The Village at Corte Madera
2016 Restoration Hardware Expansion Project
Applicant’s Project Description

March 20, 2017
Contents

A. Overview ......................................................................................................................... 4
B. Retail Store Expansion ..................................................................................................... 4
   1. Land Use ................................................................................................................... 4
   2. Square Footage ......................................................................................................... 5
   3. East Entry Plaza ....................................................................................................... 5
   4. Grading and Excavation .......................................................................................... 6
   5. Building Design ......................................................................................................... 7
   6. Height ........................................................................................................................ 7
   7. Building Materials ..................................................................................................... 8
   8. Retail Store Expansion Sustainability Elements ...................................................... 8
   9. Parking ....................................................................................................................... 9
  10. Temporary Construction Access ............................................................................... 9
  11. Lot Line Adjustment .................................................................................................. 10
C. Parking Lot Across Redwood Highway .......................................................................... 10
   1. Land Use ................................................................................................................... 10
   2. Parking Lot Proposed Development Agreement and Easement ............................. 10
   3. Current and Future Use .......................................................................................... 10
   4. Protection of Environmental Resources ................................................................. 11
   5. Grading and Excavation .......................................................................................... 11
D. Construction Schedule For Entire Project .................................................................... 11
E. Landscaping For Retail Expansion And Gravel Parking Lot ....................................... 12
F. Environmental Review .................................................................................................. 12
G. Approvals Sought .......................................................................................................... 13

Exhibit A – Project Details ............................................................................................... 16
Exhibit B – Answers To Questions On Application Forms .............................................. 23
   1. General Plan Amendment Application ..................................................................... 23
   2. Zoning Application .................................................................................................... 25
   3. Preliminary Plan Application ................................................................................. 32
   4. Precise Plan Application ......................................................................................... 34
   5. Design Review Application .................................................................................... 37
   6. Environmental Assessment Application ................................................................. 39
   7. Conditional Use Permit Application ....................................................................... 40
Exhibit C – Request For Notices ....................................................................................... 43
Exhibit D - General Plan Mitigation Measures ................................................................. 45
Exhibit E - Significant And Unavoidable General Plan Impacts .................................... 67
EXHIBIT F AREA OF EAST ENTRY IMPROVEMENTS .................................................. 71
EXHIBIT G IMPROVEMENTS TO EXISTING PARKING LOT ..................................... 73

2016 Restoration Hardware Expansion Project (Rev. 3/20/17)
A. Overview

Corte Madera Village, LLC (“CMV”) and Restoration Hardware, Inc. (“RH”) propose to expand The Village at Corte Madera by adding a retail store and café of approximately 46,000 square feet of gross floor area (“RH Gallery”). The RH Gallery will have two levels, plus an open-air rooftop courtyard surrounding an enclosed scenery loft of glass and steel. The project will also involve remodeling the plaza at the eastern edge of the current shopping area across the ring road from the new RH Gallery ("East Entry Plaza"), and making improvements to the existing parking lot at The Village. As part of the project, the applicant proposes that the Town of Corte Madera enter into a development agreement pursuant to which the Town would record a nonexclusive public parking easement for the benefit of CMV against the gravel parking lot currently owned by the Town, located north of the shopping center across Redwood Highway. CMV would pave and landscape the lot, and continue its existing use as a parking lot. Parking spaces at the lot would be counted toward meeting the shopping center’s parking requirements.

Included with this 2016 Restoration Hardware Expansion Project, Project Description ("Project Description") are Exhibits A through G. This project is part of the development already contemplated in the Town's 2009 General Plan and studied in a project level analysis in the EIR the Town certified for that General Plan. Exhibit A provides the necessary details of the project. Exhibit B responds to the questions on each of the Town's application forms submitted with this Project Description. The requests for notices and contact information are set forth in Exhibit C. Implementation of the mitigation measures from the General Plan EIR is reflected in Exhibit D. Exhibit E addresses the project’s contribution toward impacts found in the General Plan EIR to be significant and unavoidable. Exhibits D and E demonstrate the extensive efforts already devoted to analysis of the impacts of this retail expansion, and to formulating and imposing mitigation measures to reduce impacts to less than significant levels whenever feasible. Exhibit F is a diagram of improvements to the East Entry area. Exhibit G is a diagram of the improvements to the existing parking lot. These exhibits further demonstrate that there is no new information, change in surrounding circumstances or changes to the project studied in the General Plan EIR that would result in any new or more severe significant impacts than those that have been studied previously.

B. Retail Store Expansion

1. Land Use

The proposed retail store and café uses by RH are consistent with the site’s Mixed Use Regional Serving Commercial General Plan land use designation, the C-2 Regional Shopping District zoning district, and the BRNH Baylands Risk Zone and Natural Habitat Overlay District that apply to The Village. The Preliminary Plan for The Village would be amended to include the new RH Gallery and parking lot, and a precise plan for the new RH Gallery and parking lot would be developed.
2. **Square Footage**

The project includes construction of a RH Gallery in an area currently occupied by surface parking. The RH Gallery will be approximately 46,000 square feet of gross floor area. Building Plans included with the Design Review submittals set forth more precise calculations of square footage, but CMV requests that the Town study development of up to 46,000 square feet to provide flexibility for minor refinements that may be implemented during processing of the applications.

The Town’s 2009 General Plan allows an FAR of .47 for The Village, which equals 652,010 square feet of gross floor area. The Preliminary Plan for The Village, which was last amended in Resolution 3685 adopted in 2012, allows up to 484,005 square feet, which equals an FAR of .349. The 484,005 square feet includes 20,000 square feet for an expansion of Macy’s, for which no precise plan application was ever submitted. As of August 2015, the gross square footage at The Village was 474,985 gross square feet.

The project does not seek any increase in the FAR allowed by the General Plan. The maximum square footage in the Preliminary Plan and the Precise Plan would be adjusted to accommodate the Project.

**Existing and Proposed Square Footage.**
An extensive review of prior submittals, staff reports, and resolutions reveals substantial confusion regarding the square footage numbers. The confusion is due to a lack of clarity whether any given number is accurately represented as gross leasable area or gross floor area, and whether any given number reflected only retail space or also included office space. To bring clarity and precision to the process, CMV undertook a detailed review of leasing records and scaled as built diagrams, and determined that the existing square footage at The Village as of August 2015 was 474,985 gross square feet. Of this 474,985 gross square feet, 2,000 gross square feet was devoted to office uses and 472,985 gross square feet was devoted to retail uses that include the 17,431 gross square feet expansion of Nordstrom approved in 2012.

3. **East Entry Plaza**

The project proposes to remodel the East Entry Plaza across the ring road from the proposed new RH Gallery. Existing landscape and hardscape will be removed and replaced to provide a more open and usable plaza area that complements the entry to

---

1 The term “gross floor area” is used as defined in Municipal Code Section 18.04.260, to mean the total enclosed area of all floors of a building measured to the outside face of the walls.

2 The Design Review applications reflect the following more precise amounts of gross floor area, which reflect current plans and may be refined during application processing:

<table>
<thead>
<tr>
<th>Level</th>
<th>Square Footage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Ground Level</td>
<td>24,520 SF</td>
</tr>
<tr>
<td>Second Level</td>
<td>16,807 SF</td>
</tr>
<tr>
<td>Roof Level</td>
<td>4,082 SF</td>
</tr>
<tr>
<td>TOTAL GFA</td>
<td>45,409 SF</td>
</tr>
</tbody>
</table>
the new RH Gallery. Improvements to the East Entry Plaza will include new paving and other hardscape, landscape and trees, lighting and furniture to fit with the exterior common areas of the shopping center and complement Restoration Hardware hardscape and landscaping. A water feature and trellises may be considered. The East Entry Plaza comprises approximately 8,000 square feet, and is depicted in Exhibit F. Final design for the East Entry Plaza will be submitted at a later time.

4. Grading and Excavation

The new RH Gallery will require grading and excavation. A level building pad will be created. Utilities will be extended within The Village as appropriate to bring lines to the new RH Gallery. It is not anticipated that utility trenches will produce substantial amounts of dirt. If feasible, excavated dirt will be reused on site, under the direction of the geotechnical engineer, primarily as fill under the building pad and parking areas on the shopping center site. The geotechnical engineer is assessing ways to address potential consolidation settlement of the young bay mud layer underlying the site, and is considering use of lightweight fill materials. If this method is selected, then excavated dirt will be exported rather than reused, and the lightweight fill will be imported. In that event, up to approximately 500 cubic yards of dirt could be exported, and up to approximately 3,000 cubic yards of fill could be imported. The Gallery component of the Project could entail up to 2,000 cubic yards of export (1,500 cubic yards of asphalt and construction debris, plus 500 cubic yards of exported dirt), and up to 3,000 cubic yards of import.

Remodeling the East Entry Plaza could entail up to approximately 250 cubic yards of exported pavement and hardscape. As part of the improvements to the parking lot, four cut-through aisles will be closed and curb islands and small landscaped areas will be removed, which could entail up to approximately 200 cubic yards of exported pavement and hardscape. Creating temporary access points for construction vehicles could entail up to approximately 60 cubic yards of exported pavement and hardscape. It is possible that much of the material to be exported from the East Entry Plaza remodeling, parking lot improvements, and temporary construction vehicle access points can be pulverized on site and reused as base material under the new pavement and hardscape areas, consistent with the re-use criteria and guidelines in the geotechnical report.

Accordingly, the worst case scenarios for export and import associated with the retail expansion component of the Project are as follows:

<table>
<thead>
<tr>
<th>Export</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>1,500 CY asphalt and construction debris from Gallery</td>
</tr>
<tr>
<td></td>
<td>500 CY dirt from Gallery</td>
</tr>
<tr>
<td></td>
<td>250 CY pavement and hardscape from Plaza</td>
</tr>
<tr>
<td></td>
<td>200 CY pavement and hardscape from existing parking lot</td>
</tr>
<tr>
<td></td>
<td>60 CY from temporary driveways</td>
</tr>
<tr>
<td>TOTAL FOR RETAIL EXPANSION COMPONENT:</td>
<td>2,510 CY of export</td>
</tr>
</tbody>
</table>

2016 Restoration Hardware Expansion Project (Rev. 3/20/17)
5. Building Design

The building will be approximately 24,520 square feet at ground level (See footnote 2). Two elevators and two staircases will provide public access to the scenery loft enclosed by glass and steel on the rooftop. The courtyard outside the scenery loft will have an exterior parapet wall. These amenities will be made available to the public during the hours of store operation.

The RH Gallery will include a café and related food and beverage space of approximately 5,800 square feet, located on the ground floor. The 5,800 square-foot area will include a food preparation area, with the remainder of the space devoted to displaying furniture that will also be used for café seating. The café will seat up to an estimated 150 people.

6. Height

The various attributes of the RH Gallery should be studied at the following heights. While the plans included with the Design Review submittals set forth more precise calculations of heights, CMV requests that the Town study the following heights to provide flexibility for minor refinements that may be implemented during processing of the applications.

- The top of the parapet at 36 feet from finished grade.
- The roof ridge of the scenery loft at 46 feet from finished grade.
- The top of the egress stairwell and mechanical screens at 42 feet from finished grade.
- The top of the elevator at 46 feet from finished grade.

These heights are within the height permitted at the site. As set forth in the current Preliminary Plan, the base height at The Village is up to 46 feet, and additional height is allowed under Municipal Code section 18.24.070. The RH Gallery will be partially

---

3 The Design Review applications show the top of the elevator at 45'-0"; the roof of the scenery loft at 46'-0"; the top of the parapet at 33'-6". Height is measured according to Municipal Code section 18.02.335, which states, “Height of a structure’ means the distance from a point on the base plane to the point on the structure the greatest vertical distance above it. Base plane is an imaginary plane created at the perimeter of the structure at the finished grade. Maximum height is measured from the base plane to a second imaginary plane located parallel to the base plane and at the maximum height above it.”

4 See Resolution 3685 adopted in 2012.
shielded by a rooftop tree canopy that is intended to be as tall as the elevator tower, at around 45 feet.

