

**PLANNED AREA PLAN ADDENDUM
FOR THE
TERMINAL ONE PROJECT**

I. INTRODUCTION

A. The Terminal One Planned Area Plan

In July of 2016, the City Council of the City of Richmond adopted Resolution No. 63-16 and Ordinance No. 13-16 N.S. approving the Terminal One Project (the “**Original Project Approvals**”). The Original Project Approvals included the rezoning of the Terminal One Property located at 1500 Dornan Drive, Richmond, CA -- APNs 580-420-007, 580-420-008, and 580-420-010 -- (the “**Project Site**”, or “**Site**”) to Planned Area (PA) District and the approval of the Planned Area (PA) Plan for the Terminal One Project (the “**PA Plan**”). The residential component of the Terminal One Project has been named Latitude and will also be referred to as such in this PA Plan Addendum.

The approved PA Plan makes provision for development on the Terminal One Property of a master-planned mix of land uses (the “**Original Project**”) with two principal components:

1. “a residential neighborhood with 323 residential dwelling units and associated common area amenities” (PA Plan at p. 1); and
2. “a public waterfront park with parkland-related amenities” (PA Plan at p. 1).

The 323-unit residential neighborhood contemplated by the PA Plan includes 302 condominium flats, 21 townhomes, and two podium garages. Following approval of the PA Plan, the total unit count for the Original Project was reduced to 316 total units, including 295 condominium flats. The condominium flats would range in size from one bedroom to three bedrooms and would be constructed in five multi-family buildings to be built over two partially sub-grade single-story podium garages, with building heights extending four- and five-stories above the podium garages. The 21 townhomes would range in size from three to four bedrooms, would be two- and three-stories in height, and would be configured as single-family residences to be constructed at grade along the southern edge of the Original Project’s two podium garages, with the second floor at the rear of the townhome units extending over and sitting on top of the podium structures.

The public waterfront park contemplated by the PA Plan would extend the length of the Terminal One shoreline and would include the following principal elements:

1. the existing and significantly blighted Terminal One Wharf repurposed as a public park amenity and the centerpiece of the waterfront park;
2. a shoreline extension of the San Francisco Bay Trail;
3. a new ring road at the perimeter of the residential neighborhood;
4. a north/south promenade through the center of the residential neighborhood which would provide a pedestrian and bicycle connection and view corridor between the Original Project's Brickyard Cove Road frontage and the Terminal One waterfront park and shoreline; and
5. an entry plaza at the northwest corner of the Project Site that would provide a gateway to the waterfront park and include a small 2,000± square foot node of visitor-serving retail space.

B. Changed Circumstances Occurring During and Following Completion of the Entitlement Process

Although the Terminal One PA Plan was approved in July of 2016, the process of securing the additional regulatory entitlements required to develop the land use program for which provision is made in the PA Plan was not completed until roughly 3½ years later when the San Francisco Bay Conservation and Development Commission ("BCDC") finally approved a Major Permit for the Original Project on March 5, 2020.

By the time the Original Project was fully entitled, almost seven years had passed since the Project Applicant had submitted its original redevelopment proposal for the Terminal One Site. During this extended entitlement period, the economic factors and market forces which collectively determine the feasibility of financing and constructing new developments such as the Terminal One Project, underwent significant changes. As a result of these changed circumstances, by the time the Original Project was fully approved in 2020, the total costs of developing the Original Project and bringing to market the Original Project's 316 condominium units exceeded the total revenues that would have been generated by the sale of the condominium units. And, of course, when the cost of a project exceeds the market value that is created, the project is no longer economically feasible to develop.

In the 2½ year period following BCDC's March 2020 approval of the Project, the prospect of financing and constructing the Original Project contemplated by the PA Plan has become even more challenging as the COVID-19 pandemic has adversely impacted

demand for multi-family condominiums at the same time that the costs of constructing this type of housing have risen dramatically. To address the widening discrepancy between project costs and market value that has made the approved Original Project economically infeasible, the Project Applicant has redesigned the residential component of the Project as a 154± unit single-family residential (“SFR”) subdivision. This SFR redesign restores the economic viability of the Terminal One Project by combining the significantly lower costs involved in constructing single-family homes with the higher market values these homes generate.

C. The Purpose of this Addendum -- To Provide the Project Applicant with an Economically Viable Development Option

The purpose of this Addendum to the PA Plan is to provide the Project Applicant with the option of developing this 154± home single-family residential project on the Terminal One Site (the “SFR Project”) as an alternative to proceeding with the development of the Original Project for which provision is made in the approved PA Plan. Although the SFR Project would substitute a single-family residential subdivision for the approved multi-family condominium project, it would retain the principal features of the Terminal One Waterfront Park as described above, with the single exception of the ring road. The SFR Project would replace the ring road with an extension of Dornan Drive from the Brickyard Cove Road intersection to a turn-around bulb located adjacent to the west end of the Wharf.

Should the Project Applicant desire to proceed with development of the SFR Project, as further described herein, this PA Plan Addendum will provide the zoning framework which will govern project implementation. In the event, however, the Project Applicant determines that further changes in circumstances have restored the economic viability of the already entitled 316-unit multi-family condominium development and desires instead to proceed with the Original Project, the previously approved PA Plan will provide the zoning framework which will govern project implementation.

