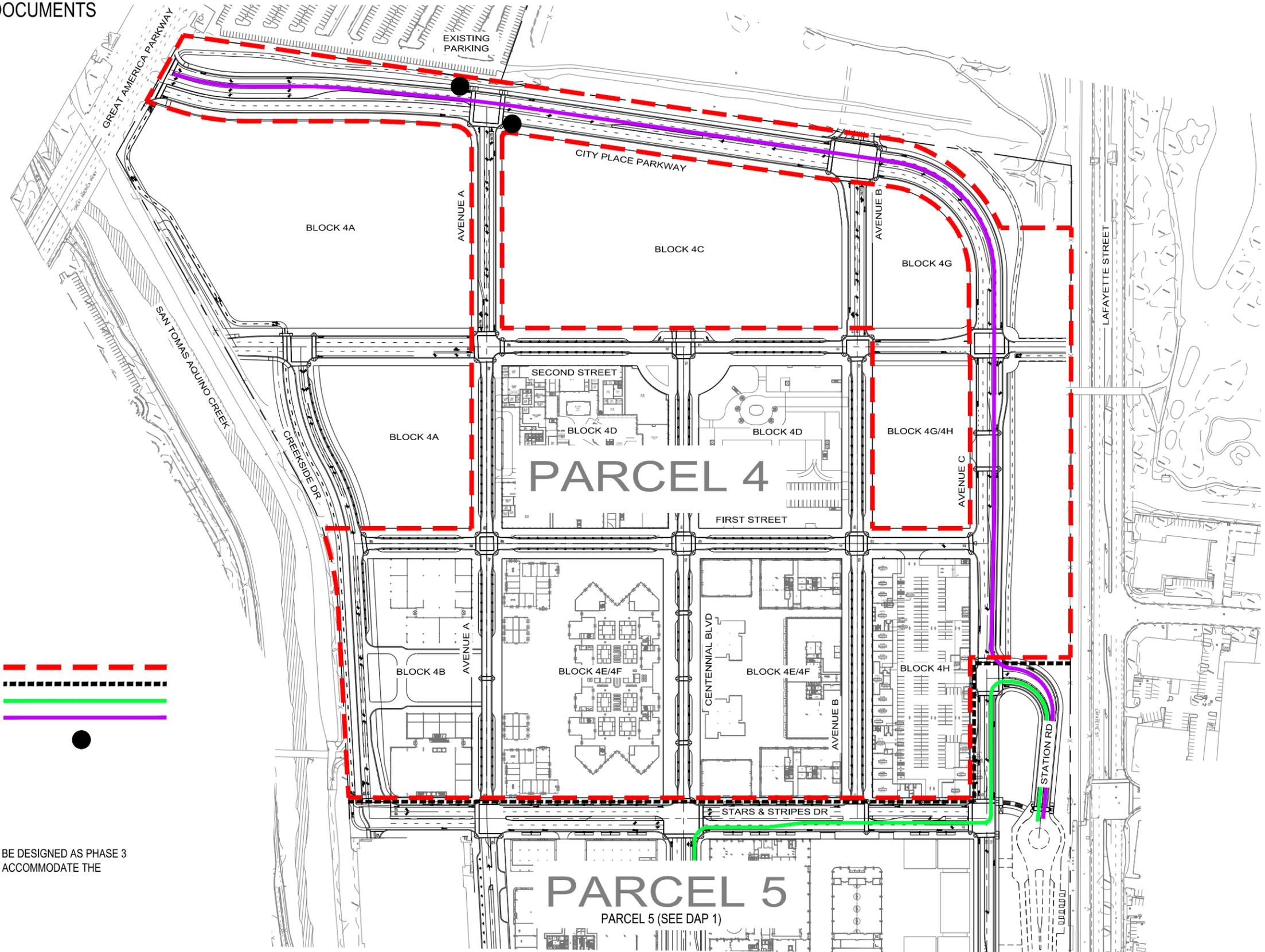
1.6-1

0 25 50 100 200 1" = 100'