7. **Building Materials**

The RH Gallery will feature high-quality architectural design and materials. The exterior building envelope will be finished in 6 coat hand-applied Venetian plaster with an expanse of 12-foot glass and steel French door assemblies. Other architectural elements include a European entry courtyard that directs visitors to the light filled interior retail space and to the expansive café courtyard covered by a pyramid skylight. Upstairs, the second floor will showcase garden terraces accented by a Mediterranean planting palate and Juliet balconies and the rooftop will feature a covered steel and glass scenery loft and heritage olive tree. The building’s architectural details and gardens will be artfully illuminated at night, with shielded lanterns on the exterior sides of the building and other lighting that will not create glare or light pollution impacts to off-site areas.

8. **Retail Store Expansion Sustainability Elements**

Sustainable attributes of the Project include the following:

- Storm water pollution prevention system / filtration
- Short and long term bicycle parking
- Light pollution reduction through outdoor lighting fixture selection
- Water use reduction through low flow plumbing fixture selection
- Waste water reduction through water conserving fixture selection
- Outdoor water use through the use of a separate irrigation water meter and irrigation controller and sensors
- Water resistance and moisture management through building material selection and detailing
- Construction waste reduction through recycling or reuse
- Maximize building systems performance through independent commissioning plan, testing and end user training
- Interior air quality through protection / sealing of HVAC ducting during the construction period
- Air quality through the selection of low VOC, formaldehyde materials including sealants, paints carpets, composite wood products and resilient flooring systems
• Interior air quality through the use of enhanced performance filters at outside air and return air systems

• Outdoor air quality through the use of HVAC and fire suppression systems that are Chlorofluorocarbons (CFC) and Halon free

• Green roof system including water harvesting to reduce irrigation system demands

9. Parking

Construction of the RH Gallery will require removal of 195 parking spaces, which will be replaced. The parking required by the Municipal Code for a 46,000 square foot retail space, at the current rate of one space for every 250 square feet, is 184 spaces. The Village has 1781 spaces (as counted in January 2016). The gravel lot across Redwood Highway, which is not currently considered part of The Village parking, is proposed to be paved and striped to accommodate approximately 420 to 455 spaces, resulting in more than sufficient parking. A range of parking spaces is provided to allow for any changes in design. The applicant requests that the maximum number of spaces be studied.

CMV will restripe part of the existing parking lot to replace 192 narrow compact spaces with 160 uniform 8.5-foot parking spaces, create a new access aisle behind the new RH Gallery building, and construct curb islands and landscaped areas at the new edges of the parking rows behind the new RH Gallery building. In addition, to improve traffic flow in the existing parking lot, four cut-through aisles (which extend midway down the main entries off Redwood Highway) will be closed, and adjacent curb islands and small landscaped areas will be removed and will be replaced with parking spaces. These parking lot improvements will disturb 5,400 square feet. The improvements to the existing parking lot are depicted in Exhibit G. Construction of the RH Gallery and improvements to the existing parking lot will result in a net decrease of 195 parking spaces.

10. Temporary Construction Access

Two temporary access points will be created for construction vehicles to move directly between the project area and Redwood Highway via the shortest path. The temporary access points will reduce travel time and emissions as compared to a route through the shopping center parking lot. Drive aisles used by construction vehicles in the parking lot will be repaved after construction, and the temporary access points will be restored to the pre-project condition, including curb and gutter, soil grade, landscaping, irrigation, and signage. Construction vehicles will be limited to right-in and right-out turns only when entering from and exiting to Redwood Highway. The access points, as well as the parking lot areas that the construction vehicles will cross, will be staffed by flaggers to safely direct traffic. Creating the temporary construction vehicle access points and
repaving the construction vehicle drive aisles in the existing parking lot will disturb 5,600 square feet.

11. Lot Line Adjustment

The RH Gallery design also requires a Lot Line Adjustment (LLA) between the CMV and Nordstrom’s parcel. CMV will submit an application for a Lot Line Adjustment, and include evidence of Nordstrom’s consent.

C. Parking Lot Across Redwood Highway

1. Land Use

The existing 5.14 acre gravel lot parcel located just north of The Village across Redwood Highway is currently operated as a parking lot and this land use will not change. However, the site is designated Wetlands and Marshlands in the General Plan, and is in the Parks, Open Space and Natural Habitat zoning district. The project includes a General Plan Amendment to change the land use designation to Mixed Use Regional Serving Commercial, and a rezoning ordinance to change the zoning to C-2 Regional Shopping District. The property would remain in the BRNH Baylands Risk Zone and Natural Habitat Overlay District. The amendments would make clear that they would not result in any increase in development potential beyond that allowed by the current General Plan and current zoning; i.e., that the parking lot parcel would not be included in any FAR calculations or in determining density per parcel. The Preliminary Plan for The Village would be amended to include the RH Gallery and encompass the parking lot, and a precise plan would be developed for both.

2. Parking Lot Proposed Development Agreement and Easement

The Town’s acquisition of the gravel lot was funded by owners of The Village. Currently, assessments of The Village property help fund the Town’s costs of maintaining the parking lot. As part of the project, CMV proposes that the Town enter into a development agreement pursuant to which the Town will record a nonexclusive public parking easement for the benefit of CMV against the lot that now has a gravel parking lot, and CMV would pave and landscape the lot and assume all maintenance responsibilities. Parking spaces at the gravel parking lot would be counted toward meeting the shopping center’s parking requirements.

3. Current and Future Use

The gravel parking lot is currently lighted with temporary lights operated by generators, and is used for public parking, mostly for customers of The Village. The lot is occasionally used for community activities such as a gathering place for fund-raising events, community events and events at The Village, and as a training area for firefighters. Some of these current activities will continue if the project is approved. CMV will pave and landscape the lot. The parking lot itself has a footprint of 3.81 acres.
which will be reduced to 3.28 acres when it is paved. Eleven percent of the existing gravel surface will be converted to landscape, inclusive of the bioretention areas. The project proposes to stripe the lot to accommodate 420 to 455 spaces. The application seeks approval of language in the Preliminary Plan that will allow parking spaces that are 8.5 feet wide.

4. **Protection of Environmental Resources**

The parking lot lighting will use energy efficient LED luminairs and conform to “dark sky” requirements. The stormwater management plan will meet current requirements, thereby elevating the quality of the runoff leaving the site.

Setbacks from biological resources, including wetlands, will be equal to or greater than existing setbacks, and will conform to the recommendations of the project biologist. The project will incorporate low-impact development (LID) elements into the site’s landscaping, pavement, and stormwater management infrastructure. The low-impact development elements will include use of permeable pavement if feasible and recommended by the geotechnical engineer, and creation of rain garden bioretention areas. Bioretention areas will encompass approximately 4% of the paved area, with the total landscaped area comprising approximately 11% of the site. All stormwater will flow through water quality treatment facilities prior to discharge. The new LID features will tie-in to existing outfall structures, with no changes to the outfall configuration.

5. **Grading and Excavation**

Existing gravel will be removed and the soil will be compacted as necessary. The off-haul is anticipated to comprise approximately 2,500 cubic yards of material, which will be used as fill at the retail building site to the extent feasible, and exported if reuse is not feasible. Site grading will be limited to that necessary to direct drainage to treatment facilities, and is not anticipated to result in the need for significant cut or fill. In sum, the parking lot component of the project may result in up to 2,500 cubic yards of export and no import.

D. **Construction Schedule For Entire Project**

The construction schedule will depend upon circumstances existing at the time. The most intense schedule would include 2 months for site preparation at the shopping center, followed by 9.5 months of concurrent construction of the RH Gallery, utilities, gravel lot, East Entry Plaza, and improvements to the existing parking lot. A lengthier schedule would include 4 months of gravel lot construction, then 4 months of site preparation at the retail center, followed by 10-14 months of vertical construction of the RH Gallery, remodeling of East Entry Plaza, and installation of shopping center parking lot refinements. These projections result in a range from 11.5 months to 22 months.

The applicant requests that the Town conservatively study the most intense, 11.5-month schedule for purposes of evaluating construction emissions. The applicant likewise
requests that the Town study any impacts that would be greater if a longer schedule were implemented using the longest, 22-month scenario. The applicant has responded to information requests regarding the construction schedule by providing details for the 22-month scenario. Similar details will be provided for the 11.5-month scenario shortly.

E. Landscaping For Retail Expansion And Gravel Parking Lot

All new landscaping will comply with Policy RCS-7.5 of the General Plan and will be drought tolerant. A significant number of new trees will be planted and the trees planted at the store will be mature at the time of installation. High efficiency irrigation systems will be installed. Species used for new landscaping and stormwater detention basins in sensitive areas will be composed of appropriate native species consistent with guidelines established by the Marin Municipal Water District (MMWD). The project will not plant in sensitive areas any species identified as invasive by the California Invasive Plant Council (Cal-IPC). Landscaped areas will be maintained to contain and prevent the spread of highly invasive and noxious weeds. Storm drainage and water quality treatment facilities will be incorporated into the project. No change in drainage patterns is anticipated, as the sites of the two components have very gentle slopes and the direction of surface runoff will be maintained.

Design strategies for the landscaping include the following:

- Native and adapted plants for efficient use of irrigation and preservation of native habitat.
- Use of decomposed granite or shredded bark mulch to conserve soil moisture, reduce soil temperature variation and create a permeable surface area.
- Use of efficient irrigation equipment to apply exact water requirements for plant species.
- Arrangement of plants into appropriate hydrozones for maximum efficiency of water use.
- Use of plants that require minimal annual maintenance.

F. Environmental Review

The environmental analysis of the project can rely upon the EIR certified for the Town’s General Plan update in 2009 (“General Plan EIR”). That General Plan EIR studied the construction and operational impacts of expansions at both The Village at Corte Madera and Town Center Corte Madera shopping centers, from an FAR of 0.34 to an FAR of 0.60. When the Town adopted its new General Plan, it approved an FAR of 0.47 for The
Village and retained the FAR of 0.34 for Town Center. Thus, the General Plan EIR studied more development than is allowed by the General Plan and more than is being proposed.

Because the construction and operational impacts of the retail expansion were already studied in the EIR the Town certified for the 2009 General Plan, the current environmental review should focus on the parking lot.

G. Approvals Sought

The approvals sought for the Project are as follows. Applications for the approvals are submitted concurrently with this project description include:

Applications Submitted to Town:

- General Plan Amendment (GPA) to change the land use designation of the parking lot only from Wetlands and Marshlands to Mixed Use Regional Serving Commercial.

- Rezoning of the parking lot from Parks, Open Space and Natural Habitat to C-2 Regional Shopping District (with BRNH Overlay District remaining in place).

- Zoning Code Amendment to allow parking spaces at the gravel parking lot to be used to meet the shopping center’s parking requirements, consistent with the terms of the proposed Development Agreement.

- Preliminary Plan Amendment to encompass the retail expansion and the parking lot.

- Precise Plan to encompass the retail expansion and the parking lot.

- Design Review for the retail expansion and the parking lot.

- Conditional Use Permit for the addition of a café to the retail expansion.

Applications to be submitted later include:

- Sign Permits for the retail expansion and the parking lot.

- Lot Line Adjustment to adjust the boundary between the CMV and Nordstrom lots.

Other public agencies which must approve or grant a permit for the Project:

- Marin Municipal Water District (service to store and for irrigation to parking lot)

---

2016 Restoration Hardware Expansion Project (Rev. 3/20/17)
- 13 -
Sanitary District No. 2 (service to store)

The applicant will also seek Town approval of a development agreement pursuant to which the Town will record a nonexclusive public parking easement for the benefit of CMV against the lot that now has a gravel parking lot, and CMV would pave and landscape the lot and assume all maintenance responsibilities. Parking spaces at the gravel parking lot would be counted toward meeting the shopping center’s parking requirements.
EXHIBIT A
PROJECT DETAILS
Exhibit A – Project Details

Note: The project consists of two components: the shopping center component and the parking lot component. Only the parking lot component is subject to the applications for a GPA and Rezone. All square footages and acreages are approximate.

1. Ownership And Contacts:

Owner of relevant portion of shopping center component:
Corte Madera Village, LLC
401 Wilshire Blvd., Suite 700
Santa Monica, CA 90401-1452
Telephone: 310-899-6000

The Town of Corte Madera, which has consented to submittal and processing of applications, owns the parking lot parcel.