II. OVERVIEW OF SFR PROJECT

A. The Land Use Program for the SFR Project

The Terminal One SFR Project contemplates the redevelopment of a 13+ acre shoreline site that previously served as a port terminal and tank farm. The Terminal One SFR

redevelopment program proposes to replace these abandoned, heavy industrial land uses with the following two new interrelated master-planned developments:

- A 4± acre waterfront park (the “**Terminal One Waterfront Park**”) -- consisting of Municipal Wharf No. 1 repurposed as a public park facility, together with public access improvements and open space features -- that is designed:
 - a. to create a compelling “sense of place” that will celebrate the Terminal One Site’s dramatic shoreline setting, with its panoramic Bay-views and tideland ecology;
 - b. to provide the greater Richmond community with multi-modal access to the Site’s extraordinary waterfront attributes;
 - c. to complement and connect to the 307-acre Miller-Knox Regional Shoreline Park that abuts the Site’s western and northern edges; and
 - d. to enable the public to engage both physically and visually with the marine environment and parkland resources that give this Bay-front Site its special character.
- A 9± acre residential neighborhood (the “**Latitude Residential Neighborhood**”) - - consisting of 154± single-family homes and 30± Junior Accessory Dwelling Units (“**Junior ADUs**”) -- that is designed:
 - a. to expand the range of housing opportunity in Richmond and to contribute to the City’s effort to provide for its State-mandated fair share allocation of regional housing need;
 - b. to reflect a design that is inspired by and pays tribute to the Site’s unique shoreline/parkland setting;
 - c. to embrace a new urbanist approach to planning, sustainable design concepts, and smart growth principles that emphasize compact development, efficient use of infrastructure, reservation of public parkland and open space, and preservation of ecological values; and
 - d. to create a complementary interface between the public open space of the Waterfront Park and the private habitable space of the Latitude residences that celebrates social engagement, inter-personal connectivity, and community.

B. The Terminal One Waterfront Park

The Terminal One Waterfront Park is designed to provide the public with an opportunity to connect to, experience, and enjoy the Terminal One shoreline's ecological attributes and visual character, which are at the heart of the sense of place the Terminal One Project is intended to create.

This signature element of the Terminal One Project:

- will encompass the entire Terminal One shoreline;
- will feature a robust public access program, including a shoreline extension of the San Francisco Bay Trail;
- will function as a community resource in concert with the adjacent 307-acre Miller-Knox Regional Shoreline Park;
- will serve as both a way-station and destination of choice on the Bay Trail; and
- will provide a refuge where the Richmond community can experience and enjoy the special beauty and captivating allure of the San Francisco Bay shoreline and can connect with the natural order of the waterfront environment on an intimate level.

Principal Features of the Waterfront Park

The land use plan for the Waterfront Park incorporates the following principal elements:

1. **Terminal One Wharf Park**-- The existing blighted and seismically unstable 49,950± SF Municipal Wharf No. 1 will be structurally retrofitted and reprogrammed for public use as a park amenity and a special public moment along the new shoreline leg of the Bay Trail. The Wharf Park will serve as the centerpiece of the Terminal One Waterfront Park and will be designed to recall the history of the Wharf while, at the same time, bringing to life this tired and hazardous structure that was once the port terminal's reason for being – investing it with a new public purpose, and transforming it into a vital community attribute that will complement the diversity of open space experiences and recreational opportunities already afforded by the adjacent Miller-Knox Regional Shoreline Park. The primary goal of the reuse plan for the Wharf is to provide public access to the panoramic Bay-views and the extraordinary Bay-front resources that the Wharf affords. To achieve this goal, the reuse plans contemplate the creation of a pedestrian promenade along the Wharf's waterfront reach, the length of which will be lined by a series of interconnected and elevated program areas, including a

family picnic pavilion, an informal play theater, a flexible lawn area, a coastal garden, and a raised viewing deck.

2. **Bay Trail Shoreline Loop** -- The Project will include a new segment of the Bay Trail that will ring the eastern, southern, and western perimeter of the Site extending from Brickyard Cove Road at the northeastern corner of the Site to the Dornan Drive intersection and the Miller-Knox Park at the northwestern corner of the Site. For most of its length, the Bay Trail Loop will consist of a minimum 12-foot-wide paved section with 3-foot-wide DG shoulders and will provide direct bicycle and pedestrian access to the Terminal One Waterfront Park and shoreline from the existing Bay Trail. The raised elevation of the Bay Trail Loop will also function as a flood barrier, providing protection to the interior of the Site from both storm events and sea level rise.
3. **The Terminal One Gateway Plaza and Retail Node** -- The Project's Gateway Plaza will anchor the northwest corner of the Project Site, providing a public gathering place, a San Francisco Bay overlook, a gateway to the Waterfront Park, and a centering point of reference connecting the Project's residential neighborhood to the east, the Miller-Knox Park to the west and north, and the Terminal One Waterfront Park and San Francisco Bay frontage to the south. The Gateway Plaza will incorporate outdoor café seating and a small retail node that may be put to use as a coffee shop, a café, a deli, a kayak/bicycle rental, a small market, or other visitor/neighborhood-serving retail use.
4. **The Shoreline Greenbelt** -- The Terminal One Waterfront Park will also include a Shoreline Greenbelt that will occupy the open space corridor that lines the northern frontage of the Bay Trail Loop's shoreline reach. This Shoreline Greenbelt will incorporate a stormwater treatment bioswale and will serve as an organic buffer and transitional space between the Waterfront Park-related land uses to the south and the residential land uses to the north.
5. **Dornan Drive Shoreline Extension** -- A southern extension of Dornan Drive will connect the Dornan Drive/Brickyard Cove Road corridor to the Terminal One Wharf and scenic shoreline, will provide the larger Richmond community with vehicular access to the Waterfront Park, and will include a drop-off/loading area adjacent to the west end of the Wharf Park as well as on-street parking along the Dornan Drive frontage.
6. **The Central Promenade** -- The public will also have access to the Project's Central Promenade that will extend from the Brickyard Cove Road corridor at the Site's northern edge through the center of the residential neighborhood to the Waterfront Park and shoreline at the Site's southern edge. This pedestrian promenade is designed: (i) to open the site along a north/south axis; (ii) to tie

together the Project's park and residential land uses; (iii) to bring the public realm into the Project's core; (iv) to establish a visual and physical connection between the Miller-Knox Park headlands and the San Francisco Bay shoreline across the Project Site; and (v) to provide internal Project connectivity.