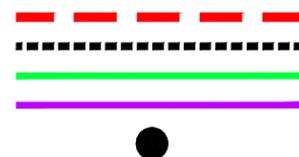
1.6 INFRASTRUCTURE PLANS AND DOCUMENTS

EXHIBIT 1.6.2 TRANSIT



LEGEND

- PHASE 2 BOUNDARY
- PARCEL 4 & 5 SHARED BOUNDARY
- ACE/TA SHUTTLE BUS SHUTTLE BUS ROUTE
- MUNICIPAL BUS ROUTE
- MUNICIPAL BUS STOP



NOTE:

1. THE INTERNAL AND COMMUTER SHUTTLE ROUTES WILL BE DESIGNED AS PHASE 3 AND PHASE 4 DEVELOP. ROADWAY IMPROVEMENTS TO ACCOMMODATE THE IMPLEMENTATION OF SHUTTLE AND BUSES.

RELATED

Gensler

RELATED SANTA CLARA

DAP-2 INFRASTRUCTURE PLANS AND DOCUMENTS

1.6-2

0 30 60 120 240

1" = 120'

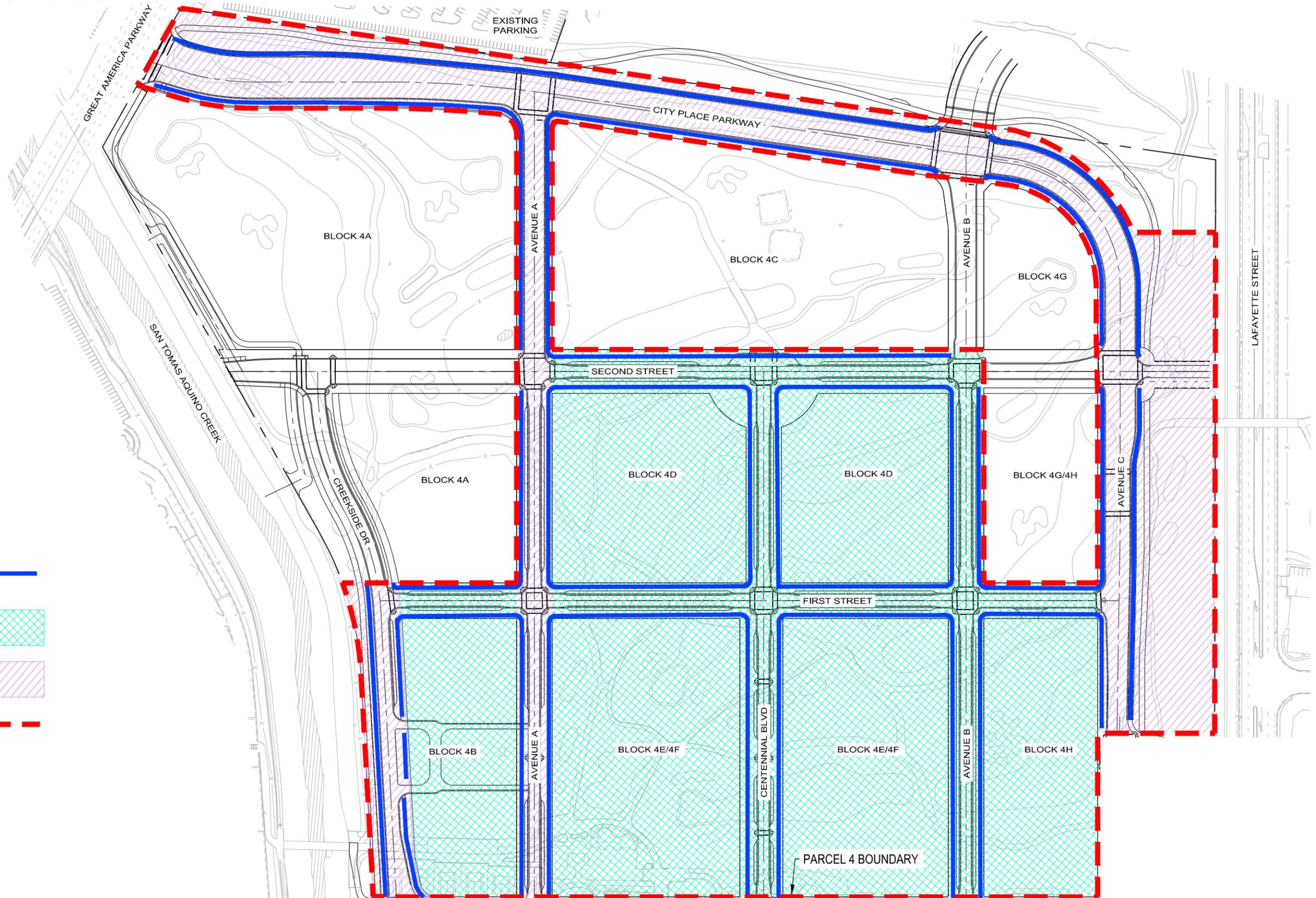


1.6.3 - PEDESTRIAN ROUTES & IMPROVEMENTS

EXHIBIT 1.6.3

LEGEND

- PROPOSED SIDEWALK 
- PRIVATE PROPERTY 
- PUBLIC PROPERTY 
- PHASE 2 BOUNDARY 



RELATED

Gensler

RELATED SANTA CLARA

DAP-2 PEDESTRIAN ROUTES & IMPROVEMENTS

PARCEL 5 (SEE DAP 1)