Applicant other than owner:
* Giancarlo Filartiga
Macerich
401 Wilshire Blvd., Suite 700
Santa Monica, CA 90401-1452
Telephone: 310-899-6000
email: Giancarlo.Filartiga@macerich.com
(*this is the person to whom correspondence should be sent)

Engineer:
Felicia Dean, P.E. LEED AP
Kimley-Horn
1300 Clay Street, Suite 325
Oakland, CA 94612
Telephone: 510-625-0712
email: felicia.dean@kimley-horn.com

Applicant for design review:
Steve Sebastian
Restoration Hardware
15 Koch Road, Suite K
Corte Madera, CA 94925
Telephone: (415) 924-1005
email: ss@rh.com

2. Address:

Of shopping center component: 1618 Redwood Highway, Corte Madera CA 94925
Of gravel parking lot component: The parking lot is located across Redwood Highway from the shopping center and has APN 024-032-16. Google Maps shows an address of 1961 Redwood Highway.

3. APNs:

Shopping center component: 024-032-22, 29, & 30 (with development proposed on 024-032-30 and a portion of 024-032-29).

Gravel parking lot component: 024-032-16.

4. Site area in square feet or acres:

Shopping center component: 1,387,255 SF (of which, up to 111,000 SF is proposed to be disturbed by Project)

Gravel parking lot component: 223,855 SF, or 5.14 acres, of which 3.81 acres is proposed to be disturbed by the Project.

5. General Plan designation:

Shopping center component: The existing designation, which would not change, is Mixed-Use Regional Shopping Center.

Gravel parking lot component: The existing designation is Wetlands and Marshlands. The Project proposes a GPA that would change the designation to Mixed-Use Regional Shopping Center.

6. Zoning:

Shopping center component: Existing zoning, which would not change, is C-2 Regional Shopping District, and BRNH Baylands Risk Zone and Natural Habitat Overlay District.

Parking lot component: Existing zoning is POS Parks, Open Space and Natural Habitat, and BRNH Baylands Risk Zone and Natural Habitat Overlay District. The Project proposes a rezoning to change the underlying zoning district to C-2 Regional Shopping District. No change is proposed to the overlay district.

7. Individual and total building areas:

The shopping center was 474,985 GSF (2,000 GSF office and 472,985 GSF retail as of August 2015, which includes the 17,431 GSF expansion of Nordstrom approved in 2012).

Adding the new store would increase the square footage by approximately 46,000 gross square feet, to approximately 520,985 gross square feet. As the Project may be refined
during processing in a manner that might minimally affect the square footage, the exact amount of gross square feet cannot be known until the time of Project approval.

There are no buildings existing or proposed on the parking lot site.

8. Proposed use of site:

The shopping center component proposes to expand the retail square footage at the shopping center by approximately 46,000 SF, to construct a Restoration Hardware Design Gallery, consistent with the existing uses. The Project will also involve remodeling an existing plaza across the ring road from the new Restoration Hardware building and making improvements to the existing parking lot at the shopping center.

The parking lot component proposes that the applicant pave and maintain the existing gravel parking lot across Redwood Highway from the shopping center, which will continue to be used for parking. The Project proposes to improve the gravel lot with paving, striping, storm water treatment, landscaping, and lighting.

9. Percentage of total site to be covered by:

a. On grade building:
   For shopping center component: 26% existing; 28% post-Project
   For parking lot component: none.

b. Parking:
   For shopping center component: 45% existing; 43% post-Project (of the entire shopping center).
   For the parking lot component: 3.3% existing; 68% proposed (of the parking lot parcel).

c. Roads and driveways:
   No public roads are on the Project site. No new driveways are proposed.

d. Landscaping:
   For the shopping center component, the lot area covered by landscaping is to be decreased by 2,650 SF, excluding rooftop landscaping.
   For the parking lot component, the area covered by landscaping is to be increased by 0.46 acres.

10. Building height and number of stories:

The new store at the shopping center is proposed to be two stories, plus a scenery loft, rooftop courtyard, elevator housing and appurtenances. The top of the parapet will

5 The existing paved areas in the gravel lot parcel consist of a small apron of paved surface near the parking lot entrance, which accommodates the driveway, a path, curb improvements and ADA parking spaces. The remainder of the existing parking area has a gravel surface.
extend up to 36 feet (currently proposed at 33’ 6” feet). The top of elevator will extend up to 46 feet (currently proposed at 45’-0”). The parking lot component of the Project does not include any buildings.

11. **Number of off-street parking spaces:**

Current plans show there are 195 existing spaces in the shopping center that will be displaced by retail expansion. 184 spaces are required for 46,000 GSF of retail. Between 420-455 spaces are proposed for the gravel lot area. These are all open parking spaces. To ensure a conservative environmental analysis, we request that the Town study the impacts of 455 spaces.

Pursuant to Municipal Code section 18.20.040 - Required number of off-street bicycle parking spaces, the required bicycle parking spaces/pads are to be located within the landscape islands adjacent to the RH Gallery. See Sheet L1.

12. **Present use of site:**

The shopping center component is presently used as a shopping center. The parking lot component is presently used as a parking lot.

13. **Surrounding land uses:**

   North:  Redwood Highway

   South:  Tamalpais Drive and commercial retail

   East:  Redwood Highway and bay

   West:  Highway 101, regional shopping center (Town Center)

14. **Project scheduling and phasing:**

Please see Section D of the project description.

15. **If residential, total number of living units, etc.**

Not applicable. The project does not propose any residential uses.

16. **For commercial uses:** RH Gallery and cafe:

   a. net rentable floor area: An expansion of up to 46,000 SF of Gross Floor Area, as defined in the Municipal Code, is proposed

   b. number of occupants: will vary
c. estimated employment per shift: 20 employees per day during normal periods, with up to 5 additional employees per shift during holiday periods. For the Food and Beverage operation, RH will have two (2) separate shifts with up to Thirty-Five (35) Associates for each shift.

17. Utilities:

a. water service: Existing service is provided onsite to shopping center; existing irrigation service is provided to the parking lot parcel. MMWD is provider.

b. fire protection: Existing service is provided onsite to the shopping center and to the parking lot. The Town is the provider.

c. storm drainage: Existing service is provided onsite to the shopping center and parking lot. The Town is the provider.

d. sewage disposal: Existing service is provided onsite to the shopping center; none is needed for the parking lot. Sanitation District No. 2 is the provider.

e. other utilities New gas service is to be provided to the new store in the shopping center; no gas service is needed for the parking lot component. Electrical services will be extended to the building location, and to the parking lot for lighting purposes. A new electrical service transformer will be installed as part of the shopping center component of the Project. PG&E is the provider.

18. Applications and Approvals Sought:

Applications Submitted to Town:

General Plan Amendment to change the land use designation of the gravel parking lot only from Wetlands and Marshlands to Mixed Use Region Serving Commercial.

Rezoning of the gravel parking lot only from Parks, Open Space and Natural Habitat to C-2 Regional Shopping District (with BRNH Overlay District remaining in place).

Zoning Code Amendment to allow parking spaces at the gravel parking lot to be used to meet the shopping center’s parking requirements, consistent with the terms of the proposed Development Agreement.

Preliminary Plan Amendment to encompass the retail expansion and the parking lot.

Precise Plan to encompass the retail expansion and the parking lot.
Design Review for the retail expansion and the parking lot.

Conditional Use Permit for the addition of a café to the retail expansion.

Applications to be submitted later to Town include:

Sign Permits for the retail expansion and the parking lot.

Lot Line Adjustment to adjust the boundary between the CVM and Nordstrom lots.

Other public agencies which must approve or grant a permit for the Project:

Marin Municipal Water District (service to store and for irrigation to parking lot)

Sanitary District No. 2 (service to store)

The applicant will also seek Town approval of a development agreement pursuant to which the Town will record a nonexclusive public parking easement for the benefit of CMV against the lot that now has a gravel parking lot, and CMV would pave and landscape the lot and assume all maintenance responsibilities. Parking spaces at the gravel parking lot would be counted toward meeting the shopping center’s parking requirements.
Exhibit B
Answers To Questions On Application Forms
1. General Plan Amendment Application

APPLICATION ITEM 1. General Plan Amendment description.

The location of the proposed GPA is the gravel lot only (not the shopping center component), located at 1961 Redwood Highway Corte Madera, CA 94925. The current GP category is Wetlands and Marshlands. The proposed GP category is Mixed Use Region-Serving Commercial.

APPLICATION ITEM 2. Explain why the proposed amendment is in the public interest and consistent with the General Plan.

The Project will implement the public interest reflected in the Town’s General Plan. The Project proposes a General Plan Amendment to change the land use designation of the parking lot parcel to the same designation that currently applies to The Village at Corte Madera shopping center: Mixed Use Region-Serving Commercial. This GPA is sought to allow the applicant to ground lease, pave and maintain the gravel parking lot across Redwood Highway from The Village, which is currently owned and operated by the Town. This GPA will bring clarity and order to the General Plan, by ensuring that the General Plan will reflect the non-conforming use that the Town has made of this property for decades. The GPA will help ensure that the shopping public can continue to park at the lot, and that the lot continues to be made available to community groups for certain events.

The GPA is necessary to facilitate the Project, which will enable the gravel lot to be paved, landscaped, and lighted. These improvements will help ensure more convenient and safe use of the lot for parking. In addition, the Project will provide superior protections for biological resources. The stormwater management plan will meet current water quality regulations, which represent substantial protections over the regulations in place when the gravel lot was created. All development will be conditioned upon maintaining or increasing the existing buffers between the parking area and biologically sensitive areas. The environmental review the Town conducts will ensure that all feasible mitigation measures necessary to ensure no significant impacts to resources are implemented.

The General Plan explains that the Mixed Use Region-Serving Commercial land use designation is intended for The Village, and that it includes retail uses capable of attracting patrons from a wide geographic area. By enabling the Project, this GPA will encourage infill development of a new RH Gallery, which fits this description, and which will afford Corte Madera residents and visitors expanded shopping opportunities presented by a luxury retailer. Including this store in The Village will help maintain the shopping center’s reputation as a high-quality, desirable shopping location, and help
ensure that The Village remains current and revitalized. The Project will accordingly discourage patrons from travelling out of the Town to experience those retail opportunities, and thus help prevent leakage of sale tax revenues. The store will be located within an existing shopping center, and take advantage of an existing parking lot, allowing for linked trips that would otherwise travel to new locations. It will implement the General Plan’s vision for The Village, which allows commercial development of up to 0.47 FAR. The current Project proposes only approximately 46,000 square feet of development, and will result in development that is well within the 0.47 FAR limit of the General Plan.

The GPA will promote and implement General Plan Goal LU-3, to encourage infill development that achieve a more livable, sustainable community. The GPA meets the infill objectives stated in General Plan Implementation Program LU-3.2.a to produce jobs for Town residents, provide convenient access to shopping destinations, increase commercial intensity, reduce creation of traffic congestion, use existing infrastructure, embody environmentally sensitive design and construction principles, and provide for more efficient use of Corte Madera’s limited land supply. By facilitating the Project, the GPA will also implement Policies LU3.5 and LU-4.5, to require that infill development include high quality design and site planning techniques, and ensure that the appearance of non-residential development contributes positively to the community’s image. It will promote Goal LU-4 to achieve strong and vibrant commercial centers that serve local and regional needs, and its implementing Policy LU-4.3, to apply flexible development standards to The Village in order to promote the community’s economic development, and protect and enhance the Town’s tax base.

By enabling the Project, the GPA will promote sustainability goals and policies of the Resource Conservation and Sustainability element, as referenced in the project description provided by the applicant. The GPA will also protect natural resources, consistent with the goals and policies of the Resource Conservation and Sustainability element, as noted above.

Because the Project is proposed on a site already served by adequate infrastructure, it will also implement Policy LU-2.14, which encourages commercial uses when consistent with Town objectives for development, including provision of necessary public services and infrastructure. Prior to approval, the applicant will demonstrate sufficient available capacity for utility services and infrastructure. The studies undertaken for Alternative 4 in the General Plan EIR the Town certified in 2009 already demonstrates that, with implementation of the General Plan mitigation measures, the roadway infrastructure will be adequate to service much more development than is proposed by the Project.

These conclusions are consistent with the findings the Town Council made in adopting Resolution 3685, amending the Preliminary Plan for The Village to allow an expansion of Nordstrom and Macy’s in 2012. Resolution 3685 found expansion at The Village
consistent with the Mixed Use Region Service Commercial Designation based upon the following facts, which exist equally with respect to the current Project:

The Village Shopping Center property is in the Baylands Risk zone and Natural Habitat District which requires that development in that zoning district shall be regulated by Preliminary and Precise Plans approved subject to the standards and procedures of the Planned Development Overlay District ordinance. The Preliminary Plan would be applied to The Village Shopping Center property as provided in the land use designation and as required by the Planned Development Overlay District ordinance and the Baylands Risk Zone and Natural Habitat Overlay District. Preliminary Plan 11-001 allows minimum lot sizes of 10,000 square feet and non-residential Floor Area Ratios up to 0.47.