7. **Other Notable Features of the Waterfront Park** -- In addition to the principal features of the Waterfront Park described above, the Park will also include:

- **Bay Trail Way-Side Park** -- A pocket park will be developed adjacent to the eastern reach of the Bay Trail Shoreline Loop.
- **Bay Tidelands Preserve** -- A dedicated marine ecology preserve will be created east of the Wharf Park and protected from development in perpetuity.
- **Bay Trail Commuter Extension** -- The Project will also extend the existing Bay Trail segment north of Brickyard Cove Road from its current terminus opposite the main Project entry to connect with the new Bay Trail Shoreline Loop at the Dornan Drive intersection.
- **Waterfront Park Visitor Parking** -- The Project will provide approximately 50 parking spaces for use by visitors to the Waterfront Park, including on-street parking along the Brickyard Cove Road corridor in addition to the public parking that will be provided along the Dornan Drive Extension, as referenced above.

C. The Latitude Residential Neighborhood

The creation of the Latitude Residential Neighborhood involves the transformation of a seismically unstable, brownfield site previously put to industrial use into a 9± acre residential neighborhood.

Principle Features of the Latitude Residential Neighborhood

The Latitude Residential Neighborhood, as illustrated in the Conceptual Site Plan appended to this Addendum as **Attachment #1**, will occupy the interior of the Terminal One site and will consist of a diverse mix of **154± single-family residential units** and **30± Junior Accessory Dwelling Units**. The single-family homes will range in size from approximately 1,800-2,700 square feet, will include both three- and four- bedroom units, and will be two- and three-stories in height. Each of the homes will have a two-car garage.

1. The Single-Family Home Plans.

The SFR Project's single-family residences will include a diverse mix of six different home plans, as summarized below and illustrated in detail in the Architectural Plan Set appended to this Addendum as **Attachment #2**, each of which is designed to occupy a particular station within the Latitude subdivision and to take advantage of the opportunities afforded by that location on the Site:

- **Plan #1** – two-story, three-bedroom, single-family detached (“SFD”) homes. Most Plan #1 homes will occupy perimeter lots overlooking the Project's San Francisco Bay frontage. Plan #1 homes will have a hybrid orientation with the home's main entry and garage accessed off an interior street and with a “beach” entry and the principal living areas of the homes (including the first floor great room and covered porch and the second floor master bedroom and covered deck) fronting either on the Dornan Drive Extension, with unobstructed views of the Marin Range and Mt. Tamalpais to the west, or on the eastern/southeastern reach of the Bay Trail Loop, with views across the Yacht Club campus extending from the San Pablo Ridge Line to the Oakland hills and Bay Bridge to the east.
- **Plan #2** – two-story, four-bedroom, SFD homes. The Plan #2 homes will occupy the Project's prime lots overlooking the southern waterfront. These larger two-story homes will have a hybrid orientation with the home's main entry and garage fronting on an interior street and with a beach entry and the principal living areas of the homes (including the first-floor great room and covered porch and the second-floor master bedroom and covered deck) fronting on the Project's shoreline reach, with its Shoreline Greenbelt open space corridor, Bay Trail Shoreline Loop, Wharf Park, and panoramic views of the Bay Bridge and San Francisco skyline directly to the south; the rising sun and topography of the East Bay to the east; and Angel Island, the Marin headlands, and the setting sun to the west.
- **Plan #3** – three-story, four-bedroom, SFD homes, which will be constructed on two rows of lots located immediately to the north of and parallel to the row of two-story homes that will front on the Project's Shoreline Greenbelt and southern waterfront. The Plan #3 homes will have a more traditional street orientation with the home's main entry, garage, and principal living areas (including a large, covered deck off the second-floor great room and the third-floor master bedroom) fronting on an interior street. These homes will have optional roof decks and ground-floor Junior ADUs. Most of these three-story homes will have filtered Bay-views to the south over and around the two-story homes that front on the Shoreline Greenbelt.

- **Plan #4** – three-story, four-bedroom, SFD homes, most of which will occupy perimeter lots overlooking the eastern and southeastern segments of the Bay Trail Loop. These Plan #4 homes will have a hybrid orientation with the home’s main entry and garage accessed off of an interior street and with the principal living areas of the homes (including the second-floor great room and covered deck and the third-floor master bedroom, also with a covered deck) fronting on the eastern/southeastern reach of the Bay Trail Loop, with views of the East Bay across the Yacht Club campus. The Plan #4 homes will have optional roof decks and ground-floor Junior ADUs with separate entries that will provide direct access to the Bay Trail.
- **Plan #5** – smaller three-story, four-bedroom, SFD homes which will occupy interior lots. The Plan #5 homes will have alley-loaded rear garages with the main entry and principal living areas of the homes (including the second-floor great room and the third-floor master bedroom) fronting on the Project’s Greenway Corridors. These homes will also have large second-floor covered decks overlooking the Greenway Corridors as well as optional roof decks.
- **Plan #6** – three-story, four-bedroom, single-family attached (“SFA”) duplex homes which will occupy both perimeter lots along the Project’s Brickyard Cove Road frontage and interior lots that front on the Project’s Greenway Corridors. These Plan #6 homes are designed to function as live/work units with ground-floor flex space that can be used as a home office or commercial workspace. The main entries to and principal living areas of these homes (including the second-floor great room and covered deck and the third-floor master bedroom) will front on Brickyard Cove Road or the Greenway Corridors within the Project, with rear-loaded garages. The floor plans for these live/work units will offer a ground-floor option that would provide a separate dedicated commercial entry to the home’s workspace off of Brickyard Cove Road.

2. The Junior Accessory Dwelling Units.

As noted above, the SFR Project’s larger three-story SFD homes (i.e., the Plan #3 and Plan #4 units) will include Junior ADUs. These accessory units will be roughly 400 SF in size, will be located on the ground-floor of the larger three-story SFD homes, and will have a kitchenette, a bathroom, a living/sleeping area, and a separate entrance. They will function as a studio or one-bedroom unit within the single-family structure and are designed to provide housing opportunities:

- a) To address underserved demand profiles, including family members (such as grandparents and adult children), caregivers, guardians, custodians, and students;

- b) To address the needs of homeowners (particularly seniors who are living on fixed incomes) who want to generate supplemental rental income; and
- c) To provide affordable accommodations for renters.