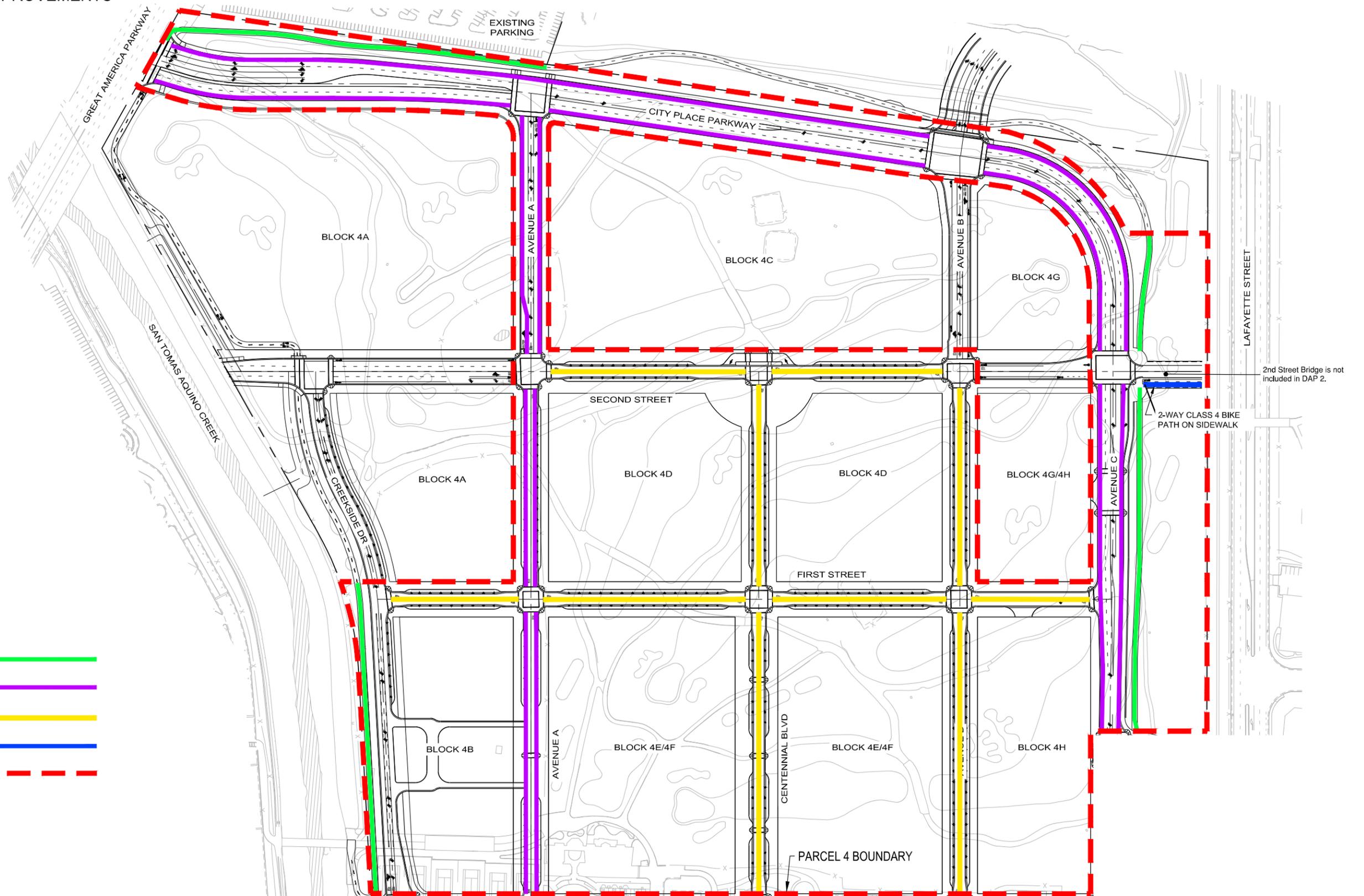
1.6-3

0 25 50 100 200 1" = 100'



1.6.4 - BICYCLE LANES AND IMPROVEMENTS

EXHIBIT 1.6.4



LEGEND

- CLASS 1 BIKE PATH —
- CLASS 2 BIKE LANE —
- CLASS 3 BIKE ROUTE —