The land uses permitted by Preliminary Plan 11-001 are consistent with the underlying C-2 Regional Shopping District and are well within the applicable FAR of 0.47.

2. Zoning Application

APPLICATION ITEM 3. Rezoning description.

The location of the proposed rezoning is the gravel parking lot only (not the shopping center component). Please see Exhibit A for APN and address. The Project proposes to change the underlying zoning district for that area from the Parks, Open Space and Natural Habitat zoning district to C-2, Regional Shopping District. No changes are proposed to the overlay district. No text amendments are requested.

APPLICATION ITEM 4. The Town’s Zoning Ordinance requires that the Planning Commission make two findings when approving a rezoning. Please answer the following questions to show how the findings can be made.

Zoning Finding a.
How is the proposed amendment consistent with the adopted general and specific plans of the Town of Corte Madera?

Project Conformance To Zoning Finding a:
Please see Application Item 2 above regarding General Plan consistency. There is no applicable Specific Plan.
Zoning Finding b.
How is the proposed amendment consistent with the objectives of the Zoning Ordinance? (See Section 18.02.030)

Project Conformance To Zoning Finding b:
The rezoning will merely recognize the non-conforming use that has been made of the gravel parking lot for decades, and will comply with all requirements of the proposed and applicable zoning districts, as explained in the following paragraphs.

Conformity To C-2 Zoning District. The Project proposes to rezone the parking lot parcel to the same zoning district that applies to The Village at Corte Madera: C-2. The purpose of the C-2 zoning district is:

to create and enhance areas where a wide range of retail goods and services are permitted, serving customers from a wide geographic area. Local-serving commercial uses, region-serving commercial uses and some office and personal services are permitted. The C-2 district regulations will be applied to areas with good freeway access to create regional shopping complexes where the retail uses and services are mutually benefitted and enhanced by their close proximity.

Muni. Code § 18.12.200. The rezoning will ensure that the parking use to be used for The Village has the same zoning as The Village shopping center, which the Town has already determined is appropriate for the C-2 zoning district.

Upon amendment of the General Plan as proposed above, this zoning will be consistent with the General Plan, and therefore will fulfill the purpose of the zoning ordinance to be “the primary tool for implementing the policies of the town of Corte Madera general plan.” (Muni. Code § 18.02.020) While the C-2 District establishes an FAR of .34 (Muni. Code § 18.12.230), for The Village, the General Plan establishes an FAR of 0.47 (General Plan, p. 2-19), which overrides the zoning limitation. The rezoning will be consistent with the General Plan for the reasons set forth in Application Item 2 above.

Conformity To BRNH Baylands Risk Zone Overlay District Development Standards. The Project does not propose any changes relating to the BRNH Baylands Risk Zone and Natural Habitat Overlay District that applies to both components of the Project site.

The development standards of that District, and the Project’s implementation of those standards, are as follows:

BRNH Development Standard (1):

A comprehensive geologic and soil investigation and report, prepared by a qualified engineering geologist, shall be
required for any proposed development on a site underlain by bay mud or on a site which in its present form was created by man-made fill, as shown on the above-referenced maps. The report shall include a classification of the site or portions of the site by degree of risk related to possible damage to structures and improvements, including underground utilities, damage resulting from subsidence, differential settlement, seismic event, or other failure, taking into account all pertinent factors, including but not limited to the following:

(A) Depth of bedrock;

(B) Thickness of bay mud underlying the site;

(C) Characteristics and thickness of layers and/or lenses of sand or shell deposits that may be present in the bay mud;

(D) Thickness, age and type of fill that created the site or portion of the site, including an estimate of the amount of final settlement yet to occur;

(E) An estimate of the probable effects of a major earthquake, including liquefaction, subsidence or differential settlement and fill failure caused by accelerated compaction, lateral flow of the mud beneath the fill, or other possible effects;

(F) Areas likely to be inundated by a tsunami.

Based on the risk zone or zones so identified, the report shall contain specific recommendations with respect to portions of the site within which the risk is too great to permit any type of development involving a habitable structure, if any; types of uses and structures that would be appropriate considering the degree of risk; fill techniques that should be employed to minimize the possibility of failure; special engineering standards and requirements for utility installations, including emergency shutoff or bypass valve systems; special foundations and structural standards that should be employed for structures and other improvements; and any other safety standards that should be incorporated into the design of the proposed development.

Where authorized by the town engineer, the report may be prepared in two parts: the first containing a description and
identification of problems associated with the site, including an analysis of the severity of the problems, to be submitted with the preliminary plan; and the second containing all of the required details and recommendations, to be submitted with the precise plan.

Project Compliance with BRNH Development Standard (1):

A preliminary geologic and soils report has been presented to the Town for the shopping center component. The Town and Applicant are in the process of determining the most appropriate method for investigating the parking lot site. A geological and soils report will be presented when completed.

BRNH Development Standard (2):

For a proposed development on a site designated as "unique marshland habitat" by the general plan, a study and report by a qualified environmental biologist or other specialist in the field shall be required. The report shall classify and document the site in terms of its unique, intrinsic value as wildlife habitat, and where there are differences in the value or sensitivity of portions of the site, shall rate them in order of lowest to highest wildlife resource value. Based on these classifications and ratings, the report shall contain specific recommendations on portions of the site that should not be disturbed in any manner, portions of the site that can sustain limited modification without major loss of resource value, and portions of the site best suited to development.

Within the areas found to be suitable for development, the report shall contain recommendations on the design and spacing of structures and improvements including buildings, roads, parking areas, fences or walls, utilities and landscaping that would provide the greatest amount of protection for the habitat, would be least disruptive to natural processes essential to its preservation, would result in minimum alteration of the natural setting, and would provide visual and/or public access to shoreline areas.

Project Compliance with BRNH Development Standard (2):

The 2009 General Plan contains no “unique marshland habitat” designation. Though the parking lot site is currently designated “Wetlands and Marshlands”, neither it, nor the site of the store, are included in any of the “marsh areas” described in the General Plan on page 6-8, or depicted in Figure 6.1 on page 6-5, of the General Plan. Accordingly,
the Project is not subject to Development Standard (2). However, a biological report that meets the requirements of Development Standard (2) for the shopping center component has been presented to the Town.

**BRNH Development Standard (3):**

For a proposed development on a site designated as being within the area of "special flood hazard" by the flood insurance rate map of the U. S. Department of Housing and Urban Development, a study and report by a registered civil engineer shall be required. The report shall include a classification of the site, or portions of the site, by degree of risk related to possible damage to structures and improvements resulting from flooding and shall contain specific recommendations for preventing flood damage to structures and improvements.

Where authorized by the town engineer, the report may be prepared in two parts, the first containing a description of the problems associated with the site and a general description of the solutions, to be submitted with the preliminary plan, and the second containing all of the required details and recommendations, to be submitted with the precise plan.

**Project Compliance with BRNH Development Standard (3):**

Kimley-Horn, civil engineers, has been retained to provide this analysis for the shopping center component, and work is underway. The Project will comply with Municipal Code requirements relating to flooding, as applicable at the time of Project approval and/or permit issuance.

The finish floor will be constructed above the base flood elevation. Flood-proofing elements will be incorporated into the portion of the building that extends one (1) foot above the base flood elevation. Additionally, the National Flood Insurance Program (NFIP) also allows non-residential buildings that fall within FEMA Flood Insurance Rate Map to have a lowest floor below the base flood elevation, provided that the building has been designed, constructed and certified to be flood-proofed per established NFIP criteria, which are similar to the criteria established by the Town’s ordinance.

Per NFIP, the flood-proofing enhancements to be incorporated into the building design would minimally include the following:

1. Floodwaters must not enter the building envelope. The structure must be watertight to the flood-proof design elevation.
2. Walls and openings must be “substantially impermeable to the passage of water”. FEMA has adopted the U.S. Army Corps of Engineers definition of “substantially impermeable” set forth in the Corps’ “Flood Proofing Regulations”. This document states that such a wall “shall not permit the accumulation of more than four inches of water depth during a 24 hour period if there were no devices provided for its removal. HOWEVER, sump pumps shall be required to control this seepage.” Per NIFP standards, flood-proofing systems that rely on power, shall be provided with a backup power source in the event that primary power is lost.

3. Flood resistant materials must be used in all areas where water seepage is likely to occur. Said materials are detailed in FEMA Tech Bulletin #2 (TB#2). In summary, this bulletin establishes 5 classes of building materials, by which two classes are acceptable for use below the base flood elevation. Table 2 of the TB#2 documents the acceptable and unacceptable materials.

4. The building’s utilities and sanitary facilities, including HVAC, electrical, water and sanitary services must be located above the base flood elevation, enclosed within the “watertight” walls or made watertight and capable of resisting damage during flood conditions. This includes sealing service penetrations, adequate anchorage to resist hydrodynamic loads and buoyancy forces and the inclusion of backflow / check valves.

5. All of the building’s structural components must be capable of resisting flood-related forces including hydrostatic flood forces, buoyancy forces, hydrodynamic forces and debris impact forces.

The parking lot component is not relevant to this standard, since no structures exist or are proposed on that site.

**Required Finding For BRNH Baylands Risk Zone Overlay District.** The overlay district also requires that two findings be made for development. (Muni. Code § 18.18.220) The facts supporting those required findings are as follows:

**BRNH Finding (1):**

The project protects and preserves saltwater and freshwater wetlands and related habitats, and protects and preserves the water quality of wetlands;

**Project Compliance with BRNH Finding (1):**

The report prepared by WRA (submitted by the applicant) and the Town’s environmental review of the Project does and will ensure compliance with this standard. There are wetlands to the north, east and southeast of the Project site, but the Project would not involve any removal, filling, hydrological interruption, or any other activity in
wetlands. Surface runoff from the project site drains to Shorebird Marsh to the north and the canal to the east. These areas contain sensitive biological resources. The National Pollutant Discharge Elimination System (NPDES) construction stormwater permitting program and the State Construction General Permit (CGP) assures development and implementation of a Stormwater Pollution Prevention Plan (SWPPP) and the use of appropriate best management practices (BMPs) for erosion control and spill prevention during construction, and permanent post-construction stormwater management measures. These requirements ensure an adequate level of protection and preservation. In addition, the Project proposes no substantial increase in offsite runoff or change in drainage patterns, and any stormwater leaving the site will be regulated by current laws and regulations that ensure a higher degree of water quality than exists before this Project is developed. The site is currently gently sloping and largely impervious. The Project proposes to maintain the direction of surface runoff to existing facilities that discharge to the surrounding waterbodies. New landscaping and stormwater treatment areas will be added. Therefore, the Project will replace existing circumstances, where water drains directly into the marsh, with an improved condition where runoff will be treated in bioswales and detention basins prior to being discharged into the marsh. The Project would use the existing stormwater outfall, and does not propose any new outfalls in the wetlands to the north.

BRNH Finding (2):

The project provides an acceptable level of risk related to possible damage to structures and improvements, including underground utilities, resulting from subsidence, differential settlement, seismic event or other failure and flood hazard

Project Compliance with BRNH Finding (2):

A geotechnical study was prepared for the shopping center that investigated the potential for problems. It notes that strong seismic ground shaking could occur, especially due to the presence of Bay mud at the Project site. The report concludes that, although the liquefaction potential at the site is low, liquefaction could occur during an earthquake, which could result in some ground surface disruption, such as sand boils and ground fissures. Therefore, the geologists recommended that new underground utilities be constructed using flexible joints, and the Project will comply. If ground surface disruptions were to occur during an earthquake, the applicant would also repair pavements and flatwork as necessary.

The project is located within a FEMA-designated Special Flood Hazard Area. The Town of Corte Madera Municipal Code requires new structures and "substantial improvements" built within a FEMA-designated Special Flood Hazard Area to meet requirements set forth in Municipal Code Title 16, Protection of Flood Hazard Areas. These requirements will be met, as applicable at the time of Project approval and/or permit issuances. Please see Project Compliance with BRNH Development Standard
(3), above (pp. 29-30), regarding details related to flood-proofing. These actions would reduce the risk of flood hazard to an acceptable level.