The Junior ADUs are also designed to enable their use as an integrated component of the living space of the single-family homes of which they are a part. In this capacity, they can be used as an additional bedroom, a home office, or a flexible self-contained workspace.

3. The Greenway Corridors.

The main entries and principal living areas of most of the homes that occupy the interior of the residential neighborhood will front on landscaped Greenway Corridors, with garage access provided by alleys at the rear of the residences. These landscaped pedestrian paseos are designed to create a walkable context that ties the neighborhood together, provides access to the Waterfront Park and shoreline resources at the neighborhood perimeter, and enhances the opportunities for social contact and interaction.

4. The Common-Area Amenity Space.

The residential land use plan for the SFR Project also makes provision for common-area amenity space, including a Homeowners Association-operated Neighborhood Center located near the southwest corner of the Latitude Residential Neighborhood. This 3,500± square foot recreation center will be designed to serve the Latitude Residential Neighborhood and will include lounge, fitness, meeting/assembly, and common-room space.

5. Density and Coverage.

At build-out of the SFR Project, the development of the Project's residential neighborhood will result in:

- a. An overall density equal to approximately 15.3 units per net developable acre¹; and

¹ The Project's "gross developable area" is equal to the gross area of the dry land portion of the Project Site: 12.6± acres or approximately 548,856 SF. The Project's "net developable area" is calculated by applying a land use efficiency factor of 80% to the gross developable area: 12.6± acres x 0.8 efficiency factor = 10.08± net developable acres. The overall "project density" is calculated by dividing the total number of dwelling units to be developed on the Terminal One site (154 DUs) by the net developable acreage (10.08± acres): 154 DUs/10.08± net developable acres = 15.3± DUs per net developable acre.

- b. An overall coverage factor equal to approximately 30% of the gross developable area of the site.²

III. THE PLACE-MAKING OBJECTIVES DRIVING DESIGN OF THE SFR PROJECT

A. Principal Programmatic Objectives of the SFR Project

The character of the place the SFR Project is intended to create is driven by the following two principal programmatic objectives:

1. To celebrate the Site's dramatic waterfront setting – with its unobstructed panoramic Bay views, waterfront ecology, and parkland resources; and
2. To provide both visitors to the Waterfront Park and residents of the Latitude Neighborhood alike with an opportunity to connect not only to the Terminal One shoreline but also to each other in ways that will energize their common experience, activate shared space, and generally enrich the relationships that bind a community together.

B. Land Use Planning Strategies Employed to Realize Place-Making Objectives

In pursuit of these dual place-making objectives, the land use plan of the SFR Project employs a number of design strategies, including:

- **A Multi-Modal Public Access Program** -- including the Bay Trail Shoreline Loop, the Dornan Drive Shoreline Extension, and the Central Promenade -- designed to provide the greater Richmond community with opportunities to access the panoramic views afforded by the SFR Project's shoreline location and to connect physically as well as visually not only with the Terminal One Waterfront Park and shoreline resources but also with the extraordinary Bay-shore and parkland environment that adjoins the Terminal One Project on three of its four sides.
- **A Public Waterfront Park Program** -- incorporating a variety of features, including the Wharf Park facilities, that are designed to enhance the visitor experience by functioning in a programmatic capacity to provide opportunities for both active and passive engagement with the Terminal One waterfront and the Project's shoreline resources. These opportunities to connect with the natural order

² The Project's "coverage factor" is calculated by dividing the area of the total building footprint (166,000± SF) by the gross developable area (548,856± SF): $166,000 \pm \text{SF} / 548,864 \pm \text{SF} = 30\%$ coverage.

and its setting on an intimate and personal level, in turn, give the SFR Project its special sense of place and unique character.

- **A Four-Tiered Land Use Plan** -- consisting of:

- a) **Tier One** -- The First-Tier land uses consist of the principal public park/open space and public access features of the Project, including the Wharf Park, the Bay Trail Loop, and the Dornan Drive Extension, which will occupy the Project's prime acreage at the site perimeter where the unobstructed, panoramic Bay-views, the ecological values, and the recreational opportunities afforded by the Terminal One waterfront and the Miller-Knox Regional Shoreline are most immediately accessible.
- b) **Tier Two** -- The Second-Tier land uses consist of the 59± single-family homes located at the perimeter of the Latitude neighborhood -- including the two-story SFD homes that line the SFR Project's shoreline reach, the two-story SFD homes that front on the Dornan Drive Shoreline Extension, the three-story SFA duplex homes that front on Brickyard Cove Road, and the two- and three-story SFD homes that line the eastern/southeastern reach of the Bay Trail Loop opposite the Richmond Yacht Club. The main living space of all of these homes will front on the public access corridors that surround the residential development (i.e., the Dornan Drive Extension, the southern and eastern segments of the Bay Trail Shoreline Loop, and Brickyard Cove Road). These Second-Tier homes are designed to create the primary interface between the public space that encircles the SFR Project and the residential space that lies within. These homes:
 - (i) Are designed and oriented so as to capture the commanding visual prospects which the Site's southern exposure and projection into the Bay make possible.
 - (ii) Will make liberal use of window openings and glazing:
 - to frame the dramatic views,
 - to capture the natural light,
 - to open the indoor space to the more expansive reach of the outdoor environment and natural order, and
 - to enable a more intimate visual connection and sense of engagement with the waterfront setting.
 - (iii) Will feature home entries which front on the public access corridors which surround the site, with beach entries, landscaped walkways, first-floor covered porches, and second- and third-floor covered decks to foster an integration of indoor and outdoor space and create a

welcoming presence that invites social interaction and provides an opportunity for the type of inter-personal engagement that plays a critical role in bringing communities to life.

The Second-Tier homes that occupy the prime view lots along the southern and western perimeter of the Site will all be two-story residences that will step up to the three-story homes occupying the interior of the site. The transition between the two- and three-story homes is designed not only to create a visually appealing shoreline aesthetic and graduated sense of scale, but also to provide the three-story homes at the Project's interior with view opportunities over the two-story homes at the residential perimeter.