- CLASS 4 BIKE PATH —
- PHASE 2 BOUNDARY - - -

RELATED

Gensler

RELATED SANTA CLARA

DAP-2 BICYCLE LANES AND IMPROVEMENTS

PARCEL 5 (SEE DAP 1)

1.6-4

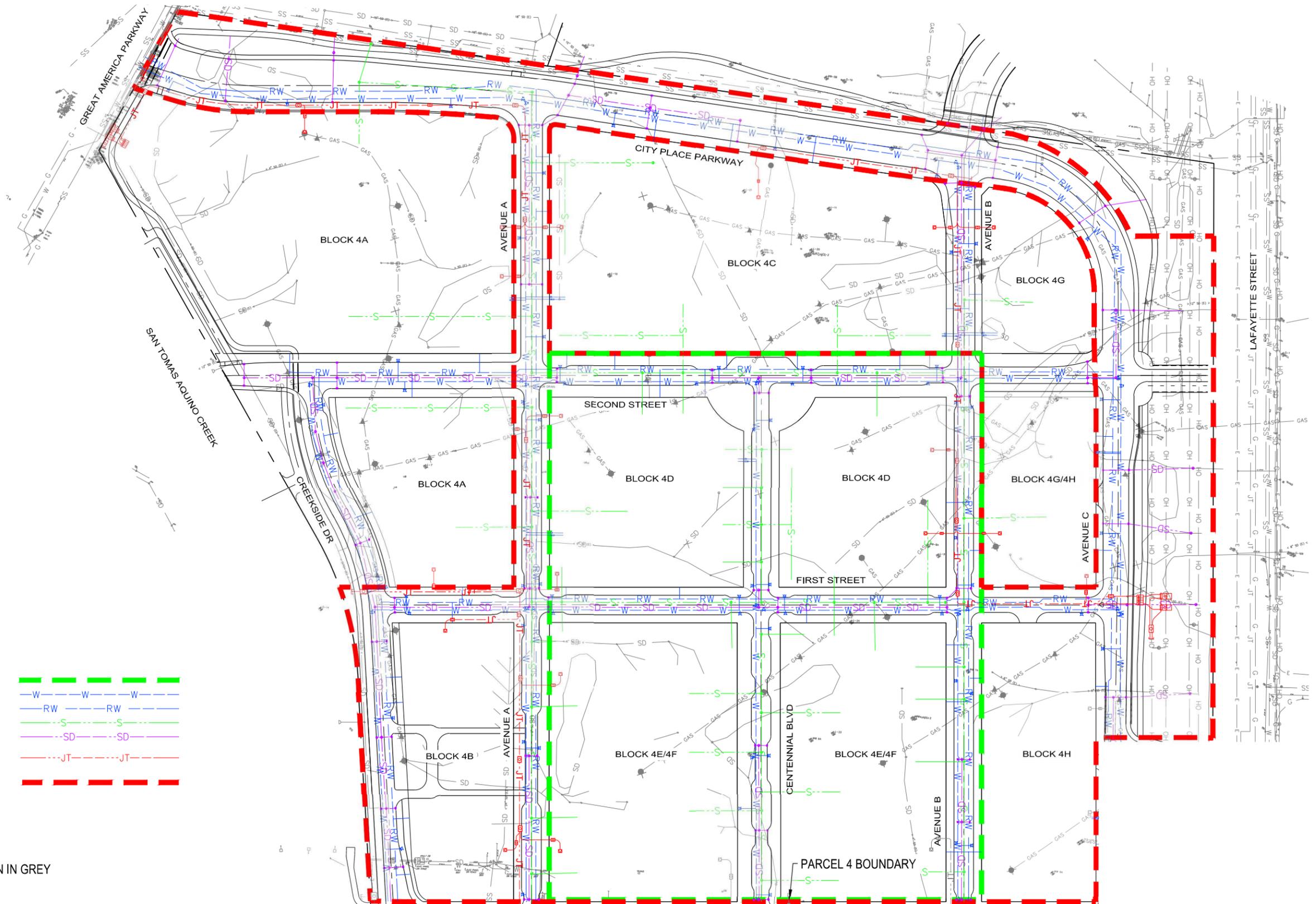
0 25 50 100 200 1" = 100'