3. Preliminary Plan Application

APPLICATION ITEM 5. Preliminary Plan description.

The application seeks to amend the Preliminary Plan for The Village. The Preliminary Plan was last updated in Resolution 3685, which was adopted in 2012 in relation to the Nordstrom and Macy’s expansion. The current application seeks to amend the Preliminary Plan to encompass the new store, with associated improvements to the existing parking lot and east entry plaza, and the site of the gravel lot.

APPLICATION ITEM 6. Before granting approval for a preliminary plan, the Planning Commission and/or Town Council must make a series of findings. Please answer the following questions to show how the findings can be made.

Preliminary Plan Finding A.
Explain how the proposed development, or a major phase thereof, can be substantially completed within four years:

Project Conformance to Preliminary Plan Finding A:
The proposed development consists of a single building, and the re-surfacing and striping of a single gravel lot. These are not especially large or complicated construction projects, and are expected to be completed within 22 months.

Preliminary Plan Finding B.
Explain how each individual phase of development, as well as the total development, can exist as an independent unit capable of creating an environment of sustained desirability and stability, and how the proposed uses will be harmonious with present uses in the vicinity:

Project Conformance to Preliminary Plan Finding B:
The Project is proposed in two phases, with the improvements to the gravel lot preceding or occurring simultaneously with the development of the retail expansion. Once constructed, the new store will function as part of the existing shopping center. It is not expected to operate wholly independent of the rest of the shopping center. Please also see Application Items 2 and 4 above.

Preliminary Plan Finding C.
Explain why the proposed density of development will not exceed the capacity of the land to sustain it, and why traffic
generated by the development will not exceed the capacity of the local street system, including its intersections:

Project Conformance to Preliminary Plan Finding C:
The new retail building is within the allowable development area, approved as a part of the 2009 General Plan. Please see Application Item 2 above regarding the suitability of the Project for the site. The Project proposes approximately 46,000 square feet, while the EIR prepared for the General Plan studied an expansion of 185,000 square feet of additional retail uses (of which only 17,431 SF had been constructed prior to submittal of the original applications in August of 2015) and 300 residential units. That EIR determined that such expansion is suitable for the site and that traffic is acceptable.

Preliminary Plan Finding D.
Explain how the project will continue the development pattern of adjacent residential neighborhoods without abrupt changes, and why it will not significantly affect traffic patterns, views and land use in those neighborhoods:

Project Conformance to Preliminary Plan Finding D:
The Project does not include any residential development and is not immediately adjacent to any residential development. Please see discussion of Preliminary Plan Finding C above regarding traffic. The EIR that the Town prepared for its General Plan studied aesthetic impacts of an expansion of 185,000 square feet at The Village (of which only 17,431 SF has been constructed). The current Project proposes only approximately 46,000 square feet, well within the development already determined acceptable. Please see Sheets A18 and A19, which illustrate view of the Project site as seen from the surrounding hillsides.

Preliminary Plan Finding E.
Explain why existing or proposed utility services are adequate to serve the proposed development, and how adequate fire protection can be provided:

Project Conformance to Preliminary Plan Finding E:
A new electrical service transformer will be installed as part of the shopping center component of the Project. There are no other major proposed changes to existing utility services onsite. Existing fire service is adequate. Proof will be presented from utility providers of capacity and willingness to serve the site prior to approval.

Preliminary Plan Finding F.
Explain how the proposed development conforms with the purposes of the overlay district in which the site is located, and conforms to the General Plan and Zoning Ordinance.
4. Precise Plan Application

APPLICATION ITEM 7. Precise Plan description.

The Project proposes a Precise Plan to encompass the new store, with associated improvements to the existing parking lot and east entry plaza, and the conversion of the gravel parking lot into a paved lot.

APPLICATION ITEM 8. The precise development plan is consistent with the preliminary development plan approved for the site.

The Project proposes an amendment to the Preliminary Plan applicable to The Village to encompass the new store, with associated improvements to the existing parking lot and east entry plaza, and the conversion of the gravel parking lot. The proposed Precise Plan is consistent with the Preliminary Plan amendment sought by the Project.

APPLICATION ITEM 9. Requested modifications (if any) to standard conditions [listed on pages 10-12 of application form].

No required modifications have been identified.

APPLICATION ITEM 10. The Town’s Zoning Ordinance requires that the Planning Commission make findings when approving precise plan applications. Please explain how your project conforms with the following standards:

   Precise Plan Finding A.
   The project conforms with the general plan, any applicable specific plan, and all provisions of the Zoning Ordinance.

Project Conformance To Precise Plan Finding A:
Please see Application Items 2 and 4 above.

   Precise Plan Finding B.
   The project will not unnecessarily remove trees and natural vegetation, will preserve natural landforms and ridgelines, does not include excessive or unsightly grading of hillsides, and otherwise will not adversely affect the natural beauty of the Town.

Project Conformance To Precise Plan Finding B:
Existing vegetation and non-native trees will be removed to the extent required by
construction operations. The landscape plan replaces removed vegetation and trees with plantings which are appropriate to climate and in harmony with the building design and Village Shopping Center. Sheets RH-L1 through RH-L7 depict landscape changes associated with construction of the Restoration Hardware Gallery building. Construction will require 35 trees to be removed from the shopping center parking lot where the new Restoration Hardware Gallery building will be located, which will be replaced with 16 trees around the new building. The improvements to the existing parking lot will require removal of 29 trees, which will be replaced with 21 trees in the parking lot. Six trees will be removed and replaced to the extent required for remodeling the East Entry Plaza (the exact number of replacement trees will be included in the final design plans to be submitted at a later time). There is no hillside grading.

Precise Plan Finding C.
The project will not adversely affect the views, sunlight, or privacy of any nearby residences, provides adequate buffering between residential and non-residential uses, and otherwise is in the best interest of the public health, safety, and general welfare.

Project Conformance To Precise Plan Finding C:
The project is consistent with commercial development in a commercial zone and as such, does not adversely impact nearby residences. The project is well-designed and compliance with all Town standards will be assured in the Town’s design review. Please see Sheets A2 – A4, A18 and A19. Please see Application Item 2 above regarding the interests of public welfare.

Further, preliminary view corridor studies indicate that views of Mt. Tamalpais will not be impacted from locations east of the RH Gallery except when in close proximity to the east side of the RH Gallery. Any locations impacted on the east of the building, would have also been impacted by the current tower.

Preliminary view corridor studies indicate that views of the Richmond Bridge and other east views from the west of the RH Gallery are not adversely impacted as Preliminary view corridor studies reveal that the existing berm impacts the view of the east.

Both views will be enhanced by the fact that the attractive green roof of the new RH Gallery will be visible.

Precise Plan Finding D.
The structure, site plan, and landscaping are in scale and harmonious with existing and future development adjacent to the project and in the vicinity and with the landforms and vegetation in the vicinity of the site.
Project Conformance To Precise Plan Finding D:
See Conformance to Precise Plan Finding C above. The project includes construction of a new store inside an existing regional shopping center, and continued parking lot use of an existing parking lot. The store architecture will be of high quality and in keeping with the look and feel of the surrounding regional center. Please see Sheets A2 - A17. No new uses will be introduced, and compatibility with surrounding development, vegetation and habitat will not be affected. The Project’s landscaping designs incorporate water-saving designs and plants. Please see Sheets RH-L1 – RH-L6, which illustrate, for the new store, the landscaping enhancements at grade, the second floor terraces and the roof-top plaza.

Precise Plan Finding E.
The structures, site plan, and landscaping create an internal sense of order, provide a visually pleasing setting for occupants, visitors and the general community, are appropriate to the function of the site, and provide safe and convenient access to the property for pedestrians, cyclists, and vehicles.

Project Conformance To Precise Plan Finding E:
Please see "The Gallery at The Village at Corte Madera" submitted by Restoration Hardware. This document describes the high quality setting and the outstanding aesthetic experience visitors to the store will have. Please also see Sheets A2 – A17, which reveal the visually pleasing setting that is ideally suited to its location in the midst of a high-quality shopping center. Sheets C1 and C3 show continuous sidewalks from the new store within the shopping center parking lot. The Project includes pedestrian crosswalks and curb ramps (creating an accessible path of travel) between the accessible parking stalls and the sidewalk at the new store perimeter, and ultimately the new store entry. Another pedestrian crosswalk with enhanced paving provides an another accessible path of travel between the shopping center courtyard and the western entry of the new store. There is an existing signalized intersection, with existing crosswalks, that will allow safe pedestrian passage across Redwood Highway from the new store to the parking lot component of the Project. The building will be comprised of high quality materials including 6 coat Venetian Plaster, blackened steel awnings and glass and steel bi-folding doors. Mature plantings will be incorporated into landscape design on each level. The improvements to the existing parking lot will result in safe travel lanes and an attractive appearance. See Exhibit G.

Precise Plan Finding F.
To the maximum extent feasible, the project includes the maintenance, rehabilitation and improvement of existing sites, structures, and landscaping, and will correct any violations of the zoning ordinance, building code, or other municipal codes that exist on the site.

2016 Restoration Hardware Expansion Project (Rev. 3/20/17)
Exhibit B – Answers to Questions on Application Forms
- 36 -
Project Conformance To Precise Plan Finding F:
The retail store will implement the General Plan vision for the shopping center site, as the General Plan encourages even more retail development than is proposed with this Project. Please see item 1 above. Please see Sheets C1 – C8, the foregoing project description, and Exhibits F and G, which demonstrate the improvement of the existing center.

The parking lot component will bring an existing, non-conforming parking use into conformity with the General Plan and zoning.

Precise Plan Finding G.
The design and location of signs are consistent with the character and scale of the building to which they are attached or which are located on the same site, the signs are visually harmonious with surrounding development, and there are no illegal signs on the site.

Project Conformance To Precise Plan Finding G:
The sign application will be submitted later, and will reflect and be compatible with the high quality of architecture apparent in the rest of the store. Please see Sheets A6 – A9 and A20, which illustrate information regarding proposed building signs. The Town’s review for design review and sign permit(s) will ensure that the signs meet all Town standards.

Precise Plan Finding H.
The project conforms with the approved preliminary plan (attach conditions applied to preliminary plan and show how project conforms).

Project Conformance To Precise Plan Finding H:
As noted in Application Item 8 above, an amendment to the preliminary plan is being sought as part of the Project. Upon amendment, the Project will conform to the preliminary plan.

5. Design Review Application

APPLICATION ITEM 11. Design Review Description

The Project includes a new store, with associated improvements to the existing parking lot and east entry plaza, and a newly-designed parking lot, all of which are submitted for design review approval.
APPLICATION ITEM 12. The following required findings must be made in order for the Town to grant approval of a Design Review application. Please respond in writing to each as fully as possible.

Explain how the project conforms with the General Plan; any applicable specific plan; master sign program; and all provisions of the Zoning Ordinance.

Project Conformance To Design Review Finding 1:
Please see Application Items 2 and 4 above.

Explain how the project will not unnecessarily remove trees and natural vegetation; will preserve natural landforms and, whenever possible, avoid development within fifty vertical feet of ridgelines; does not include excessive or unsightly grading of hillsides; and otherwise will not adversely affect the natural beauty of the Town.

Project Conformance To Design Review Finding 2:
Please see Application Item 10, Precise Plan Finding B above.

Explain how the project will not significantly and adversely affect the views, sunlight, or privacy of any nearby residences; will provide adequate buffering between residential and nonresidential uses; and otherwise is in the best interest of the public health, safety and general welfare.

Project Conformance To Design Review Finding 3:
Please see Application Item 10, Precise Plan Finding C above.

Explain how the structure, site plan and landscaping are in scale and harmonious with existing and future development adjacent to the site and in the vicinity; with the landforms and vegetation in the vicinity of the site; and that any landscaping will be based on water conservation designs.

Project Conformance To Design Review Finding 4:
Please see Application Item 10, Precise Plan Finding D above.

Design Review Finding 5.
Explain how the development materials and techniques will result in durable high-quality structures and landscaping.
6. **Environmental Assessment Application**

All requested information is included in Exhibit A.
7. Conditional Use Permit Application

APPLICATION ITEM 13. The following required findings must be made in order for the Town to grant approval of a Conditional Use Permit application. Please respond in writing to each as fully as possible.