The Second-Tier duplex homes that front on Brickyard Cove Road are designed to function as live/work units and will include a ground-floor workspace with the option for a dedicated entry off the Brickyard Cove Road corridor.

- c) **Tier Three** – The Third-Tier land uses consist primarily of three-story SFD homes which will be aligned inside and overlook the two-story First-Tier homes located at the southern perimeter of the residential development. The principal living space of the Third-Tier three-story SFD homes will be located on the second and third floors and these homes will have optional roof decks to optimize access to views and light. Most of these three-story homes will have partial views of the Bay over the two-story homes that line the residential neighborhood's southern perimeter.
- d) **Tier Four** – The Fourth-Tier land uses consist of smaller three-story SFD homes and SFA duplex homes which will occupy the interior of the site. Because these units will not have access to the views enjoyed by the Second- and Third-Tier units, the design of these homes will instead emphasize the second place-making objective of the Project – the creation of opportunities for the sort of social contact and engagement that enriches relationships and binds communities together. To this end, all of the Fourth-Tier homes will have alley- or rear-loaded garages and will front on Greenway Corridors with landscaped common-area walkways to encourage the kind of incidental and improvisational social encounters that make neighborhoods interesting.

C. Comparing the Latitude Residential Neighborhood to a Suburban Subdivision

The Latitude Residential Neighborhood is designed to create a very different sense of place than the type of subdivision found in many suburban locations.

Suburban subdivisions often have a character that is both insular and inwardly focused -- with exterior edges designed to create a sense of enclosure; with homes designed to exclude external elements; with front doors opening onto auto-centric streetscapes that are dominated by driveways, garage doors, and recessed entries; with site plans that are largely devoid of significant public park and open space features; and with little integration of public and private space.

The Latitude Residential Neighborhood, on the other hand, is designed to create a very different sense of place with:

- an outward orientation and focus on the shoreline environment and parkland resources surrounding the site;
- exterior edges that are designed to create both:
 - (a) a sense of engagement with the external environment that celebrates the site's dramatic waterfront setting and
 - (b) an interface between the public space at the perimeter of the residential neighborhood and the habitable space within the neighborhood that provides an opportunity for the kind of social interaction between residents and visitors that bind a community together;
- homes that are designed to capture both views and natural light and open the indoor space to the more expansive reach of the outdoor environment;
- a pedestrian-oriented circulation plan that emphasizes walkable access to the waterfront and to the parkland and open space features that surround the site and give the site its special character, with the majority of homes fronting on the public access corridors at the neighborhood perimeter and on Greenway Corridors within the neighborhood; and
- A compact residential land use plan that reserves roughly 30% of the site for dedicated public park and public access uses, including the Project's prime acreage along the entire Terminal One shoreline where the panoramic Bay-views, ecological values, and recreational opportunities are most accessible.

IV. OTHER COMPONENTS OF THE SFR PROJECT'S LAND USE PROGRAM

A. Project Circulation

The Terminal One Project circulation plan will include the following principal components:

1. Regional Project Access -- Primary vehicular access to the Project from regional locations will be provided by U.S. Highway 580 ("I-580") by way of Dornan Drive and the Dornan Drive Tunnel. Secondary access to the site from I-580 will also be available via Canal Boulevard/West Cutting Boulevard, Seacliff Drive, and Brickyard Cove Road. The Richmond BART station located at 1700 Nevin Avenue provides access to regional transit service through the BART system as well as to statewide and national rail service through the Amtrak system. The BART/Amtrak stations can be accessed from the SFR Project by way of surface streets (Dornan Drive/South Gerrard Blvd/ to West Macdonald Avenue) at a distance of 3.1 miles.
2. Ferry Service to San Francisco -- In addition, ferry service between Richmond and San Francisco, operating out of the new terminal facility located at the Craneway Pavilion, can be accessed from the SFR Project by way of surface streets (Dornan Drive/Cutting Boulevard/Harbour Way) at a distance of approximately 3.5 miles.
3. Brickyard Cove Road -- The Terminal One circulation plan assumes the continued operation of Brickyard Cove Road as a two-lane collector roadway which will not only provide access to the Latitude Residential Neighborhood but will also provide commuter, commercial, and other through-traffic with a means of bypassing the Project. Access to the Latitude neighborhood will be by way of two street entrances off Brickyard Cove Road. The main entrance will be located at the center of the Project's Brickyard Cove Road frontage. This location will also serve as the entry point for the Central Promenade. A secondary entrance will be provided at the northeast corner of the Project Site. In addition, the Brickyard Cove Road corridor that extends the length of the Project Site's northern boundary will include 38± on-street public parking spaces.
4. The Dornan Drive Shoreline Extension -- The Project will include a southern extension of Dornan Drive from its current terminus at the northwest corner of the Project Site to a turn-around bulb located adjacent to the west end of the Wharf Park. The Dornan Drive Shoreline Extension will provide direct vehicular access to the Terminal One Waterfront Park with a drop-off/loading area at the Wharf Park. In addition, the extension of Dornan Drive will include 12± on-street parking spaces for park visitors.