**DEVELOPMENT AREA PLAN (DAP) 2
PHASE 2, PARCEL 4**

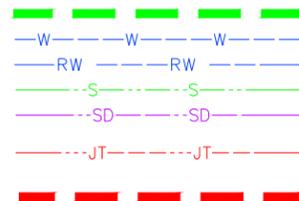
1.6.5 - UTILITIES

EXHIBIT 1.6.5



LEGEND

- PROPOSED PODIUM LIMIT
- PROPOSED DOMESTIC WATER
- PROPOSED RECYCLED WATER
- PROPOSED SEWER
- PROPOSED STORM
- PROPOSED JOINT TRENCH
(GAS, COM, POWER)
- PHASE 2 BOUNDARY



NOTE: ALL EXISTING UTILITIES ARE SHOWN IN GREY

RELATED

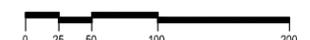
Gensler

RELATED SANTA CLARA

DAP-2 COA - UTILITIES

PARCEL 5 (SEE DAP 1)

1.6-5



1" = 100'



DEVELOPMENT AREA PLAN (DAP) 2 PHASE 2, PARCEL 4

1.7 OPEN SPACE EXHIBIT 1.7

PHASE	No. of RESIDENTIAL UNITS	2.4-PPH	REQUIREMENT	REQUIRED ACRES of PARK	ACRES PROVIDED	COMMENTS
1	200	480	48%	1.21	0	deferred to DAP 2
2	500	1,200	120%	3.04	4.25	Composed of 3.9-acres at City Center East Neighborhood Park + 0.75-acres on Block 4D rooftop counted at 50-percent (0.38-acres) = 4.25-acres
				4.25	0.00	Complies

The required 1.21-acres of parkland is included with the Phase 2 DAP parkland area requirements and will be accommodated in the City Center East Neighborhood Park, along the east side of Parcel 4.

* Refer to Population and Housing section of the EIR, Chapter 3.12, page 9, footnote 30, indicates that "Multi-family residential pph was established during conversations with City Staff on September 10, 2014." Table 3.12-6 on page 10 of the same Chapter uses a Residential pph rate of 2.4.