Conditional Use Permit Finding a-1 – Explain how the proposed location of the conditional use is in accord with the stated objectives of the Town’s Zoning Ordinance (Section 18.02.030) and the purpose of the zoning district in which the site is located.

Project Conformance to Conditional Use Permit Finding a-1:

A conditional use permit is being applied for so that a café (5,800 square feet including food preparation area, furniture displays, and café seating) can be located within the RH Gallery at the Village. The proposed location of the conditional use is consistent with the objectives of Section 18.02.030 of the Town’s Zoning Ordinance. The RH Gallery is within the C-2 Mixed Use Region-Serving Commercial shopping district, which is intended to create and enhance areas where a wide range of retail goods and services are permitted, serving customers from a wide geographic area. The proposed use is entirely consistent with the existing uses, such as restaurants and retail, present at the Village shopping center where the proposed conditional use will be located. Because the proposed conditional use will be located within the RH Gallery, the proposed conditional use will have no visible exterior impact or otherwise affect the character of the neighborhood or surrounding area. The proposed conditional use promotes the stability of other uses within the Village by creating a healthy balance of retail and dining options and generally enhancing the dining and shopping experience at the Village. Because the proposed conditional use will be within the RH Gallery, which is located within the Village, the proposed conditional use as a café, is appropriate. The café will have a limited menu and will operate during the same hours as the RH Gallery (though RH may allow those who entered immediately prior to closing to finish any meal).

The location of the proposed conditional use is within the RH Gallery. Thus, it should raise no concerns regarding population densities or overcrowding of land with structures. Similarly, because the proposed use will only occupy a small area inside the RH Gallery, it will have no impact on traffic circulation or safety. The proposed paving of the gravel lot across Redwood Highway will accommodate 420 to 455 spaces, which is more than sufficient to replace the 195 spaces that will be displaced by the RH Gallery, and accommodate the 184 new spaces required for the RH Gallery. The proposed conditional use does not involve the location of community facilities. As explained, the proposed conditional use as café falls squarely within the uses permitted by the General Plan in the C-2 Mixed Use Region-Serving Commercial shopping district. The proposed used will strengthen the Town’s economic based by enhancing the shopper and diner experience at the Village. Because the proposed use is located within the RH Gallery, it will have no impact on the Town’s beauty, scenic, recreation, wildlife resources or open space. The RH Gallery, within which the café will be located, is well harmonized with the Village and surrounding areas.
All utilities required for the conditional use will already be provided to the RH Gallery. The proposed conditional use will only account for a small area of the RH Gallery and will not significantly increase the demand on utilities already provided to the RH Gallery. As explained above, because the proposed conditional use is within the RH Gallery, there will be no impact on the character of the Town or surrounding areas. Nor will the proposed conditional use impact risks to the Town from fire, earthquake, or other natural occurrences.

Conditional Use Permit Finding a-2 – Explain how the proposed location of the conditional use and the proposed conditions under which the use would be operated or maintained will not be detrimental to the public health, safety or welfare.

Project Conformance to Conditional Use Permit Finding a-2

The proposed location of the conditional use is within the RH Gallery located at the Village, which is within the C-2 Mixed Use Region-Serving Commercial shopping district. The entire proposed used will be occupy approximately 5,800 square feet including food preparation area, furniture displays, and café seating. The café will have no visual impact outside the RH Gallery. The proposed use is entirely consistent with the existing uses at the Village, such as restaurants and retail. Moreover, the proposed use will enhance the retail and dining experience at the Village. It will also utilize all of the RH Gallery’s sustainability attributes including water use reduction, waste water reduction, and improved interior air quality.

Conditional Use Permit Finding a-3 – Explain how the proposed conditional use will comply with the General Plan and with each of the applicable provisions in the Town’s Zoning Ordinance.

Project Conformance to Conditional Use Permit Finding a-3

The proposed conditional use will be located at the Village, which the General Plan designates as Mixed Use Region-Serving Commercial, which includes retail uses capable of attracting patrons from a wide geographic range. The General Plan sets the policy of applying flexible development standards to the Village in order to promote the community’s economic development, protect and enhance the Town’s tax base. The proposed conditional use falls squarely within the Region-Serving Commercial designation (retail use capable of attracting patrons), as evidenced by the existing uses at the Village (and any successful shopping center), including restaurants and retail. The proposed use will enhance the retail and dining experience at the Village, which will in turn promote the community’s economic development, protect and enhance the Town’s tax base.

Conditional Use Permit Findings b-1 to b-4 and Finding c are not applicable
Exhibit C – Request For Notices

The applicant wishes to receive notice of proposals to adopt or amend any of the following which are reasonably related to this Project:

X General Plan
X Zoning Ordinance
X Specific Plan
X Any ordinance affecting building, grading, or occupancy permits
X Rule or regulations affecting the issuance of development permits

Please send these notices to:

Giancarlo Filartiga
Macerich
401 Wilshire Blvd., Suite 700
Santa Monica, CA 90401-1452

and

Jordan Brown
Restoration Hardware
15 Koch Road, Suite K
Corte Madera, CA 94925

Project: 2016 Restoration Hardware Expansion Project

Address of Project: 1618 Redwood Highway (shopping center) and lot across highway, at 1961 Redwood Highway, APN 024-032-16 (parking lot).
EXHIBIT D
GENERAL PLAN MITIGATION MEASURES
<table>
<thead>
<tr>
<th>General Plan Mitigation Measure</th>
<th>Description of General Plan Mitigation Measure</th>
<th>Placement in General Plan</th>
<th>Status and 2016 Project Compliance</th>
</tr>
</thead>
<tbody>
<tr>
<td>MM 4.3.1a</td>
<td>The Town of Corte Madera will work with property owners and applicable regulatory agencies to identify and eliminate hazardous waste releases from both private companies and public agencies.</td>
<td>Public Safety and Hazards Element Policy PSH-2.10 Program PSH-2.10a</td>
<td>According to the State Water Resources Control Board environmental data management system there have been no permitted facilities and no known impacted areas requiring site or groundwater cleanup on the shopping center property. The Project would comply with current regulations and laws regarding routine use of hazardous materials in construction and retail operations, which are equivalent to or more stringent than those existing when the General Plan EIR was certified.</td>
</tr>
<tr>
<td>General Plan Mitigation Measure</td>
<td>Description of General Plan Mitigation Measure</td>
<td>Placement in General Plan</td>
<td>Status and 2016 Project Compliance</td>
</tr>
<tr>
<td>---------------------------------</td>
<td>-----------------------------------------------</td>
<td>---------------------------</td>
<td>----------------------------------</td>
</tr>
</tbody>
</table>
| MM 4.3.1b                       | Regularly review the Town’s codes to ensure that Town regulations reflect the most up-to-date standards for storage, handling, and use of toxic materials. | Public Safety and Hazards Element  
Policy PSH-2.10  
Program PSH-2.10b | Not Applicable. |
| MM 4.3.1c                       | As part of the review and approval of development plans and building permits, ensure that secondary containment is provided for hazardous and toxic materials as required by local, state, and federal standards. | Public Safety and Hazards Element  
Policy PSH-2.10  
Program PSH-2.10c | The Town will ensure compliance during review of development plans. |
<table>
<thead>
<tr>
<th>General Plan Mitigation Measure</th>
<th>Description of General Plan Mitigation Measure</th>
<th>Placement in General Plan</th>
<th>Status and 2016 Project Compliance</th>
</tr>
</thead>
<tbody>
<tr>
<td>MM 4.3.1d</td>
<td>Prior to site improvements for properties that are suspected or known to contain hazardous materials and sites that are listed on or identified on any hazardous material/waste database search, the site and surrounding area shall be reviewed, tested, and remediated for potential hazardous materials in accordance with all local, state, and federal regulations.</td>
<td>Public Safety and Hazards Element Policy PSH-2.10 Program PSH-2.10d</td>
<td>According to the State Water Resources Control Board environmental data management system there have been no permitted facilities and no known impacted areas requiring site or groundwater cleanup on the shopping center property.</td>
</tr>
</tbody>
</table>

### 4.4 Transportation and Circulation

| MM 4.4.1a | As part of Implementation Program CIR-1.3.a, the Town shall include the following improvement in the CIP: Signalization or design of a roundabout that meets Town LOS standards for the Madera Boulevard/Council Crest Drive/Tamal Vista Boulevard intersection. | Circulation Element Policy CIR-1.3 Program CIR-1.3c | A traffic report will be prepared by Fehr & Peers documenting this Project's contribution toward impacts the General Plan EIR determined would be caused by buildout of The Village |

<p>| MM 4.4.1b | Mitigation Option 1 for Tamalpais Drive Corridor Signalize the following intersections on | Circulation Element Policy CIR-1.3 Program CIR-1.3d | This measure has already been implemented. |</p>
<table>
<thead>
<tr>
<th>General Plan Mitigation Measure</th>
<th>Description of General Plan Mitigation Measure</th>
<th>Placement in General Plan</th>
<th>Status and 2016 Project Compliance</th>
</tr>
</thead>
<tbody>
<tr>
<td>Tamalpais Drive:</td>
<td>Tamalpais Drive/Madera Boulevard (LOS F during the PM peak hour)</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Tamalpais Drive/US 101 Southbound Off-ramp (LOS E during the PM peak hour)</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Tamalpais Drive/US 101 Northbound Off-ramp (LOS F during the PM peak hour)</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Tamalpais Drive/San Clemente Drive (LOS E during the PM peak hour)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>MM 4.4.1c</td>
<td>Optimize signal timing along Tamalpais Drive.</td>
<td>Circulation Element Policy CIR-1.3 Program CIR-1.3d</td>
<td>This measure has already been implemented.</td>
</tr>
<tr>
<td>MM 4.4.1d</td>
<td>The following improvements would be made along the Tamalpais Drive interchange area:</td>
<td>Circulation Element Policy CIR-1.3 Program CIR-1.3d</td>
<td>A traffic report will be prepared by Fehr &amp; Peers documenting this Project’s contribution toward impacts the General Plan EIR determined would be caused by buildout of The Village. The stop sign on Paradise Drive has already</td>
</tr>
<tr>
<td></td>
<td>Widen eastbound Tamalpais Drive to three lanes from the Highway 101 Northbound Off- Ramp through the San Clemente Drive intersection.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>General Plan Mitigation Measure</td>
<td>Description of General Plan Mitigation Measure</td>
<td>Placement in General Plan</td>
<td>Status and 2016 Project Compliance</td>
</tr>
<tr>
<td>--------------------------------</td>
<td>-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------</td>
<td>---------------------------</td>
<td>-----------------------------------</td>
</tr>
<tr>
<td></td>
<td>San Clemente Drive intersection into one of the northbound left-turn lanes at the Redwood Highway/Village at Corte Madera South Driveway intersection. Construct a total of three northbound left-turn lanes and one right-turn lane at the intersection of Tamalpais Drive/San Clemente Drive. Install a stop sign on Paradise Drive.</td>
<td></td>
<td>been installed.</td>
</tr>
</tbody>
</table>

4.5 Air Quality

MM 4.5.1a  The Town shall include policy provisions in the General Plan that require dust control measures similar to those identified be applied to discretionary project as appropriate. These measures are consistent with those recommended for use by the BAAQMD.

a) For all construction and similar earth disturbing activities:

Apply water on all active construction areas at least twice daily and more often when conditions warrant.