5. The Central Promenade -- The SFR Project's pedestrian/bicycle circulation system will also include an internal promenade extending through the center of the residential neighborhood on a north/south axis. The Central Promenade is designed to function as one of the Project's principal connecting elements. In this regard, it will serve as a pedestrian and bicycle-oriented paseo that will not only connect the Brickyard Cove Road corridor to the north with the SFR Project's Waterfront Park and shoreline to the south, but will also connect the Project's interior core and its exterior perimeter. In the process, the Central Promenade will provide an interactive interface between the Project's public realm and its more private residential countenance. This integrating feature of the Project's pedestrian circulation system will also provide a physical and visual link between the Miller-Knox Park headlands to the north of the Project Site and the San Francisco Bay shoreline to the south.
6. Pedestrian and Bicycle Circulation -- The Terminal One circulation system is designed to prioritize pedestrian and bicycle modes of travel. It features:
- a shoreline extension of the Bay Trail (the Bay Trail Shoreline Loop) providing bicycle and pedestrian access to the SFR Project's Waterfront Park from off-site locations to the east, north, and west by way of connections to existing Bay Trail facilities;
 - a "commuter" extension of the Bay Trail (the Bay Trail Commuter Extension) which will run from the existing terminus of the Bay Trail located on the north side of Brickyard Cove Road opposite the midpoint of the SFR Project's northern frontage to the Dornan Drive/Brickyard Cove Road intersection, where it will connect with existing segments of the Bay Trail located in the Miller-Knox Park and with future on-street bike lanes planned for the Dornan Drive corridor; and
 - an interconnected network of Greenway Corridors, sidewalks, and the Central Promenade within the Latitude Residential Neighborhood designed to:
 - (i) provide connectivity within the residential neighborhood,
 - (ii) tie together the SFR Project's residential and park-related land uses, and
 - (iii) to provide residents, guests, and visitors alike with access to the shoreline and parkland resources at the perimeter of the Site.
7. Circulation Plan Elements Designed to Deemphasize the Automobile -- In recognition of the importance of (a) creating a sense of place which celebrates the natural order and ecological attributes of the shoreline, and (b) the priority assigned to pedestrian and bicycle circulation as a means of providing access to

these attributes at a more intimate level, the SFR Project's circulation plan is designed to deemphasize the automobile. To this end, the plan incorporates the following elements:

- As noted above and further discussed below, Brickyard Cove Road has been retained as a collector roadway. Operating in this capacity, Brickyard Cove Road will serve two functions. First, it will provide commuter and commercial traffic with a means of bypassing the Latitude Residential Neighborhood, reducing both (a) the volume of traffic using the streets within the subdivision and (b) the potential conflicts between commuter/commercial traffic (where the focus is on the through-put of this existing roadway and on minimizing travel time and distance) and resident/guest traffic (where the focus is on the neighborhood-serving character of the roadway network within the Latitude subdivision).
- By locating the two entrances to/exits from the Latitude Residential Neighborhood off Brickyard Cove Road, and by designing the single-family homes that front on the Dornan Drive Extension with rear-loaded garages, the Project's circulation plan allows residents of the Latitude neighborhood (and their guests) to access their homes without the need to make use of the Dornan Drive Extension. This shoreline roadway has, in effect, been reserved for use by those members of the public interested in accessing the Project's Waterfront Park and shoreline attributes.
- The design of the on-site vehicular circulation system also incorporates traffic calming features that function to prioritize pedestrian and bicycle modes of travel and reduce the threat posed by vehicular traffic to the safety of those walking and bicycling. These features include a roadway network within the residential neighborhood that makes widespread use of alleys and incorporates short, interconnected street sections with 10-foot travel lanes and other traffic calming measures such as raised crosswalks/speed tables, stop signs, on-street parking, and a "Safety Zone" designation with a posted speed limit of 20 mph.
- Almost all resident parking will be hidden from view within the two-car garages that are a part of each single-family home.

B. Parking

A total of approximately 412± parking spaces will be provided by the Project, consisting of 362± spaces for residents and guests within the Latitude subdivision (resulting in a parking ratio of 2.35± spaces per single-family home) and 50± public spaces along the SFR Project's Dornan Drive and Brickyard Cove Road frontages.

1. Resident and Guest Parking -- Parking for residents and guests of the Latitude Residential Neighborhood will be provided within the subdivision and will consist of 308± garage spaces, 18± tandem driveway spaces on covered parking pads, 21± on-street parallel parking spaces, and 15± parking stalls.
2. Visitor Parking -- Parking for visitors to the Terminal One Waterfront Park will consist of 19± spaces in the Wharf Parking Lot, 12± on-street spaces along the Project's Dornan Drive frontage, and 38± on-street spaces along the Brickyard Cove Road Frontage.

C. Utilities

1. Water and Wastewater -- The SFR Project will rely on existing and available water and wastewater treatment and off-site transmission/conveyance capacity. Additional on-site water and wastewater lines, laterals, connections, and other improvements will be constructed as needed to tie into the existing backbone infrastructure and adequately serve the Project.
2. Stormwater -- The SFR Project will employ a system of bioswales and other natural treatment measures to collect, retain, and treat stormwater run-off on-site. Following on-site treatment, stormwater run-off will be conveyed to an existing 54-inch storm drain line and outfall for off-site discharge.

D. Inclusionary Housing

Ten percent of the homes in the SFR Project will be made available to moderate-income households at affordable sales prices in accordance with the provisions of Richmond Municipal Code Section 15.04.603 -- "Inclusionary Housing and Affordable Housing Linkage Fee" and Richmond Municipal Code Section 15.04.602 -- "Affordable Housing Density Bonus."

V. DESIGN REVIEW APPROVAL OF SFR PROJECT PLANS

In approving the PA Plan Addendum, the City Council has also approved Design Review, pursuant to Richmond Municipal Code Section 15.04.805.050, of the following plans for the SFR Project, which have been appended to this Addendum as **Attachments #1A through #1C**:

- **Attachment #1A** -- Site Plan and Parking Analysis Plan Set
- **Attachment #1B** -- Development Guideline Modules
- **Attachment #1C** -- Vesting Tentative Map Plan Set, including Lotting and Site Plan, Preliminary Grading and Drainage Plan, Preliminary Utility Plan and Preliminary Stormwater Control Plan

In addition, upon issuance by the Design Review Board (“DRB”) of a Design Review Permit for the Architectural Plans, the Landscape Plans, the Lighting Plans, and the Signage Plans, pursuant to the provisions of Section VI below, these plans shall also be appended to this PA Plan Addendum as **Attachment #1D** (the Architectural Plan Set), **Attachment #1E** (the Landscape Plan Set), **Attachment #1F** (the Lighting Plan Set), and **Attachment #1G** (the Signage Plan Set).

Upon approval either by the City Council, as part of the PA Plan entitlement process, or by the DRB, as part of the supplemental design review process described in Section VI below, **Attachments #1A through #1G** shall constitute the “SFR Project Plans” and shall establish the basic planning concepts, design elements, architectural tenets, and development standards which define the essential underlying characteristics of the SFR Project’s built form and aesthetic composition.