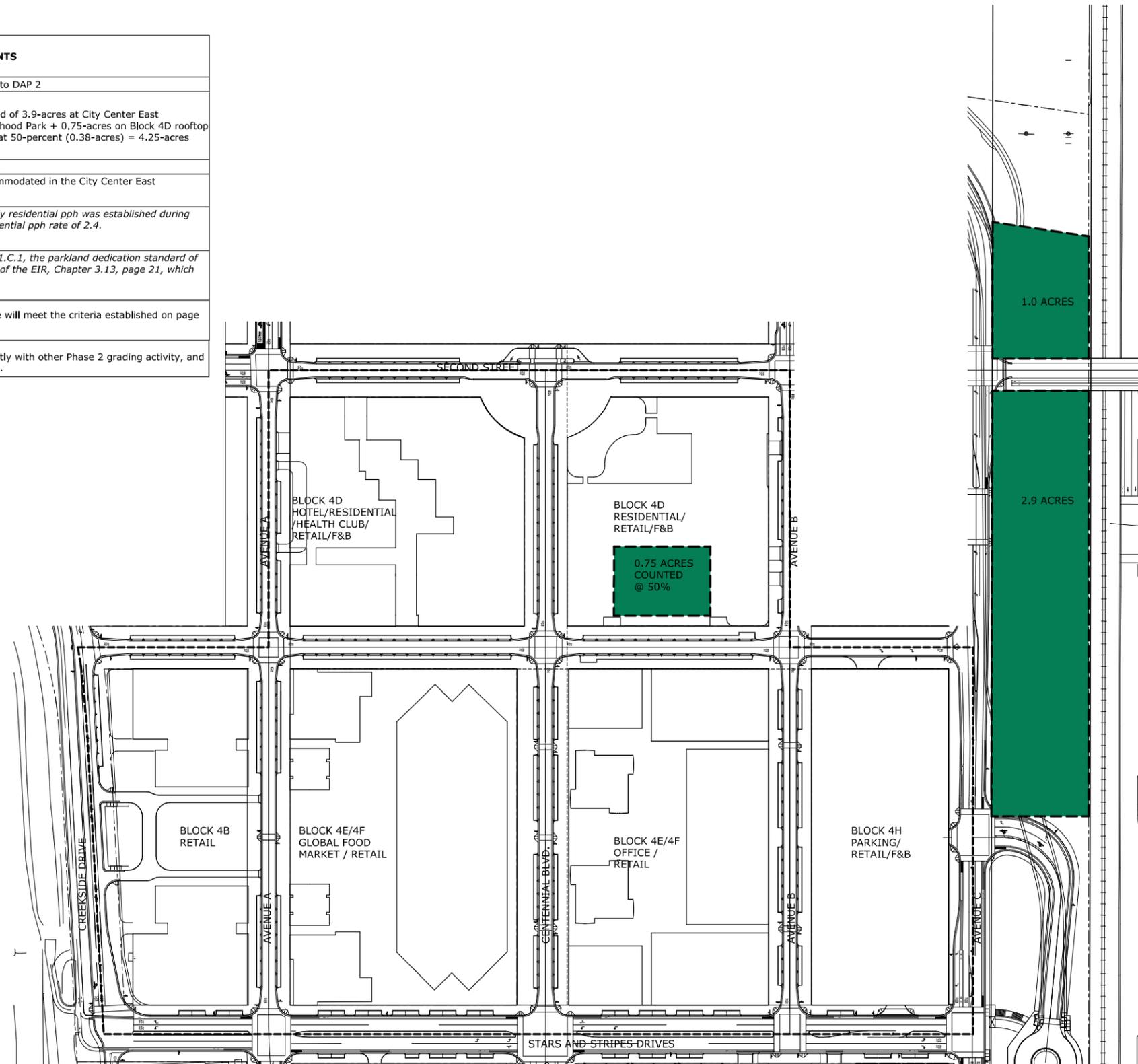
** Refer to Exhibit D to the DA, under Chapter 8 - New Public Park Design, Review & Approval Process, Section 2, 1.C.1, the parkland dedication standard of 2.53 acres per 1,000 City residents per Mitigation Fee Act. Refer also to the Public Services and Recreation section of the EIR, Chapter 3.13, page 21, which refers to and utilizes the Mitigation Fee Act deduction standard of 2.53-acres per 1,000 residents.

The City Center East Neighborhood Park shall meet the criteria of SCCC 17.35. The Residential Private Open Space will meet the criteria established on page 73 of the MCP and as such a 50% credit toward private parks and private open space is assumed.

Developer currently anticipates commencing grading activity for the City Center East Neighborhood Park concurrently with other Phase 2 grading activity, and completing construction of such park 28-30 months thereafter. Such schedule is preliminary and subject to change.

LEGEND

 OPEN SPACE



1.8 RETAIL PLAN

CONCEPTUAL PLAN FOR
ILLUSTRATIVE PURPOSES ONLY

LEGEND

- OFFICE
- FOOD & BEVERAGE
- RETAIL
- HOTEL
- RESIDENTIAL
- PARKING
- ENTERTAINMENT



GROUND FLOOR PLAN

City Place Santa Clara

DAP-2 - RETAIL