Cover all trucks hauling soil, sand, and other loose materials or require all

<table>
<thead>
<tr>
<th>Resource Conservation and Sustainability Element Policy RCS-10.3 Program RCS-10.3c</th>
</tr>
</thead>
<tbody>
<tr>
<td>The Project will comply with current BAAQMD best management practices, which are equal to or more stringent than those applicable when the General Plan EIR was certified.</td>
</tr>
<tr>
<td>General Plan Mitigation Measure</td>
</tr>
<tr>
<td>--------------------------------</td>
</tr>
<tr>
<td>trucks to maintain at least two feet of freeboard.</td>
</tr>
<tr>
<td>Pave, apply water three times daily, or apply (non-toxic) soil stabilizers on all unpaved access roads, parking areas, and staging areas at construction sites daily as needed to control dust.</td>
</tr>
<tr>
<td>Sweep all paved access roads, parking areas, and staging areas at construction sites and sweep streets daily if visible soil materials are carried onto adjacent public streets.</td>
</tr>
<tr>
<td>b) For sites greater than 4 acres in size:</td>
</tr>
<tr>
<td>Hydroseed or apply (nontoxic) soil stabilizers to inactive construction areas.</td>
</tr>
<tr>
<td>Enclose, cover, water twice daily, or apply (non-toxic) soil binders to exposed stockpiles (dirt, sand, etc.).</td>
</tr>
<tr>
<td>Limit traffic speeds on unpaved roads to 15 miles per hour.</td>
</tr>
<tr>
<td>Install appropriate erosion control measures to prevent silt runoff to public</td>
</tr>
<tr>
<td>General Plan Mitigation Measure</td>
</tr>
<tr>
<td>---------------------------------</td>
</tr>
<tr>
<td>道路.</td>
</tr>
<tr>
<td></td>
</tr>
<tr>
<td></td>
</tr>
<tr>
<td></td>
</tr>
<tr>
<td></td>
</tr>
<tr>
<td>MM 4.5.1b</td>
</tr>
<tr>
<td>General Plan Mitigation Measure</td>
</tr>
<tr>
<td>---------------------------------</td>
</tr>
<tr>
<td>MM 4.5.1c</td>
</tr>
</tbody>
</table>

materials from existing parking surfaces. These current requirements are equivalent to or more stringent than the requirements applicable when the General Plan EIR was certified.
<table>
<thead>
<tr>
<th>General Plan Mitigation Measure</th>
<th>Description of General Plan Mitigation Measure</th>
<th>Placement in General Plan</th>
<th>Status and 2016 Project Compliance</th>
</tr>
</thead>
<tbody>
<tr>
<td>MM 4.5.2</td>
<td>The Town shall include General Plan policy provisions that require: When new development that would be a source of odors is proposed near residences or sensitive receptors, either adequate buffer distances shall be provided (based on recommendations and requirements of the California Air Resources Control Board and BAAQMD), or filters or other equipment/solutions shall be provided to reduce the potential exposure to acceptable levels. Potential mitigation associated with this policy requirement will be coordinated with any required permit conditions from BAAQMD. When new residential or other sensitive receptors are proposed near existing sources of odors, either adequate buffer distances shall be provided (based on recommendations and requirements of the California Air Resources Control Board and BAAQMD), or filters or other equipment/solutions shall be provided to the source to reduce the potential</td>
<td>Resource Conservation and Sustainability Element Policy RCS-10.3 Program RCS-10.3f</td>
<td>The retail nature of the Project, and its location away from sensitive receptors, establish that it would not generate odors near residences or sensitive receptors. Accordingly, the measure does not apply.</td>
</tr>
<tr>
<td>General Plan Mitigation Measure</td>
<td>Description of General Plan Mitigation Measure</td>
<td>Placement in General Plan</td>
<td>Status and 2016 Project Compliance</td>
</tr>
<tr>
<td>---------------------------------</td>
<td>-----------------------------------------------</td>
<td>---------------------------</td>
<td>-----------------------------------</td>
</tr>
<tr>
<td>MM 4.5.3</td>
<td>The Town shall include General Plan policy provisions that require: When new development that would be a source of TACs is proposed near residences or sensitive receptors, either adequate buffer distances shall be provided (based on recommendations and requirements of the California Air Resources Control Board and BAAQMD), or filters or other equipment/solutions shall be provided to reduce the potential exposure to acceptable levels. Potential mitigation associated with this policy requirement will be coordinated with any required permit conditions from BAAQMD. When new residential or other sensitive receptors are proposed near existing sources of TACs, either adequate buffer distances shall be provided (based on recommendations and requirements of the California Air Resources Control Board and BAAQMD), or filters or other equipment/solutions shall be provided.</td>
<td>Resource Conservation and Sustainability Element Policy RCS-10.3 Program RCS-10.3g</td>
<td>The Project will comply with such feasible mitigation measures as are necessary to avoid significant impacts.</td>
</tr>
<tr>
<td>General Plan Mitigation Measure</td>
<td>Description of General Plan Mitigation Measure</td>
<td>Placement in General Plan</td>
<td>Status and 2016 Project Compliance</td>
</tr>
<tr>
<td>--------------------------------</td>
<td>-----------------------------------------------</td>
<td>---------------------------</td>
<td>---------------------------------</td>
</tr>
<tr>
<td>to the source to reduce the potential exposure to acceptable levels.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>MM 4.5.6</td>
<td>Modify the General Plan Update to provide policy provisions that support Transportation Control Measures (TCMs) #17 (Conduct Demonstration Projects), #18 (Transportation Pricing Reform), and #20 (Promote Traffic Calming) as feasible.</td>
<td>Resource Conservation and Sustainability Element Policy RCS-10.6 Programs RCS-10.6d and RCS-10.6e</td>
<td>This General Plan policy and program addresses the Town’s participation in BAAQMD demonstration projects, and the Town’s implementation of traffic calming techniques on residential and arterial streets where needed to reduce emissions. These measures are not applicable to the Project.</td>
</tr>
</tbody>
</table>

4.7 Geology and Soils

<p>| MM 4.7.4a | The Town shall provide a policy in the General Plan that as part of the review and approval of development and public work projects, the planting of vegetation on unstable slopes to protect structures at lower elevations or other appropriate measures shall be incorporated into the project design. Native plants should be considered for landscaping in the hills to eliminate the need for supplemental | Public Safety and Hazards Element Policy PSH-8.3 Program PSH-8.3a | The Project site is generally level and contains no such unstable slopes. |</p>
<table>
<thead>
<tr>
<th>General Plan Mitigation Measure</th>
<th>Description of General Plan Mitigation Measure</th>
<th>Placement in General Plan</th>
<th>Status and 2016 Project Compliance</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>watering which can promote earth movement. This shall be done in combination with implementation of applicable Town Code provisions (e.g., Hillside Land Capacity Overlay District Regulations).</td>
<td></td>
<td></td>
</tr>
<tr>
<td>General Plan Mitigation Measure</td>
<td>Description of General Plan Mitigation Measure</td>
<td>Placement in General Plan</td>
<td>Status and 2016 Project Compliance</td>
</tr>
<tr>
<td>--------------------------------</td>
<td>------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------</td>
<td>---------------------------</td>
<td>-----------------------------------</td>
</tr>
<tr>
<td>MM 4.7.4b</td>
<td>The Town shall provide a policy in the General Plan that (in combination with the implementation of Town Code Chapter 18.18.105 [Hillside Land Capacity Overlay District Regulations]) requires a geologic investigation and report by a qualified engineering geologist that may be required for any proposed development, and shall be required for any proposed development on a site containing significant areas with slopes of 30% or more, and/or any site designated as “3” or “4” in the map entitled “Interpretation of the Relative Stability of Upland Slopes in the Tiburon Peninsula, Sausalito, and Adjacent Areas, Marin County, California, 1976,” prepared by the California Division of Mines and Geology, which map forms the basis of Figure 11, Relative Slope Stability, in the General Plan.</td>
<td>Public Safety and Hazards Element Policy PSH-8.2 Program PSH-8.2a</td>
<td>The Project site is generally level and contains no such slopes.</td>
</tr>
<tr>
<td>MM 4.7.4c</td>
<td>The Town shall provide a policy in the General Plan that lots on hillsides shall be large enough to provide flexibility in finding a stable buildable site and driveway location.</td>
<td>Public Safety and Hazards Element Policy PSH-8.2 Program PSH-8.2f</td>
<td>Not applicable.</td>
</tr>
</tbody>
</table>

2016 Restoration Hardware Expansion Project (Rev Submitted 3/20/17) Exhibit D – General Plan Mitigation Measures - 57 -
<table>
<thead>
<tr>
<th>General Plan Mitigation Measure</th>
<th>Description of General Plan Mitigation Measure</th>
<th>Placement in General Plan</th>
<th>Status and 2016 Project Compliance</th>
</tr>
</thead>
<tbody>
<tr>
<td>4.8 Hydrology and Water Quality</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>MM 4.8.1</td>
<td>Continue to control pollutant discharges from municipal maintenance activities through the implementation of the Town’s local Municipal Stormwater Ordinance 9.33 and compliance with MCSTOPPP.</td>
<td>Resource Conservation and Sustainability Element Policy RCS-9 Program RCS-9a</td>
<td>Not applicable.</td>
</tr>
<tr>
<td>MM 4.8.2a</td>
<td>The Town of Corte Madera shall work with BCDC to implement strategies to adapt to Bay-related impacts of climate change. The Town shall work with BCDC to develop a vulnerability analyses for its shoreline and to address shoreline management issues that cross jurisdictional boundaries.</td>
<td>Flood and Flood Plain Management Element Policy F-1.1 Program F-1.1d</td>
<td>Not applicable.</td>
</tr>
<tr>
<td>MM 4.8.2b</td>
<td>The Town will continue to implement the Municipal Code flood protection standards for development within a FEMA-designated Special Flood Hazard Area and will coordinate with FEMA and other agencies in the evaluation and mitigation of future flooding hazards that may occur as a result of sea level rise.</td>
<td>Flood and Flood Plain Management Element Policy F-1.1 Program F-1.1e</td>
<td>The Project will comply with Municipal Code requirements applicable at the time of approval and/or permit issuance.</td>
</tr>
<tr>
<td>MM 4.8.2c</td>
<td>The Town shall pursue funding for</td>
<td>Flood and Flood Plain Management Element</td>
<td>Not applicable. The Project</td>
</tr>
<tr>
<td>General Plan Mitigation Measure</td>
<td>Description of General Plan Mitigation Measure</td>
<td>Placement in General Plan</td>
<td>Status and 2016 Project Compliance</td>
</tr>
<tr>
<td>--------------------------------</td>
<td>-----------------------------------------------</td>
<td>---------------------------</td>
<td>----------------------------------</td>
</tr>
<tr>
<td></td>
<td>adequate protection from sea level rise and continued subsidence and construction in areas threatened by sea level rise and/or settlement.</td>
<td>Management Element Policy F-4.1 Program F-4.1c</td>
<td>will fund its own stormwater improvements.</td>
</tr>
</tbody>
</table>

### 4.9 Biological Resources

**MM 4.9.1**
Amend Policy RCS-6.2 to include protection of wetlands and other waters of the U.S. in accordance with the U.S. Army Corps of Engineers and other agencies.

<p>| Resource Conservation and Sustainability Element Policy RCS-6.2 Program RCS-6.2a | The Project protects biological resources associated with the Bay by maintaining or increasing existing buffers, and implementing water quality control measures pursuant to current standards, which are stricter than the standards applicable when the General Plan EIR was certified. See report from WRA. |</p>
<table>
<thead>
<tr>
<th>General Plan Mitigation Measure</th>
<th>Description of General Plan Mitigation Measure</th>
<th>Placement in General Plan</th>
<th>Status and 2016 Project Compliance</th>
</tr>
</thead>
</table>
| MM 4.9.3a                      | The following shall be incorporated into the Open Space, Conservation, and Recreation Element as a policy under RCS-6:  
The Town will encourage the restoration and enhancement of riparian corridors.  
The Town will encourage the preservation and the function of riparian corridors as viable wetlands, ecosystems, and habitat for resident and migratory wildlife. | Resource Conservation and Sustainability Element  
Policy RCS 6.6  
Program RCS-6.6a                        | There are no riparian corridors on the Project site.  
See report from WRA.                                                                                     |
| MM 4.9.3b                      | The following shall be incorporated into the Open Space, Conservation, and Recreation Element as a policy under RCS-6:  
The Town will encourage and cooperate with other responsible agencies to plan and implement an integrated management plan for the long-term conservation and restoration of riparian corridors within Town Limits. | Resource Conservation and Sustainability Element  
Policy RCS 6.6  
Program RCS-6.6b                        | There are no riparian corridors on the Project site.  
See report from WRA.                                                                                     |
<table>
<thead>
<tr>
<th>General Plan Mitigation Measure</th>
<th>Description of General Plan Mitigation Measure</th>
<th>Placement in General Plan</th>
<th>Status and 2016 Project Compliance</th>
</tr>
</thead>
<tbody>
<tr>
<td>MM 4.9.4</td>
<td>The following shall be incorporated into the Open Space, Conservation, and Recreation Element as a policy under Goal 5: Coordinate with Marin County and adjoining jurisdictions, and federal and state agencies such as Caltrans, to assure regional connectivity of open space and wildlife corridors.</td>
<td>Resource Conservation and Sustainability Element Policy RCS-6.7 Program RCS-6.7a</td>
<td>Not applicable.</td>
</tr>
</tbody>
</table>