The SFR Project’s final land use program, including the site plan, lotting plan, architectural plans, landscape plans, final maps, grading plan, drainage plan, utility plan, and stormwater control plan, shall be substantially consistent with the approved SFR Project Plans and the basic planning concepts, design elements, architectural tenets, and development standards established by these plans, including the aspects of form and composition that are depicted therein.

VI. SUPPLEMENTAL DESIGN REVIEW

A. Architectural Plans for the Single-Family Homes, Resident Recreation Center, and Retail Building

A building permit for residential construction shall not be issued unless and until architectural plans for the single-family homes, the Resident Recreation Center, and the retail building (the "Architectural Plan Set") have been submitted and approved pursuant to the Design Review process for which provision is made in RMC Article 15.04.805.

B. Landscape Plans

A building permit for residential construction shall not be issued unless and until landscape plans for the SFR Project (the "Landscape Plan Set") have been submitted and approved pursuant to the Design Review process for which provision is made in RMC Article 15.04.805.

C. Lighting and Photometric Plan

A building permit for residential construction shall not be issued unless and until a lighting and photometric plan (the "Lighting Plan Set") has been submitted and approved pursuant to the Design Review process for which provision is made in RMC Article 15.04.805. The Lighting Plan Set shall show the location and type of all outdoor lighting including but not limited to exterior building lighting (both fixed and freestanding) and all lights for circulation, security, landscaping, and building accent. The Lighting Plan Set shall also include an Exterior Lighting Board no larger than 11" by 17" with listings and catalog pictures for each type of light fixture to be used, identified by manufacturer, name of product, identification number, and other pertinent information.

D. Sign Plans

A building permit for residential construction shall not be issued unless and until sign plans (the "Signage Plan Set") have been submitted and approved pursuant to the Design Review process for which provision is made in RMC Article 15.04.805. The Signage Plan Set shall be drawn at an appropriate scale and shall include dimensions, total sign area, colors, materials, sign copy, font styles, sign returns, sign type, illumination method, method of installation, and any other pertinent details. The Signage Plan Set shall also show dimensioned location and mounting details of signs on building elevations and include colored renderings of all signs as well as a site plan referencing all sign locations.

VII. PERMITTED LAND USES APPLICABLE TO THE SFR PROJECT

The following uses shall be permitted and may be included in the SFR Project. Similar uses may be permitted by interpretation of the Planning Director or designee.

1. Residential Uses.

- a. Multifamily Residential Dwelling
- b. Single Family Residential Dwellings
- c. Duplex Dwellings

2. Civic, Public, and Semi-Public Uses.

- a. Day Care Center
- b. Day Care Home, limited (6 or fewer) and general (7 to 12) - with business license and state license*

*Primary use of property remains residential

3. Commercial Uses. – Retail Sales and Services

- a. Home Occupations
- b. Visitor and Neighborhood Serving Retail Sales and Services – including appropriately sized convenience stores, food stores, eating establishments (with or without alcoholic beverage sales), personal services, specialty retail

4. Open Space and Recreational Uses.

- a. Parks, Open Space, and Trails

5. Accessory Uses. -- Accessory uses and buildings shall be limited to those uses that are clearly incidental to the primary use of the property, such as garages, swimming pools, shade structures, and trash enclosures.

6. Temporary Uses. -- The following temporary uses shall be allowed as permitted uses within the PA District provided each such temporary use, in order to qualify as a permitted use, must be issued a Special Event Permit by the City and must be conducted in accordance with the permit terms.

- a. Street Fairs
- b. Outdoor Exhibits

- c. Arts and Craft Shows, Outdoors
- d. General Assembly
- e. Live Entertainment and Events
- f. Recreational Events
- g. Retail Sales, Outdoors
- h. Trade Fairs

VIII. LAND USE REGULATORY STANDARDS APPLICABLE TO THE SFR PROJECT

A. Development Standards

The residential design and development standards applicable to the Terminal One SFR Project shall be those standards for which provision is made, both explicitly and implicitly, in this PA Plan Addendum and in the SFR Project Plans (collectively, the **“SFR Project Development Standards”**).

All residential design and development standards, as applicable to the SFR Project, including but not limited to, standards regarding lot area, lot square footage per dwelling unit, lot width and frontage, lot depth, front/rear/side yard setbacks, building heights, number of stories, distances between residences, building length, building orientation, building setbacks, upper story massing and setbacks, yard area, private and common open space, density, floor area ratios, lot coverage, landscaping, landscaped planting area, building additions, building entrances, architectural articulation, materials, paving, garage frontage, parking setbacks, driveways, alley access, and enclosed storage, shall be deemed satisfied where the final plans for the SFR Project (the **“Final Plans”**) and the residential development that is built pursuant to such Final Plans substantially comply with this PA Plan Addendum and the SFR Project Plans.

B. Performance Standards

Performance standards applicable to the SFR Project shall be the performance standards delineated in Richmond Municipal Code Section 15.04.608 – “Performance Standards.”

C. Parking and Loading Standards

All parking and loading areas within the Terminal One Planned Area District shall comply with the applicable provisions of Richmond Municipal Code Section 15.04.607 – “Parking and Loading Standards.”

D. Sign Standards

All signs within the Terminal One Planned Area District shall comply with the applicable provisions of Richmond Municipal Code Sections 15.04.609 – “Signs.”

IX. IMPLEMENTATION OF PA PLAN ADDENDUM

A. Final Discretionary Approvals Required by SFR Project

City Council approval of this PA Plan Addendum and the attached SFR Project Plans shall constitute the final City of Richmond discretionary approvals required by the SFR Project. Any additional approvals required to proceed with the development of the SFR Project, including all final map and building permit approvals, shall be deemed ministerial in character.

B. Regulatory Effect of the PA Plan Addendum

The Final Plans for and the development of the SFR Project shall be governed by the provisions of this PA Plan Addendum and the attached SFR Project Plans and all such Final Plans and development shall substantially comply with this PA Plan Addendum and the attached SFR Project Plans.