4.10 Cultural and Paleontological Resources

<p>| MM 4.10.1                        | The Town shall include the following as an implementation program in the General Plan update. Cultural resources studies (i.e., archaeological and historical investigations) shall be required for all applicable discretionary projects, in accordance with CEQA regulations, for areas not previously surveyed and/or that are sensitive for cultural resources. The studies should identify cultural resources (i.e., prehistoric sites, historic sites, and historic buildings/structures) in the project area, determine their eligibility for inclusion in the California Register of Historical Resources, and provide feasible | Resource Conservation and Sustainability Element Policy RCS-11.2 Program RCS-11.2a | As documented in the initial study performed for the 2011 Nordstrom and Macy’s expansion, no historical resources exist on the project site. The Northwest Information Center (NWIC) of the California Historical Resources Information System at Sonoma State University concluded there is only a low possibility of identifying Native American and historic-period archaeological resources |</p>
<table>
<thead>
<tr>
<th>General Plan Mitigation Measure</th>
<th>Description of General Plan Mitigation Measure</th>
<th>Placement in General Plan</th>
<th>Status and 2016 Project Compliance</th>
</tr>
</thead>
<tbody>
<tr>
<td>and appropriate measures for the protection of any historical resources or unique archaeological resources to maximum extent feasible. Cultural resources studies should be completed by a professional archaeologist or architectural historian that meets the Secretary of the Interior’s Professional Qualifications Standards in archaeology.</td>
<td></td>
<td></td>
<td>and that further study is not recommended (NWIC, 2011). The project area includes no recorded archaeological resources, and the NWIC base maps show no recorded buildings or structures (NWIC, 2011). No buildings at the site are 45 years or older. Site grading requires only minimal excavation in limited areas to achieve positive drainage and utility trenches. Accordingly, it will not involve a substantial risk of disturbance.</td>
</tr>
<tr>
<td>MM 4.10.3</td>
<td>The Town shall include the following as an implementation program in the General Plan Update: Should any potentially unique paleontological resources (fossils) be encountered during development activities, work shall be halted immediately within 50 feet of the discovery, the Town of Corte Madera Planning Department shall be immediately notified, and a Resource Conservation and Sustainability Element Policy RCS-11.3 Program RCS-11.3a</td>
<td></td>
<td>The Project will implement this mitigation measure by notifying contractors of this requirement. As noted above, no such resources are anticipated at the Project site.</td>
</tr>
<tr>
<td>General Plan Mitigation Measure</td>
<td>Description of General Plan Mitigation Measure</td>
<td>Placement in General Plan</td>
<td>Status and 2016 Project Compliance</td>
</tr>
<tr>
<td>--------------------------------</td>
<td>-----------------------------------------------</td>
<td>---------------------------</td>
<td>----------------------------------</td>
</tr>
<tr>
<td>qualified paleontologist shall be retained to determine the significance of the discovery. Based on the significance of the discovery, the qualified paleontologist shall present options to the Town for protecting the resources. Appropriate action may include avoidance, preservation in place, excavation, documentation, and/or data recovery, and shall always include preparation of a written report documenting the find and describing steps taken to evaluate and protect significant resources. The Town of Corte Madera will implement feasible and appropriate recommendations/mitigation measures of the qualified paleontologist for any unanticipated discoveries. Such measures may include avoidance, preservation in place, excavation, documentation, curation, data recovery, or other appropriate measures.</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

4.11 Public Services

<p>| MM 4.11.4.1 | The Town shall include a policy in the General Plan that requires verification of Land Use Element | Confirmation from MMWD of its ability and willingness to |</p>
<table>
<thead>
<tr>
<th>General Plan Mitigation Measure</th>
<th>Description of General Plan Mitigation Measure</th>
<th>Placement in General Plan</th>
<th>Status and 2016 Project Compliance</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>adequate water supply and distribution facilities for all development projects prior to their approvals. This will include (as applicable) coordination with MMWD to verify water supply adequacy in a manner similar to state law requirements (i.e., Senate Bill 610 and Senate Bill 221).</td>
<td>Policy LU-1.10 Program LU-1.10a</td>
<td>serve the Project will be presented.</td>
</tr>
</tbody>
</table>

4.12 Visual Resources and Aesthetics

<p>| MM 4.12.3a | The Design Guidelines shall prohibit the use of highly reflective material and shall encourage the use of landscaping and other design features to minimize the potential of glare. | Community Design Element Policy CD-1.3 Program CD-1.3a | The Project seeks design review approval. During the design review process, the Town will implement this measure and ensure that glare will be minimized. |
| MM 4.12.3b | Outdoor lighting of commercial and office uses shall be designed to be turned off when not in use where security and safety is not a concern. This requirement shall be included in the Design Guidelines. | Community Design Element Policy CD-1.5 Program CD-1.5a | Design review will ensure that outdoor lighting complies.                           |
| MM 4.12.3c | When streetlights are located along the perimeter of the Community Plan areas, overhead lighting shall be shielded to minimize lighting of adjacent properties. This measure shall be included in the | Community Design Element Policy CD-1.5 Program CD-1.5a | Design review will ensure that overhead lighting complies.                           |</p>
<table>
<thead>
<tr>
<th>General Plan Mitigation Measure</th>
<th>Description of General Plan Mitigation Measure</th>
<th>Placement in General Plan</th>
<th>Status and 2016 Project Compliance</th>
</tr>
</thead>
<tbody>
<tr>
<td>Design Guidelines.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>MM 4.12.3d</td>
<td>Roadway, commercial, and residential lighting shall be limited to the minimum amount needed for public safety and shall be designed to focus light where it is needed (e.g., intersections). Street lights would consist of fixtures that are designed to block illumination of adjoining properties and prohibit light rays emitted from the fixture at angles above the horizontal plane.</td>
<td>Community Design Element Policy CD-1.5 Program CD-1.5a</td>
<td>Design review will ensure that the lighting proposed for the store and parking lot comply.</td>
</tr>
</tbody>
</table>
EXHIBIT E
SIGNIFICANT AND UNAVOIDABLE
GENERAL PLAN IMPACTS
Resolution 3594, adopted by the Town Council in 2009, makes CEQA findings related to the 2009 General Plan and the General Plan EIR. The General Plan EIR addressed the project and four alternatives; the Town Council chose to adopt “Alternative 4” as the General Plan. In Resolution 3594, the Town Council identified the following impacts as significant and unavoidable impacts of Alternative 4.

This Exhibit E lists the significant and unavoidable impacts of the General Plan the Town adopted, as determined in Resolution 3594. It also discusses the Project’s contribution toward those impacts (if any).

**General Plan Impact Identified in Resolution 3594:**

Alternative 4 is projected to increase the jobs/housing balance from the current ratio of 1.7/1 to 1.77/1 by the year 2025 (8,142 jobs and 4,598 housing units).

**2016 Restoration Hardware Expansion Project:** The Project does not include any houses and therefore does not contribute toward this imbalance. To the contrary, it makes construction of the 300 residential units allowed by the General Plan exceedingly unlikely, in that it increases the FAR at The Village to the point of using the parking lot across the street to meet parking requirements. There is no room left at The Village to develop 300 apartments and to maintain adequate parking for the retail uses without demolishing retail square footage.

**General Plan Impact Identified in Resolution 3594:**

Alternative 4 would generate a total of 6,500 daily trips, including 400 AM peak hour trips and 610 PM peak hour trips. All intersections would operate at Level of Service D or better, with the exception of the following intersections: Tamalpais Drive/US 101 SB Off-Ramp; Tamalpais Drive/US 101 NB Off-Ramp; and Madera Boulevard/Council Crest/Tamal Vista Boulevard. Alternative 4 would increase the amount of traffic on Highway 101 in the northbound and southbound directions. In the northbound direction, the volume on two freeway segments would deteriorate to LOS F with growth in regional traffic. and implementation of Alternative 4.
2016 Restoration Hardware Expansion Project: The development proposed in the Project is part of the development that would contribute towards these impacts. A report will be presented from Fehr & Peers documenting this Project’s contribution toward impacts the General Plan EIR determined would be caused by buildout of The Village.

General Plan Impact Identified in Resolution 3594:

Alternative 4 would contribute to an increase in greenhouse gas (GHG) emissions from vehicle transportation and building energy use and may contribute to increases in atmospheric GHG concentrations.

2016 Restoration Hardware Expansion Project: Since the General Plan was adopted in 2009, regulations and laws relating to greenhouse gas emissions have imposed stricter requirements. Additional progress has been made achieving California’s RPS program, and there have been developments related to the Pavley Vehicle Standards, and the Low Carbon Fuel Standards. The 2008 Title 24 Energy Code that was in existence at the time the General Plan was adopted has been superseded by the 2013 Energy Code. As described by the California Energy Commission, “The 2013 Building Energy Efficiency Standards (Title 24) will lead to 25 percent less energy consumption for residential buildings and 30 percent savings for nonresidential buildings over 2008 Energy Standards.” Accordingly, greenhouse gas emissions are now less than was projected at the time the General Plan EIR was certified, ensuring that there are no more severe impacts than were studied previously.

General Plan Impact Identified in Resolution 3594:

Alternative 4 would reduce vehicle trip generation compared to the [General Plan EIR] Project, which would reduce PM10 emissions, but not below BAAQMD thresholds of significance. Further, Alternative 4 would incorporate the BAAQMD’s Transportation Control Measures, but would not reduce the impact to a less-than-significant level.

2016 Restoration Hardware Expansion Project: The General Plan EIR studied traffic to be generated by a retail expansion of 185,000 SF plus 300 residential units at The Village. The current Project, which proposes a 46,000 SF expansion, is a small part of the expansion studied in the General Plan, and the trips it would generate were already

---

studied as part of the expansion. Accordingly, the trips contributed by the 2017 Restoration Hardware Expansion Project to the impact described above remains the same as was studied earlier. However, since the General Plan EIR was certified, regulations pertaining to vehicle engines and fuel composition have become much stricter, resulting in fewer emissions from those trips than was contemplated in the General Plan EIR. Accordingly, the 2017 Restoration Hardware Expansion Project is likely to have less of an impact than was anticipated in the General Plan EIR.

General Plan Impact Identified in Resolution 3594:

Alternative 4 would result in increased traffic on local streets that would cause traffic noise exposure in excess of Town standards.

2016 Restoration Hardware Expansion Project: The General Plan EIR studied traffic to be generated by an expansion of 185,000 SF of retail uses plus 300 residential units at The Village. The current Project proposes 46,000 SF of expansion, which is a small part of that expansion. Accordingly, the contribution of the 2016 Restoration Hardware Expansion Project to the trips that would create the above-described noise impact remains the same.

General Plan Impact Identified in Resolution 3594:

Alternative 4 would increase new residential water demands by approximately 120 acre-feet annually and reduce new non-residential water demands by approximately 153 acre-feet in comparison to the [General Plan EIR original] Project. This increased demand, in combination with increased demand in other jurisdictions served by the Marin Municipal Water District (MMWD), could result in water shortages during dry periods of two years or longer. A mitigation measure has been included in the [General Plan EIR] Project, as adjusted by Alternative 4, to require verification of adequate water supply and distribution facilities for all development projects prior to their approvals. Implementation of this mitigation measure could curtail further development of the Town. The environmental effects of curtailing development would include reduction of anticipated sales tax and property tax revenues that could impact town services that rely on the General Fund. Such curtailment could also result in failure of the Town to meet state-required housing planning requirements. Further, the scarcity of water supply could result in the curtailment of...
development in Marin County and the associated cities and towns that receive water from the District. These municipalities may also experience indirect environmental effects from reduced revenues on planned infrastructure improvements as well as failure to meet state-required housing planning obligations.

2016 Restoration Hardware Expansion Project: The Project incorporates several water-saving measures, such as low-demand landscaping, thus ensuring that its impacts will not exceed those projected in the General Plan EIR. In compliance with General Plan MM 4.11.4.1, the applicant will present confirmation from MMWD of its ability and willingness to serve the Project.
EXHIBIT F
AREA OF EAST ENTRY IMPROVEMENTS
EXHIBIT G
IMPROVEMENTS TO EXISTING PARKING LOT
2016 Restoration Hardware Expansion Project (Rev Submitted 3/20/17)
Exhibit G – Improvements to Existing Parking Lot
- 74 -