C. Residential Construction

The SFR Project residential development shall be constructed in substantial compliance with the Final Architectural Plan Set approved by the City of Richmond Planning and Building Services Department as complying with all conditions of approval for the SFR Project.

D. Landscape and Fencing Installation

The SFR Project landscaping and fencing shall be installed in substantial compliance with the Final Landscape Plan Set approved by the City of Richmond Planning Department as complying with all conditions of approval for the SFR Project.

E. Amendments to the PA Plan Addendum

This PA Plan Addendum and the attached SFR Project Plans provide a planning and design framework and development standards which govern the development of the SFR Project. No amendment of this PA Plan Addendum will be required as long as the Final Plans for and development of the SFR Project are in substantial compliance with this PA Plan Addendum and the SFR Project Plans.

Developer may apply to amend this PA Plan Addendum in order to accommodate Final Plans or development that is not in substantial compliance with this PA Plan Addendum or the SFR Project Plans. All amendments to the PA Plan Addendum shall be subject to the procedures set forth in Richmond Municipal Code Section 15.04.810.070 – “Amendments of Approved Plans.”

F. Modifications to the SFR Project Plans

Developer may also apply to modify the SFR Project Plans to accommodate Final Plans or development that is not otherwise in substantial compliance with such plans. Such modifications to the SFR Project Plans shall not require an amendment to the PA Plan Addendum as long as the following conditions are met:

1. The maximum number of dwelling units does not exceed 175 dwelling units.
2. The total gross residential floor area under roof does not exceed 425,000 GSF.
3. The building heights do not exceed 45 feet.

X. ENFORCEMENT PROCEDURES

All activities, development, and uses allowed in the Terminal One Planned Area District are subject to the enforcement procedures set forth in Richmond Municipal Code Section 15.04.815 -- “Enforcement Provisions.”

XI. EFFECTIVE DATE AND INITIAL TERM

A. Effective Date

The effective date of this PA Plan Addendum shall be the date upon which the Resolution approving this PA Plan Addendum is adopted.

B. Phased Development Program

This PA Plan Addendum will be implemented in accordance with a development program consisting of the following phases:

- Securing Remaining Discretionary Entitlements – This phase involves processing the remaining discretionary approvals from regulatory agencies other than the City as required to fully entitle the SFR Project, including in particular, San Francisco Bay Conservation and Development Commission (BCDC) approval of a Major Amendment to BCDC Permit No. 2018.006.00 and San Francisco Bay Regional Water Quality Control Board (RWQCB) approval of a Supplemental Remedial Action Plan (RAP) Addendum.
- Securing Ministerial Approvals Re Site Preparation – This phase involves the preparation and processing of the plans and specifications required to secure the ministerial approvals as necessary to prepare the Site for development of both the Latitude Residential Neighborhood and the Terminal One Waterfront Park and related public improvements, including demolition permits, grading permits, and encroachment permits.
- Site Preparation – The Site Preparation work program includes:
 - i. Demolition of the warehouse and other remaining hardscape elements, to include reprocessing and on-site reuse of the bulk of the materials generated by the demolition work;
 - ii. Remedial actions to complete the cleanup of residual soil and groundwater contamination pursuant to RWQCB's Cleanup Order No. R2-2004-0045 and the Supplemental RAP Addendum, to include construction of a slurry wall at the site perimeter to prevent migration of contaminated groundwater into the Bay and on-site remediation of contaminated soils;
 - iii. Seismic stabilization of the Site using Deep Soil Mixing (DSM) strategies;

- iv. Implementation of a grading plan that is designed to set minimum grades of the Bay Trail as well as those portions of the Site where structures will be constructed at elevations that will mitigate the flood risk associated with a Base Flood Elevation (BFE) along the Terminal One Shoreline of 11 feet NAVD88 plus 3 feet of sea level rise; and
 - v. Structural retrofit of the Wharf to accommodate reuse as a public park facility.
- Securing Ministerial Approvals Re Construction -- This phase involves the preparation and processing of the construction plans and specifications required to secure the ministerial approval of building permits and other permits as necessary:
 - (a) to install the infrastructure improvements (including roadways and utilities) to support development of the Latitude Residential Neighborhood and Terminal One Waterfront Park;
 - (b) to construct the Waterfront Park improvements including, in particular, the Wharf Park and Bay Trail improvements; and
 - (c) to construct the single-family homes and resident recreation facilities.
 - Construction of the Project Infrastructure – This phase involves construction of the utility and roadway improvements required to serve the park and residential land uses to be developed on the Site.
 - Construction of the Waterfront Park Improvements -- This phase involves construction of the facilities that comprise the Terminal One Waterfront Park, including the Wharf Park, the Bay Trail, the Gateway Plaza and Retail Node, and the Dornan Drive Shoreline Extension.
 - Construction of the Latitude Residential Neighborhood – This phase involves construction of the single-family homes and resident recreation facilities that comprise the Latitude Residential Neighborhood.

C. Initial Term

This PA Plan Addendum shall remain in effect for a period of six years following its Effective Date, at which time it will expire unless: (a) a building permit has been issued and construction diligently pursued; (b) the Vesting Tentative Subdivision Map that is approved with this Addendum is extended and remains in effect for a period longer than six years following the Effective Date, in which case this PA Plan Addendum will expire

upon the expiration of the Vesting Tentative Map; or (c) the City Council has approved an extension. This six-year initial term is a reflection of the following factors:

1. The phased character of the development program as described in Section X.B. above;
2. The uncertain economic conditions impacting the Project, with rising interest rates, persistent inflation, and recessionary pressures making real estate development and the financing of real estate projects an increasingly challenging proposition;
3. The commitment of time and resources that is required to prepare and process the plans and specifications required to proceed with development of the SFR Project; and
4. The extraordinary demands in terms of time and expense involved in completing the Site cleanup, seismically stabilizing the Site, demolishing the lead paint-contaminated warehouse, grading the Site to accommodate sea level rise, and structurally retrofitting the Wharf.